

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---|----------------------------------|-----------------------|-----------------------|
| SUBMISSION TYPE: | | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | | CHANGE OF NAME | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| EREWARDS, INC. | | 10/03/2007 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | E-REWARDS, INC. | | |
| Street Address: | 5800 Tennyson Parkway, Suite 600 | | |
| City: | Plano | | |
| State/Country: | TEXAS | | |
| Postal Code: | 75024 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2516570 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (972)696-6501 | | |
| Email: | krowley@e-rewardsinc.com | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Correspondent Name: | Kathleen H. Rowley | | |
| Address Line 1: | 5800 Tennyson Parkway, Suite 600 | | |
| Address Line 4: | Plano, TEXAS 75024 | | |
| NAME OF SUBMITTER: | | Kathleen H. Rowley | |
| Signature: | | /Kathleen H. Rowley/ | |
| Date: | | 10/06/2011 | |
| Total Attachments: 2 | | | |
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| source=Certificate of Amendment -- Name Change -- 03 OCT 07#page2.tif | | | |

OP \$40.00 2516570

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TRADEMARK
REEL: 004637 FRAME: 0551

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "EREWARDS, INC.", CHANGING ITS NAME FROM "EREWARDS, INC." TO "E-REWARDS, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF OCTOBER, A.D. 2007, AT 4:09 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3024770 8100

071081476



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6051353

DATE: 10-04-07

TRADEMARK
REEL: 004637 FRAME: 0552

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
EREWARDS, INC.**

EREWARDS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: The name of the Corporation is eRewards, Inc.

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is April 1, 1999.

THIRD: The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, adopted resolutions amending its Certificate of Incorporation as follows:

Article I shall be amended and restated to read in its entirety as follows:

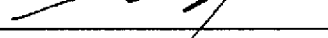
I.

The name of this corporation is **E-REWARDS, INC.** (the "Company").

FOURTH: Thereafter pursuant to a resolution of the Board of Directors, this Certificate of Amendment was submitted to the stockholders of the Corporation for their approval, and was duly adopted by holders of the requisite number of shares of outstanding stock of the Company entitled to vote thereon, acting by written consent in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware. Notice of the adoption by the stockholders of this Certificate of Amendment will be given to the holders of such shares who did not so consent in accordance with Section 228 of the General Corporation Law of the State of Delaware.

eRewards, Inc., has caused this Certificate of Amendment to be signed by its CFO and attested to by its Secretary this 10 day of SEPT., 2007.

EREWARDS, INC.

By: 
David Mellinger, Chief Financial Officer