

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Carlson Marketing Worldwide, Inc.		12/13/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Aimia Proprietary Loyalty U.S. Inc.
Street Address:	1405 Xenium Lane
City:	Plymouth
State/Country:	MINNESOTA
Postal Code:	55441
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	2484102	BEST OF EVERYTHING
Registration Number:	2266255	BEST OF EVERYTHING
Registration Number:	2849141	BUILDING BETTER RELATIONSHIPS
Registration Number:	1222835	
Registration Number:	2788869	DESTINATIONS BY DESIGN
Registration Number:	2471801	GLOBAL REWARDS
Registration Number:	932713	INSTANT DISCOUNT
Registration Number:	3423961	LIVING TOUCHMAP
Registration Number:	3857481	MCERTS
Registration Number:	3887580	PREPAID IMPRESSIONS
Registration Number:	1211805	QUIK SAVINGS
Registration Number:	2221459	READY REWARDS
Registration Number:	2808486	RSX
Registration Number:	1400626	SCRATCH 'N WIN

OP \$665.00 2484102

Registration Number:	978335	SHOPPERS CASH
Registration Number:	1041052	SHOPPERS CASH COUPONS
Registration Number:	944268	SUPER DISCOUNT
Registration Number:	3770874	TRAVEL EASE
Registration Number:	1383346	TRAVPASS
Registration Number:	2013672	TRAVPASS
Registration Number:	3295792	UPBEATS
Registration Number:	1374726	V.I.P. CHECKS
Registration Number:	1807896	V-I-P CHECKS
Registration Number:	3819903	VIRTUAL ENGAGEMENT SUITE
Serial Number:	85162588	FUSION LOYALTY
Serial Number:	85128991	GLOBAL PREPAID SOURCE

CORRESPONDENCE DATA

Fax Number: (612)332-9081
Phone: 612/332-5300
Email: rerickson@merchantgould.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Christopher J. Schulte
Address Line 1: P.O. Box 2910
Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	16472.00000001
NAME OF SUBMITTER:	Christopher J. Schulte
Signature:	/Christopher J. Schulte/
Date:	02/22/2012

Total Attachments: 2
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Delaware

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The First State

I, JEFFREY W. BULLOCK, 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 "CARLSON MARKETING WORLDWIDE, INC.", CHANGING ITS NAME FROM "CARLSON MARKETING WORLDWIDE, INC." TO "AIMIA PROPRIETARY LOYALTY U.S. INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF DECEMBER, A.D. 2011, AT 11:46 O'CLOCK A.M.


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

4747947 8100

111290688

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9227407

DATE: 12-14-11

TRADEMARK
REEL: 004721 FRAME: 0430

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of
CARLSON MARKETING WORLDWIDE, INC.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:


RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "First" so that, as amended, said Article shall be and read as follows:

1. The name of the corporation is: Aimia Proprietary Loyalty U.S. Inc.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 13th day of December, 2011.

By: 
Authorized Officer
Title: Attorney-in-Fact for Wanda Sigurdson, VP

Name: Jeanne Nelson
Print or Type