

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Affinion Publishing Group, LLC		07/10/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Affinion Benefits Group, LLC		
Street Address:	400 Duke Drive		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1761659	YOU'RE #1	
Registration Number:	1785811	YOU'RE #1	
CORRESPONDENCE DATA			
Fax Number:	2129746924		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 468-4823		
Email:	jkatz@dglaw.com		
Correspondent Name:	Jeffrey C. Katz		
Address Line 1:	1740 Broadway		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	007849-0003-000 (AGN JAC)		
NAME OF SUBMITTER:	Jeffrey C. Katz		
Signature:	/Jeffrey C. Katz/		

CH \$65.00 1761659

Date:

08/13/2012

Total Attachments: 2

source=Assignment - Affinion Benefits#page1.tif

source=Assignment - Affinion Benefits#page2.tif

TRADEMARK ASSIGNMENT

WHEREAS, Affinion Publishing, LLC, a limited liability company of the State of Delaware (hereinafter, "Assignor"), is the owner of marks listed on the attached Schedule "A," which are registered in the United States Patent and Trademark Office.

WHEREAS, Affinion Benefits Group, LLC, a limited liability company of the State of Delaware, located at 400 Duke Drive, Franklin, Tennessee, 37067 (hereinafter, "Assignee"), is desirous of acquiring said marks and said registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee all rights, title and interest in and to said marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof listed on Schedule "A," and all rights to damages or profits, due or accrued, arising out of past infringement of said marks or injury to said goodwill, and the right to sue for and recover the same in Assignee's own name.

IN WITNESS WHEREOF, this Assignment has been executed to be effective as of the 10th day of July, 2012.

Affinion Publishing, LLC

By: *Lynn Doonan*
Name: *Lynn Doonan*
Title: *V.P.*

Affinion Benefits Group, LLC

By: *Lynn Doonan*
Name: *Lynn Doonan*
Title: *V.P.*

Schedule A

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
YOU'RE #1	1,761,659	March 30, 1993
YOU'RE #1 and Design	1,785,811	August 3, 1993