

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Affinion Membership Services Holdings Subsidiary LLC	FORMERLY Cendant Membership Services Holdings Subsidiary LLC	12/31/2005	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Trilegiant Corporation		
Street Address:	100 Connecticut Avenue		
City:	Norwalk		
State/Country:	CONNECTICUT		
Postal Code:	06850		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2738071	DIGITAL PROTECTION PLUS	
Registration Number:	2738108	DIGITALPROTECTIONPLUS	
Registration Number:	2738107		
Registration Number:	2753879	CREDITREPORTPLACE	
Registration Number:	2764873	TRILEGIANT	
Serial Number:	76603065		
Serial Number:	76603066	TRILEGIANT LOYALTY SOLUTIONS	
CORRESPONDENCE DATA			
Fax Number:	(212)468-4888		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Email:	jkatz@dglaw.com, tjones-houston@dglaw.com		
Correspondent Name:	Jeffrey C. Katz, Esq.		

CH \$190.00 2738071

Address Line 1:	1740 Broadway
Address Line 4:	New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	00517-0243-000
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NAME OF SUBMITTER:	Jeffrey C. Katz
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Signature:	/jeffrey c. katz/
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Date:	01/04/2006
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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):

Affinion Membership Services Holdings
Subsidiary LLC

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation – State
☒ Other – Limited Liability Company
Citizenship - Delaware

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Government Interest Assignment
☐ Conversion

Execution Date(s) 12/31/2005

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

Name: Trilegiant Corporation

Internal Address:

Street Address: 100 Connecticut Avenue

City: Norwalk

State: Connecticut

Country: United States Zip: 06850

☐ Association – Citizenship _____

☐ General Partnership – Citizenship _____

☐ Limited Partnership – Citizenship _____

☒ Corporation – Citizenship Delaware

☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached ☐ Yes ☒ No.

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

B. Trademark Registration No(s).

76/603065			2738071	2753879	
76/603066			2738108	2764873	
			2738107		

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Jeffrey C. Katz
DAVIS & GILBERT LLP
1740 Broadway
New York, New York 10019

Tel: (212) 468-4800

Fax: (212) 468-4888

jkatz@DGLaw.com

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 1.21(h) and 3.41) \$ 190.00

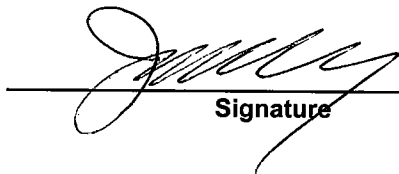
☒ All fees and any deficiencies are authorized to be charged to Deposit Account (00517-0243-000)

8. Payment Information

Deposit Account No. 502293

Authorized user Name: Jeffrey C. Katz

9. Signature.


Signature

1-4-06

Date

Jeffrey C. Katz

Name of Person Signing

Total number of pages including cover sheet, and documents:

5

Delaware

PAGE 1

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 MERGER, WHICH MERGES:

"AFFINION MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"TRL GROUP, INC.", A DELAWARE CORPORATION,

WITH AND INTO "TRILEGIANT CORPORATION" UNDER THE NAME OF "TRILEGIANT CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2005, AT 2:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 10 O'CLOCK A.M.

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



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051066520

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4408318

DATE: 12-28-05

TRADEMARK
REEL: 003220 FRAME: 0092

CERTIFICATE OF MERGER

OF

TRL GROUP, INC.
(a Delaware corporation)

AND

AFFINION MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY LLC
(a Delaware limited liability company)

INTO

TRILEGIANT CORPORATION
(a Delaware corporation)

(Pursuant to Title 8, Section 264(c) of the General Corporation Law of the State of Delaware and Title 6, Section 18-209 of the Delaware Limited Liability Company Act)

December 28, 2005

It is hereby certified that:

FIRST: The constituent business corporations and limited liability company participating in the merger herein certified are:

- (i) TRL Group, Inc., which is incorporated under the laws of the State of Delaware;
- (ii) Affinion Membership Services Holdings Subsidiary LLC, which is organized under the laws of the State of Delaware; and
- (iii) Trilegiant Corporation, which is incorporated under the laws of the State of Delaware ("Trilegiant").

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations and limited liability company in accordance with the provisions of subsection (c) of Section 264 of the General Corporation Law of the State of Delaware (the "DGCL") and subsection (b) of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The name of the surviving corporation in the merger herein certified is Trilegiant Corporation, a Delaware corporation, which will continue its existence as said surviving corporation under its present name upon the effective date and time of said merger pursuant to the

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provisions of the DGCL.

FOURTH: The certificate of incorporation of Trilegiant, as now in force and effect, shall continue to be the certificate of incorporation of said surviving corporation until amended and changed pursuant to the provisions of the DGCL.

FIFTH: The executed Agreement and Plan of Merger between the aforesaid constituent corporations and limited liability company is on file at an office of the aforesaid surviving corporation, the address of which is as follows: 100 Connecticut Avenue, Norwalk, Connecticut 06850.

SIXTH: A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation on request, and without cost, to any stockholder of each of the aforesaid constituent corporations or member of any constituent limited liability company.

SEVENTH: The Merger is to become effective on December 31, 2005 at 10:00 am Eastern Standard Time.

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IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Merger
as of the date first written above.

TRILEGIANT CORPORATION

By: 

Name: Nathaniel J. Lipman

Title: President