

08-26-1998

SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



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To the Honorable Commissioner of F.

100804174

Attached original documents or copy thereof.

1. Name of conveying party(ies):

- 1. National Card Control, Inc.  
(Virginia corporation)
  - 2. CUC Acquisitions III Inc.  
(Delaware corporation)
- Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State (see above)  
 Other \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment                                       Merger  
 Security Agreement                               Change of Name  
 Other \_\_\_\_\_

Execution Date: January 5, 1988

2. Name and address of receiving party(ies)

Name: National Card Control, Inc.  
Internal Address: Cardwell Center  
Street Address: 1700 Cardwell Road  
City: Crozier State: VA ZIP: 23039

- Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule.

Additional numbers attached?  Yes  No

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

Name: Jeffrey C. Katz, Esq.  
Internal Address: DAVIA & GILBERT LLP  
\_\_\_\_\_  
Street Address: 1740 Broadway  
\_\_\_\_\_  
City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: .....

9

7. Total fee (37 CFR 3.41).....\$ 240.00

- Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

08/19/1998 SSMITH 00000054 1454603

DO NOT USE THIS SPACE

01 FC:481 40.00 DP  
02 FC:482 200.00 DP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jeffrey C. Katz, Esq.  
Name of Person Signing

Jeffrey C. Katz  
Signature

8-14-98  
Date

Total number of pages including cover sheet, attachments, and document:

8

**SCHEDULE**

| <b><u>Mark</u></b>               | <b><u>Registration No.</u></b> | <b><u>Registration Date</u></b> |
|----------------------------------|--------------------------------|---------------------------------|
| NATIONAL CARD CONTROL            | 1,454,603                      | 08/25/87                        |
| 24 HOUR TRAVEL CENTER and Design | 1,482,716                      | 03/29/88                        |
| NCCI and Design                  | 1,501,584                      | 08/23/88                        |
| NCCI                             | 1,502,446                      | 08/30/88                        |
| PURCHASE REPLACEMENT             | 1,691,012                      | 06/02/92                        |
| BUYER'S APPRECIATION             | 1,702,103                      | 07/21/92                        |
| PURCHASE GUARD                   | 1,714,114                      | 09/08/92                        |
| BUYER'S APPRECIATION             | 1,887,458                      | 04/04/95                        |
| 24 HOUR TRAVEL CENTER            | 1,915,479                      | 08/29/95                        |

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, 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:

"NATIONAL CARD CONTROL, INC.", A VIRGINIA CORPORATION,  
WITH AND INTO "CUC ACQUISITIONS III INC." UNDER THE NAME OF  
"NATIONAL CARD CONTROL, INC.", A CORPORATION ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE FIFTH DAY OF JANUARY, A.D. 1988, AT  
2 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

*Edward J. Freel, Secretary of State*

2103406 8100M

981223414

AUTHENTICATION: 9151508

DATE: 06-22-98  
TRADEMARK

REEL: 1772 FRAME: 0791

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CERTIFICATE OF MERGER  
OF  
NATIONAL CARD CONTROL, INC.  
INTO  
CUC ACQUISITIONS III INC.

FILED

JAN 5 1988

2 PM

*Michael H. White*  
SECRETARY OF STATE

\*\*\*\*\*

The undersigned corporation organized and existing under any  
by virtue of the Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of  
the constituent corporations of the merger is as follows:

| <u>NAME</u>                 | <u>STATE OF INCORPORATION</u> |
|-----------------------------|-------------------------------|
| CUC Acquisitions III Inc.   | Delaware                      |
| National Card Control, Inc. | Virginia                      |

SECOND: That an Agreement of Merger between the parties to  
the merger has been approved, adopted, certified, executed and  
acknowledged by each of the constituent corporations in  
accordance with the requirements of subsection (c) of Section 252  
of the Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the  
merger is CUC Acquisitions III Inc., which shall herewith be

changed to National Card Control, Inc., a Delaware corporation.

FOURTH: That the amendments to the Restated Certificate of Incorporation of CUC Acquisitions III Inc., a Delaware corporation, which is the surviving corporation, which are to be effected by the Merger are as follows:

Article 1 shall read:

The name of the corporation is: National Card  
Control, Inc.

FIFTH: That the executed agreement of merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is Cardwell Center, 1700 Cardwell Road, Crozier, Virginia 23039.


SIXTH: That a copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost to any stockholder of either constituent corporation.

SEVENTH: The authorized capital stock of National Card Control, Inc. consists of 200,000 shares of Common Stock, \$1.00 par value.

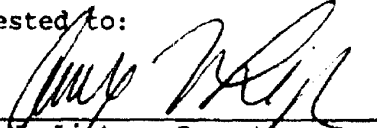
Dated: January 5, 1988

CUC ACQUISITIONS III INC.

(Name of surviving corporation)

By:   
Stuart L. Bell

Attested to:

  
Amy M. Lipton, Secretary  
and General Counsel