

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 10/01/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------------|----------|----------------|-----------------------|
| Providian Financial Corporation | | 10/01/2005 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-------------------|---|
| Name: | New American Capital, Inc. |
| Street Address: | c/o Washington Mutual Bank, 1301 2nd Ave. |
| Internal Address: | WMC 3501 |
| City: | Seattle |
| State/Country: | WASHINGTON |
| Postal Code: | 98101 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 11

| Property Type | Number | Word Mark |
|----------------|----------|-----------------------------|
| Serial Number: | 78000369 | FIRST SELECT |
| Serial Number: | 78025779 | PROVIDIAN |
| Serial Number: | 78025777 | PROVIDIAN |
| Serial Number: | 78025771 | PROVIDIAN |
| Serial Number: | 78025768 | PROVIDIAN |
| Serial Number: | 75902794 | PAY SMART |
| Serial Number: | 75900810 | MYCREDITPROFILE |
| Serial Number: | 75900640 | MYCREDITPROFILE |
| Serial Number: | 75898053 | PAYSMART |
| Serial Number: | 75655115 | ARIA |
| Serial Number: | 75623644 | PROVIDIAN PERSONAL REGISTRY |

CORRESPONDENCE DATA

900096472

**TRADEMARK
 REEL: 003696 FRAME: 0714**

CH \$290.00 78000369

Fax Number: (206)359-9000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2063598000
Email: pctrademarks@perkinscoie.com
Correspondent Name: Matthew D. Schneller
Address Line 1: Perkins Coie LLP, 3rd Avenue, 48th Floor
Address Line 4: Seattle, WASHINGTON 98101-3099

| | |
|-------------------------|------------------------|
| ATTORNEY DOCKET NUMBER: | 53001-4000 |
| NAME OF SUBMITTER: | Matthew D. Schneller |
| Signature: | /Matthew D. Schneller/ |
| Date: | 01/15/2008 |

Total Attachments: 4
source=New Am Cap merger#page1.tif
source=New Am Cap merger#page2.tif
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source=New Am Cap merger#page4.tif

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:

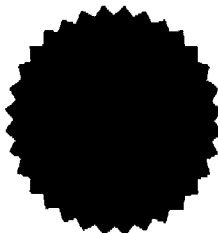
"PROVIDIAN FINANCIAL CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "NEW AMERICAN CAPITAL, INC." UNDER THE NAME OF "NEW AMERICAN CAPITAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2005, AT 2:52 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF OCTOBER, A.D. 2005.

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

2177890 8100M

050804071



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4196883

DATE: 09-30-05

TRADEMARK
REEL: 003696 FRAME: 0716

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:08 PM 09/30/2005
FILED 02:52 PM 09/30/2005
SRV 050804071 - 2177890 FILE

CERTIFICATE OF MERGER

OF

PROVIDIAN FINANCIAL CORPORATION

WITH AND INTO

NEW AMERICAN CAPITAL, INC.

UNDER SECTION 251 OF THE

GENERAL CORPORATION LAW

September 30, 2005

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), New American Capital, Inc., a Delaware corporation, does hereby certify the following information relating to the merger (the "Merger") of Providian Financial Corporation, a Delaware corporation, with and into New American Capital, Inc.

FIRST: The name and state of incorporation of each of the constituent corporations in the Merger are as follows:

| <u>Name</u> | <u>State of Incorporation</u> |
|---------------------------------|-------------------------------|
| New American Capital, Inc. | Delaware |
| Providian Financial Corporation | Delaware |

SECOND: The Agreement and Plan of Merger, dated as of June 5, 2005, as amended (the "Merger Agreement"), by and among Washington Mutual, Inc., Providian Financial Corporation and New American Capital, Inc., setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the DGCL.

THIRD: The name of the surviving corporation in the Merger is "New American Capital, Inc." (the "Surviving Corporation").

FOURTH: The certificate of incorporation of New American Capital, Inc. shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation, the address of which is c/o Washington Mutual, Inc., 1201 Third Avenue, Seattle, Washington 98101.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.


SEVENTH: The Merger shall become effective at 12:01 a.m. Pacific time on October 1, 2005.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, New American Capital, Inc. has caused this Certificate of Merger to be signed as of the day and year first above written.

NEW AMERICAN CAPITAL, INC.

By:


Name: Kelly D. Chapman
Title: Executive Vice President

007471-0010-00199-NY02-2477105