



BULKY DOCUMENTS

(Exceeds 100 pages)

Filed: 11/29/2010

Title: PETITIONER'S NOTICE OF FILING AND
SERVICE OF TESTIMONY DEPOSITION (REDACTED).

Part 1 of 2

92051006

TTAB

Joshua S. Frick
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BRINKS
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November 26, 2010

UNITED STATES PATENT AND TRADEMARK OFFICE
Commissioner for Trademarks
P.O. Box 1451
Alexandria, VA 22313-1451

77142966

**Re: Cancellation No. 92/051,006
Couch/Braunsdorf Affinity, Inc. v. 12 Interactive, LLC.**

Dear Sir or Madam:

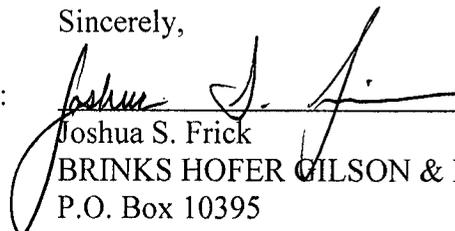
On behalf of the Petitioner, Couch/Braunsdorf Affinity, Inc., we are filing the following documents with the TTAB:

1. **PETITIONER'S NOTICE OF FILING OF TESTIMONY DEPOSITION (CONFIDENTIAL)**
2. **PETITIONER'S NOTICE OF FILING OF TESTIMONY DEPOSITION REDACTED**

Please contact the undersigned if you have any questions or additional information is required.

Sincerely,

By:


Joshua S. Frick
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Attorney for Petitioner



11-29-2010

U.S. Patent & TMO/TM Mail Rpt. Dt. #72

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as First-class mail in an envelope addressed to:

Commissioner for Trademarks
P.O. Box 1451
Alexandria, Virginia 22313-1451

On November 26, 2010

 Date of Delivery

Joshua S. Frick

 Name Person Signing Certificate

/Joshua S. Frick/

 Signature

November 26, 2010

 Date of Signature

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

COUCH/BRAUNSDORF AFFINITY, INC.,	:		
	:	Cancellation No.	92051006
Petitioner,	:		
	:	Mark:	PERKSPOT
v.	:		
	:	Registration No.	3,355,480
12 INTERACTIVE, LLC,	:		
	:	Registered:	December 18, 2007
Registrant.	:		

PETITIONER’S NOTICE OF FILING AND SERVICE OF TESTIMONY DEPOSITION

REDACTED

Pursuant to Rule 2.125 and 2.126, and TBMP § 703.01, Petitioner Couch/Braunsdorf Affinity, Inc. (“Petitioner”) submits the certified testimony transcript of Robert Dow taken on October 27, 2010 and the exhibits introduced and referenced throughout the deposition.

By agreement of the parties and pursuant to the stipulated protective order entered by the parties and filed with the Board on September 21, 2010 and approved on September 24, 2010, certain portions of the testimony deposition transcript and certain exhibits have been classified as

confidential. Confidential portions of the testimony and confidential exhibits are submitted under separate filing pursuant to Rule 2.126.

Respectfully Submitted,

COUCH/BRAUNSDORF AFFINITY, INC.

Dated: November 26, 2010

/Joshua S. Frick/
Philip A. Jones
Joshua S. Frick
BRINKS HOFER GILSON & LIONE
P.O. Box 10395
Chicago, Illinois 60610
(312) 321-4200

Attorneys for Petitioner

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing
PETITIONER'S NOTICE OF FILING AND SERVICE OF TESTIMONY DEPOSITION
was served via First-class mail on counsel for Registrant on the 26th day of November, 2010
addressed as follows:

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Two North LaSalle Street ▪ Suite 1700
Chicago IL ▪ 60602-3801

/Joshua S. Frick/

In The Matter Of:

Couch/Braunsdorf Affinity

vs.

12 Interactive, LLC

Bob Dow

October 27, 2010

MERRILL CORPORATION

LegalLink, Inc.

311 South Wacker Drive
Suite 300
Chicago, IL 60606
Phone: 312.386.2000
Fax: 312.386.2275

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

COUCH/BRAUNSDORF AFFINITY, INC.)	
)	
Plaintiff,)	
)	Cancellation No.
vs.)	92051006
)	
12 INTERACTIVE, LLC,)	
)	
Defendant.)	

The deposition of ROBERT DOW, called by the Petitioner for examination, taken pursuant to notice, agreement, and by the provisions of the Federal Rules of Civil Procedure for the United States District Courts pertaining to the taking of depositions, taken before Tina M. Alfaro, CSR No. 084-004220, a Notary Public within and for the County of Cook, State of Illinois, and a Certified Shorthand Reporter of said State, at the offices of Brinks Hofer Gilson & Lione, 455 North Cityfront Plaza, Chicago, Illinois, on the 27th day of October, A.D., 2010 at 9:30 a.m.

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APPEARANCES:

BRINKS HOFER GILSON & LIONE

BY: PHILIP JONES, ESQ.

JOSHUA FRICK, ESQ.

455 North Cityfront Plaza Drive

Suite 3600

Chicago, Illinois 60611

(312) 321-4200

On behalf of the Petitioner;

REPORTED BY: Tina Alfaro, CSR No. 084-004220

I N D E X

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By Mr. Jones	6

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NOTE: Exhibits not tendered for
inclusion with transcript

1 (Witness sworn.)

2 WHEREUPON:

3 ROBERT J. DOW,
4 called as a witness herein, having been first duly
5 sworn, was examined and testified as follows:

6 EXAMINATION

7 BY MR. JONES:

8 Q. Please state your name for the record.

9 A. Robert J. Dow.

10 MR. JONES: I'd like to mark as Petitioner's
11 Exhibit 1 Couch/Braunsdorf Affinity, Inc. versus
12 Interactive, LLC in Cancellation No. 92051006,
13 I'd like to mark as Exhibit 1 the notice of
14 testimony deposition of Bob Dow in this proceeding.
15 This deposition notice was served on counsel for the
16 registrant, 12 Interactive, LLC, pursuant to a
17 certificate of service attached to the deposition
18 notice.

19 It is now approximately 9:40 in the
20 morning, and I've not heard anything from the firm
21 Neal Gerber, Perkspot's counsel in this matter.
22 They do not appear to be here this morning. So we
23 assume that they are not coming to attend this
24 deposition, and we will start without them.

1 (Petitioner Exhibit No. 1 was
2 marked as requested.)

3 BY MR. JONES:

4 Q. Mr. Dow, where do you reside?

5 A. I reside in Miller Place, New York.

6 Q. Are you married?

7 A. Yes.

8 Q. Do you have any kids?

9 A. Yes.

10 Q. What are their ages?

11 A. 21 and 16.

12 Q. So college and high school age?

13 A. Boy and a girl, college and high school.

14 Q. Mr. Dow, did you attend college?

15 A. Yes, I did.

16 Q. What college was that?

17 A. State University of New York at Geneseo.

18 Q. Did you graduate?

19 A. Yes, I did.

20 Q. And what was your degree in?

21 A. Political science and English.

22 Q. And when did you graduate?

23 A. 1981.

24 Q. Mr. Dow, I direct you to the year 1986.

1 Were you employed then?

2 A. Yes, I was.

3 Q. And who was your employer?

4 A. 1986 it was Executive Buyer's Club.

5 Q. When was the nature of business for
6 Executive Buyer's Club?

7 A. I was in sales and we did discount cards
8 and employee programs for hospitals.

9 Q. How long did your job with Executive
10 Buyer's Club last?

11 A. Approximately two years, a little bit less
12 than two years.

13 Q. So would that be until 1988?

14 A. Somewhere the beginning of 1988.

15 Q. And what happened to the company at that
16 point?

17 A. They went out of business.

18 Q. What did you do for work after Executive
19 Buyer's Club went out of business?

20 A. My wife and I started Perks in 1988 in what
21 became my son's bedroom in our house.

22 Q. And approximately when in 1988 was that?

23 A. It was March of '88.

24 Q. And what was the nature of the business

1 that you started?

2 A. We did discount programs for major
3 employers, hospitals, schools, associations,
4 universities.

5 Q. And do you recall any of your first
6 clients?

7 A. I recall my first two. The first one was
8 Lynn Hospital in Lynn, Mass, and the second one was
9 IBM in Bethesda, Maryland.

10 Q. Mr. Dow, are you currently employed?

11 A. Yes, I am.

12 Q. And who is your employer?

13 A. Couch/Braunsdorf Affinity.

14 Q. Does Couch/Braunsdorf Affinity have a DBA?

15 A. They do.

16 Q. And what is that?

17 A. PerksCard.

18 Q. Is it okay with you if we refer to
19 Couch/Braunsdorf Affinity here today as Perks?

20 A. Yes.

21 Q. What is your current job title at Perks?

22 A. I am president of Perks.

23 Q. And what are your current responsibilities
24 and duties as president of Perks?

1 A. I'm responsible for sales and business
2 development for the company.

3 Q. And are you involved with the marketing of
4 the business as well?

5 A. I am.

6 Q. Do you oversee the marketing?

7 A. I do.

8 Q. Are you generally familiar with the various
9 aspects of Perks' business?

10 A. Yes, I am.

11 Q. Are you familiar with Perks' trademarks?

12 A. Yes, I am.

13 Q. And what are the principal trademarks for
14 Perks?

15 A. Perks and PerksCard.

16 Q. Are you familiar with the way Perks uses
17 its Perks and PerksCard marks in its business?

18 A. Yes.

19 Q. Mr. Dow, who currently owns Perks?

20 A. Augeo, A-U-G-E-O, Affinity Marketing.

21 Q. did Augeo Affinity Marketing acquire Perks?

22 A. Yes, they did.

23 Q. And when did Augeo Affinity Marketing
24 acquire Perks?

1 A. Spring of 2008.

2 Q. Where is Augeo Affinity Marketing based?

3 A. St. Paul, Minnesota.

4 Q. Who owned Perks before Augeo Affinity
5 Marketing, Inc.?

6 A. Couch/Braunsdorf.

7 Q. And what was Couch/Braunsdorf's business?

8 A. Insurance.

9 Q. Approximately when did Couch/Braunsdorf
10 acquire Perks?

11 A. Sometime early 2004.

12 Q. And who owned Perks before
13 Couch/Braunsdorf?

14 A. Myself and my wife.

15 Q. What's your wife's name?

16 A. Susan.

17 Q. And did you and Mrs. Dow own the company
18 from its beginning in 1988?

19 A. Yes, we did.

20 Q. And throughout the history of Perks from
21 1988 to the present have you always been the
22 principal person running the business?

23 A. Yes, I have.

24 Q. Mr. Dow, let's talk a little bit about

1 Perks' business. Please describe the nature of
2 Perks' business today.

3 A. We design programs for employees or members
4 to help them save money on things they use every
5 day. We also do benefits, insurance benefits and
6 voluntary benefits for any group, typically the size
7 of 500 more employees or members.

8 Q. And how does your -- how does the Perks
9 business help employees save money on things they
10 use every day?

11 A. We negotiate discounts on their behalf at
12 small to medium sized businesses. So if they are
13 looking to get their oil changed or go out to
14 dinner, rent a video, buy a car, they can go in as a
15 Perks member and get a discount. We also have
16 nationally recognized brands as well that they can
17 take advantage of discounts. So whether they're
18 going to the movies or they're shopping at Home
19 Depot, they can get additional discounts as well.

20 Q. Does the employee receive anything from
21 Perks as part of the Perks program?

22 A. Yes. Each employee receives a PerksCard.

23 Q. And what is the purpose of the PerksCard?

24 A. The PerksCard is used to identify them at

1 the local businesses when they shop so that the
2 business owner knows that they are a PerksCard
3 member and they can get the discount. The program's
4 designed, it's password protected. Only the
5 employees or members have access to the site so they
6 can go out and save money. We really pride
7 ourselves on custom designing these programs around
8 the places they live and work.

9 Q. Are the discounts available in brick and
10 mortar establishments?

11 A. Yes, they are.

12 Q. And are they also available to on-line
13 establishments?

14 A. A member can save on-line, in store with a
15 printable coupon or a gift card. So there's a
16 number of ways they can save money when they're
17 shopping.

18 Q. What type of businesses are Perks'
19 customers?

20 A. We work with typically any employer group
21 of 500 or more employees. That ranges from
22 hospitals, schools, universities, associations,
23 charitable foundations, major corporations.

24 Q. What is the typical size of the employees

1 for Perks' customers?

2 A. Again, the typical size is anywhere between
3 a thousand and 5,000. Our biggest clients are in
4 excess of a hundred thousand members or employees.

REDACTED

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Bob Dow

October 27, 2010

Page 21

REDACTED

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REDACTED

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22 Q. Mr. Dow, I'd like to take you back to 1988
23 when the Perks business first started. I believe
24 you mentioned that you and your wife first operated

1 it out of your house; is that right?

2 A. That's correct.

3 Q. Did you take on any loans to start your
4 business?

5 A. We did. We actually took a 10,000-dollar
6 loan to buy a computer, just one computer, and my
7 wife was responsible for the producing of the
8 PerksCards and I was responsible for selling the
9 PerksCard program to the clients.

10 In the case of Lynn Hospital, I actually
11 went up and visited with them, asked them what they
12 were looking for, and then went out into the
13 community and negotiated discounts with all kinds of
14 local businesses for them, drove back home, gave my
15 wife the list, and she went ahead and produced the
16 PerksCards for the Lynn Hospital employees.

17 Q. So when you first started, the only
18 employees of the business were you and your wife; is
19 that right?

20 A. That's correct.

21 Q. Did the Perks business grow?

22 A. Yes, it did. We actually moved out of our
23 house in June of 1988 into a 700-square-foot office
24 and hired one employee, and then from there I began

1 to hire additional outside salespeople throughout
2 the United States, opened a small satellite office
3 in Minneapolis, Minnesota, and during that first
4 year we brought on approximately seven salespeople
5 to help build these programs throughout the country.
6 That was in 1988 into 1989.

7 Q. And did the business continue to grow after
8 that?

9 A. Absolutely. As we continued to build these
10 programs for employer groups we continued to hire
11 people. We moved out of our first office into
12 another office. At that point we went from a 700-
13 square-foot office to a 1,500-square-foot office.
14 At that point we had two additional employees, about
15 ten outside salespeople who were traveling the
16 company. I actually spent about three weeks out of
17 every month traveling all over the United States to
18 build these programs. So I spent many Father's Days
19 and Valentine's Days and birthdays in hotel rooms.

20 (Petitioner Exhibit No. 3 was
21 marked as requested.)

22 BY MR. JONES:

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23 Q. Mr. Dow, when did Perks first use the Perks
24 mark?

1 A. 1988.

2 Q. And who came up with the Perks mark?

3 A. I did.

4 Q. When did Perks first use the PerksCard
5 mark?

6 A. 1997.

7 Q. And who came up with the PerksCard mark?

8 A. I did.

9 Q. And have the Perks and PerksCard marks been
10 used continuously in commerce since their first use?

11 A. Yes, they have.

12 Q. How does the company use the Perks and
13 PerksCard marks? Let me rephrase the question.

14 Can you please describe for us the general
15 categories in which the company has used the Perks
16 and PerksCard marks?

17 A. Can you rephrase, just elaborate on the
18 question?

19 Q. Sure.

20 Can you please describe for us the types of
21 things and the manners in which the company has used
22 the Perks and PerksCard marks?

23 A. We use the Perks and PerksCard marks on all
24 of our marketing material, on our web sites, on our

1 discount cards, at trade shows, direct mail pieces.
2 Pretty much any literature that describes our
3 company has the Perks and PerksCard mark on it.

4 Q. And are the marks used in presentations?

5 A. Yes, they are.

6 Q. Does Perks have an 800 phone number?

7 A. We do. It's 800-72-PERKS.

8 Q. So the Perks name appears in the phone
9 number?

10 A. Yes, it does.

11 Q. And is that phone number promoted as
12 1-800-72-PERKS?

13 A. Yes, it is. We promote it in a number of
14 places. One in particular is our PerksCards.

15 Q. And do sales representatives still say the
16 800-72-PERKS number today?

17 A. They do.

18 Q. Do you -- does the company provide decals
19 to the merchants?

20 A. We do. When a merchant signs up to be part
21 of our program, we send them a decal to display in
22 the window of their business identifying them as a
23 PerksCard merchant.

24 Q. Do the Perks and PerksCard marks appear on

1 the decal?

2 A. They do.

3 Q. So does Perks use the Perks and PerksCard
4 marks throughout its business?

5 A. Absolutely.

6 Q. And why does the company do that?

7 A. That's our company name and our brand, and
8 that's what people recognize us as.

9 (Petitioner Exhibit No. 4 was
10 marked as requested.)

11 BY MR. JONES:

12 Q. I'd like to show you what we've marked as
13 Petitioner's Exhibit 4. Do you know what this is?

14 A. Yes. These are examples of the PerksCard,
15 both co-branded and standard.

16 Q. Are these representative samples of
17 PerksCards?

18 A. Yes, they are.

19 Q. And are these true and accurate copies of
20 these PerksCards?

21 A. Yes, they are.

22 Q. So the first page of the exhibit, is that
23 the front of the card?

24 A. Yes, it is.

1 Q. And when you turn the page over, what do we
2 see?

3 A. This shows the back of the PerksCard.

4 Q. Turning back to the front page of the
5 exhibit, I direct your attention to the card in the
6 top left.

7 A. Okay.

8 Q. Can you tell us what this card is, please?

9 A. That's a PerksCard that was issued to
10 Wilks-Barr VA Employees Association.

11 Q. And does it have the PerksCard logo on it?

12 A. Yes, it does.

13 Q. Is this a current card?

14 A. Yes, it is.

15 Q. I direct your attention to the card just
16 below that, the second one in the column on the
17 left. Do you see that?

18 A. Yes. That's, again, our standard PerksCard
19 that was issued to Leer Jet employees.

20 Q. Is this a current card?

21 A. Yes, it is.

22 Q. Am I right from understanding from the card
23 that it expires in November 2010?

24 A. Yes, it does.

1 Q. How long do the PerksCards -- how long are
2 the PerksCards good for?

3 A. PerksCards are valid for one year.

4 Q. And does this card have the PerksCard logo
5 on it?

6 A. Yes, it does.

7 Q. I direct you to the third card down that
8 says Bekins on it; do you see that?

9 A. Yes, it do.

10 Q. Can you tell us what this is an example of?

11 A. This is a card that was issued to Bekins
12 for both their employees and for their employees to
13 give to customers that elect to use Bekins for their
14 moving, and it has the Bekins logo on it as well as
15 the PerksCard logo on it.

16 Q. Is this another example of a co-branded
17 card?

18 A. Exactly.

19 Q. There's a yellow rectangle in the middle of
20 the card that says "Registration required"; do you
21 see that?

22 A. Yes, I do.

23 Q. Can you explain what that is, please?

24 A. The PerksCard Web site is a password-

1 protected Web site. So only employees and members
2 have access to it. When a card is issued to an
3 employee or member, they have to go to the site and
4 register to begin saving, getting discounts.

5 Q. I direct you to the card at the top of the
6 right-hand column; do you see that?

7 A. Yes, I do.

8 Q. Can you tell us what that one is, please?

9 A. That's also a PerksCard. That's a standard
10 PerksCard. In this case we actually imprinted the
11 local business names on the card along with the
12 employer name, which is Krause Hospital.

13 Q. Does the 800-72-PERKS number appear on this
14 card?

15 A. Yes, 1-800-72-PERKS does appear on the
16 card.

17 Q. And what is the approximate vintage of this
18 card?

19 A. This card was valid 2004-2005.

20 Q. And does the PerksCard logo appear on this
21 card?

22 A. Yes, it does.

23 Q. It appears that there are lots of different
24 looks to the discount cards; is that right?

1 A. That's correct.

2 Q. But the PerksCard mark and logo always
3 appears on the discount card; is that right?

4 A. Yes, it does.

5 Q. So is that the one consistent -- Strike
6 that.

7 Is that one of the consistent elements that
8 appears on all the discount cards?

9 A. That's correct.

10 (Petitioner Exhibit No. 5 was
11 marked as requested.)

12 BY MR. JONES:

13 Q. I direct your attention to what we've
14 marked as Petitioner's Exhibit 5 and ask you what
15 this is, please?

16 A. This is a representation of different
17 versions of the PerksCard.

18 Q. And are these cards that were issued by
19 Perks?

20 A. Yes, they are.

21 Q. And were the cards in this exhibit and in
22 the prior exhibit, were these all maintained by your
23 company in the ordinary course of business?

24 A. Yes, they are.

1 Q. And are these true and accurate copies of
2 these representative samples of the cards?

3 A. Yes, they are.

4 (Petitioner Exhibit No. 6 was
5 marked as requested.)

6 BY MR. JONES:

7 Q. I direct you to what we've marked as
8 Petitioner's Exhibit 6. Have you seen this before?

9 A. Yes. This is a co-branded PerksCard that
10 we did for a company called Independence Air.

11 Q. Is this a true and accurate copy of the
12 card?

13 A. Yes, it is.

14 Q. Has this card been maintained in the
15 ordinary course of business at your company?

16 A. Yes, it has.

17 Q. Is the first page of the exhibit the front
18 of the card?

19 A. Yes, it is.

20 Q. And what's on the other side of the
21 exhibit?

22 A. That represents how to obtain your
23 discounts and also highlights some of the places
24 they can get discounts, "they" being the employees.

1 Q. So for example, there's a Days Inn logo on
2 there. That's a place where an employee can get a
3 discount?

4 A. Yes, it is.

5 Q. So as part of the program, does Perks
6 educate merchants to look for the PerksCard logo?

7 A. Yes, they do. Not only merchants, but
8 employees or employers know that the PerksCard logo
9 represents a way to save money or to get a discount.
10 So come to recognize our brand as just what it is, a
11 way to save money.

12 (Petitioner Exhibit No. 7 was
13 marked as requested.)

14 BY MR. JONES:

15 Q. Mr. Dow, let me show you what we've marked
16 as Petitioner's Exhibit 7. Have you seen this
17 before?

18 A. Yes, I have.

19 Q. What is this?

20 A. This is representative of different
21 versions of the PerksCard, again, showing older
22 versions, actually, of our program.

23 Q. And were these cards maintained by your
24 company in the ordinary course of its business?

1 A. Yes, they are.

2 Q. Are these true and accurate copies of these
3 cards?

4 A. Yes, they are.

5 Q. I direct you to the right-hand column, the
6 third card down; do you see that?

7 A. Yes. That's a program that we still
8 currently work with. That's the FBI Recreation
9 Association, and we've worked with them since 1990
10 and are still today a current client.

11 Q. And when did this particular card expire?

12 A. This card expired in 1993.

13 Q. Do you see the Perks mark on this card?

14 A. It's actually on the back of the card, and
15 it's the -- you'll see the phone number that says
16 1-800-72-PERKS.

17 Q. So this card was issued prior to Perks'
18 adoption of the PerksCard mark; is that right?

19 A. That's correct.

20 (Petitioner Exhibit No. 8 was
21 marked as requested.)

22 BY MR. JONES:

23 Q. I'd like to show you what we've marked as
24 Petitioner's Exhibit 8. Have you seen this before?

1 A. Yes, I have.

2 Q. And what is this?

3 A. This is Vale Mas, V-A-L-E, M-A-S, it's a
4 program that we initiated with the Hispanic
5 community, and it entitled people to be able to get
6 discounts at local businesses. Again, it has the
7 PerksCard mark on the card.

8 Q. Is Exhibit 8 a document that was
9 prepared -- Strike that.

10 Is Exhibit 8 a document that's been
11 maintained by Perks in the ordinary course of its
12 business?

13 A. Yes, it is.

14 Q. And is this a true and correct copy of this
15 Vale Mas piece?

16 A. Yes, it is.

17 Q. Towards the bottom of page 2 of the
18 exhibit, that a representation of the discount card
19 for Vale Mas?

20 A. Yes, it is.

21 (Petitioner Exhibit No. 9 was
22 marked as requested.)

23 BY MR. JONES:

REDACTED

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9 (Petitioner Exhibit No. 10 was
10 marked as requested.)

11 BY MR. JONES:

12 Q. Mr. Dow, I'd like to show you what's been
13 marked as Petitioner's Exhibit 10. Have you seen
14 this before?

15 A. Yes, I have.

16 Q. Is this a document that's been prepared by
17 Perks?

18 A. Yes, it has.

19 Q. In the ordinary course of its business?

20 A. Yes.

21 Q. Is this a true and accurate copy of this
22 document?

23 A. Yes.

24 Q. Can you tell us what this is, please?

1 A. This is a program that we designed for
2 LIPA, which is the Long Island Power Authority, and
3 was given to their customers as a customer
4 appreciation program, again, to help them save money
5 on things they use every day. It was called the
6 LIPA Power Perks Program.

7 Q. Is this an example of a co-branded product?

8 A. Exactly, this is a co-branded PerksCard.

9 Q. You mentioned -- Strike that.

10 On the first page of the exhibit, is that a
11 representation of what the card would look like?

12 A. Yes, it is.

13 Q. And is that the PerksCard logo on the card?

14 A. Yes, it is.

15 Q. You mentioned that it also has the phrase
16 "Power Perks"; is that right?

17 A. That's correct.

18 Q. Does Perks give LIPA permission to use the
19 term "Perks"?

20 A. We did, we give them permission to use the
21 word "Perks" as part of their program.

22 Q. Does Perks have approval over the LIPA
23 materials that went out bearing the Perks mark?

24 A. We did. We had to approve everything

1 before it went out.

2 Q. On occasion has Perks allowed other
3 customers to use the Perks mark or PerksCard mark?

4 A. Yes, we have.

5 Q. And is this typically done with permission
6 of Perks?

7 A. Yes, it is.

8 Q. Did Perks typically have final approval
9 over the uses of Perks or PerksCard by those
10 customers?

11 A. Yes, we do.

12 Q. Does the 800-72-PERKS number appear on the
13 first page of this exhibit?

14 A. Yes, it does.

15 Q. Why does the number appear on there?

16 A. That's the number that a member could call
17 if they had questions or need to activate their
18 card.

19 Q. What is the last page of this exhibit?

20 A. This is a letter from LIPA to myself
21 confirming the relationship between LIPA and
22 PerksCard and identifying the PerksCard program to
23 any interested local businesses that would like to
24 participate in the program.

1 Q. So would Perks show this letter to
2 potential merchants?

3 A. Yes, we would.

4 Q. So this letter that's on the last page of
5 the exhibit, that wouldn't go out to LIPA employees
6 as part of the rest of the pages in the packet?

7 A. No, it would not. This would only go to
8 interested merchants.

9 Q. Approximately when did the LIPA program
10 run?

11 A. This program was 2004 -- 2003-2004.

12 Q. Did it continue after that?

13 A. It continued one more year, 2005, and then
14 it ended.

15 Q. Do you have an understanding as to why it
16 ended?

17 A. At that time there was no budget any longer
18 to continue the program.

19 (Petitioner Exhibit No. 11 was
20 marked as requested.)

21 BY MR. JONES:

22 Q. Let me show you what we've marked as
23 Petitioner's Exhibit 11. Have you seen this before?

24 A. Yes, I have.

1 Q. What is this document?

2 A. This is a co-branded PerksCard, and it was
3 a card that we produced for a healthcare facility
4 called Berk and they called it Berk Perks.

5 Q. And was this document prepared by Perks in
6 the ordinary course of its business?

7 A. Yes, it was.

8 Q. Is this a true and accurate copy of this
9 document?

10 A. Yes, it is.

11 Q. So is this a letter that would go out to
12 the Berk employees?

13 A. Yes, it is.

14 Q. And at the bottom, is that a representation
15 of the co-branded card?

16 A. Yes, it is.

17 Q. And the use of -- Strike that.

18 You mentioned that the card has the terms
19 "Berk Perks"; is that right?

20 A. That's correct.

21 Q. And was the use of "Perks" there with
22 permission of your company?

23 A. Yes.

24 Q. And does Perks have final approval over how

1 this was -- how the "Perks" term was used here?

2 A. Yes.

3 (Petitioner Exhibit No. 12 was
4 marked as requested.)

5 BY MR. JONES:

6 Q. Let me show you what we've marked as
7 Petitioner's Exhibit 12. Have you seen this before?

8 A. Yes, I have.

9 Q. What do we have on the first page of this
10 exhibit?

11 A. This is an example of a co-branded
12 PerksCard that was done for the Commonwealth Of
13 Virginia.

14 Q. And what's on the second page?

15 A. The second page -- can you rephrase that?
16 The back of the first page?

17 Q. Yes, the back of the first page.

18 A. The back of the first page describes how to
19 use the PerksCard, how to register your PerksCard.

20 Q. Is that the back of the card?

21 A. That's correct.

22 Q. And then what's the next page of the
23 exhibit?

24 A. The next page is a letter that we produced

1 to go out to a member or employee to describe the
2 PerksCard program.

3 Q. Was this exhibit prepared by Perks in the
4 ordinary course of its business?

5 A. Yes.

6 Q. And is this a true and accurate copy of the
7 materials in this exhibit?

8 A. Yes.

9 (Petitioner Exhibit No. 13 was
10 marked as requested.)

11 BY MR. JONES:

12 Q. Let me show you, Mr. Dow, what's been
13 marked as Petitioner's Exhibit 13. Have you seen
14 this before?

15 A. Yes.

16 Q. Is this a document that's been prepared by
17 Perks?

18 A. Yes.

19 Q. Was this prepared in the ordinary course of
20 its business?

21 A. Yes.

22 Q. And is this a true and accurate copy of
23 these materials?

24 A. Yes.

1 Q. And what is this document?

2 A. This is a document that we send out to a
3 participating merchant describing to them what they
4 need to do. We send a sticker, a decal for the
5 window, remind them to put that in their window so
6 people will see that they honor the PerksCard. It
7 tells them how to register, how to begin using their
8 own PerksCard, and asks them to remind their
9 employees to honor the PerksCard when it's presented
10 in their business. It also gives descriptions of
11 the different types of PerksCards that could be
12 shown. With every one of our PerksCards the
13 PerksCard logo is on that card. So we remind them
14 that no matter what card is being presented, as long
15 as that PerksCard logo appears, they're to honor
16 that card.

17 Q. Are you now looking at page 2 of that
18 exhibit when you say that?

19 A. Yes, I am.

20 Q. So are you referring to the part of this
21 page where it says "The common factor is our two
22 recognizable logos"?

23 A. That's correct.

24 Q. And then does it show -- what does it show

1 just below that?

2 A. It shows the PerksCard brand.

3 Q. The PerksCard logo?

4 A. That's correct.

5 Q. Let me direct you to the last page of the
6 exhibit. At the bottom of the page, are those
7 representative samples of the looks of different
8 discount cards at the time?

9 A. Yes. Those are different PerksCards.

10 Q. Is this a current document, this exhibit?

11 A. Yes, it is.

12 Q. And on the front does it have the
13 800-72-PERKS number?

14 A. Yes, it does.

15 Q. And the PerksCard logo on the front of the
16 document?

17 A. Yes.

18 (Petitioner Exhibit No. 14 was
19 marked as requested.)

20 BY MR. JONES:

21 Q. Let me show you what we've marked as
22 Petitioner's Exhibit 14. Have you seen this before?

23 A. Yes, I have.

24 Q. And is this prepared by Perks?

1 A. Yes.

2 Q. Is it prepared in the ordinary course of
3 business?

4 A. Yes.

5 Q. And is this a true and accurate copy of
6 this document?

7 A. Yes.

8 Q. Can you tell me what this document is,
9 please?

10 A. This is a document that we provide to an
11 employer to give to their employees or members,
12 which helps them to register and navigate the Perks
13 Web site and describes the different things that
14 you're able to do as a returning member, how you're
15 able to obtain your discounts, how you're able to
16 find your local discounts or your national
17 discounts.

18 Q. Is that the PerksCard logo at the top of
19 the page; is that right?

20 A. Yes.

21 Q. Is this a current document, Mr. Dow?

22 A. Yes, it is.

23 (Petitioner Exhibit No. 15 was
24 marked as requested.)

1 BY MR. JONES:

2 Q. I show you what we've marked as
3 Petitioner's 15. Have you seen this before?

4 A. Yes, I have.

5 Q. Was this document prepared by Perks?

6 A. Yes.

7 Q. Was it prepared in the ordinary course of
8 business?

9 A. Yes.

10 Q. And is this a true and accurate copy of
11 this document?

12 A. Yes.

13 Q. Has this document been maintained in the
14 ordinary course of business by Perks?

15 A. Yes.

16 Q. Can you tell us what this document is,
17 please?

18 A. This is a document that we prepare to help
19 members, employers, or employees better understand
20 how the program works, describes how to use it, how
21 to get started, where its accepted, and examples of
22 different types of businesses that they're able to
23 obtain discounts.

24 Q. Do you know approximately when this

1 document was used?

2 A. This was in early 2001, 2002 when we first
3 put this together.

4 Q. At the bottom of the exhibit it says "Perks
5 Unlimited, Inc. "; do you see that?

6 A. Yes, I do.

7 Q. What is Perks Unlimited, Inc.?

8 A. Perks Unlimited, Inc. was our corporate
9 name.

10 Q. And when you say "our corporate name," do
11 you mean -- what do you mean?

12 A. It was the name when we started the
13 business.

14 Q. It was the corporate name for Perks?

15 A. Right, for Perks.

16 Q. So did Perks Unlimited, Inc. predate the
17 acquisition by Couch/Braunsdorf?

18 A. Yes, it did.

19 (Petitioner Exhibit No. 16 was
20 marked as requested.)

21 BY MR. JONES:

22 Q. Let me show you what we've marked as
23 Petitioner's Exhibit 16. Have you seen this before?

24 A. Yes, I have.

1 Q. And has this been prepared by Perks?

2 A. Yes.

3 Q. And was this prepared in the ordinary
4 course of business by Perks?

5 A. Yes.

6 Q. And has this been maintained in the
7 ordinary course of business?

8 A. Yes.

9 Q. Is this a true and accurate copy of this
10 document?

11 A. Yes.

12 Q. And what is this document?

13 A. This is a brochure that we designed to,
14 again, be used as a marketing piece for people that
15 might be interested in the Perks program, whether it
16 be an employee group or an association, hospital, or
17 school.

18 Q. And has this brochure actually been used?

19 A. Yes.

20 Q. Is this brochure currently used?

21 A. It has been updated.

22 Q. So this is an older version?

23 A. It's an older version.

24 Q. Would this brochure be something that was

1 handed out at a trade show?

2 A. Yes. We would hand it out at a trade show,
3 what we call an on-site at a facility with a
4 employer, potential client, a networking event.

5 Q. And does it have the PerksCard mark on the
6 front of the brochure?

7 A. Yes, it does.

8 Q. In fact, does it appear that the PerksCard
9 mark prominently appears on every page of this
10 brochure?

11 A. Yes, it does.

12 (Petitioner Exhibit No. 17 was
13 marked as requested.)

14 BY MR. JONES:

15 Q. Let me show you what's been marked as
16 Petitioner's Exhibit 17. Have you seen this before?

17 A. Yes, I have.

18 Q. And was this prepared by Perks?

19 A. Yes.

20 Q. Prepared in the ordinary course of business
21 by Perks?

22 A. Yes.

23 Q. And has this been maintained in the
24 ordinary course of business by Perks?

1 A. Yes, it has.

2 Q. Is this a true and accurate copy of this
3 exhibit?

4 A. Yes.

5 Q. What is this document?

6 A. This is a flyer that we created for
7 business owners to display in their business so that
8 their employees would recognize the PerksCard when
9 it was presented by a City of Los Angeles employee.
10 It also reminds them that any PerksCard being shown
11 by any PerksCard member should be honored at their
12 business.

13 Q. Approximately when was this exhibit used?

14 A. This exhibit was used in 2004.

15 Q. Does it prominently bear the PerksCard logo
16 at the top?

17 A. Yes, it does.

18 (Petitioner Exhibit No. 18 was
19 marked as requested.)

20 BY MR. JONES:

21 Q. Let me show you what we've marked as
22 Petitioner's Exhibit 18. Have you seen this before?

23 A. Yes, I have.

24 Q. Was this document prepared by Perks in the

1 ordinary course of business?

2 A. Yes.

3 Q. And has this been maintained by Perks in
4 the ordinary course of business?

5 A. Yes, it has.

6 Q. Is this a true and accurate copy of this
7 document?

8 A. Yes.

9 Q. What is this document, Mr. Dow?

10 A. Again, this was another marketing piece
11 that we created to educate potential clients and
12 customers on the PerksCard program. It describes
13 exactly who we are and what we do.

14 Q. And does this prominently bear the
15 PerksCard mark?

16 A. Yes, it does.

17 Q. Is that the SM symbol after the PerksCard
18 mark at the top?

19 A. That's correct.

20 Q. What is that SM symbol, to your knowledge?

21 A. Service Mark symbol.

22 Q. So is that a way of communicating to people
23 that PerksCard is a mark of Perks?

24 A. Yes.

1 (Petitioner Exhibit No. 19 was
2 marked as requested.)

3 BY MR. JONES:

4 Q. Let me show you what we've marked as
5 Petitioner's Exhibit 19. Have you seen this before?

6 A. Yes, I have.

7 Q. Has this been prepared by Perks in the
8 ordinary course of business?

9 A. Yes.

10 Q. And has this been maintained by Perks in
11 the ordinary course of business?

12 A. Yes.

13 Q. Is this a true and accurate copy of this
14 document?

15 A. Yes.

16 Q. What is this document?

17 A. This is an example of the PerksCard, and it
18 just describes very briefly how they're able to
19 obtain their discounts with the PerksCard.

20 Q. And on the back of the exhibit, is that the
21 back of the card?

22 A. That is correct.

23 Q. Two of the cards appear to be a smaller
24 rectangular shape; is that right?

1 A. Yes, it is.

2 Q. Mr. Dow, can you tell us what this is,
3 please?

4 A. This is a marketing letter that we used
5 when doing marketing to potential customers and
6 clients describing the PerksCard program.

7 Q. Is that the PerksCard logo prominently at
8 the top of the letter?

9 A. Yes, it does.

10 Q. Do you know approximately when this letter
11 was used?

12 A. This was used in 2001, 2002.

13 Q. What is the second page of this exhibit?

14 A. This is a brief overview of the Perks
15 program, again, describing what a PerksCard member
16 would entail, describes how many members we had at
17 that point in time, how many merchants were
18 available to offer discounts to their employees or
19 members.

20 Q. Do you know approximately when this second
21 page was used?

22 A. This, again, was in early 2001, 2002.

23 Q. So would these two pages of this exhibit be
24 used together?

1 A. Yes, they would.

2 (Petitioner Exhibit No. 21 was
3 marked as requested.)

4 BY MR. JONES:

5 Q. Let me show you what we've marked as
6 Petitioner's Exhibit 21. Have you seen this before?

7 A. Yes, I have.

8 Q. Has this been prepared by Perks?

9 A. Yes.

10 Q. In the ordinary course of business?

11 A. Yes.

12 Q. And was this maintained by Perks in the
13 ordinary course of business?

14 A. Yes.

15 Q. And is this a true and accurate copy of
16 this document?

17 A. Yes.

18 Q. Mr. Dow, can you tell us what this exhibit
19 is, please?

20 A. This is part of a presentation or press kit
21 folder that was mailed out to potential clients or
22 customers, and it described, again, the Perks
23 program and all the different benefits of the Perks
24 program.

1 Q. And was this press kit mailer actually
2 used?

3 A. Yes, it was.

4 Q. And do you know approximately when it was
5 used?

6 A. It was used between 2005 and 2007.

7 (Petitioner Exhibit No. 22 was
8 marked as requested.)

9 BY MR. JONES:

10 Q. Let me show you what's been marked as
11 Petitioner's Exhibit 22. Have you seen this before?

12 A. Yes, I have.

13 Q. And is this a document that was prepared by
14 Perks?

15 A. Yes.

16 Q. In the ordinary course of business?

17 A. Yes.

18 Q. And was this document maintained by Perks
19 in the ordinary course of business?

20 A. Yes, it was.

21 Q. Is this a true and accurate copy of this
22 document?

23 A. Yes.

24 Q. And what is this document?

1 A. These were different inserts that would go
2 into a press kit folder describing, again, how much
3 somebody could save with the Perks program, how they
4 could get access to the Perks program, how to get in
5 contact with us about the Perks program, and also
6 described different ways we could co-brand the
7 PerksCard program for them and their members or
8 employees.

9 Q. On the third page of the exhibit, do you
10 see that?

11 A. Yes.

12 Q. Can you describe for us what we see on this
13 page?

14 A. We did a savings analysis so that somebody
15 could actually see as a PerksCard member how much
16 they could potentially save using the PerksCard
17 program, and we broke it down into different things
18 that people could take advantage of from dining to
19 home improvements to clothing to insurance.

20 Q. Do you know approximately when this exhibit
21 was used?

22 A. This was used between 2005 and the end of
23 2007.

24

1 (Petitioner Exhibit No. 23 was
2 marked as requested.)

3 BY MR. JONES:

4 Q. Let me show you what we've marked as
5 Petitioner's Exhibit 23. Have you seen this before?

6 A. Yes, I have.

7 Q. Has this document been maintained by Perks
8 in the ordinary course of its business?

9 A. Yes.

10 Q. Is this a true and accurate copy of this
11 document?

12 A. Yes.

13 Q. Can you tell us, Mr. Dow, what this is,
14 please?

15 A. This is a PerksCard that we issued to
16 Jackson Hewitt to be used by their business owners
17 and employees to reward customers for becoming
18 clients of Jackson Hewitt enabling them to save
19 money with the PerksCard.

20 Q. So is it your understanding these cards
21 were handed out to actual customers of Jackson
22 Hewitt?

23 A. Yes.

24 Q. And is this an example of co-branding?

1 A. Yes, it is.

2 Q. And does it prominently bear the PerksCard
3 logo?

4 A. Yes, it does.

5 Q. Do you know approximately when this program
6 was run with Jackson Hewitt?

7 A. This program ran 2004, 2005, 2006.

8 Q. Do you have an understanding as to why this
9 program was discontinued?

10 A. No longer had budget for the program.
11 Jackson Hewitt no longer had budget for the program.

12 Q. I direct you to the last page of the
13 exhibit. Who would this last page be directed to?

14 A. This was a letter that we provided to
15 Jackson Hewitt to be delivered to their customers to
16 describe what the PerksCard program was and how it
17 worked and showed them how they could save with it.

18 (Petitioner Exhibit No. 24 was
19 marked as requested.)

20 BY MR. JONES:

21 Q. Let me show you what's been marked as
22 Petitioner's Exhibit 24. Have you seen this before?

23 A. Yes.

24 Q. Is this a document that's been maintained

1 in the ordinary course of business by Perks?

2 A. Yes.

3 Q. Is this a true and accurate copy of this
4 document?

5 A. Yes, it is.

6 Q. And what is this document?

7 A. This is an example of a co-branded
8 PerksCard that was issued by Bekins Moving and
9 Storage and was used by their representatives as a
10 thank you to customers that book their move with
11 Bekins.

12 Q. So is this like a foldover piece with the
13 actual card inside; is that how this works?

14 A. That's correct. We call it a carrier where
15 the card was adhered on the inside of the carrier.
16 The carrier itself was cardboard in design and had a
17 description of how to register and use your
18 PerksCard program, and then they would peel off
19 their co-branded Bekins PerksCard to be able to show
20 and get their discounts.

21 Q. So the first page of the exhibits, that's
22 the front cover of the hand-out, is that right?

23 A. That's correct.

24 Q. And then on the second page what do we see?

1 A. That's the inside. When they opened it, it
2 would have the Bekins co-branded PerksCard, and then
3 above it on the carrier itself it would show them
4 ways to save, how to log in a register to use their
5 PerksCard.

6 Q. What do we see on the last page of the
7 exhibit?

8 A. The last page is the back cover of the
9 carrier with a note from the senior vice president
10 of business development from Bekins.

11 Q. So looking at this, does the PerksCard logo
12 appear prominently on the actual card itself?

13 A. Yes, it does.

14 Q. And does the PerksCard logo appear
15 prominently on the front cover of the handout?

16 A. Yes, it does.

17 Q. Do you know approximately when this
18 co-branded card with Bekins was used?

19 A. 2006-2007.

20 MR. JONES: Let's go off the record, please.

21 (A short break was had.)

22 (Petitioner Exhibit No. 26 was
23 marked as requested.)

24 BY MR. JONES:

1 Q. Mr. Dow, let me show you what I've marked
2 as Petitioner's Exhibit 26. Have you seen that
3 before?

4 A. Yes, I have.

5 Q. And what is that?

6 A. This is the United States trademark from
7 the Patent and Trademark Office.

8 Q. And I'd ask you to turn to page 2. Do you
9 see a registration number up there?

10 A. Yes, I do.

11 Q. And what is this registration number?

12 A. 1,786,961.

13 Q. And what is the trademark?

14 A. Perks.

15 Q. So this is the trademark registration
16 certificate for Perks; is that right?

17 A. Yes.

18 Q. Do you see the identification of services?

19 A. Yes.

20 Q. And can you read that into the record,
21 please?

22 A. "Providing volume discount buying services
23 to others in class 35."

24 Q. Is the Perks mark used in connection with

1 those services today?

2 A. Yes.

3 (Petitioner Exhibit No. 27 was
4 marked as requested.)

5 BY MR. JONES:

6 Q. I'll show you what I've marked as
7 Petitioner's Exhibit 27, which is registration
8 No. 3,210,654; do you see that?

9 A. Yes.

10 Q. Is this also for the mark Perks?

11 A. Yes.

12 Q. And I direct you to the identification of
13 services on the second page; do you see that?

14 A. Yes.

15 Q. Can you read that, please?

16 A. "Buying services namely providing volume
17 discounts for consumer products and services via
18 magnetically encoded card in class 35."

19 Q. And is the Perks mark used in connection
20 with those services today?

21 A. Yes, it is.

22 Q. And has the Perks mark been used
23 continuously in commerce with -- in connection with
24 the services in Petitioner's Exhibit 26 and

1 Petitioner's Exhibit 27?

2 A. Yes, it has.

3 (Petitioner Exhibit No. 28 was
4 marked as requested.)

5 BY MR. JONES:

6 Q. Let me show you what I've marked as
7 Petitioner's Exhibit 28, which is Registration
8 No. 2,580,914. What is the mark here in this one?

9 A. PerksCard.

10 Q. And do you see the identification of
11 services listed here?

12 A. Yes.

13 Q. And can you read that, please?

14 A. "Buying services namely providing volume
15 discounts for consumer products and services in
16 class 35."

17 Q. And is the PerksCard mark used today in
18 connection with the services in this exhibit?

19 A. Yes.

20 (Petitioner Exhibit No. 29 was
21 marked as requested.)

22 BY MR. JONES:

23 Q. Let me show you what I've marked as
24 Petitioner's Exhibit 29, which is Registration

1 No. 3,156,685. Can you tell me what that mark is,
2 please?

3 A. PerksCard.

4 Q. Do you see identification of services
5 there?

6 A. Yes.

7 Q. Can you read that, please?

8 A. "Buying services namely providing volume
9 discounts for consumer products and services in
10 class 35."

11 Q. And is the PerksCard mark used today in
12 connection with the services identified in this
13 registration?

14 A. Yes, it is.

15 Q. And has the PerksCard mark been used
16 continuously in commerce in connection with the
17 services identified in Petitioner's Exhibits 28 and
18 29?

19 A. Yes.

20 Q. Now, Mr. Dow, does Perks use other Perks
21 formative marks in connection with its business
22 besides just Perks and PerksCard?

23 A. Yes, we do.

24 Q. And what are those?

1 A. Perk of the Month, Perksclusive.

2 Q. Can you tell us, please, what Perk of the
3 Month -- what the Perk of the Month mark is used
4 with?

5 A. Perk of the Month is a monthly newsletter
6 that goes out to all of our clients and their
7 employees describing different promotions, sales,
8 specials, or new discounts.

9 (Petitioner Exhibit No. 30 was
10 marked as requested.)

11 BY MR. JONES:

12 Q. Let me show you what I've marked as
13 Petitioner's Exhibit 30. Have you seen that before?

14 A. Yes.

15 Q. And is this a document that's been prepared
16 by Perks?

17 A. Yes.

18 Q. And prepared in the ordinary course of
19 business?

20 A. Yes.

21 Q. Has it been maintained in the ordinary
22 course of business by Perks?

23 A. Yes.

24 Q. And is this a true and accurate copy of

1 this document?

2 A. Yes.

3 Q. And what is this exhibit?

4 A. This is an example of the Perk of the Month
5 e-mail that goes out to our members, clients, and
6 their employees.

7 Q. And is this an example of Perk of the Month
8 that was actually used?

9 A. Yes, it is.

10 Q. And does it prominently bear the PerksCard
11 mark at the top of the e-mail?

12 A. Yes.

13 Q. Approximately how many Perk of the Month
14 e-mails were sent out to -- were sent out last year?

15 A. 800,000.

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7 Q. Have you heard of the mark Perks With
8 Purpose?

9 A. Yes, I have.

10 Q. And what is Perks With Purpose?

11 A. Perks With Purpose is a mark that we have
12 that enables us to work with charitable
13 organizations and foundations to help them raise
14 money, provide additional benefits to their
15 contributors or their members.

16 Q. And was Perks With Purpose used in commerce
17 in connection with those services? Let me rephrase
18 the question.

19 Was the mark Perks With Purpose actually
20 used by your company?

21 A. It was used in some marketing pieces that
22 we put together early on.

23 Q. And is it -- but it's not currently in use?

24 A. No, it's not.

1 Q. Does your company have a debit card
2 program?

3 A. Yes, we do.

4 Q. And what's the mark that you use in
5 connection with the debit card program?

6 A. PerksCard.

7 Q. And how long has that program been in
8 existence?

9 A. Six months.

10 Q. Can you please describe what the PerksCard
11 debit card program is?

12 A. The PerksCard debit card is a payroll
13 solution for companies to be able to deposit
14 employees' payroll checks onto a debit card. That
15 would also enable them to take advantage of all the
16 benefits of the PerksCard program. So they can
17 deposit their payroll, they can go out and get
18 discounts with their Perks payroll card.

19 Q. Does the PerksCard logo appear on the card?

20 A. Yes, it does.

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7 Q. Is that understanding based on information
8 contained in Perks' corporate records?

9 A. Yes.

10 Q. Do you believe that information to be
11 accurate?

12 A. Yes.

13 Q. How has the number of consumers who have
14 the discount cards bearing the PerksCard mark
15 changed over the years?

16 A. Again, it has grown significantly over the
17 last ten years.

18 Q. Does Perks -- let's talk a little bit about
19 advertising and promotion now, Mr. Dow. Does Perks
20 advertise or otherwise promote its business and its
21 brands?

22 A. Yes, we do.

23 Q. And does this include -- does this
24 promotion include the Perks and PerksCard marks?

1 A. Yes, it does.

2 Q. How does Perks advertise and promote its
3 business and brands?

4 A. We advertise and promote our business a
5 number of ways. Mostly through word-of-mouth and
6 referral, but we also do marketing, trade shows,
7 advertising, direct mail, telemarketing, e-mail, and
8 of course the discount cards that we distribute.

9 Q. Does Perks sometimes issue press releases
10 for its company?

11 A. We do release press releases constantly.

12 Q. And do those include the Perks or PerksCard
13 marks?

14 A. Yes, they do.

15 Q. Do you consider the Perks Web site to be a
16 form of advertising and promotion?

17 A. Yes, we do.

18 Q. And did that include the Perks and
19 PerksCard marks?

20 A. Yes, it does.

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16 MR. JONES: Let's go off the record.

17 (A short break was had.)

18 BY MR. JONES:

19 Q. Mr. Dow, are you aware of a company called
20 Perkspot?

21 A. Yes, I am.

22 Q. And are you aware that Perkspot is the
23 party adverse to Perks in this trademark
24 cancellation proceeding?

1 A. Yes.

2 Q. Do you have some familiarity with
3 Perkspot's business, then, as a competitor of yours?

4 A. Yes, I do.

5 Q. And is Perkspot a competitor of Perks?

6 A. Yes.

7 (Petitioner Exhibit No. 32 was
8 marked as requested.)

9 BY MR. JONES:

10 Q. I show you, Mr. Dow, what's marked as
11 Petitioner's Exhibit 32. Do you know what this is?

12 A. It is a Service Mark principal register.

13 Q. Is this a trademark registration?

14 A. Yes, it is.

15 Q. And what's the trademark?

16 A. Perkspot.

17 Q. And this is registration number?

18 A. 3,355,480.

19 Q. Do you understand this is the registration
20 Perks is petitioning to cancel in this action?

21 A. Yes, I do.

22 Q. I'd like you to look at the mark Perkspot.
23 Do you believe that Perkspot is similar to Perks?

24 A. Yes, I do.

1 Q. And why is that?

2 A. Because the word Perks precedes the name
3 Perkspot.

4 Q. Do you believe Perkspot is similar to
5 PerksCard?

6 A. Yes, I do.

7 Q. And why is that?

8 A. Because of the utilization of the word
9 "Perks." It's something I worked very hard to
10 create goodwill with over the 22 years we've been in
11 business.

12 Q. I'd like you to take a look at the
13 identification of services in the Perkspot
14 registration; do you see that?

15 A. Yes.

16 Q. Can you read that, please?

17 A. "Administration of a program for enabling
18 participants to obtain discounts from retailers and
19 service providers in class 35."

20 Q. And how does this identification compare
21 with the services that Perks offers?

22 A. They're identical to the services we offer.

23 Q. So is this identification a description
24 that would fit Perks' business?

1 A. Yes, it would.

2 Q. And is this an identification that would
3 fit Perks' business prior to 2006?

4 A. Yes.

5 Q. Now, you mentioned earlier that Perks'
6 contacts with customers are human resource
7 personnel, employee benefits personnel; is that
8 right?

9 A. That's correct.

10 Q. And those are the main contacts that Perks
11 deals with at customers; is that right?

12 A. That's right.

13 Q. So, to your knowledge, does Perkspot
14 approach the same type of contacts in potential
15 customers to sell its services?

16 A. Yes, they do.

17 Q. You testified earlier about the means that
18 Perks uses to target these contacts within the
19 customers. To your knowledge, does Perkspot
20 generally use the same means to approach potential
21 customers to sell its services?

22 A. To the best of my knowledge, yes.

23 Q. In your opinion, what is the main way that
24 potential contacts become aware of companies like

1 Perks or Perkspot?

2 A. Typically through direct mail, outbound
3 phone calling, trade shows.

4 Q. And do the contacts also find out about
5 Perks or Perkspot through referrals?

6 A. I can speak for Perks. It's mainly through
7 word-of-mouth and referrals. We do a lot of
8 business as a result of that.

9 Q. Are there any former customers of Perks who
10 are now customers of Perkspot, to your knowledge?

11 A. Yes.

12 Q. And can you name one for us?

13 A. Starbucks.

14 Q. Mr. Dow, are you aware of any instances
15 where consumers have actually confused Perks with
16 Perkspot?

17 A. Yes.

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7 Q. Are you aware of any instances of confusion
8 that have occurred at the call center for Perks?

9 A. Yes. We had an incident where a Starbucks
10 employee called our customer service center, spoke
11 to one of the customer service reps thinking they
12 were calling for Perkspot, and our call center rep
13 handled that call.

14 Q. Where is the call center for Perks?

15 A. The call center is in St. Paul, Minnesota.

16 (Petitioner Exhibit No. 33 was
17 marked as requested.)

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MR. JONES: Let's go off the record.

(A short break was had.)

(Petitioner Exhibit No. 34 was
marked as requested.)

BY MR. JONES:

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Exhibit No. 36 was
8 marked as requested.)

9 BY MR. JONES:

10 Q. I'd like to show you what's been marked as
11 Petitioner's Exhibit 36. Have you seen this before?

12 A. Yes, I have.

13 Q. And what is this?

14 A. This is results from a Google search.

15 Q. Is this a printout of the web screen?

16 A. Yes, it is.

17 Q. For that Google search?

18 A. Yes.

19 Q. Do you know approximately -- Strike that.
20 Is this a true and accurate copy of the
21 computer screen for that -- Strike that.

22 Do you see a rectangle in the middle of the
23 page?

24 A. Yes, I do.

1 Q. And it reads "When you search PerksCard,
2 the only sponsored link is Perkspot"; do you see
3 that?

4 A. Yes, I do.

5 Q. Was that added to this document by Perks?

6 A. Yes, it was.

7 Q. At your request?

8 A. Yes.

9 Q. Apart from that rectangle and the arrows,
10 is this a true and accurate copy of the Google
11 results search page?

12 A. Yes, it is.

13 Q. Do you know when this results search was
14 done?

15 A. Two weeks ago.

16 Q. And at whose request was this done? Strike
17 that. Was this done at your request?

18 A. Yes, it was.

19 Q. And who performed this search?

20 A. Chris DiRusso.

21 Q. Is he an employee of Perks?

22 A. Yes, he is.

23 Q. And was this printout page kept in the
24 ordinary course of business at Perks?

1 A. Yes.

2 Q. So what was the term that was searched on
3 Google here?

4 A. The term was PerksCard.

5 Q. And do you see Perkspot appearing on this
6 search results page anywhere?

7 A. I see it under sponsored links on the
8 search results page.

9 Q. And are they, in fact, the first sponsored
10 link?

11 A. They were the only sponsored link.

12 Q. And do you have an understanding of how
13 Perkspot would appear as a sponsored link for
14 PerksCard?

15 A. It's my understanding that they can apply
16 to have key words bring their name up in a search.
17 The only key word that their sponsored link comes up
18 under is PerksCard.

19 Q. So is it your belief that Perkspot is
20 bidding on the term PerksCard in Google?

21 A. Absolutely.

22 Q. And do you have a belief as to why Perkspot
23 is doing that?

24 A. It's my belief that they're looking to

1 leverage our goodwill and hopefully people confuse
2 them for us.

3 Q. So you think they're trying to capture
4 traffic that is looking for PerksCard?

5 A. Definitely.

6 Q. Mr. Dow, does Perks have a trademark
7 protection program?

8 A. Yes, we do.

9 Q. And what are the elements of that program?

10 A. We register our marks with the Trademark
11 Office. We have a watch service that keeps track of
12 any incidents of use of the mark or anything else
13 that goes on, and we report any incidents of
14 confusion or use of the mark to our attorneys.

15 Q. And do you also monitor the marketplace?

16 A. We do.

17 Q. And why did Perks register its marks with
18 the government?

19 A. To protect our mark.

20 Q. And if you become aware of a potential
21 infringement, what do you do?

22 A. We immediately refer it to our attorneys.

23 Q. And then what do the lawyers do?

24 A. They do what lawyers do. It's not my job.

1 So I leave it to you guys.

2 MR. JONES: Let's go off the record.

3 (A short break was had.)

4 BY MR. JONES:

5 Q. Now, Mr. Dow, are the Perks and PerksCard
6 marks important to Perks?

7 A. They're very important.

8 Q. And why is that?

9 A. They have -- we've created a tremendous
10 amount of goodwill over 22 years. We have invested
11 a lot of time and money. People have come to
12 recognize Perks and PerksCard as our company, and,
13 you know, it's really, you know, everything we've
14 worked and strived for for over 22 years.

15 Q. So do the Perks and PerksCard marks have
16 tremendous value to your company?

17 A. Absolutely.

18 Q. Would it damage Perks if somebody adopted a
19 mark that is confusingly similar to Perks or
20 PerksCard?

21 A. Absolutely.

22 Q. Why? Or strike that. How would it damage
23 Perks?

24 A. It really would be, you know, leveraging

1 our goodwill most importantly.

2 THE WITNESS: I need to take a break.

3 MR. JONES: You want to go off the record?

4 THE WITNESS: Yes.

5 (A short break was had.)

6 BY THE WITNESS:

7 A. Can you repeat the question?

8 Q. I'll give you a different question.

9 A. Okay.

10 Q. We're talking about damage. Has Perkspot's
11 use and registration of the Perkspot mark damaged
12 Perks?

13 A. Absolutely.

14 Q. How has it done that?

15 A. It's definitely caused confusion in the
16 marketplace, and there's incidents that we may not
17 even be aware of causing confusion in the
18 marketplace. The goodwill that we've created over
19 the years we've been in business, the reputation
20 that we've created, I feel that it's being damaged
21 by Perkspot in the marketplace, people assuming that
22 they're us.

23 Q. You testified earlier that word-of-mouth is
24 important to your company and reputation's important

1 to your company; is that right?

2 A. We've worked real hard on our reputation,
3 and as a result of that quite a bit of our business
4 has come from word-of-mouth.

5 Q. So if somebody has a mark that is
6 confusingly similar to Perks or PerksCard, can that
7 damage the word-of-mouth reputation?

8 A. It could. We have no control over what
9 Perkspot does, you know, what they say, and if
10 people assume we're one and the same, it could
11 absolutely damage our business.

12 Q. And do you believe that Perkspot's been
13 damaging your business?

14 A. I absolutely believe that.

15 Q. And do you believe that Perkspot has been
16 damaging your business through their use of the
17 Perkspot mark?

18 A. I do.

19 (Petitioner Exhibit No. 37 was
20 marked as requested.)

21 BY MR. JONES:

22 Q. Let me show you, Mr. Dow, what we've marked
23 as Petitioner's Exhibit 37. This appears to be a
24 Web site printout. Have you seen this before?

1 A. Yes.

2 Q. What is this?

3 A. This looks like a screenshot of our Web
4 site.

5 Q. Is this the current Web site or an older
6 version of it?

7 A. It's an older version.

8 Q. And is this the Web site that was created
9 at Perks' directions?

10 A. Yes.

11 Q. In the ordinary course of business?

12 A. Yes.

13 Q. And is this a true and accurate copy of
14 that version of the Web site?

15 A. Yes, it is.

16 Q. So this is the PerksCard -- older version
17 of the PerksCard Web site?

18 A. That's correct.

19 Q. Is that the PerksCard logo prominently at
20 the top?

21 A. Yes, it is.

22 (Petitioner Exhibit No. 38 was
23 marked as requested.)

24 BY MR. JONES:

1 Q. Let me show you what's been marked as
2 Petitioner's Exhibit 38. Do you know what this is?

3 A. Yes.

4 Q. And what is this?

5 A. This is the newer version of our Web site?

6 Q. And is this a true and accurate copy of the
7 current version of the Perks Web site?

8 A. Yes, it is.

9 Q. And was this created at Perks' direction?

10 A. Yes, it is.

11 Q. Is the PerksCard logo prominently at the
12 top of the Web site?

13 A. Yes.

14 (Petitioner Exhibit No. 39 was
15 marked as requested.)

16 BY MR. JONES:

17 Q. Mr. Dow, I'd like to show you what we've
18 marked as Petitioner's Exhibit 39. Do you know what
19 that is?

20 A. Yes, I do.

21 Q. What is this?

22 A. This is the Starbucks Partner Perks program
23 which we put together for Starbucks.

24 Q. Is this an example of the co-branding?

1 A. Yes.

2 Q. And did your company give Starbucks
3 permission to use "Perks" in the term "Partner
4 Perks"?

5 A. Yes.

6 Q. I direct you to the last page of this group
7 exhibit, which actually appears to be something a
8 little different. Can you tell us what this is,
9 please?

10 A. This looks like an excerpt from Starbucks'
11 own internal newsletter.

12 Q. And does this -- what does this article
13 pertain to?

14 A. This pertains to the PerksCard program.

15 Q. So this is an article that is describing a
16 Starbucks PerksCard program?

17 A. That's correct.

18 Q. So is this exhibit -- are the materials in
19 this exhibit maintained by Perks in the ordinary
20 course of its business?

21 A. Yes.

22 Q. And is this a true and accurate copy of the
23 materials in this exhibit?

24 A. Yes, it is.

1 Q. And this Starbucks co-branding program with
2 PerksCard is a program that ran for a number of
3 years; is that correct?

4 A. That's correct.

5 (Petitioner Exhibit No. 25 was
6 marked as requested.)

7 BY MR. JONES:

8 Q. Let me show you what's marked is as
9 Petitioner's Exhibit 25. Do you see what this is?

10 A. Yes, I do.

11 Q. And what is this?

12 A. This is a PerksCard program that we put
13 together for Harrah's Casino and Resort.

14 Q. And this is an example of co-branding?

15 A. That's correct.

16 Q. And are these materials in this exhibit
17 maintained by Perks in the ordinary course of its
18 business?

19 A. Yes.

20 Q. And is this a true and accurate copy of
21 materials here?

22 A. Yes.

23 Q. And when did that program run
24 approximately?

1 A. 2007-2008.

2 (Petitioner Exhibit No. 40 was
3 marked as requested.)

4 BY MR. JONES:

5 Q. Mr. Dow, I'd like to show you what I've
6 marked as Petitioner's Exhibit 40, which is a group
7 of exhibits, a number of different things. Can you
8 tell me what this is, please?

9 A. This is a compilation of recommendation
10 letters from both businesses, vendors, and clients.

11 Q. And are these recommendation letters that
12 Perks actually received?

13 A. Yes.

14 Q. And were they -- to your understanding,
15 were they sent to you on or about the dates
16 indicated in the letters?

17 A. Yes.

18 Q. And were these letters -- is it your
19 understanding these letters were sent to you by the
20 individuals identified in the letter from the
21 companies identified in the letters?

22 A. Yes.

23 Q. And are these true and accurate copies of
24 these letters?

1 A. Yes.

2 Q. And does Perks maintain these letters in
3 the ordinary course of its business?

4 A. Yes, we do.

5 Q. In fact, do you have a binder that's got
6 recommendation letters in it?

7 A. Yes, we do.

8 Q. And you just keep them?

9 A. Yes, we do.

10 (Petitioner Exhibit No. 41 was
11 marked as requested.)

12 BY MR. JONES:

13 Q. Let me show you what we've marked as
14 Petitioner's Exhibit 41. Have you seen this before?

15 A. Yes, I have.

16 Q. And do you know what this is?

17 A. Yes. This is an internal newsletter for
18 state employees of Indiana.

19 Q. And did Perks receive this newsletter?

20 A. Yes, we did.

21 Q. What's the date of this newsletter?

22 A. January 1, 2004.

23 Q. Is it your understanding that this
24 newsletter was put out on or about that date?

1 A. Yes.

2 Q. By the State of Indiana?

3 A. Yes.

4 Q. And is this a document that Perks has
5 maintained in the ordinary course of its business?

6 A. Yes.

7 Q. And is this a true and accurate copy of
8 this newsletter?

9 A. Yes.

10 Q. And why does Perks have a copy of this
11 newsletter?

12 A. Because we participated in the PerksCard
13 kickoff for the State of Indiana employees.

14 Q. So PerksCard provided a discount program to
15 the State of Indiana?

16 A. Yes, we did.

17 Q. For the State of Indiana employees?

18 A. Yes, we did.

19 Q. And is the description of the kickoff on
20 page 2 of this newsletter?

21 A. Yes, it is.

22 Q. There are some photographs there. Are
23 these photographs of the kickoff?

24 A. Yes, it is.

1 (Petitioner Exhibit No. 42 was
2 marked as requested.)

3 BY MR. JONES:

4 Q. Let me show you what we're marking as
5 Petitioner's Exhibit 42. Do you know what this is?

6 A. Yes. This was a video that was made
7 capturing the event, the kickoff of the State of
8 Indiana event, and the governor of the State of
9 Indiana was making a speech to the state employees
10 talking about the PerksCard program.

11 Q. And then just for the record, this exhibit
12 is in a DVD on a disk format and it reads "Governor
13 of Indiana kicks off state employees' PerksCard
14 program." Who created the video that's on this DVD?

15 A. This was done by a company out of Indiana.

16 Q. And was it done at Perks' request or at the
17 State of Indiana's request?

18 A. Actually, it was State of Indiana and
19 Perks.

20 Q. Is this a true and accurate copy of the
21 video?

22 A. Yes.

23 Q. You've reviewed this DVD previously,
24 correct?

1 A. Yes, I have.

2 Q. Is this video/DVD maintained by Perks in
3 the ordinary course of its business?

4 A. Yes.

5 Q. And this is the kickoff that occurred
6 approximately when?

7 A. This was back in 2004 when we kicked off
8 the PerksCard program for state employees.

9 Q. And are there also some interviews, brief
10 interviews on the video?

11 A. Yes. They actually interviewed employees
12 of the State of Indiana, they interviewed business
13 owners that were attending the event for the State
14 of Indiana, and they interviewed people like -- like
15 excerpts of myself speaking to state employees.

16 Q. And do the employees talk about how
17 important the PerksCard program is to them?

18 A. Absolutely. They discuss how they love
19 saving money and how great they thought the
20 PerksCard program was.

21 (Petitioner Exhibit No. 43 was
22 marked as requested.)

23 BY MR. JONES:

24 Q. Let me show you, Mr. Dow, what we've marked

1 as Petitioner's Exhibit 43, which is a group exhibit
2 of a bunch of different documents. Do you know what
3 this is?

4 A. Yes. These are press releases released by
5 our company announcing different things that have
6 happened, whether it be new clients or
7 accomplishments of our company.

8 Q. Are these -- to your knowledge, are these
9 press releases that were actually issued?

10 A. Yes, they were.

11 Q. And were they issued on or about the dates
12 indicated on each press release?

13 A. Yes, they were.

14 Q. And are these true and accurate copies of
15 the press releases?

16 A. Yes, they are.

17 Q. And was the issuance of the press releases
18 done in line with the ordinary course of Perks'
19 business?

20 A. Yes.

21 (Petitioner Exhibit No. 44 was
22 marked as requested.)

23 BY MR. JONES:

24 Q. Let me show you what we've marked as

1 Petitioner's Exhibit 44. Do you know what this is?

2 A. This is a marketing piece that describes
3 the Perks program, our mission statement, overview
4 on how to save money, how to take advantage of all
5 the services of Perks.

6 Q. Do you know approximately when this was
7 done?

8 A. This was done in 2003, 2004.

9 Q. Does it prominently bear the PerksCard logo
10 at the top?

11 A. Yes, it does.

12 Q. And has this been maintained in the
13 ordinary course of Perks' business?

14 A. Yes, it was.

15 Q. And is this a true and accurate copy of
16 this document?

17 A. Yes.

18 (Petitioner Exhibit No. 45 was
19 marked as requested.)

20 BY MR. JONES:

21 Q. Let me show you what we've marked as
22 Petitioner's Exhibit 45. Have you seen this before?

23 A. Yes.

24 Q. Do you know what this is?

1 Q. Was this document prepared by Perks?

2 A. Yes, it was.

3 Q. Was it prepared in the ordinary course of
4 business by Perks?

5 A. Yes, it was.

6 Q. And was this document maintained in the
7 ordinary course of business?

8 A. Yes.

9 Q. And was this document actually distributed?

10 A. Yes.

11 Q. Is this a true and accurate copy of this
12 document?

13 A. Yes, it is.

14 (Petitioner Exhibit No. 47 was
15 marked as requested.)

16 BY MR. JONES: np

17 Q. I'll show you, Mr. Dow, what we've marked
18 as Petitioner's Exhibit 47. Have you seen this
19 before?

20 A. Yes, I have.

21 Q. And what is this?

22 A. This is a newsletter that we produce and
23 send out to clients to distribute to their
24 employees.

1 Q. And is this prepared in the ordinary course
2 of business?

3 A. Yes, it is.

4 Q. And this document maintained in the
5 ordinary course of business by Perks?

6 A. Yes.

7 Q. And was this newsletter actually sent out?

8 A. Yes, it was.

9 Q. And is this a true and accurate copy of
10 this newsletter?

11 A. Yes, it is.

12 MR. JONES: I'm going to conclude the direct
13 testimony of Mr. Dow in this proceeding right now.
14 I have no further questions. I reserve the right to
15 recall Mr. Dow for rebuttal testimony if necessary,
16 and I move for admission of all the exhibits that we
17 have used in this proceeding, which I believe are
18 Petitioner's Exhibit 1 through 47.

19 Again, we have not heard anything from the
20 firm Neal Gerber that is representing Perkspot with
21 respect to Mr. Dow's deposition today, and it was
22 properly noticed pursuant to the notice of
23 deposition testimony which is Exhibit 1 in this
24 proceeding.

1 Thank you, Mr. Dow.

2 COURT REPORTER: Do you want him to read and
3 sign?

4 MR. JONES: Yes. You can read and you can sign
5 the transcript before a notary.

6 Some of these documents are marked "Trade
7 secret commercially sensitive, outside counsel eyes
8 only." We have a protective order in this case, and
9 the marking is pursuant to that protective order.
10 We also understand that pursuant to the protective
11 order that the entire transcript will be treated as
12 trade secret commercially sensitive until it will be
13 otherwise designated as set forth in the protective
14 order.

15 COURT REPORTER: So you want it marked
16 confidential attorneys' eyes only?

17 MR. JONES: It's to be treated that way until
18 we -- we have a period of time to designate whether
19 it will be trade secret commercially sensitive or
20 not, which portions are. So I'd like to whole thing
21 treated that way, and then we will designate which
22 portions will be.

23 (Whereupon, at 12:57 p.m., the
24 signature of the witness having

1 been reserved, the witness being
2 present and consenting thereto,
3 the taking of the instant
4 deposition ceased.)
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1 STATE OF ILLINOIS)
) SS:
 2 COUNTY OF C O O K)
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4 The within and foregoing deposition of the
 5 aforementioned witness was taken before Tina M.
 6 Alfaro, C.S.R. and Notary Public, at the place,
 7 date, and time aforementioned.

8 There were present during the taking of the
 9 deposition the previously named counsel.

10 The said witness was first duly sworn and
 11 was then examined upon oral interrogatories; the
 12 questions and answers were taken down in shorthand
 13 by the undersigned, acting as stenographer and
 14 Notary Public; and the within and foregoing is a
 15 true, accurate, and complete record of all the
 16 questions asked of and answers made by the
 17 aforementioned witness at the time and place
 18 hereinabove referred to.

19 The signature of the witness was not
 20 waived, and the deposition was submitted, pursuant
 21 to Rules 30(e) and 32(d) of the Rules of Civil
 22 Procedure for the United States District Court, to
 23 the deponent per copy of the attached letter.
 24

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

COUCH/BRAUNSDORF AFFINITY, INC.)

Plaintiff,)

vs.)

12 INTERACTIVE, LLC,)

Defendant.)

) Cancellation No.
) 92051006

I, ROBERT DOW, being first duly sworn, on
oath say that I am the deponent in the aforesaid
deposition taken on October 27, 2010; that I have
read the foregoing transcript of my deposition
consisting of pages 1 through 126 inclusive, and
affix my signature to same.



ROBERT DOW

SUBSCRIBED AND SWORN TO
before me this 23 day
of Nov, 2010.



NOTARY PUBLIC

JOHN F. LINDHOLM
NOTARY PUBLIC, STATE OF NEW YORK
QUALIFIED IN SUFFOLK COUNTY
NO. 01L16194223
MY COMMISSION EXPIRES 09-29-2012

Bob Dow October 27, 2010

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November 10, 2010

Brinks Hofer Gilson & Lione
Mr. Philip Jones, Esq.
455 North Cityfront Plaza Drive
Suite 3600
Chicago, Illinois 60611

Re: COUCH/BRAUNSDORF AFFINITY v. 12 INTERACTIVE
Cancellation No. 92051006
Dep: ROBERT DOW

Dear Mr. Jones:

Enclosed is your copy of the deposition transcript along with the original signature page and errata sheet.

Pursuant to the rules of court in this matter, please have the deponent read the transcript and sign the signature page before a notary public.

If any corrections/changes are to be made, please TYPE or PRINT them on the attached errata sheet, giving the page and line number, desired correction/change, and reason.

Please arrange for accomplishment of same and transmittal of the signature page and errata sheet back to our office within 30 days from the date of this letter.

Upon failure to comply, we shall forward an appropriate affidavit of noncompliance to all counsel of record.

Sincerely Yours,

Merrill Legal Solutions

(TMA - 1401-183134)

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ERRATA SHEET

CASE NAME: COUCH/BRAUNSDORF AFFINITY v. 12
INTERACTIVE

CASE NUMBER: 92051006

WITNESS: ROBERT DOW

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Signed: _____ Date: _____

REPORTER: Tina M. Alfaro

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27:20 28:2,5,6,8	wife's	19:2	119:18,23 124:13
29:24 33:24 34:1	11:15	<hr/>	1,500-square-foot
50:13 80:15 86:2	Wilks-Barr	Y	25:13
86:20,23 90:2	32:10	year	1,786,961
96:20 97:16 99:15	window	7:24 17:5 25:4 27:13	67:12
105:24 106:3,5,8,14	30:22 48:5,5 117:21	27:19 28:3 33:3	1-800-72-PERKS
106:17 107:5,7,12	Wire	44:13 72:14 76:24	30:12 34:15 38:16
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85:24 86:19	wireless	years	3:18 21:1,2 41:9,13
weeks	96:21	8:11,12 18:2 77:1	125:3
25:16 74:1 100:15	witness	78:12,15,18,20,23	10,000-dollar
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86:1 87:4	120:24 121:1 122:5	103:10,14 104:19	105
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15:18 18:1 22:19	8:18 13:8,20 14:17	93:24	5:5
25:23 28:11 31:12	14:19 27:23 38:8	zip	111
35:13 36:7 37:15	74:12	20:21	5:6
38:9,23 39:24	worked	<hr/>	113
44:22 46:6 49:21	38:9 64:17 83:9	\$	5:7
51:2 52:22 55:21	103:14 105:2	\$3	114
57:4 60:5 63:4 77:4	works	76:16	5:8
83:10 87:19 103:9	51:20 65:13 73:18	\$3.5	115
103:13 104:18,19	94:6	76:14	5:9
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107:17 111:13	44:5	76:12,22,22	5:10
114:24 115:24	Wow	<hr/>	117
		0	5:11
		084-004220	

118	1990	62:22 64:7 76:19	27th
5:12	38:9	2006	1:19 93:19
12	1993	64:7 76:17 84:3	28
1:6 3:20 6:12,16 22:1	38:12	2006-2007	4:13 69:3,7 70:17
22:2 46:3,7 124:6	1997	66:19	29
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124:13	3:10 15:15,19 17:6	11:1 76:13 78:9,10	88:2 95:15 96:7
13	26:18 39:17 48:17	87:3	3,156,685
3:21 47:9,13	67:8 88:1 89:7 91:3	2009	70:1
14	92:18 97:18 112:20	22:23 76:11 77:18,19	3,210,654
3:22 49:18,22	2,580,914	87:3 96:12,14 97:3	68:8
1401-183134	69:8	98:2	3,355,480
125:24	2.4	2010	82:18
15	76:20	1:20 32:23 76:21	3:27
3:10,23 50:23 51:3	2.6	77:16,17 88:9	88:14
16	76:18	89:12 91:15 123:6	30
3:24 7:11 52:19,23	20	124:11,21 125:3	4:15 28:2 71:9,13
17	4:6 58:7,11 77:5	21	125:18
4:3 22:10 54:12,16	96:14 97:3 98:2	4:7 7:11 60:2,6	30(e)
17,000	200	22	122:21
81:12	77:17	4:8 18:2 61:7,11	30,000
18	2001	83:10 88:9 89:12	78:10
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7:23	44:11	4:10 64:18,22	123:11
1986	2004	25	312
7:24 8:4	11:11 44:11 55:14	3:11 5:4 109:5,9	2:5 123:12
1988	64:7 111:22 114:7	26	32
8:13,14,20,22 11:18	116:8	4:11 66:22 67:2	4:17 82:7,11
11:21 17:24 23:22	2004-2005	68:24 91:15 92:22	32(d)
24:23 25:6 29:1	34:19	27	122:21
1989	2005	4:12 68:3,7 69:1	321-4200
25:6 27:14	22:19 44:13 61:6	124:11	2:5

33 4:18 87:16,20	116:1	60611 2:4 125:6	82 4:17
34 4:19 90:17,21 95:2	45 5:10 116:18,22	61 4:8	87 4:18
35 3:13 4:20 67:23 68:18 69:16 70:10 83:19 95:6,10	455 1:18 2:3 125:5	63 4:9	88 8:23
36 3:14 4:21 99:7,11	46 3:20 5:11 117:11,15	64 4:10	<hr/> 9 <hr/>
3600 2:4 125:6	47 3:21 5:12 118:14,18 119:18	66 4:11	9 3:17 20:18,19 39:21 40:1
37 3:15 4:22 105:19,23	49 3:22	68 4:12	9:30 1:20
38 3:16 4:23 106:22 107:2	<hr/> 5 <hr/>	69 4:13,14	9:40 6:19
386-2000 123:12	5 3:13 18:18 35:10,14 79:5	<hr/> 7 <hr/>	90 4:19
39 3:17 5:3 107:14,18	5,000 14:3	7 3:9,15 19:24 20:1 37:12,16	92051006 1:5 6:12 124:5 125:8 126:3
<hr/> 4 <hr/>	50 3:23	70,000 23:4	95 4:20
4 3:12 18:3 27:2 31:9 31:13	50,000 14:9 78:7	700 25:12	99 4:21
4.6 76:23	500 12:7 13:21	700-square-foot 24:23	
4:13 89:14	52 3:24	71 4:15	
40 5:5 110:2,6	54 4:3	72 4:16	
40,000 23:1	55 4:4	<hr/> 8 <hr/>	
41 3:18 5:6 111:10,14	57 4:5	8 3:16 20:6,7 38:20,24 39:8,10	
42 5:7 113:1,5	58 4:6	8:49:48 91:17	
43 5:8 114:21 115:1	<hr/> 6 <hr/>	800 30:6	
44 3:19 5:9 115:21	6 3:5,14 19:11 36:4,8	800,000 72:15	
	60 4:7	800-72-PERKS 30:7,16 34:13 43:12 49:13	
	60606 123:12		

Exhibit 1

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE BEFORE THE
TRADEMARK TRIAL AND APPEAL BOARD

COUCH/BRAUNSDORF AFFINITY, INC.,	:	Cancellation No.	92051006
Petitioner,	:	Mark:	PERKSPOT
v.	:	Registration No.	3,355,480
12 INTERACTIVE, LLC,	:	Registered:	December 18, 2007
Registrant.	:		

NOTICE OF TESTIMONY DEPOSITION OF BOB DOW

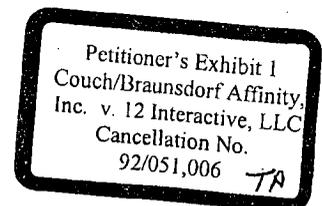
TO: Michael G. Kelber, Esq.
Neal, Gerber & Eisenberg LLP
Two North LaSalle Street
Suite 1700
Chicago, Illinois 60602-3801

PLEASE TAKE NOTICE that, in accordance with Trademark Rule 2.123,

Couch/Braunsdorf Affinity, Inc. will take the oral testimony deposition of Bob Dow, President of PerksCard Network, 11 Oval Drive, Islandia, New York, 11749. The deposition will take place on Wednesday October 27, 2010, at 9:30 a.m. at the offices of Brinks Hofer Gilson & Lione, NBC Tower Suite 3600, 455 North Cityfront Plaza Drive, Chicago, Illinois 60611, or at such other time and place as agreed to by the parties.

The deposition will be recorded by stenographic means and taken before a Notary Public or other duly authorized officer authorized to administer oaths, and will continue from day to day until completed.

You are invited to attend and cross-examine.



COUCH/BRAUNSDORF AFFINITY, INC.,

Dated: October 12, 2010

/Philip A. Jones/

Philip A. Jones

Joshua S. Frick

BRINKS HOFER GILSON & LIONE

P.O. Box 10395

Chicago, Illinois 60610

(312) 321-4200

Attorneys for Petitioner

Exhibit 2

**THIS EXHIBIT IS CONFIDENTIAL AND
HAS BEEN FILED UNDER SEAL PURSUANT TO
PROTECTIVE ORDER**

Exhibit 3

**THIS EXHIBIT IS CONFIDENTIAL AND
HAS BEEN FILED UNDER SEAL PURSUANT TO
PROTECTIVE ORDER**

Exhibit 4

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 www.luzernebank.com

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 6299 2701 9900 0010 749

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PerksCard
 Version 2.2

perks
 Card Code: CH04
 Exp. Date: 10/05

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 Card Must Be Registered Within 30 Days Of Receipt

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SELECTIVE
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Petitioner's Exhibit 4
 Couch/Braunsdorf Affinity
 Inc. v. 12 Interactive, LLC
 Cancellation No. 92/051,006 **TA**

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 2700 Highway 102 East
 27000

ARR TRAVEL
 570-441-3516
 2700 Highway 102 East
 27000

DelightfulDelicacies.com
 570-441-3516

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 570-441-3516
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 27000

CAZ LIMING INC.
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 2700 Highway 102 East
 27000

Edwin Studio Photography
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 2700 Highway 102 East
 27000

JACKSON HEATH TAX SERVICE
 570-441-3516
 2700 Highway 102 East
 27000

THE FUNDING SOURCE, LLC
 570-441-3516
 2700 Highway 102 East
 27000

BILL HAPP SUPERSTORE
 570-441-3516
 2700 Highway 102 East
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GREENFIELD REALTY & CARE
 570-441-3516
 2700 Highway 102 East
 27000

TERRY PAGEYTY TIME CO. INC.
 570-441-3516
 2700 Highway 102 East
 27000

MEN'S WEARHOUSE
 570-441-3516
 2700 Highway 102 East
 27000



Janet A. Gniaszewski, DMD
 570-823-9585



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 www.asbyzeigler.com

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www.marshallandsons.com

(646) 366-6700

812-799-2300
www.rachelrealtynyc.com

212-397-0111
www.smoothsynergy.com

New discounts are added daily...check back often!

Customer Service: 877-253-7100

- Register your card at www.perkcard.com to learn more about "ways to save." Not all discounts are available "IN STORE."
- Please present this card to the participating "local" merchants listed on-line at www.perkcard.com at the time of each purchase.
- Exciting promotions are added weekly, log-in often and check out what's new on www.perkcard.com today!

PerkCard Customer Service (877) 253-7100

Auto & Home Insurance 1-888-635-4640

Affordable Health Insurance Solutions 1-888-414-0176

Pet Insurance 1-866-861-9032

Certain discounts may require the use of coupon codes, full-time membership and/or online purchases. When visiting www.perkcard.com for the first time, please register by clicking the register link. Once registered, you'll receive a user name and password via email for use on return visits to the site.

Card Code: 52124

Get the PerkCard on-line and use it to save. There are several ways to save. Visit PerkCard.com to get back to us today and find out more about our "WAYS TO SAVE."

How to use PerkCard:

- Go to www.perkcard.com
- Click NEW MEMBER REGISTRATION in the upper right corner of our home page.
- On the following screen enter your CARD CODE, COV65 and click submit.
- Complete the login info form, then click on submit.
- Enter your username and password in the member login section in the lower right corner of our home page at www.perkcard.com.

TO ACCESS ALL THESE GREAT DISCOUNTS LOG ON TO OUR WEBSITE TODAY!

1. Go to www.perkcard.com

2. Click NEW MEMBER REGISTRATION in the upper right corner of our home page.

3. On the following screen enter your CARD CODE, COV65 and click submit.

4. Complete the login info form, then click on submit.

5. Enter your username and password in the member login section in the lower right corner of our home page at www.perkcard.com.

TO ACCESS ALL THESE GREAT DISCOUNTS LOG ON TO OUR WEBSITE TODAY!

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- On the following screen enter your CARD CODE, COV65 and click submit.
- Complete the login info form, then click on submit.
- Enter your username and password in the member login section in the lower right corner of our home page at www.perkcard.com.

Visit www.perkcard.com to find out how to save at these locations, plus thousands of merchants nationwide.

0553 1000 0100 9 2124

- Register your card at www.perkcard.com to learn more about "ways to save." Not all discounts are available "IN-STORE."
- To find participating merchants search by category or select the "search" on the tool bar and enter the desired search criteria.
- Please present this card to the participating "local" merchants listed on-line at www.perkcard.com at the time of each purchase.
- Exciting promotions are added weekly, log-in often and check out what's new on www.perkcard.com today!

Customer Service
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Exhibit 5

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perksCard

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Your One and Only Card for Savings

PerksCard

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Your One and Only Card for Savings

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TWORIVER COMMUNITY BANK

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Masons

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Your One and Only Card for Savings

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Your One and Only Card for Savings

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1-877-253-7100

City Employees Club
LOS ANGELES



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Shopping In Your Neighborhood
NOW Has More **PERKS!**

MAGUMPUS INC.

Perkscard
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No. 927051.006

PerksCard

OUR OF SOMERVILLE

neighborhood and National Discounts

MIDDLE EARTH INSURANCE

AVERY® 76008

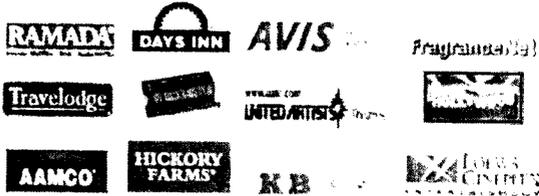
Get in the PerksCard habit and start saving money. Visit perkscard.com to find thousands of places to save. You can save money when you rent a car, order movie tickets, rent videos, buy gift cards, purchase clothing, order flowers, or enjoy a nice dinner at a local restaurant.

TO ACCESS ALL THESE GREAT DISCOUNTS LOG ON TO OUR WEBSITE TODAY!

1. Go to perkscard.com
2. Click **NEW MEMBER REGISTRATION** in the upper right corner of our home page.
3. On the following screen enter your **CARD CODE** (W180) and click **SUBMIT**.
4. Complete the login info form, then click on **submit**.
5. Enter your username and password in the member login section in the lower right corner of our home page at www.perkscard.com.

For additional information or help with registration call 1-877-253-7100

Use this card to save money at these locations, plus thousands of merchants nationwide. Visit PerksCard.com or call 1-800-72-PERKS for complete listing.



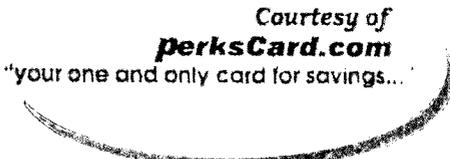
Compliments of *City*

Get in the PerksCard habit and start saving money. Visit perkscard.com to find thousands of places to save. You can save money when you rent a car, order movie tickets, rent videos, buy gift cards, purchase clothing, order flowers, or enjoy a nice dinner at a local restaurant.

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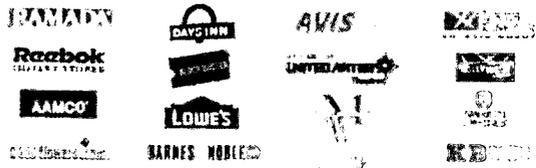
1. Go to perkscard.com
2. Click **NEW MEMBER REGISTRATION** in the upper right corner of our home page.
3. On the following screen enter your **CARD CODE** (SOWB) and click **SUBMIT**.
4. Complete the login info form, then click on **submit**.
5. Enter your username and password in the member login section in the lower right corner of our home page at www.perkscard.com.
6. Visit www.perkscard.com often for updates on the latest discounts.

Save money at thousands of businesses nationwide.



Please visit www.cityemployeesclub.com and click the button that says **CLUB DISCOUNTS!**

Certain discounts may require the use of coupon codes, toll free numbers and/or online purchases. Register your card at perkscard.com by clicking "register" and using your card code below. When completed, you'll receive a username and password via email for use on return visits. See www.perkscard.com for full listing of national and local vendors available in searchable database.



perkscard.com Card Code: 721004

Get in the PerksCard habit and start saving money. Visit perkscard.com to find thousands of places to save. You can save money when you rent a car, order movie tickets, rent videos, buy gift cards, purchase clothing, order flowers, or enjoy a nice dinner at a local restaurant.

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1. Go to perkscard.com
2. Click **NEW MEMBER REGISTRATION** in the upper right corner of our home page.
3. On the following screen enter your **CARD CODE** (W180) and click **SUBMIT**.
4. Complete the login info form, then click on **submit**.
5. Enter your username and password in the member login section in the lower right corner of our home page at www.perkscard.com.

Use this card to save money at these locations, plus thousands of merchants nationwide. Visit PerksCard.com or call 1-800-72-PERKS for complete listing.

TO ACCESS ALL THESE GREAT DISCOUNTS LOG ON TO OUR WEBSITE TODAY!

1. Go to perkscard.com
2. Click **NEW MEMBER REGISTRATION** in the upper right corner of our home page.
3. On the following screen enter your **CARD CODE** (SOWB) and click **SUBMIT**.
4. Complete the login info form, then click on **submit**.
5. Enter your username and password in the member login section in the lower right corner of our home page at www.perkscard.com.
6. Visit www.perkscard.com often for updates on the latest discounts.

For additional information or help with registration call 1-877-253-7100

Get in the PerksCard habit and start saving money. Visit perkscard.com to find thousands of places to save. You can save money when you rent a car, order movie tickets, rent videos, buy gift cards, purchase clothing, order flowers, or enjoy a nice dinner at a local restaurant.

TO ACCESS ALL THESE GREAT DISCOUNTS LOG ON TO OUR WEBSITE TODAY!

1. Go to perkscard.com
2. Click **NEW MEMBER REGISTRATION**
3. On the following screen enter your **CARD CODE** (TUT15) and click **submit**.
4. Complete the login info form, then click on **submit**.
5. Enter your username and password in the member login section of our home page at www.perkscard.com.
6. Visit www.perkscard.com often for updates on the latest discounts.

For additional information or help with registration call 1-877-253-7100

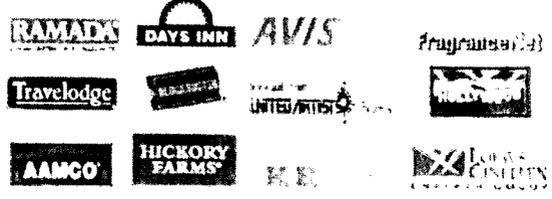
Get in the PerksCard habit and start saving money. Visit perkscard.com to find thousands of places to save. You can save money when you rent a car, order movie tickets, rent videos, buy gift cards, purchase clothing, order flowers, or enjoy a nice dinner at a local restaurant.

TO ACCESS ALL THESE GREAT DISCOUNTS LOG ON TO OUR WEBSITE TODAY!

1. Go to perkscard.com
2. Click **NEW MEMBER REGISTRATION**
3. On the following screen enter your **CARD CODE** (CUC1) and click **submit**.
4. Complete the login info form, then click on **submit**.
5. Enter your username and password in the member login section of our home page at www.perkscard.com.
6. Visit www.perkscard.com often for updates on the latest discounts.

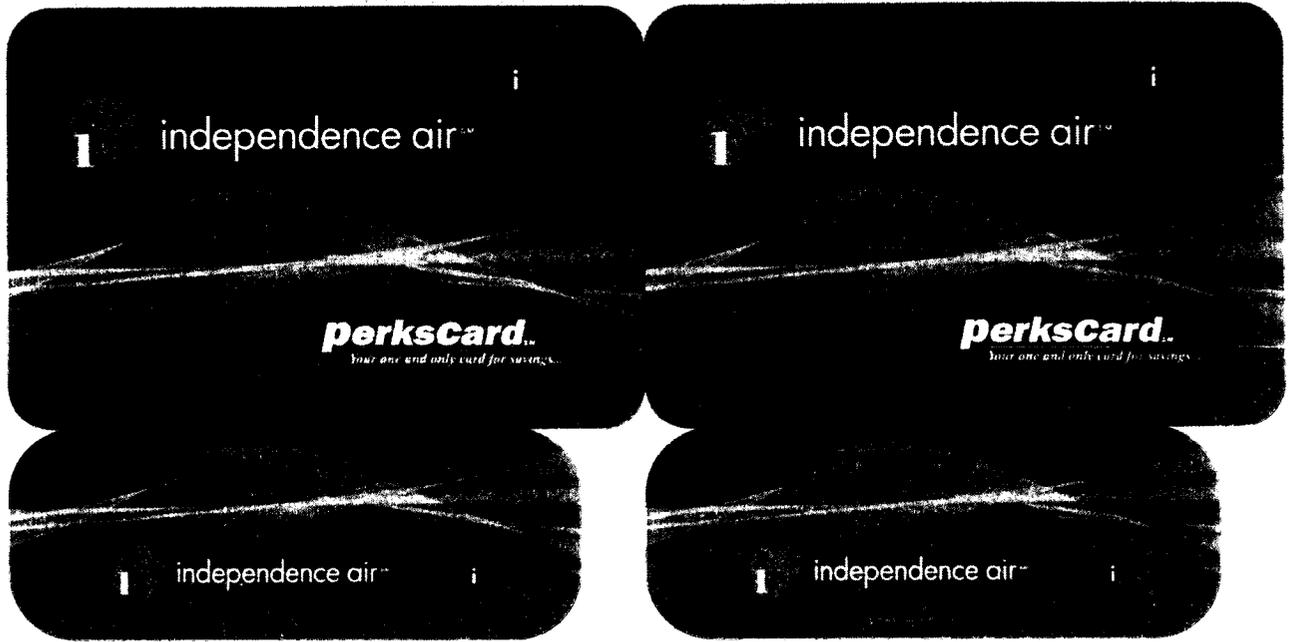
For additional information or help with registration call 1-877-253-7100

Use this card to save money at these locations, plus thousands of merchants nationwide. Visit PerksCard.com or call 1-800-72-PERKS for complete listing.



Compliments of *MAGNUM'S INC.*

Exhibit 6



Register at www.perkscard.com using the CARD CODE: FLY104

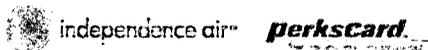
Petitioner's Exhibit 6
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

Certain discounts may require the use of coupon codes, toll free numbers and/or online purchases. When visiting perkscard.com for the first time, please register by clicking the register link. Once registered, you'll receive a username and password via email for use on return visits to the site.

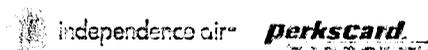
Certain discounts may require the use of coupon codes, toll free numbers and/or online purchases. When visiting perkscard.com for the first time, please register by clicking the register link. Once registered, you'll receive a username and password via email for use on return visits to the site.


 Card Code: FV04


 Card Code: FV04



www.perkscard.com



www.perkscard.com

Exhibit 7

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Excludes Sale Items/Exp: 305 Compliments of TGI Recreation Associates

AVIS

Worldwide Discounts AND \$1000000 1-800-891-4232 10-00% Discount

355 NTHAL EYE... THEATRE HOUSE... BARD ROCK CAFE... CDNIK SWARTZ

THEATRE HOUSE... BARD ROCK CAFE... SPRINT & HEALTH

THEATRE HOUSE... BARD ROCK CAFE... SPRINT & HEALTH

THEATRE HOUSE... BARD ROCK CAFE... SPRINT & HEALTH

CDNIK SWARTZ... Water Cooler... Water Filter... Water Softener

SPRINT & HEALTH... 6 MONTHS... 12 MONTHS... 24 MONTHS

JOHNATHAN CENTER FOR... 803 GYCOLM ROAD... 1-800-891-4232

DERMATOLOGY & CLINICAL... 8410 ROCKLEDGE DR... 1-800-891-4232

Perks

AVIS Worldwide Discounts AND \$1000000 1-800-891-4232 10-00% Discount

Compliments of Northrop Grumman & HR Store

Buying or Selling a Home... Scott Beckmann... 826-331-0794

743 W. Route 84... Glendora... 826-335-2041

3280 E. Foothill Blvd... Ste 130... Pasadena... 826-304-2488

Dr. Stephen J. Svanitz... 4112 Main Ave... Boulder... 303-445-5547

854-B E Rowland St... Corona... 926-474-4999

1-800-784-1711... Entertaining all Southern California... 1-800-86-CLLUS

When calling in advance... save up to 30% off regular rate... 1-800-891-4232

Save up to \$4 OFF your next purchase... 1-800-891-4232

Perks

AVIS Worldwide Discounts AND \$1000000 1-800-891-4232 10-00% Discount

Compliments of Manpower

LOUISIANA... 301 Alamo Plaza... San Antonio... 214-224-8290

800-891-4232... 4212A Fredericksburg Rd... San Antonio... 214-388-8041

3782 N. New Braunfels... San Antonio... 214-626-8008

2140 Jackson Valley... San Antonio... 214-341-4143

3600 N. IH-38... San Antonio... 210-227-1400

1-800-891-4232... 4212A Fredericksburg Rd... San Antonio... 214-388-8041

1-800-891-4232... 4212A Fredericksburg Rd... San Antonio... 214-388-8041

1-800-891-4232... 4212A Fredericksburg Rd... San Antonio... 214-388-8041

perksCard

AVIS Worldwide Discounts AND \$1000000 1-800-891-4232 10-00% Discount

Compliments of Cambridge Health Alliance

YO BANCH STEAKHOUSE... 214-744-3237

THE CORINTHIAN Award Winning Bed and Breakfast... 214-818-0400

Texas M. Elliott... Dallas... 214-361-5070

SOLE RESTAURANT... Dallas... 214-361-5070

PLANET BEACH TANNING SALONS... 1-800-891-4232

HONEY BAKED HAM... 1-800-891-4232

NOTEL SAVINGS!... 1-800-891-4232

17500 Preston Rd... Dallas... 214-361-5070

1-800-891-4232... 1-800-891-4232

1-800-891-4232... 1-800-891-4232

1-800-891-4232... 1-800-891-4232

1-800-891-4232... 1-800-891-4232

PerksCard.com Exp. 9/11

Shopping Now Has More Perks

Compliments of Cambridge Health Alliance

Petitioner's Exhibit 7 Couch/Braunsdorf Affinity Inc. v. 12 Interactive, LLC Cancellation No. 92/051,006

Signature Panel with various business logos and names like SMITHTOWN NUT POUND, DUTCH MAN BAKE SHOP, etc.

Corporate Rate Savings Card with Signature Panel and business logos.

Corporate Rate Savings Card with Signature Panel and business logos.

Corporate Rate Savings Card with Signature Panel and business logos.

Sizzler Corporate Rate Savings Card with Signature Panel and business logos.

Corporate Rate Savings Card with Signature Panel and business logos.

Pizza Hut Corporate Rate Savings Card with Signature Panel and business logos.

Corporate Rate Savings Card with Signature Panel and business logos.

Corporate Rate Savings Card with Signature Panel and business logos.

CARD COLONY
347 Main St.
10% Off on all purchases
of all items. FREE
any home purchase.

J. MURRAY
147 E. Janelle Blvd.
10% Off on all purchases
of all items. FREE
any home purchase.

ATMUM PLAZA CLEANERS
Year 11
Specializing in all
types of cleaning
10% Off on all cleaning
services.

SUNSHINE GOLF
3400 Main Street
Specializing in all
types of golf equipment
10% Off on all golf
equipment.

DESIGNER STOP
Official Dealer
Specializing in all
types of designer clothing
10% Off on all designer
clothing.

6 HOUSE TRAINING
Bakers & Trainers
Specializing in all
types of baking services
10% Off on all baking
services.

WORLD'S JAPANESE
4000 Woodmont Ave NW
Specializing in all
types of Japanese food
10% Off on all Japanese
food.

DENTAL IMPLANTS
Cosmetic Center
Specializing in all
types of dental implants
10% Off on all dental
implants.

TRATONIA ROBERTO
Specializing in all
types of hair services
10% Off on all hair
services.

SMITH TOWN DELI
10% Off on all purchases
of all items. FREE
any home purchase.

HANNAH'S FLOWERS
Specializing in all
types of floral services
10% Off on all floral
services.

TOMAR FLOORS
Specializing in all
types of flooring services
10% Off on all flooring
services.

SMITH TOWN AUTO BODY
Specializing in all
types of auto body services
10% Off on all auto body
services.

PEPPER MILLS
Specializing in all
types of coffee services
10% Off on all coffee
services.

CAPI MOZARTO
Specializing in all
types of music services
10% Off on all music
services.

SOMETHING
Specializing in all
types of gift services
10% Off on all gift
services.

CITY LIGHTS JEWELRY
Specializing in all
types of jewelry services
10% Off on all jewelry
services.

Highland House
Specializing in all
types of home services
10% Off on all home
services.

TONY'S CORNER DELI
Specializing in all
types of deli services
10% Off on all deli
services.

RAYTSON STORE
Specializing in all
types of clothing services
10% Off on all clothing
services.

MARVIN AND BOBE
Specializing in all
types of jewelry services
10% Off on all jewelry
services.

FIVE TOWN
Specializing in all
types of food services
10% Off on all food
services.

HERMAN RONTAC
Specializing in all
types of clothing services
10% Off on all clothing
services.

DOMINO'S PIZZA
Specializing in all
types of pizza services
10% Off on all pizza
services.

MINUTEMAN
Specializing in all
types of home services
10% Off on all home
services.

YEE FRIDAYS
Specializing in all
types of food services
10% Off on all food
services.

REEMER
Specializing in all
types of clothing services
10% Off on all clothing
services.

IMPERIAL UNIFORM CORP.
Specializing in all
types of uniform services
10% Off on all uniform
services.

VIDEO STAR
Specializing in all
types of video services
10% Off on all video
services.

LEADQUARTERS
Specializing in all
types of lead services
10% Off on all lead
services.

MAJAL SALON
Specializing in all
types of salon services
10% Off on all salon
services.

1st 2nd 3rd 4th 5th
Specializing in all
types of food services
10% Off on all food
services.

FROM THE BART
Specializing in all
types of food services
10% Off on all food
services.

LA POCACIA
Specializing in all
types of food services
10% Off on all food
services.

RIVER CITY
Specializing in all
types of food services
10% Off on all food
services.

REEMER
Specializing in all
types of clothing services
10% Off on all clothing
services.

19th CENTURY
Specializing in all
types of clothing services
10% Off on all clothing
services.

BRUCE BORG
Specializing in all
types of food services
10% Off on all food
services.

CONRAD SERVICES
Specializing in all
types of food services
10% Off on all food
services.

CENTURY STAMPS
Specializing in all
types of stamp services
10% Off on all stamp
services.

WINDY PALACE
Specializing in all
types of food services
10% Off on all food
services.

GENERAL FLOORS
Specializing in all
types of food services
10% Off on all food
services.

BLACKBERRY VIDEO
Specializing in all
types of video services
10% Off on all video
services.

AARON'S Transmission
Specializing in all
types of transmission services
10% Off on all transmission
services.

REEMER
Specializing in all
types of clothing services
10% Off on all clothing
services.

BEAN CROCK
Specializing in all
types of food services
10% Off on all food
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BACKLICK CLEANERS
Specializing in all
types of cleaning services
10% Off on all cleaning
services.

BRUCE BORG
Specializing in all
types of food services
10% Off on all food
services.

BATES, HUGHES & ASSOC.
Specializing in all
types of food services
10% Off on all food
services.

WINDY PALACE
Specializing in all
types of food services
10% Off on all food
services.

JUSTIN'S ICE CREAM
Specializing in all
types of ice cream services
10% Off on all ice cream
services.

BLACKBERRY VIDEO
Specializing in all
types of video services
10% Off on all video
services.

AARON'S Transmission
Specializing in all
types of transmission services
10% Off on all transmission
services.

REEMER
Specializing in all
types of clothing services
10% Off on all clothing
services.

BROOKHAVEN OPTICIANS
Specializing in all
types of optical services
10% Off on all optical
services.

TOUCH OF CLASS
Specializing in all
types of clothing services
10% Off on all clothing
services.

ADRENALINE AUDIO
Specializing in all
types of audio services
10% Off on all audio
services.

C & D BAGEL & DELI
Specializing in all
types of food services
10% Off on all food
services.

ADVANCE TRANSACTIONS
Specializing in all
types of food services
10% Off on all food
services.

CLAY PT
Specializing in all
types of food services
10% Off on all food
services.

WINDY PALACE
Specializing in all
types of food services
10% Off on all food
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BASKET CREATIONS
Specializing in all
types of food services
10% Off on all food
services.

EYE SURGERY
Specializing in all
types of eye surgery services
10% Off on all eye surgery
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SMITH TOWN CLEANERS
Specializing in all
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SMITH TOWN CLEANERS
Specializing in all
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ADRENALINE AUDIO
Specializing in all
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FAMOUS CHICKEN
Specializing in all
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SANTA FE EXPRESS
Specializing in all
types of food services
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WINDY PALACE
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WINDY PALACE
Specializing in all
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WINDY PALACE
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ROUSE AND AVERILL
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10% Off on all food
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ROUSE AND AVERILL
Specializing in all
types of food services
10% Off on all food
services.

Beltone
New England
800-925-4327
www.beltonene.com

ARCHSTONE
BustlerArchstoneApartments.com

D'AMBROSIO
Eye Care
1.800.325.EYES
www.dambrosioeyecare.com

Perks Card Customer Service 1-877-253-7100
Auto & Home Insurance 1-888-695-4640
Affordable Health Insurance Solutions 1-888-414-0176
Pet Insurance 1-866-361-9092
Activation Code 0604

Exhibit 8



Petitioner's Exhibit 8
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

Donde utilizar tu tarjeta para descuentos exclusivos
Where to use your card for exclusive discounts



Salones de Belleza
Beauty Salons



Viveres
Groceries



Salas de Cine
Movie Theaters



Lavanderías
Laundromats



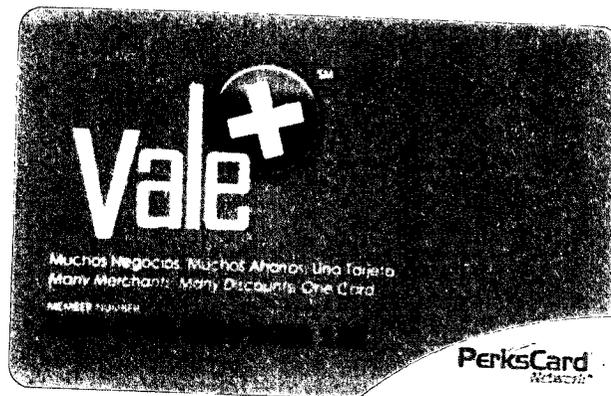
Tiendas de Ropa
Clothing Stores



Restaurantes
Restaurants

**Desliza esta tarjeta para comenzar
a ahorrar dinero con ValeMás PerksCard™!**

Swipe this card to start saving
money with ValeMás PerksCard™!



¿Preguntas? Llama al 866-222-3417

Questions? Call 866-222-3417



Ahorros...Todos los Días —
— Savings...Every Day

valemas



1 Adquiere tu tarjeta
Get your card



2 Desliza tu tarjeta
Swipe your card



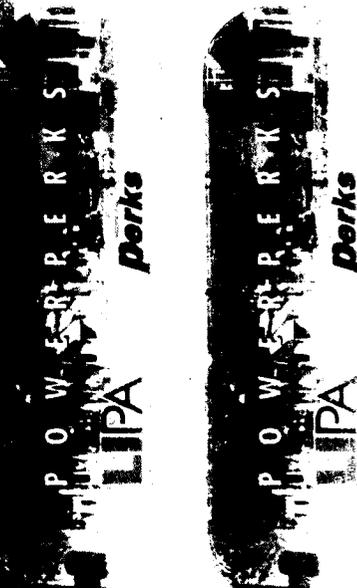
3 Ahorra dinero
Save Money

PerksCard
Network

Exhibit 9

**THIS EXHIBIT IS CONFIDENTIAL AND
HAS BEEN FILED UNDER SEAL PURSUANT TO
PROTECTIVE ORDER**

Exhibit 10



3-DIGIT 117 ** 1 ** 2 ** 028

Steven Kowal
1484 Bellmore Rd
Bellmore NY 11710-3713



As a special "thank you" for joining Long Island's "Watts Going Down" conservation program, you can enjoy all the money-saving benefits of your LIPA PowerPerks Card — a \$99 value — FREE!

Register now to start saving right away at parks, recreation areas, stores and restaurants right in your neighborhood — and when you shop online, too.

To Register:

1. Go online to www.lipower.org/watts and click on the PowerPerks icon.
2. Follow the instructions to register and enter your coupon code: LIPA04.
3. Your username and password will be sent to you via e-mail.
4. To locate local and national vendors and shop online, return to www.lipower.org/watts, click on the PowerPerks icon and follow the instructions.
5. To save money at the Long Island recreational and entertainment venues listed on the back of the card, or at participating national and local retailers, just present the Card at the establishment.

You may also call 1-800-72-PERKS to activate your card.

Petitioner's Exhibit 10
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006



Attention Vendors. Please honor discounts per your PerksCard agreement.

Here's just a sample of local places where you'll save with your LIPA PowerPerks v Card.

- > 1863 House Bed & Breakfast
- > Animal Farm Petting Zoo
- > Cold Spring Harbor Fish Hatchery & Aquarium
- > Cultural Arts Playhouse
- > Gallicchio Family Winery
- > Heckscher Museum of Art
- > Jamestown Vineyards
- > Montauk Point Lighthouse Museum
- > New York Dinner Theatre
- > Olds Country Inn
- > Osprey's Dominion Vineyards
- > Seascapes USA
- > Shorecrest Bed & Breakfast
- > Sky Dive Long Island
- > Suffolk County Historical Society
- > The Long Island Museum of American Art History & Carriages
- > The Rink
- > Theater Three
- > Wingate Inn
- > www.lipaperks.org

Your free LIPA PowerPerks Membership is valid for one year from the date you receive your username and password.

www.lipaperks.org/wvnts

1-800-72-PERKS

Attention Vendors. Please honor discounts per your PerksCard agreement.



Attention Vendors. Please honor discounts per your PerksCard agreement.



POWER PERKS™ CARD

*Your reward
for doing your
part to bring
power to all
of Long Island.*



Perks

"Watts Going Down

By volunteering to join Long Island's "Watts Going Down" energy conservation program, you've pledged to reduce the use of electricity on "Critical Days" – those few hot, humid days that occur over the summer – between 2 p.m. and 6 p.m. That not only saves you money, it helps all of us on Long Island meet our energy needs.

With your new LIPA PowerPerks Card, you'll save even more – and have more fun – at hundreds of recreational and entertainment venues across Long Island, as well as at 18,000 local and national vendors. It is supported by PerksCard, the nation's fastest growing savings program.

Register to enjoy valuable savings around Long Island – and around the country.

Once you register, your Card entitles you to discounts at participating stores in your community, as well as when you shop online at participating national retailers.



FREQUENTLY ASKED QUESTIONS:

How do I use my card for the first time?

A: Simply go online to www.lipower.org/watts, click on the LIPA PowerPerks Card icon, go to Register and enter the special coupon code – LIPA04 – printed on your Card. Complete the registration form and your username and password will be sent to you via e-mail. Once you receive your username and password, return to the Web site and log on to begin saving! On future visits, you need only enter your username and password.

How do I find a specific merchant/vendor/professional that may participate in the program?

A: Once you've registered, simply log on to www.lipower.org/watts, click on the LIPA PowerPerks Card icon and follow instructions to locate vendors and shop online.

Can I just show my Card and get the discount?

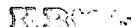
A: In some cases, with participating businesses listed, the answer is yes. However, many of our national partners require that members reserve or purchase online. Refer to the National Partners list for details.

How long is my membership valid?

A: Membership is valid for one year from the date of issue of your username and password.

NATIONAL PROVIDERS OFFERING ONLINE DISCOUNTS (sample listing):

Here is just a sample of some of the names you'll recognize on our National Partners list. And the list is growing all the time!



Electric Sales & Marketing • 131 S. Hoffman Lane • Central Islip, NY 11749
www.lipower.org/watts

FREQUENTLY ASKED QUESTIONS:

How do I use my card for the first time?

A: Simply go online to www.lipower.org/watts, click on the LIPA PowerPerks Card icon, go to Register and enter the special coupon code – LIPA04 – printed on your Card. Complete the registration form and your username and password will be sent to you via e-mail. Once you receive your username and password, return to the Web site and log on to begin saving! On future visits, you need only enter your username and password.

How do I find a specific merchant/vendor/professional that may participate in the program?

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Can I just show my Card and get the discount?

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Electric Sales & Marketing • 131 S. Hoffman Lane • Central Islip, NY 11749
www.lipower.org/watts



Long Island Power Authority
131 South Hoffman Lane
Islandia, NY 11749

20 April 2004

Mr. Bob Dow
Perks Unlimited Inc.
12-4 Technology Drive
Setauket, NY 11733

Dear Bob,

This letter is to confirm that Perkscard will be reaching out to LIPA customers on our behalf, in support of our Watts Going Down Program.

As you know, our Watts Going Down Program asks participating customers to reduce their electric usage on summer Critical Days – those days when extreme heat and humidity push the electric system to its limits. In return for their participation last year, we provided our Watts Going Down customers a Perkscard discount card, free of charge. LIPA is interested in continuing this promotion in 2004.

Perkscard is authorized by LIPA to contact Long Island businesses between April 20, 2004 and June 30, 2004, in order to enhance its discount program. LIPA would like Perkscard to supplement its roster of participating businesses with Long Island cultural, entertainment, and hospitality organizations. We feel that discounts for these types of venues would provide additional value to our Watts Going Down customers.

Thank you for your assistance with this valuable LIPA program.

Sincerely,

A handwritten signature in black ink that reads "William G. Jackson Jr." in a cursive script.

William G. Jackson Jr.
Director of Sales & Marketing

Exhibit 11

Your One and Only Card for Savings

perks *Card*

Your Card. Your Way. Right Now!

Dear Employee,

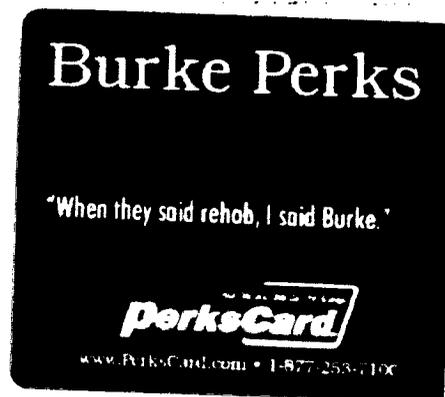
We are excited to announce the Burke Perks Program: As a Burke PerksCard member the PerksCard is an exclusive benefit that will help you save both time and money on many of your every day purchases.

With the Burke PerksCard, you'll save money on things you buy every day; movie tickets, video rentals, dining out, health care items, car repairs, plus much, much more! Plus, you'll receive discounts on all your special occasion purchases including gifts, travel and entertainment. Your PerksCard membership even allows you to save at thousands of local, regional and national businesses. Now that you have received your Burke PerksCard, you can start to 'Show and Save' at any local businesses in the PerksCard network. For a complete list of participating companies and savings information, visit perkscard.com. Your PerksCard is valid for one year.

As a Burke Perk your family and friends will have the opportunity to become a PerksCard holder and save money on their every day purchases too! As an employee of Burke, you can purchase a PerksCard as a gift for your family members and/or friends. Go to perkscard.com; log in using your username and password, you will be directed to the Burke Perks landing page. Click the link 'Purchase Family and Friend Cards' and fill out the form completely. Once the order is received, your order will be fulfilled within 2 to 3 weeks.

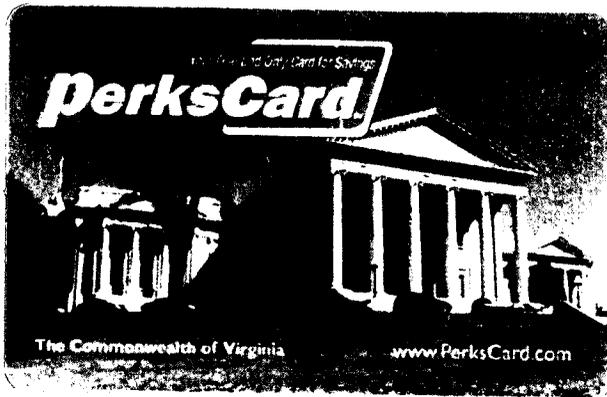
If you have any questions, please call (877) 253-7100. Representatives are available Monday through Friday 8 a.m. to 6 p.m. Eastern Standard Time.

Enjoy!



Petitioner's Exhibit 11
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 *Ta*

Exhibit 12



Petitioner's Exhibit 12
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

**TO ACCESS ALL THESE GREAT DISCOUNTS
LOG ON TO OUR WEBSITE TODAY!**

- 1 Go to perkscard.com
- 2 Click **NEW MEMBER REGISTRATION** in the upper right corner of our home page
- 3 On the following screen enter your **CARD CODE** COV05 and click submit
- 4 Complete the login info form then click on submit
- 5 Enter your username and password in the member login section in the lower right corner of our home page at www.perkscard.com

Your One and Only Card for Savings

PerksCard

Shopping Now Has More Perks!

National Partners

Boston Market
Reebok Outlets
1-800-Flowers
AAMCO
American Greetings
Avis
Blockbuster Video
Brinks Home Security
Budget
Carnival Cruise Lines
Carlson Vagenlit Travel
Chelsea Premium Outlets
Cinplex Odessa
Days Inn
Delightful Deliveries
DVD Monster
Edwards Theatres
Etoys.com
Fragrances.com
Hickory Farms
Hollywood Video
KB Toys
Linens 'N' Things
Loew's Cineplex
Lowe's Home Improvement
Magic Johnson Theaters
Millennium Vitamins
Mrs. Fields
National Vanlines
Planet Hollywood
ProFlowers.com
Ramada Inn
Regal Cinemas
Rockwell Tours
Star Theaters
Travelodge
United Artist Theaters
V2K Windows
Villager Lodge

Dear Member,

Welcome to the PerksCard Program! As a PerksCard member we are pleased to offer you an exclusive benefit that will help you save both time and money on many of your every day purchases.

THE SAVINGS FOLLOW YOU WHEREVER YOU GO!

With the PerksCard, you'll save money on things you buy every day. Things like movie tickets, video rentals, dining out, health care items, car repairs plus much, much more! Plus you'll receive discounts on all your special-occasion purchases including gifts, travel and entertainment.

SAVE AT THOUSANDS OF LOCAL AND NATIONAL RETAILERS!

Your membership allows you to save at thousands of local businesses, as well as national retailers like AAMCO, Lowe's Home Improvement, Barnes & Noble.com, Loews Theaters, Reebok Outlets plus many, many more. For a complete list of participating companies and savings information visit www.perkscard.com

SAVE YOURSELF TIME & MONEY!

Log onto www.perkscard.com to view special promotions that give you access to even more great discounts and exclusive offers. Your PerksCard membership is valid for one year. Get started by simply registering at www.perkscard.com and following the instructions below.

To register your PerksCard go to www.perkscard.com

- Click on the new member registration link in the upper right hand corner of the homepage
- Enter Card Code COV05 (located on the back of your card) in the space provided
- Click submit
- Fill out the registration form
- Click submit
- A confirmation e-mail will be sent to you immediately following completion of registration containing your username and password
- Retrieve your username and password and return to www.perkscard.com
- Begin Saving with your PerksCard

If you would like to speak with a representative by telephone please call (877) 253.7100. Representatives are available Monday through Friday, 8am to 6pm Eastern Standard Time.

Exhibit 13

National Toll Free No.
1-800-72-PERKS

PerksCard[®] Network

11 Oval Drive, Suite 168, Islandia, NY 11749

PerksCard Vendor,

Enclosed please find your complimentary PerksCards and window sticker for the PerksCard Program.

To view your listing please follow the instructions below:

- Visit www.perkscard.com and locate the "Register Now" section on the top of the home page.
- Locate the Card ID # on the front of your card and the activation code on the back of the card.
- Enter the Card ID # and the Activation code in the appropriate fields
- Click "Register", complete the form and click "Submit".

You are now ready to start saving!!!

Please inform all your employees about the discount you have offered and familiarize all of them with the look and purpose of the card. Also, feel free to give out the complimentary PerksCards to your employees.

Place the window sticker in a prominent place (If you need additional window stickers, please feel free to call 1-800-727-3757, and we will gladly mail them out).

There are many different companies and institutions that provide PerksCards to their people. The common fact with every PerksCard is our recognizable logo:



We ask that you honor all PerksCards presented to you. If you have any questions, please contact PerksCard vendor services at 1-877-253-7100 Monday through Friday from 8:00 AM to 4:00 PM EST.

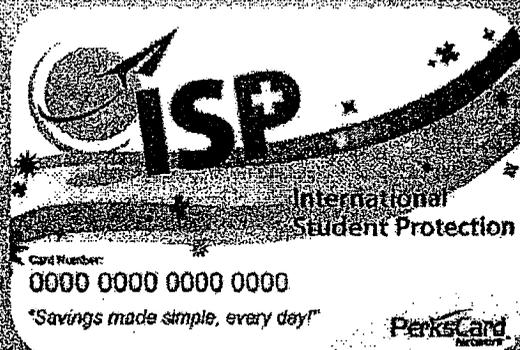
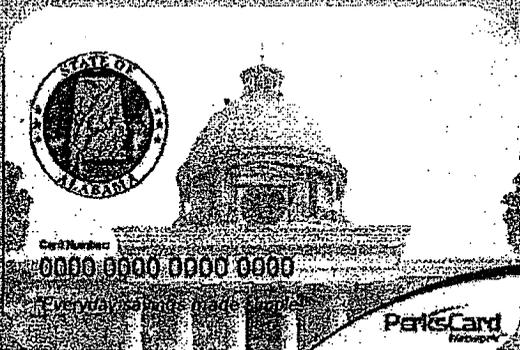
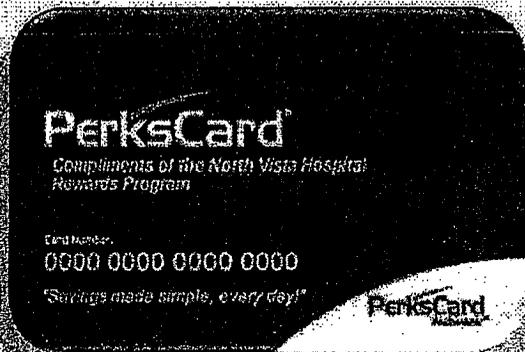
Petitioner's Exhibit 13
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051.006 TA

Attention PerksCard Merchants

With over 5,000,000 PerksCard members, there are many different PerksCard in our members hands.

You could see anyone of the many variations presented to you.
It is important to honor every PerksCard presented to you.

The common factor is our two recognizable logos:



PerksCard[®] Network[™]

11 Oval Drive, Suite 168, Islandia, NY 11749

National Toll Free #:
1-800-727-PERKS (3757)
info@perkscard.com

Dear New PerksCard[®] Vendor,

Welcome to the PerksCard[®] Program! Enclosed please find:

1. **Your receipt** – keep this for your records.
2. **Your proof** – this is a screen shot of how your ad looks on our website; www.perkscard.com
 - Please review your discount information and make any changes needed on the proof sheet.
 - Please sign the proof sheet and fax it back to the production department at **631-941-4636**.
 - Proofs need to be signed & faxed back within three (3) business days to ensure correct listing.
 - If your proof is not returned signed, your listing will remain as stated on your agreement.
 - If you opted to have your logo placed on your ad, please email it to Marie@perkscard.com

As a PerksCard[®] vendor, you are one of the thousands of merchants offering our members a discount in your retail store, business and or online.

Your business information will be communicated the following ways:

1. PerksCard[®] Initial Newsletter – this will be sent to the sponsoring organization to announce the local vendors that are offering a discount to the employees.
2. Each sponsoring organization will have a specific “landing page” specially designed for them. This landing page is tagged with an “activation code”.
3. Every PerksCard[®] vendor will be listed on our database which can be searched / accessed by other members nationwide. This means that a variety of PerksCards[®] could be presented to you. We ask that you honor the agreed-upon discount when you see our recognizable logo(s):

PerksCard[®]
Network[™]

Your One and Only Card for Savings
perkscardSM

4. The Quarterly Newsletter is a reminder to the employees about the local businesses that are offering discounts. This will be emailed to the sponsoring organization every three (3) months from the launch date of the program. Each sponsor will review and distribute to their employees.

5. Complimentary PerksCards® - as a participating business, you will automatically become a PerksCard® member. Once the cards are completed, you will be mailed five (5) complimentary cards which will allow you and your employees to save both locally and nationally. At this time, you will also receive information on how to register your PerksCards® as well as the recognizable PerksCard® letter. Please hang this document near a time clock or a cash register. This will help your employees recognize the PerksCard® when presented to them, and will ensure that the PerksCard® member successfully receives the offered incentive.

Changes to your listing(s):

If at anytime you wish to make changes to your listing such as a new phone number, change of address, new web link or email address; you can either email the new information to service@perkscard.com or call 1-800-727-3757.

Duration of the program:

Each PerksCard® program runs for one (1) full year. Your year will not start until the employees of the sponsoring organization physically receive their PerksCards®. As stated on your agreement, production and the creation of cards takes approximately 90 business days from the initial date you signed with PerksCard®. This 90 day period does NOT count as part of your full year.

Renewal: Each PerksCard® vendor retains the right of renewal. We will contact you in approximately one (1) year from now to verify whether or not you will be making changes to your account.

We thank-you for your participation in the PerksCard® program and look forward to a mutually successful relationship.

Sincerely,

PerksCard®

Attention

PerksCard Merchants

With over 5,000,000 PerksCard members, there are many different PerksCards in our members hands.

You could see anyone of the many variations presented to you. It is very important to recognize and honor every PerksCard presented to you.

The common factor is our recognizable logo:

Your One and Only Card for Savings

perksCard®

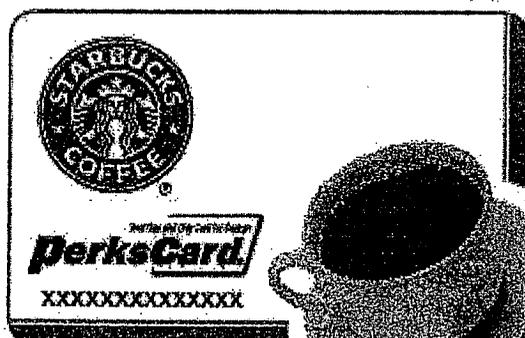
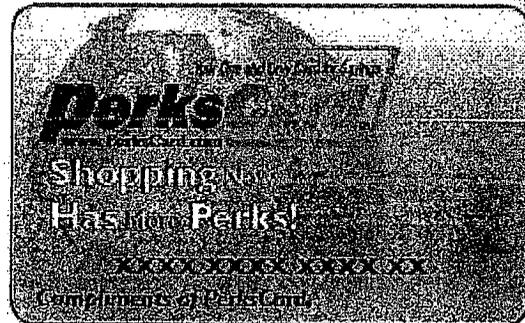


Exhibit 14

Perks

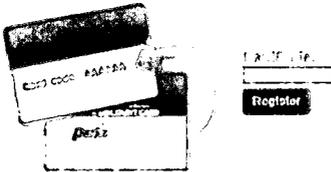
Your Card. Your Way. Right Now!

Dear PerksCard Holder,

We are proud to announce PerksCard.com has gone through an entire transformation. Based on your suggestions, we made our website more user friendly. Below are just a few of the areas that have been updated:

New Card Members -

If you received your PerksCard and would like to register it, please type your Card Code in the box below and then click "Register Your Card Code" on the back of your card (see example below). After clicking "Register" please complete the registration form on the following page.



NAVIGATION "New and Improved"

Scroll across our new menu options to see what Perks has to offer!

ACTIVATION

You will now be able to register your PerksCard with tremendous ease! Located on the center of our home page, you will find an area where you can enter your card code to register, and begin the savings process.

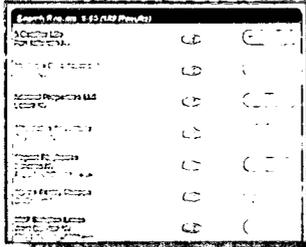
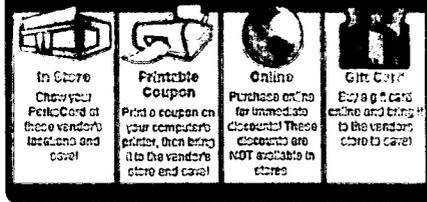
RETURNING MEMBERS

Since our website is password protected only members will have access to the great savings on PerksCard.com. Simply enter your username and password in the log in section on top, and start saving. It's that easy!

HERE'S HOW YOU CAN OBTAIN THE DISCOUNTS

Each vendor could have up to four methods of offering discounts. In Store, Online, Gift Cards and/or Printable Coupons. These methods are easily recognizable by the icons next to each vendor.

Here's how you can obtain your discounts:



LOCAL DISCOUNTS

You will be able to find the discounts closest to you by going to the "Browse Categories" section on the left hand side of the screen. Click on the category and PerksCard will help you refine your search of over 15,000 discounts with more being added daily.

NATIONAL DISCOUNTS

PerksCard has negotiated discounts to some of your favorite nationally recognized chains. Click on View All Vendors under the National Vendors icon on the left side of the screen for a complete list of our national vendors. With over 150 and counting, there are now more ways to save. PLEASE NOTE: These discounts are not all available in-store. Most are available on PerksCard.com by clicking "View All National Vendors."



Petitioner's Exhibit 14
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TF

Exhibit 15

INTRODUCING THE PERKSCARD

What is *PerksCard*SM

"your one and only card for savings..."

Perks Unlimited, Inc is a national corporation specializing in customized discount programs for corporations, hospitals, schools, government facilities. Our goal is to provide you with a no cost, no hassle program offering discounts at local businesses and professionals. We make it easy to save money on things you use everyday. From drycleaners to jewelers, automobiles to limousines, restaurants to donut shops, whatever you want...we'll meet your needs.

How does it work?

First get your wallet-sized plastic PerksCard from your employer. Notice that the card itself has a list of local vendors and the discounts they offer. You can also view a more extensive list on the web at www.perkscard.com. And remember to look for the PerksCard decal in our participating vendors.

How do I get started?

Simply email us at info@perkscard.com after receiving your card and we'll tell you more about how you can save on just about everything. We offer updates and newsletters via email to keep you posted to new additions to our vendor list.

Where is it accepted?

In April 2001 we rolled out our brand new website, networking over 9,000 merchants and professionals together. This enables you to shop almost anywhere in the country. For example, if you work in Boston, but you want to send flowers to someone in Detroit, Click on Detroit, pull up a florist and now you can shop locally and not pay a wire charge. Also, if you want to buy a gift certificate for someone in St. Paul and you don't want an operator to pick the place for you, Click on St. Paul, pick a restaurant or store and call direct. You make the choice. For a complete national listing of participating vendors, merchants, and professionals see our website at www.perkscards.com.

This is only the beginning, as we continue to expand our vendor list, your choices of businesses and professionals will grow along with the areas that you may shop.

What if I don't have a card?

If you need a card, if you've lost your card, or even if you require additional cards for family members talk to your Human Resource Department or Employee Activity Coordinator to get one today.



Save big on name brands

- Jiffy Lube
- Fragrancenet.com
- Century 21
- Remax Realtors
- UA & Loews Theaters
- Burger King
- Avis Rent-A-Car
- Sprint PCS
- Tupperware
- Mary Kay
- Disneystore.com
- J&R Music
- Valvoline
- McDonalds
- TGI Fridays

Get the Card That Keeps On Saving.

Petitioner's Exhibit 15
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

Perks Unlimited, Inc.

12-4 Technology Drive, Setauket, New York 11733
Phone: 1-800-72-PERKS (73757) • Fax: 631-941-4636
www.perkscard.com • Email: info@perkscard.com

Exhibit 16

perksCardSM

"Your one and only card for savings..."



**Save Now.
Never Pay Retail Again
with a PerksCard!**

Petitioner's Exhibit 16
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

**Start saving now at any of the thousands
of businesses in our searchable vendor
database and/or wherever you see the
PerksCard logo.**

Imagine matinee movie prices any time! Going to the movies? **Save 40%** on tickets. Renting a video? **Save 30%** off the price of a video or DVD, and there's more.

As a **PerksCard** member you can log on to **perkscard.com** for regularly updated special promotions that save cardholders even more money. Save on everything; video rentals, movie tickets, home improvement costs, food, toys, flowers, fragrances, car repair, eyeglasses, medical services, health care items, fitness services, sporting goods, moving and more. With over 10,000 businesses to choose from there is something for everyone. All **PerksCard** members save both time and money.

Being a PerksCard Member

As a PerksCard member, your PerksCard is honored at any of 10,000 businesses accepting the **PerksCard** throughout the United States. The ability to save money with the **PerksCard** is only a drive, telephone call or website entry away. Please search **www.perkscard.com** to identify additional business partners offering discounts and the many ways to save money with a **PerksCard**.



Making Your PerksCard Work for You.

In order to fully utilize the **PerksCard** for savings you must register yourself at www.perkscard.com. We have made registration very easy for **PerksCard** members. Regardless of where or how you received your **PerksCard** just go to www.perkscard.com and click on Register.



If your employer has issued you a **PerksCard** visit our site and click register. Look for the statement: *Was your PerksCard issued by your employer or an affiliated organization/association?* Click the link directly below to register and begin saving money with your **PerksCard**.

If your **PerksCard** comes with an invitational coupon code visit our site and click register. Look for the statement: *Invitational Coupon Holder*. Please type the coupon code you have received, click enter, and then fill out the form to register and begin saving money with your **PerksCard**.

In both scenarios a customizable username and password will be sent to your e-mail address. Simply retrieve your username and password from your e-mail and return to www.perkscard.com to login. This will save you time when you return to your one and only site for savings! In many cases, to receive a discount, you need only show the **PerksCard** at checkout. For online transactions and services that require reservations, our website provides members with the proper codes needed to receive the discount. Remember, the savings follow you wherever you go. Millions of **PerksCard** members are saving money at home and at work every day.

Being a PerksCard Vendor

As a vendor, merchant or service provider that honors the **PerksCard**, you're putting your business in an elite group. Other members of this elite group include: **BLOCKBUSTER**, **Loews Movie Theaters**, **Lowe's Home Improvements**, **Avis** and many more nationally recognized businesses. If you would like to offer goods and services to **PerksCard** members, please contact us today.
(800) 72-PERKS, ext. 100.



The **PerksCard** will drive traffic into your place of business. These new, and soon to be repeat customers, are as important to us at **PerksCard** as they are to you. It is important that you honor the **PerksCard** each time it is presented for the discount stated.

Our 3 million members will be looking for the **PerksCard** decal when they shop. Please make sure you display the "**PerksCard Accepted Here**" decal in a visible area (preferably on the door) so that **PerksCard** holders know that you honor the **PerksCard**.

PerksCard members may have one of three different **PerksCards** when they come in. Each one is easily recognized by the PerksCard logo on the front. One is white with red, one is the card you see in this brochure and the other may be a custom co-branded card that has the name of a sponsoring organization on it. Please look to make sure the card says:

perksCardSM

"Your one and only card for savings..."



The PerksCard Started as an employer sponsored savings program for employees for companies with 1,000 or more employees. Perks currently serves over 3 million members saving money with the **PerksCard**. We have over 10,000 vendors with over 100 more being added each week. The vendors range in size from the single storeowner to worldwide chains like **BLOCKBUSTER**, **Avis**, **Ramada**, **Lowe's Home Improvement**, **Men's Wearhouse**, **Carnival Cruise Lines**, **Universal Studios**, and many, many more.

You can now save money when you rent a car from **AVIS**, order movie tickets for **United Artist** or **Loews Theaters**, rent a video from **BLOCKBUSTER** or **Hollywood Video**, have a nice dinner at a local restaurant, national chain or have work done on your car by **AAMCO**. In addition to our national partners, take advantage of the discounts offered by local businesses in your area. You're about to discover just how much you can save when you get into the **PerksCard** habit.

The best thing that someone can offer you is a way to save money. A **PerksCard** membership lets you do just that - save money on the things you buy everyday as well as on special occasions like travel, gifts and entertainment.

How Do I Get a PerksCard or PerksCards?

For myself, family or friends?
For my company/employees?
For my organization or association?
For a fundraiser?
To resell to my members/customers?

The PerksCard is available for all of these uses!

Simply contact **PerksCard** either via our website
www.perkscard.com or by telephone
1(800)72-PERKS, extension 100 to talk
to a representative now!

Hours of Operation: 8:00 AM to 6:00 PM
Monday through Friday EST.

*You're About to Discover
Just How Much You Can
Save When You Get Into
The PerksCard Habit.*

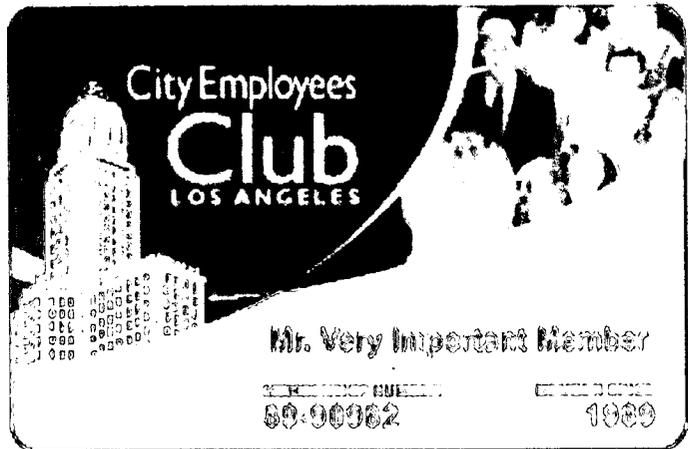
For more information, or to get started saving money,
contact a representative today.

Exhibit 17

Please post this in a visible area for all your employees to see.



Recognizing the LA City Employees Club Card



Attention PerksCard Vendor: With over 14,000 LA City Club Members Throughout Los Angeles it is important that all of your employees recognize this card and honor the agreed upon discount.

With over 3,000,000 PerksCard holders across the country you could have any one of the many PerksCards presented to you for savings!

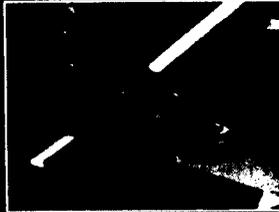


Petitioner's Exhibit 17
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

Exhibit 18

PerksCardSM

Your one and only card for savings...



PerksCardSM

Shopping in Your
Neighborhood Now
Has More Perks!

www.perkscard.com

We GUARANTEE
You'll Love the Savings You
Get With **PerksCardSM**!

Petitioner's Exhibit 18
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006



More than 2 million people are saving every day with PerksCardSM!

WHO WE ARE

Perks Unlimited, Inc., is a national corporation specializing in providing members with a hassle-free program offering discounts at local and national businesses, service providers and professionals.

We began in 1988 and we're still growing, as we continue to build our list of savings providers on both a local and national basis. Today, we are the fastest-growing savings group in the country – over 2 million members strong – and the PerksCardSM puts that tremendous buying power to your advantage.

HOW IT WORKS

Your PerksCard Membership is valid for one year. Significant savings are currently available at more than 9,000 restaurants, retail locations, quality service providers and professionals throughout the country, with more being added daily.

In many cases, to receive a discount, you need only show the Card to the retailer at the time of transaction. A list of national participants is also available, so the savings follow you wherever you go.

As the PerksCard network is constantly growing, a complete list of savings providers nationwide can be found at our Web site: www.perkscard.com

Additionally, if you wish to order goods or services over the phone or online, you need only mention the PerksCard to the participating business or provide a PerksCard code to receive your discount.

There are no coupons to tear out, no calculations to make, no 800 numbers to call and no delays in the transaction.

**START SAVING NOW BY USING
YOUR PERKSCARD TODAY!**

National Partners

3.9 Cent Long Distance

AAMCO

American Greetings

Avis

Barnes&Noble.com

Blockbuster Video

Buy.com

Cooking.com

Days Inn

DisneyStores.com

eToys.com

Florist.com

FragranceNet.com

Harrison Financial and Debt
Elimination Services

Hickory Farms Online

Hollywood Video

KBToys.com

Loews Cineplex

Lowe's Home
Improvement Warehouse

Merry Maids

Mrs. Fields Cookies
Online/Gift Catalogs

National Van Lines

Perks Travel for Less

Ramada Inn

Regal Cinemas

Spencergifts.com

Sprint PCS

Terminix

Travelodge

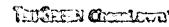
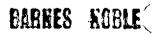
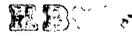
TruGreen Chemlawn

Tropicana Casino and Resort

United Artists Theatres

Vision Works





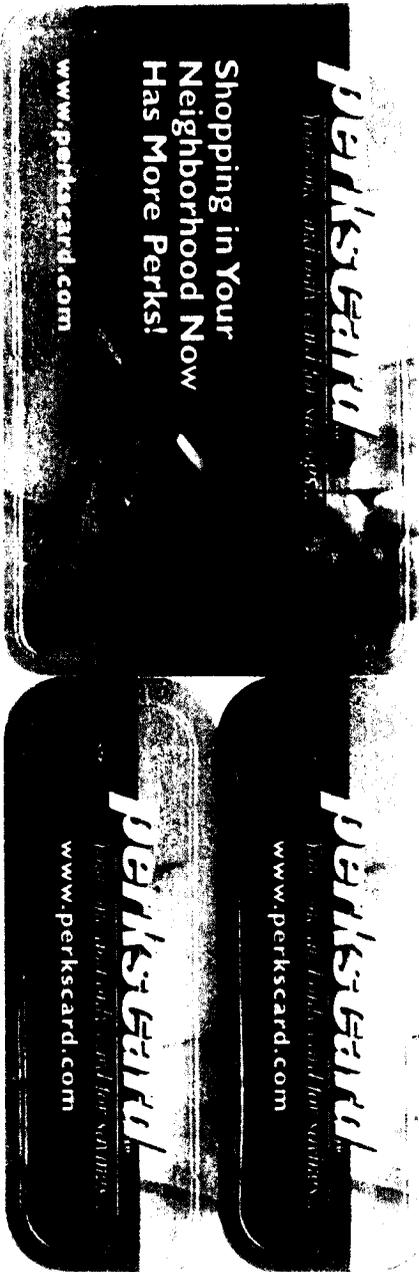
perksCard

Your one and only card for savings...

www.perksCard.com

Customer Service: 1-800-675-4374

Exhibit 19



Take it with you whenever you shop! You can also log on to www.perkscard.com to:

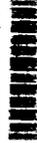
-  local and national vendors, merchants and professionals who honor the PerksCard!
-  discounted theater tickets, hotel rooms and rental cars.
-  coupons and learn about other online member discounts.



PerksCard

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PerksCard

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Visit www.perks.com to find out how to use it. Terms and conditions apply. © 2007 Perks.com. All rights reserved.

Exhibit 20



Long Island Based Company provides discounts to America's Largest Employers

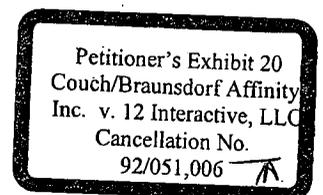
Perks Unlimited Inc is a 15 year old Long Island Based Business that custom designs discount programs for Hospitals, Schools, Large Corporations and Associations Nation wide.

Perks is able to get local businesses that are in the area of a large corporations to offer discounts. This way if you work for a company like America OnLine you can save when you are joining a gym, getting your car fixed or eating out at a local restaurant.

The discounts are communicated between the local vendor and the employees of the major Corporation in a few different ways, the main way being a wallet sized ID card called a Perkscard with the local merchant discount printed right on it, this makes it as easy as possible to save money.

Once you are a Perkscard holder you have access to the many discounts via Perkscard.com whether you are looking to save in the area where you live and work or if you are traveling any where in the US.

For further information regarding the Great service we provide to Major Corporation please contact Chris DiRusso TODAY! at 631-941-4613 x 103



Never Pay Retail Again!

perksCard

Your one and only card for savings.

People first started saving money with the perkscard in 1988.

Our organization has become the nations fastest growing savings group with over 2 million members. And we're still growing as we tirelessly work to build our number of savings providers both locally and nationally. With so many members perkscard has developed tremendous buying power. This buying power is put in your hands in the form of discounts and courtesy services available at businesses we all shop at regularly as well as on special occasions.

The perkscard membership is valid for one year from the date of issue. Significant savings are currently available at over 10,000 restaurants, retailers, services and professionals with more being added daily. Save money with United Artist and loews Theaters, Avis, Blockbuster and Hollywood Video, Mrs. Fields Cookies, AAMCO, Sprint PCS, Hickory Farms, National Van Lines, Ramada Inn, Days Inn and many, many more. Savings are also available regarding all facets of travel and insurance needs as well as financial, Internet and phone services.

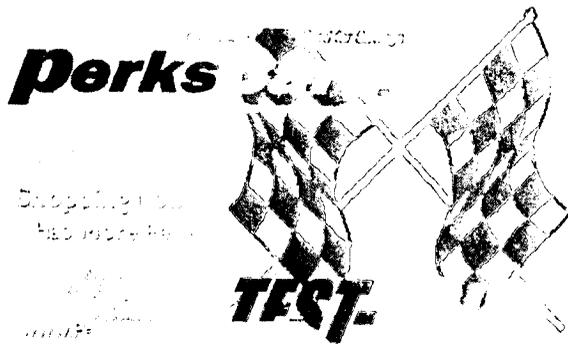
In many cases, to receive a discount, you need only show the perkscard at check out. For online transactions and services that require reservations our web site provides members with the proper codes needed to receive the discount. Remember the savings follow you wherever you go. Just search our Internet database by state, city or zip to find participating partners and bring your perkscard with you. Register Now to begin saving your hard earned money now!

Exhibit 21

Your Greatest Asset is Your People



Petitioner's Exhibit 21
Couch/Braunsdorf Affinity,
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA



Your Card...Your Way...Now!



Your One and Only Card for Savings
Perks *Card*



**Ready...
Set...Go!**

Increase Business Performance

Turn-Key: Virtually No
Administration

Point of Sale Savings

Learn About Your Most Important
Asset: Trend Reports from Your
People

Drive Your Brand across Local
and National Markets

Enhance Your Brand Image

Promote Good Will

Build Loyalty

Daily Reminder that You Really
Care About Your People

Excellent Recruiting Tool

Very Low Cost

Tremendous Return on
Investment

GOOD NEIGHBOR

BRANDING

ITY



GOOD NEIGHBOR

RETENTION

SAVE THOUSANDS

LOYALTY

Your Card...Your Way...Now!

YOUR GREATEST ASSET IS YOUR PEOPLE

CUSTOM BUILT

PerksCard™ Sponsors and Partners have the advantage of offering their people discounted and group rates on a wide variety of items they use everyday. The PerksCard™ has improved business performance by building brand recognition and loyalty while enhancing existing programs since 1988

PerksGroup integrates a network of Local and National vendors offering customized discounts and promotions along with the ability to add key benefit programs. The PerksCard™ allows your organization to have all the tools you need in one easy-to-use platform.

- › Position Your Brand with Your People
- › Retain and Attract Constituents
- › Enhance Your Brand Image
- › Increase Business Performance
- › Turn-Key: Virtually No Administration
- › Learn About Your Most Important Asset: Trend Reports for Your People
- › Build Loyalty
- › Provide Strong Value to Your People

Substantial Growing Revenue Streams

- › Needs Analysis
- › Bidding
- › Review
- › Kickoff

Perks
PerksCard.com

Shopping.com
Has the Perks

Components of the Allstate Corporate
WELLS FARGO SECURITIES GROUP

Your Brand
Here!

DRIVE
YOUR
BRAND



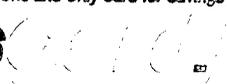
- › Your Look and Feel
- › Co-Branded Program
 - Card
 - Website
 - Collateral
- › Use in Conjunction with:
 - Benefit Programs
 - Promotions
 - Product Launches
 - Association Drives
 - Customer Appreciation
- › Easy to Fit into New and Existing Strategies

701 Martinsville Rd. P.O. Box 888, Liberty Corner, NJ 07938-0888
(877)253-7100 | www.perksgroup.net

Many of these programs
offer payroll deduction
if your association has
access.

- › Group Auto and Home Insurance
- › Group Critical Illness Insurance
- › Group Long Term Care
- › Group Life Insurance
- › Group Disability Insurance
- › Group Legal Plans
- › Computer Purchasing Plans
- › Group Cell Phone Plans
- › RX - Insurance and Discounts
- › Benefit Communications
- › Voluntary Work-Site Benefits
- › Pet Insurance and Discounts
- › Short Term Medical Insurance
- › Dental Insurance and Discounts
- › Vision Insurance and Discounts
- › Banking
- › College Savings Plans
- › Financial Planning

Your One and Only Card for Savings

Perks 

Your One and Only Card for Savings

PerksCard

Your Card... Your Way... Now!

NYACK
www.Nyack.edu
www.PerksCard.com

PerksCard Nyack Perks

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Your One and Only Card for Savings

Partner Perks
www.PerksCard.com

STARBUCKS
COFFEE

Card Code: Let's01

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Shopping Now Has More Perks!
www.PerksCard.com

Couch
COUCH
BRAUNSDORF

1-877-253-7100

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Shopping Now Has More Perks!

the **mgis** companies
www.mgis.com

"We are the Healthcare Insurance Specialists"

UFCW Local 227
"It Pays To Belong"

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www.PerksCard.com

PSTA Perks

PSTA

PerksCard PerksCard.com

New York State State Thruway Authority

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Call New Jersey Skylands
Claims Dept
1-866-278-7693

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RITE AID

Military Perks

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RAY CATENA The Legend in Leathers
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YORK

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DISCOUNT CARD

Perks

1-877-253-7100 www.PerksCard.com

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JACKSON HEWITT
TAX SERVICE

Get more in return!

1-800-234-1040
www.jhclaw.com

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THIS WEEK ENDS 2011

Perks

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PerksCard
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The Commonwealth of Virginia

www.PerksCard.com

701 Martinsville Rd. P.O. Box 888, Liberty Corner, NJ 07938-0888
(877)253-7100 | www.perksgroup.net

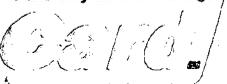
Your One and Only Card for Savings
perks *Card*

Exhibit 22

Your Greatest Asset is Your People

Your Card...Your Way...Now!

Petitioner's Exhibit 22
Couch/Braunsdorf Affinity,
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 

Your One and Only Card for Savings
perks 

What Is A PerksCardSM?

PerksCardSM Sponsors and Partners have the advantage of offering their people discounted and group rates on a wide variety of items they use everyday. The PerksCardSM has improved business performance by building brand recognition and loyalty while enhancing existing programs since 1988.

Ready...See first hand how a PerksCardSM program works.

Set...You're all set! With your "Test-Drive" account, you can log in and take it for a spin!

Go!...Go to the back of the "Test-Drive" PerksCardSM to find your "id" and "password" Now start saving!

Go to the PerksCardSM link and save every minute!
There are several ways to use this PerksCardSM to find out how to attach your Card. ****Not all discounts are available "TEST-DRIVE"**

- 1) Log on to perkscard.com
- 2) Scan the Card/Each Card on the back of your card and click to Register
- 3) Complete the registration form and click Register - You will immediately be signed in and will be able to start searching.
- 4) Upon your return to perkscard.com, simply enter your Email and Password.

Check in often to maximize your savings!
Customer Service Number: (877) 253-7160

PerksCardSM is a registered trademark of PerksCardSM



- Your Look and Feel
- Co-Branded Program
 - Card
 - Website
 - Collateral
- Good Neighbor Image
- Position Your Brand with Your People
- Use in Conjunction with:
 - Benefit Programs
 - Promotions
 - Product Launches
 - Association Drives
 - Customer Appreciation
- Easy to Fit into New and Existing Strategies
- Retain and Attract People
- Can be Used For Fundraising

Your Card...Your Way...Now!

Savings Analysis: The money an average Family can save is about
\$2,700 Annually with a PerksCardSM

Dining: Dinner for four (12 Meals), Lunch (25 Meals), Breakfast (25 Meals)	Total Savings = \$350.00
Vacation: Theme Park Tickets, Hotels, Car Rentals	Total Savings = \$500.00
Home Improvements: Extermination, Furniture, Carpet, Flooring	Total Savings = \$310.00
Health & Wellness: Gym, Chiropractor, Massage Therapy, Vitamins	Total Savings = \$200.00
Entertainment: Video Rentals, Movie Tickets, Golf	Total Savings = \$180.00
Home & Living: Internet, Flowers, Home Security, Landscaping	Total Savings = \$160.00
Automotive: Repairs, Purchases, Oil Change, Airport Shuttle, Stereo	Total Savings = \$440.00
Clothes & Footwear: Suits (2), Shoes (3 Pairs), Dry Cleaning (24 Visits)	Total Savings = \$200.00
Insurance: Auto/Home Insurance, Life Insurance	Total Savings = \$360.00

TOTAL SAVINGS =

\$2700.00*

- › Increase Business Performance
- › Turn-Key: Virtually No Administration
- › Point of Sale Savings
- › Learn About Your Most Important Asset: Trend Reports from Your People
- › Drive Your Brand across Local and National Markets
- › Enhance Your Brand Image
- › Promote Good Will
- › Build Loyalty
- › Daily Reminder that You Really Care About Your People
- › Excellent Recruiting Tool
- › Very Low Cost
- › Tremendous Return on Investment

701 Martinsville Rd. P.O. Box 888, Liberty Corner, NJ 07938-0888
(877)253-7100 | www.perksgroup.net

Your One and Only Card for Savings

perks



YOUR GREATEST ASSET IS YOUR PEOPLE

CUSTOM BUILT

AROUND YOUR ASSOCIATION

PerksCardSM Sponsors and Partners have the advantage of offering their people discounted and group rates on a wide variety of items they use everyday. The PerksCardSM has improved business performance by building brand recognition and loyalty while enhancing existing programs since 1988.

PerksGroup integrates a network of Local and National vendors offering customized discounts and promotions along with the ability to add key benefit programs. The PerksCardSM allows your organization to have all the tools you need in one easy-to-use platform.

- Position Your Brand with Your People
- Retain and Attract Constituents
- Enhance Your Brand Image
- Increase Business Performance
- Turn-Key: Virtually No Administration
- Learn About Your Most Important Asset:
Trend Reports for Your People
- Build Loyalty
- Provide Strong Value to Your People

Substantial Growing Revenue Streams

- Needs Analysis
- Bidding
- Review
- Kickoff



DRIVE
YOUR
BRAND



- Your Look and Feel
- Co-Branded Program
 - Card
 - Website
 - Collateral
- Use in Conjunction with:
 - Benefit Programs
 - Promotions
 - Product Launches
 - Association Drives
 - Customer Appreciation
- Easy to Fit into New and Existing Strategies

701 Martinsville Rd. P.O. Box 888, Liberty Corner, NJ 07938-0888
(877)253-7100 | www.perksgroup.net

Many of these programs
offer payroll deduction
if your association has
access.

- › Group Auto and Home Insurance
- › Group Critical Illness Insurance
- › Group Long Term Care
- › Group Life Insurance
- › Group Disability Insurance
- › Group Legal Plans
- › Computer Purchasing Plans
- › Group Cell Phone Plans
- › RX - Insurance and Discounts

- › Benefit Communications
- › Voluntary Work-Site Benefits
- › Pet Insurance and Discounts
- › Short Term Medical Insurance
- › Dental Insurance and Discounts
- › Vision Insurance and Discounts
- › Banking
- › College Savings Plans
- › Financial Planning

Your One and Only Card for Savings
Perks *Card*

Exhibit 23



1-800-234-1040

www.jacksonhewitt.com

perksCard

Petitioner's Exhibit 23
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 *TA*

What is a Jackson Hewitt® PerksCard?

The best thing that one can offer to another person is a way to save money. A Jackson Hewitt® PerksCard membership lets you do just that—save on many of your everyday purchases! Whether you are going out to eat, getting your car washed, or going on vacation, there is a way for you to save money with the Jackson Hewitt PerksCard.

How it Works

- 1) Log onto perkscard.com
- 2) Enter card code JHIT7 and click register.
- 3) Complete the registration form and click register—you will automatically be signed in and will be able to start searching.
- 4) Upon your return to perkscard.com enter your username (email) and password. Check in often to maximize your savings!
- 5) If you do not have internet access, please call 1-877-253-7100.

Here's how you can obtain your discounts:

 In Store Show your PerksCard at these vendor's locations and save!	 Printable Coupon Print a coupon on your computer's printer, then bring it to the vendor's store and save!	 Online Purchase online for immediate discounts! These discounts are NOT available in stores.	 Gift Card Buy a gift card online and bring it to the vendor's store to save!
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DETACH AND CARRY THIS CARD!



PerksCard

Registration Required!
To begin using please follow instructions on the back of your PerksCard

1-800-234-1040

If you would like to add your favorite restaurant, professional service or local retailer to the PerksCard Program, please call 1-877-253-7100. We will gladly contact them to see if they would like to offer discounts to PerksCard members, too!

*Thank you for your loyalty to Jackson Hewitt Tax Service .
As a token of our appreciation, we are pleased to present
you with a free PerksCard membership that will provide
you with discounts and special savings on many of the
things you buy everyday.*

*Best regards,
Jackson Hewitt Tax Service*

SAVE MONEY!!

Here is your chance to help your employees and clients save money.

With the Jackson Hewitt PerksCard, everyone gets the opportunity to save on the things they buy and use everyday.

Discounts are offered in several different ways:
Online, Gift Card Purchases, In-store or with a Printable Coupon

Anyone, anywhere can use the Jackson Hewitt PerksCard:
Throughout the U.S., there are thousands of local businesses that offer discounts

Use it daily, weekly and monthly for:
Breakfast, lunch and dinner, dry cleaning, banking, car wash, hair/nail salon, day spa, pet groomer, shoe store, video rental, movie tickets, flowers, health food store, or the local fitness center and other frequently used businesses

Find occasionally used businesses:
Contractor, limousine, towing company, auto body shop, appliance store, gift baskets, party supplies, fence contractor, furniture store and other businesses you may only use a few times a year

Sample Savings:

<i>LOCAL DINING</i>	<i>WITHOUT PerksCard</i>	<i>WITH PerksCard</i>	<i>Savings</i>
4 Breakfast Meals for 5 days	\$200.00	\$160.00	\$40.00
Fast Food: 4 Lunches for 5 days	\$100.00	\$80.00	\$20.00
Restaurant: 4 Dinners for 5 days	\$500.00	\$400.00	\$100.00

Cost:

\$4.00 Per Card

Remember, you can order cards for your employees, clients, friends and family.

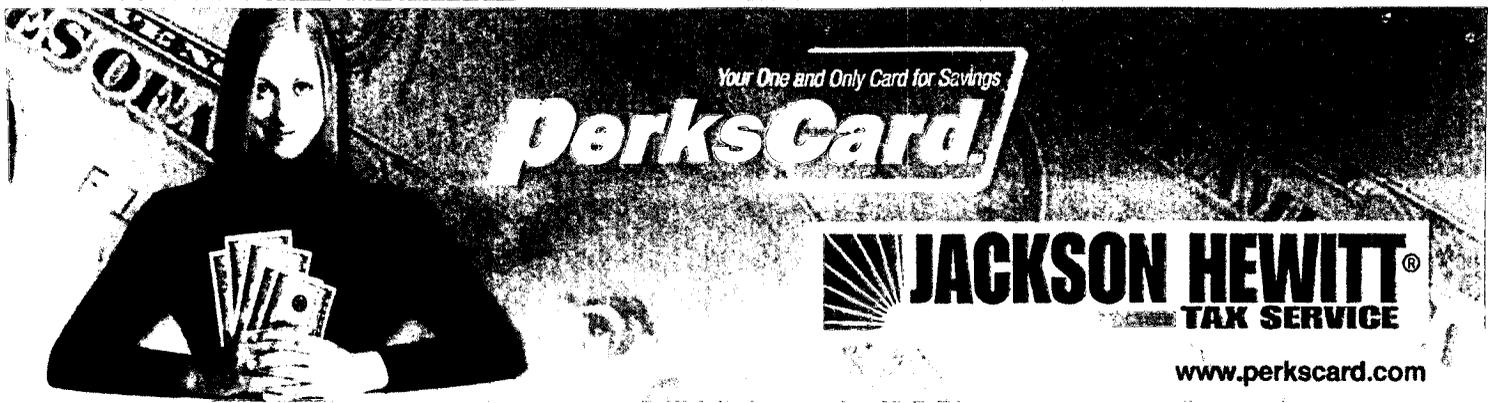
Contact:

**David Donza by phone at 973-630-0736 or
Email your request to David.Donza@JTax.com**



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PerksCard and the PerksCard logo are either trademarks or registered trademarks of PerksGroup.



buy.com



Dear Valued Jackson Hewitt[®] Customer:

Thank you for letting Jackson Hewitt Tax Service[®] prepare your taxes in 2004. We look forward to working with you again this year and helping you with all your tax preparation needs.

A FREE gift for you compliments of Jackson Hewitt!

As one of our preferred customers, we are pleased to give you a **FREE** membership in **PerksCardSM**, an exclusive benefits program that will help you save time and money! This includes **\$15.00 SAVINGS** on tax preparation at Jackson Hewitt. Just bring in your **PerksCardSM** and show your preparer the coupon code printed on the back.

Save on everyday purchases!

With the PerksCard, the savings follow you wherever you go. You'll enjoy discounts on movie tickets and rentals, healthcare items, toys, car repairs and even save at some of your favorite restaurants! PLUS, you will save on all of your special-occasion purchases including gifts, travel and entertainment! It's Jackson Hewitt's way of thanking you for your business.

Thousands of local and national retailers!

Your PerksCard membership is accepted at thousands of local businesses and at national retailers like *Reebok Outlets, KBoys.com, Buy.com, 1800flowers.com, Men's Wearhouse, Planet Hollywood, American Greetings, AAMCO*, and many more!

So join the more than 3 million members who are already saving with their PerksCard memberships! For a complete list of participating companies in your area, visit www.perkscard.com and search by zip code or call 1-800-727-3757 ext. 195 to request a printed directory specifically for your area.

Register your PerksCard today!

Log on to www.perkscard.com to preview special promotions and download printer-friendly coupons that entitle you to even **more** great discounts and exclusive offers for PerksCard members. Save time by reserving hotel rooms, rental cars, theater tickets and more from the comfort of your own home. This **FREE** PerksCard membership is just another way you Get More in Return from Jackson Hewitt Tax Service!

To take advantage of this exciting membership program, activate your PerksCard and start saving today! See reverse side for registration and card activation instructions.

Sincerely,

Peter Tahinos
SVP Marketing
Jackson Hewitt Tax Service



Activate your PerksCardSM Membership Today!

Register at www.perkscard.com to take advantage of all the benefits of the Jackson Hewitt Tax Service[®] PerksCardSM Program!

Click the "New Member Registration" link on the homepage.

Input the Card Code printed on the back of your Jackson Hewitt Tax Service[®] PerksCardSM.

Click "Submit."

Complete the registration form and start saving with your PerksCardSM.

PerksCard will email you a confirmation containing your username and password from this email and return to you.

If you do not have Internet access, you can register by calling (800) 727-3757 ext. 195.

Your **FREE** PerksCard membership is valid through 12/31/01. For more information, contact a PerksCard representative, please call (877) 253-7272 from 9 a.m. to 6:00 p.m. Eastern Standard Time.

Remember to use your \$15.00 discount when you shop this year. To find an office near you, call (800) 253-7272.

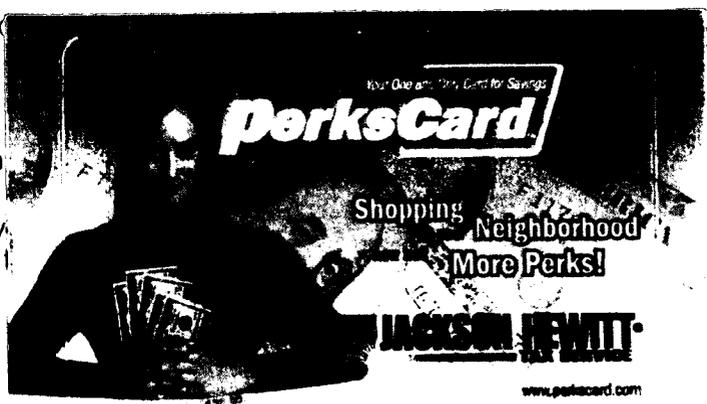


Exhibit 24

BEKINS®

Excellence In Moving

Bekins Van Lines, LLC
www.bekins.com

perksCard

Petitioner's Exhibit 24
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 172

What is a Bekins Van Lines PerksCard?

Bekins offers you a PerksCard as a thank you for booking your move with us. Using your PerksCard will help you save money on many products and services you use everyday. Whether you're going out to dinner, booking a vacation, or just getting your car washed, Bekins PerksCard will save you money.

How it works

1. Log onto perkscard.com
- 2- Enter card code BEKIN6 and click register
- 3- Complete the registration form and click register- You will automatically be signed in and will be able to start searching
- 4- Upon your return to perkscard.com enter your username (email) and password. Check in often to maximize your savings!

Here's how you can obtain your discounts:



In Store

Show your PerksCard at these vendor's locations and save!



Printable Coupon

Print a coupon on your computer's printer, then bring it to the vendor's store and save!



Online

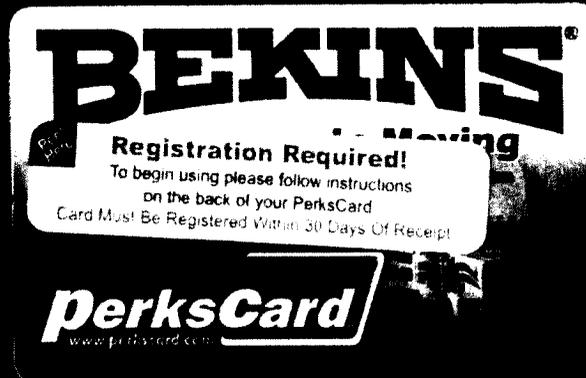
Purchase online for immediate discounts! These discounts are NOT available in stores.



Gift Card

Buy a gift card online and bring it to the vendor's store to save!

DETACH AND CARRY THIS CARD!



To recommend your favorite restaurant, professional service, or local retailer please call 877-253-7100. We're happy to serve you!



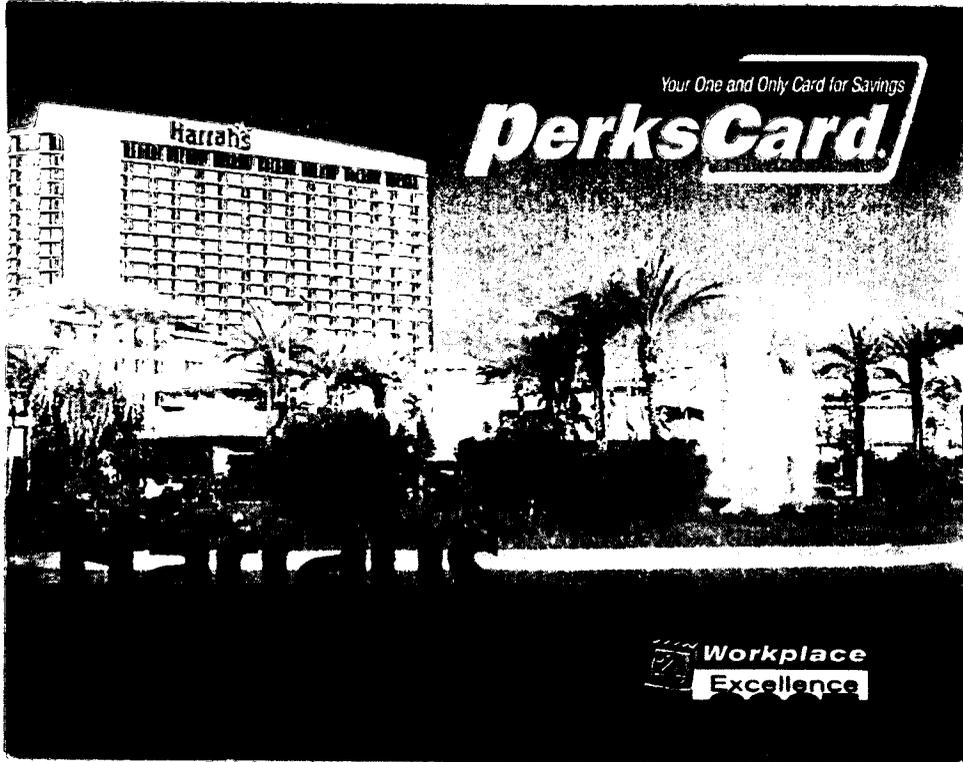
Thank you for choosing Bekins to assist you with your relocation needs. Bekins has moved generations of families for over 100 years, and we are pleased that you have put your trust in us for your upcoming move. We appreciate your business and Bekins will be there to help you through every step of the relocation process.

We hope you enjoy all of the advantages that the Bekins PerksCard has to offer, and that in some small way, it enhances your overall relocation experience. Thank you again for your business, and we hope that you will think of Bekins for your future relocation needs.

Best Regards,

Jack Griffin
Sr. Vice President of Business Development
Bekins Van Lines, LLC

Exhibit 25



Petitioner's Exhibit 25
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

2007 WORKPLACE EXCELLENCE

Harrah's Rincon Casino and Resort was honored to win the 2007 Workplace Excellence award for large employers in San Diego County presented by the San Diego Society of Human Resources Management (SD SHRM). Harrah's Rincon was recognized for its innovative approaches in recruitment, hiring, employee engagement, and communications.

Harrah's Rincon success stems from its culture that prides itself on continually finding new approaches to create work/life balance, open communications, innovative work practices, and having fun at work. These approaches include exceptional training and career development opportunities, a top notch broad based benefits plan, quarterly performance bonuses, innovative communication tools, extensive recognition programs and fun employee events. It is this culture that attracts and retains great employees.

In 2008, as we continue to find ways to enhance our work environment, we want to give you another great benefit that will save you time and money. Our hope is that you and your family will use this benefit throughout the year.

Exhibit 26

7258004



THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

**UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office**

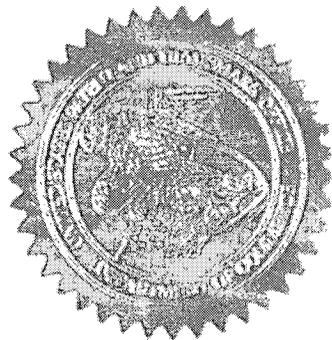
September 14, 2010

THE ATTACHED U.S. TRADEMARK REGISTRATION 1,786,961 IS CERTIFIED TO BE A TRUE COPY WHICH IS IN FULL FORCE AND EFFECT WITH NOTATIONS OF ALL STATUTORY ACTIONS TAKEN THEREON AS DISCLOSED BY THE RECORDS OF THE UNITED STATES PATENT AND TRADEMARK OFFICE.

REGISTERED FOR A TERM OF 10 YEARS FROM August 10, 1993
1st RENEWAL FOR A TERM OF 10 YEARS FROM August 10, 2003
SECTION 8 & 15

SAID RECORDS SHOW TITLE TO BE IN:
COUCH/BRAUNSDORF AFFINITY, INC.
A NEW JERSEY CORPORATION

By Authority of the
Under Secretary of Commerce for Intellectual Property
and Director of the United States Patent and Trademark Office



M. Tarver
M. TARVER
Certifying Officer

Petitioner's Exhibit 26
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

Int. Cl.: 35

Prior U.S. Cl.: 101

United States Patent and Trademark Office **Reg. No. 1,786,961**
Registered Aug. 10, 1993

**SERVICE MARK
PRINCIPAL REGISTER**

PERKS

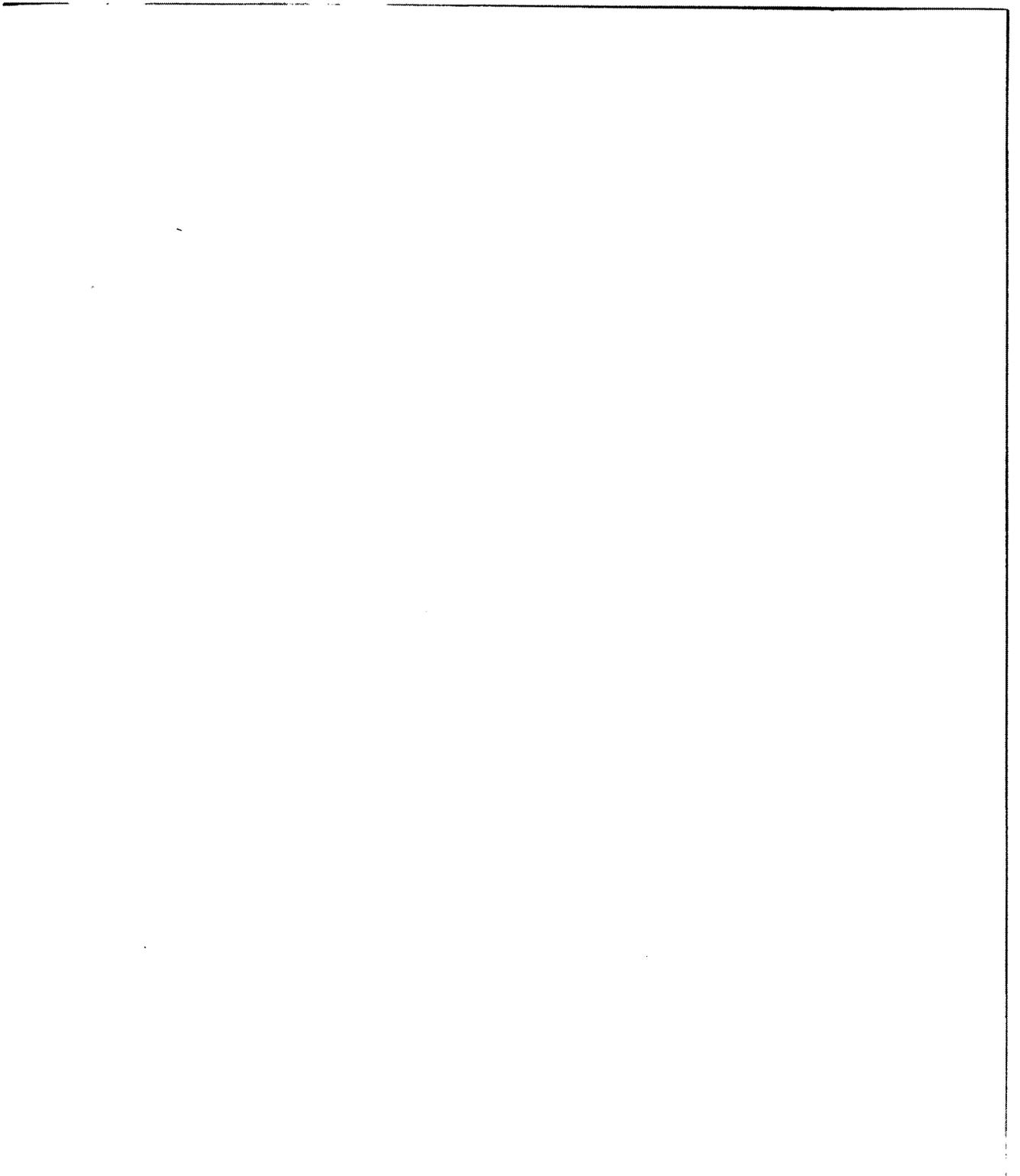
PERKS UNLIMITED, INC. (NEW YORK COR-
PORATION)
153 MAIN STREET
SAYVILLE, NY 11782

FIRST USE 3-24-1988; IN COMMERCE
3-24-1988.

FOR: PROVIDING VOLUME DISCOUNT
BUYING SERVICES TO OTHERS, IN CLASS 35
(U.S. CL. 101).

SER. NO. 74-116,046, FILED 11-16-1990.

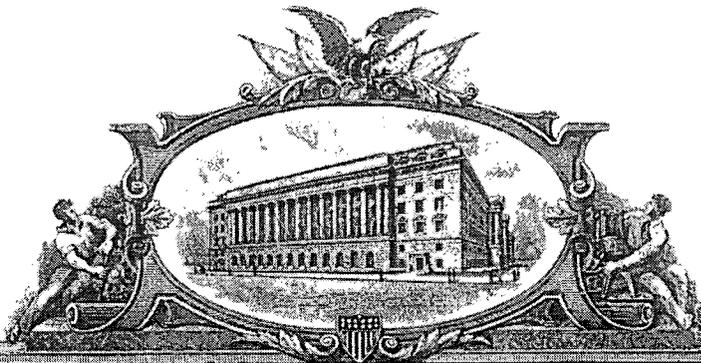
G. MAYERSCHOFF, EXAMINING ATTORNEY



PTO-1683
(Rev. 7-96)

Exhibit 27

7258004



THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

September 14, 2010

THE ATTACHED U.S. TRADEMARK REGISTRATION 3,210,654 IS
CERTIFIED TO BE A TRUE COPY OF THE REGISTRATION ISSUED BY
THE UNITED STATES PATENT AND TRADEMARK OFFICE WHICH
REGISTRATION IS IN FULL FORCE AND EFFECT.

REGISTERED FOR A TERM OF 10 YEARS FROM *February 20, 2007*
SAID RECORDS SHOW TITLE TO BE IN: *Registrant*

By Authority of the
Under Secretary of Commerce for Intellectual Property
and Director of the United States Patent and Trademark Office

M. TARVER
Certifying Officer



Petitioner's Exhibit 27
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA

Int. Cl.: 35

Prior U.S. Cls.: 100, 101 and 102

United States Patent and Trademark Office

Reg. No. 3,210,654

Registered Feb. 20, 2007

SERVICE MARK
PRINCIPAL REGISTER

Perks

COUCH BRAUNSDORF/AFFINITY, INC. (NEW
JERSEY CORPORATION)
701 MARTINSVILLE ROAD
LIBERTY CORNER, NJ 07938

FOR: BUYING SERVICES, NAMELY, PROVID-
ING VOLUME DISCOUNTS FOR CONSUMER PRO-
DUCTS AND SERVICES VIA A MAGNETICALLY
ENCODED CARD, IN CLASS 35 (U.S. CLS. 100, 101
AND 102).

FIRST USE 3-24-1988; IN COMMERCE 3-24-1988.

THE MARK CONSISTS OF STANDARD CHAR-
ACTERS WITHOUT CLAIM TO ANY PARTICULAR
FONT, STYLE, SIZE, OR COLOR.

OWNER OF U.S. REG. NOS. 1,786,961, 2,580,914,
AND 3,045,459.

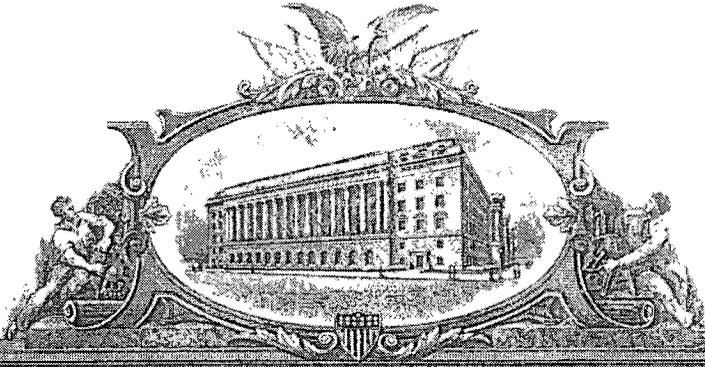
SER. NO. 78-737,799, FILED 10-21-2005.

ESTHER A. BORSUK, EXAMINING ATTORNEY

.....

Exhibit 28

7256904



THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

UNITED STATES DEPARTMENT OF COMMERCE

United States Patent and Trademark Office

September 14, 2010

THE ATTACHED U.S. TRADEMARK REGISTRATION 2,580,914 IS CERTIFIED TO BE A TRUE COPY WHICH IS IN FULL FORCE AND EFFECT WITH NOTATIONS OF ALL STATUTORY ACTIONS TAKEN THEREON AS DISCLOSED BY THE RECORDS OF THE UNITED STATES PATENT AND TRADEMARK OFFICE.

REGISTERED FOR A TERM OF 10 YEARS FROM *June 18, 2002*

SECTION 8 & 15

SAID RECORDS SHOW TITLE TO BE IN:

COUCH/BRAUNSDORF AFFINITY, INC.

A NEW JERSEY CORPORATION

By Authority of the
Under Secretary of Commerce for Intellectual Property
and Director of the United States Patent and Trademark Office

M. TARVER
Certifying Officer



Petitioner's Exhibit 28
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TR

Int. Cl.: 35

Prior U.S. Cls.: 100, 101 and 102

United States Patent and Trademark Office

Reg. No. 2,580,914

Registered June 18, 2002

**SERVICE MARK
PRINCIPAL REGISTER**

PERKSCARD

PERKS UNLIMITED, INC. (NEW YORK COR-
PORATION)
565 ROUTE 25A
MILLER PLACE, NY 117642600

FIRST USE 5-0-1997; IN COMMERCE 5-0-1997.

OWNER OF U.S. REG. NO. 1,786,961.

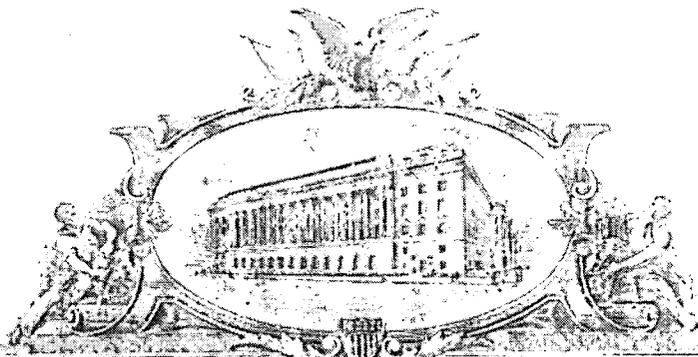
FOR: BUYING SERVICES, NAMELY, PROVID-
ING VOLUME DISCOUNTS FOR CONSUMER PRO-
DUCTS AND SERVICES, IN CLASS 35 (U.S. CLS. 100,
101 AND 102).

SER. NO. 76-051,909, FILED 5-17-2000.

NICHOLAS ALTREE, EXAMINING ATTORNEY

PTO-1683
(Rev. 7-96)

Exhibit 29



THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

**UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office**

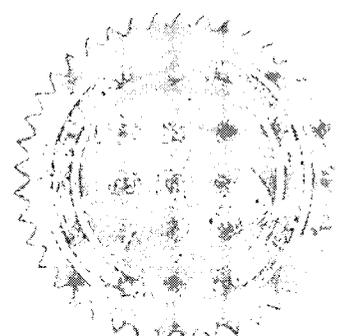
September 14, 2010

THE ATTACHED U.S. TRADEMARK REGISTRATION 3,156,685 IS
CERTIFIED TO BE A TRUE COPY OF THE REGISTRATION ISSUED BY
THE UNITED STATES PATENT AND TRADEMARK OFFICE WHICH
REGISTRATION IS IN FULL FORCE AND EFFECT.

REGISTERED FOR A TERM OF 10 YEARS FROM *October 17, 2006*
SAID RECORDS SHOW TITLE TO BE IN: *Registrant*

By Authority of the
Under Secretary of Commerce for Intellectual Property
and Director of the United States Patent and Trademark Office

M. TARVER
Certifying Officer



Petitioner's Exhibit 29
Couch Braunsdorf Affinity
Inc v 12 Interactive, LLC
Cancellation No
92 051,006 7A

Int. Cl.: 35

Prior U.S. Cls.: 100, 101 and 102

United States Patent and Trademark Office

Reg. No. 3,156,685

Registered Oct. 17, 2006

SERVICE MARK
PRINCIPAL REGISTER

PerksCard

COUCH/BRAUNSDORF AFFINITY, INC. (NEW
JERSEY CORPORATION)
701 MARTINSVILLE ROAD
LIBERTY CORNER, NJ 07938

THE MARK CONSISTS OF STANDARD CHAR-
ACTERS WITHOUT CLAIM TO ANY PARTICULAR
FONT, STYLE, SIZE, OR COLOR.

FOR: BUYING SERVICES, NAMELY, PROVID-
ING VOLUME DISCOUNTS FOR CONSUMER PRO-
DUCTS AND SERVICES, IN CLASS 35 (U.S. CLS. 100,
101 AND 102).

SER. NO. 78-606,012, FILED 4-11-2005.

FIRST USE 1-5-1997; IN COMMERCE 1-5-1997.

HOWARD SMIGA, EXAMINING ATTORNEY

Exhibit 30

Chris DiRusso

From: PerksCard [mailto:mail@perkscard.com]
Sent: Friday, August 27, 2010 3:46 PM
To: Chris DiRusso
Subject: Perks of the Month - National and Local

Petitioner's Exhibit 30
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 TA



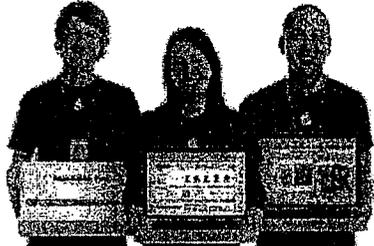
Home About Contact FAQ New CardHolder

Perks of the Month - Both National and Local Discounts!



Get Discount

Click the link above to find great savings, clearance items and get fast, free shipping on your Apple order through perkscard.com



Apple signs and accessories and the Mac mini and iMac computers line up alongside the new iPhone and iPod touch.

39DOLLAR GLASSES.com

Save up to 70%

[Learn More](#)



Expedia

Shop Expedia through PerksCard for Great Destinations.

[Learn More](#)

ASPCA

Save up to 80% on your vet bill.

[Learn More](#)

Find Featured discounts in your area:

Our local discount network is vast. Check in your local area or when you are traveling for category specific discounts. Login at PerksCard.com to search for additional discounts by category, zip code and more.

Food & Dining

Mark Joseph Steakhouse \$10 for \$25
261 Water Street
New York, NY, 10038

Kachi Deli Café \$10 for \$25
1001 Wilshire Blvd.
Los Angeles, CA, 90017

Health

Juut Salon Spa 10% Off
555 Nicollet Mallh
Mobile, AL, 36609

Home and Living

American Self-Storage 15% off
3322 Hudson Avenue
Union City, NJ 07087

Chappells Pest Solutions 10% OFF
Every 5th oil change is free.
610 Southwest Broadway
Portland, OR 97205

Professional Services

Eve Events 25% off all invitations & greeting cards
2112 Broadway Street NE, Studio 175
Minneapolis, MN 55413

Need Help? Have feedback? Contact Us

This email was sent by: **PerksCard**
2561 Territorial Rd Saint Paul, MN, 55114,

To take advantage of the offers PerksCard offers you must be a registered PerksCard card holder.
You may register your PerksCard at www.PerksCard.com
Update your communications profile [here](#).

Exhibit 31

**THIS EXHIBIT IS CONFIDENTIAL AND
HAS BEEN FILED UNDER SEAL PURSUANT TO
PROTECTIVE ORDER**

Exhibit 32

Int. Cl.: 35

Prior U.S. Cls.: 100, 101 and 102

United States Patent and Trademark Office

Reg. No. 3,355,480

Registered Dec. 18, 2007.

**SERVICE MARK
PRINCIPAL REGISTER**

PERKSPOT

12 INTERACTIVE, LLC (ILLINOIS LTD LIAB CO)
SUITE 144
3501 N. SOUTHPORT AVENUE
CHICAGO, IL 60657

FOR: ADMINISTRATION OF A PROGRAM FOR
ENABLING PARTICIPANTS TO OBTAIN DIS-
COUNTS FROM RETAILERS AND SERVICE PRO-
VIDERS, IN CLASS 35 (U.S. CLS. 100, 101 AND 102).

FIRST USE 8-0-2006; IN COMMERCE 8-0-2006.

THE MARK CONSISTS OF STANDARD CHAR-
ACTERS WITHOUT CLAIM TO ANY PARTICULAR
FONT, STYLE, SIZE, OR COLOR.

SER. NO. 77-142,966, FILED 3-28-2007.

RENEE SERVANCE, EXAMINING ATTORNEY

Petitioner's Exhibit 32
Couch/Braunsdorf Affinity
Inc. v. 12 Interactive, LLC
Cancellation No.
92/051,006 *TR*

Exhibit 33

**THIS EXHIBIT IS CONFIDENTIAL AND
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PROTECTIVE ORDER**

Exhibit 34

**THIS EXHIBIT IS CONFIDENTIAL AND
HAS BEEN FILED UNDER SEAL PURSUANT TO
PROTECTIVE ORDER**

Exhibit 35

**THIS EXHIBIT IS CONFIDENTIAL AND
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PROTECTIVE ORDER**

Exhibit 36

Exhibit 37

Categories

- Automotive
- Banking
- Beauty & Wellness
- Business & Office
- Clothing & Accessories
- Computers & Electronics
- Dining & Food
- Education & Certs
- Entertainment
- Financial Services
- Flowers & Gifts
- Gift Cards
- Health Professionals
- Home & Living
- Insurance
- Moving & Storage
- Pets
- Professional Services
- Recreation
- Rx Discount Pharmacy Card
- Sports
- Travel

Quick Links

Costco Wholesale
 Join or Renew your
 Costco Membership and
 receive 10% off on all
 more than 500, including
 FREE travel

FromYouFlowers.com
 10% Savings at
 FromYouFlowers.com

AC Lens
 Members and members only
 receive 10% on contact
 lenses at AC Lens.com

WorryfreeMiles.com
 Save on Car, Auto
 Rental, and More at
 WorryfreeMiles.com

Welcome

WELCOME TO THE ASPTEA PERKSCARD PROGRAM!

Please click on your local "Featured Merchants" located to the right.

Use your PerksCard to save money on things you buy and use every day. Find discounts on coffee, car cleaning, home improvement needs, dining and entertainment as well as travel and hundreds of other businesses.

Here's how you can obtain your discounts:

- **In Store** - Show our PerksCard at these local merchants' locations. Click on any of the Featured Merchants' located to the right to view your Program's participating merchants' current services and special offers.
- **Printable Coupon** - Print a coupon on your computer's printer and bring it to these merchants' locations.
- **Online or by 800#** - Purchase your goods on 800 # for immediate discounts. These discounts are not available in stores.
- **Gift Cards** - Buy a gift card online and bring it to these merchants' locations.

We encourage you to log-in frequently to maximize your savings!

ENJOY!

Featured Merchants



E1 Race Factory

**National Geographic
 Visitor Center
 Grand Canyon - MAX
 Theater**

**Out of Africa Wildlife
 Park**



**Asaya Mexican Kitchen
 and Tequila Lounge**

Rite Cakes

Finex Audio/Video LLC

Arizona Cold Air

Celebrity Theatre

Mister Sparky



Categories

- Automotive
- Banking
- Beauty & Wellness
- Business & Office
- Clothing & Accessories
- Computers & Electronics
- Dining & Drinks
- Education & Certs
- Entertainment
- Financial Services
- Flowers & Gifts
- Gift Cards
- Health Professionals
- Home & Garden
- Insurance
- Moving & Storage
- Pets
- Professional Services
- Recreation
- Rx Discount Pharmacy Card
- Sports
- Travel

In 1999 PerksCard® began as an employer sponsored savings program for companies with more than 1,000 employees. The company is best known for its co-branded affliat cards. The PerksCard® provides a way for members to save on things they do and need everyday, including gym memberships, movie tickets, mini vacations, dining opportunities and many more.

Since inception, the PerksCard® concept has been implemented in over 1000 major corporations, colleges, alumni associations and other affliat groups throughout the United States.

Currently, there are millions of cardholders who benefit from the savings that the PerksCard® offers. These members can access discounts from a growing base of thousands of local and national merchants. [Click here](#) to get your organization, association, or employer involved.

Quick Links

Costco Members
 JOIN or REJOIN your Costco membership and receive savings on all purchases. Free 10% discount on all purchases.

FromYourFlowers.com
 Save up to 10% on all purchases at FromYourFlowers.com

AC Lens
 PerksCard members save up to 10% on contact lenses at ac.lens.com

WorryFreeMiles.com
 Save up to 10% on all purchases at WorryFreeMiles.com

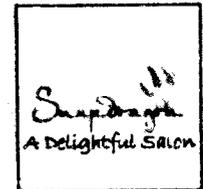
Featured Merchants



F1 Race Factory

**National Geographic
 Explorer Center
 Grand Canyon - MAX
 Theater**

**Out of Africa Wildlife
 Park**



**Acacia Mexican Kitchen
 and Tequila Lounge**

Rita Caseros

Empire Audio/Video LLC

Arizona Cold Air

Celebrity Theatre

Mister Sparty



Categories

- Automotive
- Banking
- Beauty & Wellness
- Business & Office
- Clothing & Accessories
- Computers & Electronics
- Dining & Food
- Education & Child
- Entertainment
- Financial Services
- Flowers & Gifts
- Gift Cards
- Health Professionals
- Home & Living
- Insurance
- Moving & Storage
- Pets
- Professional Services
- Recreation
- Rx Discount Pharmacy Card
- Sports
- Travel

Quick Links

Coconut Whiskies
 JOIN our LISTING and start
 collecting COUPONS and
 receive COUPONS that will
 save you 10% on all orders!
FREE SHIP!

From Your Flowers.com
 20% Discount on all orders at
 FromYourFlowers.com

AC Lens
 PerksCard members save
 an extra 10% on contact
 lens at AC Lens.com

WorryFreeMiles.com
 Save on Gas, Airfare and
 Hotels! YOU decide!

Search for

City and State or Zip Code

Radius

Type

Category

Featured Merchants



E1 Race Factory

**National Endoscopic
 Center
 Grand Canyon - MAX
 Theater**

**Out of Africa Wildlife
 Park**



**Asian Mexican Kitchen
 and Tequila Lovers**

Rita's Cappuccino

Fines Antiques LLC

Arizona Cold Air

Celebrity Theatre

Mister Softee



Categories

- Automotive
- Banking
- Beauty & Wellness
- Business & Office
- Clothing & Accessories
- Computers & Electronics
- Dining & Food
- Education & Certs
- Entertainment
- Financial Services
- Flowers & Gifts
- Gift Cards
- Health Professionals
- Home & Living
- Insurance
- Moving & Storage
- Pets
- Professional Services
- Recreation
- Rx Discount Pharmacy Card
- Sports
- Travel

Quick Links

Costco Wholesale
 Join or Renew your Costco membership and receive savings with more than 100,000 items FREE! [Learn More](#)

FromYeeFlowers.com
 All 150+ varieties of Christmas flowers [Learn More](#)

AC Lens
 PerksCard members save on the latest contact lens at AC Lens.com! [Learn More](#)

Worry-freeMiles.com
 Save on airline miles. Personalize your [Worry-freeMiles.com](#)

Ways to Save - In Store

 In-store merchants will honor your card at the time of your purchase. You will be able to present your card and redeem the discount. If our card has a magnetic strip or bar code it can be scanned as well. Over 80% of card discounts are in-store.

Ways to Save - Printable Coupon

 Some organizations provide printable coupons through this website. When this coupon is presented at the establishment, you will receive a discount. The establishments with printable coupons vary from restaurants to professional services.

Ways to Save - Gift Card

 Gift cards must be purchased online through this website. Your discount will be on the purchase price of the gift card. The gift cards will arrive through the mail within seven business days and you will be able to use it for life cash.

Ways to Save - Online and Telephone

 Online purchases are available through a link on this website, or via an 800 number using a value code. Discounts are applied immediately, as you order. In many cases, your merchandise will be sent to you directly from the online merchant.

Featured Merchants



[F1 Race Factory](#)

[National Geographic Visitor Center Grand Canyon - MAX Theater](#)

[Out of Africa Wildlife Park](#)



[Anaya Mexican Kitchen and Tequila Lounge](#)

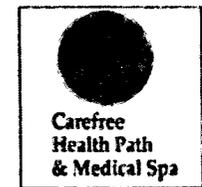
[Raja Camels](#)

[Eynes Audiology LLC](#)

[Arizona Cold Air](#)

[Celebrity Theatre](#)

[Mister Sparky](#)



Categories

- Automotive
- Banking
- Beauty & Wellness
- Business & Office
- Clothing & Accessories
- Computers & Electronics
- Dining & Food
- Education & Childs
- Entertainment
- Finance & Services
- Flowers & Gifts
- Gift Cards
- Health Professionals
- Home & Garden
- Insurance
- Moving & Storage
- Pets
- Professional Services
- Recreation
- Rx Discount (Primary Card)
- Sports
- Travel

PerksCard Card Holder FAQ

Member FAQ | [What is a PerksCard?](#) | [What does the PerksCard look like?](#) | [How do I register/enroll my card with www.perkscard.com?](#) | [How do I find businesses in my area that offer discounts through PerksCard?](#) | [Can I show my card and get the discount?](#) | [How many places honor the PerksCard?](#) | [Will you be adding more merchants?](#) | [Do you take requests on merchants?](#) | [What do I do if a Merchant won't accept my PerksCard?](#) | [How do I replace my lost or stolen PerksCard?](#)

What is a PerksCard?

A PerksCard is a wallet size 1x3 card that our members use to redeem discounts at thousands of business locations across the country.

Members can search www.perkscard.com by city, state, and zip code for discounts either locally, or when traveling. Discounts can be obtained through the following ways: either in-store at the time of purchase, on-line by making purchases through a link, via an 800 number using a valid rate, or through downloadable coupons.

What does the PerksCard look like?

Each sponsor's card is uniquely designed, they all however have the familiar PerksCard logo on the front.

I'm a new PerksCard holder. How do I register/enroll my card with www.perkscard.com?

Using the information listed on either the front or the back of the card, you will be able to register. Click below to the complete registration process that will allow you to register your PerksCard.

REGISTRATION PROCESS

- Go to www.perkscard.com
- Enter your Card Number & Activation Code in the 6 areas provided and click REGISTER
- Fill out the online registration form and click REGISTER
- You are now registered and ready to start saving!

Note: On first visits, you will have to enter your username, email address, and password in the Returning Member field.

How do I find businesses in my area that offer discounts through PerksCard?

Go to www.perkscard.com to login:

- Enter your username, email address and password in Returning Member field
- Select a category from the CATEGORIES menu
- Change the zip code and the mile radius you wish to search
- Click GO for a list of businesses
- Click Merchs to view savings discount offered
- Scroll down the page to view participating businesses

Can I show my card and get the discount?

In most cases with local businesses the answer is YES. However, some of the PerksCard National Partners require a promo/coupon code on-line purchase or use of a toll free number to purchase the item or service at a discounted rate. For more details please go to the Ways to Save section of the website.

How many places honor the PerksCard?

Thousands of business locations throughout the U.S.

Will you be adding more merchants?

Yes, we are adding new merchants daily. We recommend visiting www.perkscard.com periodically, to check for discounts from new national and local businesses.

Do you take requests on merchants?

Yes, if you would like to add a certain type of merchant or service, please click on the HELP button and choose the Recommend a Merchant option. When recommending the merchant, please provide as much detail as possible (location, phone number, contact).

What do I do if a Merchant won't accept my PerksCard?

Please contact the PerksCard Call Center, 1-877-253-7100, for assistance.

How do I replace my lost or stolen PerksCard?

Please contact the PerksCard Call Center, 1-877-253-7100, for procedures on how to obtain our replacement card.

Contact Info

Phone / Fax
 Phone: 877-253-7100
 Fax: 651-645-6666

Mail / In person
 PerksCard.com/PerksGroup
 2561 Territorial Road
 St. Paul, MN 55114

Email
info@PerksCard.com

Categories

- Automotive
- Banking
- Beauty & Wellness
- Business & Office
- Clothing & Accessories
- Computers & Electronics
- Dining & Food
- Education & Events
- Entertainment
- Financial Services
- Flowers & Gifts
- Gift Cards
- Health, Fitness & Spa
- Home & Living
- Insurance
- Moving & Storage
- Pets
- Professional Services
- Recreation
- Rx Discount Pharmacy Card
- Sports
- Travel

Contact Us

Privacy notice: This site adheres to a strict privacy policy, with all information submitted to us held in strict confidence.

Contact Us*

Direct To:

I am a member/card holder

Company/Organization

Name

Email

Address

City

State/Province

-- Select A State

Zip/Postal Code

Phone

Fax

Comments

Submit

Contact Info

Phone / Fax
Phone 877-253-7100
Fax 651-845-6866

Mail: In person
PerksCard.com/PerksGroup
2561 Tempestral Road
St. Paul, MN 55114

Email
info@PerksCard.com

Exhibit 38

[Home](#)

[About](#)

[Contact](#)

[FAQ](#)

Local Discount Categories

- [Automotive](#)
- [Banking](#)
- [Beauty](#)
- [Business & Office](#)
- [Clothing](#)
- [Education](#)
- [Electronics](#)
- [Entertainment](#)
- [Financial Services](#)
- [Flowers & Gifts](#)
- [Food & Dining](#)
- [Gift Cards](#)
- [Health & Wellness](#)
- [Home & Living](#)
- [Insurance](#)
- [Money & Storage](#)
- [Pets](#)
- [Recreation](#)
- [Sports](#)
- [Travel](#)

The PerksCard Network...

Employer sponsored savings program for companies with more than 1,000 employees

The company is best known for its co-branded affinity cards. The PerksCard provides a way for members to save on things they do and need every day including gym memberships, movie tickets, mini-vacations, dining opportunities and much more.

Since inception, the PerksCard concept has been implemented in over 1,000 major corporations, colleges, alumni associations and other affinity groups throughout the United States.

Currently there are millions of cardholders who benefit from the savings that the PerksCard offers. These members can access discounts from a growing base of thousands of local and national merchants.

Call today to get your organization, association, or employer involved.



Register Today!

For customer benefits, please register your PerksCard now.

1. Get your card from your employer, association or participating card merchant.
2. Enter your card number and activation code on our website.
3. Review your customer PerksCard offers and card savings!

Call today to take advantage of all the PerksCard Network has to offer.

[Home](#)

[About](#)

[Contact](#)

[FAQ](#)

Contact the PerksCard Network

Fields marked with an asterisk (*) are required.

Contact Information

*First Name:

*Last Name:

Address Line 1:

Address Line 2:

*City:

*State:

*Zip Code:

*Email Address:

*Phone:

*What's on your mind?

Contact the PerksCard Network by Phone or Fax:

PerksCard Call Center (Toll-Free): **877-253-7100**

PerksCard Fax Number (Toll-Free): **651-645-6366**

Contact the PerksCard Network by Mail:

PerksCard Network
2836 Rockwell Road
St. Paul, MN 55116

Register Today!

For customised offers, access
to your PerksCard now!

1. Get your card from your employer, association or participating local merchant.
2. Enter your card number and activation code on our website.
3. Review your customised PerksCard offers and start saving!

Register today to take advantage
of all the PerksCard Network
has to offer.

Frequently Asked Questions

- 1. [What is a PerksCard?](#)
- 2. [What does the PerksCard look like?](#)
- 3. [I'm a new PerksCard holder. How do I register and use my card?](#)

What is a PerksCard?

A PerksCard is a wallet sized ID card that our members use to redeem discounts at thousands of business locations across the country. Members can search [www.perkscard.com](#) by city, state and zip code for discounts either locally or when traveling. Discounts can be obtained through the following ways: in-store at the time of purchase, online by making purchases through a link via an O2O number using a value code, or through downloadable coupons.

What does the PerksCard look like?

Each sponsor's card is uniquely designed. However, they all have the familiar PerksCard logo on the front.

I'm a new PerksCard holder. How do I register and use my card?

Using the information listed on either the front or the back of the card, you will be able to register. Listed below is the complete registration process that will allow you to register your PerksCard.

REGISTRATION PROCESS

- Go to [www.perkscard.com](#)
- Enter your PerksCard Number and Activation Code in the spaces provided and click Register
- Fill out the online registration form and click Register
- You are now registered and ready to start using!

Note: On future visits you will only need to enter your username and password in the Login fields.

How do I find businesses in my area that offer discounts through PerksCard?

- Go to [www.perkscard.com](#) and login
- Enter your zip code, address or city, state in the Search for Local Discounts box and click on Search Discounts
- Click on any merchant name to view offer details
- Search additional offers from national brands using the other tabs listed across the top of the website

Can I show my card and get the discount?

In most cases with local businesses the answer is YES. However, some of the PerksCard Featured Partners require a promotional code, online purchase or use of a toll free number to purchase the item or service at a discounted rate. For more information, please see the detail pages for each special offer.

Register Today!

For customized offers access [www.perkscard.com](#)

1. Get your card from your employer, association or participating local merchant
2. Enter your card number and activation code on our [www.perkscard.com](#)
3. Review your customized PerksCard offers and start saving!

[Click here](#) today to take advantage of all the PerksCard Network has to offer!

Thousands of business locations throughout the U.S.

Will you be adding more merchants?

Yes, we are adding new merchants daily. We recommend visiting www.perkscard.com periodically to check for discounts from new national and local businesses.

Do you take requests for merchants?

Yes! If you would like to see a certain type of merchant or service, please click on the Contact link and put the suggestion in the "What's on your mind?" field. When recommending the merchant please provide as much detail as possible (name, location, phone number, contact person, etc.).

What do I do if a Merchant won't accept my PerksCard?

Please contact the PerksCard Call Center (1-877-233-7100) for assistance.

How do I replace my lost or stolen PerksCard?

Please contact the PerksCard Call Center (1-877-233-7100) for procedure on how to obtain your replacement card.

Local Merchant FAQ's

Since 1993 thousands of national and local companies have turned our PerksCard members into their customers. It's time for you to do the same! If you would like to learn more about the PerksCard Network and how you can benefit as one of our merchants, please feel free to contact us by e-mail or by calling us at 1-877-233-7100.

What is a PerksCard?

A PerksCard is a wallet-sized ID card that our members use to redeem discounts at thousands of locations across the country. Members can search www.perkscard.com by city, state and zip code for discounts either locally or when traveling. Discounts can be obtained through the following ways: in-store at the time of purchase, online by making purchases through a link, via an 800 number using a toll-free card, or through downloadable coupons.

Why should I become a PerksCard merchant?

Becoming a PerksCard merchant enables you to effectively promote your business through the reach of a major corporate organization, which would typically be inaccessible. Plus, when you join the PerksCard Network, you're joining one of the nation's fastest growing loyalty companies alongside top retail brands. PerksCard will help you grow your sales and improve your bottom line through these benefits:

- New merchants are announced to PerksCard's corporate clients in their area.
- Merchants can post information about their business, discounts/offers and printable coupons to the PerksCard website.
- Periodic emails are sent to registered PerksCard members containing merchant information.
- Free time-saving membership cards help merchants run their business more efficiently.
- All merchants automatically get access to the same benefits available to cardholders - including a wide selection of discounts for events, shopping.

Who carries a PerksCard?

There are millions of PerksCard holders nationwide. PerksCards are typically distributed through organizations with more than 1,000 employees or members, as well as through local merchants whose customers may not be part of a PerksCard affinity group.

How many different types of PerksCards are there?

The PerksCard is provided through over 1,000 organizations nationwide. Each sponsor's card is uniquely designed, however they all have the familiar PerksCard logo on the front.

How do I become a merchant?

Merchants must be willing to offer a discount or incentive to our PerksCard members. Please contact us to learn more.

How do I change/update my discount?

Simply submit the contact form to PerksCard with your update. In the "Email To" field, please select "I am a PerksCard merchant." State your company name and your update in the comments section of the form.

Client FAQs

What is a PerksCard?

A PerksCard is a wallet-sized © card that our members use to redeem discounts at thousands of business locations across the country. Members can search www.perkscard.com by city, state, and zip code for discounts either locally or when traveling. © accounts can be obtained through the following ways: (1) before or at the time of purchase, online by making purchases through a link via an QR number using a value code, or through downloadable coupons.

I do not have the time or staff to manage any new programs at this time. How much work is involved?

We do all the work! Just fill out a short form that will help us to understand more about your needs. The form will ask you to provide your employee zip codes as well as the markets where you would like to see discounts available. We will arrange for discounts on products/services in those specific areas.

What if our users/employees have questions regarding the use of their cards or don't have internet access?

PerksCard staffs a toll-free call center with our own employees who are seasoned professionals. Your users/employees may call them at 1-877-222-7100 (M-F 7am-6pm CST) or refer to www.perkscard.com.

How long is the card valid?

Your PerksCard is typically valid for one year. However, the duration of an individual client's PerksCard program can be customized. Your account manager will contact you 90 days before the expiration date.

Can a PerksCard program include voluntary benefits?

Yes, your PerksCard program can include voluntary benefits. We can also give a credit on the PerksCard at an advantageous rate with discounts on Auto Home, Critical Care, Pet, Legal and more. The PerksCard Network administers voluntary benefits programs for millions of employees and association members throughout the United States and Canada.

PerksCard Terms and Conditions

By activating or otherwise using the PerksCard, you are agreeing to the following terms and conditions (these "Terms and Conditions"). You understand that Augco Affinity Marketing, Inc. and its subsidiaries and vendors and partners (collectively "Augco") make available online information and benefits to cardholders of this discount program ("Cardholders"). By activating or otherwise using the PerksCard, you are indicating that you are 18 years old or older and agree to be bound by this Agreement. You acknowledge that these Terms and Conditions may be modified at any time. Any changes will appear on this page. It is your responsibility to refer to these Terms and Conditions prior to using the PerksCard. You will be deemed to have accepted any change to these Terms and Conditions if you register, use or continue to use the PerksCard after that change has been posted here.

The PerksCard is a discount program that provides Cardholders with savings and benefits offered by participating merchant locations in the United States and online.

1. Eligibility

Cardholders must be U.S. Residents and at least 18 years of age to participate.

2. Registering the PerksCard

Registration of the PerksCard is not required to receive in-store discounts from participating merchants. However, in order to access the online benefits and features, you may be required to create an account and register your PerksCard. When you create an account or register a PerksCard, you must provide valid, accurate and complete information (including but not limited to card number, username, password and zip code) and advise of any changes by updating your online profile or contacting PerksCard Customer Service. PerksCard will use the information to create your account, register your PerksCard and where applicable, provide you with new discount program information.

Those who complete the Cardholder registration form are responsible for submitting correct personal information during the time of registration. Cardholders who do not wish to participate in the discount program are not required to submit their address information in order to become a registered member. Any future changes required by a Cardholder must be submitted by the Cardholder via his or her account. Any change made by a registered Cardholder is the sole responsibility of the Cardholder.

When you register your PerksCard online, you will be asked to create a password to use your account. You may not select a password that violates any one's rights or one that in Augco's sole discretion is considered offensive, improper or inappropriate. If you do so, Augco may modify or delete it.

Augco does not permit the sharing of your PerksCard, number, password or discounts with any other person. If Augco reasonably believes that any of your PerksCard materials are being used in any of these ways, Augco reserves the right to cancel your PerksCard and/or your Cardholder rights immediately. If you believe someone has used any of your PerksCard materials without your authorization, please contact PerksCard Customer Service.

Contacting PerksCard Customer Service:

Register Today!

For customer self site access, register your PerksCard now.

1. Get your card from your employer, association or participating local merchant.
2. Enter your card number and activation code on our website.
3. Review your account and PerksCard offers and start saving.

Register today to take advantage of all the PerksCard Network has to offer.