

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------|----------|----------------|-----------------------|
| Focus Interactive, Inc. | | 03/23/2006 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|----------------------------|
| Name: | IAC Search & Media, Inc. |
| Street Address: | 555 12th Street, Suite 500 |
| City: | Oakland |
| State/Country: | CALIFORNIA |
| Postal Code: | 94607 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 27

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------|
| Registration Number: | 2767315 | IWON PRIZE MACHINE |
| Registration Number: | 2634170 | IWON PRIZE MACHINE |
| Registration Number: | 2881495 | MY SEARCH |
| Registration Number: | 2884189 | MY SEARCH |
| Registration Number: | 2947765 | MY WAY SPEEDBAR |
| Registration Number: | 3039976 | MY WEB SEARCH |
| Registration Number: | 3039977 | MYWEBSEARCH |
| Registration Number: | 2892219 | |
| Registration Number: | 2194093 | EXCITE SEARCH |
| Registration Number: | 3038306 | SPEEDBAR |
| Registration Number: | 2767314 | |
| Registration Number: | 2901736 | MY MAIL SIGNATURE |
| Registration Number: | 2964980 | MY MAIL STAMP |
| Registration Number: | 2830065 | PRIZE MACHINE |

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| Registration Number: | 2647462 | BEST SEARCH ON THE WEB |
| Registration Number: | 2454399 | EXCITE CLASSIFIEDS |
| Registration Number: | 2660248 | EXCITE PRECISION SEARCH |
| Registration Number: | 2306409 | |
| Registration Number: | 2094134 | EXCITE |
| Registration Number: | 2233314 | EXCITE |
| Registration Number: | 2270150 | EXCITE |
| Registration Number: | 2643375 | IWON |
| Registration Number: | 2551326 | BEST SEARCH ON THE WEB |
| Serial Number: | 78306655 | POPSWATTER |
| Serial Number: | 78306674 | SMILEY CENTRAL |
| Serial Number: | 78306246 | SMILEY CENTRAL AND SMILEY FACE DESIGN |
| Serial Number: | 78306244 | POPSWATTER |

CORRESPONDENCE DATA

Fax Number: (415)268-7522
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 415 268 6810
Email: rla@mofo.com
Correspondent Name: Rosemary S. Tarlton
Address Line 1: Morrison & Foerster LLP, 425 Market St.
Address Line 4: San Francisco, CALIFORNIA 94105-2482

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|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 47683-24000.00 |
| NAME OF SUBMITTER: | Rosemary S. Tarlton |
| Signature: | /Rosemary S. Tarlton/ |
| Date: | 04/07/2006 |

Total Attachments: 3
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source=47683-2400000- assignment from focus interactive to IAC#page2.tif
source=47683-2400000- assignment from focus interactive to IAC#page3.tif

TRADEMARK ASSIGNMENT

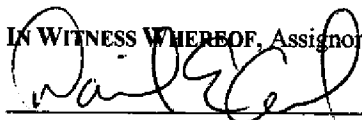
WHEREAS, Focus Interactive, Inc., a Delaware corporation with its principal place of business at One Bridge Street, Suite 42, Irvington, New York 10533 ("Assignor"), is the sole owner of all right, title and interest in and to the trademarks set forth on Exhibit A attached hereto (the "Marks"), and to the goodwill and reputation of the business connected with and symbolized by these trademarks;

WHEREAS, Assignor wishes to assign all right, title and interest in and to the Marks to IAC Search & Media, Inc., a Delaware corporation with its principal place of business at 555 12th Street, Suite 500, Oakland, California 94607 ("Assignee"), and Assignee wishes to accept such assignment;

NOW, THEREFORE, for good and valuable consideration paid by Assignee to Assignor, the receipt and sufficiency of which hereby is acknowledged, Assignor hereby transfers, conveys and assigns to Assignee its entire right, title and interest in and to the Marks, and to the applications and/or registrations for the Marks, together with the goodwill of the business symbolized by the Marks, including the right to sue and recover for any past infringement thereof.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by an authorized officer.

By:



Name:

Daniel E. Cawl

Title:

Director

Date:

03/23/06

**EXHIBIT A
Marks**

| | | |
|--|-----------|---------|
| IWON PRIZE MACHINE | 76141973 | 2767315 |
| IWON PRIZE MACHINE | 76141964 | 2634170 |
| MY SEARCH | 78233645 | 2881495 |
| MY SEARCH AND DESIGN LOGO | 78236690 | 2884189 |
| MY WAY SPEEDBAR | 78306915 | 2947765 |
| MYWEBSEARCH | 78306809 | 3039976 |
| MY WEBSEARCH (STYLIZED) | 78306819 | 3039977 |
| POPSWATTER | 78306655 | |
| SMILEY CENTRAL | 78306674 | |
| SMILEY CENTRAL & SMILEY FACE DESIGN | 78306246 | |
| THE PRIZE MACHINE LOGO | 76157491 | 2892219 |
| POPSWATTER & FLY & DESIGN | 78306244 | |
| EXCITE SEARCH | 75131676 | 2194093 |
| SPEEDBAR | 78233665 | 3038306 |
| IGUY LOGO & DESIGN | 76141967 | 2767314 |
| MY MAIL SIGNATURE | 78306227 | 2901736 |
| MY MAIL STAMP | 78306237 | 2964980 |
| PRIZE MACHINE | 78226541 | 2830065 |
| BEST SEARCH ON THE WEB | 76141960 | 2647462 |
| EXCITE CLASSIFIEDS | 75513120 | 2454399 |
| EXCITE PRECISION SEARCH | 76070647 | 2660248 |
| X LOGO DESIGN | 75292961 | 2306409 |
| EXCITE | 74733,507 | 2094134 |
| EXCITE & DESIGN | 75277089 | 2233314 |

| EXCITE & DESIGN | | |
|-------------------------------|----------|---------|
| EXCITE & DESIGN | 75277099 | 2270150 |
| IWON & DESIGN | 75758045 | 2643375 |
| BEST SEARCH ON THE WEB | 76141966 | 2551326 |