

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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.		11/15/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	IAC Search & Media, Inc.		
Street Address:	555 15th Street, Suite 500		
City:	Oakland		
State/Country:	CALIFORNIA		
Postal Code:	94607		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2740680	WHY WOULDN'T YOU?	
Registration Number:	2543881	WHY WOULDN'T YOU?	
CORRESPONDENCE DATA			
Fax Number:	(415)268-7522		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	415 268 6327		
Email:	rlal@mofo.com		
Correspondent Name:	Rosemary S. Tarlton		
Address Line 1:	Morrison & Foerster LLP, 425 Market St.		
Address Line 4:	San Francisco, CALIFORNIA 94105-2482		
ATTORNEY DOCKET NUMBER:	47683-24107.00		
NAME OF SUBMITTER:	Rosemary S. Tarlton		
Signature:	/Rosemary S. Tarlton/		
Date:	06/27/2007		

CH \$65.00 2740680

Total Attachments: 2

source=47683-24107.000 - assignment from focus to iac#page1.tif

source=47683-24107.000 - assignment from focus to iac#page2.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.

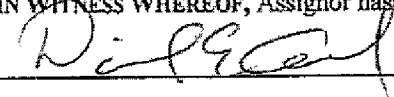
By: 
Name: Daniel E. Caul
Title: V.P. & General Counsel
Date: 11/15/06

EXHIBIT A
U.S. Trademarks

<u>Mark</u>	<u>Serial Number</u>	<u>Registration Number</u>
WHY WOULDN'T YOU?	75982681	2740680
WHY WOULDN'T YOU?	75851794	2543881