

10-29-2007



SHEET

United States Patent and Trademark Office

To the Director of the

103457179

and the attached documents or the new address(es) below.

and address of receiving party(ies):

1. Name of conveying party(ies).

Silicon Valley Bank  
3003 Tasman Drive  
Santa Clara, CA 95054

Additional name(s) of conveying parties attached?  Yes  No

Name: Fathom Online, Inc.

Internal Address

Street Address: 33 New Montgomery St., Suite 500

City: San Francisco

State: CA

Country: USA

Zip: 94105

- Individual(s)
- Association
- General Partnership
- Limited Partnership

- Corporation-State
- Other

Additional name(s) of conveying parties attached?  Yes  No

3. Nature of conveyance/ Execution Date(s):

Execution Date(s): October 15, 2007

- Assignment
- Merger
- Security Agreement
- Change of Name

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship
- Other Citizenship

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

Other : Release

4. Application number(s) or registration number(s) and identification or description of the Trademark:

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

3093158  
3134533

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Additional sheets attached?  Yes  No

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

Name: Silicon Valley Bank

Internal Address: HF150

Street Address: 3003 TASMAN DRIVE

City: SANTA CLARA State: CA ZIP: 95054

Phone Number: (408)654-5506

Fax Number: (408)496-2429

Email Address: nbarbosa@SVB.COM

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 2.6 (b)(6) & 3.41): \$ 65.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers  
Expiration Date

b. Deposit Account Number  
Authorized User Name

00000017 3093158  
40.00 00  
25.00 00

9. Signature.

Signature

October 15, 2007

Date

Nadine Barbosa  
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450  
**TRADEMARK**

REEL: 003651 FRAME: 0147

10-26-07

10/29/2007 DEVRNE

01 FC:8521  
02 FC:8522

RELEASE OF SECURITY AGREEMENT COVERING  
INTERESTS IN TRADEMARKS

Silicon Valley Bank ("Secured Party"), hereby releases its security interest in the interests of **Fathom Online, Inc.** ("Assignor") in the trademarked works set forth in that certain **Intellectual Property And Security Agreement** dated, March 3, 2006, executed by Assignor in favor of Secured Party recorded with the United States Department of Commerce, Patent and Trademark Office on October 27, 2005, Reel 3310, Frame 0678.

Dated: **October 15, 2007**

SILICON VALLEY BANK

By: *Randhawa*  
Name: *Ronil Randhawa*  
Title: *Loan Ops Dept Manager*

## INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of May 30, 2007 by and between SILICON VALLEY BANK ("Bank") and FATHOM ONLINE, INC. ("Grantor").

### RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor dated December 8, 2005 (as the same may be amended, modified or supplemented from time to time, the "Accounts Receivable Loan Agreement") and that certain Loan and Security Agreement (Growth Capital) by and between Bank and Grantor dated of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Growth Capital Loan Agreement"; together with the Accounts Receivable Loan Agreement, the "Loan Agreements"; capitalized terms used herein are used as defined in the Loan Agreements). Bank is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks and Patents to secure the obligations of Grantor under the Loan Agreements.

B. Pursuant to the terms of the Loan Agreements, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreements, Grantor hereby represents, warrants, covenants and agrees as follows:

### AGREEMENT

To secure its obligations under the Loan Agreements, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents and Trademarks listed on Schedules A, B and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions, continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreements. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreements and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreements or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreements or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

*[SIGNATURES APPEAR ON THE FOLLOWING PAGE]*

TYSON01 326538v2 220763-000776

TRADEMARK  
REEL: 003651 FRAME: 0149

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Address of Grantor:

FATHOM ONLINE, INC.

33 Montgomery Street, Suite 500  
San Francisco, California 94105

By: 

Title: CFO

Attn: Steve Gillan, Chief Financial Officer

BANK:

Address of Bank:

SILICON VALLEY BANK

3003 Tasman Drive  
Santa Clara, CA 95054-1191

By: 

Title: Relationship Manager

Attn: \_\_\_\_\_

SCHEDULE A

Copyrights

Description

Registration/  
Application  
Number

Registration/  
Application  
Date

None

N/A

N/A

SCHEDULE B

Patents

Description

Registration/  
Application  
Number

Registration/  
Application  
Date

None

N/A

N/A

SCHEDULE C

Trademarks

| <u>Description</u>                     | <u>Registration/<br/>Application<br/>Number</u> | <u>Registration/<br/>Application<br/>Date</u> |
|--|---|---|
| FATHOM ONLINE (registered)             | 3203683   | 01/30/2007                                    |
| KEYWORD PRICE INDEX (registered)       | 3134533   | 08/22/2006                                    |
| KPI (registered)                       | 3093158   | 05/16/2006                                    |
| SEARCH MARKETING MADE SIMPLE (pending) | 78/971875                                       | 09/11/2006                                    |

Source: [Legal](#) > / ... / > **Combined Federal & State Trademarks** Terms: **ALL-OWN-ASSIGN (fathom online)** ([Edit Search](#) | [Suggest Terms for My Search](#)) Select for FOCUS™ or Delivery

1. **SEARCH MARKETING MADE SIMPLE**, (STANDARD CHARACTER MARK), 78-971875, PENDING - SUSPENDED, PROVIDING DATA INTEGRATION SERVICES FOR DATA FROM WORLD WIDE WEB SEARCH ENGINES AND FOR DATA FROM THIRD-PARTY TRACKING, USED FOR WORLD WIDE WEB SEARCH ENGINE MARKETING AND ADVERTISING (INTERNATIONAL CLASS: 42; US CLASS: 100, 101) PROVIDING WORLD WIDE WEB SEARCH ENGINE MARKETING AND ADVERTISING SERVICES, NAMELY, DESIGNING AND MANAGING SEARCH ENGINE MARKETING AND ADVERTISING CAMPAIGNS, AND OBTAINING POSITIONING OF KEYWORDS AND PHRASES ON WORLD WIDE WEB SEARCH ENGINES TO ATTRACT CUSTOMER TRAFFIC (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102), March 22, 2003 (INTERNATIONAL CLASS: 42; US CLASS: 100, 101) March 22, 2003 (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102), FATHOM ONLINE, INC. (DELAWARE CORPORATION), SUITE 500, 33 NEW MONTGOMERY STREET, SAN FRANCISCO, CA 94105, AS OF September 11, 2006, © 2007, CT Corsearch. All Rights Reserved.  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...
2. **FATHOM ONLINE**, (STANDARD CHARACTER MARK), 78-752642, REGISTERED, PROVIDING DATA INTEGRATION SERVICES FOR DATA FROM WORLD WIDE WEB SEARCH ENGINES AND FOR DATA FROM THIRD-PARTY TRACKING, USED FOR WORLD WIDE WEB SEARCH ENGINE MARKETING AND ADVERTISING (INTERNATIONAL CLASS: 42; US CLASS: 100, 101) PROVIDING WORLD WIDE WEB SEARCH ENGINE MARKETING AND ADVERTISING SERVICES, NAMELY, DESIGNING AND MANAGING SEARCH ENGINE MARKETING AND ADVERTISING CAMPAIGNS, AND OBTAINING POSITIONING OF KEYWORDS AND PHRASES ON WORLD WIDE WEB SEARCH ENGINES TO ATTRACT CUSTOMER TRAFFIC (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102), 3203683, November 01, 2002 (INTERNATIONAL CLASS: 42; US CLASS: 100, 101) November 01, 2002 (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102), FATHOM ONLINE, INC. (DELAWARE CORPORATION), 49 STEVENSON STREET, 11TH FLOOR, SAN FRANCISCO, CA 94105, AS OF January 30, 2007, © 2007, CT Corsearch. All Rights Reserved.  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
... November 14, 2006 Applicant: **FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...
3. **KEYWORD PRICE INDEX**, (STANDARD CHARACTER MARK), 78-646127, REGISTERED, PROVIDING INFORMATION VIA THE INTERNET AND ELECTRONIC MAIL IN THE NATURE OF INTERNET SEARCH ENGINE KEYWORD PRICING (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102) NEWSLETTERS IN THE FIELD OF INTERNET SEARCH ENGINE KEYWORD PRICING (INTERNATIONAL CLASS: 16; US CLASS: 22, 23, 29, 37, 38, 5, 50, 2), 3134533, October, 2004 (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102) October, 2004 (INTERNATIONAL CLASS: 16; US CLASS: 22, 23, 29, 37, 38, 5, 50, 2), FATHOM ONLINE, INC. (DELAWARE CORPORATION), 11TH FLOOR, 49 STEVENSON STREET, SAN FRANCISCO, CA 94105, AS OF August 22, 2006, © 2006, CT Corsearch. All Rights Reserved.  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
... CALIFORNIA 95054-1191 Assignor: **FATHOM ONLINE, INC.** (CORPORATION)  
Reel/Frame: 3310/ ...



... CALIFORNIA 95054-1191 Assignor: **FATHOM ONLINE, INC.** (DELAWARE CORPORATION) Reel/Frame: ...

4. **KPI**, (STANDARD CHARACTER MARK), 78-645794, REGISTERED, PROVIDING INFORMATION VIA THE INTERNET AND ELECTRONIC MAIL IN THE NATURE OF INTERNET SEARCH ENGINE KEYWORD PRICING (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102) NEWSLETTERS IN THE FIELD OF INTERNET SEARCH ENGINE KEYWORD PRICING (INTERNATIONAL CLASS: 16; US CLASS: 2, 22, 23, 29, 37, 38, 5, 50), 3093158, October, 2004 (INTERNATIONAL CLASS: 35; US CLASS: 100, 101, 102) October, 2004 (INTERNATIONAL CLASS: 16; US CLASS: 2, 22, 23, 29, 37, 38, 5, 50), **FATHOM ONLINE, INC.** (DELAWARE CORPORATION), 11TH FLOOR, 49 STEVENSON STREET, SAN FRANCISCO, CA 94111, AS OF May 16, 2006, © 2006, CT Corsearch. All Rights Reserved.  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
 ... February 21, 2006 Applicant: **FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
**FATHOM ONLINE, INC.** (DELAWARE CORPORATION) ...  
 ... CALIFORNIA 95054-1191 Assignor: **FATHOM ONLINE, INC.** (CORPORATION) Reel/Frame: 3310/ ...  
 ... CALIFORNIA 95054-1191 Assignor: **FATHOM ONLINE, INC.** (DELAWARE CORPORATION) Reel/Frame: ...

Source: [Legal > / . . . / > Combined Federal & State Trademarks](#) 

Terms: **ALL-OWN-ASSIGN (fathom online)** ([Edit Search](#) | [Suggest Terms for My Search](#))

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**Serial Number: 78971875 Assignment Information**

**Registration Number: (NOT AVAILABLE)**

**Mark**

# Search Marketing Made Simple

**(words only): SEARCH MARKETING MADE SIMPLE**

**Standard Character claim: Yes**

**Current Status: An office action suspending further action on the application has been mailed.**

**Date of Status: 2007-02-02**

**Filing Date: 2006-09-11**

**Transformed into a National Application: No**

**Registration Date: (DATE NOT AVAILABLE)**

**Register: Principal**

**Law Office Assigned: LAW OFFICE 102**

**Attorney Assigned:  
BAKER JORDAN A Employee Location**

**Current Location: L2X -TMEG Law Office 102 - Examining Attorney Assigned**

**Date In Location: 2007-02-02**

---

## LAST APPLICANT(S)/OWNER(S) OF RECORD

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1. Fathom Online, Inc.

**Address:**  
Fathom Online, Inc.  
Suite 500 33 New Montgomery Street  
San Francisco 94105  
United States  
**Legal Entity Type: Corporation**

<http://tarr.uspto.gov/servlet/tarr?regser=serial&entry=78971875>

5/18/2007

**State or Country of Incorporation:** Delaware

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**GOODS AND/OR SERVICES**

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**International Class:** 035

**Class Status:** Active

Providing World Wide Web search engine marketing and advertising services, namely, designing and managing search engine marketing and advertising campaigns, and obtaining positioning of keywords and phrases on World Wide Web search engines to attract customer traffic

**Basis:** 1(a)

**First Use Date:** 2003-03-22

**First Use in Commerce Date:** 2003-03-22

**International Class:** 042

**Class Status:** Active

Providing data integration services for data from World Wide Web search engines and for data from third-party tracking, used for World Wide Web search engine marketing and advertising

**Basis:** 1(a)

**First Use Date:** 2003-03-22

**First Use in Commerce Date:** 2003-03-22

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**ADDITIONAL INFORMATION**

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(NOT AVAILABLE)

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**MADRID PROTOCOL INFORMATION**

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(NOT AVAILABLE)

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**PROSECUTION HISTORY**

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2007-02-02 - Letter of suspension e-mailed

2007-02-02 - Suspension Letter Written

2007-02-01 - Assigned To Examiner

2006-09-15 - New Application Entered In Tram

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**ATTORNEY/CORRESPONDENT INFORMATION**

---

**Attorney of Record**

Ann M. Heimberger

**Correspondent**

ANN M. HEIMBERGER

STEEFEL, LEVITT & WEISS, P.C.

1 EMBARCADERO CTR FL 30

SAN FRANCISCO, CA 94111-3627

Phone Number: 415-788-0900

<http://tarr.uspto.gov/servlet/tarr?regser=serial&entry=78971875>

5/18/2007

**TRADEMARK**  
**REEL: 003651 FRAME: 0157**

Fax Number: 415-788-2019

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<http://tarr.uspto.gov/servlet/tarr?regser=serial&entry=78971875>

5/18/2007

RECORDED: 10/26/2007

TRADEMARK  
REEL: 003651 FRAME: 0158