

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/01/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DoubleClick Inc.		03/11/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Google Inc.
Street Address:	1600 Amphitheatre Parkway
City:	Mountain View
State/Country:	CALIFORNIA
Postal Code:	94043
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Serial Number:	75445375	A B A C U S
Serial Number:	75601673	BOOMERANG
Serial Number:	76582304	CONNECTCOMMERCE
Serial Number:	75438088	DART
Serial Number:	78485273	DART SEARCH
Serial Number:	76305995	DARTMAIL
Serial Number:	76305994	DARTMAIL
Serial Number:	76305993	DARTMAIL
Serial Number:	76305991	DARTMAIL
Serial Number:	77323854	DC ADX
Serial Number:	75438109	DOUBLECLICK
Serial Number:	75438087	DOUBLECLICK
Serial Number:	74487400	DOUBLECLICK

CH \$765.00 75445375

Serial Number:	77078195	DOUBLECLICK ADVERTISING EXCHANGE
Serial Number:	77078198	DOUBLECLICK ADX
Serial Number:	77405311	DOUBLECLICK DIGITAL ADVERTISING CENTER
Serial Number:	78234739	DOUBLECLICK ENSEMBLE
Serial Number:	77405283	DOUBLECLICK REVENUE CENTER
Serial Number:	78907041	FLOODLIGHT
Serial Number:	76369798	MEDIAVISOR
Serial Number:	75838919	MESSAGEMEDIA
Serial Number:	78233342	MOTIF
Serial Number:	78233345	MOTIF
Serial Number:	76288415	PERFORMICS
Serial Number:	76197039	PERFORMICS
Serial Number:	75329611	REAL TIME CUSTOMER INTELLIGENCE
Serial Number:	76421864	SITEADVANCE
Serial Number:	75907304	SONARNETWORK
Serial Number:	77088033	SUCCESS. IMPRESSION BY IMPRESSION.
Serial Number:	77276732	TANGOZEBRA

CORRESPONDENCE DATA

Fax Number: (650)618-8571
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 650-253-0000
Email: trademarks@google.com
Correspondent Name: Google Inc.
Address Line 1: 1600 Amphitheatre Parkway
Address Line 4: Mountain View, CALIFORNIA 94043

NAME OF SUBMITTER:	Jacqueline Lawrence
Signature:	/JML/
Date:	05/13/2008

Total Attachments: 7
source=DoubleClickCertificateofMerger#page1.tif
source=DoubleClickCertificateofMerger#page2.tif
source=DoubleClickCertificateofMerger#page3.tif
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WHOPPER ACQUISITION CORP", A DELAWARE CORPORATION,
WITH AND INTO "CLICK HOLDING CORP." UNDER THE NAME OF "CLICK HOLDING CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF MARCH, A.D. 2008, AT 9:12 O'CLOCK A.M.

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



3950111 8100M

080301920

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6439519

DATE: 03-11-08

TRADEMARK
REEL: 003776 FRAME: 0971

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:12 AM 03/11/2008
FILED 09:12 AM 03/11/2008
SRV 080301920 - 3950111 FILE

CERTIFICATE OF MERGER

MERGING

**WHOPPER ACQUISITION CORP
A DELAWARE CORPORATION**

WITH AND INTO

**CLICK HOLDING CORP.
A DELAWARE CORPORATION**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware

Click Holding Corp., a Delaware corporation ("Company"), does hereby certify as follows:

FIRST: Each of the constituent corporations, Company and Whopper Acquisition Corp, a Delaware corporation ("Transitory Subsidiary"), is a corporation duly organized and existing under the laws of the State of Delaware.

SECOND: An Agreement and Plan of Merger dated as of April 13, 2007 (as amended from time to time, the "Merger Agreement"), by and among Google Inc., a Delaware corporation, Transitory Subsidiary and Company, setting forth the terms and conditions of the merger of Transitory Subsidiary with and into Company (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation in the Merger (the "Surviving Corporation") shall be Click Holding Corp.

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be amended and restated in its entirety to read as set forth in Exhibit A herein.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

1600 Amphitheatre Parkway
Mountain View, California 94043

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

SEVENTH: The Merger shall become effective upon filing of this Certificate of Merger with the Secretary of State of Delaware.

IN WITNESS WHEREOF, Company has caused this Certificate of Merger to be executed in its corporate name as of March 11, 2008.

CLICK HOLDING CORP.

By: 
Stephanie Abramson
Secretary

EXHIBIT A**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF****CLICK HOLDING CORP.,
a Delaware corporation**

Click Holding Corp., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), certifies that:

1. The name of the Corporation is Click Holding Corp. The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on April 20, 2005.
2. This Amended and Restated Certificate of Incorporation was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware.
3. The text of the Certificate of Incorporation is amended and restated to read as follows:

ARTICLE FIRST

The name of the Corporation is Click Holding Corp.

ARTICLE SECOND

The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

ARTICLE THIRD

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE FOURTH

The Corporation is authorized to issue one class of stock to be designated Common Stock. The total number of shares of Common Stock authorized to be issued is one thousand (1,000) shares with a par value of \$0.01 per share.

ARTICLE FIFTH

The Corporation is to have perpetual existence.

ARTICLE SIXTH

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation, subject to the provisions of Article IX of the Bylaws of the Corporation.

ARTICLE SEVENTH

The number of directors which constitute the whole Board of Directors of the Corporation shall be determined in the manner specified in the Bylaws of the Corporation.

ARTICLE EIGHTH

Elections of directors need not be by written ballot unless a stockholder demands election by written ballot at the meeting and before voting begins or unless the Bylaws of the Corporation shall so provide.

ARTICLE NINTH

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws of the Corporation may provide. The books of the Corporation may be kept outside of the State of Delaware at such place or places as may be designated from time to time by the Board or in the Bylaws of the Corporation.

ARTICLE TENTH

A. No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of his or her fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Delaware General Corporation Law as currently in effect or as the same may hereafter be amended. Any repeal or modification of this subsection A of this Article TENTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director, officer or the Corporation existing at the time of such repeal or modification. If the General Corporation Law of the State of Delaware is amended after the filing of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware, as so amended.

B. The Corporation shall indemnify and hold harmless any person who was or is a party or is threatened to be made a party to, or testifies in, any threatened, pending or completed action, claim, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, employee benefit plan, trust or other enterprise, against all claims, losses, liabilities, expenses (including attorneys' fees and disbursements), damages, judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding to the fullest extent permitted by law, and the Corporation may adopt bylaws or enter into agreements with any such person for the purpose of providing for such indemnification.

C. To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraph B of this Article TENTH, or in defense of any claim, issue or matter therein, such person shall be indemnified

against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection therewith.

D. Expenses (including attorneys' fees) incurred by an officer, director, employee or agent in defending or testifying in a civil, criminal, administrative or investigative claim, action, suit or proceeding by reason of the fact that such person is or was an officer or director of the Corporation (or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, employee benefit plan, trust or other enterprise) shall be paid by the Corporation in advance of the final disposition of such claim, action, suit or proceeding within ten business days of the Corporation's receipt of a request for advancement of such expenses from such officer or director and, to the extent required by law, upon receipt of an undertaking by or on behalf of any such director or officer to repay such amount if it shall ultimately be determined that such director or officer is not entitled to be indemnified by the Corporation against such expenses as authorized by this Article TENTH, and the Corporation may adopt bylaws or enter into agreements with such persons for the purpose of providing for such advances.

E. The indemnification provided by this Article TENTH shall not be deemed exclusive of any other rights to which any person may be entitled under any agreement, vote of stockholders or disinterested directors or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding any office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person. To assure indemnification under this Article TENTH of all current and former directors and officers who are determined by the Corporation or otherwise to be or to have been "fiduciaries" of any employee benefit plan of the Corporation which may exist from time to time, Section 145 of the General Corporation Law of Delaware shall, for the purposes of this Article TENTH, be interpreted as follows: "other enterprise" shall be deemed to include such an employee benefit plan, including without limitation, any plan of the Corporation which is governed by the Act of Congress entitled "Employee Retirement Income Security Act of 1974," as amended from time to time; the Corporation shall be deemed to have requested a person to serve an employee benefit plan where the performance by such person of his duties to the Corporation also imposes duties on, or otherwise involves services by, such person to the plan or participants or beneficiaries of the plan; and excise taxes assessed on a person with respect to an employee benefit plan pursuant to such Act of Congress shall be deemed "fines."

F. The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, employee benefit plan trust or other enterprise against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Article TENTH or otherwise.

[Signature Page Follows]

IN WITNESS WHEREOF, Click Holding Corp. has caused this Amended and Restated Certificate of Incorporation to be signed by the Secretary, a duly authorized officer of the Corporation, on March 11, 2008.

CLICK HOLDING CORP.

By: Stephanie Abramson
Stephanie Abramson
Secretary

[Amended and Restated Certificate of Incorporation]