

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Addendum to Security Agreement recorded at Reel/Frame - 3834/922		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CLASSMATES ONLINE, INC.		02/13/2009	CORPORATION: WASHINGTON
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SILICON VALLEY BANK. as Administrative Agent		
<b>Street Address:</b>	3003 TASMAN DRIVE		
<b>City:</b>	SANTA CLARA		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95054		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2755056	CLASSMATES	
Registration Number:	2758007	CLASSMATES	
Registration Number:	2788141	CLASSMATES CONNECTIONS	
Registration Number:	3475585	REAL PEOPLE. REAL NAMES.	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(866)826-5420		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	301-638-0511		
Email:	ipresearchplus@comcast.net		
Correspondent Name:	IP Research Plus, Inc.		
Address Line 1:	21 Tadcaster Circle		
Address Line 2:	attn: Penelope J.A. Agodoa		
Address Line 4:	Waldorf, MARYLAND 20602		
ATTORNEY DOCKET NUMBER:	34822		
NAME OF SUBMITTER:	Penelope J.A. Agodoa		

OP \$115.00 2755056

**900142835**

**TRADEMARK**  
**REEL: 004058 FRAME: 0784**

Signature:	/pja/
Date:	09/09/2009
Total Attachments: 3 source=34822#page1.tif source=34822#page2.tif source=34822#page3.tif	





February 13, 2009

*Sent by fax (818) 340-0395, email PDF and mail*

Silicon Valley Bank  
5820 Canoga Avenue, #210  
Woodland Hills, California 91367  
Attention: Mark Turk  
Facsimile No.: (818) 340-0395  
Email: [mturk@svb.com](mailto:mturk@svb.com)

Re: Report of IP Filings; Guarantee and Collateral Agreement

Dear Mark:

Pursuant to Section 5.9(f) of the Guarantee and Collateral Agreement between United Online, Inc. and the other grantors referred to therein in favor of Silicon Valley Bank as Administrative Agent, attached please find a report of all filings related to applications for registration made by United Online, Inc. and its subsidiaries in the United States Copyright Office and with the United States Patent and Trademark Office for the period ended December 31, 2008.

Please let us know if you have any questions.

Sincerely,

A handwritten signature in black ink that reads 'Anthony DeToro'.

Anthony DeToro  
Vice President and Corporate Counsel

ADD/rk

Enclosure

cc: Frederic A. Randall, Jr.  
Scott H. Ray  
Steven Gatoff  
Charles Butler Ammann  
Edison D. Andrade  
David C. Reamer of Skadden, Arps, Slate, Meagher & Flom LLP  
David M. Nemecek of Skadden, Arps, Slate, Meagher & Flom LLP

## Intellectual Property Filings for Quarter Ended December 31, 2008

### 1. Filings with United States Copyright Office

Filing Date	Title	Claimant	Year created	Published	Registered
8-7-2008	Classmates.com Web Site	Classmates Online, Inc.	2008	7/31/2008	Pending
8-18-2008	MyPoints.com Web Site	MyPoints.com	2008	8/1/2008	Pending
11-17-2008	Classmates.com Web Site	Classmates Online, Inc.	2008	11/1/2008	Pending

### 2. Filings With Patent and Trademark Office

Mark	Serial/Reg No.	Geo.	Co.	Status	Updated Status
SHADED SMILE Design	<u>1,196,351</u>	Canada	Classmates	Pending	Filed 3rd Extension of Time to Respond to Examiner's Report and file US Reg copies; forwarded certified copy of US Reg to M. Capewell 10/7/08
J Design	<u>2,757,477</u>	US	UOL	Registered	Registered 8/26/03. Filed 8&15 on 10/22/08; need to file assignment from UOL to Juno
MYPOINTS & Design	7414477	CTM/EU	MyPoints	Pending	Filed on 11/21/08
MYPOINTS & Design	<u>77/550,290</u>	US	MyPoints	Pending	Filed application on 8/19/08; Received OA on 12/5/08
MAXPOINTS	<u>77/562,697</u>	US	MyPoints	Pending	Filed application on 9/4/08; received OA on 12/5/08, Response due 6/5/09
BONUSMAIL	1,419,621	CTM/EU	MyPoints	Registered	Registered 3/22/01. Gave instructions to renew on 10/28/08
MYPOINTS	1,409,291	CTM/EU	MyPoints	Registered	Registered 2/19/01. Instructed Counsel to renew marks on 10/28/08
DIGITAL LOYALTY ENGINE	<u>2,675,888</u>	US	MyPoints	Abandoned	Registered 1/21/03; allow to lapse per Sha Fakiri 11/14/08
UNITED ONLINE	<u>2,704,626</u>	US	UOL	Registered	Registered 4/8/03. 8&15 Affidavits Accepted & Acknowledged on 11/22/08
Z in a Box Design	<u>2,739,029</u>	US	NetZero	Registered	Registered 7/15/03. Section 8 & 15 Affidavits Accepted & Acknowledged on 11/22/08.
CLASSMATES	<u>2,755,056</u>	US	Classmates	Registered	Registered 8/26/03. Filed 8&15 on 11/21/08; Accepted and Acknowledged on 12/15/08. Renewal due on 8/26/12
CLASSMATES	<u>2,758,007</u>	US	Classmates	Registered	Registered 9/2/03. Filed 8&15 on 11/21/08. Accepted & Acknowledged on 12/15/08. Renewal Due 9/2/12
CLASSMATES CONNECTIONS	<u>2,788,141</u>	US	Classmates	Registered	Registered 12/02/03. 8&15 accepted on 12/31/08; Renewal due 12/2/12
REAL PEOPLE. REAL NAMES.	<u>3,475,585</u>	US	Classmates	Registered	Registered 7/29/08. 8& 15 due 7/29/13