

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Autoweb.com, Inc.		01/31/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	R. L. Polk & Co.		
<b>Street Address:</b>	26955 Northwestern Highway		
<b>City:</b>	Southfield		
<b>State/Country:</b>	MICHIGAN		
<b>Postal Code:</b>	48033		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2859267	AIC AUTOGALLERY	
Registration Number:	2694686	AIC	
Registration Number:	2648513	AIC AUTOBOOK	
Registration Number:	2793750	AUTOMOTIVE INFORMATION CENTER	
Registration Number:	2859264	AUTOCOMPARATOR	
Registration Number:	2770695	AUTOSUITE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(734)995-1777		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	734-995-3110		
<b>Email:</b>	trademark@butzel.com		
<b>Correspondent Name:</b>	John C. Blattner		
<b>Address Line 1:</b>	350 South Main Street		
<b>Address Line 2:</b>	Suite 300		
<b>Address Line 4:</b>	Ann Arbor, MICHIGAN 48104		

**CH \$165.00 2859267**

ATTORNEY DOCKET NUMBER:	000070371-0004
NAME OF SUBMITTER:	John C. Blattner
Signature:	/john c. blattner/
Date:	01/19/2010
Total Attachments: 5 source=AIC Assignment#page1.tif source=AIC Assignment#page2.tif source=AIC Assignment#page3.tif source=AIC Assignment#page4.tif source=AIC Assignment#page5.tif	

## ASSIGNMENT

Autoweb.com, Inc., a Delaware corporation at 18872 MacArthur Blvd., Irvine, CA 92612 United States ("Assignor"), wishes to assign to R.L. Polk & Co., a Michigan corporation at 26955 Northwestern Highway, Southfield, Michigan 48033 ("Assignee") the entire right, title and interest in and to the following (collectively, the "Trademark Rights"):

**U.S. Trademark Registration No. 2859267**, dated July 6, 2004 for the mark AIC AUTOGALLERY for "providing an online web site for consumers and professionals featuring automobile and motor vehicle consumer information, namely selection, availability, pricing, quotations, comparisons, sales, warranties, repair and maintenance, parts, customization and services information; providing automotive and vehicular consumer and product information via a global computer network relating to vehicles for sale, valuation of vehicles for purchasers, consumers, wholesalers and retail dealers, specification and performance reviews of vehicles for purchasers, consumers, wholesalers and retail dealers, availability of vehicle parts and accessories for interested consumers, wholesalers and retail dealers, and automotive trade information and general automotive industry news; providing advertising, marketing and promotion services to others, namely the dissemination of advertising for others, promoting the goods and services of others through the distribution of online advertisements, providing a website wherein users can link to the websites of the merchants and providing print, radio and television advertising, incentive awards, and cross-promotion and referral programs; E-commerce services, namely providing on-line retail store services in the field of automobiles and motor vehicles; automobile and motor vehicle dealerships referral services provided locally, remotely and over the Internet and via computer and data communications networks" in International Class 35 and "computer software design for others; computer consultation; maintenance of computer software; maintenance and updating of computer software and computer services, namely, creating, maintaining and hosting web sites for a global computer network for others for the purpose of advertising automobiles and other vehicles for sale or lease, providing automotive-related services and providing general information and specifications about automobiles and other vehicles, and parts, accessories and services for automobiles and other vehicles; providing electronic and computer based product research in the field of automobiles and motor vehicles" in International Class 42;

**U.S. Trademark Registration No. 2694686**, dated March 11, 2003 for the mark AIC for "providing an online web site for consumer and professionals featuring automobile and motor vehicle purchasing information, namely vehicle selection, vehicle availability, vehicle pricing, quotations, vehicle comparisons, sales, vehicle parts information, history of individual vehicle warranties, history of individual vehicle repair and maintenance and history of individual vehicle customization services; providing automotive and vehicular information via a global computer network for purchasers, consumers and automotive professionals relating to vehicles for sale, specification and performance reviews of vehicles, valuation of vehicles, availability of vehicle parts and accessories, availability of automotive services, and trade information about general industry news, and the location and business activities of automotive and automotive parts dealers manufacturers and service providers; providing advertising, marketing and promotion services to others, namely the dissemination of advertising for others, promoting the goods and services of others through the distribution of online advertisements, providing a website wherein

users can link to the websites of the merchants and providing print, radio and television advertising, incentive awards, and cross-promotion and referral programs; E-commerce services, namely providing on-line retail store services in the field of automobiles and motor vehicles; automobile and motor vehicle dealerships referral services provided locally, remotely and over the Internet and via computer and data communications networks; providing an online electronic database in the fields of automobiles and motor vehicles featuring information, catalogues, photographs, specifications, pricing, reviews, dealers, retailers, wholesalers, distributors and service providers for use by consumers and automotive professionals for evaluating and purchasing automobiles, motor vehicles and automobile and motor vehicle accessories” in International Class 35 and for “computer services, namely providing search engines for obtaining data on a computer network; and computer services, namely, creating, maintaining and hosting web sites on a global computer network for others for the purpose of advertising automobiles and other vehicles for sale or lease, providing automotive-related services and providing general information and specifications about automobiles and other vehicles, and parts, accessories and services for automobiles and other vehicles; providing electronic and computer based product research in the field of automobiles and motor vehicles” in International Class 42.

**U.S. Trademark Registration No.2648513**, dated November 12, 2002 for the mark AIC AUTOBOOK for “providing an online web site for consumer and professionals featuring automobile and motor vehicle information, namely selection, availability, pricing, quotations, comparisons, sales, warranties, repair and maintenance, parts, customization and services information; providing automotive and vehicular information via a global computer network relating to vehicles for sale, valuation of vehicles for purchasers, consumers, wholesalers and retail dealers, specification and performance reviews of vehicles for purchasers, consumers, wholesalers and retail dealers, availability of vehicle parts and accessories for interested consumers, wholesalers and retail dealers, and automotive trade information and general automotive industry news; providing advertising, marketing and promotion services to others, namely the dissemination of advertising for others, promoting the goods and services of others through the distribution of online advertisements, providing a website wherein users can link to the websites of the merchants and providing print, radio and television advertising, incentive awards, and cross-promotion and referral programs; E-commerce services, namely providing on-line retail store services in the field of automobiles and motor vehicles; automobile and motor vehicle dealerships referral services provided locally, remotely and over the Internet and via computer and data communications networks” in International Class 35 and “computer software design for others; computer consultation; maintenance of computer software; maintenance and updating of computer software and computer services, namely, creating, maintaining and hosting web sites for a global computer network for others for the purpose of advertising automobiles and other vehicles for sale or lease, providing automotive-related services and providing general information and specifications about automobiles and other vehicles, and parts, accessories and services for automobiles and other vehicles; providing electronic and computer based product research in the field of automobiles and motor vehicles) in International Class 42;

**U.S. Trademark Registration No. 2793750**, dated December 16, 2003 for the mark AUTOMOTIVE INFORMATION CENTER for “providing an online web site for consumer and professionals featuring automobile and motor vehicle information, namely selection, availability, pricing, quotations, comparisons, sales, warranties, repair and maintenance, parts, customization

and services information; providing automotive and vehicular information via a global computer network for purchasers, consumers and automotive professionals relating to vehicles for sale, specification and performance reviews of vehicles, valuation of vehicles, availability of vehicle parts and accessories, availability of automotive services, general industry news, and the location and business activities of automotive and automotive parts dealers manufacturers and service providers; providing advertising, marketing and promotion services to others, namely the dissemination of advertising for others, promoting the goods and services of others through the distribution of online advertisements, providing a website wherein users can link to the websites of the merchants and providing print, radio and television advertising, incentive awards, and cross-promotion and referral programs; E-commerce services, namely providing on-line retail store services in the field of automobiles and motor vehicles; automobile and motor vehicle dealerships referral services provided locally, remotely and over the Internet and via computer and data communications networks; providing an online electronic database in the fields of automobiles and motor vehicles featuring information, catalogues, photographs, specifications, pricing, reviews, dealers, retailers, wholesalers, distributors and service providers for use by consumers and automotive professionals for evaluating and purchasing automobiles, motor vehicles and automobile and motor vehicle accessories” in International Class 35 and “computer services, namely, providing search engines for obtaining data on a global computer network; computer services, namely providing search engines for obtaining data on a computer network, namely, and providing temporary use of non-downloadable search engine software for use in searching databases featuring information, catalogues, photographs, specifications, pricing, reviews, dealers, retailers, wholesalers, distributors and service providers in the fields of automobiles and motor vehicles, and automobile and motor vehicle accessories; computer software design for others; computer consultation; maintenance of computer software; maintenance and updating of computer software and computer services, namely, creating, maintaining and hosting web sites on a global computer network for others for the purpose of advertising automobiles and other vehicles for sale or lease, providing automotive-related services and providing general information and specifications about automobiles and other vehicles, and parts, accessories and services for automobiles and other vehicles; providing electronic and computer based product research in the field of automobiles and motor vehicles” in International Class 42;

**U.S. Trademark Registration No. 2859264**, dated July 6, 2004 for the mark **AUTOCOMPARATOR** for “providing automotive and vehicular information via a global computer network relating to vehicles for sale, specification and performance reviews of vehicles, valuation of vehicles, availability of vehicle parts and accessories, dealers, manufactures, automotive services and service providers, as well as trade information about general industry news; advertising and business services, namely, the dissemination of advertising for others via an on-line electronic communications network to shop for and locate automobiles and other vehicles, and parts, accessories and services for same” in International Class 35 and “computer services, namely, providing search engines for obtaining data on a global computer network; computer software design for others; computer consultation; maintenance of computer software, updating of computer software and computer services, namely, creating maintaining and hosting web sites for a global computer network for the purpose of advertising automobiles and other vehicles for sale or lease, providing automotive-related services and providing general information and specifications about automobiles and

other vehicles, and parts, accessories and services for automobiles and other vehicles" in International Class 42;

**U.S. Trademark Registration No. 2770695**, dated October 7, 2003 for the mark AUTOSUITE for "providing automotive and vehicular information via a global computer network relating to vehicles for sale, specification and performance reviews of vehicles, valuation of vehicles, availability of vehicle parts and accessories, dealers, manufacturers, automotive services and service providers, as well as trade information about general industry news; advertising and business services, namely, the dissemination of advertising for others via an on-line electronic communications network to shop for and locate automobiles and other vehicles, and parts, accessories and services for same" in International Class 35 and "computer services, namely, providing search engines for obtaining data on a global computer network; computer software design for others; computer consultation; maintenance of computer software; updating of computer software and computer services, namely, creating, maintaining and hosting web sites for a global computer network for the purpose of advertising automobiles and other vehicles for sale or lease, providing automotive-related services and providing general information and specifications about automobiles and other vehicles, and parts, accessories and services for automobiles and other vehicles" in International Class 42;

**Japanese Trademark Registration No. 4672204**, dated May 16, 2003 for the mark AUTOMOTIVE INFORMATION CENTER in International Classes 35 and 42; and

This Assignment is executed and delivered pursuant to that certain Asset Purchase Agreement, dated as of the date hereof, between Assignor and Assignee (the "Purchase Agreement"), pursuant to which Assignor has agreed to sell to Assignee certain assets described in the Purchase Agreement and defined therein as the "Purchased Assets." This Assignment is a Related Agreement (as defined in the Purchase Agreement) and is being executed and delivered simultaneously with the execution and delivery of the Purchase Agreement in order to evidence the transfer of the Trademark Rights by Assignor to Assignee. Each capitalized term used herein without definition shall have the meaning ascribed thereto in the Purchase Agreement.

The transfer of the Trademark Rights hereunder includes any and all rights and privileges provided under the trademark and other laws of the United States, the individual states thereof and jurisdictions foreign thereto with respect to the foregoing; the GOODWILL of the Business in which the mark is used; and any and all renewals thereof, together with the right to bring suit and collect for infringements thereof to the extent such right is a Purchased Asset under the Purchase Agreement.

In view of the payment of the Purchase Price pursuant to the Purchase Agreement, and other legally sufficient and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor DOES HEREBY assign and transfer to Assignee, any and all right, title and interest in and to the Trademark Rights.

Assignor shall, without further consideration, execute any additional documents at not cost to Assignor as may be reasonably requested by Assignee to prove and record this Assignment.

but not limited to, claims for Losses hereunder, shall be governed exclusively by the Purchase Agreement, including, but not limited to, Article VI thereof.

This Assignment shall be governed by, and interpreted in accordance with, the laws of the State of Delaware and the federal laws of the United States, without giving effect to any choice of law or conflict of law rules or provisions that would otherwise cause the application of the laws of any jurisdiction other than the State of Delaware or the federal laws of the United States.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date set forth below.

Autoweb.com, Inc,

Dated: January 31, 2007

By: *Jim Riesenbach*

Name: Jim Riesenbach

Its: President & CEO

ACKNOWLEDGED AND AGREED:

R.L. Polk & Co.

Dated: January 31, 2007

By: *Joseph V. Walker*

Name: JOSEPH V. WALKER

Its: PRESIDENT

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