

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<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>
EpikOne, Inc.		01/03/2011	CORPORATION: VERMONT
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Dealer Dot Com, Inc.		
<b>Street Address:</b>	One Howard Street		
<b>City:</b>	Burlington		
<b>State/Country:</b>	VERMONT		
<b>Postal Code:</b>	05401		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3164843	EPIKONE	
Registration Number:	3710666	SITESCAN	
Registration Number:	3605280	OM BOOTCAMP	
Registration Number:	3601383	EPIK	
Registration Number:	3282811	REFINE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(802)862-7512		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	802-863-2375		
<b>Email:</b>	tmip@drm.com		
<b>Correspondent Name:</b>	Peter Kunin		
<b>Address Line 1:</b>	199 Main Street, P.O. Box 190		
<b>Address Line 4:</b>	Burlington, VERMONT 05402-0190		
<b>ATTORNEY DOCKET NUMBER:</b>	13331-0000003		

CH \$140.00 3164843

**900182128**

**TRADEMARK  
 REEL: 004459 FRAME: 0473**

NAME OF SUBMITTER:	Peter Kunin
Signature:	/Peter Kunin/
Date:	01/24/2011
<p><b>Total Attachments: 17</b></p> <p>source=Assignment 13331-0000003#page1.tif source=Assignment 13331-0000003#page2.tif source=Assignment 13331-0000003#page3.tif source=Assignment 13331-0000003#page4.tif source=Assignment 13331-0000003#page5.tif source=Assignment 13331-0000003#page6.tif source=Assignment 13331-0000003#page7.tif source=Assignment 13331-0000003#page8.tif source=Assignment 13331-0000003#page9.tif source=Assignment 13331-0000003#page10.tif source=Assignment 13331-0000003#page11.tif source=Assignment 13331-0000003#page12.tif source=Assignment 13331-0000003#page13.tif source=Assignment 13331-0000003#page14.tif source=Assignment 13331-0000003#page15.tif source=Assignment 13331-0000003#page16.tif source=Assignment 13331-0000003#page17.tif</p>	

## ASSIGNMENT OF INTELLECTUAL PROPERTY

This ASSIGNMENT OF INTELLECTUAL PROPERTY ("Assignment") is made as of the 3<sup>rd</sup> day of January, 2011, by and between Dealer Dot Com, Inc., a Delaware corporation having an address at One Howard Street, Burlington, Vermont 05401 ("Assignee"), and EpikOne, Inc., a Vermont corporation having an address at 7 Kilburn Street, Burlington, Vermont 05401 ("Assignor").

Preliminary Statement. Assignor and Assignee have entered into an Asset Purchase Agreement dated as of January 3, 2011 (the "APA"), pursuant to which Assignee has agreed to purchase certain assets of Assignor. The execution and delivery of this Assignment is a condition precedent to the obligations of Assignee under the APA. Assignor is the owner of certain Intellectual Property, as defined in Section 2 below, and Assignor desires to transfer the Intellectual Property to Assignee in accordance with the APA and the provisions of this Assignment.

Assignment. For good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor, intending to be legally bound, hereby agrees as follows:

1. Definitions. Capitalized terms not otherwise defined in this Assignment shall have the meanings given in the APA.

2. Intellectual Property. For purposes of this Assignment, the "Intellectual Property" shall mean all intellectual property owned by Assignor and/or used in the operation of the EpikOne Business, including without limitation, the Intellectual Property set forth on Schedule A attached hereto and (i) all United States, foreign, international and State registered and unregistered trademarks, fictitious business names, service marks, trade names, logos or designs of Assignor, (ii) except as set forth on Schedule B, all websites and internet URLs owned by Assignor, (iii) all software code and software documentation, (iv) all trade secrets and information of any kind of Assignor that is not generally known in Assignor's industry (including without limitation ideas, research and development, know-how, formulas, compositions, manufacturing and production processes and techniques, technical data, designs, drawings, specifications, customer and supplier lists, pricing and cost information, and business and marketing plans and proposals), (v) all documents, designs, artwork, software and other works of any kind subject to copyright protection, and (vi) all copies and tangible embodiments of all intellectual property of Assignor. Assignor does not own, license or hold the rights to use any patents or patent applications, or any United States copyright registrations or copyright applications, with respect to patentable and copyrightable subject matter, respectively, that are used in connection with the EpikOne Business.

3. Assignment. Assignor does hereby assign unto Assignee all of Assignor's right, title and interest in and to the Intellectual Property together with the goodwill of Assignor's business connected with the use of and symbolized by all common law trademark rights, all federal and state trademark registrations, state corporate name registrations, state tradename registrations, and applications for any of the foregoing included in the Intellectual Property.

4. Additional Obligations of Assignor. From time to time after the Closing, Assignor will execute and deliver, or cause its affiliates to execute and deliver, to Assignee (or its successor in interest) such instruments of sale, transfer, conveyance, assignment and delivery, and such consents, assurances, powers of attorney and other instruments as may be reasonably requested by Assignee (or its successor in interest) or its counsel in order to vest in Assignee (or its successor in interest) all right, title and interest of Assignor in and to the Intellectual Property and otherwise in order to carry out the purpose and intent of the APA.

5. Representations and Warranties. THE REPRESENTATIONS AND WARRANTIES OF ASSIGNOR CONTAINED IN ARTICLE IV OF THE APA WITH REGARD TO THE INTELLECTUAL PROPERTY ARE INCORPORATED HEREIN BY REFERENCE.

6. Precedence. Notwithstanding any other provisions of this Assignment to the contrary, nothing contained in this Assignment shall in any way supersede, modify, replace, amend, change, rescind, waive, or in any way affect the provisions, including the warranties, covenants, agreements, conditions, representations or, in general any of the rights and remedies, and any of the obligations and indemnifications of Assignor set forth in the APA. This Assignment is intended only to effect the transfer of the Intellectual Property and shall be governed entirely in accordance with the terms and conditions of the APA.

7. Counterparts. This Assignment may be executed by Assignor and Assignee in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument. Facsimile signatures shall be sufficient and binding on the parties hereto.

8. Governing Law. This Assignment will be governed by and construed in accordance with the laws of the State of Vermont, without regard to its conflicts of law principles.

9. No Third Party Beneficiaries. This Assignment is for the sole and exclusive benefit of Assignor and Assignee and their respective successors and assigns, and nothing herein is intended or shall be construed to confer upon any entity or person other than Assignor, Assignee and their respective successors and assigns, any right, remedy or claim under or by reason of this Assignment or any term, covenant or condition hereof.

[REMAINDER OF PAGE INTENTIONALLY BLANK]

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have caused this Assignment of Intellectual Property to be executed and delivered as of the date first written above.

**ASSIGNOR:**

**EPIKONE, INC.**

By: \_\_\_\_\_

Name:

Title:

**ASSIGNEE:**

**DEALER DOT COM, INC.**

By:  \_\_\_\_\_

Name: RICHARD GIBBS

Title: PRESIDENT & CTO

Schedules:

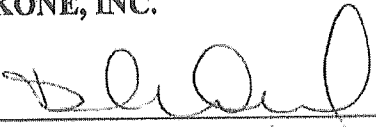
A—List of Intellectual Property

B—List of Excluded Domain Names

IN WITNESS WHEREOF, the undersigned have caused this Assignment of Intellectual Property to be executed and delivered as of the date first written above.

**ASSIGNOR:**

**EPIKONE, INC.**

By:   
Name: DAVE WINSTON  
Title: PRESIDENT/CFO

**ASSIGNEE:**

**DEALER DOT COM, INC.**

By: \_\_\_\_\_  
Name:  
Title:

Schedules:

A—List of Intellectual Property

B—List of Excluded Domain Names

Schedule A

LIST OF INTELLECTUAL PROPERTY

Schedule A  
**List of Intellectual Property**

- US Registered Mark EPIKONE; Registration Number 3164843 – See attached.
- US Registered Mark SITESCAN; Registration Number 3710666 – See attached.
- US Registered Mark OM BOOTCAMP; Registration Number 3605280 – See attached.
- US Registered Mark EPIK; Registration Number 3601383 – See attached.
- US Registered Mark REFINE; Registration Number 3282811 – See attached.
- Domain names – See attached list of transferred domain names.
- Unregistered copyright interests in websites related to the foregoing domain names and content thereon, marketing materials, manuals and other certain tangible written materials used in connection with the EpikOne Business.
- Unregistered copyright interests in and related object and source code to the following software products:
  - SiteScan - web software offering free analytics diagnostics.
  - AnalyticsView - web software offering custom analytics reporting.





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**EPIKONE**

<b>Word Mark</b>	<b>EPIKONE</b>
<b>Goods and Services</b>	IC 042. US 100 101. G & S: technology solutions, namely, computer website analysis, computer consultation regarding the Internet, computer website programming, computer website design. FIRST USE: 20040800. FIRST USE IN COMMERCE: 20040800
<b>Standard Characters Claimed</b>	
<b>Mark Drawing Code</b>	(4) STANDARD CHARACTER MARK
<b>Serial Number</b>	78635377
<b>Filing Date</b>	May 23, 2005
<b>Current Filing Basis</b>	1A
<b>Original Filing Basis</b>	1A
<b>Published for Opposition</b>	August 15, 2006
<b>Registration Number</b>	3164843
<b>Registration Date</b>	October 31, 2006
<b>Owner</b>	(REGISTRANT) Epik One, Inc. CORPORATION VERMONT 7 Kilburn Street Burlington VERMONT 05401
<b>Attorney of Record</b>	Erik M. Pelton
<b>Type of Mark Register</b>	SERVICE MARK PRINCIPAL

http://tess2.uspto.gov/bin/showfield?f=doc&state=4004;tou30h.8.1

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# SITESCAN

**Word Mark** SITESCAN  
**Goods and Services** IC 042. US 100 101. G & S; providing online non-downloadable diagnostic software for search engine optimization analytics and tools. FIRST USE: 20061100. FIRST USE IN COMMERCE: 20070200  
**Standard Characters Claimed**  
**Mark Drawing Code** (4) STANDARD CHARACTER MARK  
**Serial Number** 77449221  
**Filing Date** April 16, 2008  
**Current Filing Basis** 1A  
**Original Filing Basis** 1A  
**Supplemental Register Date** September 22, 2009  
**Registration Number** 3710666  
**Registration Date** November 10, 2009  
**Owner** (REGISTRANT) Eplk One, Inc. CORPORATION VERMONT 7 Kilburn Street Burlington VERMONT 05401  
**Attorney of Record** Erik M. Pelton  
**Type of Mark** SERVICE MARK  
**Register** SUPPLEMENTAL  
**Live/Dead Indicator** LIVE

http://tess2.uspto.gov/bin/showfield?f=doc&state=4004:tou30h.9.1

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**OM BOOTCAMP**

<b>Word Mark</b>	<b>OM BOOTCAMP</b>
<b>Goods and Services</b>	IC 041, US 100 101 107, G & S; educational services, namely, providing training, classes, workshops, seminars and online training in the field of online marketing and advertising, web analytics, search engine marketing and advertising, web publishing and usability. FIRST USE: 20060600. FIRST USE IN COMMERCE: 20070300
<b>Standard Characters Claimed</b>	
<b>Mark Drawing Code</b>	(4) STANDARD CHARACTER MARK
<b>Trademark Search Facility Classification Code</b>	LETS-2 OM Two letters or combinations of multiples of two letters
<b>Serial Number</b>	77467544
<b>Filing Date</b>	May 7, 2008
<b>Current Filing Basis</b>	1A
<b>Original Filing Basis</b>	1A
<b>Published for Opposition</b>	January 27, 2009
<b>Registration Number</b>	3605280
<b>Registration Date</b>	April 14, 2009
<b>Owner</b>	(REGISTRANT) Epik One, Inc. CORPORATION VERMONT 7 Kilburn Street Burlington VERMONT

<http://tess2.uspto.gov/bin/showfield?f=doc&state=4004:tou30h.4.1>

12/22/2010

05401  
**Attorney of Record** Erik M. Pelton  
**Disclaimer** NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "OM" APART FROM THE MARK AS SHOWN  
**Type of Mark** SERVICE MARK  
**Register** PRINCIPAL  
**Live/Dead Indicator** LIVE

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**EPIK**

**Word Mark**  
**Goods and Services**

**EPIK**

IC 035, US 100 101 102. G & S: digital advertising services; electronic commerce services, namely, providing information about products via telecommunication networks for advertising and sales purposes; business consultation in the field of electronic commerce; marketing services for mobile devices, namely, direct marketing services and business marketing services provided via mobile devices; online marketing, namely, promoting the goods and services of others via the Internet; Internet, online and mobile search marketing services, namely, promoting the goods and services of others via the Internet and mobile devices; marketing consultation services in the field of Internet, online and mobile search marketing services. FIRST USE: 20011000. FIRST USE IN COMMERCE: 20040800

**Standard Characters Claimed**

**Mark Drawing Code** (4) STANDARD CHARACTER MARK

**Serial Number** 77449220

**Filing Date** April 16, 2008

**Current Filing Basis** 1A

**Original Filing Basis** 1A

**Publish for Opposition** January 20, 2009

**Registration**

<http://tess2.uspto.gov/bin/showfield?f=doc&state=4004:tou30h.5.5>

12/22/2010

**Number** 3601383  
**Registration Date** April 7, 2009  
**Owner** (REGISTRANT) Epik One, Inc. CORPORATION VERMONT 174 Avenue C Williston VERMONT 05495  
**Attorney of Record** Erik M. Pelton  
**Prior Registrations** 3164843  
**Type of Mark** SERVICE MARK  
**Register** PRINCIPAL  
**Live/Dead Indicator** LIVE

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# REFINE

**Word Mark** REFINE  
**Goods and Services** IC 035. US 100 101 102. G & S: Advertising and marketing consultation services, namely consultation concerning marketing on websites and online, conversion analysis regarding success of marketing campaigns, web analytics regarding success of marketing campaigns, business intelligence consultation. FIRST USE: 20040900. FIRST USE IN COMMERCE: 20040900  
**Standard Characters Claimed**  
**Mark Drawing Code** (4) STANDARD CHARACTER MARK  
**Serial Number** 78846101  
**Filing Date** March 24, 2006  
**Current Filing Basis** 1A  
**Original Filing Basis** 1A  
**Published for Opposition** June 5, 2007  
**Registration Number** 3282811  
**Registration Date** August 21, 2007  
**Owner** (REGISTRANT) Epik One, Inc. CORPORATION VERMONT 7 Kilburn Street Burlington

VERMONT 05401  
Attorney of Record Erik M. Pelton  
Type of Mark SERVICE MARK  
Register PRINCIPAL  
Live/Dead Indicator LIVE

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## Transferred Domain Names

10metrics.com  
analyticsexperts.com  
analytics-view.com  
analyticalert.com  
analyticalerts.com  
analyticsconsultancy.com  
analyticscorner.com  
analyticsdash.com  
analyticsdashboards.com  
analyticsseminars.com  
analyticsexperts.com  
analyticsforecast.com  
analyticshub.com  
analyticsinsight.com  
analyticsiphone.com  
analyticsmobi.com  
analyticsoptimization.com  
analyticsoptimize.com  
analyticspower.com  
analyticspredict.com  
analyticspredictive.com  
analyticsrev.com  
analyticsrevenue.com  
analyticsscan.com  
analyticssearch.com  
analyticsseminars.com  
analyticstalk.com  
analyticstest.com  
analyticstesting.com  
analyticstrends.com  
analyticsview.com  
analytictalk.com  
appsexperts.com  
benchmarkga.com  
bootcamp08live.com  
bootcamp2008live.com  
bootcampjune08.com  
bootcampjune08.com  
bootcampvt.com  
enterprisearchanalytics.com  
epicone.us  
epik1.com  
epikanalytics.com  
epikblog.com  
epikexperts.com  
epiklabs.com  
epikmarketing.com  
epikone.com  
epikone.mobi  
epikone.org  
epikone.us  
epiksearch.com  
epikseminars.com  
epikthink.com  
epikventures.com  
epikware.com

epikweb.com  
epik.biz  
excludeip.com  
excludeips.com  
gasitescan.com  
goog-experts.com  
googleseminars.biz  
investmentmarketers.com  
mapsexperts.com  
miniexperts.com  
movingbusinessonline.com  
mygoogleseminars.com  
nvtyll.com  
ombootcamp.com  
ombootcamp08.com  
ombootcamp2008.com  
ombootcampvt.com  
optimizerexperts.com  
refinetheory.com  
returnanalytics.com  
sitescanga.com  
snapshotkpi.com  
switchboardkpi.com  
testingmobile.com  
trendsexperts.com  
urchin-experts.com  
urchinguru.com  
urchingurus.com  
uxtalk.com  
vtmarket.com  
webanalyticexperts.com  
webanalyticexperts.com  
webanalyticstalk.net  
webanalyticstalk.org  
webanalytictalk.com  
webanalytictalk.net  
webanalytictalk.org  
workatepik.com

Schedule B

LIST OF EXCLUDED DOMAIN NAMES

4040422

Excluded Domain Names

ateliervenusedecor.com  
babybroussard.com  
digital-midi.com  
digitalmidi.com  
divinedecoupage.com  
hrsentryassociations.com  
hrsentryinsurance.com  
hrsentrypayroll.com  
hrsentryriskpools.com  
hrsentrysmallbiz.com  
petraspoint.com  
seahawklacrosse.com  
seahawkslacrosse.com  
telerrific.us  
telerrificusa.com  
telerrificusa.com  
telerrific.us  
telerrificusa.com