

**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>
DOTMENU, INC.		09/30/2011	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	GRUBHUB, INC.		
<b>Street Address:</b>	2211 N. ELSTON AVE.		
<b>Internal Address:</b>	Ste. 400		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60614		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	75345381	CAMPUSFOOD.COM	
<b>Serial Number:</b>	77216084	ALLMENUS	
<b>Serial Number:</b>	78855827	DOTMENU	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(773)489-5509		
<b>Phone:</b>	773-756-1588		
<b>Email:</b>	legal@grubhub.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Ethel Spyratos		
<b>Address Line 1:</b>	2211 N. ELSTON AVE.		
<b>Address Line 2:</b>	Ste. 400		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60614		
<b>NAME OF SUBMITTER:</b>	Michael Evans		

OP \$90.00 75345381

**900206981**

**TRADEMARK  
 REEL: 004660 FRAME: 0169**

Signature:	/michael evans/
Date:	11/11/2011
Total Attachments: 3 source=2011 09 30 Trademark Assignment to Grubhub-1#page1.tif source=2011 09 30 Trademark Assignment to Grubhub-1#page2.tif source=Assignment Coversheet (signed)#page1.tif	

**Trademark Assignment**

This assignment ("Assignment") memorializes the assignment made concurrent with the merger of Duke Acquisition Corp., a wholly owned subsidiary of GrubHub, Inc. with and into Dotmenu, Inc. and is made effective and is evidenced as of September 30, 2011; the Assignment is from Dotmenu, Inc., a Delaware corporation ("ASSIGNOR"), to GrubHub, Inc., a Delaware corporation ("ASSIGNEE"):

WHEREAS, ASSIGNOR is the legal owner of the trademarks ("the Marks") as described in Exhibit A, attached hereto and incorporated by reference herein, together with the goodwill of the business symbolized thereby in connection with the goods on which the Marks are used (the "Products").

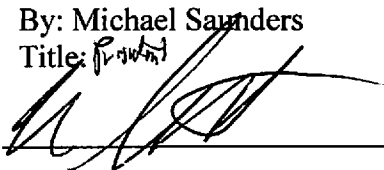
WHEREAS, ASSIGNOR desires to convey, transfer, assign, delivery, and contribute to ASSIGNEE all of its rights, titles, interest in and to the Marks.

NOW, THEREFORE, in receipt of good and valuable consideration, ASSIGNOR hereby documents the conveyance, transfer, assignment, delivery, and contribution to ASSIGNEE all of ASSIGNOR'S rights, titles, and interest of whatever kind in and to the Marks, together with (1) the goodwill of the business relating to the Products in respect upon which the Marks are used and for which they are registered; (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks; and (3) all rights to sue for past, present, and future infringements or misappropriations of the Marks.

ASSIGNOR further covenants that it will execute all documents, papers, forms, and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Marks, all at the cost and expense of the Assignee.

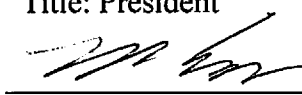
IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have duly executed under seal and delivered this Assignment, as of the day and year first above written.

ASSIGNOR  
Dotmenu, Inc.  
By: Michael Saunders  
Title: *President*



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ASSIGNEE  
GrubHub, Inc.  
By: Michael Evans  
Title: President



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**EXHIBIT A**

**TRADEMARKS**

<b>MARK</b>	<b>SERIAL NUMBER</b>	<b>REGISTRATION NUMBER</b>	<b>FILING DATE</b>	<b>REGISTRATION DATE</b>	<b>CLASS</b>
<b>DOTMENU</b>	78855827	3293828	4/6/06	9/18/07	<b>IC 035.</b> US 100 101 102
	77216084	3595620	6/26/07	3/24/09	<b>IC 035.</b> US 100 101 102.  <b>IC 043.</b> US 100 101.
	75345381	2247206	8/22/97	5/25/99	<b>IC 042.</b> US 100 101

