

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT														
NATURE OF CONVEYANCE:	MERGER														
EFFECTIVE DATE:	12/30/2013														
CONVEYING PARTY DATA															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Streeteasy, Inc.</td> <td></td> <td>12/30/2013</td> <td>CORPORATION: DELAWARE</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Streeteasy, Inc.		12/30/2013	CORPORATION: DELAWARE				
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<table border="1"> <tr> <td>Name:</td> <td>Zillow, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>1301 2nd Ave., Floor 31</td> </tr> <tr> <td>City:</td> <td>Seattle</td> </tr> <tr> <td>State/Country:</td> <td>WASHINGTON</td> </tr> <tr> <td>Postal Code:</td> <td>98101</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: WASHINGTON</td> </tr> </table>				Name:	Zillow, Inc.	Street Address:	1301 2nd Ave., Floor 31	City:	Seattle	State/Country:	WASHINGTON	Postal Code:	98101	Entity Type:	CORPORATION: WASHINGTON
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PROPERTY NUMBERS Total: 3															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>3476680</td> <td>STREETEASY</td> </tr> <tr> <td>Registration Number:</td> <td>3741423</td> <td>NEW YORK CITY'S HOMEPAGE</td> </tr> <tr> <td>Registration Number:</td> <td>3593224</td> <td>STREETEASY.COM</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	3476680	STREETEASY	Registration Number:	3741423	NEW YORK CITY'S HOMEPAGE	Registration Number:	3593224	STREETEASY.COM
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CORRESPONDENCE DATA															
<p>Fax Number: 8004043970 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 2062046241 Email: docketing@bgllp.com Correspondent Name: Matt Schneller Address Line 1: 701 Fifth Avenue, Suite 6200 Address Line 4: Seattle, WASHINGTON 98104</p>															
ATTORNEY DOCKET NUMBER:	093735-2														

NAME OF SUBMITTER:	Matt Schneller
Signature:	/Matt Schneller/
Date:	01/13/2014
<p>Total Attachments: 11 source=Merger into Zillow#page1.tif source=Merger into Zillow#page2.tif source=Merger into Zillow#page3.tif source=Merger into Zillow#page4.tif source=Merger into Zillow#page5.tif source=Merger into Zillow#page6.tif source=Merger into Zillow DE confirm#page1.tif source=Merger into Zillow DE confirm#page2.tif source=Merger into Zillow DE confirm#page3.tif source=Merger into Zillow DE confirm#page4.tif source=Merger into Zillow DE confirm#page5.tif</p>	

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

CERTIFICATE OF MERGER

I, Kim Wyman, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

ZILLOW, INC.

WA Profit Corporation
UBI: 602-453-354
Filing Date: December 30, 2013

Merging Entities:

Not Qualified in WA STREETEASY, INC.



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

A handwritten signature in cursive script that reads "Kim Wyman".

Kim Wyman, Secretary of State

Date Issued: 12/30/2013

TRADEMARK

REEL: 005191 FRAME: 0782

FILED

DEC 30 2013

WA SECRETARY OF STATE

ARTICLES OF MERGER

**ZILLOW, INC.
AND
STREETEASY, INC.**

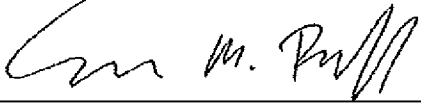
Pursuant to RCW 23B.11.050, the following Articles of Merger are executed for the purpose of merging StreetEasy, Inc., a Delaware corporation, the disappearing corporation, into Zillow, Inc., a Washington corporation, the surviving corporation (the "*Parent Corporation*").

1. The Plan of Merger adopted by the Board of Directors of the Parent Corporation is attached hereto as **Exhibit A**.
2. Shareholder approval was not required pursuant to RCW 23B.11.040.
3. The merger shall be effective at the delayed effective time of 11:00 a.m. Pacific Time on December 30, 2013.

[Signature page follows.]

Dated: December 27, 2013

ZILLOW, INC.

By: 

Name: Spencer Rascoff

Title: Chief Executive Officer

EXHIBIT A
PLAN OF MERGER

[Copy follows.]

PLAN OF MERGER OF
STREETEASY, INC.
MERGING INTO
ZILLOW, INC.

THIS PLAN OF MERGER is made pursuant to RCW 23B.11.040.

1. **Name of Parent.** The name of the parent is Zillow, Inc. ("*Parent*"). Parent is a Washington corporation.

2. **Name of Subsidiary.** The name of the subsidiary is StreetEasy, Inc. ("*Subsidiary*"). Subsidiary is a Delaware corporation.

3. **Manner and Basis of Converting Shares of Subsidiary.** At the effective time of the merger, by virtue of the merger all issued and outstanding shares of capital stock of Subsidiary that are owned by Parent shall be cancelled, and no consideration shall be delivered in exchange therefor.

4. **Effective Time of Merger.** The merger shall be effective at the delayed effective time of 11:00 a.m. Pacific Time on December 30, 2013.



SAS

Office of the Secretary of State

Customer Receipt

Nrai Denver F Regan

ZILLOW INC - MERGER

Received: \$90.00

Credit Card #038283_3884252862880176056438

Received On: 12/30/2013

Transaction Number: 2563300

Tracking ID: 2671360

By signing below you are authorizing the payment purchase of services rendered above on your credit card.

Signature: _____

Thank you!

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"STREETEASY, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ZILLOW, INC." UNDER THE NAME OF "ZILLOW, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2013, AT 12:53 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF DECEMBER, A.D. 2013, AT 2 O'CLOCK P.M.

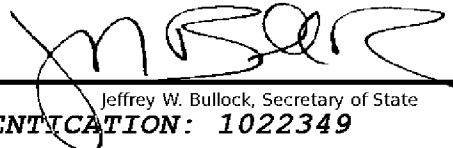
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

5457907 8100M

131486033



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1022349

DATE: 12-31-13

TRADEMARK
REEL: 005191 FRAME: 0788

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
STREETEASY, INC.
INTO
ZILLOW, INC.

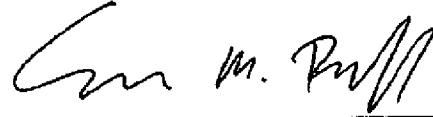
Zillow, Inc., a Washington corporation (the "*Company*"), in accordance with Section 253 of the Delaware General Corporation Law, does hereby certify as follows:

1. The Company was incorporated on December 13, 2004 pursuant to the provisions of the Washington Business Corporation Act.
2. The Company owns all of the outstanding shares of capital stock of StreetEasy, Inc. (the "*Subsidiary*"), a corporation incorporated on September 27, 2005 pursuant to the provisions of the Delaware General Corporation Law.
3. The Company, by the resolutions of its Board of Directors duly adopted on December 5, 2013 and set forth on **Exhibit A** to this Certificate, determined to merge the Subsidiary with and into the Company (the "*Merger*"), on the conditions set forth in such resolutions.
4. The future effective time and date of the Merger is 2:00 p.m. Eastern Time, December 30, 2013
5. The Company, as surviving corporation, agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the Subsidiary as well as for the enforcement of any obligation of the Company or the Subsidiary arising from the Merger and irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such action, suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of the State of Delaware is:

Zillow, Inc.
Attention: General Counsel
1301 Second Avenue, Floor 31
Seattle, WA 98101

IN WITNESS WHEREOF, the undersigned has signed this instrument and affirmed that this instrument is the act and deed of the Company, and that the statements herein are true, under penalties of perjury, this 27 day of December, 2013.

ZILLOW, INC.

A handwritten signature in black ink, appearing to read "Spencer Rascoff", written over a horizontal line.

By: Spencer Rascoff

Title: Chief Executive Officer

Exhibit A – Resolutions of the Board of Directors

APPROVAL OF MERGER OF STREETEASY, INC.

WHEREAS, the Company owns 100% of the issued and outstanding capital stock of StreetEasy, Inc., a Delaware corporation ("*StreetEasy*"); and

WHEREAS, this Board desires to approve the merger of StreetEasy with and into the Company (the "*StreetEasy Merger*"), and to establish the terms and conditions of the StreetEasy Merger in accordance with the Delaware Certificate of Ownership and Merger and the Plan of Merger in the forms reviewed by this Board in connection with the adoption of this resolution (the "*StreetEasy Plan of Merger*"), all in accordance with the provisions of Section 253 of the General Corporation Law of the State of Delaware (the "*DGCL*") and Section 23B.11.040 of the Washington Business Corporation Act (the "*WBCA*");

THEREFORE, BE IT RESOLVED, that, pursuant to the provisions of Section 253 of the DGCL and Section 23B.11.040 of the WBCA, the form, terms and conditions of each of the StreetEasy Merger and the StreetEasy Plan of Merger are hereby adopted and approved, and StreetEasy shall be merged with and into the Company such that the Company will continue as the surviving corporation of the StreetEasy Merger, and that all of the estate, property, rights, privileges, powers and franchises of StreetEasy be vested in and held and enjoyed by the Company as fully and entirely and without change or diminution as the same were before held and enjoyed by StreetEasy in its name.

RESOLVED FURTHER, that the Company shall assume all of the obligations of StreetEasy.

RESOLVED FURTHER, that all shares of StreetEasy's stock held by the Company shall be cancelled immediately as of the effective time of the StreetEasy Merger.

RESOLVED FURTHER, that the StreetEasy Merger is intended to qualify as a tax-free reorganization under Section 332 of the Internal Revenue Code of 1986, as amended (or any corresponding provisions of any succeeding law).

OMNIBUS RESOLUTION

RESOLVED, that any and all actions taken by the officers of the Company, or any of them, including the execution and delivery in the name of and on behalf of the Company of agreements or other instruments, deemed by such officers to be necessary or advisable to effectuate the transactions contemplated by the foregoing resolutions, whether prior or subsequent to this action by the directors, are hereby authorized, approved, and ratified, and the taking of any and all such

actions and the performance of any and all such things in connection with the foregoing shall conclusively establish such officers' authority therefore from the Company and the approval and ratification thereof by the directors.