

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	NUNC PRO TUNC ASSIGNMENT
<b>EFFECTIVE DATE:</b>	03/12/2009

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
U.S. Acquisition Sub, Inc. (now MIVA AK, Inc.)		05/10/2012	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Adknowledge, Inc.
<b>Street Address:</b>	4600 Madison Avenue, 10th FL
<b>City:</b>	KANSAS CITY
<b>State/Country:</b>	MISSOURI
<b>Postal Code:</b>	64112
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>PROPERTY NUMBERS Total: 22</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	3503165	MIVA INLINE
Registration Number:	2225424	MIVA
Registration Number:	3119681	MIVA MERCHANT
Registration Number:	3144895	MIVA MARKETPLACE
Registration Number:	3179269	MIVACENTRAL
Registration Number:	3182540	MIVACENTRAL
Registration Number:	3254184	MIVA
Registration Number:	3254185	MIVA
Registration Number:	3254186	A
Registration Number:	2462416	FINDWHAT.COM
Registration Number:	2493181	FIND WHAT YOU'RE LOOKING FOR
Registration Number:	2878070	TRAFFICBUILDER

CH \$565.00 3503165

Registration Number:	2893286	BIDOPTIMIZER
Registration Number:	2896470	AUTO BID
Registration Number:	2899567	CRUISE CONTROL
Registration Number:	2901597	AUTOREPLENISH
Registration Number:	2901598	ADANALYZER
Registration Number:	2904802	BUSINESSBUILDER
Registration Number:	2954712	PERFORMANCE-DRIVEN MARKETING
Registration Number:	2964997	FINDWHAT.COM
Registration Number:	3032917	INTELLIMAP
Registration Number:	3188692	ADREVENUE XPRESS

**CORRESPONDENCE DATA**

Fax Number: 8169311769  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 816-841-7622  
Email: ip@adknowledge.com  
Correspondent Name: Jerome R. Smith, Jr.  
Address Line 1: 4600 Madison Avenue, 10th FL  
Address Line 4: KANSAS CITY, MISSOURI 64112

ATTORNEY DOCKET NUMBER:	ADK1.327T-M
NAME OF SUBMITTER:	Jerome R. Smith, Jr.
Signature:	/Jerome R. Smith, Jr./
Date:	05/17/2012

**Total Attachments: 17**

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**TRADEMARK**



**NUNC PRO TUNC TRADEMARK ASSIGNMENT**

This Assignment ("Assignment") is made effective as of the execution date listed below, from:

**ASSIGNOR:**

U.S. Acquisition Sub, Inc., now MIVA AK, Inc. (a Delaware Corporation)

4600 Madison Avenue, 10<sup>th</sup> Floor

Kansas City, MO 64112

a Delaware Corporation

(copies of the name change documents from U.S. Acquisition Sub, Inc. to MIVA AK, Inc. are attached hereto as Appendix A)

to,

**ASSIGNEE:**

Adknowledge, Inc.

4600 Madison Avenue, 10<sup>th</sup> Floor

Kansas City, MO 64112

a Delaware Corporation;

WHEREAS, ASSIGNOR is the owner of the U.S. and Foreign Trademark Applications and Trademark Registrations (Trademarks), collectively referred to hereinafter as the "Marks" as listed and described in Exhibit A, attached hereto and incorporated by reference herein, together with the goodwill of the business symbolized thereby in connection with the services and goods (collectively, "the services and goods") on which the Marks are used.

WHEREAS, ASSIGNOR desires to sell, convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks.

NOW, THEREFORE, in consideration of the payment of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby sells, conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Marks, *nunc pro tunc*, effective as of March 12, 2009, including and together with: (1) the goodwill of the business relating to the services and goods for 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.

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered his Assignment, as of the day and year first below written.

ASSIGNOR- U.S. Acquisition Sub, Inc., now MIVA AK, Inc.

by  \_\_\_\_\_

Name: Michael R. Geroe

Title: Secretary


Date: 5/10, 2012

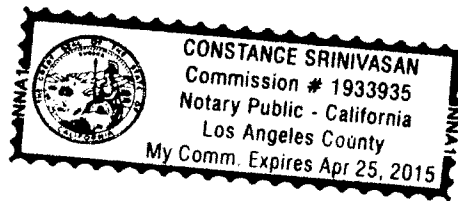
ACKNOWLEDGEMENT

State Of California )  
County Of Los Angeles )

On May 10, 2012, before me, Constance Srinivasan, Notary Public, personally appeared Michael R. Geroe, proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

  
Signature of Notary Public



[SEAL]

# **EXHIBIT A**

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**(11 Pages Total- Including This Page)**

**Exhibit A**

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**Trademarks**

<u>Mark</u>	<u>Registration Number</u>
MIVA MEANS BUSINESS	858104
MIVA MEANS BUSINESS	858105
MIVA RAINMAKER	864839
MIVA MEDIA	868960

Also see Attachments 1,2, and 3.



**Attachment 1**

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**UNITED STATES FEDERAL TRADEMARK APPLICATIONS / REGISTRATIONS**

<u>Mark</u>	<u>App. No./ App. Date</u>	<u>Reg. No. / Reg. Date</u>	<u>Current Owner</u>
MIVA INLINE	78/994,933 8/04/2006	3,503,165 9/16/2008	MIVA Small Business Solutions, Inc.
MIVA	75/371,296 10/10/1997	2,225,424 2/23/1999	MIVA Small Business Solutions, Inc.
MIVA MERCHANT	78/592,979 3/23/2005	3,119,681 7/25/2006	MIVA Small Business Solutions, Inc.
MIVA MARKETPLACE	78/686,752 8/05/2005	3,144,895 9/19/2006	MIVA Small Business Solutions, Inc.
MIVACENTRAL	78/493,151 10/01/2004	3,179,269 12/05/2006	MIVA Small Business Solutions, Inc.
MIVACENTRAL	78/492,440 9/30/2004	3,182,540 12/12/2006	MIVA Small Business Solutions, Inc.
	78/589,218 3/17/2005	3,254,184 6/19/2007	MIVA Small Business Solutions, Inc.
MIVA	78/589,227 3/17/2005	3,254,185 6/19/2007	MIVA Small Business Solutions, Inc.
	78/589,252 3/17/2005	3,254,186 6/19/2007	MIVA Small Business Solutions, Inc.
FINDWHAT.COM	75/651,445 3/10/1999	2,462,416 6/19/2001	MIVA, Inc.
FIND WHAT YOU'RE LOOKING FOR	75/680,567 5/6/1999	2,493,181 9/25/2001	MIVA, Inc.
TRAFFICBUILDER (Supplemental Register)	78/249,690 5/14/2003	2,878,070 8/24/2004	MIVA, Inc.
BIDOPTIMIZER	78/249,667 5/14/2003	2,893,286 10/12/2004	MIVA, Inc.

<b>AUTO BID</b> (Supplemental Register)	78/249,711 5/14/2003	2,896,470 10/19/2004	MIVA, Inc.
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**UNITED STATES FEDERAL TRADEMARK APPLICATIONS / REGISTRATIONS**

<b><u>Mark</u></b>	<b><u>App. No./ App. Date</u></b>	<b><u>Reg. No./ Reg. Date</u></b>	<b><u>Current Owner</u></b>
<b>CRUISE CONTROL</b>	78/249,700 5/14/2003	2,899,567 11/2/2004	MIVA, Inc.
<b>AUTOREPLENISH</b>	78/249,685 5/14/2003	2,901,597 11/9/2004	MIVA, Inc.
<b>ADANALYZER</b>	78/249,708 5/14/2003	2,901,598 11/9/2004	MIVA, Inc.
<b>BUSINESSBUILDER</b>	78/249,681 5/14/2003	2,904,802 11/23/2004	MIVA, Inc.
<b>PERFORMANCE-DRIVEN MARKETING</b>	78/249,655 5/14/2003	2,954,712 5/24/2005	MIVA, Inc.
<b>FINDWHAT.COM</b>	78/318,902 10/27/2003	2,964,997 7/5/2005	MIVA, Inc.
<b>INTELLIMAP</b>	78/337,404 12/6/2003	3,032,917 12/20/2005	MIVA, Inc.
<b>ADREVENUE XPRESS</b>	78/492,518 9/30/2004	3,188,692 12/26/2006	MIVA, Inc.

**Attachment 2**

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**EUROPEAN COMMUNITY TRADEMARK APPLICATION / REGISTRATIONS**

<b><u>Mark</u></b>	<b><u>App. No./ App. Date</u></b>	<b><u>Reg. No. / Reg. Date</u></b>	<b><u>Current Owner</u></b>
<b>MIVA</b>	1456748 1/11/2000	1456748 2/15/2001	MIVA Small Business Solutions, Inc.
<b>MIVA MERCHANT</b>	4366712 4/1/2005	4366712 3/13/2006	MIVA Small Business Solutions, Inc.
<b>MIVA</b>	4366721 4/1/2005	4366721 6/8/2006	MIVA Small Business Solutions, Inc.
	4369021 4/1/2005	4369021 5/15/2006	MIVA Small Business Solutions, Inc.
	4369039 4/1/2005	4369039 5/15/2006	MIVA Small Business Solutions, Inc.
<b>MIVA MEANS BUSINESS</b>	4503082 6/10/2005	4503082 7/13/2006	MIVA Small Business Solutions, Inc.
<b>MIVA MEDIA</b>	4532883 7/8/2005	4532883 6/8/2006	MIVA Small Business Solutions, Inc.
<b>MIVA MARKETPLACE</b>	4625836 9/2/2005	4625836 7/26/2006	MIVA Small Business Solutions, Inc.
<b>BEFIRST</b>	1843671 9/7/2000	1843671 4/26/2002	MIVA, Inc.
<b>FINDWHAT.COM</b>	1844166 9/7/2000	1844166 4/24/2002	MIVA, Inc.
<b>MIVA RAINMAKER</b>	4619326 8/26/2005	4619326 7/27/2006	MIVA, Inc.

**Attachment 3**




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**CANADIAN TRADEMARK APPLICATIONS / REGISTRATIONS**

<b><u>Mark</u></b>	<b><u>App. No./ App. Date</u></b>	<b><u>Reg. No./ Reg. Date</u></b>	<b><u>Current Owner</u></b>
	1,252,013 3/29/2005	TMA711,644 4/11/2008	MIVA Small Business Solutions, Inc.
	1,252,014 3/29/2005	TMA711,646 4/11/2008	MIVA Small Business Solutions, Inc.
MIVA	1,252,015 3/29/2005	TMA711,645 4/11/2008	MIVA Small Business Solutions, Inc.
MIVA MERCHANT	1,252,016 3/29/2005	TMA689,350 6/7/2007	MIVA Small Business Solutions, Inc.



**INTERNATIONAL MARK APPLICATIONS AND REGISTRATIONS**

<u>Mark</u>	<u>Reg. No. / Reg. Date</u>	<u>Country / Current Status</u>	<u>Current Owner</u>
MIVA MERCHANT	847182 3/29/2005	China - granted Japan - granted Norway - granted	MIVA Small Business Solutions, Inc.
	855911 3/29/2005	China - granted Japan - granted Korea - granted Norway - granted	MIVA Small Business Solutions, Inc.
MIVA	855913 3/29/2005	China - refusal appealed; awaiting decision Japan - granted Korea - granted Norway - granted	MIVA Small Business Solutions, Inc.
	855914 3/29/2005	China - refusal appealed; awaiting decision Japan - granted Korea - granted Norway - granted	MIVA Small Business Solutions, Inc.
MIVA MARKETPLACE	864086 8/17/2005	China - refusal appealed; awaiting decision Korea - granted Norway - granted	MIVA Small Business Solutions, Inc.
	821164 12/05/2003	China - granted Japan - granted Norway - granted	MIVA, Inc.
FINDWHAT.COM	824309 12/5/2003	Australia - granted China - granted Japan - granted Korea - granted	MIVA, Inc.

# **APPENDIX A**

**Name Change Documents from U.S. Acquisition Sub, Inc. to MIVA AK, Inc.**

**(3 Pages Total- Including This Page)**

# 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 AMENDMENT OF "U.S. ACQUISITION SUB, INC.", CHANGING ITS NAME FROM "U.S. ACQUISITION SUB, INC." TO "MIVA AK, INC.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MARCH, A.D. 2009, AT 3:45 O'CLOCK P.M.

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

4661445 8100

090275564

You may verify this certificate online  
at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7192327

DATE: 03-17-09

PATENT  
REEL: 022751 FRAME: 0937  
TRADEMARK  
REEL: 004782 FRAME: 0023

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
OF CERTIFICATE OF INCORPORATION

U.S. Acquisition Sub, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation") does hereby certify:

**FIRST:** That pursuant to an action by unanimous written consent of the director without a meeting taken in accordance with Section 141 of the General Corporation Law of the State of Delaware, resolutions were duly adopted by the board of directors of the Corporation, setting forth a proposed amendment of the certificate of incorporation of the corporation, declaring said amendment to be advisable and calling a meeting of the sole stockholder of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**NOW, THEREFORE, BE IT RESOLVED,** that the Certificate of Incorporation of the Corporation be amended by changing the Article thereof numbered "ARTICLE I" so that, as amended, said Article shall be and read as follows:

ARTICLE I

The name of the corporation (which is hereinafter referred to as the "Corporation") is:

MIVA AK, Inc.

**SECOND:** That thereafter, in lieu of a meeting, the sole stockholder of the Corporation voted all issued and outstanding shares of capital stock of the Corporation in favor of the amendment pursuant to an action by written consent of the sole stockholder in lieu of a meeting taken in accordance with Section 228 of the General Corporation Law of the State of Delaware.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF,** the Corporation has caused this Certificate of Amendment of Certificate of Incorporation to be signed by Scott Lynn, an authorized officer, this 17th day of March, 2009.

By:   
Name: Scott Lynn  
Title: President and Chief Executive Officer

RECORDED: 05/29/2009

RECORDED: 05/17/2012

PATENT  
REEL: 022751 FRAME: 0938  
TRADEMARK  
REEL: 004782 FRAME: 0024