

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
aQuantive, Inc.		02/27/2013	CORPORATION: WASHINGTON

RECEIVING PARTY DATA

Name:	Atlas Solutions, LLC
Street Address:	1601 Willow Road
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2737817	ATLAS
Registration Number:	2728196	ATLAS
Registration Number:	3261879	ATLAS ON DEMAND
Registration Number:	3160130	PARTNER FOR RESULTS
Registration Number:	3160129	PARTNER FOR RESULTS
Registration Number:	2606934	TOPLAYER

CORRESPONDENCE DATA

Fax Number: 6508570663
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 6508435000
 Email: trademarks@cooley.com
 Correspondent Name: Aaron Fennimore c/o Cooley LLP
 Address Line 1: 1299 Pennsylvania NW, Suite 700
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

CH \$165.00 2737817

ATTORNEY DOCKET NUMBER:	309101-20000
NAME OF SUBMITTER:	Aaron M. Fennimore
Signature:	/Aaron M. Fennimore/
Date:	06/24/2013
Total Attachments: 7 source=Atlas Solutions Sale#page1.tif source=Atlas Solutions Sale#page2.tif source=Atlas Solutions Sale#page3.tif source=Atlas Solutions Sale#page4.tif source=Atlas Solutions Sale#page5.tif source=Atlas Solutions Sale#page6.tif source=Atlas Solutions Sale#page7.tif	

BILL OF SALE AND ASSIGNMENT

This Bill of Sale and Assignment (this "**Bill of Sale**"), dated as of April 26, 2013, is made and entered into by and among: Microsoft Corporation, a Washington corporation (the "**Seller**"); the following direct or indirect subsidiaries of the Seller: Microsoft Online, Inc., a Nevada corporation ("**Microsoft Online**"); aQuantive, Inc., a Washington corporation; Microsoft B.V., a limited company organized under the laws of the Netherlands; Microsoft Limited, a limited company organized under the laws of the United Kingdom ("**MS UK**"), Microsoft Pty Limited., a limited company organized under the laws of Australia ("**MS Australia**"); Microsoft France SAS, a limited company organized under the laws of France ("**MS France**"); and Microsoft Canada, Inc., a Canadian corporation (the Seller and each of the foregoing direct or indirect subsidiaries of the Seller, collectively, the "**Selling Entities**"); and Atlas Solutions, LLC, a Delaware limited liability company (the "**Acquisition Sub**"), which is a wholly-owned subsidiary of Facebook, Inc., a Delaware corporation (the "**Purchaser**"). Unless otherwise specified, capitalized terms used but not defined in this Bill of Sale have the definitions that are ascribed to them in the Purchase Agreement (as defined below).

RECITALS

A. This Bill of Sale is being executed and delivered pursuant to Sections 6.1(g), 6.1(h) and 6.2(h) of that certain Purchase Agreement, dated as of February 27, 2013, by and between the Seller and the Purchaser (the "**Purchase Agreement**").

B. Upon the terms and subject to the conditions of the Purchase Agreement, the Seller has agreed to, and to cause the other Selling Entities to, sell, convey, assign, transfer and deliver the Transferred Assets to the Acquisition Sub.

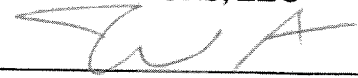
C. Each of the Selling Entities is participating or has participated in the Business and is willing to execute this Bill of Sale to ensure all of the Transferred Assets (whether or not the Selling Entity currently has any right, title or interest in the Transferred Assets) are sold, conveyed, assigned, transferred and delivered to the Acquisition Sub pursuant to the terms and conditions of the Purchase Agreement.

D. Microsoft Online and Atlas A Company LLC, a Delaware limited liability company and wholly-owned subsidiary of Microsoft Online (the "**Divestiture Sub**"), have entered into that certain Assignment and Assumption Agreement, of even date with this Bill of Sale (the "**Divestiture Sub Assignment**"), whereby, prior to the effectiveness of this Bill of Sale, Microsoft Online has assigned all of Microsoft Online's right, title and interest in and to the Assigned Contracts (as defined in the Divestiture Sub Assignment) to the Divestiture Sub, and the Divestiture Sub has assumed any Assumed Liabilities with respect to the Assigned Contracts that are Assumed Contracts.

E. Each of MS UK, MS Australia and MS France have an assembled work force in place related to the Business, and one or more Affiliates of the Purchaser is hiring all or a substantial portion of the Employees employed by those entities. Each of MS UK, MS Australia and MS France are receiving a portion of the Purchase Price related to the value of its assembled workforce.

IN WITNESS WHEREOF, the parties have executed this Bill of Sale effective as of the date first written above.

ATLAS SOLUTIONS, LLC

By: 

Name: Theodore W. Ulyot

Title: Manager

[Remainder of page intentionally left blank. Additional signatures follow.]

SIGNATURE PAGE TO BILL OF SALE

**TRADEMARK
REEL: 005060 FRAME: 0901**

MICROSOFT CORPORATION

By: _____
Name: Keith Dolliver
Title: Assistant Secretary

MICROSOFT ONLINE, INC.

By: _____
Name: Anna Becker
Title: President

AQUANTIVE, INC.

By: _____
Name: Benjamin Orndorff
Title: Vice President

MICROSOFT B.V.

By: _____
Name: Keith Dolliver
Title: Director

MICROSOFT PTY LTD.

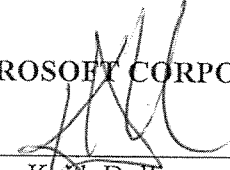
By: _____
Name: Benjamin Orndorff
Title: Director

MICROSOFT CANADA, INC.

By: _____
Name: Benjamin Orndorff
Title: Director

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MICROSOFT CORPORATION

By: 
Name: Keith Dolliver
Title: Assistant Secretary

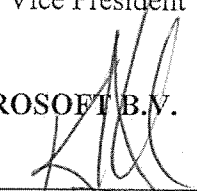
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PURCHASE AGREEMENT
by and between
MICROSOFT CORPORATION
and
FACEBOOK, INC.

Dated as of February 27, 2013

CONFIDENTIAL

SCHEDULE 2.1(c)

TRANSFERRED IP REGISTRATIONS

Trademarks:

Mark	Reg. No.	Jurisdiction	Owner
ATLAS	2,737,817	U.S.	aQuantive, Inc.
ATLAS	2,728,196	U.S.	aQuantive, Inc.
ATLAS ON DEMAND	3,261,879	U.S.	aQuantive, Inc.
PARTNER FOR RESULTS	3,160,130	U.S.	aQuantive, Inc.
PARTNER FOR RESULTS	3,160,129	U.S.	aQuantive, Inc.
TOPLAYER	2,606,934	U.S.	aQuantive, Inc.

Domain Names:

Domain Name	Owner
atlassolutions.com.au	Microsoft Pty Ltd (Australia)
atlasrichmedia.eu	Microsoft B.V. (Netherlands)
atlassearch.eu	Microsoft B.V. (Netherlands)
click-url.ca	Microsoft Canada, Inc.
atdmt.com	Microsoft Corporation
atdmt-host.com	Microsoft Corporation
atdmt-ppe.com	Microsoft Corporation
atlas1point.com	Microsoft Corporation
atlasdirect.com	Microsoft Corporation
atlasdmt.com	Microsoft Corporation
atlasgo.com	Microsoft Corporation
atlasinstitute.com	Microsoft Corporation
atlasinstream.com	Microsoft Corporation
atlasin-stream.com	Microsoft Corporation
atlasinstreamvideo.com	Microsoft Corporation
atlasin-streamvideo.com	Microsoft Corporation
atlasolution.com	Microsoft Corporation