

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3236570

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
DIGITAL EQUIPMENT CORPORATION	08/18/1999
COMPAQ COMPUTER CORPORATION	08/18/1999
RECEIVING PARTY DATA	
Name:	ZOOM NEWCO INC.
Street Address:	100 BRICKSTONE SQUARE
City:	ANDOVER
State/Country:	MASSACHUSETTS
Postal Code:	01810
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	10702116
CORRESPONDENCE DATA	
Fax Number:	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
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Correspondent Name:	PILLSBURY WINTHROP SHAW PITTMAN LLP
Address Line 1:	1650 TYSONS BLVD, SUITE 1400
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ATTORNEY DOCKET NUMBER:	022994-0427305
NAME OF SUBMITTER:	TAIRAN WANG
SIGNATURE:	/Tairan Wang/
DATE SIGNED:	02/23/2015
Total Attachments: 14	
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**ASSIGNMENT AGREEMENT
BY AND AMONG
COMPAQ COMPUTER CORPORATION,
DIGITAL EQUIPMENT CORPORATION
AND
ZOOM NEWCO INC.**

ASSIGNMENT AGREEMENT (the "Agreement") dated as of August 18, 1999, (the "Effective Date") by and among Compaq Computer Corporation, a Delaware corporation ("Compaq"), Digital Equipment Corporation, a Massachusetts corporation and a wholly-owned subsidiary of Compaq ("Digital") and Zoom Newco Inc., a Delaware corporation ("Newco").

WHEREAS, Compaq, through a wholly-owned subsidiary, currently owns a World Wide Web site with the URL www.altavista.com that provides, among other things, Internet search and navigation functionality;

WHEREAS, Newco intends to own and operate in the Territory (as defined below) a premier e-commerce/e-service and information hub World Wide Web platform using the relevant technology of the AltaVista Business (as defined below), provided by Compaq;

WHEREAS, Compaq and Digital agree, as appropriate, to contribute, transfer, assign or license or cause its Affiliates to contribute, transfer, assign or license the rights and assets contemplated by this Agreement and the attached Schedules (the "Contribution"), to Newco for the operation of the AltaVista Platform in the Territory;

NOW THEREFORE, in consideration of the premises, the mutual agreements and covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. DEFINITIONS.

The following definitions shall apply throughout this Agreement:

1.1 "Affiliate" shall mean, with respect to any specified Person, any other Person that directly or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with, such specified Person.

1.2 "Agreement" shall have the meaning set forth in the preamble.

1.3 "AltaVista" shall mean AltaVista Company, a Delaware corporation and wholly-owned subsidiary of Digital.

1.4 "AltaVista Business" shall mean (i) the business operations for Compaq's AltaVista division as of June 29, 1999, including without limitation, AltaVista, Zip2 and SDC, and future business operations contemplated, in a written development plan, as of June 29, 1999 and implemented within twelve (12) months of such date and (ii) the business operations for the AltaVista Search Intranet, AltaVista Search Developer's Kit and AltaVista Search CD-ROM Tool Kit.

1.5 "AltaVista Domain Names" shall have the meaning set forth in Section 2.1.2(d).

1.6 "AltaVista Marks" shall have the meaning set forth in Section 2.1.2(a).

1.7 "AltaVista Patent" shall mean a patent that has been assigned to Newco hereunder.

1.8 "AltaVista Platform" shall mean a Web site operated by or for AltaVista that includes any or all of search and navigation functionality, directories, indices, content aggregation channeling, e-commerce and e-services, and the software implementing the foregoing.

1.9 "AltaVista Shares" shall mean the issued and outstanding shares of common stock of AltaVista, par value \$0.01 per share.

1.10 "Assigned Intellectual Property" shall have the meaning set forth in Section 2.1.2.

1.11 "Assumed Liabilities" shall have the meaning set forth in Section 2.1.8.

1.12 "Code" shall mean the Internal Revenue Code of 1986, as amended.

1.13 "Compaq" shall have the meaning set forth in the preamble.

1.14 "Compaq's Area of Business" shall mean all business segments in which Compaq sells goods or services during the applicable period, including but not limited to all customer segments to whom Compaq sells such goods or services.

1.15 "Compaq Property" shall have the meaning set forth in Section 5.1.

1.16 "Compaq Reserved Rights" shall mean a royalty-free, non-exclusive, worldwide, perpetual and irrevocable right for Compaq to use, make, have made, sell, copy, modify, display, distribute, prepare derivative works of, sublicense, or otherwise exploit in any manner the Assigned Intellectual Property (other than the AltaVista Marks, except as provided in Article 6), provided, however, that the Compaq Reserved Rights shall not include the right for Compaq to sublicense its rights in any Assigned Intellectual Property assigned to Newco hereunder other than (i) in connection with products and services of Compaq distributed or provided to end users or distributors in the ordinary course of business or (ii) as part of a derivative work created by or on behalf of Compaq, and provided further, that Compaq may not grant a sublicense to any AltaVista Patent as part of any cross-license of substantially the entire portfolio of Compaq or Digital patents. The foregoing rights shall not be transferable, other than to Affiliates of Compaq, except in connection with the sale of all or substantially all of Compaq's assets, whether by merger, asset purchase, or otherwise.

1.17 "Digital" shall have the meaning set forth in the preamble.

1.18 "Governmental Entity" shall have the meaning set forth in Section 4.1

1.19 "Indemnified Party" shall have the meaning set forth in Section 10.3.

1.20 "Indemnifying Party" shall have the meaning set forth in Section 10.3.

1.21 "Contribution" shall have the meaning set forth in the preamble.

1.22 "Intellectual Property" shall mean all trademarks, service marks, trade names, Internet domain names, designs, logos, slogans and general intangibles of like nature, together with goodwill, patents, copyrights (including registrations and applications for each of the foregoing); inventions (both patentable and not patentable); computer programs, including any and all software implementations of algorithms, models and methodologies in both source code and object code form, all documentation, including user manuals and training materials, related to any of the foregoing; confidential information, technology, know-how, processes, formulae, algorithms, models and methodologies.

1.23 "Marks" shall mean trademarks, service marks, Internet domain names, trade names, logos and designs, together with applications and registrations of the foregoing.

1.24 "Newco" shall have the meaning set forth in the preamble.

1.25 "AltaVista Ireland Agreement" shall mean the International Assignment Agreement by and among Compaq, Digital and Kasempa Limited, a private limited company formed under the laws of Ireland, dated of even date herewith.

1.26 "Person" shall mean any individual, bank, partnership, firm, corporation, limited liability company, association, trust, or any other entity or organization.

1.27 "Retained Intellectual Property" shall have the meaning set forth in Section 2.1.7.

1.28 "Retained Liabilities" shall have the meaning set forth in Section 2.1.8.

1.29 "SDC" shall mean Shopping.com, a California corporation.

1.30 "Third Person Assertion" shall have the meaning set forth in Section 10.3.

1.31 "Territory" shall mean the United States.

1.32 "Zip2" shall mean Zip2 Corporation, a California corporation.

2. DELIVERIES

2.1 Deliveries of Compaq and Digital.

2.1.1 Digital and Compaq hereby transfer and deliver the shares of stock listed on Schedule A to Newco.

2.1.2 Intellectual Property. Subject to the Compaq Reserved Rights, Compaq itself, or through its Affiliates, hereby assigns, transfers, and delivers to Newco, and Newco hereby accepts all of Compaq's and its Affiliates' right, title, and interest in the Territory in and to the intellectual property listed below (the "Assigned Intellectual Property"), including without limitation, (w) all rights of priority under international agreements to which the United States adheres; (x) the rights to enforce the Assigned Intellectual Property in the Territory; (y) all income, royalties, damages, claims, and payments now or hereafter due or payable with respect thereto, and all rights

corresponding thereto throughout the Territory; and (z) (subject to Section 2.1.8) all of Compaq's and its Affiliates' obligations under any existing license agreements.

(a) All Marks in the Territory used primarily in the AltaVista Business including but not limited to those set forth on Schedule 2.1.2(a) (the "AltaVista Marks"), together with the goodwill connected with the use of and symbolized by the AltaVista Marks in the Territory, and all renewals thereof, and all intent-to-use applications for the AltaVista Marks in the Territory, together with the portion of the AltaVista Business to which such Marks apply;

(b) All copyrights in the Territory used primarily in the AltaVista Business and known by AltaVista as of June 29, 1999, including but not limited to those set forth on Schedule 2.1.2(b), and all renewals thereof, as determined pursuant to the Letter Agreement by and among Compaq, Digital, Newco, CMGI, Inc. and AltaVista dated as of June 29, 1999 (hereinafter, the "Letter Agreement");

(c) (i) The patents and patent applications, and the inventions described therein, set forth on Schedule 2.1.2(c)-I, and all patent applications entitled to claim priority thereof (including, but not limited to continuations, continuations-in-part, continued prosecution applications, divisions, reissues, and reexaminations, but excluding all foreign counterparts thereof); (ii) certain inventions in the Territory as set forth on Schedule 2.1.2(c)-I; (iii) any additional patents and patent applications in the Territory agreed upon pursuant to the Letter Agreement; and (iv) all United States counterparts to the patents and patent applications, and the inventions described therein, set forth on Schedule 2.1.2(c)-II;

(d) All Internet domain names in the Territory used primarily in the AltaVista Business including but not limited to those set forth on Schedule 2.1.1(d) (the "AltaVista Domain Names"); and

(e) All technology, software (including but not limited to source code, object code, content, supporting documentation and other data), know-how, trade secrets, methods, algorithms and formulae in the Territory used primarily in the AltaVista Business and known by AltaVista as of June 29, 1999;

(f) All Intellectual Property in the Territory developed by employees of AltaVista between June 29, 1999 and the Effective Date.

Redacted

Pages 6-17 Redacted

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Assignment Agreement as of the day and year first above written.

COMPAQ COMPUTER CORPORATION

By: W. D. Strecker

Name: William D. Strecker

Title: Senior Vice President

20555 State Highway 249
Houston, Texas 77070

DIGITAL EQUIPMENT CORPORATION

By: _____

Name: _____

Title: _____

40 Old Bolton Road
Stow, Massachusetts 01775

ZOOM NEWCO INC.

By: _____

Name: _____

Title: _____

100 Brickstone Square
Andover, Massachusetts 01810

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Assignment Agreement as of the day and year first above written.

COMPAQ COMPUTER CORPORATION

By: _____

Name: _____

Title: _____

20555 State Highway 249
Houston, Texas 77070

DIGITAL EQUIPMENT CORPORATION

By: Linda S. Auwers

Name: Linda S. Auwers

Vice President & Assistant Secretary/

Title: Assistant Clerk

40 Old Bolton Road
Stow, Massachusetts 01775

ZOOM NEWCO INC.

By: _____

Name: _____

Title: _____

100 Brickstone Square
Andover, Massachusetts 01810

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Assignment Agreement as of the day and year first above written.

COMPAQ COMPUTER CORPORATION

By: _____

Name: _____

Title: _____

20555 State Highway 249
Houston, Texas 77070

DIGITAL EQUIPMENT CORPORATION

By: _____

Name: _____

Title: _____

40 Old Bolton Road
Stow, Massachusetts 01775

ZOOM NEWCO INC.

By: Andrew J. Hajduky III

Name: Andrew J. Hajduky III

Title: Vice President

100 Brickstone Square
Andover, Massachusetts 01810

Schedule 2.1.2(c)-I
Patents, Patent Applications and Invention Disclosures to be assigned to Newco

	Patent # Issue Date Ind/Total Claims	Docket # Serial # Filing Date	Title	Inventor(s)
1	5,724,033 3/3/98 1/2	PD96-0207 08/695,059 8/9/96	Method for Encoding Delta Values	M. Burrows
2	5,745,889 4/28/98 1/21	PD96-0204 08/694,793 8/9/96	Method for Parsing Information of Databases Records Using Word Location Pairs and Metaword Location Pairs	M. Burrows
3	5,745,890 4/28/98 1/5	PD96-0216 08/694,912 8/9/96	Sequential Searching of a Database Index Using Constraints on Word Location Pairs	M. Burrows
4	5,745,894 4/28/98 1/4	PD96-0212 08/696,408 8/9/96	Method for Generating and Searching a Range-Based Index of Word Locations	M. Burrows A. Hisgen
5	5,745,898 4/28/98 1/1	PD96-0217 08/695,906 8/9/96	Method for Generating a Compressed Index of Information of Records of a Database	M. Burrows
6	5,745,899 4/28/98 1/1	PD96-0206 08/689,541 8/9/96	Method for Indexing Information of a Database	M. Burrows
7	5,745,900 4/28/98 1/3	PD96-0214 08/711,192 8/9/96	Method for Indexing Duplicate Database Records Using a Full-Record Fingerprint	M. Burrows
8	5,765,149 6/9/98 1/3	PD96-0213 08/695,057 8/9/96	Modified Collection Frequency Ranking Method	M. Burrows
9	5,765,150 6/9/98 1/3	PD96-0218 08/695,905 8/9/96	Method for Statistically Projecting the Ranking of Information	M. Burrows
10	5,765,158 6/9/98 1/3	PD96-0208 08/696,409 8/9/96	Method for Sampling a Compressed Index to Create a Summarized Index	M. Burrows
11	5,765,168 6/9/98 3/15	PD96-0215 08/696,816 8/9/96	Method for Maintaining an Index	M. Burrows
12	5,787,435 7/28/98 1/2	PD96-0209 08/700,748 8/9/96	Method for Mapping an Index of a Database into an Array of Files	M. Burrows
13	5,797,008 8/18/98 1/1	PD96-0205 08/694,919 8/9/96	Memory Storing an Integrated Index of Database Records	M. Burrows
14	5,809,502 9/15/98 1/10	PD96-0211 08/695,904 8/9/96	Object-Oriented Interface for an Index	M. Burrows
15	5,832,500 11/3/98 1/1	PD96-0210 08/695,060 8/9/96	Method for Searching an Index	M. Burrows

	Patent # (US) Issue Date Ind/Total Claims	Docket # Serial # Filing Date	Title	Inventor(s)
16	5,852,820 12/22/98 1/1	PD96-0219 08/689,542 8/9/96	Method for Optimizing Entries for Searching an Index	M. Burrows
17	na na na	PD96-0069 08/571,748 12/13/95	System and Method for Creating and Maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
18	5,909,677 6/1/99 na	PD96-119 665,709 6/18/96	A Method for Determining the Resemblance of Documents	A. Broder C. Nelson
19	5,864,863 1/29/99 na	PD96-0070 08/696,406 8/9/96	Method for Parsing, Indexing and Searching World-Wide-Web Pages	M. Burrows
21	na na na	PD25-800 08/929,832 9/15/97	Method for Estimating the Probability of Collisions of Fingerprints	A. Broder
22	na na na	PD25-820 08/978,260 11/25/97	Method for Estimating Coverage of Web Search Engines	K. Bharat A. Broder
24	na na 3/21	PD96-0205-CNT 08/991,179 12/16/97	Memory Storing an Integrated Index of Database Records	M. Burrows
25	na na na	PD25-818 08/994,939 12/19/97	Method for Monitoring Web Pages	A. Broder S. Glassman M. Manasse
26	na na na	PD25-918 09/007,635 1/15/98	Method for Ranking Pages Indexed by a Web Search Engine Using Connectivity and Content Analysis	K. Bharat M. Henzinger
27	na na na	PD25-857 09/031,882 2/27/98	Method for Encoding and Decoding a List of Variable Size Integers to Reduce Branch Mispredicts	M. Burrows
28	5,014,679 6/22/99 na	PD96-0207-CNT 09/032,826 2/27/98	Method for Encoding Delta Values	M. Burrows
29	na na na	PD25-801 09/037,350 3/10/98	Connectivity Server	A. Broder M. Burrows M. Henzinger S. Ghemawat P. Kumar S. Venkatasubramanian
30	na na na	PD25-802 09/037,957 3/11/98	Technique for Accessing an Item of Interest within a Stored Representation of Data	B. Eberman D. Kovalcin F. Dufaux M. Sokolov A. de Vries
31	na na na	PD25-754 09/048,653 3/26/98	Method for Clustering Closely Resembling Data Objects	A. Broder S. Glassman C. Nelson M. Manasse G. Zweig
32	na na na	PD96-0217-CNT 09/054,431 4/3/98	Method for Generating a Compressed Index of Information of Records of a Database	M. Burrows

Patent (US) Issue Date Ind/Total Claims		Docket # Serial # Filing Date	Title	Inventor(s)
33	na na na	PD96-0204-CNT 09/054,438 4/3/98	Method for Parsing Information of Databases Records	M. Burrows
34	na na na	PD96-0216-CNT 09/054,439 4/3/98	Constrained Searching of an Index	M. Burrows
35	na na na	PD96-0212-CNT 09/054,445 4/3/98	Method for Searching Range-Based Values of an Index	M. Burrows A. Hisgen
36	na na na	PD25-984 09/058,577 4/9/98	Method for Ranking Documents in a Hyperlinked Environment using Connectivity and Selective Content Analysis	K. Bharat M. Henzinger
38	na na na	PD96-0214-CNT 09/066,654 4/27/98	Method for Indexing Duplicate Records of Information of a Database	M. Burrows
39	na na na	PD96-0209-CNT 09/123,542 7/28/98	Method for Mapping an Index of a Database into an Array of Files (?)	M. Burrows
40	na na na	PD26-093 09/131,473 8/10/98	Method for Identifying Related Pages in a Hyperlinked Database	J. Dean M. Henzinger A. Broder
41	na na na	PD26-117 09/131,409 8/10/98	Method for Identifying Near Duplicate Pages in a Hyperlinked Database	J. Dean M. Henzinger
42	na na na	PD96-219-CNT 09/138,088 8/21/98	Method for Optimizing Entries for Searching an Index	M. Burrows
43	na na na	PD96-0210-CNT 09/150,349 9/9/98	Method for Searching an Index	M. Burrows
44	na na na	PD96-0211-CNT 09/135,656 08/18/98	An Object Oriented Interface for an Index	M. Burrows
45	na na na	PD26-073 09/204,556 12/3/98	Technique for Organizing Data Information in a Network	B. Eberman M. Sokolov D. Kovalcin A. de Vries
	na na na	PD26-077 09/204,285 12/3/98	Technique for Storing Data Information in a Network	Same as above
50	na na na	PD26-078 Not filed yet	Technique for Indexing Data in a Network	Same as above
52	na na na	PD-560 09/207,215 12/07/98	Method for Preventing Topic Drift in Queries in Hyperlinked Environments	J. Dean M. Henzinger
56		PD 610 None yet 5/7/99	Method for Find Mirrored Hosts by Analyzing URL	Bharrat Broder Dean Glassman Hesinger

	Patent (US) Issue Date Ind/Total Claims	Docket # Serial # Filing Date	Title	Inventor(s)
57		PD 633 09/307,153 5/7/99	Method and Apparatus for Finding Mirrored Host by Analyzing Connectivity and IP Addresses	Bharrat Broder Dean Glassman Hesinger
58		PD 99-2586	Method for Guaranteeing Politeness in a Web Crawler	Heydon Najork
59		PD 99-2551	Method for Dynamically Scheduling Downloads in a Web Crawler	Heydon Najork
60		PD99-2552	Method for Scheduling Downloads in a WebCrawler	Heydon Najork
61		PD99-2553	Method and Apparatus for Efficient representation of Large Sets of URLs in a Web Crawler	Heydon Najork
62		PD99-2691	Method for Associating an Extensible Set of Data with Downloaded Documents in a Web Crawler	Heydon Najork
63		PD 99-2692	Method for Maintaining the Freshness of Documents Downloaded by a Web Crawler	Heydon Najork
64		PD99-2693	Method for Prioritizing Downloads in a Web Crawler	Heydon Najork Wiener

Schedule 2.1.2(c)-II

	Patent # (US) Issue Date Ind/Total Claims	Docket # Serial # Filing Date	Title	Inventor(s)
65	na na Brazil	PD96-0069BR P19611149-6 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
66	694386 11/15/99 Australia	PD96-0069AU 14175/97 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
67	na na China	PD96-0069CN 96198320.5 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
68	na na EPO	PD96-0069EP 96944344.9 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
69	na na India	PD96-0069IN 2783/DEL/96 12/12/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
70	na na Japan	PD96-0069JP 522215/98 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
71	na na Korea	PD96-0069KR 09/031,882 2/27/98	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
72	na na Malaysia	PD96-0069MI PI9605236 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
73	NI-88723 8/1/97 Taiwan	PD96-0069TW 85115495 12/13/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier
74	96/10561 9/30/99 South Africa	PD96-0069ZA 96/10561 12/10/96	System and Method for creating and maintaining a Current Directory of Web Pages Located on the World Wide Web	Louis Monier

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