

.Brand TLD Designation Application for .DCLK

Internet Corporation for Assigned Names and Numbers ("ICANN")
12025 Waterfront Drive, Suite 300
Los Angeles, California 90094
Attention: New gTLD Program Staff

RE: Application for .Brand TLD Designation

Charleston Road Registry Inc. ("Registry Operator"), in connection with the execution of the Registry Agreement for the .DCLK TLD (the "Registry Agreement"), hereby applies for the .DCLK TLD (Application ID: 1-1141-22713) to be qualified by ICANN as a .Brand TLD.

Registry Operator confirms and represents to ICANN that the TLD meets most of the criteria for the TLD to be qualified as a .Brand TLD, as described in the .Brand TLD Application Process and Specification 13 attached thereto, and that all supplemental material accompanying this application is accurate and not misleading in any respect. Registry Operator also represents that the trademark registration attached hereto as Exhibit A and the registration policies attached hereto as Exhibit B are complete and accurate copies of the official trademark registration and Registry Operator's registration policies for the TLD, respectively.

Registry Operator also submits detailed information, including particular evidence, attached hereto as Exhibits C-D, supporting the TLD's satisfaction of the .Brand TLD criteria set forth below, and where the TLD does not satisfy the .Brand criteria, justification for the TLD to nonetheless be qualified as a .Brand.

- i. **The TLD is Recognized as a Reference to the DOUBLECLICK Brand.** The TLD string DCLK is a commonly-used abbreviation of the well-known DOUBLECLICK mark (the "DOUBLECLICK mark"), owned by Registry Operator's Affiliate Google Inc. ("Google") and used by Google's wholly-owned subsidiary DoubleClick. Accordingly, in support of this application, Registry Operator submits a United States trademark registration owned by Google for the DOUBLECLICK mark (Reg. No. 2,392,531) (See Exhibit A.)

In support of the of the position that the TLD will be understood by Internet users to be a reference to the DOUBLECLICK mark, Registry Operator submits that: (1) Internet users already understand and use DCLK to refer to the source of the services identified in the submitted trademark registration (See Exhibit C; 4 J. Thomas McCarthy, McCarthy on Trademarks and Unfair Competition § 7:18 (4th ed. 2014) ("Americans are prone to abbreviate recognized trademarks and to use nicknames. Such abbreviations and nicknames are just as entitled to legal protection as the original full trademark."); (2) Registry Operator intended the DCLK TLD string to be an abbreviation for and represent the well-known

DOUBLECLICK mark and will brand websites at domains in the DCLK TLD with the DOUBLECLICK mark, as demonstrated by the TLD's Mission and Registration Policies (See Exhibit B); and (3) because DCLK served as the historic NASDAQ Stock Market ticker symbol for DoubleClick Inc., which is Google's predecessor in interest in the DOUBLECLICK mark and now a subsidiary of Google, it is still understood by a large segment of the population to refer to DoubleClick and entitled to comparable exclusivity and protection to the DOUBLECLICK mark, as established by several UDRP panels, courts and the United States Securities and Exchange Commission. E.g. Securities Act of 1933, Release No. 5005, issued September 17, 1969, 34 Fed.Reg. 15245, 17 C.F.R. 231.5005 ("A registrant's [ticker] name may also be misleading if it is the same or substantially the same as the name of another well-known company. If it appears likely that the registrant's name may be confused with the name of another company, consideration should be given to changing the name."); Waterman-Bic Pen Corp. v. Beisinger Industries Corp., 321 F. Supp. 178, 180 (S.D.N.Y. 1970) ("[D]espite the sharp difference in the underlying product, the use of 'BIC' as an exchange symbol by defendant does not reflect that distinction; nor do defendant's advertisements disassociate the stock from plaintiff corporations. We find a real possibility that both the investor in defendant's stock and the purchaser of defendant's products may assume, in an era of extreme corporate diversification, that defendant is a part of plaintiff's corporate structure."); Hindustan Petroleum Corporation Limited v. Neel Punatar, WIPO Case No. D2004-0351 (August 15, 2004) ("Although there is no evidence of registration of HINDPETRO it has clearly been used continuously and extensively as an abbreviation for the Complainant and as its stock exchange representation. As such, the reputation acquired through such use would be capable of protection as a trademark at common law."); Verizon Trademark Services v. Paulo c/o Paulo Kann, WIPO Case No. D2010-0989 (August 9, 2010) (finding one of respondent's domain names confusingly similar to Verizon's stock ticker VZ); Google Inc. v. Herit Shah, WIPO Case No. D2009-0405 (May 15, 2009) (Noting as fact that "The Complainant has used the name 'GOOG' as a NASDAQ financial stock ticker since 2004" and transferring the GOOGBLOG.COM domain name.); and (4) there are no other common or well-known uses of the "DCLK" term to confuse Internet users into thinking the DCLK TLD will represent anything but DOUBLECLICK.

For all of the reasons discussed above, DCLK should be qualified as a .Brand TLD.

- a. **Trademark Clearinghouse Entry.** Registry Operator's Affiliate Google owns and recorded the DOUBLECLICK mark including proof of use with the Trademark Clearinghouse, and such proof of use was verified by the Trademark Clearinghouse. A Signed Mark Data file ([REDACTED]) was thereafter issued by the Trademark Clearinghouse to Google for the DOUBLECLICK mark.
- b. **Trademark Ownership.** As detailed in its new gTLD application for the DCLK TLD, the statements and representations of which were expressly warranted as true and accurate by Registry Operator by submitting its

application under the Top-Level Domain Application Terms and Conditions, Registry Operator is a wholly-owned subsidiary of Google. Under the Registry Agreement, “Affiliate” means a person or entity that, directly or indirectly, through one or more intermediaries, or in combination with one or more other persons or entities, controls, is controlled by, or is under common control with, the person or entity specified, and (ii) “control” (including the terms “controlled by” and “under common control with”) means the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of a person or entity, whether through the ownership of securities, as trustee or executor, by serving as an employee or a member of a board of directors or equivalent governing body, by contract, by credit arrangement or otherwise. As the owner of all shares of Registry Operator, Google has the power to directly control the Registry Operator. Google is thus an Affiliate of Registry Operator, and is the owner of the United States trademark registration for the DOUBLECLICK mark.

- c. **Registration Timing.** The trademark registration for the DOUBLECLICK mark was issued on October 10, 2000 (See Exhibit A). DoubleClick traded under the stock ticker DCLK from 1998 until its acquisition by Google in late 2007. Both of these bona fide events were completely unrelated to the new gTLD application program and occurred well before ICANN opened its new gTLD application window on January 12, 2012 and the Registry Operator submitted its TLD registry application.
- d. **Continuous Trademark Use.** Registry Operator’s Affiliate Google and its predecessors in interest have continuously used the DOUBLECLICK mark in connection with all of the services identified in the submitted trademark registration since at least as early as 1998, and Google and its subsidiary DoubleClick intend to maintain use of the through the Term of the Registry Agreement. Specimens showing Google’s use of the DOUBLECLICK mark for the services identified in the submitted trademark registration are attached hereto as Exhibit D.
- e. **No Punctuation.** The DOUBLECLICK and DCLK marks do not begin with a period or dot. See Exhibits A, C, D.
- f. **Trademark Unrelated To Registry Services.** Registry Operator’s Affiliate Google and its predecessors in interest have continuously used the DOUBLECLICK mark in connection with all of the services identified in the submitted trademark registration since at least as early as 1998, and Google and its subsidiary DoubleClick intend to maintain such use through the Term of the Registry Agreement. See Exhibits A, D. The services identified in the submitted trademark registration and supporting specimens do not reference the provision of any TLD Registry Service, as defined in Section 2.1 of Specification 6 of the Registry Agreement.

- ii. **Registrants and DNS Record Control.** As detailed in its Registration Policies (See Exhibit B), only Registry Operator, its Affiliates or Trademark Licensees are eligible to be registrants of domain names in the TLD and control the DNS records associated with domain-names at any level in the TLD.
- iii. **Non-Generic String.** The applied-for TLD DCLK is not a Generic String TLD as defined in Specification 11 of the Registry Agreement. As defined in Section 3(c) of Specification 11 of the Registry Agreement, “Generic String” means a string consisting of a word or term that denominates or describes a general class of goods, services, groups, organizations or things, as opposed to distinguishing a specific brand of goods, services, groups, organizations or things from those of others. Neither “DOUBLECLICK” nor its abbreviation “DCLK” is a general class of goods or services, rather each is a reference to a specific brand of goods or services offered by Google. At the United States Patent & Trademark Office, Trademark Examining Attorneys substantively analyze trademark applications to determine if they are unregistrable for being generic in relation to the applied-for goods and services under Sections 2(e) and 23 of the Trademark Act. See Trademark Manual of Examining Procedure (TMEP) §§1209.01-.02 . Registry Operator’s Affiliate, Google, holds a presumptively valid United States trademark registration (Reg. No. 2, 392,531) for the DOUBLECLICK mark, meaning that it is the opinion of the United States Patent and Trademark Office that the word DOUBLECLICK is not generic, and that it distinguishes a specific brand of services from the services of others. Indeed, no court of law has ever held that DOUBLECLICK or DCLK is a generic term for any class of goods or services.
- iv. **Registration Certificate.** Registry Operator has provided ICANN with an accurate and complete copy of a United States trademark registration (Reg. No. 2, 392,531) for the DOUBLECLICK mark. See Exhibit A.

For all of the reasons stated above, Internet users will understand the DCLK TLD string as a source identifier to refer to Google’s subsidiary DoubleClick, and thus ICANN should qualify the .DCLK TLD as a .Brand TLD.

Registry Operator agrees that if Registry Operator makes any changes to its registration policies for the TLD (whether before or after this application has been approved) that may disqualify the TLD as a .Brand TLD, it will promptly provide ICANN with a complete and accurate copy of the revised registration policies. In addition, if Registry Operator fails to maintain the trademark registration underlying its .Brand TLD application, it shall promptly notify ICANN of such failure. Registry Operator also agrees to maintain the criteria required to qualify as a .Brand TLD and to immediately notify ICANN of any changes in circumstances that could alter the statements made, and supporting materials provide with, this application.

Registry Operator acknowledges and agrees that this letter is binding on Registry Operator and, if any of the foregoing representations and agreements becomes untrue or not complied with, it shall be deemed a breach of the Registry Agreement by Registry Operator,

and ICANN may assert its rights under the Registry Agreement, including by determining that the TLD no longer qualifies as a .Brand TLD pursuant to the terms of Specification 13.

Questions about this request should be directed to [REDACTED].

| | |
|---------------|-----------------------|
| Submitted by: | [REDACTED] |
| Position: | Senior Policy Analyst |
| Dated: | June 9, 2014 |
| Email: | [REDACTED] |

Exhibit A

Trademark Registration

Int. Cl.: 35

Prior U.S. Cls.: 100, 101 and 102

Reg. No. 2,392,531

United States Patent and Trademark Office

Registered Oct. 10, 2000

**SERVICE MARK
PRINCIPAL REGISTER**

DOUBLECLICK

DOUBLECLICK INC. (DELAWARE CORPORATION)
41 MADISON AVENUE
NEW YORK, NY 10010

FOR: COMMERCIAL INFORMATION SERVICES,
NAMELY, ADVERTISEMENT MANAGEMENT BY
PROVIDING REPORTS, ADVERTISEMENT TAR-
GETING, AND MANAGEMENT OF ELECTRONI-
CALLY STORED ADVERTISING, FOR USE ON THE
GLOBAL COMPUTER NETWORK; PROMOTING THE
GOODS AND SERVICES OF OTHERS BY PRE-

PARING AND PLACING ON-LINE ADVERTISE-
MENTS ON A NETWORK OF WEB PAGES ON THE
GLOBAL COMPUTER, AS WELL AS VIA E-MAIL;
CONSULTING IN THE FIELD OF ON-LINE ADVER-
TISING, IN CLASS 35 (U.S. CLS. 100, 101 AND 102).

FIRST USE 1-0-1996; IN COMMERCE 1-0-1996.

SER. NO. 75-438,087, FILED 2-20-1998.

MICHAEL BAIRD, EXAMINING ATTORNEY

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|----------------------------|---------------------------|-----------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 05/01/2008 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| DoubleClick Inc. | | 03/11/2008 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Google Inc. | | |
| Street Address: | 1600 Amphitheatre Parkway | | |
| City: | Mountain View | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94043 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 30 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 75445375 | A B A C U S | |
| Serial Number: | 75601673 | BOOMERANG | |
| Serial Number: | 76582304 | CONNECTCOMMERCE | |
| Serial Number: | 75438088 | DART | |
| Serial Number: | 78485273 | DART SEARCH | |
| Serial Number: | 76305995 | DARTMAIL | |
| Serial Number: | 76305994 | DARTMAIL | |
| Serial Number: | 76305993 | DARTMAIL | |
| Serial Number: | 76305991 | DARTMAIL | |
| Serial Number: | 77323854 | DC ADX | |
| Serial Number: | 75438109 | DOUBLECLICK | |
| Serial Number: | 75438087 | DOUBLECLICK | |
| Serial Number: | 74487400 | DOUBLECLICK | |

CH \$765.00 75445375

900106461

TRADEMARK
 REEL: 003776 FRAME: 0969

| | | |
|----------------|----------|--|
| Serial Number: | 77078195 | DOUBLECLICK ADVERTISING EXCHANGE |
| Serial Number: | 77078198 | DOUBLECLICK ADX |
| Serial Number: | 77405311 | DOUBLECLICK DIGITAL ADVERTISING CENTER |
| Serial Number: | 78234739 | DOUBLECLICK ENSEMBLE |
| Serial Number: | 77405283 | DOUBLECLICK REVENUE CENTER |
| Serial Number: | 78907041 | FLOODLIGHT |
| Serial Number: | 76369798 | MEDIAVISOR |
| Serial Number: | 75838919 | MESSAGEMEDIA |
| Serial Number: | 78233342 | MOTIF |
| Serial Number: | 78233345 | MOTIF |
| Serial Number: | 76288415 | PERFORMICS |
| Serial Number: | 76197039 | PERFORMICS |
| Serial Number: | 75329611 | REAL TIME CUSTOMER INTELLIGENCE |
| Serial Number: | 76421864 | SITEADVANCE |
| Serial Number: | 75907304 | SONARNETWORK |
| Serial Number: | 77088033 | SUCCESS. IMPRESSION BY IMPRESSION. |
| Serial Number: | 77276732 | TANGOZEBRA |

CORRESPONDENCE DATA

Fax Number: (650)618-8571

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 650-253-0000

Email: trademarks@google.com

Correspondent Name: Google Inc.

Address Line 1: 1600 Amphitheatre Parkway

Address Line 4: Mountain View, CALIFORNIA 94043

| | |
|--------------------|---------------------|
| NAME OF SUBMITTER: | Jacqueline Lawrence |
| Signature: | /JML/ |
| Date: | 05/13/2008 |

Total Attachments: 7

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WHOPPER ACQUISITION CORP", A DELAWARE CORPORATION,

WITH AND INTO "CLICK HOLDING CORP." UNDER THE NAME OF "CLICK HOLDING CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF MARCH, A.D. 2008, AT 9:12 O'CLOCK A.M.

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



3950111 8100M

080301920

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6439519

DATE: 03-11-08

TRADEMARK
REEL: 003776 FRAME: 0971

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:12 AM 03/11/2008
FILED 09:12 AM 03/11/2008
SRV 080301920 - 3950111 FILE

CERTIFICATE OF MERGER

MERGING

**WHOPPER ACQUISITION CORP
A DELAWARE CORPORATION**

WITH AND INTO

**CLICK HOLDING CORP.
A DELAWARE CORPORATION**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware

Click Holding Corp., a Delaware corporation ("Company"), does hereby certify as follows:

FIRST: Each of the constituent corporations, Company and Whopper Acquisition Corp, a Delaware corporation ("Transitory Subsidiary"), is a corporation duly organized and existing under the laws of the State of Delaware.

SECOND: An Agreement and Plan of Merger dated as of April 13, 2007 (as amended from time to time, the "Merger Agreement"), by and among Google Inc., a Delaware corporation, Transitory Subsidiary and Company, setting forth the terms and conditions of the merger of Transitory Subsidiary with and into Company (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation in the Merger (the "Surviving Corporation") shall be Click Holding Corp.

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be amended and restated in its entirety to read as set forth in Exhibit A hereto.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

1600 Amphitheatre Parkway
Mountain View, California 94043

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: The Merger shall become effective upon filing of this Certificate of Merger with the Secretary of State of Delaware.

IN WITNESS WHEREOF, Company has caused this Certificate of Merger to be executed in its corporate name as of March 11, 2008.

CLICK HOLDING CORP.

By: Stephanie Abramson
Stephanie Abramson
Secretary

EXHIBIT A

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF**

**CLICK HOLDING CORP.,
a Delaware corporation**

Click Holding Corp., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), certifies that:

1. The name of the Corporation is Click Holding Corp. The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on April 20, 2005.
2. This Amended and Restated Certificate of Incorporation was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware.
3. The text of the Certificate of Incorporation is amended and restated to read as follows:

ARTICLE FIRST

The name of the Corporation is Click Holding Corp.

ARTICLE SECOND

The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

ARTICLE THIRD

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE FOURTH

The Corporation is authorized to issue one class of stock to be designated Common Stock. The total number of shares of Common Stock authorized to be issued is one thousand (1,000) shares with a par value of \$0.01 per share.

ARTICLE FIFTH

The Corporation is to have perpetual existence.

ARTICLE SIXTH

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation, subject to the provisions of Article IX of the Bylaws of the Corporation.

ARTICLE SEVENTH

The number of directors which constitute the whole Board of Directors of the Corporation shall be determined in the manner specified in the Bylaws of the Corporation.

ARTICLE EIGHTH

Elections of directors need not be by written ballot unless a stockholder demands election by written ballot at the meeting and before voting begins or unless the Bylaws of the Corporation shall so provide

ARTICLE NINTH

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws of the Corporation may provide. The books of the Corporation may be kept outside of the State of Delaware at such place or places as may be designated from time to time by the Board or in the Bylaws of the Corporation.

ARTICLE TENTH

A. No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of his or her fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Delaware General Corporation Law as currently in effect or as the same may hereafter be amended. Any repeal or modification of this subsection A of this Article TENTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director, officer or the Corporation existing at the time of such repeal or modification. If the General Corporation Law of the State of Delaware is amended after the filing of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware, as so amended.

B. The Corporation shall indemnify and hold harmless any person who was or is a party or is threatened to be made a party to, or testifies in, any threatened, pending or completed action, claim, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, employee benefit plan, trust or other enterprise, against all claims, losses, liabilities, expenses (including attorneys' fees and disbursements), damages, judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding to the fullest extent permitted by law, and the Corporation may adopt bylaws or enter into agreements with any such person for the purpose of providing for such indemnification.

C. To the extent that a director or officer of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraph B of this Article TENTH, or in defense of any claim, issue or matter therein, such person shall be indemnified

against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection therewith.

D. Expenses (including attorneys' fees) incurred by an officer, director, employee or agent in defending or testifying in a civil, criminal, administrative or investigative claim, action, suit or proceeding by reason of the fact that such person is or was an officer or director of the Corporation (or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, employee benefit plan, trust or other enterprise) shall be paid by the Corporation in advance of the final disposition of such claim, action, suit or proceeding within ten business days of the Corporation's receipt of a request for advancement of such expenses from such officer or director and, to the extent required by law, upon receipt of an undertaking by or on behalf of any such director or officer to repay such amount if it shall ultimately be determined that such director or officer is not entitled to be indemnified by the Corporation against such expenses as authorized by this Article TENTH, and the Corporation may adopt bylaws or enter into agreements with such persons for the purpose of providing for such advances.

E. The indemnification provided by this Article TENTH shall not be deemed exclusive of any other rights to which any person may be entitled under any agreement, vote of stockholders or disinterested directors or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding any office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person. To assure indemnification under this Article TENTH of all current and former directors and officers who are determined by the Corporation or otherwise to be or to have been "fiduciaries" of any employee benefit plan of the Corporation which may exist from time to time, Section 145 of the General Corporation Law of Delaware shall, for the purposes of this Article TENTH, be interpreted as follows: "other enterprise" shall be deemed to include such an employee benefit plan, including without limitation, any plan of the Corporation which is governed by the Act of Congress entitled "Employee Retirement Income Security Act of 1974," as amended from time to time; the Corporation shall be deemed to have requested a person to serve an employee benefit plan where the performance by such person of his duties to the Corporation also imposes duties on, or otherwise involves services by, such person to the plan or participants or beneficiaries of the plan; and excise taxes assessed on a person with respect to an employee benefit plan pursuant to such Act of Congress shall be deemed "fines."

F. The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, employee benefit plan trust or other enterprise against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Article TENTH or otherwise.

[Signature Page Follows]

IN WITNESS WHEREOF, Click Holding Corp. has caused this Amended and Restated Certificate of Incorporation to be signed by the Secretary, a duly authorized officer of the Corporation, on March 11, 2008.

CLICK HOLDING CORP.

By: Stephanie Abramson
Stephanie Abramson
Secretary

[Amended and Restated Certificate of Incorporation]

Exhibit B

.DCLK TLD Registration Policies

Mission

The mission of the proposed gTLD is to provide a dedicated Internet space in which Google can continue to innovate on its subsidiary DoubleClick's offerings and enact second-level domains that relate to the management of digital media via DoubleClick services. DoubleClick is an advertising management and advertiser-serving solution provider. The proposed gTLD will enhance consumer choice by expanding second-level domain namespace and providing a specialized environment for users of DoubleClick. The gTLD will also enhance Google's DoubleClick brand and will signal the kind of content available in the domain.

In addition, the .DCLK gTLD will clearly be differentiated from other gTLDs due to its purposefully limited scope. This differentiation includes:

- (1) A clear indicator that second-level domains within the gTLD offer a particular, targeted content; and
- (2) The ability for Registry Operator's Affiliates to affix Google's well-known DOUBLECLICK brand to second-level domains, which will result in Internet users immediately knowing the source of the gTLD.

Registration Policies

Registry Operator believes that the .DCLK gTLD will best add value to the gTLD space by remaining completely closed for the sole use of Google. Second-level domain names within the proposed gTLD are intended for registration and use by Registry Operator, its affiliates and trademark licensees. Domain names under the new gTLD will not be available to the general public for purchase, sale, or registration.

Google's existing business and marketing decision-making channels will define policies and manage decisions, in accordance with the technical specifications in Registry Operator's agreement with ICANN, regarding the registration and use of domain names. Once a name has been reviewed and deemed in compliance with internal rules and procedures, the name will be approved by the Registry Operator and submitted for registration through an ICANN-accredited registrar. The registration and use of domain names in the gTLD will also be shaped by Registry Operator's:

- (1) Abuse prevention policy (available at <http://www.google.com/registry/policies/domainabuse/>); and
- (2) Privacy policy (available at <http://www.google.com/registry/privacy.html>).

If multiple parties affiliated with the Registry Operators express an interest in registering the same domain name, the designated personnel will make the decision regarding which party's registration and use of the domain name is a higher business priority.

Exhibit C

Evidence of Interchanging Use of DOUBLECLICK with DCLK



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NASDAQ®

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DOUBLECLICK INC (DCLK) SPO



Overview Financials & Filings Experts

Key Data Use of Proceeds Competitors

Company Overview

| | |
|------------------------------|--|
| Company Name | DOUBLECLICK INC |
| Company Address | 450 W 33RD ST 16TH FL NEW YORK, NY 10001 |
| Company Phone | 2126830001 |
| Company Website | www.doubleclick.com |
| CEO | Kevin J. O'Connor |
| Employees (as of 12/31/1999) | 1386 |
| State of Inc | DE |
| Fiscal Year End | 12/31 |

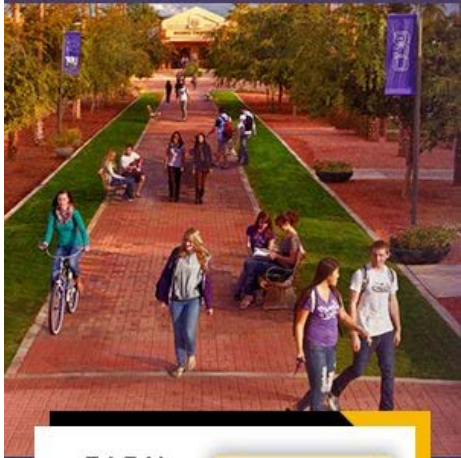
Show Ticker

| | |
|----------------------------|------------------------|
| Status | Priced (2/18/2000) |
| Symbol | DCLK |
| Exchange | Nasdaq National Market |
| Share Price | \$90.25 |
| Shares Offered | 7,500,000 |
| Offer Amount | \$676,875,000.00 |
| Total Expenses | \$980,330.00 |
| Shares Over Alloted | 0 |
| Shareholder Shares Offered | 1,766,589 |
| Shares Outstanding | 118,989,971 |
| Lockup Period (days) | 180 |
| Lockup Expiration | 8/16/2000 |
| Quiet Period Expiration | 3/14/2000 |
| CIK | 0001049480 |

Company Description

GRAND CANYON
UNIVERSITY™

Online, Campus, and Evening Classes



EARN
YOUR
DEGREE

BACHELORS
MASTERS
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Google's Testimony Later Today on DCLK Acquisition: Advertising As Information

by Rafat Ali

SEP. 27, 2007 - 1:03 PM PDT

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SUMMARY: *As we mentioned last night, Google (NSDQ: GOOG) will testify later today (starts 2 PM EST) before the Senate Judiciary Committee on Capitol...*

As we [mentioned last night](#), [Google](#) (NSDQ: GOOG) will testify later today ([starts 2 PM EST](#)) before the Senate Judiciary Committee on Capitol Hill about its acquisition of DoubleClick. So will Microsoft (NSDQ: MSFT), opposing it.

Google has posted its [prepared testimony](#) (PDF link), to be delivered by David Drummond, its SVP for Corporate Development and Chief Legal Officer. In it, it argues about the relevancy of its ad technologies and how that helps the consumer: "Advertising is information, and relevant advertising is information that is useful to consumers...we strive to deliver the ads that are the most relevant to our users, not just the ones that generate the most revenue for us."

And then, the argument that Google and DoubleClick are not in competition: "DoubleClick does not buy ads, sell ads, or buy or sell ad space. All it does is provide the technology to enable advertisers and publishers to deliver ads once they have come to terms, and provide advertisers and publishers statistics relating to the ads." The the argument that we also mentioned earlier: "DoubleClick is to Google what FedEx or UPS is to Amazon.com (NSDQ: AMZN). Our current business involves primarily the selling of text-based ads

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4 meanings of the DCLK acronym, abbreviation or shorthand

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6

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2

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4

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http://www.allacronyms.com/dclk[5/23/2014 5:00:41 PM]



What is Google DCLK Bid Manager



What is Google DCLK Bid Manager

Google bought Invite Media in 2010, and as part of that process began to integrate it into Google's stack so that advertisers could (for example) bid seamlessly across Google/DoubleClick display advertising products.

Part of this involved a rebranding from Invite Media to 'DCLK Bid Manager'.

So, at a high level it is a Demand Side Platform just like Invite Media was.

That means that it helps advertisers decide, in real time, what they need to bid for individual ad impressions that end-users are requesting across the web.

If you think about it, it's truly astonishing technology – everywhere across the web, users are seeing pages that contain ads, and DCLK Bid Manager is looking at many of those users and deciding what it should bid in order to maximize its advertisers click, impression or revenue goals.

But that's happening all over the web, in real time – millions of millions of times every second all across the world.

More Resources on What is Google DCLK Bid Manager:

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GOOGLE'S BRIN ON ADSENSE; WATCH DCLK

BY [JBAT](#) - FEBRUARY 18, 2004

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[Editor&Publisher](#) interviews Sergey Brin via email, and while his responses have clearly been given a once-over by Google's professional PR staff, this response struck me as a bad omen for the DoubleClicks of the world:

2. *Many newspapers are publishing display ads on the Web, with photos and graphics. Will AdSense evolve beyond text-based advertising? Or is text the best medium for these types of ads?*

SB: At this point, text ads are the best solution for our users, advertisers and partners. However, online advertising, especially contextual advertising, is evolving rapidly. Google is committed to a leadership position in online advertising technology and we continue to explore new technologies in every aspect of targeting, delivery and display.

In other words, it won't be long before Google combines the contextual relevance of AdSense text links with more brand-driven, rich media ad units. And that means they start becoming a major ad serving service in the vein of Doubleclick and its kin. **Perhaps Google simply buys DCLK, which Safa recently claimed is undervalued.** It could make a lot of sense...if Yahoo/Overture doesn't get there first. I'm not a stock picker, nor a seer, so don't hold me to this. Just noting an interesting trend.

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John Battelle • 10 years ago

Yes, they'd have to do that, and further, they'd have to really dig into the advertising *service* business, really taking care of clients (positioning, creative services, research...the whole bag of tricks). This is not simple stuff, as AOL found out in the past two years. But it's exciting nonetheless, as it will



make advertising - in all its forms - far more relevant. I hope they do it.

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Scott Johnson • 10 years ago

I hope, for Google's sake, that if they start offering rich media ads, they at least give the AdSense users the option to not display them. A lot of what's attractive about AdSense to many site owners is that the ads are highly unobtrusive. Once you have a flashing banner, that feature is gone.


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John Battelle, 45, is an entrepreneur, journalist, professor, and author who has founded or co-founded scores of online, conference, magazine, and other media businesses.

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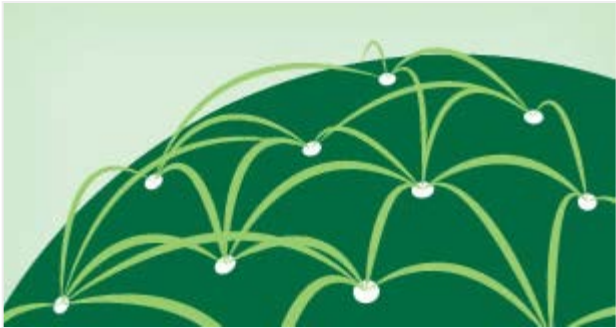
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