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10 TECHNOLOGIES, INC.

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**UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA**

TICKETMASTER, L.L.C., a
Virginia limited liability company,

Plaintiff,

vs.

RMG TECHNOLOGIES, INC., a
Delaware corporation and DOES 1
through 10, inclusive,

Defendant.

AND RELATED COUNTER-
CLAIMS

CASE NO: CV-07-2534 ABC(JCx)

**RMG TECHNOLOGIES, INC.'S
REQUEST FOR JUDICIAL
NOTICE IN OPPOSITION TO
MOTION TO DISMISS
COUNTERCLAIMS 1 THROUGH
4.**

**Date: 2/25/2008
Time: 10:00 a.m.
Place: Courtroom of Hon.
Audrey B. Collins**

Defendant/Counterclaim-Plaintiff, RMG TECHNOLOGIES, INC., by and
through its attorneys of record, hereby requests that the Court take judicial
notice, pursuant to Federal Rule of Evidence 201, of the following documents:

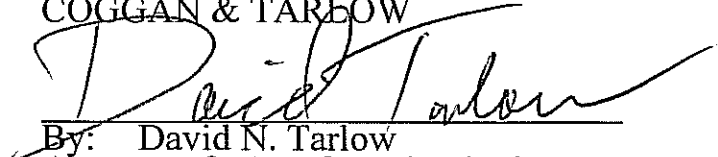
Exhibit A: Attached hereto as Exhibit A are true and correct copies of
various news stories regarding Ticketmaster's recent
purchase of TicketsNow.com.

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Dated: January 28, 2008

COGGAN & TARLOW



By: David N. Tarlow
Attorneys for RMG Technologies, Inc.

EXHIBIT A

BusinessWeek

THE ASSOCIATED PRESS January 15, 2008, 9:27AM ET

Ticketmaster to purchase TicketsNow

W. HOLLYWOOD, CALIF.

Ticketing service Ticketmaster, a unit of Barry Diller's Internet conglomerate IAC/InterActiveCorp, said Tuesday it will buy TicketsNow in an effort to boost its resale business.

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Terms were not disclosed.

Ticketmaster said the acquisition will allow it to provide customers the ability to review and compare ticket availability and pricing in primary, premium and resale categories. The company plans to offer customers ticket validation and electronic ticket delivery for their resale purchases.

Rolling Meadows, Ill.-based TicketsNow, which works with more than 800 professional ticket resellers, will continue to use its Rolling Meadows and Crystal Lake, Ill. facilities once the transaction closes. Chief Executive Cheryl Rosner and the current management team are expected to stay with the company.

The acquisition is expected to close by the end of the first quarter.

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The McGraw-Hill Companies

Los Angeles Business from bizjournals - January 15, 2008

<http://www.bizjournals.com/sanfrancisco/othercities/losangeles/stories/2008/01/14/daily17.html>

SAN FRANCISCO Business Times

Tuesday, January 15, 2008

Ticketmaster to buy TicketsNow

Los Angeles Business from bizjournals

Case 2:07-cv-02534-ABC-JC Document 87 Filed 01/28/2008 Page 5 of 16


Ticketmaster has agreed to buy **TicketsNow**, an independent web-based resale marketplace for music, sports and other live entertainment event tickets, the company said Tuesday.

Rolling Meadows, Ill.-based TicketsNow works with more than 800 professional ticket resalers, according to a release, and the purchase will make Ticketmaster a leading company in the resale category. Ticketmaster said in a release that it will create an integrated platform where fans can simultaneously review and compare ticket pricing and availability in the primary, premium and resale categories.

Terms of the deal, which is expected to close by the end of the first quarter, were not disclosed. After the deal closes, TicketsNow will continue to operate from its Rolling Meadows and Crystal Lake, Ill. locations, and the company's current management team is expected to remain in place, according to a release.

West Hollywood-based Ticketmaster is an operating business of **IAC/InterActiveCorp** (NASDAQ: IACI).

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Ticketmaster Snaps Up TicketsNow

January 15, 2008 - Touring [Case 2:07-cv-02534-ABC-JC](#) Document 87 Filed 01/28/2008 Page 6 of 16

By Ray Waddell, Nashville

Ticketmaster is raising the stakes in the secondary ticketing business by entering into a definitive agreement to acquire TicketsNow for a pricetag of about \$265 million in cash, sources confirm to Billboard.biz.

Ticketmaster will integrate TicketsNow with its own TicketExchange and other ticketing programs whereby fans can simultaneously review and compare ticket availability and pricing in the primary, premium and resale categories.

Ticketmaster will work with its venue, promoter, team and other live entertainment clients to offer ticket validation and electronic ticket delivery to fans purchasing in the resale marketplace.

Launched in 1999 and based in Rolling Meadows, Illinois, TicketsNow works with nearly 700 vetted, professional ticket resellers. The Ticketmaster/TicketsNow deal is subject to customary regulatory review, and Ticketmaster expects the deal to close by the end of the first quarter.

Upon completion of the transaction, TicketsNow will continue to operate from its Rolling Meadows and Crystal Lake, Ill., locations. Cheryl Rosner will continue as CEO, and the company's current management team is expected to remain in place.


The news comes only days after global concert promotion/production giant Live Nation unveiled its plans to launch its own ticketing company when the bulk of its Ticketmaster deal expires by the end of the year.

Links referenced within this article

Touring
<http://www.billboard.biz/bbbiz/industry/touring.jsp>

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Home

Ticketmaster/TicketsNow: After the Deal

Tue, 01/15/2008 - 1:03pm - TicketBuzz

By Alfred Branch, Jr.

With the announcement earlier today that Ticketmaster was buying TicketsNow for an estimated \$265 million, one thing is certain, the secondary ticket market is clearly where the action is.



Ticketmaster, which has dominated the primary ticket market for years, had watched as StubHub! and a host of other companies gobble up portions of the secondary market, making it a more engaging marketplace for consumers who not only found tickets to sold out events but also often paid less for them. Ticketmaster had sued StubHub! and filed for bankruptcy protection in 2007, but ultimately realized that it couldn't stop progress.

But, the deal to buy TicketsNow is not necessarily a slam dunk. It will require federal regulatory approval, and even though it will instantly make Ticketmaster the number two secondary ticket reseller behind StubHub!, the deal will also require some finessing by the two sides to make it work.

Ticketmaster paid handsomely for TicketsNow, especially considering the company is only about half the size of StubHub!. When eBay bought StubHub! early last year it paid just over \$300 million, almost \$30 million of which went toward debt. Ticketmaster just agreed to pay nearly the same amount for a company half the size of StubHub!

"This probably makes a lot of sense for Ticketmaster, but it was a defensive, panic move," one financial analyst, who wished to remain anonymous, said to TicketNews. "They [Ticketmaster] were reacting to Live Nation."

Last week, Live Nation spelled out details of an aggressive plan to enter the ticket-selling market in 2009 when its contract with Ticketmaster expires. Live Nation is Ticketmaster's largest client, but Live Nation intends to go after several of Ticketmaster's other clients over the next several years.

In addition, there is the thorny issue of Ticketmaster, which recently signed a contract with the National Football League to become the league's authorized secondary ticket reseller, and the New England Patriots. Ticketmaster will own a company that resells Patriots tickets, something the Patriots have long fought against and recently won a judgment against StubHub! over the issue.

Then, there is also the network of brokers that currently work with TicketsNow, a group that has long distrusted Ticketmaster. The two companies will have to smooth over some of the ruffled feathers of brokers who are not enamored of the deal.

"This deal is also incredibly contradictory to the position Ticketmaster has trumpeted in the past, suing companies that produce broker technology to acquire tickets, setting geographic restrictions for ticket on sales as well as limits on ticket purchases. All of those measures are designed to thwart the ticket broker community. Then today, Ticketmaster buys the largest ticket brokerage on the Internet?" Sean Pate, spokesperson for StubHub!, told TicketNews.

However, on a positive note, the deal "further validates the secondary ticket market," said Eric Baker, founder of secondary ticket reseller viagogo.com. Baker, an industry veteran, helped create StubHub! back in 2000 before opening viagogo in Europe. "This is now the hot growth area in the ticketing industry. This is where the opportunity is."

SHARE 53

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Comments

Wed, 01/16/2008 - 12:45pm - Anonymous (not verified)

JOIN US

We have been talking to 4 other brokers this morning and we decided to take our inventory off TicketsNow POS Friday Jan 18 by 12 noon (if we can get it all off by then, we have over 2200 events) out of protest. We will leave them off until we can get a new POS system. Our Contact (thank God) comes up in April so we can live with it. Join us if you want. Guys (fellow Brokers) its time to get back at TicketMaster. I would personally like to see them eat 265 million. But they will get there money back again in a couple years after they sue more Brokers, Stubhub, and Ebay. That is a good question? Why don't Ebay do something about this?

Also, if you what to do the protest will us, go for it. The more the merryl! IT TIME TO SHOW TicketMaster who is boss!!! We own the inventory remember?

reply

Thu, 01/17/2008 - 8:02pm - Anonymous (not verified)

show tm who is boss?

So touts want to organize to fight the evil that is Ticketmaster?

Don't make me laugh. You deserve each other: crooks! Crooks both of you.

Probably not as high on the list, up there with record labels, but you are not going to win any popularity contests and i hope you all hava to find proper, honest jobs once your line of business dissapears.

TM, if anything, has enabled your dishonest line of work. I hope you all get an uninvited prostate exam.

-G.

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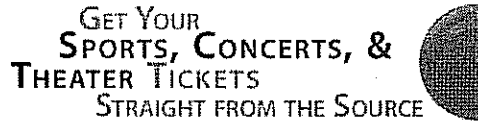
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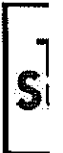
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01/15/2008 3:23 am EDT

TicketMaster Acquires TicketsNow.com

by Adam Strong in Categories: [Up to the Minute](#)

IAC owned TicketMaster has purchased ticket after-market company TicketsNow.com for \$265 million. TicketsNow.com has been a popular choice among domain developers when incorporating ticketing solutions into their sites. As examples, geo domains such as Chicago.com and premium domains such as TheaterTickets.com use solutions from TicketsNow.com

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4 Comments

TicketMaster compra TicketsNow.com por 265 millones Sold,
January 15, 2008 @ 4:57 am EDT

[...] se ha hecho muy popular entre los domainers y webmasters, al crear un servicio para incluir en tus webs de venta de tickets de tu zona, lo cual [...]

Obnoxious Mode Sold,
January 15, 2008 @ 8:26 am EDT

[...] ... from Domain Name News [...]

alex Sold,
January 16, 2008 @ 1:28 pm EDT

Response to Ticketmaster / Ticketsnow merger
Miami based Ticketsofamerica.com President CEO Michael J Lipman is encouraged by publicly traded companies such as Ebay and IAC's ability to foresee the opportunities in the billion dollar secondary resell market and believes they will pave the way for future merger and acquisitions.
The acquisition of Ticketsnow is a surprising move for Ticketmaster since the majority of tickets posted on Ticketsnow's website are ticket brokers' inventory, many of whom will now pull the plug by not listing them anymore as a result of this partnership. Ticketsnow's business model caters to brokers and the majority of the web hits are from fellow brokers, not from fans listing inventory.

Ticketmaster, a dominant primary market ticket seller, actively encourages teams and concert promoters to buy and then sell their tickets on Ticketmaster's secondary market exchange. As a result of losing several legislative battles in states such as New York and being investigated in states such as Missouri, Ticketmaster's "Ticketexchange" and "auctions" have failed in the public eye. Ticketmaster must use the Ticketsnow brand name to market premium seats to events such as Hannah Montana to the secondary market which will inflate the prices.

The law of supply and demand dictates the price of tickets on the secondary market, consumers reselling their tickets on the Internet are a contributing factor for what the market price is, reputable companies such as TicketsofAmerica.com, Ebay, and Stubhub encourage fans to buy/sell at market prices which often times causes prices to sell at less than face value. Ticketmaster, Promoters, Sports Teams, and Venue partners often hold back the supply of tickets which artificially inflates the prices by hyping the scarcity of supply and deceiving the public by saying "sold out." This is not in the best interest of the consumer and prices are never going to be less than face value or at true market price.

Date Sold,
January 16, 2008 @ 11:59 am EDT

Obviously this is Ticketmaster's bid to revive its connections to the consumer. I think based on recent news and happenings that TM has started to realize that it has estranged the ticket buying public by taking the flack that the venues ought to be taking.

I'm an optimist and I believe this is Ticketmaster being honest with the fact that reselling will happen and should happen... but should be done in a controlled way so that the Hannah Montana thing doesn't happen again. Makes good business sense and it will protect the consumer from being FORCED to buy after-market priced tickets. This is a good thing for the consumer.

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IAC's Ticketmaster Acquiring TicketsNow.com For \$265 Million

NO COMMENTS|Wednesday, January 16th, 2008



IAC/InterActiveCorp (NASDAQ:IACI)'s Ticketmaster stated yesterday that they would acquire **TicketsNow** for \$265 million. TicketsNow is a website where consumers can buy tickets for events such as the NFL Playoffs, Hannah Montana, and musicals.

eBay also was rumored to be looking into the acquisition of TicketsNow. But eBay also recently acquired StubHub for \$310 million. TicketsNow's first round of funding was \$8 million around the middle of 2006 from DFJ, Portage Venture Partners, and New World Ventures. Then the \$8 million turned into equity as the company raised \$35 million last year, led by Adam Street Partners.

As Ticketmaster's contract with concert promotion company, Live Nation Inc. ended recently, Ticketmaster wanted to seek additional revenue streams. Live Nation is starting their own box office for ticket sales. Live Nation was a previous subsidiary of Clear Channel Communications.

SPHERE IT!

Categories: [Adam Street Partners](#), [Portage Venture Partners](#), [New World Ventures](#), [Ticketmaster](#), [TicketsNow](#), [IAC](#), [Draper Fisher Jurvetson](#)

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PROOF OF SERVICE

STATE OF CALIFORNIA)
) ss:
COUNTY OF LOS ANGELES)

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is: **1925 Century Park East, #2320, Los Angeles, California 90067**

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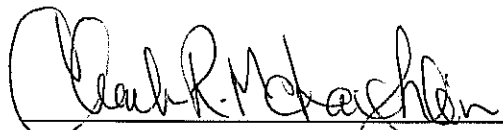
On **January 28, 2008**, I served the foregoing document described as: **RMG TECHNOLOGIES, INC.'S REQUEST FOR JUDICIAL NOTICE IN OPPOSITION TO MOTION TO DISMISS COUNTERCLAIMS 1 THROUGH 4**. on all interested parties in this action by placing true copies thereof, enclosed in sealed envelopes, and addressed as follows:

Robert H. Platt, Esq.
Mark Lee, Esq.
Tamar Feder, Esq.
Manatt, Phelps & Phillips, LLP
11355 W. Olympic Blvd.
Los Angeles, CA 90064

(X) BY MAIL. I caused such envelopes to be deposited in the mail. I am "readily familiar" with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with U.S. postal service on the same day with postage thereon, fully prepaid, at Los Angeles, California in the ordinary course of business.

I declare under penalty of perjury that I am employed by a member of the bar of this court and this service was made at my direction.

Executed on this **28th** day of **January, 2008**, at Los Angeles, California.


Chandra R. McLaughlin