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20 UNITED STATES DISTRICT COURT
 21 NORTHERN DISTRICT OF CALIFORNIA
 22 SAN FRANCISCO DIVISION

23 OVERTURE SERVICES, INC.,
 24 Plaintiff and Counterdefendant,
 25 v.
 26 GOOGLE INC.,
 27 Defendant and Counterclaimant.

28 **E-Filing Case No.: 02-01991 JSW (EDL)**
STIPULATION AND ~~PROPOSED~~
ORDER FOR DISMISSAL WITH
PREJUDICE OF ALL CLAIMS BY AND
AGAINST GOOGLE INC.

Pursuant to Rule 41(a)(1) of the Federal Rules of Civil Procedure and an agreement settling disputes between Plaintiff and Counterdefendant Overture Services, Inc. and Defendant and Counterclaimant Google Inc., the parties hereby agree and request that all of Overture Services, Inc.'s claims in this action as against Google Inc. and all of Google Inc.'s counterclaims in this action as against Overture Services, Inc. be dismissed with prejudice, with each party to bear its own attorneys' fees and costs.

SO STIPULATED.

DATED: August 9, 2004


HELLER EHRMAN WHITE & McAULIFFE LLP

By /s/ S. Elizabeth Mitchell

Attorneys for Plaintiff and Counterdefendant
OVERTURE SERVICES, INC.

DATED: 8/9/04

KEKER & VAN NEST LLP

By 

Attorneys for Defendant and Counterclaimant
GOOGLE INC.

IT IS SO ORDERED.

DATED: August 9, 2004

/s/ Jeffrey S. White

Jeffrey S. White
United States District Judge