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 7 (*Application to be Admitted Pro Hac Vice to be Filed*)

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16 Attorneys for Plaintiff
 17 HOSTWAY CORPORATION

18 UNITED STATES DISTRICT COURT
 19 NORTHERN DISTRICT OF CALIFORNIA
 20 SAN FRANCISCO DIVISION

21 HOSTWAY CORPORATION, an Illinois)
 22 Corporation,)

23 Plaintiff,)

24 v.)

25 IAC SEARCH & MEDIA, INC., a Delaware)
 26 Corporation,)

27 Defendant.)
 28

No. C 07-3759 JCS

**[PROPOSED] TEMPORARY
 RESTRAINING ORDER AND
 ORDER TO SHOW CAUSE RE
 PRELIMINARY INJUNCTION**

TO DEFENDANT IAC SEARCH & MEDIA, INC. AND ITS ATTORNEYS:

YOU ARE HEREBY ORDERED TO SHOW CAUSE on _____,

2007 at _____, or as soon thereafter as counsel may be heard, in the courtroom of
 the Honorable _____, located at 450 Golden Gate Avenue, San Francisco, California,
 why you, your agents, servants, employees and attorneys, and those in active concert or
 participation with you or them, should not be restrained an enjoined pending trial of this action
 from:

1. Terminating the March 2, 2007 Advertising Services and Search Services Syndication Agreement ("Syndication Agreement"), including but not limited to terminating, limiting or interfering with in any manner the Advertising Services and Search Services provided by defendant IAC Search & Media, Inc. to plaintiff Hostway Corporation pursuant to the Syndication Agreement as identified in Exh. A thereto (*i.e.*, the so-called "advertising feed").

PENDING HEARING ON THE ABOVE ORDER TO SHOW CAUSE, YOU, your agents, servants, employees and attorneys, and all those in active concert or participation with you or them, ARE HEREBY RESTRAINED AND ENJOINED from engaging in, committing, or performing directly or indirectly, the following acts:

1. Terminating the March 2, 2007 Advertising Services and Search Services Syndication Agreement, including but not limited to terminating, limiting or interfering with in any manner the Advertising Services and Search Services provided by defendant IAC Search & Media, Inc. to plaintiff Hostway Corporation pursuant to the Syndication Agreement as identified in Exh. A thereto (*i.e.*, the so-called "advertising feed").

The above Temporary Restraining Order is effective upon plaintiff Hostway Corporation filing an undertaking in the amount of \$ _____. This Order to Show Cause and supporting papers must be served on defendant IAC Search & Media, Inc. no later than ____ days before the date set for hearing, and proof of service shall be filed no later than ____ court days before the hearing. Any response or opposition to this Order to Show Cause must be filed and personally served on plaintiff Hostway Corporation's counsel no later than ____ court days before the date set for hearing, and proof of service shall be filed no later than ____ court days before the hearing. Any reply papers must be filed and personally served on defendant IAC Search & Media, Inc. no later than ____ court days before the date set for hearing, and proof of service shall be filed no later than ____ court days before hearing.

DATED: July ____, 2007

UNITED STATES DISTRICT COURT JUDGE