

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
Palm Beach Division

Case No. 05-80387-CIV (Ryskamp/Vitunac)

NIGHT BOX
FILED

AUG - 8 2005

CLARENCE MADDOX
CLERK, USDC / SDFL / FTE

STEVEN A. SILVERS, an individual,)
)
Plaintiff,)

v.)

GOOGLE INC., a Delaware corporation,)
)
Defendant.)

GOOGLE INC., a Delaware corporation,)
)
Counterclaimant,)

v.)

STEVEN A. SILVERS, an individual;)
STELOR PRODUCTIONS, INC., a Delaware)
corporation; STELOR PRODUCTIONS, LLC;))
a business entity of unknown form; and)
STEVEN ESRIG, an individual,)
)
Counterdefendants.)

**GOOGLE INC.'S ANSWER, AFFIRMATIVE DEFENSES, COUNTERCLAIM
AND DEMAND FOR JURY TRIAL**

Defendant Google Inc., by its undersigned counsel, hereby responds to the Complaint as follows:

1. Google denies the first sentence of paragraph 1 of the Complaint. Google lacks information regarding the remaining allegations of paragraph 1 of the Complaint and on that basis denies the allegations.

2. Google denies the allegations of paragraph 2 of the Complaint.
3. Google admits the first sentence of paragraph 3 of the Complaint and denies the allegations of the second and third sentences of that paragraph. Google further denies the allegations of the final sentence of paragraph 3 of the Complaint. Google lacks information and belief to admit or deny the remaining allegations of paragraph 3 of the Complaint and therefore denies the allegations.
4. Google denies the allegations of paragraph 4 of the Complaint.
5. Google denies that Silvers has a superior or exclusive (as to Google) right to use the GOOGLES mark, that Silvers has the right to enjoin Google, that Silvers has incurred damages, that there has been any reverse confusion caused by Google's conduct, and that Google's conduct has been unlawful. Google admits that Silvers filed this action and that Silvers seeks damages. Google denies any remaining allegations of paragraph 5 of the Complaint.
6. Google lacks information or belief to admit or deny the allegations of paragraph 6 of the Complaint and therefore denies the allegations.
7. Google admits the allegations of paragraph 7 of the Complaint.
8. Google admits that this action arises under the Lanham Act and the common law of the State of Florida but denies that the action arises from trademark infringement and unfair competition.
9. Google admits that jurisdiction is proper pursuant to 28 U.S.C. § 1331 and 1338. Google denies the remaining allegations of paragraph 9 of the Complaint.
10. Google admits that venue is proper in this district pursuant to 28 U.S.C. § 1391(c). Google denies the remaining allegations of paragraph 10 of the Complaint.

11. Google lacks information or belief to admit or deny the allegations of paragraph 11 of the Complaint and therefore denies the allegations.

12. Google lacks information or belief to admit or deny the allegations of paragraph 12 of the Complaint and therefore denies the allegations.

13. Google lacks information or belief to admit or deny the allegations of paragraph 13 of the Complaint and therefore denies the allegations.

14. Google lacks information or belief to admit or deny the allegations of paragraph 14 of the Complaint and therefore denies the allegations.

15. Google lacks information or belief to admit or deny the allegations of paragraph 15 of the Complaint and therefore denies the allegations.

16. Google lacks information or belief to admit or deny the allegations of paragraph 16 of the Complaint and therefore denies the allegations.

17. Google lacks information or belief to admit or deny the allegations of paragraph 17 of the Complaint and therefore denies the allegations.

18. Google lacks information or belief to admit or deny the allegations of paragraph 18 of the Complaint and therefore denies the allegations.

19. Google lacks information or belief to admit or deny the allegations of paragraph 19 of the Complaint and therefore denies the allegations.

20. Google lacks information or belief to admit or deny the allegations of paragraph 20 of the Complaint and therefore denies the allegations.

21. Google lacks information or belief to admit or deny the allegations of paragraph 21 of the Complaint and therefore denies the allegations.

22. Google lacks information or belief to admit or deny the allegations of the first sentence of paragraph 22 of the Complaint and therefore denies the allegations. Google denies the remaining allegations of paragraph 22 of the Complaint.

23. Google lacks information or belief to admit or deny the allegations of the paragraph 23 of the Complaint and therefore denies the allegations.

24. Google lacks information or belief to admit or deny the allegations of paragraph 24 of the Complaint and therefore denies the allegations.

25. Google lacks information or belief to admit or deny the allegations of paragraph 25 of the Complaint and therefore denies the allegations.

26. Google lacks information or belief to admit or deny the allegations of paragraph 26 of the Complaint and therefore denies the allegations.

27. Google lacks information or belief to admit or deny the allegations of paragraph 27 of the Complaint and therefore denies the allegations.

28. Google lacks information or belief to admit or deny the allegations of paragraph 28 of the Complaint and therefore denies the allegations.

29. Google lacks information or belief to admit or deny the allegations of paragraph 29 of the Complaint and therefore denies the allegations.

30. Google lacks information or belief to admit or deny the allegations of paragraph 30 of the Complaint and therefore denies the allegations.

31. Google lacks information or belief to admit or deny the allegations of paragraph 31 of the Complaint and therefore denies the allegations.

32. Google admits the allegations of paragraph 32 of the complaint.

33. Google admits the allegations of paragraph 33 of the complaint.

34. Google admits that the word "googol" means the number one followed by one hundred zeros and admits the allegations of the third sentence of paragraph 34 of the Complaint. Google denies the remaining allegations of paragraph 34 of the complaint.

35. Google denies the allegations of the first sentence of paragraph 35 of the Complaint. Google lacks information or belief to admit or deny sentence two of paragraph 35 of the Complaint and therefore denies the allegations.

36. Google denies the allegations of paragraph 36 of the Complaint.

37. Google admits the allegations of paragraph 37 of the Complaint.

38. Google admits the allegations of paragraph 38 of the Complaint.

39. Google admits that a trademark search was commissioned on the term Google in or around August 1998. Google admits that the search results included a reference to the googles.com domain name. Google denies the remaining allegations of paragraph 39 of the Complaint.

40. Google admits that the sound of the word "google" was a factor in the decision to adopt the name "Google." Google denies the remaining allegations of paragraph 40 of the Complaint.

41. Google admits that on September 16, 1998, Google Inc. filed an intent-to-use Federal trademark application to register the mark GOOGLE for goods and services including "computer hardware" in Class 9 and for an array of computer services in Class 42. Google denies the remaining allegations of paragraph 41.

42. Google denies the allegations of paragraph 42 of the Complaint.

43. Google denies the allegations of paragraph 43 of the Complaint.

44. Google denies the allegations of paragraph 44 of the complaint.

45. Google admits that Google Inc. was reincorporated as a Delaware corporation on August 27, 2003. Google denies the remaining allegations of paragraph 45 of the complaint.

46. Google lacks information and belief to admit or deny the allegations of paragraph 46 of the Complaint and therefore denies the allegations.

47. Google lacks information and belief to admit or deny the allegations of paragraph 47 of the Complaint and therefore denies the allegations.

48. Google lacks information and belief to admit or deny the allegations of paragraph 48 of the Complaint and therefore denies the allegations.

49. Google lacks information and belief to admit or deny the allegations of paragraph 49 of the Complaint and therefore denies the allegations.

50. Google lacks information and belief to admit or deny the allegations of paragraph 50 of the Complaint and therefore denies the allegations.

51. Google denies the last sentence of paragraph 51. Google lacks information and belief to admit or deny the remaining allegations of paragraph 51 of the Complaint and therefore denies the allegations.

52. Google denies the allegations of paragraph 52 of the Complaint.

53. Google admits that it offers for sale a product called "Google Goo." Google denies the remaining allegations of paragraph 53 of the Complaint.

54. Google denies the allegations of paragraph 54 of the Complaint.

55. Google repeats and incorporates its responses in paragraphs 1 through 54 above.

56. Google denies the allegations of paragraph 56 of the Complaint.

57. Google denies the allegations of paragraph 57 of the Complaint.

58. Google denies the allegations of paragraph 58 of the Complaint.

- 59. Google denies the allegations of paragraph 59 of the Complaint.
- 60. Google denies the allegations of paragraph 60 of the Complaint.
- 61. Google denies the allegations of paragraph 61 of the Complaint.
- 62. Google denies the allegations of paragraph 62 of the Complaint.
- 63. Google repeats and incorporates its responses in paragraphs 1 through 54 above.
- 64. Google denies the allegations of paragraph 64 of the Complaint.
- 65. Google denies the allegations of paragraph 65 of the Complaint.
- 66. Google denies the allegations of paragraph 66 of the Complaint.
- 67. Google denies the allegations of paragraph 67 of the Complaint.
- 68. Google denies the allegations of paragraph 68 of the Complaint.
- 69. Google denies the allegations of paragraph 69 of the Complaint.

AFFIRMATIVE DEFENSES

FIRST AFFIRMATIVE DEFENSE

The Complaint, and each count asserted in it, fails to allege facts sufficient to state a claim.

SECOND AFFIRMATIVE DEFENSE

Plaintiff lacks standing to assert the claims asserted in the Complaint.

THIRD AFFIRMATIVE DEFENSE

Plaintiff's claims are barred because of plaintiff's unclean hands.

FOURTH AFFIRMATIVE DEFENSE

Plaintiff's claims are barred because of laches.

FIFTH AFFIRMATIVE DEFENSE

Plaintiff's claims are barred by relevant statutes of limitations.

SIXTH AFFIRMATIVE DEFENSE

Plaintiff's claims are barred because of waiver, acquiescence and estoppel.

SEVENTH AFFIRMATIVE DEFENSE

Plaintiff's claims are barred of plaintiff's failure to mitigate damages.

EIGHTH AFFIRMATIVE DEFENSE

Plaintiff's claims fail because any marks claimed by plaintiff have been abandoned.

NINTH AFFIRMATIVE DEFENSE

Plaintiff's claims are barred by its failure to join an indispensable party.

COUNTERCLAIMS

Defendant and Counterclaimant GOOGLE INC. ("Google") hereby counterclaims as follows:

INTRODUCTION

1. This counterclaim arises from explicit threats of, and actual conduct of, litigation by the plaintiff and counterdefendant, Steven A. Silvers ("Silvers"), by the counterdefendants Stelor Productions, Inc. and Stelor Productions, LLC (collectively "Stelor Productions") and by Stelor Productions' CEO Steven Esrig ("Esrig") (collectively "Counterdefendants"), against Google arising from Google's use of its famous mark GOOGLE in connection with internet search engine services.
2. This counterclaim also arises from the actions of all Counterdefendants in launching a new website, ostensibly called "Gootopia" but located and advertised at www.google.com and promoted with the GOOGLES name, that ostensibly offers computer-related and Internet-related functions, including search engine services and email services. Counterdefendants developed and implemented the Gootopia web site, and its search and e-mail functionalities, well after

Google's search engine and website became world famous, and after Google introduced e-mail services that have become widely known.

3. Google is a Delaware corporation with its principal place of business located at 1600 Amphitheatre Parkway, Mountain View, California 94043. Google operates a world-famous Internet search engine and provides related goods and services.

4. Google is informed and believes, and therefore alleges, that Plaintiff and counterdefendant Silvers is an individual who resides in West Palm Beach, Florida.

5. Google is informed and believes, and therefore alleges, that Plaintiff and counterdefendant Esrig is an individual who resides in Darnestown, Maryland. Google is informed and believes, and therefore alleges, that Esrig has carried out business that pertains to this action in this district and elsewhere in the United States.

6. Google is informed and believes, and therefore alleges, that, counterdefendant Stelor Productions, Inc. is a corporation incorporated in the State of Delaware with its principal place of business at the home of counterdefendant Esrig in Darnestown, Maryland. Google is informed and believes that Stelor Productions, Inc. does business in this district and elsewhere in the United States.

7. Google is informed and believes, and therefore alleges, that, Counterdefendant Stelor Productions, LLC is a limited liability company which does business in this district and elsewhere in the United States. Google is informed and believes that Stelor Productions, LLC is a successor to Stelor Productions, Inc., in that Stelor Productions, Inc. has filed a pleading in federal court stating that "Stelor Productions, Inc. has become Stelor Productions, LLC." Both Stelor Productions, Inc. and Stelor Productions, LLC are collectively referred to below as "Stelor Productions."

8. Counterdefendants claim rights in alleged marks GOOGLES and GOOGLES AND DESIGN arising from a paperback children's book allegedly written by Silvers in the early 1990s. Silvers paid a vanity publisher to publish 1000 copies of the book, entitled GOOGLES AND THE PLANET OF GOO, in 1996. The book styled itself a "children's edutainment book" and claimed that "the Googles concept was created as a means to provide children with a fun-filled method of expanding their vocabulary." Silvers gave away most of the copies of the book that he distributed, usually to family, friends, or acquaintances. The book never attained any significant commercial sales. Before this litigation, Silvers' counsel made known to Google the sale of no more than six copies of the book during a period of almost nine years.

9. Counterdefendants Stelor Productions and Esrig reportedly claim that Stelor Productions for the first time acquired certain rights to enforce Silvers' GOOGLES and/or GOOGLES AND DESIGN marks in 2002. At the time Stelor Productions reportedly first acquired certain rights to those marks, the GOOGLE brand had become world famous. At the time Stelor Productions reportedly first acquired rights to the GOOGLES and/or GOOGLES AND DESIGN marks, neither those marks nor the web site located at the googles.com domain name had been used to offer or promote search functions or email. At the time Stelor Productions reportedly first acquired rights to the GOOGLES and/or GOOGLES AND DESIGN marks, Counterdefendants had made no actual use in the ordinary course of business of the GOOGLES and/or GOOGLES AND DESIGN marks for children's books for a period of over three years.

10. In 2004 and 2005, Stelor Productions and Silvers engaged each other in litigation over the alleged license agreement between them relating to the GOOGLES and/or GOOGLES AND DESIGN marks. In a federal court pleading, Silvers alleged and acknowledged that Stelor Productions, as Silvers' licensee, had failed to use commercially reasonable efforts to promote,

market, and sell products bearing the licensed trademarks. Silvers further alleged and acknowledged that, during the 30 months Stelor Productions had had the benefit of its license agreement with Silvers regarding the marks, Stelor Productions had not sold a single licensed product.

11. Silvers has filed the present litigation. Stelor Productions, under the direction of Esrig, previously caused to be filed -- but later withdrew -- trademark opposition and cancellation proceedings before the Trademark Trial and Appeal Board of the United States Patent and Trademark Office, and a domain name arbitration, against Google relating to the issues presented in this litigation. Google is informed and believes, and therefore alleges, that Stelor Productions and Silvers have made public statements about their claims against Google and about their alleged entitlement to enormous damages from Google.

12. In view of Silvers' institution of litigation against Google, and Stelor Productions' and Esrig's claim of alleged rights in the GOOGLES mark and institution of Trademark Trial and Appeal Board proceedings and a domain name arbitration in respect of Google's use of the mark GOOGLE and the domain name google.com, Google seeks an order under the Declaratory Judgment Act declaring that the mark GOOGLE as used by Google does not infringe Silvers' and Stelor Productions' alleged rights in the alleged marks GOOGLES and GOOGLES AND DESIGN and that Silvers and Stelor Productions have no valid or enforceable rights in the alleged registered mark GOOGLES AND DESIGN. Google seeks cancellation of Silver's U.S. Registration No. 2,087,590 for GOOGLES AND DESIGN. Google further seeks affirmative relief in the nature of an injunction, together with attorney's fees and costs, arising from Counterdefendants' trademark violations and unfair competition designed to harm Google.

GENERAL ALLEGATIONS

Google's GOOGLE Brand

13. Google operates the Google internet search engine which is the best known and most widely used search engine in the world. Google's mark GOOGLE is a famous mark which has been in continuous use since at least as early as September 1997. Google's primary website is located at <google.com>. Google's search engine currently indexes more than eight billion web pages. Google's revenues for 2004 were \$3,189,223,000.

14. Through its continuous use of its GOOGLE mark, Google has acquired broad common-law rights in the GOOGLE mark. In addition, Google owns three federal trademark registrations as described below.

15. Google owns U.S. Registration No. 2,884,502, based on an application filed September 16, 1998, for the mark GOOGLE for the following goods: "computer hardware, computer software for creating indexes of information, indexes of web sites and indexes of other information resources." A copy of the registration data from the U.S. Patent and Trademark Office web site is attached as Exhibit A.

16. Google owns U.S. Registration No. 2,806,075, based on an application filed September 16, 1998, for the mark GOOGLE for the following goods and services: "computer services, namely, providing software interfaces available over a network in order to create a personalized on-line information service; extraction and retrieval of information and data mining by means of global computer networks; creating indexes of information, indexes of web sites and indexes of other information sources in connection with global computer networks; providing information from searchable indexes and databases of information, including text, electronic documents, databases, graphics and audio visual information, by means of global computer information

networks" and "providing electronic mail and workgroup communications services over computer networks; providing multiple user access to proprietary collections of information by means of global computer information networks." A copy of the registration data from the U.S. Patent and Trademark Office web site is attached as Exhibit B.

17. Google also owns U.S. Registration No. 2,954,071, based on an application filed September 18, 2001, for the mark GOOGLE for the following goods and services: "Electronic retailing services via computer featuring mouse pads, flashlights, lamps, license plate frames and holders, books, notebooks, pens, greeting cards, stickers, decals, tote bags, duffel bags, backpacks, luggage tags, umbrellas, mugs, tumblers, shirts, t-shirts, modem cords, vests, caps, hats, and other clothing items; mouse pads, calculators, flashlights, lamps, license plate frames and holders; books, namely children's books, books on the subject of computers, notebooks, pens, greeting cards, stickers, decals; bags, namely, tote bags, duffel bags, backpacks; luggage tags; umbrellas; mugs, tumblers; clothing, namely, shirts, t-shirts, vests, hats, caps, boxer shorts; children's clothing, namely, t-shirts, and sporting equipment, namely, plastic exercise balls. A copy of the registration data from the U.S. Patent and Trademark Office web site is attached as Exhibit C.

18. Google was founded in 1997 by two Stanford University students. Google's unique technology platform had an immediate impact on the internet world and catapulted the GOOGLE search engine to worldwide prominence. The GOOGLE search engine has received widespread unsolicited favorable publicity in trade and consumer media. A list of representative publicity relating to Google's internet search engine is attached hereto as Exhibit D.

19. In 2004, Google conducted an initial public offering (IPO) of its stock which was widely followed in the general media. Google's IPO was one of the hottest IPOs of 2004. Since the

offering, Google's stock price has soared from \$85 per share to a price around \$300 per share.

Google currently has a market capitalization of over \$80 billion, greater than the market capitalization of General Motors or General Electric.

20. Google is one of the most famous companies in the world and a leader in the high technology marketplace. Google's brand name GOOGLE was Brandchannel's Brand of the Year for 2002 and 2003.

Silvers' Claim To Ownership of the GOOGLES AND DESIGN Mark and Registration by Assignment from a Defunct Company

21. Google is informed and believes and therefore alleges that Counterdefendant Silvers claims ownership of Registration No. 2,087,590, dated August 12, 1997, based upon an application dated August 2, 1996, for the mark GOOGLES AND DESIGN for "children's books." A copy of a print-out from the website of the United States Patent and Trademark Office ("USPTO") depicting the GOOGLES AND DESIGN mark and containing registration data is attached as Exhibit E. Assignment information for that registration from the USPTO website is attached as Exhibit F.

22. Google is informed and believes, and therefore alleges, that the original owner of the federal trademark application and registration for GOOGLES AND DESIGN, Registration No. 2,087,590, was The Googles Children's Workshop, Inc., a New Jersey corporation.

23. Google is informed and believes, and therefore alleges, that at the time of the federal registration for GOOGLES AND DESIGN, Registration No. 2,087,590, the registrant had not made trademark use of the mark on the goods covered by the registration in the ordinary course of business.

24. Google is informed and believes, and therefore alleges, that The Googles Children's Workshop, Inc., was dissolved without assets on or before October 22, 1997. A copy of status

information for that company from the New Jersey Secretary of State website is attached to this Complaint as Exhibit G.

25. Google is informed and believes, and therefore alleges, that Counterdefendant Silvers truthfully indicated to the State of New Jersey that The Googles Children's Workshop, Inc. had no assets when that company was dissolved.

26. Google is informed and believes, and therefore alleges, that Mr. Silvers claims to have received rights in the GOOGLES AND DESIGN mark and registration by assignment from The Googles Children's Workshop, Inc.

27. Google is informed and believes, and therefore alleges, that Mr. Silvers executed a notarized assignment of the GOOGLES AND DESIGN mark and registration to himself personally from The Googles Children's Workshop, Inc. on May 18, 1999. A copy of the assignment as recorded in the USPTO is attached to this Complaint as Exhibit H. Google is informed and believes, and therefore alleges, that on the date of execution of that alleged assignment, and immediately before the execution, The Googles Children's Workshop, Inc. no longer existed as a legal entity. Google is informed and believes, and therefore alleges, that on the date of execution of that alleged assignment, and immediately before the execution, The Googles Children's Workshop, Inc. had no assets, no revenues, and no business activities.

28. Google is informed and believes, and therefore alleges, that Counterdefendant Silvers truthfully indicated that he was the "former pres[ident]" of The Googles Children's Workshop, Inc. when he executed the assignment from The Googles Children's Workshop, Inc. to himself years after dissolution of The Googles Children's Workshop, Inc.

29. Silvers asserts in paragraph 46 of his Complaint that in 1998 he attempted to contact Google founder Larry Page to discuss the Google and Googles names. Silvers thus concedes that

he was very aware of Google's fame before he executed an ostensible "assignment" to himself of the alleged mark and registration for GOOGLES AND DESIGN from a defunct company.

The Fraudulent USPTO Filing With Respect to the Counterdefendants' Alleged Mark and Registration for GOOGLES AND DESIGN

30. Google is informed and believes, and therefore alleges, that a Combined Declaration of Use and Incontestability Under Sections 8 and 15 to maintain the registration of GOOGLES AND DESIGN, Registration No. 2,087,590 was filed with the U.S. Patent and Trademark office in March 2003 by "The Googles Children's Workshop, Inc.," identified as a New Jersey corporation. A copy of the Combined Declaration is attached to this Complaint as Exhibit I.

31. Google is informed and believes that the Combined Declaration was executed on behalf of The Googles Children's Workshop, Inc. by Ira C. Edell, identified as an attorney for The Googles Children's Workshop, Inc.

32. Google is informed and believes that, in executing executed the Combined Declaration, Mr. Edell declared that all statements made in the Combined Declaration of his own knowledge were true. Mr. Edell did not make any statements in the Combined Declaration that were indicated to be on his information and belief. Mr. Edell made the statements with the knowledge that willful, false statements may jeopardize the validity of the registration that was the subject of the Combined Declaration.

33. At the time of the filing of that Combined Declaration, The Googles Children's Workshop, Inc. had been dissolved for over five years and no longer existed.

34. Google is informed and believes, and therefore alleges, that at the time of the Combined Declaration Mr. Edell had had no communications with The Googles Children's Workshop, Inc.

35. Google is informed and believes, and therefore alleges, that at the time of the Combined Declaration, The Googles Children's Workshop, Inc. had not given Mr. Edell authority to act on its behalf.

36. Google is informed and believes, and therefore alleges, that at the time of the filing of that Combined Declaration, The Googles Children's Workshop, Inc. had not used, continuously for a period of five years, the GOOGLES AND DESIGN mark as registered.

37. Google is informed and believes, and therefore alleges, that at the time of the filing of that Combined Declaration, The Googles Children's Workshop, Inc. was not the owner of the GOOGLES AND DESIGN mark.

38. At the time of the filing of that Combined Declaration, The Googles Children's Workshop, Inc. was not the owner of record of U.S. Registration No. 2,087,590.

39. Google is informed and believes, and therefore alleges, that the declarant and/or the ostensible registrant causing the Combined Declaration to be filed knew the statements made in the Combined Declaration to be false at the time they were made. The false statements were designed to, and did, mislead the USPTO with respect to the true facts concerning the ownership and continuous use by The Googles Children's Workshop, Inc. of the mark that was the subject of U.S. Registration No. 2,087,590.

40. Google is informed and believes, and therefore alleges, that the fraudulent statements made in the Combined Declaration caused the U.S. Patent and Trademark Office to issue a notice of acknowledgement of the Combined Declaration and to maintain the registration instead of canceling it.

41. Google is informed and believes, and therefore alleges, that the statements made in the Combined Declaration to maintain the federal registration for GOOGLES AND DESIGN, U.S.

Registration No. 2,087,590, were made by a person without knowledge of the facts asserted in the declarations and who had not reasonably investigated the facts to determine the truthfulness of the assertions.

42. Google is informed and believes, and therefore alleges, that Stelor Productions caused or instructed Mr. Edell to file the Combined Declaration pursuant to a power of attorney executed by Silvers in favor of Stelor Productions.

43. No correction or amendment to the Combined Declaration Under Sections 8 and 15 was timely made. The owner of record of U.S. Registration No. 2,087,590 did not file a declaration under Section 8 or 15.

44. Google is informed and believes, and therefore alleges, that on or before October 1999 The Googles Children's Workshop, Inc. abandoned the mark that is the subject of U.S. Registration No. 2,087,590 without intention to resume use.

Silvers' Later U.S. Trademark Applications for GOOGLES Marks

45. Almost immediately after the announcement of Google's IPO, Counterdefendant Silvers filed two new trademark applications for combination marks which included or consisted of the alleged mark GOOGLES.

46. On May 7, 2004, less than 10 days after Google filed documents with the Securities and Exchange Commission to initiate its initial public offering, Counterdefendant Silvers filed in the USPTO U.S. Application Serial No. 76/591,386 for the alleged mark GOOGLES EDUTAINMENT on an intent-to-use basis in Class 16 for "printed books, magazines, board games, flyers, playing cards." A copy of U.S. Application Serial No. 76/591,386 is attached hereto as Exhibit J. Google is informed and believes that the application was filed by an attorney in the name of Silvers at the instruction of Stelor Productions and Esrig.

47. Ten days later, on May 17, 2004, Silvers filed in the USPTO U.S. Application Serial No. 78/420,234 for the alleged mark GOOGLES on an intent-to-use basis for "computer services, namely providing e-mail services; multiple user access to computer networks for the transfer and dissemination of a wide range of information; providing a wide range of general interest information via online bulletin boards and via multi user computer networks" in Class 42. A copy of U.S. Application Serial No. 78/420,324 is attached hereto as Exhibit K.

48. U.S. Application Serial No. 78/420,234 was filed on behalf of Silvers by Laurence R. Hefter of Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P. The law firm of Finnegan, Henderson, Farabow, Garrett & Dunner, L.L.P. had previously represented Google with respect to Google's trademark matters, including at one time the maintenance of Google's trademark portfolio including its GOOGLE marks. In connection with the new application filed by Mr. Hefter and the Finnegan firm, Mr. Hefter executed in his own name a declaration on behalf of Mr. Silvers stating that he believed the applicant to be entitled to use the mark in commerce and that, to the best of his knowledge, no other person, firm, corporation, or association had the right to use the mark in commerce, either in the identical form thereof or in such resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive. He also declared that all statements made of his own knowledge were true.

49. Google is informed and believes, and therefore alleges, that the Finnegan, Henderson firm filed the application to register GOOGLES, U.S. Application Serial No. 78/420,234, at the instance of Stelor Productions and Esrig.

50. The applications to register GOOGLES and GOOGLES EDUTAINMENT, filed in the name of Silvers, are currently pending before the USPTO.

Stelor Productions' Alleged Rights in the GOOGLES Marks and Initiation of Proceedings Against Google

51. Google is informed and believes, and therefore alleges, that, Counterdefendant Stelor Productions claims to have obtained a license of the exclusive rights in the GOOGLES AND DESIGN mark and other related intellectual property from Silvers and claims rights to enforce those alleged rights against third parties.

52. Shortly after the filing of the new applications, in July 2004, while Google's IPO was pending, but its S-1 registration statement was not yet effective, Counterdefendant Stelor Productions, claiming to be the owner of the alleged mark GOOGLES AND DESIGN, filed a Petition to Cancel Google's U.S. Registration No. 2,806,075 for the mark GOOGLE ("Stelor Cancellation"). On July 6, 2004, Stelor Productions filed a Notice of Opposition against Google's U.S. Application Serial No. 76/314,783 for the mark GOOGLE, claiming that Stelor Productions owns prior rights to the mark GOOGLES for "goods and services for children" and that Google's use of GOOGLE in connection with the goods and services recited in Google's U.S. Application Serial No. 76/314,783 is likely to cause confusion.

53. Immediately following the filing of the Stelor Cancellation and Notice of Opposition, Stelor Productions issued a press release claiming rights in the alleged mark GOOGLES AND DESIGN and questioning Google's rights to its famous name and mark. A copy of a press release apparently issued by Stelor Productions is attached hereto as Exhibit L.

54. On November 2, 2004, after the successful completion of Google's IPO, Counterdefendants filed a complaint with the National Arbitration Forum, pursuant to the Uniform Domain Name Dispute Resolution Policy ("UDRP") seeking transfer of several of Google's domain names including google.com. The UDRP Complaint was filed in the name of Counterdefendant Silvers by San Francisco attorney Yano L. Rubinstein, who is named as

"Complainant's Authorized Representative" in the UDRP Complaint. Google is informed and believes, and therefore alleges, that Mr. Rubinstein, in San Francisco, filed the UDRP Complaint at the instigation of Stelor Productions and Esrig pursuant to Stelor Productions' power of attorney granted by Silvers.

55. On November 10, 2004, following Stelor Productions' initiation of the UDRP proceeding against Google and with knowledge that Google had recently raised substantial sums in the marketplace through its public offering of stock to the public, Mr. Rubinstein contacted counsel for Google stating that he represented Stelor Productions and Silvers and demanded that Google meet with his clients within 48 hours to discuss Google's purchase of his client's rights in the alleged mark GOOGLES AND DESIGN. Mr. Rubinstein stated that his client was ready to file a federal court action against Google and that his client would likely issue a "massive" press release in connection with the lawsuit, similar to the press release issued by Counterdefendants in connection with the cancellation petition and notice of opposition filed in the USPTO against Google's trademark registration and application. Mr. Rubinstein urged that Google's representatives immediately meet with Stelor Productions to avoid the damage that the litigation would cause Google.

56. Counterdefendants dismissed the proceedings they had brought in the Trademark Trial and Appeal Board as well as the UDRP proceeding as part of a "stand-down" agreement in which Google also dismissed, without prejudice, proceedings it had brought before the Trademark Trial and Appeal Board to cancel the GOOGLES AND DESIGN federal trademark registration. Silvers filed this action without notice to Google and without having furnished Google, despite numerous requests, evidence of any continued use of his claimed mark in the

ordinary course of business that would evidence the existence of any trademark rights claimed by him.

57. Google is informed and believes, and therefore alleges, that Stelor Productions has sought investments in its company on the ground that it is asserting a trademark claim against Google and will seek a substantial monetary remedy.

COUNT I

**DECLARATORY RELIEF REGARDING NON-VIOLATION OF
COUNTERDEFENDANTS' RIGHTS**

58. Google realleges and incorporates by reference paragraphs 1 through 57 as though fully set forth herein.

59. As a result of Counterdefendants' actions, there is an actual controversy between Google and Counterdefendants as to the parties' rights and legal relations associated with Google's use of the GOOGLE marks. Google has a reasonable and real apprehension that it faces an immediate lawsuit by Counterdefendants.

60. Google intends to use its GOOGLE marks lawfully in interstate commerce and intends to continue using lawfully GOOGLE-related domain names.

61. Google is informed and believes, and therefore alleges, that The Googles Children's Workshop, Inc. abandoned the GOOGLES AND DESIGN trademark and any GOOGLES trademark it ever claimed.

62. Google is informed and believes, and therefore alleges, that the mark GOOGLES AND DESIGN that is the subject of U.S. Registration no. 2,087,590 has been abandoned.

63. Google is informed and believes, and therefore alleges, that the registration of the mark GOOGLES AND DESIGN, U.S. Registration no. 2,087,590, is not incontestable.

64. Google is informed and believes, and therefore alleges, that Counterdefendants have not used any GOOGLES trademark in good faith in the ordinary course of business.

65. Google is informed and believes, and therefore alleges, that Counterdefendants lack a good-faith intent to use the mark GOOGLES AND DESIGN or any other GOOGLES mark, including GOOGLES EDUTAINMENT, in the ordinary course of business.

66. Google's rights in its GOOGLE marks are superior to any GOOGLES-related marks claimed by Counterdefendants, including the abandoned GOOGLES AND DESIGN and the later GOOGLES EDUTAINMENT and GOOGLES marks.

67. Google's use of its GOOGLE marks and domain names will not infringe on or otherwise violate any federal or state trademark, trade name, competition, or related rights of Counterdefendants.

68. Google does not engage in any activities that harm or threaten any lawful rights of Counterdefendants.

69. An actual case or controversy exists within the meaning of 28 U.S.C. § 2201 as to whether Google's use of the trademark GOOGLE for Internet search engine services and related products and services, and whether its use of domain names that incorporate the letter string "google" violates any valid rights of Counterdefendants. A judicial determination is necessary and appropriate at this time in order that the parties may ascertain their respective rights and obligations, if any. Google is entitled to a declaration of non-violation of any rights of Counterdefendants, a declaration that (1) it has no liability to Counterdefendants arising from its use of GOOGLE as a trademark or its use of domain names that incorporate the letter string "google" such as google.com, googlesadsense.com, googlesadwords.com, and googlesadwords.com; (2) Counterdefendants are not entitled to any injunction or other relief against

Google, (3) Counterdefendants have no enforceable rights against Google relating to their alleged rights in GOOGLES, and (4) Counterdefendants have no continuing rights in GOOGLES.

WHEREFORE, Google prays for relief as set forth below.

COUNT II

**CANCELLATION OF COUNTERDEFENDANTS' CLAIMED FEDERAL
REGISTRATION AND DECLARATION OF INVALIDITY OF
COUNTERDEFENDANTS' PENDING APPLICATIONS**

70. Google realleges and incorporates by reference paragraphs 1 through 69 as though fully set forth herein.

71. The federal registration for GOOGLES AND DESIGN, Registration No. 2,087,590 is invalid or voidable, or is otherwise subject to cancellation. Google is entitled to a declaration that the registration shall be cancelled and to an order of this Court to the Director of the U.S. Patent and Trademark Office that the Director cancel the registration and otherwise rectify the register forthwith.

72. Any use by Counterdefendants of GOOGLES for "providing electronic mail and workgroup communications services over computer networks; providing multiple user access to proprietary collections of information by means of global computer information networks" in International Class 38; and "computer services, namely, providing software interfaces available over a network in order to create a personalized on-line information service; extraction and retrieval of information and data mining by means of global computer networks; creating indexes of information, indexes of web sites and indexes of other information sources in connection with global computer networks; providing information from searchable indexes and databases of information, including text, electronic documents, databases, graphics and audio visual

information, by means of global computer information networks” would cause confusion, cause mistake, or deceive the public as to the source, sponsorship, or affiliation of Counterdefendants' services and would violate Google's prior rights in GOOGLE.

73. The pending applications filed by Counterdefendants to register GOOGLES and GOOGLES EDUTAINMENT are in bad faith. Counterdefendants lack a good-faith intent to use the marks in the ordinary course of business.

74. The pending applications filed by Counterdefendants to register GOOGLES and GOOGLES EDUTAINMENT threaten to violate or otherwise impair Google's rights.

75. By reason of the foregoing facts, Google will be damaged by the continued registration of the mark GOOGLES AND DESIGN for the goods identified in U.S. Registration No. 2,087,590 and by registration of GOOGLES EDUTAINMENT and GOOGLES for the goods and services identified in applications 78/420,234 and 76/591,386 respectively.

76. Google is entitled to a declaration that Counterdefendants are not entitled to registration of any GOOGLES related trademark, including GOOGLES EDUTAINMENT and GOOGLES, and to an order of the Court to the Director of the U.S. Patent and Trademark Office to cancel U.S. Registration No. 2,087,590 and to refuse registration to Counterdefendants' applications 78/420,234 and 76/591,386.

WHEREFORE, Google prays for relief as set forth below.

COUNT III

FEDERAL TRADEMARK INFRINGEMENT AND FALSE DESIGNATION OF ORIGIN UNDER 15 U.S.C. § 1114 AND 1125(a)

77. Google repeats and realleges the allegations set forth in paragraphs 1 through 76 as if fully set forth herein.

78. Google used the mark GOOGLE for Internet search and related services long before counterdefendants began using GOOGLES for search and related functions. Google's GOOGLE mark is famous and powerful. Google has rights with respect to GOOGLE that are superior to the rights of Counterdefendants in any GOOGLES or GOOGLES-related marks.

79. Counterdefendants have begun to use GOOGLES in connection with the promotion, offering, or furnishing of search and related services and functions in a way that is likely to cause mistake, deception, or confusion as to the source, sponsorship, affiliation, connection, or approval of counterdefendants' goods, services, and commercial activities. Counterdefendants have acted with the desire to promote confusion in the marketplace in the misguided view that confusion caused by their activities might give them trumped-up claims against Google.

80. Counterdefendants' actions as described above infringe upon Google's registered trademarks and constitute violation of section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a).

81. This is an exceptional case within the meaning of section 35(a) of the Lanham Act, 15 U.S.C. § 1117(a). Google is entitled to an injunction as well as an award of attorney's fees.

WHEREFORE, Google prays for relief as set forth below.

COUNT IV

FEDERAL UNFAIR COMPETITION UNDER 15 U.S.C. § 1114 AND 1125(a)

82. Google repeats and realleges the allegations set forth in paragraphs 1 through 81 as if fully set forth herein.

83. During the summer of 2004, Counterdefendants embarked upon a deliberate campaign to harm Google and threaten Google's IPO by falsely claiming ownership rights in the mark GOOGLES AND DESIGN and questioning Google's right to continue using its famous GOOGLE marks.

84. By their carefully time press release and administrative filings in the USPTO, Counterdefendants sought to cast a pall over Google's IPO, by creating doubt among the public, the press and investors as to Google's rights to use its GOOGLE marks.

85. Counterdefendants attempted to portray themselves as competitors of Google in the business activities reflected in Counterdefendants' claimed trademark registration and registration applications. In their commercial advertising and/or promotion, Counterdefendants misrepresented the nature, characteristics, and qualities of their own and Google's commercial activities. Counterdefendants' false and/or misleading statements were widely disseminated to the public.

86. Google is informed and believes, and therefore alleges, that, Counterdefendants engaged in the foregoing activities solely to force Google to purchase Counterdefendants' alleged rights in the alleged mark GOOGLES AND DESIGN for an exorbitant sum of money, by tarnishing Google's reputation and goodwill in the minds of the public and casting aspersions on Google's title to its famous name and mark.

87. Google's reputation and goodwill have been harmed by Counterdefendants' campaign of carefully timed press releases and public statements regarding their alleged ownership of the mark GOOGLES AND DESIGN.

88. Google is informed and believes, and therefore alleges, that at the time of making each public statement regarding their alleged ownership of the mark GOOGLES AND DESIGN, Counterdefendants were aware that such statements were false and/or misleading in that Counterdefendants had no valid rights in and to the mark GOOGLES AND DESIGN.

89. Google is informed and believes, and therefore alleges, that Counterdefendants made their false and misleading statements in furtherance of their campaign to falsely portray Google

as an infringer, with the intention of tarnishing Google's reputation in the marketplace, thereby putting additional pressure to bear on Google to accede to Counterdefendants' threats and demands.

90. Google is informed and believes, and therefore alleges, that members of the media, financial analysts and the general public have relied on Counterdefendants' false and/or misleading statements.

91. Google has suffered and, unless Counterdefendants are enjoined by this Court, will continue to suffer damage as a result of Counterdefendants' false and/or misleading statements. Counterdefendants' acts, as described above, have cause confusion, mistake and/or deception among the public and therefore, constitute unfair competition in violation of 15 U.S.C. § 1125(a).

WHEREFORE, Google prays for relief as set forth below.

PRAYER FOR RELIEF

WHEREFORE Defendant and Counterclaimant Google Inc. prays:

- a. That Plaintiff take nothing by his action and that his claims be dismissed.
- b. That the Court issue a declaration to the effect that:
 1. Counterdefendants Silvers and Stelor Productions have no rights to the alleged marks GOOGLES AND DESIGN, GOOGLES EDUTAINMENT and GOOGLES; and
 2. Google's use of the mark GOOGLE and its GOOGLE-related marks and domain names does not constitute infringement or unfair competition.
- c. That the Court direct the USPTO to refuse registration to U.S. Application Serial No. 76/591,386 for GOOGLES EDUTAINMENT and 78/420,234 for GOOGLES on grounds of likelihood of confusion with Google's mark GOOGLE, or in the alternative that

Silvers be ordered to file an express abandonment of U.S. Application Serial No. 76/591,386 and U.S. Application Serial No. 78/420,234 with the USPTO.

d. That the Court direct the USPTO to cancel U.S. Trademark Registration No. 2,087,590 for GOOGLES AND DESIGN on grounds of abandonment , invalidity because of an ineffectual Combined Declaration, and fraud pursuant to 15 U.S.C. §§ 1064, 1119 and 1121.

e. That the Court enjoin further prosecution by Counterdefendants of any applications for GOOGLES or GOOGLE and order Silvers to expressly abandon pending applications to register marks incorporating GOOGLE, GOOGLES, or any element confusingly similar to GOOGLE.

f. That the Court enjoin Counterdefendants from any use of GOOGLE, GOOGLES, or any mark containing any element confusingly similar to GOOGLE.

g. That the Court enjoin Counterdefendants from use or registration of any domain name containing GOOGLE, GOOGLES, or any mark containing any element confusingly similar to GOOGLE.

h. That the Court order Counterdefendants immediately to deliver up for destruction all materials containing infringing uses of GOOGLE, GOOGLES, or any mark confusingly similar to GOOGLE.

i. That Google recover from Counterdefendants the cost of this suit and reasonable attorney's fees.

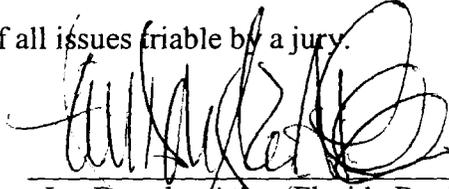
j. That Counterdefendants make a full report to this Court of their compliance with the foregoing within thirty (30) days of judgment herein.

k. That Google have such other and further relief as this Court deems just and proper.

DEMAND FOR JURY TRIAL

Pursuant to Federal Rule of Civil Procedure 38, Defendant and Counterclaimant

Google Inc. hereby demands a jury trial of all issues triable by a jury.



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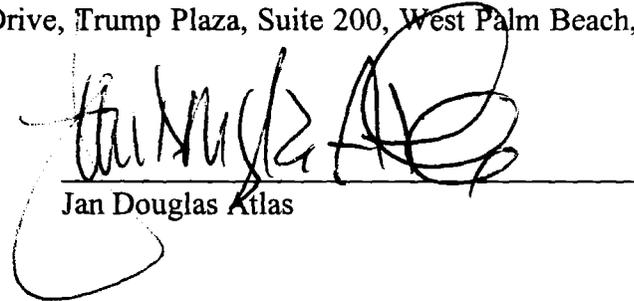
Phone: (415) 591-1000

Fax: (415) 591-1400

Attorneys for Defendant and Counterclaimant
GOOGLE INC.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished by mail on this 8th day of August, 2005 upon: HARLEY S. TROPIN, ESQ., KENNETH R. HARTMANN, ESQ. and GAIL A. McQUILKIN, ESQ., Kozyak, Tropin, Throckmorton, P.A., 2525 Ponce de Leon, 9th Floor, Miami, FL 33134; and ADAM T. RABIN, ESQ., Dimond, Kaplan & Rothstein, P.A., 525 South Flagler Drive, Trump Plaza, Suite 200, West Palm Beach, FL 33401.


Jan Douglas Atlas



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Word Mark	GOOGLE
Goods and Services	IC 009. US 021 023 026 036 038. G & S: computer hardware: computer software for creating indexes of information, indexes of web sites and indexes of other information resources. FIRST
Mark Drawing Code	(1) TYPED DRAWING
Serial Number	75554461
Filing Date	September 16, 1998
Current Filing Basis	1A
Original Filing Basis	1B
Published for Opposition	May 8, 2001
Registration Number	2884502
Registration Date	September 14, 2004
Owner	(REGISTRANT) GOOGLE INC. CORPORATION DELAWARE Google Inc. 1600 Amphitheatre Parkway Building 41 Mountain View CALIFORNIA 94043
Assignment Recorded	ASSIGNMENT RECORDED
Attorney of Record	Julia Anne Matheson
Type of Mark	TRADEMARK
Register	PRINCIPAL
Live/Dead Indicator	LIVE

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Word Mark GOOGLE

Goods and Services IC 042. US 100 101. G & S: computer services, namely, providing software interfaces available over a network in order to create a personalized on-line information service; extraction and retrieval of information and data mining by means of global computer networks; creating indexes of information, indexes of web sites and indexes of other information sources in connection with global computer networks; providing information from searchable indexes and databases of information, including text, electronic documents, databases, graphics and audio visual information, by means of global computer information networks. FIRST USE: 19970900. FIRST USE IN COMMERCE: 19970300

IC 038. US 100 101 104. G & S: Providing electronic mail and workgroup communications services over computer networks; providing multiple user access to proprietary collections of information by means of global computer information networks. FIRST USE: 19970900. FIRST USE IN COMMERCE: 19970900

Mark Drawing Code (1) TYPED DRAWING

Serial Number 75978469

Filing Date September 16, 1999

Current Filing Basis 1A

Original Filing Basis 1B

Published for Opposition December 4, 2001

Registration Number 2806075

Registration Date January 20, 2004

Owner

(REGISTRANT) Google Inc. CORPORATION CALIFORNIA 2400 Bayshore Parkway Mountain View CALIFORNIA 94043

(LAST LISTED OWNER) GOOGLE INC. CORPORATION DELAWARE Google 1600 Amphitheatre
Parkway Building 41 Mountain View CALIFORNIA 94043

**Assignment
Recorded** ASSIGNMENT RECORDED

**Attorney of
Record** Julie Anne Matheson

Type of Mark SERVICE MARK

Register PRINCIPAL

**Live/Dead
Indicator** LIVE

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Typed Drawing

Word Mark	GOOGLE
Goods and Services	IC 035. US 100 101 102. G & S: Electronic retailing services via computer featuring mouse pads, flashlights, lamps, license plate frames and holders, books, notebooks, pens, greeting cards, stickers, decals, tote bags, duffel bags, backpacks, luggage tags, umbrellas, mugs, tumblers, shirts, t-shirts, modem cords, vests, caps, hats, and other clothing items. FIRST USE: 19990900. FIRST USE IN COMMERCE: 19990900
	IC 009. US 021 023 026 036 038. G & S: Mouse pads, calculators. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 011. US 013 021 023 031 034. G & S: Flashlights, lamps. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 012. US 019 021 023 031 035 044. G & S: License plate frames and holders. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 016. US 002 005 022 023 029 037 038 050. G & S: Books, namely children's books, books on the subject of computers, notebooks, pens, greeting cards, stickers, decals. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 018. US 001 002 003 022 041. G & S: Bags, namely, tote bags, duffel bags, backpacks; luggage tags; umbrellas. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 021. US 002 013 023 029 030 033 040 050. G & S: Mugs, tumblers. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 025. US 022 039. G & S: Clothing, namely, shirts, t-shirts, vests, hats, caps, boxer shorts; children's clothing, namely, t-shirts. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731
	IC 028. US 022 023 038 050. G & S: sporting equipment, namely, plastic exercise balls. FIRST USE: 19990100. FIRST USE IN COMMERCE: 19990731

Mark Drawing Code (1) TYPED DRAWING
Serial Number 76314783
Filing Date September 18, 2001
Current Filing Basis 1A
Original Filing Basis 1A
Published for Opposition July 6, 2004
Registration Number 2954071
International Registration Number ;
Registration Date May 24, 2005
Owner (REGISTRANT) Google Inc. CORPORATION DELAWARE 2400 BAYSHORE PARKWAY TRADEMARK DEPT Mountain View CALIFORNIA 94043
Assignment Recorded ASSIGNMENT RECORDED
Attorney of Record Julia Anne Matheson
Type of Mark TRADEMARK. SERVICE MARK
Register PRINCIPAL
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- **The Andover News Network**, December 30, 1998

Google mentioned in Jack Bryar's Column.

...if you need to find the best sites--fast, for subjects ranging from medieval life to ISDN technology, make this the first place you look.

- **Le Monde Interactif**, December 28, 1998
Google à la conquête de la Toile by Denis Delbecq.

- **Salon Magazine**, December 21, 1998
[Article: Yes, There Is a Better Search Engine](#) by Scott Rosenberg.

...Google gets remarkably smart search results by using a mathematical algorithm that rates your site based on who links to you. The ranking depends not simply on the number of sites that link to you, but on the linking sites' own importance rating. The result is a kind of automated peer review that sifts sites based on the collective wisdom of the Web itself.

The program is complex, but the proof is in the results. Since discovering Google a few weeks ago, I've been so impressed with its usefulness and accuracy that I've made it my first search stop....

- **PC Magazine**, December 1998
Google has been chosen as one of the Top 100 Web Sites.



- **ZDNet's Anchor Desk**, December 23, 1998
Google was mentioned in [Smarter Searches: Why Search Engines Are *Again* the Web's Next Big Thing](#) by Jesse Berst.

- **KeyMariah Newsbreak**, December 10, 1998
Google write up.

- **USA TODAY**, December 7, 1999
Google listed as a [USA TODAY hot site](#).

- **Red Herring Online**, October 16, 1998
Google Graduates, by Georgie Raik-Allen.

- **Business Week and Edupage**, around September 25, 1998

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- **Industry Standard**
Extensive interview in this new magazine about the Internet economy: The Future of Search Engines, by Mark Frauenfelder.
- **SearchEngineWatch**, August 4, 1998
[Counting Clicks and Looking at Links](#) discusses systems that consider popularity and link structure.
- **Heise Online**, July 24, 1998
[Article in German](#).
- **Suite 101.com**, July 10, 1998
Review of Three Up and Coming Search Engines by Paula Dragutsky.
- **Annapolis Capital News**, May 1998
Yahoo for new search engine.
- **Tasty Bits from the Technology Front**, May 11, 1998
[Google: High relevancy Web searching](#)
- **Locomotive News**, May 8, 1998
[Russian article](#).

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1999 Press Mentions

- **Business Week Online**, December 28, 1999
[Google Can End Your Search for a Great Search Site.](#)

One site was consistent though. Google came in first in each of my five searches. Not only did it come in first but it blew away the competition.

- **The Guardian**, December 2, 1999
[Google is mentioned in It's so smart to be simple.](#)

- **E-Commerce Times**, November 29, 1999
[UK Shopping Guide Turns To Google](#)

- **PC Magazine**, November 17, 1999
[Google is again on PC Magazine's Top 100 Web Sites list.](#)

- **PCMike**, November 16, 1999
[New search sites cut the online clutter](#)

- **ZDNet**, November 15, 1999
[Google wins PC Magazine's 1999 Technical Excellence Award for Web Applications.](#)

- **USA TODAY**, October 26, 1999
[Sam Meddis writes about Today's 'hippest' search engine.](#)

A fast, user-friendly search engine that doesn't assault us with thousands of irrelevant citations may be the only thing that saves us from a lifetime of infopsychosis.

- **NetworkWorld Fusion**, October 21, 1999
[Danny Sullivan mentions Google in an article titled, Search engines to fit any style.](#)

- **TechWeek**, October 18, 1999
[An interview with Google's President in Google Focused on Being The Web's Best Search Engine.](#)

- **The San Francisco Business Times**, October 11, 1999
[At last, a search engine that \(gasp!\) just searches](#)

- **The Register**, October 7, 1999
[Comments on Google's ranking algorithm in an article titled, Microsoft's Satanic Majesty requests.](#)

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- **The New York Times**, October 6, 1999
[Google Keeps Search Simple](#) [registration required]

- **The Industry Standard**, October 4, 1999
[Tools for Thinking](#)

- **Forbes**, October 4, 1999
[How Google is that?](#)

The reason why all those Valley hotshots are going gaga over Google is because the company has a search technology that is far better than anything else out there.

- **UpsideToday**, October 4, 1999
The DailyTish column titled [Google's Serious Searching](#).

... it's a minimalistic triumph -- three years ago the original competitive field of search engines staged a mass exodus, leaving behind the pursuit of better search results and entering a revenue desert in search of a promised land of sticky services. Now it's time for the experts.

- **The New York Times**, September 30, 1999
[Searches Where Less, Not More, Is Better](#) [registration required]

Google is very fast and uses clever intuitive technologies to rank search results by relevancy.

- **Business Week**, September 29, 1999
[Can Google's Prodigies Make a Search Tool Pay?](#)

... two 26-year-old PhD candidates from Stanford University formally launched what many experts consider to be the most powerful search tool on the Net, called Google.

- **USA TODAY**, September 27, 1999
Once again Google is listed as a [hot site](#).

Searching on the Web just got easier -- with the addition of a new feature at the search service Google that hunts down related info. Whenever you find a citation that looks interesting, just click on the GoogleScout link and you'll get a list of associated stuff.

- **PC World**, September 24, 1999
[A Search Engine Worth Gambling On](#)

- **Salon**, September 23, 1999
[From beta to bonafide](#)

- **ORF ON Futurezone**, September 22, 1999
[An article about Google coming out of beta.](#)

- **Internet News**, September 21, 1999
Google Finishes GoogleScout, Launches Site
 - **LLRX.com (Law Library Resource Exchange)**, September 15, 1999
Google's Uncle Sam is noted as a valuable resource.
 - **Tom's Hardware**, September 10, 1999
An article on Google and other search engines.
 - **Useit.com**, September 9, 1999
An article that includes an alertbox about reputation managers, including Google.
 - **MSNBC**, September 8, 1999
Google is included in a story about measuring the Web's diameter.
 - **Forbes**, August 17, 1999
An article titled Feeding frenzy mentions Google.
 - **ft.com**, August 10, 1999
Search Engines: The power to weed out the irrelevant.
 - **Salon Magazine**, July 23, 1999
Google mentioned in an article about the Internet economy.
 - **SearchEngineWatch**, July 6, 1999
One report on the future of Google and another on Netscape's use of Google's engine.
 - **TechWeb**, June 25, 1999
An article about Netscape's partnership with Google.
- Google, Netscape's search partner, has some very impressive technology, said analyst Barry Parr of International Data Corp.
- **TechWeb**, June 24, 1999
This article about Netscape's search engine describes the Open Directory and Google.
 - **C|NET News.com**, June 24, 1999
Netscape unveils new search engine, which happens to be Google!
 - **MSNBC**, June 13, 1999
Does Google have a business plan?
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Despite the remarkable success of portals built around search engines, there has been little published research on improving Internet search results. Page and Brin stepped into this breach with Google.

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"But Google's still alive and kicking precisely because, underneath its goofy decor, it has always hewed to the conservative business approach that is now gospel... That's allowed Google today to expand its work force, stabilize its advertising base, contemplate new projects, add customers and breathe pretty easy in the dour atmosphere of the tech world. "
- Kara Swisher
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"In the mid-1990s, two Stanford graduate students, Sergey Brin and Lawrence Page, thought that a mathematical study of the relationships among Web sites could produce much more efficient searches than the brute-force indexing techniques then being used. Their studies led to the creation of Google, by far the most

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"Google is a blessing. Google has lately changed my life. I now grab acquaintances by the lapels and carry on about Google until they swear they are converted simply to be rid of me."
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"Now I can't even remember the last time I bothered to use a different search site on my own time – Google is usually too accurate to bother going elsewhere. And its nearly ad-free design also makes it much faster to use than any competitor."
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Web-Based E-Mail; Gmail: Google's E-Mail Winner
- **Wall Street Journal**, June 2, 2004
Google to Upgrade Software Packages (REGISTRATION REQUIRED)
- **Washington Post**, June 2, 2004
Google Releases Faster Search System for Organizations (REGISTRATION REQUIRED)
- **PC World**, May 26, 2004
Test Drive of Google's Gmail

Internet firms that's profitable. Google is so fast and accurate, it is used by millions of viewers of Who Wants To Be A Millionaire. Google's statistics show spikes in usage after each question."
- Kevin Maney
USA TODAY

"A profitable dot.com is a rare thing. For one founded only in late 1998, and - worse - a dot.com that includes advertising as one half of its business plan, Google's progress is a feat. But then it could be argued that Google has been flying in the face of conventional wisdom since its launch."
- Neil McIntosh
The Guardian

"Beyond its awesome technology -- searching three billion pages in under a second strips the scales at which human understanding works -- it over and over again reminds us why the Web is so cool. From the wry humor that imbues their voice to the constant innovation to the straightforward way they handle ads, the people at Google get it right."
- David Weinberger
Darwin

- **New York Times**, May 20, 2004
To Woo Impatient Novices, Google Tweaks Its Blogger (REGISTRATION REQUIRED)
- **C|NET News.com**, May 19, 2004
Google defines good manners for adware
- **PC World**, May 19, 2004
Is Gmail the Hotmail Killer?
- **New York Times**, May 13, 2004
Google Mail: Virtue Lies in the In-Box (REGISTRATION REQUIRED)
- **Washington Post**, May 13, 2004
Gmail Leads Way in Making Ads Relevant
- **Wall Street Journal**, May 13, 2004
Google Is Testing Ads With Images On Others' Sites
- **PC World**, May 11, 2004
Google Unleashes Updated Blogger
- **Rediff.com**, May 6, 2004
Krishna Bharat to head Google's Bangalore centre
- **San Diego Union-Tribune**, May 3, 2004
Google's New Gmail
- **San Jose Mercury News**, April 27, 2004
His art for search engine is among most widely viewed in the world
- **Business Week**, April 18, 2004
Google: Beyond the Hype
- **Salon.com**, April 15, 2004
Read My Mail, Please
- **C|NET News.com**, April 15, 2004
Google to target Web surfers by city
- **Detroit News**, April 4, 2004
Retailers jockey for Google spots
- **USA Today**, April 1, 2004
Google sets up e-mail - make that, Gmail
- **NBC News**, April 1, 2004
Silicon Valley: jobs on the rebound?

"First, Google's simple home page loads instantly without annoying ads; and second, the uncanny accuracy of the search results. In oh-so-simple terms, Google's technology uses links to a site to rank its importance and relevance. In effect, the Web itself dictates the most useful sites. I often found what I needed in the first three sites listed."
- *Stephanie Schorow*

Boston Herald

"Google is the little search engine that could. Since its launch in September 1998, this brainchild of two Stanford University doctorate students has chugged past well-funded giants in the field and into the hearts of Internet information seekers worldwide."

- *Doug Bedell*

The Dallas

Morning News

"Google is the world's greatest Internet search engine, and it's free! Yet the company makes profits. How's that for a business model?"

- *Paul Sheehan*

Sydney Morning

Herald

"Is there one Web site so essential that your life would become really

- **San Jose Mercury News**, March 30, 2004
Google tool enables personalized searches
- **Newsweek**, March 29, 2004
All Eyes on Google
- **New York Times**, March 25, 2004
Talking With the Googlers
- **New York Times**, March 14, 2004
In Searching We Trust (REGISTRATION REQUIRED)
- **ZDNet**, March 12, 2004
How do I love Google? Let me count the ways
- **ABC.com**, February 20, 2004
Person of the Week: The Google Guys
- **Wall Street Journal**, February 18, 2004
Google Adds More Pages to Index (REGISTRATION REQUIRED)
- **USA TODAY**, February 18, 2004
Google eyes a gaggle of sites
- **USA TODAY**, February 4, 2004
For Google, many retailers eagerly jump through hoops
- **C|NET News.com**, February 3, 2004
Google continues reign as top brand
- **PC Magazine**, January 20, 2004
Google Toolbar
- **Traffick.com**, January 13, 2004
Froogle Reaches One-Year Milestone
- **Wall Street Journal**, January 13, 2004
Google Expands Search Features (REGISTRATION REQUIRED)
- **Search Engine Watch**, January 7, 2004
2003's Most Wanted Search Terms

difficult if it disappeared? There is for me, and I think the answer is the same for you. That site is Google. Google, launched in 1998, is the cleanest, simplest, and fastest search site yet created."
- Dana Blankenhorn
ClickZ

"At a time when most Internet companies are holding morbid meetings to dole out pink slips, privately held Google remains unruffled by the market turmoil. Over the last three years, the proudly geekish company has quietly built its search engine into the world's 16th-most-visited Web site, according to research company Jupiter Media Metrix."
- Ben Elgin
Business Week

"Is there anything Google can't find? In February the popular search engine announced that it had started indexing millions of portable document format files (identifiable by the suffix .pdf). Now the company has launched Google Image Search, a nifty new tool that lets you search for the pictures embedded in Web pages."
- Andrew Zipern
The New York

Times

"Since its 1998 launch, Google has kept search front and centre, with a barebones Web site, a constantly updated index of a whopping 1.3 billion Web pages, and technology that helps bring more relevant information to the top of its search-result lists."

- *Andy Riga*

Montreal Gazette

"One key factor in Google's success is its elegant simplicity. As the big search engines turned themselves into feature-laden portals, their home pages became a mish-mash of links, news, stock prices, banner ads, and you name it."

- *Bob Schneider*

Smart Computing

"My favorite is the Google Toolbar, which incorporates the power of what is hands-down the best search service on the Web directly into Microsoft Internet Explorer for Windows."

- *Stephen H. Wildstrom*

Business Week

"Despite a softening ad market and widespread skepticism about the effectiveness of Internet advertising--consider Yahoo's decline--Google's text-only ad

business is a hit with customers."

- *Deborah Branscum*

FORTUNE.com

"...Google, which is simply the best search site I've ever used. Google (www.google.com) is an invaluable asset in navigating through the vast ocean of material on the Web."

- *Walter S. Mossberg*

The Wall Street Journal

...unlike the many start-ups whose "innovation" was simply a different business model-

Let's sell toothpaste, but on the Internet!-

Google had an innovation, rooted in new technology, that constituted a genuine change from what was available elsewhere."

- *James Fallows*

The Atlantic Monthly

"In just two years, Google has gone from a college project to one of the fastest-growing brands on the Internet. The engine's ability to search quickly and efficiently has had made it a huge hit with techies and newbies alike."

- *Joseph Gallivan*

The New York Post



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Word Mark	GOOGLES
Goods and Services	IC 016. US 002 005 022 023 029 037 038 050. G & S: children's books. FIRST USE: 19940600. FIRST USE IN COMMERCE: 19960600
Mark Drawing Code	(3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code	020501 020524 270101
Serial Number	75150767
Filing Date	August 2, 1996
Current Filing Basis	1A
Original Filing Basis	1A
Published for Opposition	May 20, 1997
Registration Number	2087590
Registration Date	August 12, 1997
Owner	(REGISTRANT) Googles Children's Workshop, Inc., The CORPORATION NEW JERSEY P.O. Box 60210 Potomac MARYLAND 208590210 (LAST LISTED OWNER) SILVERS, STEVEN A. INDIVIDUAL UNITED STATES 3741 N.E. 163RD STREET SUITE 325 NORTH MIAMI BEACH FLORIDA 33160
Assignment	ASSIGNMENT RECORDED

Recorded

Attorney of Record IRA C. EDELL

Type of Mark TRADEMARK

Register PRINCIPAL

Affidavit Text SECT 15. SECT 8 (6-YR).

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Trademark Assignment Abstract of Title

Total Assignments: 1

Serial #: 75150767 Filing Dt: 08/02/1996 Reg #: 2087590 Reg. Dt: 08/12/1997

Registrant: Googles Children's Workshop, Inc., The

Mark: GOOGLES

Assignment: 1

Reel/Frame: 2899/0701 Received: 07/22/2004 Recorded: 07/22/2004 Pages: 2

Conveyance: ASSIGNS THE ENTIRE INTEREST

Assignor: GOOGLES CHILDREN'S WORKSHOP, INC., THE

Exec Dt: 05/18/1999

Entity Type: CORPORATION

Citizenship: NEW JERSEY

Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

Assignee: SILVERS, STEVEN A.

3741 N.E. 163RD STREET
SUITE 325
NORTH MIAMI BEACH, FLORIDA 33160

Correspondent: COWAN, LIEBOWITZ & LATMAN, P.C.

DEBRORAH K. SQUIERS
1133 AVENUE FO THE AMERICAS
NEW YORK, NY 10036-6799

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1 GOOGLES CHILDREN'S WORKSHOP, INC., THE

Exec Dt: 05/18/1999
Entity Type: CORPORATION
Citizenship: NEW JERSEY

Assignee

1 SILVERS, STEVEN A.
3741 N.E. 163RD STREET
SUITE 325
NORTH MIAMI BEACH, FLORIDA 33160

Entity Type: INDIVIDUAL
Citizenship: UNITED STATES

Correspondence name and address

COWAN, LIEBOWITZ & LATMAN, P.C.
DEBORAH K. SQUIERS
1133 AVENUE FO THE AMERICAS
NEW YORK, NY 10036-6799

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Status Report For: THE GOOGLES CHILDREN'S WORKSHOP, INC.	
Business Name: THE GOOGLES CHILDREN'S WORKSHOP, INC.	Report Date: 11/16/2004
Business ID Number: 0100599561	Transaction Number: Sequence: 677251: 1
Business Type: DOMESTIC PROFIT CORPORATION	
Status: DISSOLVED WITHOUT ASSETS	
Filing Date: 08/24/1994	Home Jurisdiction: NJ
Status Change Date: 10/22/1997	Stock Amount: 100
DOR Suspension Start Date:	DOR Suspension End Date:
Tax Suspension Start Date:	Tax Suspension End Date:
Annual Report Month: 4	
Last Annual Report Filed: 01/03/1997	
For Last Annual Report Paid Year: 1996	
Incorporator: MICHAEL L. SILVERS	
Agent: STEVEN A SILVERS	
Agent Address: 1751 COLGATE PLACE	
UNION, NJ 07083	
Office Address Status: Deliverable	
Main Business Address: 1051 STUYVESANT AVE. STE 352	
UNION, NJ 07083	
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. Department of Commerce Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): The Google Children's Workshop, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other <u>New Jersey</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and Address of receiving party(ies) Name: Steven A. Silvera Address: 3741 N.E. 163 rd Street Suite 325 North Miami Beach, Florida 33160	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>May 18, 1999</u>	<input checked="" type="checkbox"/> Individual(s) citizenship <u>United States</u> <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) <u>2,037,590</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Deborah K. Squires Cowan, Liebowitz & Latman, P.C. 1133 Avenue of the Americas New York, NY 10036-6799	6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41)..... \$ <u>40</u> <input type="checkbox"/> Enclosed <input type="checkbox"/> Any deficiency is authorized to be charged to <input checked="" type="checkbox"/> Deposit Account No. <u>03-3415</u> . 8. Deposit Account No. <u>03-3415</u> (Attach duplicate copy of this page if paying by deposit account)	
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9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <u>Deborah K. Squires</u> <u>Deborah K. Squires</u> <u>7/22/04</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and document: <u>2</u>		

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COWAN, LIEBOWITZ & LATHAN

004/004

ASSIGNMENT OF REGISTRATION OF A MARK

Whereas Googles Children's Workshop, The (GCW)
(Name of assignor)

of 3741 N.E. 163rd St., Ste. 325, North Miami Beach, FL 33160
(Address)

has adopted, used and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 2087590, dated Aug. 13, 1992; and

Whereas Steven A. Silvers
(Name of assignee)

of 3741 N.E. 163rd St., Ste. 325, North Miami Beach, FL 33160
(Address)

is desirous of acquiring said mark and the registration thereof, Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said GCW
(Name of assignor)

does hereby assign to the said Steven A. Silvers
(Name of assignee)

all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration thereof.

FTL-5466-48 N/A - 4/13/04

Steven A. Silvers

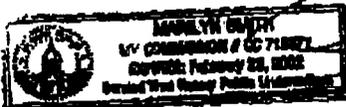
(Signature of assignor; if assignor is a corporation or other juristic organization, give the official title of the person who signs for assignor) FORMER Pres.

State of Florida

County of Dade

SS

On this 18th day of MAY, 2004, before me appeared Steven A. Silvers the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf (or on behalf of the identified corporation or other juristic entity with authority to do so).



Marilyn Smith
(Signature of notary public)

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re TRADEMARK Registration of
Googles Children's Workshop, Inc., The

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Registration No: 2,087,590

Registration Date: August 8, 1997

Mark: GOOGLES and design

Class: 16

TRANSMITTAL OF COMBINED DECLARATIONS UNDER SECTIONS 8 & 15

Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Madam:

Enclosed herewith for filing is:

- a Declaration Under Sections 8 & 15
- one (1) specimen; and
- check #6633 for payment of filing fee of \$300.00 for one (1) class.

The Commissioner is hereby authorized to charge any additional fees or credit any over payment to Deposit Account No. 05-0460.

Respectfully submitted,

Ira C. Edell
Attorney for Registrant

EDELL, SHAPIRO, & FINNAN, LLC
1901 Research Boulevard
Suite 400
Rockville, Maryland 20850

Hand-delivered: 3-26-03

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re TRADEMARK Registration of

Googles Children's Workshop, Inc., The

Box POST REG FEE

Registration No: 2,087,590

Registration Date: August 12, 1997

Mark: GOOGLES and design

Class: 16

COMBINED DECLARATION OF USE AND INCONTESTABILITY
UNDER SECTIONS 8 & 15

The registrant, The Googles Children's Workshop, Inc., a corporation organized under the laws of the New Jersey, declares that: they are located and doing business at P.O. Box 60210, Potomac, Maryland, 20859; that they are the owner of Registration No. 2,085,590 dated August 12, 1997, as shown by the records in the United States Patent and Trademark Office; that the mark described therein is still in use and has been in continuous use in interstate commerce among the several states of the United States for more than five (5) consecutive years from June 1996, through the present, subsequent to the date of registration, on or in connection with the goods identified in the Certificate of Registration; that the mark is still in use in such interstate commerce as evidenced by the accompanying specimen in the form of the cover of a book and a title page therefrom; and that there has been no final decision adverse to registrant's claim of ownership of the subject mark for such goods or its right to register the same, or to keep the same on the register, and that there is no proceeding involving said rights pending in the United States Patent and Trademark Office or in a court and not finally disposed of.

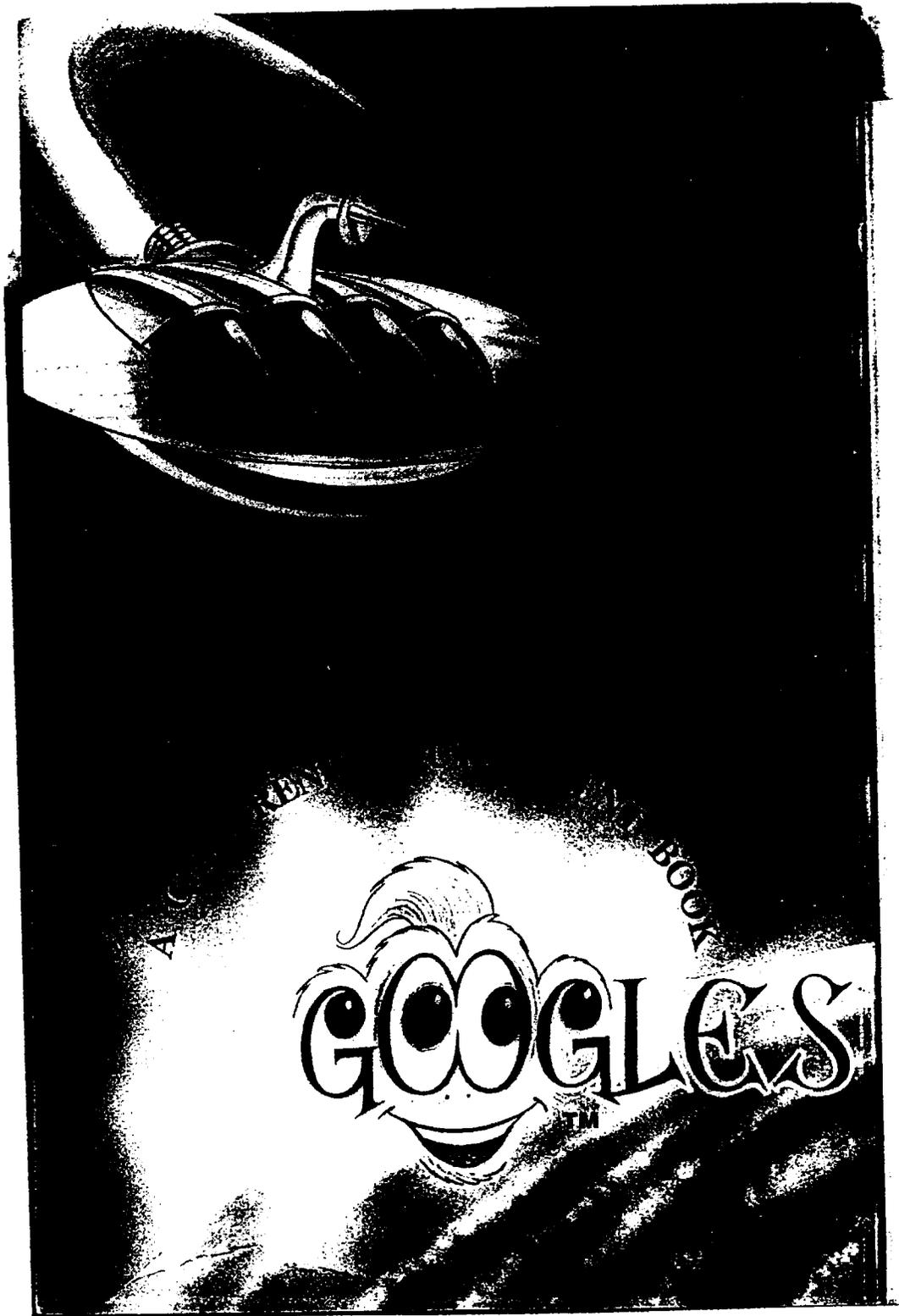
The Registrant hereby appoints Ira C. Edell, a member of the Bars of the District of Columbia and the State of Maryland, Alexander H. Buttermann, a member of the Bars of the States of New York, New Jersey and the District of Columbia, Stuart B. Shapiro, a member of the Bar of the State of Maryland, Patrick J. Finnan, a member of the Bar of the State of Maryland, Howard R. Richman, a member of the Bars of the District of Columbia and the States of Maryland and Virginia, Andrew J. Aldag, a member of the Bar of the State of Wisconsin and John M. Hemenway, a member of the Bar of Virginia, attorneys with the firm of EDELL, SHAPIRO, & FINNAN, LLC, 1901 Research Boulevard, Suite 400, Rockville, Maryland 20850, telephone number (301) 424-3640, as its attorneys to file this declaration, with full power of substitution and revocation, and to transact all business in the Patent and Trademark Office in connection therewith.

The undersigned further declares that: all statements made herein of his own knowledge are true and all statements made on information and belief are believed to be true; and these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment or both, under § 1001 of Title 18 of the United States Code, and that such willful, false statements may jeopardize the validity of the above registration.

Googles Children's Workshop, Inc., The

Date 3/25/03


Ira C. Edell
Attorney for Applicant
Edell, Shapiro & Finnan, LLC.
1901 Research Blvd, Suite 400
Rockville, Maryland 20850





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UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK APPLICATION (INDIVIDUAL), PRINCIPAL REGISTER
(Section 1(b) With Power of Attorney)

Name of Applicant: **STEVEN A. SILVERS** Docket No. _____

Citizenship: **UNITED STATES OF AMERICA**

Address of Applicant: **8983 OKEECHOBEE BLVD**
SUITE 202
PO BOX 203
WEST PALM BEACH, FLORIDA 33411

Trademark:  **GOOGLES EDUTAINMENT**

International Class(es): **IC 16; G & S: ALL PRINTED MATERIAL**

TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS

Applicant requests that the above-identified trademark be registered in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. 1051 et. seq., as amended). The basis for this application is as follows:

Intent to Use: Section 1(b)

Applicant has a bona fide intention to use the mark in commerce on or in connection with the below-identified goods and requests registration under 15 U.S.C. Section 1051(b).

The mark is subject to an exclusive license agreement from the applicant to:

Stelor Productions
14701 Mockingbird Drive
Darnestown, MD 20874

76591386

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AUG 10 2005
SERIALS ACQUISITION
SECTION

Description of Goods:

PRINTED BOOKS, MAGAZINES, BOARD GAMES, FLYERS, PLAYING CARDS, WEB PAGES THAT CONTAIN BOTH WORDS "GOOGLES" AND "EDUTAINMENT" TOGETHER. "EDUTAINMENT" WILL NOT BE USED BY WITHOUT "GOOGLES"

Prior Registrations:

Applicant is the owner of the following United States Trademark Registration(s):

75/655,709; 75/655,711; 75/655,710; 75/547,007

DECLARATION

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of this application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the Applicant; he/she believes the Applicant to be entitled to use the trademark sought to be registered in commerce, to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods of such other person, firm, corporation, or association to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true and that statements made on information and belief are believed to be true.

Signature:



Name:

IRA C. EDELL

Title:

STELOR PRODUCTIONS

Date:

Indicate below the nature of authority under which signatory signs:

- A person with legal authority to bind the Applicant; or
- A person with firsthand knowledge of the facts and actual or implied authority to act on behalf of the Applicant; or
- An attorney as defined in 37 C.F.R. 10.1(c) who has an actual or implied written or verbal power of attorney from the Applicant.

Applicant: **STEVEN A. SILVERS**
Address: **8983 OKEECHOBEE BLVD**
SUITE 202
PO BOX 203
WEST PALM BEACH, FLORIDA 33411

Foreign application priority filing date:

Goods: **PRINTED BOOKS, MAGAZINES, BOARD GAMES, FLYERS, PLAYING CARDS, WEB PAGES THAT CONTAIN BOTH WORDS "GOOGLES" AND "EDUTAINMENT" TOGETHER. "EDUTAINMENT" WILL NOT BE USED BY WITHOUT "GOOGLES"**

Contact Information:

Address all correspondence in this application to the following:

Name: IRA C. EDELL
Company/Firm Name: STELOR PRODUCTIONS
Address Line 1: 14701 MOCKINGBIRD DRIVE
Address Line 2: _____
City: DARNESTOWN
State: MARYLAND
Country: USA
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- Applicant will accept correspondence by email.
- Applicant will **not** accept correspondence by email.

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**TRADEMARK APPLICATION (INDIVIDUAL), PRINCIPAL REGISTER
(Section 1(b), With Power of Attorney)**

Name: **STEVEN A. SILVERS** Docket No.

Citizenship: **UNITED STATES OF AMERICA**

Address of Applicant: **8983 OKEECHOBEE BLVD
SUITE 202
PO BOX 203
WEST PALM BEACH, FLORIDA 33411**

Trademark: **GOOGLES EDUTAINMENT**

TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS

POWER OF ATTORNEY

The Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Applicant Appoints:

**IRA C. EDELL, ESQ.
STELOR PRODUCTIONS
14701 MOCKINGBIRD DRIVE
DARNESTOWN, MD 20874**

As principal attorney to prosecute this application, to transact all business in the Patent and Trademark Office connected therewith and to receive the Registration if one should issue.

Signature:  _____

Ira C. Edell, ATTORNEY FOR APPLICANT

Dated:  _____

TO REORDER CALL 954-846-9399



RECYCLED PAPER



FILED IN USPTO SERIAL 78420234
 USPTO FILING DATE 05/17/2004

Trademark/Service Mark Application, Principal Register

Serial Number: 78420234

Filing Date: 05/17/2004

The table below presents the data as entered.

MARK SECTION	
MARK	GOOGLES
STANDARD CHARACTERS	YES
USPTO-GENERATED IMAGE	YES
LITERAL ELEMENT	GOOGLES
MARK STATEMENT	The mark consists of standard characters, without claim to any particular font, style, size, or color.
OWNER SECTION	
NAME	Steven A. Silvers
STREET	8983 Okeechobee Blvd. Suite 202 P. O. Box 203
CITY	West Palm Beach
STATE	FL
ZIP/POSTAL CODE	33411
COUNTRY	USA
AUTHORIZED EMAIL COMMUNICATION	No
LEGAL ENTITY SECTION	
TYPE	INDIVIDUAL
COUNTRY OF CITIZENSHIP	United States of America
GOODS AND/OR SERVICES SECTION	
INTERNATIONAL CLASS	042
DESCRIPTION	Computer services, namely providing e-mail services; multiple user access to computer networks for the transfer and dissemination of a wide range of information; providing a wide range of general interest information via online bulletin boards and via multi user computer networks.
FILING BASIS	Section 1(b)
SIGNATURE SECTION	
SIGNATURE	/Laurence R. Hefter/

SIGNATORY NAME	Laurence R. Hefter
SIGNATORY DATE	05/17/2004
SIGNATORY POSITION	Senior Counsel
PAYMENT SECTION	
NUMBER OF CLASSES	1
NUMBER OF CLASSES PAID	1
SUBTOTAL AMOUNT	335
TOTAL AMOUNT	335
ATTORNEY	
NAME	Laurence R. Hefter
FIRM NAME	Finnegan Henderson Farabow Garrett & Dunner, L.L.P.
STREET	1300 I Street, NW
CITY	Washington
STATE	DC
ZIP/POSTAL CODE	20005
COUNTRY	USA
PHONE	202-408-4000
FAX	202-408-4400
EMAIL	docketing@finnegan.com
AUTHORIZED EMAIL COMMUNICATION	Yes
ATTORNEY DOCKET NUMBER	09519
CORRESPONDENCE SECTION	
NAME	Laurence R. Hefter
FIRM NAME	Finnegan Henderson Farabow Garrett & Dunner, L.L.P.
STREET	1300 I Street, NW
CITY	Washington
STATE	DC
ZIP/POSTAL CODE	20005
COUNTRY	USA
PHONE	202-408-4000
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EMAIL	docketing@finnegan.com

AUTHORIZED EMAIL COMMUNICATION	Yes
FILING INFORMATION	
SUBMIT DATE	Mon May 17 18:22:57 EDT 2004
TEAS STAMP	USPTO/BAS-6520722-2004051 7182257456631-78420234-20 07ae527c6108a67b78752251b 341c16-CC-510-20040517182 006126191

FILED BY: [unclear]
 UNITED STATES PATENT AND TRADEMARK OFFICE

Trademark/Service Mark Application, Principal Register

Serial Number: 78420234

Filing Date: 05/17/2004

To the Commissioner for Trademarks:

MARK: (Standard Characters, see mark)

The mark consists of standard characters, without claim to any particular font, style, size, or color.

The literal element of the mark consists of GOOGLES.

The applicant, Steven A. Silvers, a citizen of United States of America, residing at 8983 Okeechobee Blvd. Suite 202 P. O. Box 203, West Palm Beach, FL, USA, 33411, requests registration of the trademark/service mark identified above in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. Section 1051 et seq.), as amended.

Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services. (15 U.S.C. Section 1051(b)).

International Class 042: Computer services, namely providing e-mail services; multiple user access to computer networks for the transfer and dissemination of a wide range of information; providing a wide range of general interest information via online bulletin boards and via multi user computer networks.

The applicant hereby appoints Laurence R. Hefter of Finnegan Henderson Farabow Garrett & Dunner, L.L.P. 1300 I Street, NW, Washington, DC, USA, 20005 to submit this application on behalf of the applicant. The attorney docket/reference number is 09519.

The USPTO is authorized to communicate with the applicant or its representative at the following email address: docketing@finnegan.com.

A fee payment in the amount of \$335 will be submitted with the application, representing payment for 1 class(es).

Declaration

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. Section 1001, and that such willful false statements, and the like, may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. Section 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true; and that all statements made on information and belief are believed to be true.

Signature: /Laurence R. Hefter/ Date: 05/17/2004

Signatory's Name: Laurence R. Hefter

Signatory's Position: Senior Counsel

Mailing Address:

Laurence R. Hefter

1300 I Street, NW

Washington, DC 20005

RAM Sale Number: 510

RAM Accounting Date: 05/18/2004

Serial Number: 78420234

Internet Transmission Date: Mon May 17 18:22:57 EDT 2004

TEAS Stamp: USPTO/BAS-6520722-20040517182257456631-7

8420234-2007ae527c6108a67b78752251b341c1

6-CC-510-20040517182006126191

GOOGLES

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Googles to Google: Stay Out of Our Space

Children's Site Files Legal Action Against Giant Search Engine Citing
Trademark Rights

DARNESTOWN, Md., July 7 /PRNewswire/ -- Citing superior rights to the GOOGLES name in the children's arena, Googles, a children's website, has filed trademark proceedings with the U.S. Patent and Trademark Office against Google Inc. The filing challenges the registration of Google Inc.'s mark GOOGLE for children's and other products, email services and search engine.

In two separate actions, Googles, operated by **Stelor Productions** Inc., filed a notice of opposition to a trademark application for the mark GOOGLE for a long list of "Google" goods and services, including children's books, stickers and children's clothing. It also separately filed a petition to cancel an existing registration for the mark GOOGLE for email and search engine services.

In both proceedings, Googles has asserted that consumers are and will continue to be confused, with the use of the search engine's GOOGLE mark for goods and services targeted for children.

In deciding to file the actions, Steven A. Esrig, CEO of Darnestown, MD- based **Stelor Productions**, which has the exclusive worldwide rights to the GOOGLES mark and characters, cited the increasing harm Google has caused to his children's business:

Since its startup, Googles has worked to develop story lines around its "Googles from Goo" alien characters, games, music recordings and other elements to expand its web presence. In addition, the company has developed stickers, CDs, plush toys and other items to promote its website and generate income. It recently launched several Googles-themed children's songs on iTunes. Its future expansion plan includes attracting investors as well as licensing its concepts and characters for other children's entertainment media, including television.

According to Esrig, Googles seeks a co-existence agreement with Google Inc. "The web is a big enough space for both of us, but not if Google trespasses on our domain for children," he said. "Even though Google Inc. is bigger, better capitalized, and more widely known, the company can't continue to pretend we don't exist. We were first in this trademarked space, and Google has no right to seriously damage our brand and our business. That's what trademark law and intellectual property rights are all about."

"In other words, Googles has been stopped cold by Google Inc.," Esrig said. "Their mark is confusingly similar to ours. The sole distinction between the two is that Google Inc. is using the singular version of our registered mark GOOGLES."

According to Stephen H. Sturgeon, a Washington, D.C.-based trademark attorney, differences in the size and public visibility of Googles and Google Inc. are unlikely to influence the outcome of this classic David-v.-Goliath confrontation.

"Trademark laws are designed to protect the small corporation," said Sturgeon. "It appears to me as if Googles has a solid case. They have rights they can use to stop Google's expansion."

The Googles from Goo is an educationally based, environmentally friendly and scientifically-conscious animation and live-action hybrid targeted to children in the 2-10 year range. Realizing the significant domestic and international parental demand for non-violent educationally-based children's characters, **Stelor Productions**, the exclusive licensee to the Googles creative concepts and products, has developed the characters' storyline to include musical, video, written and gaming applications. The Googles have a loyal following among children and their parents, who for many years have used the interactive website at www.googles.com. The site uses the mark "GOOGLES COM."