

EXHIBIT J

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UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN

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THE WEATHER UNDERGROUND, INC.,
a Michigan corporation,
Plaintiff,

vs.

Case No.
2:09-CV-10756

NAVIGATION CATALYST SYSTEMS,
INC., a Delaware corporation;
BASIC FUSION, INC., a Delaware
Corporation; CONNEXUS CORP.,
a Delaware corporation; and
FIRSTLOOK, INC., a Delaware
corporation,
Defendants.

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C O N F I D E N T I A L
A T T O R N E Y S ' E Y E S O N L Y

Butzel Long, P.C.
380 Madison Avenue
New York, New York

Wednesday, September 15, 2010
10:03 a.m.

Videotape deposition of SETH JACOBY,
held at the above-mentioned time and place, before
Elizabeth M. Kondor, CCR, CLR and Notary Public.

1 A. Correct -- no, mine said Firstlook --
2 I'm talking about my -- my paycheck was coming
3 from Connexus, correct.

4 Q. Okay. Let me just back up and make
5 sure we got that right.

6 So even though your business card
7 said Firstlook, your paycheck came from Connexus,
8 the parent company?

9 A. Correct.

10 Q. Okay. And would that have been true
11 for the other employees, as far as you understood
12 it, through the years?

13 A. Yes.

14 Q. Now, in terms of someone like Chris
15 Pirrone, in 2008, for instance, do you know
16 whether or not he would have been considered a
17 Firstlook employee or a Connexus employee?

18 A. He was a corporate Connexus employee.

19 Q. Okay. And so someone like Chris
20 Pirrone would have been involved in the domain
21 acquisition side of the business, the search side
22 of the business as well, correct?

23 A. He would have only been involved to
24 the extent that he was providing legal advice.

25 Q. Okay. Would he not have also been

1 daily basis, and that includes Lilly and the legal
2 counsel.

3 Q. With regards to human resources at
4 Connexus, do they participate in the hiring and
5 firing decisions related to Firstlook employees?

6 A. No.

7 Q. All of those decisions are made by
8 you and your team at Firstlook?

9 A. Correct.

10 Q. They provide payroll services?

11 A. Payroll services, staffing services,
12 search services, recruitment services. In the
13 case that we hire a non-naturalizer -- I believe
14 we have an employee that needs, sort of, Visa
15 work, they'll assist in that process as well.

16 Q. Does Connexus participate in document
17 drafting contracts for your company?

18 A. Yeah, of course. If I need a
19 contract written, I would use the legal department
20 to help draft that contract.

21 Q. And that would be true even if it
22 related to domain registration and monetization?

23 A. If I need a contract, I would seek an
24 attorney to write the contract for me, regardless
25 of what it was for. The same goes for negotiating

1 signed. The independent contractor agreements are
2 between the contractors and Connexus Corporation,
3 Inc., not Firstlook.

4 A. As I've mentioned multiple, multiple
5 times ad nauseam, the HR function is handled by
6 Connexus. And my paycheck, as I mentioned
7 multiple times, comes from Connexus, not
8 Firstlook.

9 So it would make sense that an
10 employment contract is between Connexus and the
11 individual, and not Firstlook and the individual.

12 Q. And, in fact, you are signing these
13 independent contractor agreements between Connexus
14 and these individuals on behalf of Connexus
15 Corporation, Seth Jacoby, correct?

16 A. Connexus Corporation, yes. I don't
17 know if that would be necessarily correct, but
18 that is the case.

19 Q. Well, I mean, if we look at your
20 signature block on the end of these independent
21 contractor agreements --

22 A. That's what I just said.

23 Q. Okay. You're the one that is signing
24 on behalf of Connexus Corporation, Inc., correct?

25 A. Yes.

1 Q. So, technically, the employment
2 agreements with the independent contractors are
3 with -- in terms of domain monetization and
4 registration, are with Connexus Corporation, true?

5 A. All employment agreements with the
6 company are with Connexus, the parent company,
7 yes, because that's the HR function, and paychecks
8 come from Connexus, yes.

9 Q. So they're the employer?

10 A. I don't know how -- I don't know much
11 about employment law, but, yes, Connexus pays the
12 checks, ultimately, because they're the parent
13 organization.

14 Q. Now, Exhibit E, if we could try and
15 correlate this, it first comes up on page 6 of
16 your affidavit, Paragraph 13.

17 A. Page 6, what --

18 Q. Page 6, Paragraph 13 tells us what
19 Exhibit E is.

20 A. I'm sorry, where is Exhibit E?

21 Q. If you go back to Bates No. 2606, and
22 it appears to be an example of domains that you
23 registered, then deleted under the AGP.

24 A. Let me just read the paragraph.

25 Okay.