

EXHIBIT 1

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
NORFOLK DIVISION**

<hr/>)	
I/P ENGINE, INC.,)	
	Plaintiff,)	
	v.)	Civ. Action No. 2:11-cv-512
)	
AOL, INC. et al.,)	
	Defendants.)	
<hr/>)	

[PROPOSED] AGREED ORDER

Before the Court is Plaintiff I/P Engine, Inc.’s (“I/P Engine”) Motion to seal its Opposition to Defendants’ Motion in Limine #3 to Exclude Marketing and High-Level, Non-Technical Materials Related to Historical Click-Through Rate along with Exhibits 3-11. After considering the Motion to Seal, Order and related filings, the Court is of the opinion that the Motion to Seal should be granted. It is therefore ORDERED as follows:

1. Plaintiff I/P Engine, Inc.’s Opposition to Defendants’ Motion in Limine #3 to Exclude Marketing and High-Level, Non-Technical Materials Related to Historical Click-Through Rate along with Exhibits 3-11

2. There are three requirements for sealing court filings: (1) public notice with an opportunity to object; (2) consideration of less drastic alternatives; and (3) a statement of specific findings in support of a decision to seal and rejecting alternatives to sealing. *See, e.g., Flexible Benefits Council v. Feldman*, No. 1:08-CV-371, 2008 U.S. Dist. LEXIS 93039 (E.D. Va. Nov. 13, 2008) (citing *Ashcroft v. Conoco, Inc.*, 218 F.3d 282, 288 (4th Cir. 2000)). This Court finds

that the Opposition to Defendants' Motion in Limine #3 to Exclude Marketing and High-Level, Non-Technical Materials Related to Historical Click-Through Rate along with Exhibits 3-11 may contain data that is confidential under the Protective Order entered in this matter on January 23, 2012; that public notice has been given, that no objections have been filed; that the public's interest in access is outweighed by the interests in preserving such confidentiality; and that there are no alternatives that appropriately serve these interests.

3. For the sake of consistency with practices governing the case as a whole, the Opposition and Exhibits 3-11 shall remain sealed and be treated in accordance with the terms and conditions of the Protective Order.

Accordingly, it is ORDERED that Plaintiff's Motion to Seal is granted and I/P Engine is permitted to file under seal its Opposition to Defendants' Motion in Limine #3 to Exclude Marketing and High-Level, Non-Technical Materials Related to Historical Click-Through Rate along with Exhibits 3-11. The Court shall retain sealed materials until forty-five (45) days after entry of a final order. If the case is not appealed, any sealed materials should then be returned to counsel for the filing party.

Dated: September ____, 2012

Entered: ____/____/____

United States District Court
Eastern District of Virginia