



BULKY DOCUMENTS

(Exceeds 100 pages)

Filed: 04-16-2013

Title: Notice Of Reliance and Stipulated Evidence

Part: 3 of 3

91203730

Table of Contents

PART II

Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market Information and Holders

Since our initial public offering on July 20, 2011, our Class A common stock has traded on The Nasdaq Global Market under the symbol "Z". The initial public offering price of our common stock was \$20.00 per share. Our Class B common stock is not listed and there is no established public trading market. The following table sets forth, for each quarterly period indicated, the high and low sales prices for our Class A common stock as quoted on The Nasdaq Global Market:

Year Ended December 31, 2012:	<u>High</u>	<u>Low</u>
First Quarter	\$36.60	\$22.17
Second Quarter	44.23	30.60
Third Quarter	46.86	35.57
Fourth Quarter	42.82	23.00
Year Ended December 31, 2011:	<u>High</u>	<u>Low</u>
Third Quarter (beginning on July 20, 2011)	\$60.00	\$23.43
Fourth Quarter	33.48	21.22

From July 20, 2011 through December 31, 2012, the closing price of our Class A common stock ranged from \$21.63 per share to \$46.17 per share.

As of February 15, 2013, there were 98 holders and three holders of record of our Class A common stock and our Class B common stock, respectively.

Dividends

We have never declared or paid a cash dividend on our capital stock and we intend to retain all available funds and any future earnings to fund the development and growth of our business. We therefore do not anticipate paying any cash dividends on our Class A common stock or Class B common stock in the foreseeable future. Any future determinations to pay dividends on our Class A common stock or Class B common stock would depend on our results of operations, our financial condition and liquidity requirements, restrictions that may be imposed by applicable law or our contracts, and any other factors that our board of directors may consider relevant. Pursuant to the current terms of our loan and security agreement with a financial institution, we cannot pay dividends unless specified financial covenants are satisfied.

Recent Sales of Unregistered Securities and Use of Proceeds from Registered Securities

Recent Sales of Unregistered Securities

On November 30, 2012, in connection with our acquisition of Morteck, Inc. ("Morteck"), we issued 150,000 restricted shares of our Class A common stock to the shareholders of Morteck. The restricted shares vest over a three-year period from the closing date of the acquisition (25% after the first year and the remaining portion in equal installments after the second and third years), subject to the achievement of certain performance metrics relating to Morteck's business and the continued employment with Zillow of Morteck's president, Don Kracl, and its chief technology officer, Jason Steele. In the event of termination of service by Mr. Kracl or Mr. Steele by Zillow without cause or by Mr. Kracl or Mr. Steele for good reason or upon either of their death or disability, 50% of then unvested shares held by Mr. Kracl or Mr. Steele on the date of such termination, as applicable, will become vested and no longer subject to forfeiture.

Table of Contents

This transaction was exempt from registration under the Securities Act in reliance upon Section 4(2) of the Securities Act and Regulation D promulgated thereunder. The recipients of shares of Class A common stock in this transaction represented their intentions to acquire the securities for investment only and not with a view to or for sale in connection with any distribution thereof, and appropriate legends were placed upon the stock certificates issued in these transactions. All recipients had adequate access, through their relationships with us, to information about Zillow.

There were no other sales of unregistered securities during the year ended December 31, 2012.

Use of Proceeds

Concurrent with the closing of our initial public offering of our Class A common stock ("IPO"), on July 25, 2011, we completed a private placement offering to funds affiliated with Technology Crossover Ventures and PAR Investment Partners, L.P., for 274,999 shares of our Class A common stock at a price of \$20.00 per share.

On July 25, 2011, in connection with our IPO, we sold and issued 3,981,300 shares of our Class A common stock, including 519,300 shares of Class A common stock pursuant to the underwriters' option to purchase additional shares, at a public offering price of \$20.00 per share. The aggregate gross proceeds for all shares sold by us in the IPO were \$79,626,000. The offer and sale of all of the shares in the IPO were registered under the Securities Act pursuant to a registration statement on Form S-1 (File No. 333-173570), which was declared effective by the SEC on July 19, 2011, and a prospectus filed pursuant to Rule 424(b) of the Securities Act.

There has been no material change in the planned use of proceeds from our IPO as described in our final prospectus filed with the SEC pursuant to Rule 424(b).

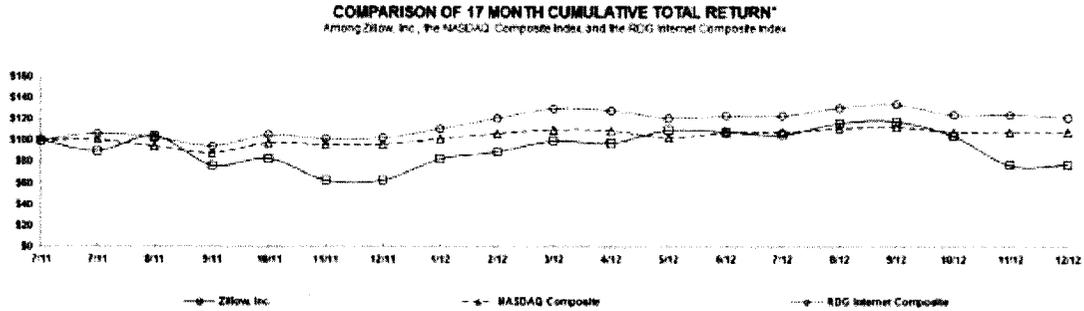
Purchases of Equity Securities by the Issuer

None.

Table of Contents

Performance Graph

The following graph compares our cumulative total shareholder return on our Class A common stock with the NASDAQ Composite Index and the RDG Internet Composite Index. This graph covers the period from July 20, 2011, using the closing price for the first day of trading immediately following the effectiveness of our initial public offering per SEC regulations (rather than the IPO offering price of \$20.00 per share), through December 31, 2012. This graph assumes that the value of the investment in our Class A common stock and each index (including reinvestment of dividends) was \$100 on July 20, 2011. The information contained in the graph is based on historical data and is not intended to forecast possible future performance.



*\$100 invested on 7/20/11 in stock or 8/30/11 in index, including reinvestment of dividends
Fiscal year ending December 31

Table of Contents

Item 6. Selected Financial Data

The selected financial data set forth below should be read in conjunction with the information under “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and our financial statements and related notes included elsewhere in this annual report and our previously audited financial statements that are not included herein. Our historical results are not necessarily indicative of our results to be expected in any future period.

	Year Ended December 31,				
	2012	2011	2010	2009	2008
	(in thousands, except per share data)				
Statement of Operations Data:					
Revenue	\$116,850	\$66,053	\$30,467	\$ 17,491	\$ 10,593
Costs and expenses:					
Cost of revenue (exclusive of amortization) (1)(2)	14,043	10,575	4,973	4,042	4,198
Sales and marketing (1)	49,105	25,725	14,996	9,654	7,481
Technology and development (1)	26,614	14,143	10,651	11,260	15,048
General and administrative (1)(3)	21,291	14,613	6,684	5,501	5,770
Total costs and expenses	111,053	65,056	37,304	30,457	32,497
Income (loss) from operations	5,797	997	(6,837)	(12,966)	(21,904)
Other income	142	105	63	111	687
Net income (loss)	\$ 5,939	\$ 1,102	\$ (6,774)	\$ (12,855)	\$ (21,217)
Net income (loss) attributable to common shareholders	\$ 5,939	\$ —	\$ (6,774)	\$ (12,855)	\$ (21,217)
Net income (loss) per share attributable to common shareholders—basic	\$ 0.20	\$ —	\$ (0.53)	\$ (1.02)	\$ (1.68)
Net income (loss) per share attributable to common shareholders—diluted	\$ 0.18	\$ —	\$ (0.53)	\$ (1.02)	\$ (1.68)
Weighted average shares outstanding—basic	30,194	19,815	12,770	12,613	12,593
Weighted average shares outstanding—diluted	32,709	22,305	12,770	12,613	12,593
(1) Includes share-based compensation as follows:					
Cost of revenue	\$ 380	\$ 189	\$ 210	\$ 183	\$ 157
Sales and marketing	2,433	388	445	408	408
Technology and development	1,886	546	389	394	412
General and administrative	1,912	822	671	666	544
Total	\$ 6,611	\$ 1,945	\$ 1,715	\$ 1,651	\$ 1,521
(2) Amortization of website development costs and intangible assets included in technology and development is as follows:	\$ 11,179	\$ 5,384	\$ 4,184	\$ 4,797	5,465
(3) General and administrative includes a facility exit charge as follows:	\$ —	\$ 1,737	\$ —	\$ —	\$ —
	At December 31,				
	2012	2011	2010	2009	2008
	(in thousands)				
Balance Sheet Data:					
Cash, cash equivalents and investments	\$203,483	\$ 92,136	\$13,777	\$16,091	\$24,270
Property and equipment, net	13,634	7,227	4,929	4,409	6,249
Working capital	184,968	71,713	11,941	16,432	25,428
Total assets	304,235	116,668	24,013	24,608	34,482
Convertible preferred stock	—	—	4	4	4
Total shareholders’ equity	280,317	101,213	17,448	21,126	31,840

Table of Contents

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion of our financial condition and results of operations should be read in conjunction with our audited financial statements and the related notes included elsewhere in this annual report. In addition to historical financial information, the following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results may differ materially from those contained in or implied by any forward-looking statements. Factors that could cause or contribute to these differences include those discussed below and elsewhere in this annual report, particularly in "Risk Factors".

Overview

Zillow operates the leading real estate and home-related information marketplaces on mobile and the Web, with a complementary portfolio of brands and products to help people find vital information about homes, and connect with local professionals. In addition to our websites, including Zillow.com, we also own and operate Zillow Mobile, our suite of home-related mobile applications, Zillow Mortgage Marketplace, where borrowers connect with lenders to find loans and get competitive mortgage rates, Zillow Digs, our home improvement marketplace where consumers can find visual inspiration and local cost estimates, Zillow Rentals, a marketplace and suite of tools for rental professionals, Postlets, Diverse Solutions, Buyfolio, Mortech and HotPads.

Zillow provides products and services to help consumers through every stage of homeownership – buying, selling, renting, borrowing and remodeling. We are transforming the way people make home-related decisions, and enabling homeowners, buyers, sellers and renters to find and connect with local professionals best suited to meet their needs.

Our living database of more than 110 million U.S. homes—homes for sale, homes for rent and homes not currently on the market—attracts an active and vibrant community of users. Individuals and businesses that use Zillow have updated information on more than 37 million homes and added nearly 100 million home photos, creating exclusive home profiles available nowhere else. These profiles include detailed information about homes, including property facts, listing information and purchase and sale data. We provide this information to our users where, when and how they want it, through our industry-leading mobile applications that enable consumers to access our information when they are curbside, viewing homes, and through our websites. Using industry-leading automated valuation models, we provide current home value estimates, or Zestimates, and current rental price estimates, or Rent Zestimates, on approximately 100 million U.S. homes.

The following is a listing of our significant milestones for the year ended December 31, 2012:

- In April, we announced a renewal of our exclusive advertising agreement with Yahoo! Inc., which creates the Yahoo!-Zillow® Real Estate Network, the largest real estate network on the Web. The companies entered into an advertising agreement in 2011, creating the Yahoo!-Zillow Real Estate Network to give real estate agents and brokers the ability to buy local advertisements on both sites with just one transaction.
- In April, we announced the opening of a new office in Irvine, California, where we have expanded our sales team.
- In April, we announced the launch of Zillow® Rentals for Android™ App, our first dedicated rentals application, optimized for renters who need to make decisions quickly.
- In May, we announced the launch of Premier Agent Websites, which allow real estate agents to quickly and affordably create a custom WordPress® -powered website for their personal brand and business.
- In May, we acquired RentJuice Corporation ("RentJuice"), a company that provides rental relationship management software for landlords, property managers and rental brokers.
- In July, we announced an expansion of our successful relationship with Yahoo!® Homes to include rentals. Zillow is now the exclusive provider of both for-sale and for-rent listings to Yahoo! Homes.

Table of Contents

- In September, we announced the launch of the Zillow® Rentals for iPhone® App, our first dedicated rental shopping application for iPhone and iPod touch®.
- In September, we sold and issued 3,844,818 shares of our Class A common stock, including 419,818 shares of our Class A common stock pursuant to the underwriters' option to purchase additional shares, and certain shareholders sold 575,000 shares of our Class A common stock, at a price of \$43.00 per share. We received net proceeds of \$156.7 million after deducting underwriting discounts and commissions and estimated offering expenses payable by us. We received no proceeds from the sale of our Class A common stock by the selling shareholders.
- In October, we introduced Zillow® Rentals, a free marketplace and suite of tools for rental professionals. Zillow Rentals provides property managers, rental agents and landlords with best-in-class productivity tools and resources to help them manage and market their listings, for free.
- In October, we introduced pre-market inventory to our home-search experience. Home shoppers on Zillow now are able to search for and find information on 1.2 million pre-foreclosure and foreclosed properties, for free.
- In October, we launched the Zillow Mortgage Marketplace App for iPad®, a new personalized mortgage research and shopping application designed especially for the iPad's interactive, multi-touch capabilities.
- In October, we acquired The Guru Group LLC, dba Buyfolio.com ("Buyfolio"), an online and mobile collaborative shopping platform where home shoppers can search, track, organize and discuss for-sale listings with their real estate agent, significant other or a private group.
- In November, we acquired Mortech, Inc. ("Mortech"), a mortgage technology company that provides essential software tools to the mortgage industry.
- In December, we acquired HotPads, Inc. ("HotPads"), a map-based rental and real estate search site.
- In December, we announced the addition of Property Management Websites to the Zillow® Rentals suite of free tools and productivity solutions, whereby property managers and rental agents can quickly and easily create a custom website for their personal brand or business, for free.

In the year ended December 31, 2012, we completed four acquisitions that align with our growth strategies, including deepening, strengthening and expanding our marketplaces and, in particular, our emerging marketplaces of rentals and mortgages, focusing on consumers and optimizing opportunities for Premier Agent participation. Each of these strategic acquisitions support the expansion of our platform through our suite of marketing and business technology products and services for real estate professionals. Further, with the introduction of new tools and solutions, such as Zillow® Rentals, Property Management Websites and Premier Agent Websites, we continue to focus on strengthening our marketplaces for both consumers and professionals and enhancing the Premier Agent experience.

We generate revenue from local real estate professionals, primarily on an individual subscription basis, and from mortgage professionals and brand advertisers. Our revenue includes marketplace revenue, consisting of subscriptions sold to real estate agents whereby we charge for the number of impressions delivered in zip codes purchased, and advertising sold on a cost per click, or CPC, basis to mortgage lenders, and display revenue consisting of advertising placements sold primarily on a cost per thousand impressions, or CPM, basis.

We have experienced significant revenue growth over the past three years. In 2010, 2011 and 2012 we focused on growing our marketplace revenue, which accounted for the majority of our revenue growth over that period. The increase in marketplace revenue resulted primarily from growth in our Premier Agent program. Our Premier Agent program established a significant source of more predictable subscription-based revenue that complements our display revenue, and created a more diversified revenue mix. As a greater proportion of our revenue has shifted to marketplace revenue, with a corresponding lesser proportion of revenue being display revenue, we believe we are experiencing less quarterly seasonality in our business as compared to prior periods.

Table of Contents

For the years ended December 31, 2012, 2011 and 2010, we generated revenue of \$116.9 million, \$66.1 million and \$30.5 million, respectively, representing year-over-year growth of 77%, 117% and 74%, respectively. We believe achieving these levels of revenue growth were primarily the result of significant growth in the following areas:

- Traffic to our owned and operated mobile applications and websites—indicated by the average number of monthly unique users for the three months ended December 31, 2012, 2011 and 2010 of 34.5 million, 23.5 million and 12.7 million, respectively, representing year-over-year growth of 47%, 86% and 66%, respectively;
- Marketplace revenue—due primarily to the launch of our Premier Agent program in 2008, for which we have generally experienced increases in average monthly revenue per subscriber primarily driven by price increases supported by growth in our audience across our mobile and desktop platforms, as well as increased sales to existing Premier Agent subscribers looking to expand their presence on our platform; and
- Display revenue—resulting from our traffic growth and the improved productivity of our sales force.

Key Growth Drivers

To analyze our business performance, determine financial forecasts and help develop long-term strategic plans, we frequently review the following key growth drivers:

Unique Users

Measuring unique users is important to us because our marketplace revenue depends in part on our ability to enable our users to connect with real estate and mortgage professionals, and our display revenue depends in part on the number of impressions delivered. Furthermore, our community of users improves the quality of our living database of homes with their contributions. We count a unique user the first time an individual accesses our mobile applications using a mobile device during a calendar month and the first time an individual accesses one of our websites using a web browser during a calendar month. If an individual accesses our mobile applications using different mobile devices within a given month, the first instance of access by each such mobile device is counted as a separate unique user. If an individual accesses our websites using different web browsers within a given month, the first access by each such web browser is counted as a separate unique user. If an individual accesses more than one of our websites in a single month, the first access to each website is counted as a separate unique user since unique users are tracked separately for each domain. Beginning in October 2011, we measure unique users with Google Analytics. Prior to October 2011, we measured monthly unique user metrics with Omniture analytical tools. We believe Google Analytics and Omniture result in materially consistent measurements of our monthly unique users. Beginning in June 2012, the reported monthly unique users reflect the effect of Zillow's May 31, 2012 acquisition of RentJuice. Beginning in December 2012, the reported monthly unique users reflect the effect of Zillow's December 14, 2012 acquisition of HotPads.

	Average Monthly Unique Users for the Three Months Ended December 31,			2011 to 2012	2010 to 2011
	2012	2011 (in thousands)	2010	% Change	% Change
Unique Users	34,535	23,507	12,666	47%	86%

Table of Contents

Premier Agent Subscribers

The number of Premier Agent Subscribers is an important driver of revenue growth as each subscribing agent pays a monthly fee to participate in the program. We define a Premier Agent subscriber as an agent with a paid subscription at the end of a period.

	At December 31,			2011 to 2012	2010 to 2011
	2012	2011	2010	% Change	% Change
Premier Agent Subscribers	29,473	15,799	8,102	87%	95%

Basis of Presentation

Revenue

We generate revenue from local real estate professionals, primarily on an individual subscription basis, and from mortgage professionals and brand advertisers. Our revenue includes marketplace revenue and display revenue.

Marketplace Revenue. Marketplace revenue consists of subscriptions sold to real estate agents under our Premier Agent program and CPC advertising related to our Zillow Mortgage Marketplace sold to mortgage lenders.

Zillow's Premier Agent program offers a suite of marketing and business technology solutions to help real estate agents grow their businesses and personal brands. The Premier Agent program allows agents to select products and services that they can tailor to meet their business and advertising needs. The program has three tiers of participation including Premier Platinum, our original flagship subscription product, as well as Premier Gold and Premier Silver, to meet different marketing and business needs of a broad range of agents. All tiers of Premier Agents receive access to a dashboard portal on our website that provides individualized program performance analytics, as well as our personalized website service, and our CRM tool that captures detailed information about each contact made with a Premier Agent through our mobile and web platforms. Our Premier Gold product also includes featured listings whereby the agent's listings will appear at the top of search results on our mobile and web platforms. Our Premier Platinum product includes the dashboard portal on our website, our personalized website service, our CRM tool, featured listings, and inclusion on our buyer's agent list, whereby the agent appears as the agent to contact for listings in the purchased zip code.

Since the launch of our Platinum Premier Agent subscription product, we have historically charged for this product based upon a percentage of the total Platinum Premier Agent views in the zip code rather than the number of impressions actually delivered on our buyer's agent list. Thus, up until the end of the third quarter of 2012, Premier Agent subscription advertising revenue was primarily recognized on a straight-line basis during the contractual period over which the advertising was delivered, typically over a period of six months. In the year ended December 31, 2012, we transitioned sales of our Platinum Premier Agent subscription product to charging for the number of impressions delivered on our buyer's agent list in zip codes purchased.

Our Platinum Premier Agent subscription product includes multiple deliverables which are accounted for as a single unit of accounting, as the delivery or performance of the undelivered elements is based on traffic to our mobile applications and websites. We recognize revenue related to our impression-based Platinum Premier Agent subscription product based on the lesser of (i) the actual number of impressions delivered on our buyer's agent list during the period multiplied by the contracted maximum cost per impression, or (ii) the contractual maximum spend on a straight-line basis during the contractual period over which the services are delivered.

We charge a fixed subscription fee for our Premier Gold and Premier Silver tiers of participation. Subscription advertising revenue for our Premier Gold and Premier Silver tiers is recognized on a straight-line basis during the contractual period over which the services are delivered, typically over a period of six months and then month-to-month thereafter.

Table of Contents

In Zillow Mortgage Marketplace, participating qualified mortgage lenders make a prepayment to gain access to consumers interested in connecting with mortgage professionals. Consumers who request rates for mortgage loans in Zillow Mortgage Marketplace are presented with personalized lender quotes from participating lenders. We only charge mortgage lenders a fee when users click on their links for more information regarding a mortgage loan quote. Mortgage lenders who exhaust their initial prepayment can then prepay additional funds to continue to participate in the marketplace.

Display Revenue. Display revenue primarily consists of graphical mobile and web advertising sold on a CPM basis to advertisers primarily in the real estate industry, including real estate brokerages, home builders, mortgage lenders and home services providers. Our advertising customers also include telecommunications, automotive, insurance and consumer products companies. We recognize display revenue as impressions are delivered to users interacting with our mobile applications or websites. Growth in display revenue depends on continuing growth in traffic to our mobile applications and websites and migration of advertising spend online from traditional broadcast and print media.

Costs and Expenses

Cost of Revenue. Our cost of revenue consists of expenses related to operating our mobile applications and websites, including associated headcount expenses, such as salaries and benefits and share-based compensation expense and bonuses. Cost of revenue also includes credit card fees, ad serving costs paid to third parties, revenue-sharing costs related to our commercial business relationships, and facilities costs allocated on a headcount basis.

Sales and Marketing. Sales and marketing expenses consist of headcount expenses, including salaries, commissions, benefits, share-based compensation expense and bonuses for sales, sales support, customer support, marketing and public relations employees. Sales and marketing expenses also include advertising costs and other sales expenses related to promotional and marketing activities, and facilities costs allocated on a headcount basis.

Technology and Development. Technology and development expenses consist of headcount expenses, including salaries and benefits, share-based compensation expense and bonuses for salaried employees and contractors engaged in the design, development and testing of our mobile applications and websites, equipment and maintenance costs and facilities costs allocated on a headcount basis. Technology and development expenses also include amortization costs related to capitalized website and development activities, amortization of certain intangibles and other data agreement costs related to the purchase of data used to populate our mobile applications and websites, and amortization of intangible assets recorded in connection with acquisitions.

General and Administrative. General and administrative expenses consist of headcount expenses, including salaries, benefits, share-based compensation expense and bonuses for executive, finance, accounting, legal, human resources, recruiting and administrative support. General and administrative expenses also include legal, accounting and other third-party professional service fees, bad debt expense and facilities costs allocated on a headcount basis.

Other Income

Other income consists primarily of interest income earned on our cash, cash equivalents and investments.

Income Taxes

We are subject to federal and state income taxes in the United States. During the years ended December 31, 2012, 2011 and 2010, we did not have taxable income. We have provided a full valuation allowance against our net deferred tax assets as of December 31, 2012 and 2011 because, based on the weight of available evidence, it

Table of Contents

is more likely than not (a likelihood of more than 50%) that some or all of the deferred tax asset will not be realized. Therefore, no tax liability or expense has been recorded in the financial statements. We have accumulated federal tax losses of approximately \$115.7 million as of December 31, 2012, which are available to reduce future taxable income.

Results of Operations

The following tables present our results of operations for the periods indicated and as a percentage of total revenue:

	Year Ended December 31,		
	2012	2011	2010
	(in thousands, except per share data)		
Statements of Operations Data:			
Revenue	\$116,850	\$66,053	\$30,467
Costs and expenses:			
Cost of revenue (exclusive of amortization) (1)(2)	14,043	10,575	4,973
Sales and marketing (1)	49,105	25,725	14,996
Technology and development (1)	26,614	14,143	10,651
General and administrative (1)(3)	21,291	14,613	6,684
Total costs and expenses	111,053	65,056	37,304
Income (loss) from operations	5,797	997	(6,837)
Other income	142	105	63
Net income (loss)	\$ 5,939	\$ 1,102	\$ (6,774)
Net income (loss) attributable to common shareholders	\$ 5,939	\$ —	\$ (6,774)
Net income (loss) per share attributable to common shareholders—basic	\$ 0.20	\$ —	\$ (0.53)
Net income (loss) per share attributable to common shareholders—diluted	\$ 0.18	\$ —	\$ (0.53)
Weighted-average shares outstanding—basic	30,194	19,815	12,770
Weighted-average shares outstanding—diluted	32,709	22,305	12,770
Other Financial Data:			
Adjusted EBITDA (unaudited) (4)	\$ 25,181	\$11,869	\$ 140
(1) Includes share-based compensation as follows:			
Cost of revenue	\$ 380	\$ 189	\$ 210
Sales and marketing	2,433	388	445
Technology and development	1,886	546	389
General and administrative	1,912	822	671
Total	\$ 6,611	\$ 1,945	\$ 1,715
(2) Amortization of website development costs and intangible assets included in technology and development is as follows:	\$ 11,179	\$ 5,384	\$ 4,184
(3) General and administrative includes a facility exit charge as follows:	\$ —	\$ 1,737	\$ —

Table of Contents

- (4) See “Adjusted EBITDA” below for more information and for a reconciliation of Adjusted EBITDA to net income (loss), the most directly comparable financial measure calculated and presented in accordance with U.S. generally accepted accounting principles, or GAAP.

	Year Ended December 31,		
	2012	2011	2010
Percentage of Revenue:			
Revenue	100%	100%	100%
Costs and expenses:			
Cost of revenue	12	16	16
Sales and marketing	42	39	49
Technology and development	23	21	35
General and administrative	18	22	22
Total costs and expenses	95	98	122
Income (loss) from operations	5	2	(22)
Other income	0	0	0
Net income (loss)	<u>5%</u>	<u>2%</u>	<u>(22%)</u>

Adjusted EBITDA

To provide investors with additional information regarding our financial results, we have disclosed Adjusted EBITDA within this annual report, a non-GAAP financial measure. Below, we have provided a reconciliation of Adjusted EBITDA to net income (loss), the most directly comparable GAAP financial measure.

We have included Adjusted EBITDA in this annual report as it is a key metric used by our management and board of directors to measure operating performance and trends and to prepare and approve our annual budget. In particular, the exclusion of certain expenses in calculating Adjusted EBITDA facilitates operating performance comparisons on a period-to-period basis.

Our use of Adjusted EBITDA has limitations as an analytical tool, and you should not consider it in isolation or as a substitute for analysis of our results as reported under GAAP. Some of these limitations are:

- Adjusted EBITDA does not reflect our cash expenditures or future requirements for capital expenditures or contractual commitments;
- Adjusted EBITDA does not reflect changes in, or cash requirements for, our working capital needs;
- Adjusted EBITDA does not consider the potentially dilutive impact of share-based compensation;
- Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized may have to be replaced in the future, and Adjusted EBITDA does not reflect cash capital expenditure requirements for such replacements or for new capital expenditure requirements;
- Adjusted EBITDA does not reflect certain facility exit charges; and
- Other companies, including companies in our own industry, may calculate Adjusted EBITDA differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, you should consider Adjusted EBITDA alongside other financial performance measures, including various cash flow metrics, net income (loss) and our other GAAP results.

Table of Contents

The following table presents a reconciliation of Adjusted EBITDA to net income (loss) for each of the periods presented:

	Year Ended December 31,		
	2012	2011	2010
	(in thousands)		
Reconciliation of Adjusted EBITDA to Net Income (Loss):			
Net income (loss)	\$ 5,939	\$ 1,102	\$(6,774)
Other income	(142)	(105)	(63)
Depreciation and amortization expense	12,773	7,190	5,262
Share-based compensation expense	6,611	1,945	1,715
Facility exit charge	—	1,737	—
Adjusted EBITDA (unaudited)	<u>\$25,181</u>	<u>\$11,869</u>	<u>\$ 140</u>

Year Ended December 31, 2012 Compared to Year Ended December 31, 2011

Revenue

	Year Ended December 31,		2011 to 2012
	2012	2011	% Change
	(in thousands)		
Marketplace revenue	\$ 86,670	\$ 42,190	105%
Display revenue	30,180	23,863	26%
Total	<u>\$ 116,850</u>	<u>\$ 66,053</u>	77%

	Year Ended December 31,	
	2012	2011
Percentage of Revenue:		
Marketplace revenue	74%	64%
Display revenue	26%	36%
Total	<u>100%</u>	<u>100%</u>

Overall revenue grew by \$50.8 million, or 77%, in the year ended December 31, 2012 compared to the year ended December 31, 2011. Marketplace revenue grew by 105%, and display revenue grew by 26%. Marketplace revenue was \$86.7 million in the year ended December 31, 2012 compared to \$42.2 million in the year ended December 31, 2011, an increase of \$44.5 million. Marketplace revenue represented 74% of total revenue in the year ended December 31, 2012 compared to 64% of total revenue in the year ended December 31, 2011. The increase in marketplace revenue was primarily attributable to growth in the number of subscribers in our Premier Agent program to 29,473 as of December 31, 2012 from 15,799 as of December 31, 2011, representing growth of 87%. The increase in marketplace revenue was also partially attributable to a 5% increase in the average monthly revenue per subscriber to \$266 for the year ended December 31, 2012 from \$254 for the year ended December 31, 2011. We calculate our average monthly revenue per subscriber by dividing the revenue generated by our Premier Agent subscription products in the period by the average number of Premier Agent subscribers in the period, divided again by the number of months in the period. The average number of Premier Agent subscribers is derived by calculating the average of the beginning and ending number of Premier Agent subscribers for the period. The increase in average monthly revenue per subscriber was primarily driven by price increases supported by growth in our audience across our mobile and desktop platforms, as well as increased sales to existing Premier Agent subscribers looking to expand their presence on our platform.

Display revenue was \$30.2 million for the year ended December 31, 2012 compared to \$23.9 million for the year ended December 31, 2011, an increase of \$6.3 million. Display revenue represented 26% of total revenue

Table of Contents

for the year ended December 31, 2012 compared to 36% of total revenue for the year ended December 31, 2011. The increase in display revenue was primarily the result of an increase in the number of unique users to our mobile applications and websites, which increased to 34.5 million average monthly unique users for the three months ended December 31, 2012 from 23.5 million average monthly unique users for the three months ended December 31, 2011, representing growth of 47%. The growth in unique users increased the number of graphical display impressions available for sale and advertiser demand for graphical display inventory. Although there is a relationship between the number of average monthly unique users and display revenue, there is not a direct correlation, as we do not sell our entire display inventory each period and some of the inventory is sold through networks and not directly through our sales team which impacts the cost per impression we charge to customers. As a result, similar to prior periods, the growth rate in our average monthly unique users outpaced the growth rate of display revenue.

Cost of Revenue

Cost of revenue was \$14.0 million for the year ended December 31, 2012 compared to \$10.6 million for the year ended December 31, 2011, an increase of \$3.5 million, or 33%. The increase in cost of revenue was primarily attributable to increased credit card and ad serving fees of \$1.1 million, increased headcount related expenses of \$1.0 million, including share-based compensation, driven by growth in headcount, a \$0.3 million increase in data center operations costs, a \$0.3 million increase in costs related to our revenue share agreements, and a \$0.2 million increase in royalties paid to third parties. The remaining increase of \$0.6 million was primarily related to an increase in various miscellaneous expenses, including connectivity costs and other costs paid to third parties. We expect our cost of revenue to increase in future years as we continue to incur more expenses that are associated with growth in revenue.

Sales and Marketing

Sales and marketing expenses were \$49.1 million for the year ended December 31, 2012 compared to \$25.7 million for the year ended December 31, 2011, an increase of \$23.4 million, or 91%. The increase was primarily due to a \$10.8 million increase in headcount related expenses, including share-based compensation, driven by growth in the size of our sales team to promote our marketplace business, and an increase of \$8.5 million in marketing and advertising expenses, primarily related to testing of advertising spend to acquire shoppers across online and offline channels, which supports our growth initiatives. We believe we have considerable opportunity to increase brand awareness and grow traffic through targeted advertising programs. As such, we plan to continue to selectively advertise to consumers and professionals in various online and offline channels that have tested well for us to drive traffic and brand awareness for Zillow. We also incurred a \$2.8 million increase in consulting costs to support our marketing and advertising spend, and we incurred a \$1.2 million increase in tradeshow expenses, including related travel costs. We expect our sales and marketing expenses to increase in future years as we continue to expand our sales team and invest more resources in extending our audience through marketing and advertising initiatives.

Technology and Development

Technology and development expenses, which include research and development costs, were \$26.6 million for the year ended December 31, 2012 compared to \$14.1 million for the year ended December 31, 2011, an increase of \$12.5 million, or 88%. Approximately \$5.8 million of the increase was the result of increased amortization of intangible assets, including website development costs, purchased content and acquired intangible assets. Amortization expense for the year ended December 31, 2012 also included \$0.5 million of additional amortization expense recorded for a trademark intangible asset related to an acquisition, based on a change in the estimated useful life of the intangible asset. Approximately \$5.1 million of the increase related to growth in headcount related expenses, including share-based compensation, as we continue to grow our engineering headcount to support current and future product initiatives. The remaining increase of \$1.6 million was primarily the result of additional consulting costs.

Table of Contents

Amortization expense included in technology and development for capitalized website development costs was \$6.9 million and \$4.1 million, respectively, for the years ended December 31, 2012 and 2011. Amortization expense included in technology and development for purchased data content intangible assets was \$2.2 million and \$0.9 million, respectively, for the years ended December 31, 2012 and 2011. Amortization expense included in technology and development related to intangible assets recorded in connection with acquisitions was \$2.2 million and \$0.4 million, respectively, for the years ended December 31, 2012 and 2011. Other data content expense was \$0.4 million and \$0.8 million, respectively, for the years ended December 31, 2012 and 2011. While we expect our technology and development expenses to increase over time as we continue to build new mobile and website functionality, we expect these expenses will decrease as a percentage of revenue.

General and Administrative

General and administrative expenses were \$21.3 million for the year ended December 31, 2012 compared to \$14.6 million for the year ended December 31, 2011, an increase of \$6.7 million, or 46%. The increase in general and administrative expenses was a result of an increase of \$2.9 million in headcount related expenses, including share-based compensation, driven primarily by growth in headcount, a \$1.2 million increase in professional services fees, including \$0.7 million of acquisition-related costs incurred in connection with our acquisition of RentJuice, a \$1.2 million increase in building lease related expenses including rent, utilities and insurance, a \$0.9 million increase in state and local taxes, a \$0.7 million increase in travel and meals expense, a \$0.6 million increase in bad debt expense, a \$0.3 million increase in business and license fees, and a \$0.7 million increase in various other miscellaneous expenses, including consulting costs. The increase in general and administrative expenses was partially offset by a decrease in expense of \$1.4 million related to a facility exit charge that was recorded during the year ended December 31, 2011, and a \$0.4 million decrease related to the settlement of legal matters. We expect general and administrative expenses to increase over time on an absolute basis as we continue to expand our business, but we expect general and administrative expenses to decline as a percentage of revenue in the near term and going forward.

Year Ended December 31, 2011 Compared to Year Ended December 31, 2010

Revenue

	Year Ended December 31,		2010 to 2011
	2011	2010	% Change
	(in thousands)		
Marketplace revenue	\$ 42,190	\$ 13,228	219%
Display revenue	23,863	17,239	38%
Total	<u>\$ 66,053</u>	<u>\$ 30,467</u>	117%
	Year Ended December 31,		
	2011	2010	
Percentage of Revenue:			
Marketplace revenue	64%	43%	
Display revenue	36%	57%	
Total	<u>100%</u>	<u>100%</u>	

Overall revenue grew by \$35.6 million, or 117%, in the year ended December 31, 2011 compared to the year ended December 31, 2010. Marketplace revenue grew by 219%, and display revenue grew by 38%. Marketplace revenue was \$42.2 million for the year ended December 31, 2011 compared to \$13.2 million for the year ended December 31, 2010, an increase of \$29.0 million. Marketplace revenue represented 64% of total revenue for the year ended December 31, 2011 compared to 43% of total revenue for the year ended December 31, 2010. The increase in marketplace revenue was primarily attributable to growth in the number of

Table of Contents

subscribers in our Premier Agent program to 15,799 as of December 31, 2011 from 8,102 as of December 31, 2010, an increase of 95%. The increase in marketplace revenue was also partially attributable to a 60% increase in the average monthly revenue per subscriber to \$254 for the year ended December 31, 2011 from \$158 for the year ended December 31, 2010. The increase in average monthly revenue per subscriber was primarily driven by price increases supported by growth in our audience across our mobile and desktop platforms, as well as increased sales to existing Premier Agent subscribers looking to expand their presence on our platform.

Display revenue was \$23.9 million for the year ended December 31, 2011 compared to \$17.2 million for the year ended December 31, 2010, an increase of \$6.6 million. Display revenue represented 36% of total revenue for the year ended December 31, 2011 compared to 57% of total revenue for the year ended December 31, 2010. The increase in display revenue was primarily the result of an increase in unique users to our mobile applications and websites which increased to 23.5 million average monthly unique users for the three months ended December 31, 2011 from 12.7 million average monthly unique users for the three months ended December 31, 2010, an increase of 86%. The growth in unique users increased the number of graphical display impressions available for sale and advertiser demand for graphical display inventory. Although there is a relationship between the number of average monthly unique users and display revenue, there is not a direct correlation, as we do not sell our entire display inventory each period and some of the inventory is sold through networks and not directly through our sales team which impacts the cost per impression we charge to customers. As a result, similar to prior periods, the growth rate in our average monthly unique users outpaced the growth rate of display revenue.

Cost of Revenue

Cost of revenue was \$10.6 million for the year ended December 31, 2011 compared to \$5.0 million for the year ended December 31, 2010, an increase of \$5.6 million, or 113%. The increase in cost of revenue was primarily attributable to revenue sharing costs related to our strategic relationship with Yahoo! Real Estate, which launched in February 2011, as well as a \$0.8 million increase in credit card and ad serving fees and increases in other miscellaneous costs related to revenue growth, primarily in our marketplace revenue category.

Sales and Marketing

Sales and marketing expenses were \$25.7 million for the year ended December 31, 2011 compared to \$15.0 million for the year ended December 31, 2010, an increase of \$10.7 million, or 72%. The increase was primarily a result of growth in headcount related expenses of \$5.4 million driven by increases in the size of our sales team to promote our marketplace business, as well as a \$4.3 million increase in marketing and advertising expenses, including tradeshows and related travel costs. The remaining increase of \$1.0 million was primarily the result of consulting costs and additional depreciation expense.

Technology and Development

Technology and development expenses, which include research and development costs, were \$14.1 million for the year ended December 31, 2011 compared to \$10.7 million for the year ended December 31, 2010, an increase of \$3.5 million, or 33%. Approximately \$1.5 million of the increase was related to growth in headcount related expenses, and approximately \$1.2 million of the increase was the result of amortization of intangible assets, including website development costs, purchased content and acquired intangible assets. The remaining increase of \$0.8 million was primarily the result of consulting costs and additional depreciation expense. Amortization expense included in technology and development for capitalized website development costs was \$4.1 million and \$3.6 million, respectively, for the years ended December 31, 2011 and 2010.

Amortization expense included in technology and development for purchased data content intangible assets was \$0.9 million and \$0.6 million, respectively, for the years ended December 31, 2011 and 2010. Other data agreement expense was \$0.8 million and \$0.7 million, respectively, for the years ended December 31, 2011 and 2010. Amortization expense included in technology and development related to intangible assets recorded in

Table of Contents

connection with acquisitions was \$0.4 million for the year ended December 31, 2011. There was no amortization expense related to intangible assets recorded in connection with acquisitions for the year ended December 31, 2010.

General and Administrative

General and administrative expenses were \$14.6 million for the year ended December 31, 2011 compared to \$6.7 million for the year ended December 31, 2010, an increase of \$7.9 million, or 119%. Approximately \$1.7 million of the increase was the result of a facility exit charge we recorded in the year ended December 31, 2011. In August 2011, we relocated our headquarters in Seattle, Washington to accommodate growth in our business. The fluctuation in general and administrative expenses was also a result of an increase of \$1.8 million in professional services and consulting fees, which primarily arose from becoming a public company during 2011, an increase of \$1.7 million in headcount-related costs, including share-based compensation, driven by growth in headcount, an increase of \$1.3 million in rent and utilities expense primarily related to rent and utilities expense recorded for our new corporate headquarters in Seattle, Washington, a \$0.7 million increase related to the settlement of legal matters, a \$0.4 million increase in bad debt expense, a \$0.2 million increase in travel costs, and a \$0.8 million increase in various other miscellaneous expenses. The increases were partially offset by a \$0.7 million decrease in local, business and occupational and gross receipts taxes, approximately \$0.3 million of which was the result of a tax credit we received relating to a refund of certain state and local taxes from 2006 to 2009.

Table of Contents

Quarterly Results of Operations

The following table sets forth our unaudited quarterly statements of operations data for each of the periods presented below. In the opinion of management, the data has been prepared on the same basis as the audited financial statements included in this annual report, and reflects all necessary adjustments, consisting only of normal recurring adjustments, necessary for a fair presentation of this data. The results of historical periods are not necessarily indicative of the results of operations of any future period. You should read this data together with our financial statements and the related notes included elsewhere in this annual report.

	Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
	(in thousands, except per share data, unaudited)							
Statement of Operations Data:								
Revenue	\$ 34,337	\$ 31,915	\$ 27,765	\$ 22,833	\$ 19,891	\$ 19,057	\$ 15,845	\$ 11,260
Costs and expenses:								
Cost of revenue (exclusive of amortization) (1)(2)	3,806	3,623	3,264	3,350	2,961	3,084	2,713	1,817
Sales and marketing (1)	14,519	14,118	12,153	8,315	7,576	7,035	5,630	5,484
Technology and development (1)	9,079	6,687	5,818	5,030	3,994	3,849	3,304	2,996
General and administrative (1)(3)	6,422	5,192	5,232	4,445	4,463	5,695	2,627	1,828
Total costs and expenses	33,826	29,620	26,467	21,140	18,994	19,663	14,274	12,125
Income (loss) from operations	511	2,295	1,298	1,693	897	(606)	1,571	(865)
Other income	38	39	34	31	25	36	5	39
Net income (loss)	\$ 549	\$ 2,334	\$ 1,332	\$ 1,724	\$ 922	\$ (570)	\$ 1,576	\$ (826)
Net income (loss) attributable to common shareholders	\$ 549	\$ 2,334	\$ 1,332	\$ 1,724	\$ 922	\$ (570)	\$ —	\$ (826)
Net income (loss) per share attributable to common shareholders—basic	\$ 0.02	\$ 0.08	\$ 0.05	\$ 0.06	\$ 0.03	\$ (0.02)	\$ —	\$ (0.06)
Net income (loss) per share attributable to common shareholders—diluted	\$ 0.02	\$ 0.07	\$ 0.04	\$ 0.06	\$ 0.03	\$ (0.02)	\$ —	\$ (0.06)
Weighted-average shares outstanding—basic	33,408	30,040	28,946	28,348	27,748	24,020	13,940	13,347
Weighted-average shares outstanding—diluted	36,292	32,230	31,320	30,994	30,592	24,020	24,106	13,347
Other Financial Data:								
Adjusted EBITDA (4)	\$ 6,838	\$ 7,624	\$ 5,272	\$ 5,447	\$ 3,312	\$ 3,654	\$ 3,852	\$ 1,051

	Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
	(in thousands, unaudited)							
(1) Includes share-based compensation as follows:								
Cost of revenue	\$ 109	\$ 94	\$ 92	\$ 85	\$ 54	\$ 48	\$ 46	\$ 41
Sales and marketing	1,084	870	289	190	129	85	67	107
Technology and development	704	374	498	310	235	135	90	86
General and administrative	359	374	346	833	236	220	210	156
Total	\$ 2,256	\$ 1,712	\$ 1,225	\$ 1,418	\$ 654	\$ 488	\$ 413	\$ 390
(2) Amortization of website development costs and intangible assets included in technology and development is as follows	\$ 3,603	\$ 3,198	\$ 2,374	\$ 2,004	\$ 1,466	\$ 1,461	\$ 1,234	\$ 1,223
(3) General and administrative includes a facility exit charge as follows	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 1,737	\$ —	\$ —
(4) See "Adjusted EBITDA" below for more information and for a reconciliation of Adjusted EBITDA to net income (loss), the most directly comparable financial measure calculated and presented in accordance with U.S. generally accepted accounting principles, or GAAP.								

Table of Contents

The following tables present our revenue by type and as a percentage of total revenue for the periods presented:

	Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
Revenue:	(in thousands, unaudited)							
Marketplace revenue	\$ 26,838	\$ 23,616	\$ 19,623	\$ 16,593	\$ 13,746	\$ 11,840	\$ 9,723	\$ 6,881
Display revenue	7,499	8,299	8,142	6,240	6,145	7,217	6,122	4,379
Total	<u>\$ 34,337</u>	<u>\$ 31,915</u>	<u>\$ 27,765</u>	<u>\$ 22,833</u>	<u>\$ 19,891</u>	<u>\$ 19,057</u>	<u>\$ 15,845</u>	<u>\$ 11,260</u>

	Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
Percentage of Revenue:								
Marketplace revenue	78%	74%	71%	73%	69%	62%	61%	61%
Display revenue	22	26	29	27	31	38	39	39
Total	<u>100%</u>	<u>100%</u>	<u>100%</u>	<u>100%</u>	<u>100%</u>	<u>100%</u>	<u>100%</u>	<u>100%</u>

Revenue increased sequentially in all quarters presented. The strong increase in consumer adoption of our mobile applications and websites in the year ended December 31, 2012 was reflected in the significant growth in unique users over the year. The composition of revenue continues to shift from display revenue to marketplace revenue, as we continue to dedicate more of our advertising placements on search, map and home detail pages to our marketplace products, which provide consumers with services that are directly relevant to home-related searches. As a greater proportion of our revenue has shifted to marketplace revenue, with a corresponding lesser proportion of revenue being display revenue, we believe we are experiencing less quarterly seasonality in our business as compared to prior periods.

The following table presents our average monthly revenue per subscriber for the periods presented:

	Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
Average Monthly Revenue per Subscriber	\$ 267	\$ 270	\$ 263	\$ 263	\$ 258	\$ 242	\$ 233	\$ 206

The average monthly revenue per subscriber increased sequentially during each of the quarters presented above, with the exception of the three months ended June 30, 2012 compared to the three months ended March 31, 2012, and with the exception of the three months ended December 31, 2012 compared to the three months ended September 30, 2012. The quarterly increases in average monthly revenue per subscriber have primarily been driven by price increases supported by growth in our audience across our mobile and desktop platforms demonstrated by increases in our average monthly unique users, as well as increased sales to existing Premier Agent subscribers looking to expand their presence on our platform. The average monthly revenue per subscriber remained unchanged for the three months ended June 30, 2012 compared to the three months ended March 31, 2012, primarily because we began to monetize the third position in our buyer's agent list in June 2012, resulting in an increase in the number of subscribers to our Premier Agent program as of June 30, 2012 compared to March 31, 2012, but for which the related increase in revenue is weighted more heavily to future periods. The average monthly revenue per subscriber decreased by approximately 1% for the three months ended December 31, 2012 compared to the three months ended September 30, 2012, which we believe is primarily a result of the shift in our revenue model to impression-based pricing, which has allowed more new agents to purchase and test smaller amounts of our Premier Agent Platinum product.

Table of Contents

Adjusted EBITDA

The following table sets forth a reconciliation of Adjusted EBITDA to net income (loss) for each of the periods presented below. See “Adjusted EBITDA” under “Results of Operations” above in this Item 7 for additional information about why we have included Adjusted EBITDA in this annual report and how we use Adjusted EBITDA.

	Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
	(in thousands, unaudited)							
Reconciliation of Adjusted EBITDA to Net (Income) Loss:								
Net income (loss)	\$ 549	\$ 2,334	\$ 1,332	\$ 1,724	\$ 922	\$ (570)	\$ 1,576	\$ (826)
Other income	(38)	(39)	(34)	(31)	(25)	(36)	(5)	(39)
Depreciation and amortization expense	4,071	3,617	2,749	2,336	1,761	2,035	1,868	1,526
Share-based compensation expense	2,256	1,712	1,225	1,418	654	488	413	390
Facility exit charge	—	—	—	—	—	1,737	—	—
Adjusted EBITDA	<u>\$ 6,838</u>	<u>\$ 7,624</u>	<u>\$ 5,272</u>	<u>\$ 5,447</u>	<u>\$ 3,312</u>	<u>\$ 3,654</u>	<u>\$ 3,852</u>	<u>\$ 1,051</u>

Key Growth Drivers

The following tables set forth our key growth drivers for each of the periods presented below. Refer to “Key Growth Drivers—Unique Users” above for information about how we measure unique users.

	Average for the Three Months Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
	(in thousands)							
Unique Users	34,535	36,096	33,474	31,797	23,507	24,238	20,758	17,306

	Period Ended							
	December 31,	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,
	2012	2012	2012	2012	2011	2011	2011	2011
Premier Agent Subscribers	29,473	26,703	22,696	18,616	15,799	14,876	13,385	10,710

Liquidity and Capital Resources

Prior to our initial public offering in July 2011, we funded our operations primarily from the issuance of common and preferred stock. Through 2007, we raised approximately \$81.0 million through various offerings of our convertible preferred stock and approximately \$5.9 million from the sale of our common stock.

On July 25, 2011, we sold and issued 3,981,300 shares of our Class A common stock, including 519,300 shares of Class A common stock pursuant to the underwriters’ option to purchase additional shares, at a public offering price of \$20.00 per share, and we sold and issued 274,999 shares of our Class A common stock at a price of \$20.00 per share in a private placement. As a result of the offerings, we received net proceeds of approximately \$76.3 million, after deducting underwriting discounts and commissions of approximately \$5.6 million and additional offering-related expenses of \$3.3 million, for total expenses of \$8.9 million. The net offering proceeds were invested into money market funds, certificates of deposit and fixed income U.S. government agency securities.

In September 2012, we sold and issued 3,844,818 shares of our Class A common stock, including 419,818 shares of our Class A common stock pursuant to the underwriters’ option to purchase additional shares, and

Table of Contents

certain shareholders sold 575,000 shares of our Class A common stock, at a price of \$43.00 per share. The net proceeds for all shares sold by us in the public offering were approximately \$156.7 million after deducting underwriting discounts and commissions of approximately \$7.9 million and additional offering-related expenses of \$0.7 million, for total expenses of \$8.6 million. We received no proceeds from the sale of our Class A common stock by the selling shareholders. The net offering proceeds have been invested into money market funds.

As of December 31, 2012 and 2011, we had cash, cash equivalents and investments of \$203.5 million and \$92.1 million, respectively. Cash and cash equivalents balances consist of operating cash on deposit with financial institutions and money market funds. Investments as of December 31, 2012 consisted of fixed income securities, which include U.S. government agency securities, commercial paper and corporate notes and bonds. Investments as of December 31, 2011 consisted of fixed income U.S. government agency securities. Amounts on deposit with third-party financial institutions exceed the applicable Federal Deposit Insurance Corporation and the Securities Investor Protection Corporation insurance limits, as applicable. We believe that cash from operations and cash, cash equivalents and investment balances will be sufficient to meet our ongoing operating activities, working capital, capital expenditures and other capital requirements for at least the next 12 months.

During March 2011, we entered into a loan and security agreement with a financial institution to establish a line of credit of \$4.0 million. In April 2012, we amended our loan and security agreement to increase our line of credit from \$4.0 million to \$25.0 million. The line of credit is secured by substantially all our assets, including our intellectual property, and provides us with flexibility for future potential financing needs. The revolving line of credit contains customary financial covenants, including the maintenance of a minimum adjusted quick ratio (calculated as (i) unrestricted cash plus net accounts receivable divided by (ii) current liabilities less the sum of deferred revenue and any indebtedness owing from borrower to bank), measured on a monthly basis, of 1.50 to 1.00, and minimum Adjusted EBITDA, measured on a quarterly basis, of greater than or equal to negative \$5 million for each quarterly period through December 31, 2012 and greater than or equal to \$0 for each quarterly period thereafter. In addition, the revolving line of credit contains customary restrictions on our ability to, among other things, engage in certain mergers and acquisition transactions and create liens on assets. The revolving line of credit contains customary events of default that include, among others, non-payment of principal, interest or fees, violation of certain covenants, inaccuracy of representations and warranties, bankruptcy and insolvency events and material judgments. The occurrence of an event of default will increase the applicable rate of interest by five percentage points and could result in the acceleration of Zillow's obligations under the revolving line of credit. As of December 31, 2012, we were in compliance with all covenants, and there were no amounts outstanding under the line of credit. The line of credit is available through April 2016.

In March 2011, we executed a standby letter of credit of \$1.5 million in connection with the lease of our Seattle offices, and in July 2012, we amended the standby letter of credit to increase the amount to approximately \$1.7 million. In November 2012, we executed a letter of credit of approximately \$0.2 million in connection with the lease of our San Francisco office. We also have four additional outstanding letters of credit totaling \$0.6 million as of December 31, 2012, payable to the landlord of our prior headquarters office in Seattle, Washington, in the event we default on our lease, which expires in February 2013. The letters of credit are secured by our investments and are effective until 60 days after the expiration date of the lease.

In May 2012, we completed the acquisition of RentJuice. The total purchase price for the acquisition of RentJuice was approximately \$38.4 million. In addition, we adopted a retention bonus plan pursuant to which restricted stock units for 280,961 shares of our Class A common stock were granted on July 26, 2012 to former employees of RentJuice who accepted employment with Zillow. All vested options to purchase shares of RentJuice's common stock were cancelled and, in exchange for such cancellation, the holders of such options received cash payments representing a portion of the merger consideration. In addition, Zillow substituted unvested stock options of RentJuice outstanding as of the merger closing and held by individuals who accepted employment or service with Zillow for stock options to purchase shares of Zillow's Class A common stock at an exchange ratio implied by the merger consideration as described in the merger agreement. Based on the

Table of Contents

allocation of the purchase price in connection with our acquisition of RentJuice, a substantial majority of the purchase price has been allocated to goodwill. We do not expect that the acquisition of RentJuice will result in a meaningful contribution to revenue in the near term. Further, we plan to invest in the RentJuice platform in the near term, which we expect will result in an increase in operating expenses, particularly for sales and marketing, technology and development and general and administrative expenses.

In October 2012, we completed the acquisition of Buyfolio, an online and mobile collaborative shopping platform where home shoppers can search, track, organize and discuss for-sale listings with their real estate agent, significant other, or a private group. Zillow paid cash and issued to the co-founders of Buyfolio, who were also the sole members, a total of 99,000 restricted shares of Zillow's Class A common stock effective on October 26, 2012, which shares vest over a four-year period subject to the continued employment with Zillow of the co-founders.

In November 2012, we completed the acquisition of Mortech, a software and services company that provides mortgage-related solutions to lenders, bankers, credit unions and smaller community lenders. In consideration for the acquisition of all of the outstanding capital stock of Mortech from its shareholders, Zillow (i) paid to the shareholders approximately \$12 million in cash, less certain transactions expenses and other costs and as adjusted at closing based on Mortech's net working capital, and (ii) issued to the shareholders a total of 150,000 restricted shares of Zillow's Class A common stock, which will vest over a three-year period beginning on December 1, 2012 (25% after the first year and the remaining portion in equal installments after the second and third years), subject to the achievement of certain performance metrics relating to Mortech's business and the continued employment with Zillow of Mortech's president, Don Kracl, and its chief technology officer, Jason Steele. In connection with the closing, \$1,800,000 of the cash consideration and 75,000 of the restricted shares otherwise payable to the shareholders has been deposited in a third-party escrow account to secure certain indemnification obligations of the shareholders. Based on the allocation of the purchase price in connection with our acquisition of Mortech, a substantial majority of the purchase price has been allocated to goodwill and definite lived intangible assets.

In December 2012, we completed our acquisition of HotPads, a map-based rental and real estate search site. The total merger consideration paid to HotPads equity holders was approximately \$16 million in cash, less certain transaction expenses and other costs. All vested options to purchase shares of HotPads' common stock were cancelled and, in settlement thereof, the holders of such options received cash payments representing a pro-rata portion of the merger consideration. In addition, unvested stock options of HotPads outstanding as of the closing of the merger were substituted for stock options to purchase shares of Zillow's Class A common stock at an exchange ratio based on the merger consideration and the average closing price of Zillow's Class A common stock on The Nasdaq Global Market for each of the 10 consecutive trading days immediately preceding the closing of the merger. In connection with the closing of the merger, approximately \$1.6 million of the purchase price otherwise payable to HotPads' stockholders and holders of vested stock options was deposited in a third-party escrow account to secure certain indemnification obligations of those equity holders. Based on the allocation of the purchase price in connection with our acquisition of HotPads, a substantial majority of the purchase price has been allocated to goodwill and definite lived intangible assets.

The following table presents selected cash flow data for the years ended December 31, 2012, 2011 and 2010:

	Year Ended December 31,		
	2012	2011	2010
		(in thousands)	
Cash Flow Data:			
Cash flows provided by operating activities	\$ 32,298	\$ 14,826	\$2,258
Cash flows provided by (used in) investing activities	(94,358)	(58,383)	4,631
Cash flows provided by financing activities	164,174	79,205	950

Table of Contents

Cash Flows Provided By Operating Activities

Cash flows provided by operating activities of \$32.3 million for the year ended December 31, 2012 was primarily driven by net income of \$5.9 million, adjusted by depreciation and amortization expense of \$12.8 million, share-based compensation expense of \$6.6 million, bad debt expense of \$1.2 million, and the change in deferred rent of approximately \$2.2 million. Changes in operating assets and liabilities increased cash provided by operating activities for the year ended December 31, 2012 by \$2.5 million. The overall increase in operating assets and liabilities is consistent with the increase in revenue for the year ended December 31, 2012 compared to the year ended December 31, 2011.

Cash flows provided by operating activities of \$14.8 million for the year ended December 31, 2011 was primarily driven by net income of \$1.1 million, adjusted by depreciation and amortization expense of \$7.2 million, the facility exit charge of \$1.7 million, share-based compensation expense of \$1.9 million and the change in deferred rent of approximately \$1.2 million. Changes in operating assets and liabilities increased cash provided by operating activities for the year ended December 31, 2011 by \$0.7 million.

For the year ended December 31, 2010, net cash provided by operating activities was \$2.3 million. This was driven primarily by an increase in the deferred revenue balance of \$2.5 million.

Cash Flows Provided By (Used In) Investing Activities

Our primary investing activities include the purchase and maturity of short-term and long-term investments, the purchase of property and equipment and intangible assets, and for the years ended December 31, 2012 and 2011, include cash paid in connection with acquisitions.

For the year ended December 31, 2012, net cash used in investing activities was \$94.4 million. This was the result of \$10.0 million of net purchases of investments, \$16.8 million of purchases for property and equipment and intangible assets, and a total of \$67.6 million, net of cash acquired, paid in connection with the acquisitions of RentJuice, Buyfolio, Mortech and HotPads.

For the year ended December 31, 2011, net cash used in investing activities was \$58.4 million. This was the result of \$43.0 million of net purchases of investments, \$8.8 million of purchases for property and equipment and intangible assets, and a total of \$6.5 million paid in connection with the acquisitions of the operating assets of Diverse Solutions, Inc. and Postlets LLC.

For the year ended December 31, 2010, net cash provided by investing activities was \$4.6 million. This was the result of \$10.2 million of net proceeds from investments partially offset by \$5.5 million for the purchase of property and equipment and intangible assets.

Cash Flows Provided By Financing Activities

Our financing activities have primarily resulted from the exercise of employee non-qualified stock options, as well as proceeds from our public offering for the year ended December 31, 2012, and proceeds from our initial public offering and our concurrent private placement for the year ended December 31, 2011.

For the year ended December 31, 2012, net cash provided by financing activities was approximately \$164.2 million, which was primarily the result of \$156.7 million in proceeds, net of offering costs, from our September 2012 public offering, and \$7.5 million in proceeds from the issuance of Class A common stock from the exercise of stock options.

For the year ended December 31, 2011, net cash provided by financing activities was approximately \$79.2 million, which was primarily the result of \$70.8 million in proceeds from our initial public offering, net of offering costs, approximately \$5.5 million in proceeds from our concurrent private placement, and \$2.9 million in proceeds from the issuance of Class A common stock from the exercise of stock options.

Table of Contents

The proceeds from the issuance of Class A common stock from the exercise of stock options for the year ended December 31, 2010 was \$1.0 million.

Off-Balance Sheet Arrangements

We did not have any off-balance sheet arrangements as of December 31, 2012.

Contractual Obligations

The following table provides a summary of our contractual obligations as of December 31, 2012:

	Payment Due By Period				
	Total	Less Than 1 Year	1-3 Years (in thousands)	3-5 Years	More Than 5 Years
Operating lease obligations	\$40,463	\$ 4,255	\$ 8,467	\$ 8,895	\$ 18,846
Purchase obligations	17,233	4,533	8,449	4,251	—
Total	<u>\$57,696</u>	<u>\$ 8,788</u>	<u>\$16,916</u>	<u>\$13,146</u>	<u>\$ 18,846</u>

We have various operating leases for office space and equipment. In March 2011, we entered into a lease effective through November 2022 for approximately 66,000 square feet of office space that has housed our principal offices in Seattle, Washington, since August 2011. This new office space replaced our approximately 46,000 square feet of office space in Seattle, Washington, under a lease that expires in February 2013. In June 2012, we entered into a lease amendment for our corporate headquarters in Seattle, Washington which increases the rentable area of the premises by 21,575 square feet. In April 2012, we entered into an operating lease in Irvine, California, for 20,025 square feet under which we are obligated to make escalating monthly lease payments which began in August 2012 and continue through July 2022. In November 2012, we entered into an operating lease in San Francisco, California, for 18,353 square feet under which we are obligated to make escalating monthly lease payments which began in December 2012 and continue through November 2018. We lease additional office space in San Francisco, California, Chicago, Illinois, Lincoln, Nebraska, and New York, New York. We also have purchase obligations for content related to our mobile applications and websites. We do not have any debt or capital lease obligations. The contractual commitment amounts in the table above are associated with agreements that are enforceable and legally binding. Obligations under contracts that we can cancel without a significant penalty are not included in the table above.

Critical Accounting Policies and Estimates

Our financial statements are prepared in accordance with U.S. generally accepted accounting principles, or GAAP. The preparation of these financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, expenses and related disclosures. We evaluate our estimates and assumptions on an ongoing basis. Our estimates are based on historical experience and various other assumptions that we believe to be reasonable under the circumstances. Our actual results could differ from these estimates.

We believe that the assumptions and estimates associated with revenue recognition, the allowance for doubtful accounts, website and software development costs, goodwill, recoverability of intangible assets with definite lives and other long-lived assets, and share-based compensation have the greatest potential impact on our financial statements. Therefore, we consider these to be our critical accounting policies and estimates.

Revenue Recognition

Our revenue is primarily derived from advertising services. In general, we recognize revenue when (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services have been rendered to the

Table of Contents

customer, (iii) the fee is fixed or determinable, and (iv) collectability is reasonably assured. We consider a signed agreement, a binding insertion order or other similar documentation reflecting the terms and conditions under which products will be provided to be persuasive evidence of an arrangement. Collectability is assessed based on a number of factors, including payment history and the creditworthiness of a customer. If it is determined that collection is not reasonably assured, revenue is not recognized until collection becomes reasonably assured, which is generally upon receipt of cash. Our two revenue categories are marketplace revenue and display revenue.

Our marketplace revenue consists of subscriptions sold to real estate agents under our Premier Agent program, and CPC advertising sold to mortgage lenders related to our Zillow Mortgage Marketplace. Zillow's Premier Agent program offers a suite of marketing and business technology solutions to help real estate agents grow their businesses and personal brands. The Premier Agent program allows agents to select products and services that they can tailor to meet their business and advertising needs. The program has three tiers of participation including Premier Platinum, our original flagship subscription product, as well as Premier Gold and Premier Silver, to meet different marketing and business needs of a broad range of agents. All tiers of Premier Agents receive access to a dashboard portal on our website that provides individualized program performance analytics, as well as our personalized website service, and our customer relationship management, or CRM, tool that captures detailed information about each contact made with a Premier Agent through our mobile and web platforms. Our Premier Gold product also includes featured listings whereby the agent's listings will appear at the top of search results on our mobile and web platforms. Our Premier Platinum product includes the dashboard portal on our website, our personalized website service, our CRM tool, featured listings, and inclusion on our buyer's agent list, whereby the agent appears as the agent to contact for listings in the purchased zip code.

Since the launch of our Platinum Premier Agent subscription product, we have historically charged for this product based upon a percentage of the total Platinum Premier Agent views in the zip code rather than the number of impressions actually delivered on our buyer's agent list. Thus, up until the end of the third quarter of 2012, Premier Agent subscription advertising revenue was primarily recognized on a straight-line basis during the contractual period over which the advertising was delivered, typically over a period of six months. In the year ended December 31, 2012, we transitioned sales of our Platinum Premier Agent subscription product to charging for the number of impressions delivered on our buyer's agent list in zip codes purchased.

Our Platinum Premier Agent subscription product includes multiple deliverables which are accounted for as a single unit of accounting, as the delivery or performance of the undelivered elements is based on traffic to our mobile applications and websites. We recognize revenue related to our impression-based Platinum Premier Agent subscription product based on the lesser of (i) the actual number of impressions delivered on our buyer's agent list during the period multiplied by the contracted maximum cost per impression, or (ii) the contractual maximum spend on a straight-line basis during the contractual period over which the services are delivered.

We charge a fixed subscription fee for our Premier Gold and Premier Silver tiers of participation. Subscription advertising revenue for our Premier Gold and Premier Silver tiers is recognized on a straight-line basis during the contractual period over which the services are delivered, typically over a period of six months and then month-to-month thereafter.

For Zillow Mortgage Marketplace, we recognize revenue when a user clicks on a mortgage advertisement or on a link to obtain additional information about a mortgage loan quote.

Display revenue primarily consists of graphical advertising sold on a CPM basis to advertisers. We recognize display revenue as impressions are delivered to users interacting with our mobile applications or websites.

Table of Contents

Allowance for Doubtful Accounts

We review our accounts receivable on a regular basis and estimate an amount of losses for uncollectible accounts based on our historical collections experience, age of the receivable, knowledge of the customer and the condition of the general economy and industry as a whole. In cases where we become aware of circumstances that may impair a specific customer's ability to meet its financial obligations, we record a specific allowance against amounts due from the customer and thereby reduce the net recognized receivable to the amount we reasonably believe will be collected. There is significant judgment involved in estimating the allowance for doubtful accounts. As of December 31, 2012, the allowance for doubtful accounts represented approximately 10% of total accounts receivable, or approximately \$1.0 million. A change of 1% in our estimate would amount to approximately \$0.1 million.

Website and Software Development Costs

The costs incurred in the preliminary stages of website and software development are expensed as incurred. Once an application has reached the development stage, internal and external costs, if direct and incremental and deemed by management to be significant, are capitalized in property and equipment and amortized on a straight-line basis over their estimated useful lives. Maintenance and enhancement costs (including those costs in the post-implementation stages) are typically expensed as incurred, unless such costs relate to substantial upgrades and enhancements to the websites (or software) that result in added functionality, in which case the costs are capitalized and amortized on a straight-line basis over the estimated useful lives.

Capitalized development activities placed in service are amortized over the expected useful lives of those releases, currently estimated at one year. Estimated useful lives of website and software development activities are reviewed frequently and adjusted as appropriate to reflect upcoming development activities that may include significant upgrades and/or enhancements to the existing functionality.

We exercise judgment in determining the point at which various projects may be capitalized, in assessing the ongoing value of the capitalized costs, and in determining the estimated useful lives over which the costs are amortized. To the extent that we change the manner in which we develop and test new features and functionalities related to our mobile applications and websites, assess the ongoing value of capitalized assets, or determine the estimated useful lives over which the costs are amortized, the amount of website and software development costs we capitalize and amortize could change in future periods.

Goodwill

Goodwill represents the excess of the cost of an acquired business over the fair value of the assets acquired at the date of acquisition. We assess the impairment of goodwill on an annual basis, in our fourth quarter, or whenever events or changes in circumstances indicate that goodwill may be impaired.

We assess goodwill for possible impairment by first performing a qualitative assessment to determine whether it is more likely than not that the fair value of our reporting unit is less than its carrying amount. If we determine that it is not more likely than not that the fair value of our reporting unit is less than its carrying amount, then the first and second steps of the goodwill impairment test are unnecessary. If we determine that it is more likely than not that the fair value of our reporting unit is less than its carrying amount, we perform the two-step goodwill impairment test. The first step of the goodwill impairment test identifies if there is potential goodwill impairment. If step one indicates that an impairment may exist, a second step is performed to measure the amount of the goodwill impairment, if any. Goodwill impairment exists when the estimated fair value of goodwill is less than its carrying value. If impairment exists, the carrying value of the goodwill is reduced to fair value through an impairment charge recorded in our statements of operations.

For our impairment assessment performed during the year ended December 31, 2012, we performed a qualitative assessment and determined that it is not more likely than not that the fair value of our reporting unit is

Table of Contents

less than its carrying amount, and therefore, the first and second steps of the goodwill impairment test were unnecessary. In evaluating whether it is more likely than not that the fair value of our reporting unit is less than its carrying amount, we considered macroeconomic conditions, industry and market considerations, cost factors, our overall financial performance, other relevant entity-specific events, potential events affecting our reporting unit, and changes in the market price of our common stock. The primary qualitative factors we considered in our analysis for the year ended December 31, 2012 were our overall financial performance, including our revenue growth and positive cash flows, and a market capitalization that is well in excess of the book value of our common stock. We have not recognized any goodwill impairments since our inception.

Recoverability of Intangible Assets with Definite Lives and Other Long-Lived Assets

We evaluate intangible assets and other long-lived assets for impairment whenever events or circumstances indicate they may not be recoverable. Recoverability is measured by comparing the carrying amount of an asset group to future undiscounted net cash flows expected to be generated. We group assets for purposes of such review at the lowest level for which identifiable cash flows of the asset group are largely independent of the cash flows of the other groups of assets and liabilities. If this comparison indicates impairment, the amount of impairment to be recognized is calculated as the difference between the carrying value and the fair value of the asset group.

Unforeseen events, changes in circumstances and market conditions and material differences in estimates of future cash flows could adversely affect the fair value of our assets and could result in an impairment charge. Fair value can be estimated utilizing a number of techniques including quoted market prices, prices for comparable assets, or other valuation processes involving estimates of cash flows, multiples of earnings or revenues, and we may make various assumptions and estimates when performing our impairment assessments, particularly as it relates to cash flow projections. Cash flow estimates are by their nature subjective, and include assumptions regarding factors such as recent and forecasted operating performance, revenue trends and operating margins. These estimates could also be adversely impacted by changes in federal, state, or local regulations, economic downturns or developments, or other market conditions affecting our industry. We have not recorded any impairment losses since inception.

Share-Based Compensation

We measure compensation expense for all share-based awards at fair value on the date of grant and recognize compensation expense over the service period for awards expected to vest. We use the Black-Scholes-Merton option-pricing model to determine the fair value for option awards and recognize compensation expense on a straight-line basis over the awards' vesting period. For restricted stock awards and restricted stock units, we use the market value of the stock on the date of grant to determine the fair value and recognize compensation expense on a straight-line basis over the awards' vesting period.

Determining the fair value of option awards at the grant date requires judgment. If any of the assumptions used in the Black-Scholes-Merton model changes significantly, share-based compensation for future option awards may differ materially compared with the awards granted previously. In valuing our options, we make assumptions about risk-free interest rates, dividend yields, volatility, and weighted-average expected lives, including estimated forfeiture rates.

Risk-free rate. Risk-free interest rates are derived from U.S. Treasury securities as of the option grant date.

Expected dividend yields. Expected dividend yields are based on our historical dividend payments, which have been zero to date.

Volatility. We have estimated volatility of our share price based on the published historical volatilities of industry peers in the online publishing market (primarily the financial and real estate services industries) representing the verticals in which we operate.

Table of Contents

Expected term. We estimate the weighted-average expected life of the options as the average of the vesting option schedule and the term of the award, since, due to the limited period of time share-based awards have been exercisable, we do not have sufficient historical exercise data to provide a reasonable basis upon which to estimate the expected term. The term of the award is estimated using the simplified method as the awards granted are plain vanilla share options.

Forfeiture rate. We record share-based compensation expense net of estimated forfeitures. Forfeiture rates are estimated using historical actual forfeiture trends as well as our judgment of future forfeitures. These rates are evaluated at least quarterly and any change in compensation expense is recognized in the period of the change. The estimation of stock awards that will ultimately vest requires judgment, and to the extent actual results or updated estimates differ from our current estimates, such amounts will be recorded as a cumulative adjustment in the period in which the estimates are revised. We consider many factors when estimating expected forfeitures, including the types of awards and employee class and historical experience. Actual results, and future changes in estimates, may differ substantially from management's current estimates.

We will continue to use judgment in evaluating the expected volatility, expected terms, and forfeiture rates utilized for our share-based compensation calculations on a prospective basis. As we continue to accumulate additional data related to our Class A common stock, we may have refinements to the estimates of our expected volatility, expected terms, and forfeiture rates, which could materially impact our future share-based compensation expense. In future periods, we expect our share-based compensation expense to increase as a result of our existing, unrecognized share-based compensation that will be recognized as the awards vest, and as we grant additional share-based awards to attract and retain employees.

Recent Accounting Pronouncements

In May 2011, the Financial Accounting Standards Board ("FASB") amended existing rules covering fair value measurement and disclosure to clarify guidance and minimize differences between GAAP and International Financial Reporting Standards ("IFRS"). The guidance requires entities to provide information about valuation techniques and unobservable inputs used in Level 3 fair value measurements and provide a narrative description of the sensitivity of Level 3 measurements to changes in unobservable inputs. The guidance is effective during interim and annual periods beginning after December 15, 2011. We adopted this guidance on January 1, 2012. The adoption of this guidance did not have any impact on our financial position, results of operations or cash flows.

In June 2011, the FASB issued guidance on the presentation of comprehensive income to increase the prominence of other comprehensive income in the financial statements. An entity has the option to present the components of net income and comprehensive income in either one or two consecutive financial statements. This guidance is effective for interim and annual reporting periods beginning after December 15, 2011, with earlier adoption permitted, and must be applied retrospectively. We adopted this guidance on January 1, 2012. The adoption of this guidance did not have any impact on our financial position, results of operations or cash flows as we do not have any items of other comprehensive income in any period presented, and therefore, we are not required to report other comprehensive income or comprehensive income.

In September 2011, the FASB issued guidance on testing goodwill for impairment to permit an entity to first assess qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount as a basis for determining whether it is necessary to perform the two-step goodwill impairment test. This guidance is effective for fiscal years beginning after December 15, 2011 with earlier application permitted. We early adopted this guidance for our annual goodwill impairment test performed in our fourth quarter of 2011. The early adoption of this guidance did not have any impact on our financial position, results of operations or cash flows.

Table of Contents

Item 7A. Quantitative and Qualitative Disclosures About Market Risk

We are exposed to market risks in the ordinary course of our business. These risks primarily consist of fluctuations in interest rates.

Interest Rate Risk

We do not have any long-term borrowings as of December 31, 2012 or 2011.

Under our current investment policy, we invest our excess cash in money market funds, FDIC-insured certificates of deposit, U.S. government agency securities, commercial paper and corporate notes and bonds. Our current investment policy seeks first to preserve principal, second to provide liquidity for our operating and capital needs and third to maximize yield without putting our principal at risk.

Our investments are exposed to market risk due to the fluctuation of prevailing interest rates that may reduce the yield on our investments or their fair value. As our investment portfolio is primarily short-term in nature, we do not believe an immediate 10% increase in interest rates would have a material effect on the fair market value of our portfolio, and therefore we do not expect our results of operations or cash flows to be materially affected by a sudden change in market interest rates.

Inflation Risk

We do not believe that inflation has had a material effect on our business, results of operations or financial condition. If our costs were to become subject to significant inflationary pressures, we may not be able to fully offset such higher costs through price increases. Our inability or failure to do so could harm our business, results of operations and financial condition.

Table of Contents

Item 8. Financial Statements and Supplementary Data

Index to Financial Statements

	<u>Page</u>
Report of Independent Registered Public Accounting Firm	62
Balance Sheets	63
Statements of Operations	64
Statements of Shareholders' Equity	65
Statements of Cash Flows	67
Notes to Financial Statements	68

Table of Contents

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors and Shareholders of Zillow, Inc.

We have audited the accompanying balance sheets of Zillow, Inc. as of December 31, 2012 and 2011, and the related statements of operations, shareholders' equity, and cash flows for each of the three years in the period ended December 31, 2012. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Zillow, Inc. at December 31, 2012 and 2011, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2012, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), Zillow, Inc.'s internal control over financial reporting as of December 31, 2012, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated February 22, 2013 expressed an unqualified opinion thereon.

/s/ Ernst & Young LLP

Seattle, Washington
February 22, 2013

Table of Contents

ZILLOW, INC.
BALANCE SHEETS
(in thousands, except share data)

	December 31,	
	2012	2011
Assets		
Current assets:		
Cash and cash equivalents	\$150,040	\$ 47,926
Short-term investments	44,054	28,925
Accounts receivable, net of allowance for doubtful accounts of \$965 and \$683 at December 31, 2012 and 2011, respectively	8,655	5,638
Prepaid expenses and other current assets	2,652	3,214
Total current assets	205,401	85,703
Long-term investments	9,389	15,285
Property and equipment, net	13,634	7,227
Goodwill	54,284	3,676
Intangible assets, net	21,248	4,532
Other assets	279	245
Total assets	\$304,235	\$116,668
Liabilities and shareholders' equity		
Current liabilities:		
Accounts payable	\$ 3,158	\$ 1,681
Accrued expenses and other current liabilities	6,318	4,893
Accrued compensation and benefits	2,514	1,587
Deferred revenue	8,349	5,769
Deferred rent, current portion	94	60
Total current liabilities	20,433	13,990
Deferred rent, net of current portion	3,485	1,347
Other non-current liabilities	—	118
Commitments and contingencies (Note 13)		
Shareholders' equity:		
Preferred stock, \$0.0001 par value; 30,000,000 shares authorized as of December 31, 2012 and 2011; no shares issued and outstanding as of December 31, 2012 and 2011	—	—
Class A common stock, \$0.0001 par value; 600,000,000 shares authorized as of December 31, 2012 and 2011; 26,414,414 and 18,580,292 shares issued and outstanding as of December 31, 2012 and 2011, respectively	3	2
Class B common stock, \$0.0001 par value; 15,000,000 shares authorized as of December 31, 2012 and 2011; 7,462,526 and 9,528,313 shares issued and outstanding as of December 31, 2012 and 2011, respectively	1	1
Additional paid-in capital	351,981	178,817
Accumulated deficit	(71,668)	(77,607)
Total shareholders' equity	280,317	101,213
Total liabilities and shareholders' equity	\$304,235	\$116,668

See accompanying notes to financial statements.

Table of Contents

ZILLOW, INC.
STATEMENTS OF OPERATIONS
(in thousands, except per share data)

	<u>Year Ended December 31,</u>		
	<u>2012</u>	<u>2011</u>	<u>2010</u>
Revenue	\$116,850	\$66,053	\$30,467
Costs and expenses:			
Cost of revenue (exclusive of amortization) (1)	14,043	10,575	4,973
Sales and marketing	49,105	25,725	14,996
Technology and development	26,614	14,143	10,651
General and administrative (2)	21,291	14,613	6,684
Total costs and expenses	<u>111,053</u>	<u>65,056</u>	<u>37,304</u>
Income (loss) from operations	5,797	997	(6,837)
Other income	142	105	63
Net income (loss)	<u>\$ 5,939</u>	<u>\$ 1,102</u>	<u>\$ (6,774)</u>
Net income (loss) attributable to common shareholders	<u>\$ 5,939</u>	<u>\$ —</u>	<u>\$ (6,674)</u>
Net income (loss) per share attributable to common shareholders—basic	\$ 0.20	\$ —	\$ (0.53)
Net income (loss) per share attributable to common shareholders—diluted	\$ 0.18	\$ —	\$ (0.53)
Weighted-average shares outstanding—basic	30,194	19,815	12,770
Weighted-average shares outstanding—diluted	32,709	22,305	12,770
(1) Amortization of website development costs and intangible assets included in technology and development is as follows:	\$ 11,179	\$ 5,384	\$ 4,184
(2) General and administrative includes a facility exit charge as follows:	\$ —	\$ 1,737	\$ —

See accompanying notes to financial statements.

Table of Contents

ZILLOW, INC.
STATEMENTS OF SHAREHOLDERS' EQUITY
(in thousands, except share data)

	Convertible Preferred Stock						Class A Common Stock		Class B Common Stock		Class C Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Shareholders' Equity
	Series A		Series B		Series C		Shares	Amount	Shares	Amount	Shares	Amount			
	Shares	Amount	Shares	Amount	Shares	Amount									
Balance at December 31, 2009	17,931,034	\$ 2	6,933,103	\$ 1	6,489,660	\$ 1	803,201	\$ —	9,528,313	\$ 1	2,305,980	\$ —	\$ 93,056	\$ (71,935)	\$ 21,126
Issuance of Class A common stock upon exercise of stock options	—	—	—	—	—	—	487,401	—	—	—	—	—	950	—	950
Share-based compensation expense	—	—	—	—	—	—	—	—	—	—	—	—	2,146	—	2,146
Net loss and total comprehensive loss	—	—	—	—	—	—	—	—	—	—	—	—	—	(6,774)	(6,774)
Balance at December 31, 2010	17,931,034	2	6,933,103	1	6,489,660	1	1,290,602	—	9,528,313	1	2,305,980	—	96,152	(78,709)	17,448
Issuance of Class A common stock upon exercise of stock options	—	—	—	—	—	—	1,169,121	—	—	—	—	—	2,917	—	2,917
Share-based compensation expense	—	—	—	—	—	—	—	—	—	—	—	—	2,545	—	2,545
Class A common stock issued in connection with an acquisition	—	—	—	—	—	—	207,100	—	—	—	—	—	910	—	910
Conversion of convertible preferred stock to Class A common stock in connection with initial public offering	(17,931,034)	(2)	(6,933,103)	(1)	(6,489,660)	(1)	9,276,190	1	—	—	—	—	3	—	—
Conversion of Class C common stock to Class A common stock in connection with initial public offering	—	—	—	—	—	—	2,305,980	—	—	—	(2,305,980)	—	—	—	—
Issuance of Class A common stock in connection with initial public offering, net of issuance costs of \$8,835	—	—	—	—	—	—	3,981,300	1	—	—	—	—	70,790	—	70,791

Table of Contents

	Convertible Preferred Stock						Class A Common Stock		Class B Common Stock		Class C Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Shareholders' Equity
	Series A		Series B		Series C		Shares	Amount	Shares	Amount	Shares	Amount			
Issuance of Class A common stock in concurrent private placement in connection with initial public offering	—	—	—	—	—	—	274,999	—	—	—	—	5,500	—	5,500	
Issuance of restricted shares of Class A common stock	—	—	—	—	—	—	75,000	—	—	—	—	—	—	—	
Net income and total comprehensive income	—	—	—	—	—	—	—	—	—	—	—	—	1,102	1,102	
Balance at December 31, 2011	—	—	—	—	—	—	18,580,292	2	9,528,313	1	—	178,817	(77,607)	101,213	
Issuance of Class A common stock upon exercise of stock options	—	—	—	—	—	—	1,624,304	—	—	—	—	7,448	—	7,448	
Share-based compensation expense	—	—	—	—	—	—	—	—	—	—	—	8,990	—	8,990	
Conversion of Class B common stock to Class A common stock	—	—	—	—	—	—	2,065,787	—	(2,065,787)	—	—	—	—	—	
Issuance of Class A common stock in connection with public offering, net of issuance costs of \$8,601	—	—	—	—	—	—	3,844,818	1	—	—	—	156,726	—	156,727	
Issuance of restricted shares of Class A common stock	—	—	—	—	—	—	299,213	—	—	—	—	—	—	—	
Net income and total comprehensive income	—	—	—	—	—	—	—	—	—	—	—	—	5,939	5,939	
Balance at December 31, 2012	—	—	—	—	—	—	26,414,414	3	7,462,526	1	—	\$ 351,981	\$ (71,668)	\$ 280,317	

See accompanying notes to financial statements.

Table of Contents

ZILLOW, INC.
STATEMENTS OF CASH FLOWS
(in thousands)

	Year Ended December 31,		
	2012	2011	2010
Operating activities			
Net income (loss)	\$ 5,939	\$ 1,102	\$ (6,774)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:			
Depreciation and amortization	12,773	7,190	5,262
Facility exit charge	—	1,737	—
Share-based compensation expense	6,611	1,945	1,715
Loss on disposal of property and equipment	353	157	161
Bad debt expense	1,227	594	240
Deferred rent	2,155	1,243	(266)
Amortization (accretion) of bond premium (discount)	751	181	(5)
Changes in operating assets and liabilities:			
Accounts receivable	(3,458)	(2,208)	(1,356)
Prepaid expenses and other assets	650	(2,882)	(69)
Accounts payable	991	916	327
Accrued expenses	1,776	2,460	546
Deferred revenue	2,530	2,391	2,477
Net cash provided by operating activities	<u>32,298</u>	<u>14,826</u>	<u>2,258</u>
Investing activities			
Proceeds from investment maturities	28,434	4,750	17,578
Purchases of investments	(38,397)	(47,772)	(7,421)
Purchases of property and equipment	(12,677)	(7,686)	(4,896)
Purchases of intangible assets	(4,073)	(1,135)	(630)
Acquisitions, net of cash acquired of \$2,879 in 2012 and \$0 in 2011 and 2010	<u>(67,645)</u>	<u>(6,540)</u>	<u>—</u>
Net cash provided by (used in) investing activities	(94,358)	(58,383)	4,631
Financing activities			
Proceeds from exercise of Class A common stock options	7,448	2,917	950
Proceeds from public offering, net of offering costs	156,726	70,788	—
Proceeds from concurrent private placement	—	5,500	—
Net cash provided by financing activities	<u>164,174</u>	<u>79,205</u>	<u>950</u>
Net increase in cash and cash equivalents during period	102,114	35,648	7,839
Cash and cash equivalents at beginning of period	<u>47,926</u>	<u>12,278</u>	<u>4,439</u>
Cash and cash equivalents at end of period	<u>\$150,040</u>	<u>\$ 47,926</u>	<u>\$12,278</u>
Supplemental disclosures of cash flow information			
Noncash transactions:			
Capitalized share-based compensation	\$ 2,379	\$ 600	\$ 431
Class A common stock issued in connection with an acquisition	—	910	—
Write-off of fully depreciated property and equipment	2,986	2,133	—

See accompanying notes to financial statements.

ZILLOW, INC.
NOTES TO FINANCIAL STATEMENTS

Note 1. Organization and Description of Business

Zillow, Inc. (the “Company,” “we,” “us” and “our”) was incorporated as a Washington corporation effective December 13, 2004, and we launched the initial version of our website, Zillow.com, in February 2006. Zillow operates the leading real estate and home-related information marketplaces on mobile and the Web, with a complementary portfolio of brands and products to help people find vital information about homes, and connect with local professionals. In addition to our websites, including Zillow.com, we also own and operate Zillow Mobile, our suite of home-related mobile applications, Zillow Mortgage Marketplace, where borrowers connect with lenders to find loans and get competitive mortgage rates, Zillow Digs, our home improvement marketplace where consumers can find visual inspiration and local cost estimates, Zillow Rentals, a marketplace and suite of tools for rental professionals, Postlets, Diverse Solutions, Buyfolio, Mortech and HotPads. Zillow provides products and services to help consumers through every stage of homeownership – buying, selling, renting, borrowing and remodeling.

Certain Significant Risks and Uncertainties

We operate in a dynamic industry and, accordingly, can be affected by a variety of factors. For example, we believe that changes in any of the following areas could have a significant negative effect on us in terms of our future financial position, results of operations or cash flows: rates of revenue growth; engagement and usage of our products; scaling and adaptation of existing technology and network infrastructure; competition in our market; management of our growth; acquisitions and investments; qualified employees and key personnel; protection of our brand and intellectual property; changes in government regulation affecting our business; intellectual property infringement and other claims; protection of customers’ information and privacy concerns; and security measures related to our mobile applications and websites, among other things.

Note 2. Summary of Significant Accounting Policies

Basis of Presentation

These financial statements have been prepared in conformity with accounting principles generally accepted in the United States (“GAAP”).

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the related disclosures at the date of the financial statements, as well as the reported amounts of revenue and expenses during the periods presented. Estimates are used for revenue recognition, the allowance for doubtful accounts, website development costs, goodwill, recoverability of intangible assets with definite lives and other long-lived assets, and for share-based compensation. To the extent there are material differences between these estimates, judgments, or assumptions and actual results, our financial statements will be affected. In many cases, the accounting treatment of a particular transaction is specifically dictated by GAAP and does not require management’s judgment in its application.

Concentrations of Credit Risk

Financial instruments, which potentially subject us to concentrations of credit risk, consist primarily of cash and cash equivalents, short-term and long-term investments and accounts receivable. We place cash and cash equivalents and short-term and long-term investments with major financial institutions, which management assesses to be of high credit quality, in order to limit exposure of our investments.

Table of Contents

Credit risk with respect to accounts receivable is dispersed due to the large number of customers. Further, our credit risk on accounts receivable is mitigated by the relatively short payment terms that we offer. Collateral is not required for accounts receivable. We maintain an allowance for doubtful accounts such that receivables are stated at net realizable value.

Cash and Cash Equivalents

Cash includes currency on hand as well as demand deposits with banks or financial institutions. Cash equivalents include short-term, highly liquid investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Our cash equivalents include only investments with original maturities of three months or less. We regularly maintain cash in excess of federally insured limits at financial institutions.

Investments

As of December 31, 2012, our investments consist of fixed income securities, which include U.S. government agency securities, commercial paper and corporate notes and bonds. Securities with maturities greater than three months but less than one year are classified as short-term investments. Securities with maturities greater than one year are classified as long-term investments. Our investments are classified as held-to-maturity and are recorded at amortized cost, as we do not intend to sell the investments, and it is not more likely than not that we will be required to sell these investments prior to maturity. The amortized cost of our investments approximates their fair value.

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are generally due within 30 days and are recorded net of the allowance for doubtful accounts. We consider accounts outstanding longer than the contractual terms past due. We review accounts receivable on a regular basis and estimate an amount of losses for uncollectible accounts based on our historical collections experience, age of the receivable, knowledge of the customer and the condition of the general economy and industry as a whole. We record changes in our estimate to the allowance for doubtful accounts through bad debt expense and relieve the allowance when accounts are ultimately determined to be uncollectible. Bad debt expense is included in general and administrative expenses.

Property and Equipment

Property and equipment is recorded at cost and depreciated using the straight-line method over the estimated useful lives of the related assets. The useful lives are as follows:

Computer equipment	3 years
Office equipment, furniture, and fixtures	5 to 7 years
Purchased software	3 years
Leasehold improvements	Shorter of expected useful life or lease term

Maintenance and repair costs are charged to expense as incurred. Major improvements, which extend the useful life of the related asset, are capitalized. Upon disposal of a fixed asset, we record a gain or loss based on the differences between the proceeds received and the net book value of the disposed asset.

Website and Software Development Costs

The costs incurred in the preliminary stages of development are expensed as incurred. Once an application has reached the development stage, internal and external costs, if direct and incremental and deemed by management to be significant, are capitalized in property and equipment and amortized on a straight-line basis

Table of Contents

over their estimated useful lives. Maintenance and enhancement costs, including those costs in the post-implementation stages, are typically expensed as incurred, unless such costs relate to substantial upgrades and enhancements to the website or software that result in added functionality, in which case the costs are capitalized and amortized on a straight-line basis over the estimated useful lives. Amortization expense related to capitalized website and software development costs is included in technology and development expense.

Capitalized development activities placed in service are amortized over the expected useful lives of those releases, currently estimated at one year. The estimated useful lives of website and software development activities are reviewed frequently and adjusted as appropriate to reflect upcoming development activities that may include significant upgrades and/or enhancements to the existing functionality.

Goodwill

Goodwill represents the excess of the cost of an acquired business over the fair value of the assets acquired at the date of acquisition. We assess the impairment of goodwill on an annual basis, in our fourth quarter, or whenever events or changes in circumstances indicate that goodwill may be impaired.

We assess goodwill for possible impairment by first performing a qualitative assessment to determine whether it is more likely than not that the fair value of our reporting unit is less than its carrying amount. If we determine that it is not more likely than not that the fair value of our reporting unit is less than its carrying amount, then the first and second steps of the goodwill impairment test are unnecessary. If we determine that it is more likely than not that the fair value of our reporting unit is less than its carrying amount, we perform the two-step goodwill impairment test. The first step of the goodwill impairment test identifies if there is potential goodwill impairment. If step one indicates that an impairment may exist, a second step is performed to measure the amount of the goodwill impairment, if any. Goodwill impairment exists when the estimated fair value of goodwill is less than its carrying value. If impairment exists, the carrying value of the goodwill is reduced to fair value through an impairment charge recorded in our statements of operations.

Intangible Assets

We purchase and license data content from multiple data providers. This data content consists of U.S. county data about home details (e.g., the number of bedrooms, bathrooms, square footage) and other information relating to the purchase price of homes, both current and historical, as well as imagery, mapping and parcel data that is displayed on our mobile applications and websites. Our home details data not only provides information about a home and its related transactions which is displayed on our mobile applications and websites, but is also used in our proprietary valuation algorithms to produce Zestimates, Rent Zestimates and Zillow Home Value Indexes. License agreement terms vary by vendor. In some instances, we retain perpetual rights to this information after the contract ends; in other instances, the information and data are licensed only during the fixed term of the agreement. Additionally, certain data license agreements provide for uneven payment amounts throughout the life of the contract term.

We capitalize payments made to third parties for data licenses that we expect to provide future economic benefit through the recovery of the costs of these arrangements via the generation of our revenue and margins. For data license contracts that include uneven payment amounts, we capitalize the payments as they are made as an intangible asset and amortize the total contract value over the estimated useful life. For contracts in which we have perpetual rights to the data, the total contract value is amortized on a straight-line basis over the life of the contract plus two years, which is equivalent to the estimated useful life of the asset. For contracts in which we do not have access to the data beyond the contractual term, the total contract value is amortized on a straight line basis over the term of the contract. We evaluate data content contracts for potential capitalization at the inception of the arrangement as well as each time periodic payments to third parties are made.

The amortization period for the capitalized purchased content is based on our best estimate of the useful life of the asset, which ranges from five to 7.5 years. The determination of the useful life includes consideration of a

Table of Contents

variety of factors including, but not limited to, our assessment of the expected use of the asset and contractual provisions that may limit the useful life, as well as an assessment of when the data is expected to become obsolete based on our estimates of the diminishing value of the data over time. We evaluate the useful life of the capitalized purchased data content each reporting period to determine whether events and circumstances warrant a revision to the remaining useful life. If we determine the estimate of the asset's useful life requires modification, the carrying amount of the asset is amortized prospectively over the revised useful life. The capitalized purchased data content is amortized on a straight-line basis as the pattern of delivery of the economic benefits of the data cannot reliably be determined because we do not have the ability to reliably predict future traffic to our websites and mobile applications.

Under certain other data agreements, the underlying data is obtained on a subscription basis with consistent monthly recurring payment terms over the contractual period. Upon the expiration of such arrangements, we no longer have the right to access the related data, and therefore, the costs incurred under such contracts are not capitalized and are expensed as payments are made. We would immediately lose rights to data under these arrangements if we were to cancel the subscription and/or cease making payments under the subscription arrangements.

We also have intangible assets for developed technology, customer relationships and trademarks which we recorded in connection with acquisitions. These intangible assets are amortized over the estimated useful life of the asset.

Recoverability of Intangible Assets with Definite Lives and Other Long-Lived Assets

We evaluate intangible assets and other long-lived assets for impairment whenever events or circumstances indicate that they may not be recoverable. Recoverability is measured by comparing the carrying amount of an asset group to future undiscounted net cash flows expected to be generated. We group assets for purposes of such review at the lowest level for which identifiable cash flows of the asset group are largely independent of the cash flows of the other groups of assets and liabilities. If this comparison indicates impairment, the amount of impairment to be recognized is calculated as the difference between the carrying value and the fair value of the asset group.

Deferred Revenue

Deferred revenue consists of prepaid but unrecognized subscription revenue, advertising fees received or billed in advance of the delivery or completion of the services, and for amounts received in instances when revenue recognition criteria have not been met. Deferred revenue is recognized when the services are provided and all revenue recognition criteria have been met.

Deferred Rent

For our operating leases, we recognize rent expense on a straight-line basis over the terms of the leases and, accordingly, we record the difference between cash rent payments and the recognition of rent expense as a deferred rent liability. Landlord-funded leasehold improvements, to the extent the improvements are not landlord property upon lease termination, are also recorded as deferred rent liabilities and are amortized as a reduction of rent expense over the non-cancelable term of the related operating lease.

Revenue Recognition

In general, we recognize revenue when (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services have been rendered to the customer, (iii) the fee is fixed or determinable, and (iv) collectability is reasonably assured. We consider a signed agreement, a binding insertion order or other similar documentation reflecting the terms and conditions under which products or services will be provided to

Table of Contents

be persuasive evidence of an arrangement. Collectability is assessed based on a number of factors, including payment history and the creditworthiness of a customer. If it is determined that collection is not reasonably assured, revenue is not recognized until collection becomes reasonably assured, which is generally upon receipt of cash.

We generate revenue from the sale of advertising services and our suite of tools to businesses and professionals primarily associated with the real estate and mortgage industries. These professionals include local real estate professionals, primarily on an individual subscription basis, and mortgage professionals and brand advertisers. Our two revenue categories are marketplace revenue and display revenue.

Marketplace Revenue. Marketplace revenue consists primarily of subscriptions sold to real estate agents under our Premier Agent program, and advertising sold to mortgage lenders and financial institutions related to our Zillow Mortgage Marketplace on a cost-per-click, or CPC, basis.

Zillow's Premier Agent program offers a suite of marketing and business technology solutions to help real estate agents grow their businesses and personal brands. The Premier Agent program allows agents to select products and services that they can tailor to meet their business and advertising needs. The program has three tiers of participation including Premier Platinum, our original flagship subscription product, as well as Premier Gold and Premier Silver, to meet different marketing and business needs of a broad range of agents. All tiers of Premier Agents receive access to a dashboard portal on our website that provides individualized program performance analytics, as well as our personalized website service, and our customer relationship management, or CRM, tool that captures detailed information about each contact made with a Premier Agent through our mobile and web platforms. Our Premier Gold product also includes featured listings whereby the agent's listings will appear at the top of search results on our mobile and web platforms. Our Premier Platinum product includes the dashboard portal on our website, our personalized website service, our CRM tool, featured listings, and inclusion on our buyer's agent list, whereby the agent appears as the agent to contact for listings in the purchased zip code.

Since the launch of our Platinum Premier Agent subscription product, we have historically charged for this product based upon a percentage of the total Platinum Premier Agent views in the zip code rather than the number of impressions actually delivered on our buyer's agent list. Thus, up until the end of the third quarter of 2012, Premier Agent subscription advertising revenue was primarily recognized on a straight-line basis during the contractual period over which the advertising was delivered, typically over a period of six months. In the year ended December 31, 2012, we transitioned sales of our Platinum Premier Agent subscription product to charging for the number of impressions delivered on our buyer's agent list in zip codes purchased.

Our Platinum Premier Agent subscription product includes multiple deliverables which are accounted for as a single unit of accounting, as the delivery or performance of the undelivered elements is based on traffic to our mobile applications and websites. We recognize revenue related to our impression-based Platinum Premier Agent subscription product based on the lesser of (i) the actual number of impressions delivered on our buyer's agent list during the period multiplied by the contracted maximum cost per impression, or (ii) the contractual maximum spend on a straight-line basis during the contractual period over which the services are delivered.

We charge a fixed subscription fee for our Premier Gold and Premier Silver tiers of participation. Subscription advertising revenue for our Premier Gold and Premier Silver tiers is recognized on a straight-line basis during the contractual period over which the services are delivered, typically over a period of six months and then month-to-month thereafter.

In Zillow Mortgage Marketplace, participating qualified mortgage lenders make a prepayment to gain access to consumers interested in connecting with mortgage professionals. Consumers who request rates for mortgage loans in Zillow Mortgage Marketplace are presented with personalized lender quotes from participating lenders. We only charge mortgage lenders a fee when users click on their links for more information regarding a

Table of Contents

mortgage loan quote. Mortgage lenders who exhaust their initial prepayment can then prepay additional funds to continue to participate in the marketplace. We recognize revenue when a user clicks on a mortgage advertisement or on a link to obtain additional information about a mortgage loan quote.

Display Revenue. Display revenue primarily consists of graphical mobile and web advertising sold on a cost per thousand impressions, or CPM basis, to advertisers primarily in the real estate industry, including real estate brokerages, home builders, mortgage lenders and home services providers. Our advertising customers also include telecommunications, automotive, insurance and consumer products companies. We recognize display revenue as impressions are delivered to users interacting with our mobile applications or websites.

There were no customers that generated 10% or more of our total revenue in the years ended December 31, 2012, 2011 or 2010.

Cost of Revenue

Our cost of revenue consists of expenses related to operating our mobile applications and websites, including associated headcount expenses, such as salaries and benefits and share-based compensation and bonuses. Cost of revenue also includes credit card fees, ad serving costs paid to third parties, revenue sharing costs related to our commercial business relationships and facilities costs allocated on a headcount basis.

Research and Development

Research and development costs are expensed as incurred. For the years ended December 31, 2012, 2011 and 2010, expenses attributable to research and development for our business totaled \$22.0 million, \$10.7 million and \$7.8 million, respectively. Research and development costs are recorded in technology and development expenses.

Other Income

Other income consists primarily of interest income earned on our cash, cash equivalents and investments.

Share-Based Compensation

We measure compensation expense for all share-based awards at fair value on the date of grant and recognize compensation expense over the service period on a straight-line basis for awards expected to vest.

We use the Black-Scholes-Merton option-pricing model to determine the fair value for stock options. In valuing our options, we make assumptions about risk-free interest rates, dividend yields, volatility, and weighted-average expected lives, including estimated forfeiture rates. Risk-free interest rates are derived from U.S. Treasury securities as of the option grant date. Expected dividend yield is based on our historical dividend payments, which have been zero to date. As we do not have an extensive public trading history for shares of our Class A common stock, the expected volatility for our Class A common stock is estimated using the published historical volatilities of industry peers in the online publishing market representing the verticals in which we operate. We estimate the weighted-average expected life of the options as the average of the vesting option schedule and the term of the award, since we do not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term due to the limited period of time share-based awards have been exercisable. The term of the award is estimated using the simplified method, as awards are plain vanilla share options. Forfeiture rates are estimated using historical actual forfeiture trends as well as our judgment of future forfeitures. These rates are evaluated at least annually and any change in compensation expense is recognized in the period of the change. The estimation of stock awards that will ultimately vest requires judgment, and to the extent actual results or updated estimates differ from our current estimates, such amounts will be recorded as a cumulative adjustment in the period the estimates are revised. We consider many factors when estimating expected forfeitures, including the types of awards and the employee class. Actual results, and future changes in estimates, may differ substantially from management's current estimates.

Table of Contents

For issuances of restricted stock awards and restricted stock units, we determine the fair value of the award based on the market value of our Class A common stock at the date of grant.

Advertising Costs

Advertising costs are expensed as incurred. For the years ended December 31, 2012, 2011 and 2010, expenses attributable to advertising totaled \$11.1 million, \$4.0 million and \$0.2 million, respectively. Advertising costs are recorded in sales and marketing expenses.

Income Taxes

We use the asset and liability approach for accounting and reporting income taxes, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the financial statement and tax bases of assets and liabilities at the applicable enacted tax rates. A valuation allowance against deferred tax assets would be established if, based on the weight of available evidence, it is more likely than not (a likelihood of more than 50%) that some or all of the deferred tax assets are not expected to be realized.

We establish reserves for tax-related uncertainties based on estimates of whether, and the extent to which, additional taxes will be due. We adjust these reserves in light of changing facts and circumstances, such as the closing of a tax audit, new tax legislation or the change of an estimate. To the extent that the final tax outcome of these matters is different than the amounts recorded, such differences will affect the provision for income taxes in the period in which such determination is made.

Recently Issued Accounting Standards

In May 2011, the Financial Accounting Standards Board (“FASB”) amended existing rules covering fair value measurement and disclosure to clarify guidance and minimize differences between GAAP and International Financial Reporting Standards (“IFRS”). The guidance requires entities to provide information about valuation techniques and unobservable inputs used in Level 3 fair value measurements and provide a narrative description of the sensitivity of Level 3 measurements to changes in unobservable inputs. The guidance is effective during interim and annual periods beginning after December 15, 2011. We adopted this guidance on January 1, 2012. The adoption of this guidance did not have any impact on our financial position, results of operations or cash flows.

In June 2011, the FASB issued guidance on the presentation of comprehensive income to increase the prominence of other comprehensive income in the financial statements. An entity has the option to present the components of net income and comprehensive income in either one or two consecutive financial statements. This guidance is effective for interim and annual reporting periods beginning after December 15, 2011, with earlier adoption permitted, and must be applied retrospectively. We adopted this guidance on January 1, 2012. The adoption of this guidance did not have any impact on our financial position, results of operations or cash flows as we do not have any items of other comprehensive income in any period presented, and therefore, we are not required to report other comprehensive income or comprehensive income.

In September 2011, the FASB issued guidance on testing goodwill for impairment to permit an entity to first assess qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount as a basis for determining whether it is necessary to perform the two-step goodwill impairment test. This guidance is effective for fiscal years beginning after December 15, 2011 with earlier application permitted. We early adopted this guidance for our annual goodwill impairment test performed in our fourth quarter of 2011. The early adoption of this guidance did not have any impact on our financial position, results of operations or cash flows.

Table of Contents

Note 3. Fair Value Measurements

Accounting standards define fair value as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. The standards also establish a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. There are three levels of inputs that may be used to measure fair value:

- Level 1—Quoted prices in active markets for identical assets or liabilities.
- Level 2—Assets and liabilities valued based on observable market data for similar instruments, such as quoted prices for similar assets or liabilities.
- Level 3—Unobservable inputs that are supported by little or no market activity; instruments valued based on the best available data, some of which is internally developed, and considers risk premiums that a market participant would require.

We applied the following methods and assumptions in estimating our fair value measurements:

Cash equivalents—Cash equivalents are comprised of highly liquid investments, including money market funds and certificates of deposit with original maturities of less than three months. The fair value measurement of these assets is based on quoted market prices in active markets and, therefore, these assets are recorded at fair value on a recurring basis and classified as Level 1 in the fair value hierarchy.

Short-term and long-term investments—Our investments consist of fixed income securities, which include U.S. government agency securities, commercial paper and corporate notes and bonds. The fair value measurement of these assets is based on observable market-based inputs or inputs that are derived principally from or corroborated by observable market data by correlation or other means. Our U.S. government agency securities are classified as Level 1 in the fair value hierarchy. Our commercial paper, corporate notes and bonds are classified as Level 2 in the fair value hierarchy.

Of the short-term investments and long-term investments on hand as of December 31, 2012, 82.4% mature in 2013 and the remaining 17.6% mature in 2014.

Table of Contents

The following tables present the balances of assets measured at fair value on a recurring basis as of the dates presented (in thousands):

	Year Ended December 31, 2012		
	Total	Level 1	Level 2
Cash equivalents:			
Money market funds	\$143,246	\$143,246	\$ —
Certificates of deposit	—	—	—
Short-term investments:			
U.S government agency securities	26,085	26,085	—
Commercial paper	16,965	—	16,965
Corporate notes and bonds	1,004	—	1,004
Long-term investments:			
U.S government agency securities	7,079	7,079	—
Corporate notes and bonds	2,310	—	2,310
Total	\$196,689	\$176,410	\$20,279

	Year Ended December 31, 2011		
	Total	Level 1	Level 2
Cash equivalents:			
Money market funds	\$ 24,201	\$ 24,201	\$ —
Certificates of deposit	20,000	20,000	—
Short-term investments:			
U.S government agency securities	28,925	28,925	—
Commercial paper	—	—	—
Corporate notes and bonds	—	—	—
Long-term investments:			
U.S government agency securities	15,285	15,285	—
Corporate notes and bonds	—	—	—
Total	\$ 88,411	\$ 88,411	\$ —

We did not have any Level 3 assets measured at fair value on a recurring basis as of December 31, 2012 or 2011. There were no liabilities measured at fair value on a recurring basis as of December 31, 2012 or 2011.

Note 4. Accounts Receivable, net

The following table presents the detail of accounts receivable as of the dates presented (in thousands):

	December 31,	
	2012	2011
Accounts receivable	\$9,620	\$6,321
Less: allowance for doubtful accounts	(965)	(683)
Accounts receivable, net	\$8,655	\$5,638

Table of Contents

The following table presents the changes in the allowance for doubtful accounts for the periods presented (in thousands):

	Year Ended December 31,		
	2012	2011	2010
Allowance for doubtful accounts:			
Balance, beginning of period	\$ 683	\$ 501	\$ 261
Additions charged to expense	1,227	594	377
Less: write-offs, net of recoveries and other adjustments	(945)	(412)	(137)
Balance, end of period	<u>\$ 965</u>	<u>\$ 683</u>	<u>\$ 501</u>

Note 5. Property and Equipment, net

The following table presents the detail of property and equipment as of the dates presented (in thousands):

	December 31,	
	2012	2011
Website development costs	\$ 33,448	\$ 23,410
Computer equipment	8,380	9,265
Leasehold improvements	831	519
Software	1,209	1,367
Construction-in-progress	3,093	1,629
Office equipment, furniture and fixtures	2,186	1,051
Property and equipment	49,147	37,241
Less: accumulated amortization and depreciation	(35,513)	(30,014)
Property and equipment, net	<u>\$ 13,634</u>	<u>\$ 7,227</u>

We recorded amortization and depreciation expense related to property and equipment other than website development costs of \$1.6 million, \$1.8 million and \$1.1 million, respectively, during the years ended December 31, 2012, 2011 and 2010.

We capitalized \$11.5 million, \$5.5 million and \$3.8 million, respectively, in website development costs during the years ended December 31, 2012, 2011 and 2010. Amortization expense for website development costs included in technology and development expenses was \$6.9 million, \$4.1 million and \$3.6 million, respectively, for the years ended December 31, 2012, 2011 and 2010.

Construction-in-progress primarily consists of website development costs that are capitalizable, but for which the associated applications had not been placed in service.

Note 6. Acquisitions

RentJuice Corporation

On May 31, 2012, Zillow, through its wholly owned subsidiary, Renegade Acquisition, Inc., a Delaware corporation ("Merger Sub"), consummated its acquisition of RentJuice Corporation, a Delaware corporation ("RentJuice"), pursuant to an Agreement and Plan of Merger (the "Merger Agreement") by and among Zillow, RentJuice, Merger Sub and Shareholder Representative Services LLC, acting as the stockholder representative, dated May 2, 2012. Under the terms and subject to the conditions of the Merger Agreement, Merger Sub merged with and into RentJuice with RentJuice remaining as the surviving company and a wholly owned subsidiary of

Table of Contents

Zillow (the "Merger"). On August 7, 2012, RentJuice was merged with and into Zillow, with Zillow remaining as the surviving entity. RentJuice provides rental relationship management software for landlords, property managers and rental brokers, and is operated under Zillow Rentals. RentJuice was acquired to help grow our rental marketplace for consumers and professionals.

All vested options to purchase shares of RentJuice's common stock were cancelled and, in exchange for such cancellation, the holders of such options received cash payments representing a portion of the Merger consideration as described in the Merger Agreement. In addition, Zillow substituted unvested stock options of RentJuice outstanding as of the Merger closing and held by individuals who accepted employment or service with Zillow for stock options to purchase shares of Zillow's Class A common stock at an exchange ratio implied by the Merger consideration as described in the Merger Agreement. In connection with the closing, approximately \$4.0 million of the purchase price otherwise payable to RentJuice stockholders and holders of vested stock options has been deposited in a third-party escrow account to secure certain indemnification obligations of those equity holders.

Pursuant to the terms of the Merger Agreement, Zillow established a retention bonus plan pursuant to which restricted stock units for 280,961 shares of Zillow's Class A common stock were granted on July 26, 2012 to employees of RentJuice who accepted employment with Zillow in proportion to each employee's total equity holdings in RentJuice prior to the closing of the Merger (see Note 11).

Zillow's acquisition of RentJuice has been accounted for as a business combination, and assets acquired and liabilities assumed were recorded at their estimated fair values as of May 31, 2012. Goodwill, which represents the expected synergies from combining the acquired assets and the operations of the acquirer, as well as intangible assets that do not qualify for separate recognition, is measured as of the acquisition date as the excess of consideration transferred, which is also generally measured at fair value, and the net of the acquisition date fair values of the assets acquired and the liabilities assumed. The purchase price was \$38.4 million, reflecting the cash amount paid for the outstanding stock of RentJuice, the payment by Zillow of certain transaction costs and expenses incurred by RentJuice, and the cash payments for the cancellation of all vested options to purchase shares of RentJuice's common stock, as summarized in the following table (in thousands):

Cash paid for the outstanding stock of RentJuice	\$37,269
Cash payments for the cancellation of vested options to purchase shares of RentJuice's common stock	486
Certain transaction expenses and other costs incurred by RentJuice	679
Total purchase price	<u>\$38,434</u>

The fair value of the RentJuice unvested stock options substituted and the restricted stock units issued in connection with the retention bonus plan will be recorded as share-based compensation expense over the related vesting periods, as it relates to post-combination services.

Identifiable intangible assets acquired consisted of the following (in thousands):

		Estimated Amortization
		Period (in years)
Developed technology	\$4,000	7
Customer relationships	500	3
Trademarks	500	5
Total intangible assets acquired	<u>\$5,000</u>	

Table of Contents

The estimated fair value of the intangible assets acquired was determined by the Company, and we considered or relied in part upon a valuation report of a third-party expert. We used an income approach to measure the fair value of the developed technology based on the multi-period excess earnings method, whereby the fair value is estimated based upon the present value of cash flows that the applicable asset is expected to generate. We used a cost approach to measure the fair value of the customer relationships based on the estimated cost to reacquire the customers. We used an income approach to measure the fair value of the trademarks based on the relief-from-royalty method. These fair value measurements were based on Level 3 measurements under the fair value hierarchy.

Net tangible assets were valued at their respective carrying amounts, as we believe that these amounts approximate their current fair values.

The total purchase consideration has been allocated to the assets acquired and liabilities assumed, including identifiable intangible assets, based on their respective fair values at the acquisition date. Based upon the fair values determined by Zillow, in which we considered or relied in part upon a valuation report of a third-party expert, the total purchase price was allocated as follows (in thousands):

Cash	\$ 2,029
Other identifiable tangible assets	97
Total tangible assets	<u>2,126</u>
Accounts payable	(59)
Accrued expenses and other current liabilities	(139)
Accrued compensation and benefits	(178)
Other identifiable liabilities	(15)
Total liabilities	<u>(391)</u>
Net acquired tangible assets	<u>1,735</u>
Identifiable intangible assets	5,000
Goodwill	<u>31,699</u>
Total purchase price allocation	<u>\$38,434</u>

We also acquired net deferred tax assets of \$0.4 million for RentJuice, and we have established a full valuation allowance against the acquired net deferred tax assets.

Acquisition-related expenses incurred of \$0.7 million for the year ended December 31, 2012, including legal and accounting fees and other external costs directly related to the acquisition, were expensed as incurred, and are included in general and administrative expenses.

The results of operations related to the acquisition of RentJuice have been included in our financial statements since the date of acquisition of May 31, 2012. However, disclosure of the amounts of revenue and earnings of the acquiree since the acquisition date is impracticable because discrete financial information is not available as we have one operating segment.

Buyfolio

In October 2012, Zillow, The Guru Group, LLC (dba Buyfolio.com), a New York limited liability company ("Buyfolio"), and the members of Buyfolio, entered into a Securities Purchase Agreement providing for the acquisition of 100% of the interests in Buyfolio by Zillow. Buyfolio is an online and mobile collaborative shopping platform where home shoppers can search, track, organize and discuss for-sale listings with their real estate agent, significant other, or a private group. The acquisition closed in October 2012.

Table of Contents

Under the terms of the Securities Purchase Agreement, Zillow paid cash and issued to the co-founders of Buyfolio, who were also the sole members, a total of 99,000 restricted shares of Zillow's Class A common stock effective on October 26, 2012 (see Note 11). The fair value of the restricted shares will be recorded as share-based compensation expense over the related vesting periods, as it relates to post-combination services.

Zillow's acquisition of Buyfolio has been accounted for as a business combination, and assets acquired and liabilities assumed were recorded at their estimated fair values as of October 26, 2012, and were not significant.

Mortech, Inc.

On November 30, 2012, we consummated our acquisition of Mortech, Inc., a Nebraska corporation ("Mortech"), pursuant to the terms and subject to the conditions of the Stock Purchase Agreement by and among Zillow, Mortech, Don Kracl, Judy Kracl, Joyce Kracl, Jason Steele and Sara Steele (who were the shareholders of Mortech), and Don Kracl, in his capacity as shareholder representative, dated November 4, 2012. Mortech is a software and services company that provides mortgage-related solutions to lenders, bankers, credit unions and smaller community lenders. Mortech accelerates the development of Zillow Mortgage Marketplace, Zillow's lending marketplace where borrowers can connect with reputable lenders to get personalized loan options and real-time mortgage rates.

In consideration for the acquisition of all of the outstanding capital stock of Mortech from its shareholders, we (i) paid to the shareholders approximately \$12 million in cash, less certain transaction expenses and other costs and as adjusted at closing based on Mortech's net working capital, and (ii) issued to the shareholders a total of 150,000 restricted shares of Zillow's Class A common stock (see Note 11). In connection with the closing, \$1,800,000 of the cash consideration and 75,000 of the restricted shares otherwise payable to the shareholders has been deposited in a third-party escrow account to secure certain indemnification obligations of the shareholders.

Our acquisition of Mortech has been accounted for as a business combination, and assets acquired and liabilities assumed were recorded at their estimated fair values as of November 30, 2012. Goodwill, which represents the expected synergies from combining the acquired assets and the operations of the acquirer, as well as intangible assets that do not qualify for separate recognition, is measured as of the acquisition date as the excess of consideration transferred, which is also generally measured at fair value, and the net of the acquisition date fair values of the assets acquired and the liabilities assumed. The purchase price was approximately \$12.0 million, reflecting the cash amount paid for the outstanding stock of Mortech and the payment of certain transaction costs and expenses incurred by Mortech, as summarized in the following table (in thousands):

Cash paid for the outstanding stock of Mortech	\$11,892
Certain transaction expenses and other costs incurred by Mortech	75
Total purchase price	<u>\$11,967</u>

The fair value of the Mortech restricted shares granted in connection with the acquisition will be recorded as share-based compensation expense over the related vesting periods, as it relates to post-combination services.

Identifiable intangible assets acquired consisted of the following (in thousands):

		Estimated Amortization
		Period (in years)
Developed technology	\$2,700	5
Customer relationships	2,300	5
Trademarks	100	1
Total intangible assets acquired	<u>\$5,100</u>	

Table of Contents

The estimated fair value of the intangible assets acquired was determined by the Company, and we considered or relied in part upon a valuation report of a third-party expert. We used an income approach to measure the fair value of the developed technology and the trademarks based on the relief-from-royalty method. We used an income approach to measure the fair value of the customer relationships based on the excess earnings method, whereby the fair value is estimated based upon the present value of cash flows that the applicable asset is expected to generate. These fair value measurements were based on Level 3 measurements under the fair value hierarchy.

Net tangible assets were valued at their respective carrying amounts, as we believe that these amounts approximate their current fair values.

The total purchase consideration has been allocated to the assets acquired and liabilities assumed, including identifiable intangible assets, based on their respective fair values at the acquisition date. Based upon the fair values determined by the Company, in which we considered or relied in part upon a valuation report of a third-party expert, the total purchase price was allocated as follows (in thousands):

Cash	\$ 509
Other identifiable tangible assets	310
Total tangible assets	819
Accounts payable	(230)
Accrued expenses and other current liabilities	(41)
Accrued compensation and benefits	(78)
Other identifiable liabilities	(39)
Total liabilities	(388)
Net acquired tangible assets	431
Identifiable intangible assets	5,100
Goodwill	6,436
Total purchase price allocation	\$11,967

Acquisition-related expenses incurred for the year ended December 31, 2012, including legal and accounting fees and other external costs directly related to the acquisition, were not significant, were expensed as incurred, and are included in general and administrative expenses.

The results of operations related to the acquisition of Mortech have been included in our financial statements since the date of acquisition of November 30, 2012, and are not significant.

HotPads

On December 14, 2012, Zillow, through its wholly owned subsidiary, Huckleberry Acquisition, Inc., a Delaware corporation ("Merger Sub"), consummated its acquisition of HotPads, Inc., a Delaware corporation ("HotPads"), pursuant to an Agreement and Plan of Merger (the "Merger Agreement") by and among Zillow, HotPads, Merger Sub and David J. Becker, acting as the stockholder representative, dated November 26, 2012. Under the terms and subject to the conditions of the Merger Agreement, Merger Sub merged with and into HotPads with HotPads remaining as the surviving company and a wholly owned subsidiary of Zillow (the "Merger"). On December 21, 2012, HotPads was merged with and into Zillow, with Zillow remaining as the surviving entity. HotPads is a map-based rental and real estate search site. HotPads was acquired to help grow our rental marketplace for consumers and professionals.

The total merger consideration paid to HotPads' equity holders was approximately \$16 million in cash, less certain transaction expenses and other costs. All vested options to purchase shares of HotPads' common stock

Table of Contents

were cancelled and, in settlement thereof, the holders of such options received cash payments representing a pro-rata portion of the merger consideration. In addition, unvested stock options of HotPads outstanding as of the closing of the merger were substituted for stock options to purchase shares of Zillow's Class A common stock at an exchange ratio based on the Merger consideration and the average closing price of Zillow's Class A common stock on The Nasdaq Global Market for each of the 10 consecutive trading days immediately preceding the closing of the merger. In connection with the closing of the Merger, approximately \$1.6 million of the purchase price otherwise payable to HotPads' stockholders and holders of vested stock options was deposited in a third-party escrow account to secure certain indemnification obligations of those equity holders.

Zillow's acquisition of HotPads has been accounted for as a business combination, and assets acquired and liabilities assumed were recorded at their estimated fair values as of December 14, 2012. Goodwill, which represents the expected synergies from combining the acquired assets and the operations of the acquirer, as well as intangible assets that do not qualify for separate recognition, is measured as of the acquisition date as the excess of consideration transferred, which is also generally measured at fair value, and the net of the acquisition date fair values of the assets acquired and the liabilities assumed. The purchase price was approximately \$16.2 million, as summarized in the following table (in thousands):

Cash paid for the outstanding stock of HotPads	\$14,593
Cash payments for the cancellation of vested options to purchase shares of HotPads' common stock	1,279
Certain transaction expenses and other costs incurred by HotPads	209
Substituted unvested stock options attributable to pre-combination service	123
Total purchase price	<u>\$16,204</u>

The fair value of HotPads' unvested stock options substituted in connection with the acquisition that relate to post-combination services will be recorded as share-based compensation expense over the related vesting periods.

Identifiable intangible assets acquired consisted of the following (in thousands):

		Estimated Amortization
		Period (in years)
Developed technology	\$3,400	7
Customer relationships	1,300	5
Trademarks	500	3
Total intangible assets acquired	<u>\$5,200</u>	

The estimated fair value of the intangible assets acquired was determined by the Company, and we considered or relied in part upon a valuation report of a third-party expert. We used a cost approach to measure the fair value of the developed technology based on the estimated cost to recreate the technology. We used an income approach to measure the fair value of the customer relationships based on the excess earnings method, whereby the fair value is estimated based upon the present value of cash flows that the applicable asset is expected to generate. We used an income approach to measure the fair value of the trademarks based on the relief-from-royalty method. These fair value measurements were based on Level 3 measurements under the fair value hierarchy.

Net tangible assets were valued at their respective carrying amounts, as we believe that these amounts approximate their current fair values.

Table of Contents

The total purchase consideration has been allocated to the assets acquired and liabilities assumed, including identifiable intangible assets, based on their respective fair values at the acquisition date. Based upon the fair values determined by the Company, in which we considered or relied in part upon a valuation report of a third-party expert, the total purchase price was allocated as follows (in thousands):

Cash	\$ 337
Other identifiable tangible assets	690
Total tangible assets	<u>1,027</u>
Accounts payable	(8)
Accrued expenses and other current liabilities	(54)
Accrued compensation and benefits	(6)
Other identifiable liabilities	(11)
Total liabilities	<u>(79)</u>
Net acquired liabilities	<u>948</u>
Identifiable intangible assets	5,200
Goodwill	<u>10,056</u>
Total purchase price allocation	<u>\$16,204</u>

We also acquired net deferred tax liabilities of \$1.1 million for HotPads. As of December 31, 2012, the net deferred tax liability from the HotPads acquisition has been combined with Zillow's net deferred tax asset, which resulted in an overall net deferred tax asset, and we have established a full valuation against the resulting net deferred tax asset.

Acquisition-related expenses incurred for the year ended December 31, 2012, including legal and accounting fees and other external costs directly related to the acquisition, were not significant, were expensed as incurred, and are included in general and administrative expenses.

The results of operations related to the acquisition of HotPads have been included in our financial statements since the date of acquisition of December 14, 2012, and are not significant.

Unaudited Pro Forma Financial Information

The following unaudited pro forma condensed combined financial information gives effect to the acquisition of RentJuice, Mortech, and HotPads as if the acquisitions were consummated on January 1, 2011 (the beginning of the comparable prior reporting period), and includes pro forma adjustments related to the amortization of acquired intangible assets, share-based compensation expense, and direct and incremental transaction costs reflected in the historical financial statements. The unaudited pro forma condensed combined financial information is presented for informational purposes only. The unaudited pro forma condensed combined financial information is not intended to represent or be indicative of the results of operations that would have been reported had the acquisitions occurred on January 1, 2011 and should not be taken as representative of future results of operations of the combined company.

Table of Contents

The following table presents the unaudited pro forma condensed combined financial information (in thousands, except per share amounts):

	Year Ended December 31,	
	2012	2011
Revenue	\$124,436	\$73,328
Net loss attributable to common shareholders	\$ (165)	\$ (8,267)
Net loss per share attributable to common shareholders—basic and diluted	\$ (0.01)	\$ (0.42)

Note 7. Goodwill

The following table presents the change in goodwill from December 31, 2011 through December 31, 2012 (in thousands):

Balance as of December 31, 2011	\$ 3,676
Goodwill recorded in connection with the acquisition of RentJuice	31,699
Goodwill recorded in connection with the acquisition of Buyfolio	2,417
Goodwill recorded in connection with the acquisition of Mortech	6,436
Goodwill recorded in connection with the acquisition of HotPads	<u>10,056</u>
Balance as of December 31, 2012	<u>\$54,284</u>

The goodwill recorded in connection with the acquisitions of RentJuice and HotPads is not deductible for tax purposes. The goodwill recorded in connection with the Mortech is deductible for tax purposes. All of the goodwill recorded as of December 31, 2011 is deductible for tax purposes.

Note 8. Intangible Assets

The following tables present the detail of intangible assets subject to amortization as of the dates presented (in thousands):

	Year Ended December 31, 2012		
	Accumulated		
	Cost	Amortization	Net
Purchased content	\$ 9,044	\$ (6,015)	\$ 3,029
Developed technology	14,335	(1,534)	12,801
Customer relationships	4,875	(387)	4,488
Trademarks	1,061	(131)	930
Total	<u>\$29,315</u>	<u>\$ (8,067)</u>	<u>\$21,248</u>

	Year Ended December 31, 2011		
	Accumulated		
	Cost	Amortization	Net
Purchased content	\$5,150	\$ (4,036)	\$1,114
Developed technology	2,635	(329)	2,306
Customer relationships	724	(49)	675
Trademarks	461	(24)	437
Total	<u>\$8,970</u>	<u>\$ (4,438)</u>	<u>\$4,532</u>

Table of Contents

Amortization expense recorded for intangible assets for the years ended December 31, 2012, 2011 and 2010 was \$4.3 million, \$1.3 million and \$0.6 million, respectively, and these amounts are included in technology and development expenses. For the year ended December 31, 2012, amortization expense included \$0.5 million of additional amortization expense recorded for a trademark intangible asset related to an acquisition, based on a change in the estimated useful life of the intangible asset. The remaining weighted-average amortization period for all intangible assets as of December 31, 2012 and 2011 was approximately 4.9 years and 3.9 years, respectively.

Estimated future amortization expense for intangible assets, including amortization related to future commitments, as of December 31, 2012 is as follows (in thousands):

2013	\$ 8,115
2014	7,949
2015	7,724
2016	5,322
2017	3,178
All future years	3,271
Total	<u>\$35,559</u>

Note 9. Income Taxes

We are subject to federal income taxes in the United States. For the years ended December 31, 2012, 2011 and 2010, we did not have reportable taxable income and, therefore, no tax liability or expense has been recorded in the financial statements.

The following table presents a reconciliation of the federal statutory rate and our effective tax rate for the periods presented:

	Year Ended December 31,		
	2012	2011	2010
Tax expense at federal statutory rate	34.0%	34.0%	(34.0%)
Nondeductible expenses	9.2%	10.0%	0.8%
Share-based compensation	3.5%	37.1%	1.9%
Research and development credits	0.0%	(32.6%)	(1.7%)
Valuation allowance	(46.7%)	(48.5%)	33.0%
Effective tax rate	<u>0.0%</u>	<u>0.0%</u>	<u>0.0%</u>

Table of Contents

Deferred federal income taxes reflect the net tax impact of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and such amounts for tax purposes. The following table presents the significant components of our deferred tax assets and liabilities as of the dates presented (in thousands):

	December 31,	
	2012	2011
Deferred tax assets:		
Net operating loss carryforwards	\$ 19,899	\$ 19,437
Share-based compensation	2,712	1,858
Goodwill	591	763
Intangibles	—	523
Depreciation and amortization	—	201
Start-up and organizational costs	554	597
Research and development credits	1,255	1,225
Accruals and reserves	792	840
Other	1,606	893
Total deferred tax assets	27,409	26,337
Deferred tax liability:		
Website and software development costs	(2,934)	(1,357)
Intangibles	(3,037)	—
Depreciation and amortization	(67)	—
Net deferred tax assets before valuation allowance	21,371	24,980
Less: valuation allowance	(21,371)	(24,980)
Net deferred tax assets	<u>\$ —</u>	<u>\$ —</u>

Realization of deferred tax assets is dependent upon the generation of future taxable income, if any, the timing and amount of which are uncertain. We have provided a full valuation allowance against the net deferred tax assets as of December 31, 2012 and 2011 because, based on the weight of available evidence, it is more likely than not (a likelihood of more than 50%) that some or all of the deferred tax assets will not be realized. The valuation allowance decreased by \$3.6 million and \$0.5 million, respectively, during the years ended December 31, 2012 and 2011.

We have accumulated tax losses of approximately \$115.7 million and \$68.6 million as of December 31, 2012 and 2011, respectively, which are available to reduce future taxable income. Approximately \$57.1 million of our net operating loss carryforwards relate to tax deductible share-based compensation in excess of amounts recognized for financial reporting purposes. To the extent that net operating loss carryforwards, if realized, relate to share-based compensation, the resulting tax benefits will be recorded to shareholders' equity rather than to the statement of operations. Additionally, we have research and development credit carryforwards of \$1.3 million and \$1.2 million, respectively, as of December 31, 2012 and 2011, which are available to reduce future tax liabilities. The tax loss and research and development credit carryforwards begin to expire in 2025. The use of these net operating loss carryforwards and research and development tax credits may be limited should an ownership change occur in future years under Internal Revenue Code Section 382.

We are currently not under audit in any tax jurisdiction. Tax years from 2008 through 2011 are currently open for audit by federal and state taxing authorities.

At December 31, 2012, the total amount of unrecognized tax benefits of \$1.2 million is recorded as a reduction to the deferred tax asset. We do not anticipate that the amount of existing unrecognized tax benefits will significantly increase or decrease within the next 12 months. Accrued interest and penalties related to unrecognized tax benefits are recorded as income tax expense and are zero.

Table of Contents

Changes for unrecognized tax benefits for the periods presented are as follows (in thousands):

Balance at January 1, 2009	\$ 753
Gross increases—current-period tax positions	113
Balance at December 31, 2010	<u>\$ 866</u>
Gross increases—current-period tax positions	359
Balance at December 31, 2011	<u>\$1,225</u>
Gross increases—prior-period tax positions	2
Balance at December 31, 2012	<u>\$1,227</u>

On January 2, 2013 the American Taxpayer Relief Act of 2012 (“the Act”) was signed into law. Included in the Act was the extension of the research and development tax credit under Internal Revenue Code Section 41 retroactive to January 1, 2012 through December 31, 2013. The effect of this enactment has not been included within our financial statements for the year ended December 31, 2012. Had the effect of the enactment been included within our financial statements, we would have record a net increase to deferred tax assets of approximately \$1.8 million and a corresponding increase of \$1.8 million in the valuation allowance. The increase in net deferred tax assets of \$1.8 million reflects an estimated research and development tax credit for the year ended December 31, 2012 of \$3.5 million, reduced by 50% under the relevant accounting guidance for uncertain tax positions.

Note 10. Shareholders’ Equity

Upon the effectiveness of our registration statement on Form S-1 (File No. 333-173570) on July 19, 2011, all of the outstanding shares of convertible preferred stock and all of the outstanding shares of Class C common stock automatically converted into 9,276,190 and 2,305,980 shares of Class A common stock, respectively. Our Class A common stock has no preferences or privileges and is not redeemable. Holders of Class A common stock are entitled to one vote for each share.

Our Class B common stock has no preferences or privileges and is not redeemable. At any time after the date of issuance, each share of Class B common stock, at the option of the holder, may be converted into one share of Class A common stock, or automatically converted upon the affirmative vote by or written consent of holders of a majority of the shares of the Class B common stock. During the year ended December 31, 2012, 2,065,787 shares of Class B common stock were converted into Class A common stock at the option of the holders. Holders of Class B common stock are entitled to 10 votes for each share.

On July 25, 2011, we closed our initial public offering (“IPO”) of 3,981,300 shares of Class A common stock at an offering price of \$20.00 per share, including 519,300 Class A common shares pursuant to the underwriters’ option to purchase additional shares, and also closed the sale of 274,999 shares of our Class A common stock in a private placement at a price of \$20.00 per share, resulting in proceeds to us of \$76.3 million after deducting underwriting discounts and commissions of \$5.6 million and additional offering-related expenses of \$3.3 million, for total net expenses of \$8.9 million.

In September 2012, we sold and issued 3,844,818 shares of our Class A common stock, including 419,818 shares of our Class A common stock pursuant to the underwriters’ option to purchase additional shares, and certain shareholders sold 575,000 shares of our Class A common stock, at a price of \$43.00 per share. We received net proceeds of \$156.7 million after deducting underwriting discounts and commissions and estimated offering expenses payable by us. We received no proceeds from the sale of our Class A common stock by the selling shareholders.

Table of Contents

The following shares of Class A common stock have been reserved for future issuance as of the dates presented:

	<u>December 31, 2012</u>	<u>December 31, 2011</u>
Class A common stock options outstanding	5,462,672	5,361,256
Class A common stock options available for grant	306,535	979,024
Restricted stock outstanding	340,103	—
Restricted stock units outstanding	296,004	—
Shares issuable upon conversion of outstanding Class B common stock	<u>7,462,526</u>	<u>9,528,313</u>
Total	<u>13,867,840</u>	<u>15,868,593</u>

Note 11. Share-Based Awards

On July 19, 2011, our 2011 Incentive Plan (the “2011 Plan”) became effective and was subsequently amended and restated effective as of June 1, 2012, to, among other things, increase the total number of authorized shares and include the material terms of performance goals for performance-based awards. The 2011 Plan is administered by the compensation committee of the board of directors. Under the terms of the 2011 Plan, the compensation committee of the board of directors may grant equity awards, including incentive stock options, nonqualified stock options, restricted stock or restricted stock units, to employees, officers, directors, consultants, agents, advisors and independent contractors. The Compensation Committee has also authorized certain senior executive officers to grant options under the 2011 Plan, within limits prescribed by the Compensation Committee. After the effective date of the 2011 Plan, all compensatory equity awards have been granted under the 2011 Plan.

Stock Options

All stock options outstanding at December 31, 2012 are nonqualified stock options, with the exception of substituted incentive stock options for 15,143 shares of Zillow’s Class A common stock that were granted in connection with the acquisition of HotPads (see Note 6). Options under the 2011 Plan are granted with an exercise price per share not less than 100% of the fair market value of our Class A common stock on the date of grant, with the exception of substituted stock options granted in connection with an acquisition, and are exercisable at such times and under such conditions as determined by the compensation committee. Under the 2011 Plan, the maximum term of an option is ten years from the date of grant. Any portion of an option that is not vested and exercisable on the date of a participant’s termination of service expires on such date. Employees generally forfeit their rights to exercise vested options after 3 months following their termination of employment or 12 months in the event of termination by reason of death, disability or retirement. Options granted under the 2011 Plan are typically granted with seven-year terms and typically vest 25% after 12 months and ratably thereafter over the next 36 months, except for options granted under the Stock Option Grant Program for Nonemployee Directors (“Nonemployee Director Awards”), which are fully vested and exercisable on the grant date, and except for an option for 500,000 shares granted to the Company’s chief executive officer on December 26, 2012 (the “Executive Award”).

Table of Contents

The following table summarizes stock option activity for the year ended December 31, 2012:

	Options Available for Grant	Number of Shares Subject to Existing Options	Weighted- Average Exercise Price Per Share	Weighted- Average Remaining Contractual Life (Years)	Aggregate Intrinsic Value
Outstanding at January 1, 2012	979,024	5,361,256	\$ 6.23	4.51	\$89,749,207
Authorized increase in plan shares	1,053,231	—	—		
Granted	(1,884,079)	1,884,079	30.01		
Exercised	—	(1,624,304)	4.59		
Forfeited or cancelled	158,359	(158,359)	21.42		
Outstanding at December 31, 2012	306,535	5,462,672	14.48	4.88	78,912,364
Vested and exercisable at December 31, 2012		2,303,959	6.50	3.57	49,364,540

As of December 31, 2012, there was a total of \$40.7 million in unrecognized compensation cost related to unvested stock options, which is expected to be recognized over a weighted-average period of 2.98 years. The total intrinsic value of options exercised during the years ended December 31, 2012, 2011 and 2010 was \$49.7 million, \$11.3 million and \$0.9 million, respectively.

The fair value of options granted, excluding Nonemployee Director Awards and the Executive Award, is estimated at the date of grant using the Black-Scholes-Merton option-pricing model, assuming no dividends and with the following assumptions for the periods presented:

	Year Ended December 31,		
	2012	2011	2010
Expected volatility	49% – 52%	49% – 52%	47% – 53%
Expected dividend yields	—	—	—
Average risk-free interest rate	0.53% – 0.76%	0.79% – 1.87%	1.23% – 2.16%
Weighted-average expected life	4.58 years	4.58 years	4.58 years
Weighted-average fair value of options granted	\$ 13.79	\$ 4.66	\$ 1.52

In March 2012, stock options for 45,005 shares of our Class A common stock were granted as Nonemployee Director Awards, which are fully vested and exercisable on the grant date. The fair value of options granted for the Nonemployee Director Awards, \$11.52 per share, is estimated at the date of grant using the Black-Scholes-Merton option-pricing model, assuming no dividends, expected volatility of 51%, a risk-free interest rate of 0.43%, and a weighted-average expected life of 3.5 years. During the year ended December 31, 2012, share-based compensation expense recognized in our statement of operations related to Nonemployee Director Awards was \$0.5 million, and is included in general and administrative expenses.

In December 2012, an option for 500,000 shares of our Class A common stock was granted to the Company's chief executive officer as the Executive Award. One-eighth of the total number of shares subject to the option will vest and become exercisable on the one-year anniversary of the grant date. An additional 1/96th of the total number of shares subject to the option will vest and become exercisable monthly thereafter over the next three years so that this portion of the award will be vested and exercisable four years from the grant date. One-eighth of the total number of shares subject to the option will vest and become exercisable on the two-year anniversary of the grant date. An additional 1/96th of the total number of shares subject to the option will vest and become exercisable monthly thereafter over the next three years so that this portion of the award will be vested and exercisable five years from the grant date. The fair value of the option, \$12.23 per share, is estimated at the date of grant using the Black-Scholes-Merton option-pricing model, assuming no dividends, expected volatility of 49%, a risk-free interest rate of 0.60%, and a weighted-average expected life of 5.0 years. The option is

Table of Contents

subject to shareholder approval of a share increase under the Company's Amended and Restated 2011 Incentive Plan, and no portion of the option is exercisable until such shareholder approval has been obtained. However, for accounting purposes for determining the grant date, shareholder approval is deemed to be a formality or perfunctory because the award has been approved by Zillow's co-founders, who control enough votes to ensure shareholder approval.

The fair value of stock options vested at December 31, 2012, 2011 and 2010 was \$0.8 million, \$1.0 million and \$1.3 million, respectively.

The following table summarizes information about options outstanding and vested stock options as of December 31, 2012:

Exercise Price or Range	Options Outstanding			Options Vested and Exercisable	
	Number Outstanding	Weighted-Average Remaining Contractual Life	Weighted Average Exercise Price	Number Exercisable	Weighted Average Exercise Price
		(Years)			
\$0.30 – \$3.515	862,923	3.95	\$ 3.33	610,819	\$ 3.42
\$3.583	659,394	4.19	3.58	398,404	3.58
\$3.853	37,679	3.81	3.85	20,025	3.85
\$3.887	958,853	5.16	3.89	342,677	3.89
\$3.988 – \$7.267	811,050	2.41	6.62	744,216	6.66
\$7.49 – \$28.78	828,849	6.59	27.20	52,745	17.79
\$29.50 – \$29.69	81,540	5.89	29.66	20,568	29.69
\$30.46	611,426	6.08	30.46	—	—
\$30.60 – \$40.28	555,158	6.17	33.64	114,505	30.88
\$40.83 – \$44.41	55,800	6.51	41.91	—	—
Total	5,462,672	4.88	14.48	2,303,959	6.50

Restricted Stock

Under the terms of the Securities Purchase Agreement described in Note 6, Zillow issued to the co-founders of Buyfolio a total of 99,000 restricted shares of Zillow's Class A common stock effective on October 26, 2012, which shares vest over a four-year period subject to the continued employment with Zillow of the co-founders. In the event of termination of service by Zillow of a founder of Buyfolio without cause, resignation by such founder of Buyfolio for good reason or upon such founder's death or disability, any unvested shares held by such founder will become fully vested and no longer subject to forfeiture. The grant date fair value of the restricted shares is approximately \$3.7 million.

In consideration for the acquisition of all of the outstanding capital stock of Mortech described in Note 6, Zillow issued to the shareholders of Mortech a total of 150,000 restricted shares of Zillow's Class A common stock, which will vest over a three-year period beginning on December 1, 2012 (25% after the first year and the remaining portion in equal installments after the second and third years) subject to the achievement of certain performance metrics relating to Mortech's business and the continued employment with Zillow of Mortech's president, Don Kracl, and its chief technology officer, Jason Steele, who were the employee shareholders of Mortech. In the event of termination of service by Zillow of one of the employee shareholders of Mortech without cause, resignation by such employee shareholder of Mortech for good reason or upon such employee shareholder's death or disability (a "covered termination"), 50% of the then unvested shares held by the recipients will become vested shares and no longer subject to forfeiture, and the remaining unvested shares will continue to vest in accordance with the original vesting schedule subject to the continued employment or service of the remaining employee shareholder and achievement of the performance goals. In the event of the

Table of Contents

simultaneous or subsequent termination of service of the remaining employee shareholder by reason of a covered termination, the then unvested shares held by the recipients will become fully vested and no longer subject to forfeiture without regard to the employment requirement and achievement of the performance goals. The grant date fair value of the restricted shares is approximately \$4.1 million.

In December 2012, Zillow granted a total of 45,270 restricted shares of Zillow's Class A common stock to certain former employees of HotPads, subject to the recipients' continued full-time employment or service to Zillow. With respect to 40,000 of the shares of restricted stock, one-third of the shares will vest on December 15, 2013, and the remainder will vest in equal installments each monthly period thereafter for two years. With respect to 5,270 of the shares of restricted stock, one-fourth of the shares will vest on December 15, 2013, and the remainder will vest in equal installments each monthly period thereafter for three years. The total grant date fair value of the restricted stock is approximately \$1.2 million.

The following table summarizes restricted stock activity for the year ended December 31, 2012:

	Shares of Restricted Stock	Weighted- Average Grant- Date Fair Value
Unvested outstanding at January 1, 2012	75,000	\$ 29.69
Granted	299,213	30.43
Vested	(34,110)	29.41
Forfeited or cancelled	—	—
Unvested outstanding at December 31, 2012	<u>340,103</u>	30.34

The total fair value of shares of restricted stock vested for the year ended December 31, 2012 was \$1.0 million. There were no shares of restricted stock vested for the years ended December 31, 2011 and 2010.

The fair value of the outstanding restricted stock will be recorded as share-based compensation expense over the vesting period. As of December 31, 2012, there was \$10.1 million of total unrecognized compensation cost related to restricted stock, which is expected to be recognized over a weighted-average period of 3.1 years.

Restricted Stock Units

Pursuant to the terms of the Agreement and Plan of Merger described in Note 6 entered into between RentJuice, Zillow and certain other parties, Zillow adopted a retention bonus plan in connection with the closing of the merger pursuant to which restricted stock units for 280,961 shares of our Class A common stock were granted on July 26, 2012 to former employees of RentJuice who accepted employment with Zillow in proportion to each employee's total equity holdings in RentJuice prior to the closing of the merger. Twenty-five percent of each restricted stock unit award will vest on May 31, 2013, and the remainder will vest in substantially equal installments each three-month period thereafter for three years, subject to the recipient's continued full-time employment or service to Zillow. With respect to grants to the founders of RentJuice, in the event of termination of service by Zillow of a founder of RentJuice without cause, resignation by such founder of RentJuice for good reason or upon such founder's death or disability, any unvested units held by such founder will become vested units, and such founder of RentJuice will be entitled to receive one share of Zillow's Class A common stock for each then outstanding unit. The grant date fair value of the restricted stock units is approximately \$11.2 million.

Table of Contents

The following table summarizes activity for restricted stock units for the year ended December 31, 2012:

	Restricted Stock	Weighted-Average Grant-
	Units	Date Fair Value
Unvested outstanding at January 1, 2012	—	\$ —
Granted	300,961	38.77
Vested	—	—
Forfeited or cancelled	(4,957)	39.69
Unvested outstanding at December 31, 2012	<u>296,004</u>	38.76

The total fair value of vested restricted stock units was \$0 for the years ended December 31, 2012, 2011 and 2010 since no restricted stock units were vested on such date.

The fair value of the outstanding restricted stock units will be recorded as share-based compensation expense over the vesting period. As of December 31, 2012, there was \$10.2 million of total unrecognized compensation cost related to restricted stock units, which is expected to be recognized over a weighted-average period of 3.44 years.

Share-Based Compensation Expense

The following table presents the effects of share-based compensation in our statements of operations during the periods presented (in thousands):

	Year Ended December 31, 2012			
	Total	Stock Options	Restricted Stock	Restricted Stock Units
Cost of revenue	\$ 380	\$ 380	\$ —	\$ —
Sales and marketing	2,433	1,228	1,009	196
Technology and development	1,886	1,417	332	137
General and administrative	1,912	1,909	3	—
Total	<u>\$6,611</u>	<u>\$4,934</u>	<u>\$ 1,344</u>	<u>\$ 333</u>

	Year Ended December 31, 2011			
	Total	Stock Options	Restricted Stock	Restricted Stock Units
Cost of revenue	\$ 189	\$ 189	\$ —	\$ —
Sales and marketing	388	388	—	—
Technology and development	546	422	124	—
General and administrative	822	822	—	—
Total	<u>\$1,945</u>	<u>\$1,821</u>	<u>\$ 124</u>	<u>\$ —</u>

	Year Ended December 31, 2010			
	Total	Stock Options	Restricted Stock	Restricted Stock Units
Cost of revenue	\$ 210	\$ 210	\$ —	\$ —
Sales and marketing	445	445	—	—
Technology and development	389	389	—	—
General and administrative	671	671	—	—
Total	<u>\$1,715</u>	<u>\$1,715</u>	<u>\$ —</u>	<u>\$ —</u>

Table of Contents

Note 12. Net Income (Loss) Per Share Attributable to Common Shareholders

Basic net income (loss) per share is computed by dividing net income (loss) attributable to common shareholders by the weighted-average number of common shares (including Class A common stock, Class B common stock and Class C common stock) outstanding during the period. In the calculation of basic net income (loss) per share attributable to common shareholders, undistributed earnings are allocated assuming all earnings during the period were distributed. Prior to our IPO in July 2011, net income is first allocated to the Series A, Series B and Series C convertible preferred shareholders, as the convertible preferred stock is a participating security and the preferred shareholders have contractual preferential rights to distributions. For the year ended December 31, 2011, all income was allocated to Series A, Series B and Series C convertible preferred shareholders, and as a result, there was no income attributable to common shareholders. For the year ended December 31, 2010, the net loss is allocated entirely to the Class A common stock, Class B common stock and Class C common stock as the preferred shareholders did not share in the losses.

Diluted net income (loss) per share attributable to common shareholders is computed by dividing net income (loss) by the weighted-average number of common shares (including Class A common stock, Class B common stock and Class C common stock) outstanding during the period and potentially dilutive Class A common stock equivalents, except in cases where the effect of the Class A common stock equivalent would be antidilutive. Potential Class A common stock equivalents consist of Class A common stock issuable upon exercise of stock options and Class A common stock underlying unvested restricted stock and restricted stock units using the treasury stock method.

For the periods presented, the following Class A common stock equivalents were included in the computation of diluted net income (loss) per share attributable to common shareholders because they had a dilutive impact (in thousands):

	Year Ended December 31,		
	2012	2011	2010
Class A common stock issuable upon the exercise of stock options	2,469	2,490	—
Class A common stock underlying unvested restricted stock	53	—	—
Total Class A common stock equivalents	<u>2,515</u>	<u>2,490</u>	<u>—</u>

For the year ended December 31, 2011, 75,000 shares of Class A common stock underlying unvested shares of restricted stock were excluded in the computation of diluted net income per share as their effect would have been antidilutive.

For the year ended December 31, 2010, 5,010,310 shares underlying stock options have been excluded from the calculations of diluted net income (loss) per share attributable to common shareholders because their effect would have been antidilutive.

In the event of liquidation, dissolution, distribution of assets or winding-up of the Company, the holders of all classes of common stock have equal rights to receive all the assets of the Company after the rights of the holders of the preferred stock have been satisfied. We have not presented net income (loss) per share attributable to common shareholders under the two-class method for our Class A common stock, Class B common stock and Class C common stock because it would be the same for each class due to equal dividend and liquidation rights for each class.

Table of Contents

Note 13. Commitments and Contingencies

Lease Commitments

We have various operating leases for office space and equipment. In March 2011, we entered into a lease effective through November 2022 for approximately 66,000 square feet of office space that has housed our principal offices in Seattle, Washington, since August 2011. This new office space replaced our approximately 46,000 square feet of office space in Seattle, Washington, under a lease that expires in February 2013. In June 2012, we entered into a lease amendment for our corporate headquarters in Seattle, Washington, which increases the rentable area of the premises by 21,575 square feet. In April 2012, we entered into an operating lease in Irvine, California for 20,025 square feet under which we are obligated to make escalating monthly lease payments which began in August 2012 and continue through July 2022. In November 2012, we entered into an operating lease in San Francisco, California for 18,353 square feet under which we are obligated to make escalating monthly lease payments which began in December 2012 and continue through November 2018. We lease additional office space in San Francisco, California, Chicago, Illinois, Lincoln, Nebraska, and New York, New York.

The operating lease for our prior headquarters in Seattle, Washington, which we vacated in August 2011, expires in February 2013. As a result of vacating the office space, during the year ended December 31, 2011 we recorded a facility exit charge for \$1.7 million related to costs that will continue to be incurred under the operating lease for the remaining term. As of December 31, 2012, there was \$0.3 million of accrued facility exit costs included in accrued expenses and other current liabilities. A summary of activity related to the facility exit charge accrual for the periods presented is as follows (in thousands):

	Year Ended December 31,	
	2012	2011
Balance, beginning of the period	\$ 1,541	\$ —
Charges and adjustments	318	2,236
Less: cash payments	(1,525)	(695)
Balance, end of period	<u>\$ 334</u>	<u>\$1,541</u>

Future minimum payments for all operating leases as of December 31, 2012 are as follows (in thousands):

2013	\$ 4,255
2014	4,166
2015	4,301
2016	4,387
2017	4,508
All future years	<u>18,846</u>
Total future minimum lease payments	<u>\$40,463</u>

Rent expense for the years ended December 31, 2012, 2011 and 2010, was \$2.6 million, \$2.1 million and \$1.2 million, respectively.

Table of Contents

Purchase Commitments

As of December 31, 2012, we had non-cancelable purchase commitments for content related to our mobile applications and websites totaling \$17.2 million. The amount due for this content as of December 31, 2012 is as follows (in thousands):

2013	\$ 4,533
2014	4,157
2015	4,291
2016	3,435
2017	817
All future years	—
Total future purchase commitments	<u>\$17,233</u>

Line of Credit and Letters of Credit

During March 2011, we entered into a loan and security agreement with a financial institution to establish a line of credit of \$4.0 million. In April 2012, we amended our loan and security agreement to increase our line of credit from \$4.0 million to \$25.0 million. The line of credit is secured by substantially all our assets, including our intellectual property, and provides us with flexibility for future potential financing needs. The revolving line of credit contains customary financial covenants, including the maintenance of a minimum adjusted quick ratio (calculated as (i) unrestricted cash plus net accounts receivable divided by (ii) current liabilities less the sum of deferred revenue and any indebtedness owing from borrower to bank), measured on a monthly basis, of 1.50 to 1.00, and minimum Adjusted EBITDA, measured on a quarterly basis, of greater than or equal to negative \$5 million for each quarterly period through December 31, 2012 and greater than or equal to \$0 for each quarterly period thereafter. In addition, the revolving line of credit contains customary restrictions on our ability to, among other things, engage in certain mergers and acquisition transactions and create liens on assets. The revolving line of credit contains customary events of default that include, among others, non-payment of principal, interest or fees, violation of certain covenants, inaccuracy of representations and warranties, bankruptcy and insolvency events and material judgments. The occurrence of an event of default will increase the applicable rate of interest by five percentage points and could result in the acceleration of Zillow's obligations under the revolving line of credit. As of December 31, 2012, we were in compliance with all covenants, and there were no amounts outstanding under the line of credit. The line of credit is available through April 2016.

In March 2011, we executed a standby letter of credit of \$1.5 million in connection with the lease of our Seattle offices, and in July 2012, we amended the standby letter of credit to increase the amount to approximately \$1.7 million. In November 2012, we executed a letter of credit of approximately \$0.2 million in connection with the lease of our San Francisco office. We also have four additional outstanding letters of credit totaling \$0.6 million as of December 31, 2012, payable to the landlord of our prior headquarters office in Seattle, Washington, in the event we default on our lease, which expires in February 2013. The letters of credit are secured by our investments and are effective until 60 days after the expiration date of the lease.

Legal Proceedings

In March 2010, Smarter Agent, LLC ("Smarter Agent") filed a complaint against us for patent infringement in the U.S. District Court for the District of Delaware. The complaint seeks, among other things, a judgment that we may have infringed certain patents held by Smarter Agent, an injunctive order against the alleged infringing activities and an award for damages. In November 2010, the U.S. Patent Office granted our petition for re-examination of the three patents-in-suit, and in an initial office action rejected all claims. In March 2011, the court granted a stay of the litigation pending the completion of the re-examination proceedings. We were granted a stay against the patent infringement complaint. In addition, in October 2011, Smarter Agent filed a substantially similar complaint against Diverse Solutions, and other defendants, for patent infringement in the

Table of Contents

U.S. District Court for the District of Delaware. On October 31, 2011, we acquired substantially all of the operating assets and certain liabilities of Diverse Solutions, including the Smarter Agent complaint against Diverse Solutions. In addition, in March 2010, Smarter Agent filed a substantially similar complaint against HotPads, Inc. ("HotPads"), and other defendants, for patent infringement in the U.S. District Court for the District of Delaware. On December 14, 2012, we acquired HotPads, including the Smarter Agent complaint against HotPads. We have not recorded an accrual related to these complaints as of December 31, 2012 or December 31, 2011 as we do not believe a material loss is probable. It is a reasonable possibility that a loss may be incurred; however, the possible loss or range of loss is not estimable.

In September 2010, LendingTree, LLC filed a complaint against us, for patent infringement in the U.S. District Court for the Western District of North Carolina. The complaint seeks, among other things, a judgment that we may have infringed certain patents held by LendingTree, an injunctive order against the alleged infringing activities and an award for damages. We have not recorded an accrual related to this complaint as of December 31, 2012 or December 31, 2011 as we do not believe a material loss is probable. It is a reasonable possibility that a loss may be incurred; however, the possible loss or range of loss is not estimable.

In November 2012, a securities class action lawsuit was filed against us and certain of our executive officers in the U.S. District Court for the Western District of Washington at Seattle. The complaint purports to state claims for violations of federal securities laws on behalf of a class of those who purchased our common stock between February 15, 2012 and November 6, 2012. In general, the complaint alleges, among other things, that during the period between February 15, 2012 and November 6, 2012, we issued materially false and misleading statements regarding our business practices and financial results. We anticipate that a consolidated amended complaint will be filed in the second quarter of 2013. We intend to deny the allegations of any wrongdoing and vigorously defend the claims in the lawsuit. We have not recorded an accrual related to this lawsuit as of December 31, 2012 as we do not believe a material loss is probable. It is a reasonable possibility that a loss may be incurred; however, the possible loss or range of loss is not estimable.

In January 2013, a shareholder derivative lawsuit was filed against certain of our executive officers and directors seeking unspecified damages on behalf of Zillow. In general, the complaint alleges, among other things, that the defendants breached their fiduciary obligations owed to Zillow, and that as a result of the breach of such fiduciary duties, Zillow wasted corporate assets defending itself in the securities class action lawsuit described above, and that defendants were unjustly enriched by selling shares of our common stock on the basis of knowledge of adverse trends before such information was publicly disclosed. The defendants intend to deny the allegations of wrongdoing and vigorously defend the claims in the lawsuit. We have not recorded an accrual related to this lawsuit as of December 31, 2012 as we do not believe a material loss is probable. It is a reasonable possibility that a loss may be incurred; however, the possible loss or range of loss is not estimable.

In addition to the matters discussed above, from time to time, we are involved in litigation and claims that arise in the ordinary course of business. Although we cannot be certain of the outcome of any litigation and claims, nor the amount of damages and exposure that we could incur, we currently believe that the final disposition of such matters will not have a material effect on our financial position, results of operations or cash flow. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors.

Indemnifications

In the ordinary course of business, we enter into contractual arrangements under which we agree to provide indemnification of varying scope and terms to business partners and other parties with respect to certain matters, including, but not limited to, losses arising out of the breach of such agreements and out of intellectual property infringement claims made by third parties. In these circumstances, payment may be conditional on the other party making a claim pursuant to the procedures specified in the particular contract. Further, our obligations under these agreements may be limited in terms of time and/or amount, and in some instances, we may have recourse

Table of Contents

against third parties for certain payments. In addition, we have indemnification agreements with certain of our directors and executive officers that require us, among other things, to indemnify them against certain liabilities that may arise by reason of their status or service as directors or officers. The terms of such obligations may vary.

Note 14. Segment Information and Revenue

We have one reportable segment. Our reportable segment has been identified based on how our chief operating decision-maker manages our business, makes operating decisions and evaluates operating performance. The chief executive officer acts as the chief operating decision-maker and reviews financial and operational information on an entity-wide basis. We have one business activity and there are no segment managers who are held accountable for operations, operating results or plans for levels or components. Accordingly, we have determined that we have a single reporting segment and operating unit structure.

The chief executive officer reviews information about revenue categories, including marketplace revenue and display revenue. The following table presents our revenue categories during the periods presented (in thousands):

	Year Ended December 31,		
	2012	2011	2010
Marketplace revenue	\$ 86,670	\$42,190	\$13,228
Display revenue	30,180	23,863	17,239
Total	<u>\$116,850</u>	<u>\$66,053</u>	<u>\$30,467</u>

Note 15. Subsequent Events

On January 24, 2013, an option for 500,000 shares of our Class A common stock was granted to the Company's chief executive officer. One-eighth of the total number of shares subject to the option will vest and become exercisable on the three-year anniversary of the grant date. An additional 1/96th of the total number of shares subject to the option will vest and become exercisable monthly thereafter over the next three years so that this portion of the award will be vested and exercisable six years from the grant date. One-eighth of the total number of shares subject to the option will vest and become exercisable on the four-year anniversary of the grant date. An additional 1/96th of the total number of shares subject to the option will vest and become exercisable monthly thereafter over the next three years so that this portion of the award will be vested and exercisable seven years from the grant date. The option is subject to shareholder approval of a share increase under the Company's Amended and Restated 2011 Incentive Plan, and no portion of the option is exercisable until such shareholder approval has been obtained.

Table of Contents

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

None.

Item 9A. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

The Company carried out an evaluation, with the participation of our management, and under the supervision of our Chief Executive Officer and Chief Financial Officer, of the effectiveness of our disclosure controls and procedures (as defined under Rule 13a-15(e) and Rule 15d-15(e) under the Exchange Act) as of the end of the period covered by this report. Based upon that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective as of December 31, 2012.

Management's Report on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined under Rule 13a-15(f) under the Exchange Act. Under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, we conducted an evaluation of the effectiveness of our internal control over financial reporting based on the framework in Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on our evaluation, our management concluded that our internal control over financial reporting was effective as of December 31, 2012.

We intend to regularly review and evaluate the design and effectiveness of our disclosure controls and procedures and internal control over financial reporting on an ongoing basis and to improve these controls and procedures over time and to correct any deficiencies that we may discover in the future. While we believe the present design of our disclosure controls and procedures and internal control over financial reporting are effective, future events affecting our business may cause us to modify our controls and procedures.

The Company's independent registered public accounting firm has issued an attestation report regarding its assessment of the effectiveness of the Company's internal control over financial reporting as of December 31, 2012.

Changes in Internal Control over Financial Reporting

There were no changes in our internal control over financial reporting identified in connection with the evaluation required by Rule 13a-15(d) and 15d-15(d) of the Exchange Act that occurred during the three months ended December 31, 2012 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Table of Contents

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors and Shareholders of Zillow, Inc.

We have audited Zillow, Inc.'s internal control over financial reporting as of December 31, 2012, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (the COSO criteria). Zillow, Inc.'s management is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, Zillow, Inc. maintained, in all material respects, effective internal control over financial reporting as of December 31, 2012, based on the COSO criteria .

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the 2012 financial statements of Zillow, Inc. and our report dated February 22, 2013 expressed an unqualified opinion thereon.

/s/ Ernst & Young LLP

Seattle, Washington
February 22, 2013

Table of Contents

Item 9B. Other Information

None.

100

PART III

Item 10. Directors, Executive Officers and Corporate Governance

The information required by this item is incorporated by reference to our definitive proxy statement relating to our 2013 annual meeting of shareholders. The definitive proxy statement will be filed with the Securities and Exchange Commission within 120 days after the end of the 2012 fiscal year.

We have adopted a Code of Ethics that applies to our Chief Executive Officer, Chief Financial Officer, principal accounting officer and controller and persons performing similar functions. The Code of Ethics is posted on our website at <http://investors.zillow.com/Governance.cfm>. We intend to satisfy the disclosure requirements under Item 5.05 of Form 8-K regarding an amendment to, or waiver from, a provision of the Code of Ethics by posting such information on our website at the address specified above.

Item 11. Executive Compensation

The information required by this item is incorporated by reference to our definitive proxy statement relating to our 2013 annual meeting of shareholders. The definitive proxy statement will be filed with the Securities and Exchange Commission within 120 days after the end of the 2012 fiscal year.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

The information required by this item is incorporated by reference to our definitive proxy statement relating to our 2013 annual meeting of shareholders. The definitive proxy statement will be filed with the Securities and Exchange Commission within 120 days after the end of the 2012 fiscal year.

Item 13. Certain Relationships and Related Transactions, and Director Independence

The information required by this item is incorporated by reference to our definitive proxy statement relating to our 2013 annual meeting of shareholders. The definitive proxy statement will be filed with the Securities and Exchange Commission within 120 days after the end of the 2012 fiscal year.

Item 14. Principal Accountant Fees and Services

The information required by this item is incorporated by reference to our definitive proxy statement relating to our 2013 annual meeting of shareholders. The definitive proxy statement will be filed with the Securities and Exchange Commission within 120 days after the end of the 2012 fiscal year.

PART IV

Item 15. Exhibits and Financial Statement Schedules

(a)(1) *Financial Statements*

We have filed the financial statements listed in the Index to Financial Statements as a part of this Annual Report.

(a)(2) *Financial Statement Schedules*

All financial statement schedules have been omitted because they are not applicable, not material or the required information is presented in the financial statements or the notes thereto.

(a)(3) *Exhibits*

The list of exhibits included in the Exhibit Index to this Annual Report is incorporated herein by reference.

Table of Contents

EXHIBIT INDEX

Certain of the following exhibits have heretofore been filed with the Securities and Exchange Commission and are incorporated by reference from the documents described in parentheses. Certain others are filed herewith. The exhibits are numbered in accordance with Item 601 of Regulation S-K.

<u>Exhibit Number</u>	<u>Description</u>
2.1	Agreement and Plan of Merger, dated May 2, 2012, by and among Zillow, Inc., RentJuice Corporation, Renegade Acquisition, Inc. and Shareholder Representative Services LLC (Filed as Exhibit 2.1 to Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 2, 2012, and incorporated herein by reference).
3.1	Amended and Restated Articles of Incorporation, dated July 20, 2011 (Filed as Exhibit 3.1 to Zillow, Inc.'s Quarterly Report on Form 10-Q (SEC File No. 001-35237) filed on August 25, 2011, and incorporated herein by reference).
3.2	Amended and Restated Bylaws, dated July 25, 2011 (Filed as Exhibit 3.2 to Zillow, Inc.'s Quarterly Report on Form 10-Q (SEC File No. 001-35237) filed on August 25, 2011, and incorporated herein by reference).
4.1	Specimen of Class A Common Stock Certificate (Filed as Exhibit 4.1 to Zillow, Inc.'s Amendment No. 3 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on June 20, 2011, and incorporated herein by reference).
4.2	Second Amended and Restated Investors' Rights Agreement, dated September 7, 2007 (Filed as Exhibit 4.2 to Zillow, Inc.'s to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on April 18, 2011, and incorporated herein by reference).
4.3	Common Stock Purchase Agreement among Zillow, Inc., TCV V, L.P., TCV Member Fund, L.P., and PAR Investment Partners, L.P. dated June 16, 2011 (Filed as Exhibit 4.3 to Zillow, Inc.'s Current Report on Form 8-K (SEC File No. 001-35237) filed on July 29, 2011, and incorporated herein by reference).
4.4	Agreement, Waiver and Amendment With Respect to Initial Public Offering and Common Stock Financing, dated as of April 16, 2011 (Filed as Exhibit 4.14 to Registrant's Registration Statement on Form S-3 (SEC File No. 333-183111) filed with the Securities and Exchange Commission on August 7, 2012, and incorporated herein by reference).
10.1*	Form of Indemnification Agreement between Zillow, Inc. and each of its directors and executive officers (Filed as Exhibit 10.1 to Zillow, Inc.'s Registration Statement on Form S-1 (SEC File No. 333-173570) filed on April 18, 2011, and incorporated herein by reference).
10.2*	Zillow, Inc. Amended and Restated 2011 Equity Incentive Plan (Filed as Appendix A to Zillow's Definitive Proxy Statement filed with the Securities and Exchange Commission on April 17, 2012, and incorporated herein by reference).
10.3*	Form of Stock Option Grant Notice and Stock Option Agreement under the Zillow, Inc. 2011 Incentive Plan (Filed as Exhibit 10.3 to Zillow, Inc.'s Amendment No. 3 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on June 20, 2011, and incorporated herein by reference).
10.4*	Zillow, Inc. Amended and Restated 2005 Equity Incentive Plan (Filed as Exhibit 10.5 to Zillow, Inc.'s Amendment No. 3 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on June 20, 2011, and incorporated herein by reference).
10.5*	Form of Stock Option Grant Notice and Stock Option Agreement under the Zillow, Inc. Amended and Restated 2005 Equity Incentive Plan (Filed as Exhibit 10.6 to Zillow, Inc.'s Registration Statement on Form S-1 (SEC File No. 333-173570) filed on April 18, 2011, and incorporated herein by reference).

Table of Contents

10.6	Office Lease between The Northwestern Mutual Life Insurance Company and Zillow, Inc. dated March 22, 2011 (Filed as Exhibit 10.10 to Zillow, Inc.'s Registration Statement on Form S-1 (SEC File No. 333-173570) filed on April 18, 2011, and incorporated herein by reference).
10.7	Amendment to Office Lease by and between FSP-RIC LLC and Zillow, Inc., dated as of June 27, 2012 (Filed as Exhibit 10.1 to Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 29, 2012, and incorporated herein by reference).
10.8†	Listings and Sales Agreement by and among Yahoo! Inc., Yahoo! Realty Inc. and Zillow, Inc. dated July 2, 2010 (Filed as Exhibit 10.11 to Zillow, Inc.'s Amendment No. 3 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on June 20, 2011, and incorporated herein by reference).
10.9†	Amendment No. 1 to the Listings and Sales Agreement by and among Yahoo! Inc., Yahoo! Realty Inc. and Zillow, Inc., dated August 30, 2011 (Filed as Exhibit 10.1 to Registrant's Form 10-Q filed with the Securities and Exchange Commission on May 4, 2012, and incorporated herein by reference).
10.10†	Amendment No. 2 to the Listings and Sales Agreement by and among Yahoo! Inc., Yahoo! Realty Inc. and Zillow, Inc., dated February 7, 2012 (Filed as Exhibit 10.2 to Registrant's Form 10-Q filed with the Securities and Exchange Commission on May 4, 2012, and incorporated herein by reference).
10.11†	Amendment No. 3 to the Listings and Sales Agreement by and among Yahoo! Inc., Yahoo! Realty Inc. and Zillow, Inc., dated June 28, 2012 (Filed as Exhibit 10.3 to Registrant's Form 10-Q filed with the Securities and Exchange Commission on August 7, 2012, and incorporated herein by reference).
10.12	Amended and Restated Loan and Security Agreement, dated April 30, 2012, by and among Zillow, Inc. and Silicon Valley Bank (Filed as Exhibit 10.1 to Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 2, 2012, and incorporated herein by reference).
10.13*	Forms of Confidential Information, Inventions, Nonsolicitation and Noncompetition Agreement for the officers of Zillow, Inc. (Filed as Exhibit 10.13 to Zillow, Inc.'s Amendment No. 1 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on May 23, 2011, and incorporated herein by reference).
10.14*	Executive Employment Agreement by and between Spencer M. Rascoff and Zillow, Inc. (Filed as Exhibit 10.14 to Zillow, Inc.'s Amendment No. 1 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on May 23, 2011, and incorporated herein by reference).
10.15*	Executive Employment Agreement by and between Chad M. Cohen and Zillow, Inc. (Filed as Exhibit 10.15 to Zillow, Inc.'s Amendment No. 1 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on May 23, 2011, and incorporated herein by reference).
10.16*	Executive Employment Agreement by and between Kathleen Philips and Zillow, Inc. (Filed as Exhibit 10.16 to Zillow, Inc.'s Amendment No. 1 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on May 23, 2011, and incorporated herein by reference).
10.17*	Stock Option Grant Program for Nonemployee Directors under the Zillow, Inc. 2011 Incentive Plan (Filed as Exhibit 10.17 to Zillow, Inc.'s Amendment No. 3 to Registration Statement on Form S-1 (SEC File No. 333-173570) filed on June 20, 2011, and incorporated herein by reference).
10.18††	Platform Services Agreement, dated April 7, 2011, by and between Zillow, Inc. and Threewise Corporation.
23.1	Consent of independent registered public accounting firm.

Table of Contents

31.1	Certification of Chief Executive Officer pursuant to Rule 13-14(a) of the Securities Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of Chief Financial Officer pursuant to Rule 13-14(a) of the Securities Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS+	XBRL Instance Document.
101.SCH+	XBRL Taxonomy Extension Schema Document.
101.CAL+	XBRL Taxonomy Extension Calculation Linkbase Document.
101.DEF+	XBRL Taxonomy Extension Definition Linkbase Document.
101.LAB+	XBRL Taxonomy Extension Label Linkbase Document.
101.PRE+	XBRL Taxonomy Extension Presentation Linkbase Document.
*	Indicates a management contract or compensatory plan or arrangement.
†	Portions of this exhibit have been omitted pursuant to a confidential treatment order by the Securities and Exchange Commission.
††	Portions of this exhibit have been omitted pending a determination by the Securities and Exchange Commission as to whether these portions should be granted confidential treatment.
+	Users of this data are advised that, pursuant to Rule 406T of Regulation S-T, these interactive data files are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933 or Section 18 of the Exchange Act of 1934 and otherwise are not subject to liability.

[***] Indicates confidential material that has been omitted pursuant to a Confidential Treatment Request filed with the Securities and Exchange Commission. A complete copy of this agreement has been separately filed with the Securities and Exchange Commission.

Platform Services Agreement

This Platform Services Agreement (“**Agreement**”) is entered into by and between Threewide Corporation, a corporation formed under the laws of Delaware, with an address at 709 Beechurst Avenue, Suite 1B, Morgantown, West Virginia 26505 (“**Threewide**”) and Zillow, Inc., a corporation formed under the laws of Washington, with an address at 999 Third Avenue, Suite 4600, Seattle, Washington 98104 (“**Partner**”). This Agreement will be effective as of the date the last signing party executes this Agreement (the “**Effective Date**”).

1 DEFINED TERMS. The following capitalized terms will have the meanings set forth below.

1.1 “**Additional Sites**” has the meaning set forth in Section 1.6, below.

1.2 “**Affiliate**” means with respect to either party, any entity that directly or indirectly controls, is controlled by, or is under common control with that party. For these purposes, “control” includes control over greater than fifty percent (50%) of the voting rights or equity interests of a party.

1.3 “**Content Source**” means a unique Multiple Listing Service (“MLS”), brokerage, franchise or any other source of real estate listing data.

1.4 “**Data Feeds**” has the meaning set forth in Section 3.1, below.

1.5 “**End Users**” means end users who access, use, view or purchase the Partner’s services, including but not limited to consumers, brokers and agents.

1.6 “**Partner Services**” means Partner’s business-to-consumer products and services that are accessible through the Zillow real estate network (the “**Zillow Real Estate Network**”), which consists of the websites listed on Exhibit A hereto, provided that “Partner Services” shall not include any products and services other than business-to-consumer products and services that are or may become accessible through the Zillow Real Estate Network. Partner may add other websites (a) that are owned or operated by Partner or its Affiliates, or (b) for which Partner or its Affiliates both generate the real estate search user experience and sell products into the real estate search user experience, to Exhibit A upon thirty (30) days prior written notice to Threewide (which sites are referred to herein as “**Additional Sites**”).

1.7 “**Platform**” means the platform provided by Threewide’s proprietary software (branded “ListHub™”) for brokers, agents, franchises, consumers and/or MLSs to: 1) access listing inventory in a database and distribute it to Partner; 2) purchase services from Partner; and/or 3) view offers, sponsorships or marketing collateral from Partner.

1.8 “**Licensed Content**” means the listing content, if any, provided by Threewide to Partner pursuant to the delivery mechanism described in Section 3.1, including, without limitation, all text, data, images, materials and other content, and any Updates thereto provided to Partner by Threewide.

1.9 “**Tier 1 Listing Aggregator**” has the meaning set forth in Section 3.9, below.

1.10 “**Updates**” means updates, refreshes, corrections and other modifications.

1.11 “**Zillow Real Estate Network**” has the meaning set forth in Section 1.6, above.

2 LICENSED CONTENT

2.1 License. Subject in all instances to the terms and conditions of this Agreement, Threewide hereby grants to Partner a nonexclusive and worldwide right and license, during the Term only, to (i) use the Licensed Content within the Partner Services, pursuant to the Partner’s published terms and conditions; (ii) allow End Users to access and use

[***] Indicates confidential material that has been omitted pursuant to a Confidential Treatment Request filed with the Securities and Exchange Commission.

the Licensed Content through the Partner Services pursuant to the Partner's published terms and conditions; and/or (iii) utilize the Platform to market and sell Partner Services, if applicable. Threewide and Partner acknowledge that Partner's published terms and conditions in effect as of the Effective Date provide for two (2) separate programs – a "Simple Listing Program" and a "Listing and Sold Program" – and agree that the Licensed Content shall be governed by the Simple Listing Program unless the applicable Content Source expressly authorizes the Listing and Sold Program. At the time that a Content Source first elects to use the Partner Services, Threewide will provide such Content Source with the Partner's published terms and conditions. Partner may use consultants and other contractors in connection with the performance of obligations and exercise of rights under this Agreement, provided that such consultants and contractors must agree in writing to be subject to the same obligations, including without limitation confidentiality obligations, as Partner hereunder. The license granted hereunder may not be sublicensed by Partner, except to its Affiliates.

2.2 Reservation of Threewide Rights. Except for the license granted hereunder, as between the parties, Threewide retains all right, title and interest in and to the Licensed Content and the Platform.

2.3 Reservation of Partner Rights. Notwithstanding anything to the contrary, Threewide understands and agrees that nothing in this Agreement will prevent or restrict Partner from using data Partner obtains from a source other than Threewide. Threewide acknowledges and agrees that it will not have any right, title or interest in any information, content, or data obtained from a source other than Threewide and used by Partner in conjunction or association with the Licensed Content, and Threewide shall not make any claim of ownership or interest in any such information, content, or data. Partner and/or its Affiliates retain all right, title and interest in and to the Partner Services and all content or data forming part of or displayed as part of or through the Partner Services other than the Licensed Content.

2.4 Marketing. During the Term, the parties will perform the marketing obligations outlined in Exhibit B.

3 DELIVERY AND FORMAT OF LICENSED CONTENT

3.1 Delivery; Access. Beginning on the Effective Date and continuing throughout the Term, Threewide will make the Licensed Content available to Partner via a single set of data feeds (the "Data Feeds"), which Data Feeds shall be initially in ZIFF syndication spec format. On a date to be mutually determined by the parties, which date shall in any event occur no later than one hundred eighty (180) days after the Effective Date, Threewide will begin providing, and Partner will begin accepting, the Data Feeds in RETS syndication spec format. At any time during the Term, Threewide may, in its sole discretion, upgrade to the then-current version of the RETS syndication spec format upon ninety (90) days prior written notice to Partner. Licensed Content Data Specification is included as Exhibit C. Threewide agrees to make available to Partner the content described in Exhibit C, to the extent that Threewide's Content Sources have made such content available to Threewide and have elected to participate in the Partner Services. (All such content will be considered "Licensed Content".) In the event that the Licensed Content includes URLs, any such URL provided by Threewide will link directly to a page that contains, and is directly relevant to, the Licensed Content. In the event that Threewide learns, at any time during the Term, that the Data Feeds are not being successfully delivered to Partner, Threewide will notify Partner of such non-delivery within one (1) business day and will provide Partner with updates every successive business day until the delivery problem is resolved. Threewide will use commercially reasonable efforts to resolve such delivery problem within two (2) business days.

3.1.1 Threewide will ensure that offers to Content Sources to participate in the Partner Services will be presented to Content Sources in an objective manner.

3.2 Content Sources. Threewide may add listings from new Content Sources to the Licensed Content at any time.

3.3 Updates; Refreshes. From time to time during the Term, Threewide will update and refresh the Licensed Content, and make such refreshed Licensed Content available to Partner in the manner described in Section 3.1. Threewide will use commercially reasonable efforts to update and refresh the Licensed Content four (4) times per day, provided however that any Licensed Content from a Content Source that does not permit Threewide to access such Licensed Content four (4) times per day will be updated and refreshed no more frequently than is permitted by such Content Source. Within thirty (30) days following the Effective Date, Threewide will provide Partner with a report listing any Content Sources that do not permit Threewide to access the

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

Licensed Content at least four (4) times per day. Thereafter, Threewise will provide Partner with updates to such report within thirty (30) days after any Content Source who was not listed on such initial report begins to permit Threewise to access the Licensed Content fewer than four (4) times per day. Upon Partner's request, which request may be made no more than once per contract year, Threewise will provide Partner with a report identifying each Content Source and the frequency with which it updates and refreshes the Licensed Content it provides.

3.4 Display. The rights granted to Partner herein include the right to display all or portions of the Licensed Content on Partner Services; provided that, any URLs provided by Threewise with the Licensed Content shall be displayed with any portion of the Licensed Content. Notwithstanding the foregoing, for all listings included within the Licensed Content, Partner shall display, at a minimum, the following content fields: property address, listing price, number of bedrooms, number of bathrooms, square footage, property description, office phone number, broker name, and listing redirection link, provided however that in the event that one of the foregoing content fields is not included in the Licensed Content, Partner shall not be obligated to display such content field. In addition, the parties acknowledge that Threewise may, in its discretion, provide Partner with up to two (2) email addresses per listing, of which two (2) email addresses, one shall be designated for display and one shall be designated for lead routing. The parties agree that (a) Partner may, in its discretion, but shall not be obligated to, display within the Partner Services the email address designated for display; and (b) Partner must at all times during the Term route all leads destined for the listing agent or broker from listings within the Licensed Content to the applicable email address designated for lead routing. Partner will have the sole right to determine the placement and location of the selected Licensed Content through the Partner Services. For the sake of clarity, each party retains sole discretion with respect to the look-and-feel, display and operation of its respective services and websites. This Agreement does not affect any right that either party would have had, or shall have, independent of the Agreement including but not limited to rights under the U.S. Copyright Act or analogous laws in other jurisdictions. Partner shall abide by any applicable state or federal laws governing the display of the Licensed Content and/or abide by a Content Source's request to include copyright or other legal notifications displayed alongside the Licensed Content.

3.5 Additional Sites. In the event that Partner provides Threewise written notice of any Additional Site pursuant to Section 1.6, above, Threewise may communicate to Content Sources the addition of such Additional Site for the purpose of allowing Content Sources to determine whether to permit their content to appear on such Additional Site. During the first sixty (60) days following the addition of any Additional Site to the Zillow Real Estate Network, Threewise may permit Content Sources to elect not to allow their content to be displayed on such Additional Site while still allowing their content to be displayed on the rest of the Zillow Real Estate Network. After such sixty (60) day period, Threewise shall permit Content Sources to elect not to allow their content to be displayed on any site within the Zillow Real Estate Network (including without limitation the Additional Site) only by electing not to allow their content to be displayed on the Zillow Real Estate Network in general.

3.6 Redistribution. Partner shall not have the right to distribute Licensed Content to third parties, third party sites, or any other person, entity, or site except as expressly permitted pursuant to Sections 1.6, 3.4, and/or 3.11 hereof. For sake of clarity, Partner is expressly prohibited from sending or distributing the Licensed Content to any third party; all Licensed Content must remain resident in Partner's database and under Partner's control at all times, except as expressly authorized by Content Sources pursuant to Section 3.11 hereof, in which event all provisions of Section 3.11 hereof must be strictly adhered to.

3.7 Partner Reporting.

3.7.1 Error Reporting. Beginning ninety (90) days following the Effective Date, Partner will provide Threewise with error reporting for each listing within the Licensed Content. Partner must provide a decipherable error code if a listing within the Licensed Content was rejected by the Partner Service. If a listing is accepted by the Partner Service, Partner must provide a URL to see the listing displayed on Partner Service. In the event that Partner learns, at any time during the Term, that any reporting metrics required to be delivered by Partner to Threewise pursuant to this Section 3.7 are not being successfully delivered to Threewise, Partner will notify Threewise of such non-delivery within one (1) business day and will provide Partner with updates every successive business day until the delivery problem is resolved. Partner will use commercially reasonable efforts to resolve such delivery problem within two (2) business days.

3.7.2 Reporting Metrics. No less often than once per day, Partner shall provide reporting metrics, in a mutually agreeable format and via a mutually agreeable delivery mechanism, for display to the applicable

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

Content Source through the Platform. Neither Threewide nor its Affiliates will utilize, display, or publish any reporting metrics provided by Partner to Threewide pursuant hereto other than as permitted herein. Threewide and its Affiliates will refrain from distributing such reporting metrics to employees and independent contractors other than those employees and independent contractors who have a need to know them and are under an obligation to maintain their confidentiality. Notwithstanding any provision to the contrary contained herein, no provision of this Section 3.7.2 shall be construed to prohibit or otherwise restrict Threewide or its Affiliates from utilizing, displaying, publishing, or distributing any metrics or other information that are provided to or become known by Threewide or its Affiliates via a source other than Partner. Notwithstanding any provision to the contrary contained herein, Partner and Threewide agree that (a) Threewide shall remain free at all times during the Term to publish, share, and publicly disseminate marketing materials and other materials containing reporting regarding the aggregate performance of the Platform (“**Aggregate Reporting Materials**”); and (b) Threewide shall be permitted to include in such Aggregate Reporting Materials data contained within and/or derived from the reporting metrics provided by Partner pursuant to this Section 3.7, so long as such Aggregate Reporting Materials describe the performance of the Platform as a whole and not the performance of any specific destination or publisher that provides reporting metrics to Threewide, including, without limitation, the Partner Services.

Threewide will provide Partner with templates of all reports in which Threewide intends to use the reporting metrics provided by Partner to Threewide pursuant hereto, as well as with any revisions to such templates. Threewide will cause the format of all reports in which it utilizes the reporting metrics provided by Partner to Threewide pursuant hereto to be based on objective criteria.

The reporting metrics delivered by Partner to Threewide each day shall include the following data:

- 3.7.2.1 Listing Data. Partner shall provide the ListHub Listing ID and the property address of all listings within the Licensed Content that are then displayed within the Partner Services.
- 3.7.2.2 Detail Impressions. Partner shall provide the counts for when an End User accesses the detail page within Partner Service to view more details on a specific listing. Detail impressions must be provided per listing with a datestamp, provided that in the event that, at any time during the Term, Partner begins storing timestamps for detail impressions, Partner shall then replace the datestamp provided to Threewide with a timestamp.
- 3.7.2.3 Leads. Partner shall provide the counts for each time an End User contacts the Content Source or applicable broker or agent within the Content Source directly from the Licensed Content. Lead counts must be provided per listing with a datestamp, including listings that received zero (0) leads, provided that in the event that, at any time during the Term, Partner begins storing timestamps for lead counts, Partner shall then replace the datestamp provided to Threewide with a timestamp. For listings where lead data is not provided because the listing agent is not active for the listing within the Partner Service, Zillow will report NA in the reporting field. Such report must be provided per listing with a datestamp, provided that in the event that, at any time during the Term, Partner begins storing timestamps for such reports, Partner shall then replace the datestamp provided to Threewide with a timestamp.

3.8 Threewide Reporting. Each month during the Term, Threewide will provide Partner with an aggregate monthly report containing the same categories of reporting metrics that then populate the monthly reports provided by Threewide to Content Sources. [***].

3.9 Licensed Content Duplication. The parties acknowledge that Partner may receive listing content for a specific listing sent through the Platform from one or more additional sources and agree that: (a) In the event that Partner receives listing content for such specific listing directly from the listing agent, broker, franchise or multiple listing service, Partner [***]; (b) in the event that Partner receives listing content for such specific listing from another aggregator that sources listings directly from MLSs (a “**Tier 1 Listing Aggregator**”), Partner [***]; and (c) in the event that Partner receives listing content for such specific listing from any other non-MLS source, Partner [***]. Each day during the Term, Partner will provide Threewide with a report detailing all listings received through the Platform during such day that were not displayed by Partner as the result of Partner receiving the same listing from

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

more than one source, which report shall identify in reasonable detail both the listing and the reason that it was not displayed. Notwithstanding the foregoing, during the Term, Partner may provide listing agents and brokers whose listing content is provided to Partner by more than one listing content aggregator with the ability to instruct Partner as to which listing content aggregator's listing content should be displayed. In addition, during the Term, Partner may elect to append or augment the Licensed Content with listings content or portions of listings content received from other third-party providers in an effort to maximize the quality of data displayed by Partner through the Partner Services, provided that: (x) In so doing, Partner shall not be permitted to replace any portion of the Licensed Content with any listings content or portions of listings content received from any third-party provider, provided however that Partner shall be permitted to display one or more listing photographs received from a third-party provider in lieu of one or more listing photographs included within the Licensed Content; (y) for all listings within the Licensed Content, Partner must, at all times, display at least the minimum fields required to be displayed pursuant to Section 3.4 hereof; and (z) Partner must, at all times during the Term, provide the reporting described in Section 3.7 hereof.

3.10 Image Management. Threewise provides images in the Listing Content as provided and as available from Content Sources. Images are provided as URL links in the Licensed Content, and the actual images are stored in Threewise's image database. Partner shall use the Threewise image database to access the images and download them to their own servers prior to displaying to consumers or end users. For the sake of clarity, Threewise's image database is not intended to act as the photo server for Partner to display images to its consumers or end users. Partner is responsible to download or otherwise cache images included in Licensed Content, managing this content independent of Threewise's image database.

3.11 Non-Display Uses. In the event that Partner, during the Term, utilizes the Licensed Content within the Partner Services for any purpose other than display, [***]. The parties acknowledge and agree that use by Partner of the Licensed Content within the Partner Services in the automated home valuation model known as of the Effective Date as "Zestimate" ("Zestimate") and in the median Zestimate valuation for a given geographic area known as of the Effective Date as "Zindex" shall be deemed to be display uses within the meaning of this Section 3.11.

4 [*]** As used herein, "MLS-Sourced Data" shall mean data pertaining to real properties that Partner receives or accepts either (i) directly from a multiple listing service, or (ii) from one or more third-parties that receive such data, either directly or indirectly, from a multiple listing service, provided that data pertaining to real properties that Partner receives directly from a real estate agent shall not be deemed to be MLS-Sourced Data unless Partner is reasonably able to determine that such real estate agent received such data from a multiple listing service. In the event that Partner begins, at any time after the [***] of the Term, to directly or indirectly operate any business or platform that distributes MLS-Sourced Data to any website outside of the Zillow Real Estate Network (other than via a Zillow widget that meets the requirements described above), Partner shall provide Threewise prompt written notice of such, which written notice must be provided no later than the earlier of: (a) ten (10) days after the date on which Partner first enters into an agreement with a content source pursuant to which Partner acquires MLS-Sourced Data, or rights thereto, for distribution to any website outside of the Zillow Real Estate Network; and (b) ninety (90) days prior to Partner actually beginning to directly or indirectly operate any such business or platform. In the event that Partner provides such notice to Threewise, Threewise shall be permitted to terminate this Agreement at any time thereafter, effective immediately upon written notice to Partner. Such termination right is in addition to the termination rights contained in Section 9.2 hereof.

5 WARRANTIES AND DISCLAIMER. Each party represents and warrants that it has full power and authority to enter into the Agreement. Threewise represents and warrants that: (a) the Platform does not violate any applicable law or infringe any third party trademark or copyright or misappropriate any trade secret or violate any right of privacy or right of publicity or other legal right of any person; (b) Threewise has obtained and will maintain throughout the Term all rights, authorizations and licenses, if any, that are required in order for it to grant the rights and licenses granted hereunder and for Partner to use the Licensed Content as permitted herein; and (c) the Licensed Content provided to Partner will not contain any viruses, worms, Trojan horses or other similar harmful components. Except as expressly provided for herein, NEITHER PARTY MAKES ANY OTHER WARRANTY OF ANY KIND, WHETHER EXPRESS, IMPLIED, STATUTORY OR OTHERWISE, INCLUDING WITHOUT LIMITATION WARRANTIES OF MERCHANTABILITY, FITNESS FOR A PARTICULAR USE AND NONINFRINGEMENT.

6 INDEMNIFICATION. Partner will indemnify, defend, or at its option settle, any third party lawsuit or proceeding brought against Threewise, its Affiliates, and any of their respective officers, directors, employees and agents, based upon or otherwise arising out of: (1) a claim alleging facts that would constitute a breach of Partner's warranties per

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

this Agreement, and (2) Partner's use of any Licensed Content, including without limitation Partner's display of the Licensed Content pursuant to Section 3.4 hereof. Threewise will: (i) promptly notify Partner of such claim, (ii) provide Partner with reasonable information, assistance and cooperation, at Partner's expense, in defending the lawsuit or proceeding, and (iii) give Partner full control and sole authority over the defense and settlement of such claim, subject to Threewise's approval of any such settlement, which approval will not be unreasonably withheld or delayed.

7 LIMITATION OF LIABILITY. EXCEPT FOR (I) PARTNER'S INDEMNIFICATION OBLIGATIONS UNDER SECTION 6, AND (II) BREACHES OF CONFIDENTIALITY UNDER SECTION 8, (A) NEITHER PARTY WILL BE LIABLE FOR ANY INDIRECT, SPECIAL, INCIDENTAL, CONSEQUENTIAL, EXEMPLARY OR PUNITIVE DAMAGES, INCLUDING BUT NOT LIMITED TO DAMAGES FOR LOST DATA, LOST PROFITS, LOST REVENUE OR COSTS OF PROCUREMENT OF SUBSTITUTE GOODS OR SERVICES, HOWEVER CAUSED AND UNDER ANY THEORY OF LIABILITY, INCLUDING BUT NOT LIMITED TO CONTRACT OR TORT (INCLUDING PRODUCTS LIABILITY, STRICT LIABILITY AND NEGLIGENCE), AND WHETHER OR NOT SUCH PARTY WAS OR SHOULD HAVE BEEN AWARE OR ADVISED OF THE POSSIBILITY OF SUCH DAMAGE AND NOTWITHSTANDING THE FAILURE OF ESSENTIAL PURPOSE OF ANY LIMITED REMEDY STATED HEREIN, AND (B) IN NO EVENT SHALL EITHER PARTY'S TOTAL AGGREGATE LIABILITY FOR ANY AND ALL CLAIMS ARISING OUT OF OR RELATED TO THIS AGREEMENT EXCEED [***]. The parties agree that (i) the mutual agreements made in this Section reflect a reasonable allocation of risk, and (ii) that each party would not enter into the Agreement without these limitations on liability.

8 Confidentiality; PR. Information that is disclosed by one party to the other party, and that is marked "confidential," or which under the circumstances ought reasonably to be treated as confidential information (including this Agreement), will be treated as confidential by the receiving party. The receiving party will not disclose to a third party such information, or use such information other than for the purposes for which it was provided, without the written consent of the other party; this limitation will apply for a period of one year after disclosure of such confidential information. The foregoing limitations do not apply to the extent such information: (a) is or subsequently becomes publicly available other than through a breach of these limitations; (b) is already known to the receiving party at the time of disclosure; (c) is developed by the receiving party independent of such information; or (d) is rightfully received from a third party without restrictions on disclosure or use. Neither party will issue any public announcement regarding the existence or content of this Agreement without the other party's prior written approval. Notwithstanding the foregoing, either party may include the other party's marks, names and logos in presentations, marketing materials, and customer lists for general marketing purposes upon approval by the other party.

9 TERM AND TERMINATION.

9.1 Term. This Agreement will begin on the Effective Date and, unless earlier terminated in accordance with this Agreement, will expire forty-eight (48) months thereafter (the "Initial Term"). Thereafter, this Agreement will automatically renew for additional one (1) year terms unless either party notifies the other party in writing of its intent to not renew at least ninety (90) days prior to the end of the then-current term (the Initial Term and all such renewal terms, collectively, the "Term").

9.2 Termination. Either party may terminate this Agreement: (a) immediately upon written notice to the other party if (1) the other party files a petition for bankruptcy, becomes insolvent, or makes an assignment for the benefit of its creditors, or a receiver is appointed for the other party or its business, or (2) the other party breaches Section 8 of this Agreement (Confidentiality; PR) in a manner that has a reasonable likelihood of causing material harm to the other party's business; or (b) if the other party materially breaches any material term or condition of this Agreement and fails to cure such breach within thirty (30) days after receiving written notice thereof. Such termination rights are in addition to the termination right contained in Sections 4 and 10 hereof.

9.3 Effects of Termination, Expiration. Upon the expiration or termination of this Agreement for any reason, Threewise will block Partner from receiving from Threewise any new or updated versions of the Licensed Content. Upon the expiration or termination of this Agreement for any reason, Partner will cease display of Licensed Content to End Users within one (1) day after receiving notice of the Termination, except to the extent that Partner has been specifically permitted by the applicable Content Source, pursuant to the terms of use in place between Partner and such Content Source, to continue to use or display such Licensed Content. Sections 2.2, 2.3, and 5 through 10 will survive any termination or expiration of this Agreement. If Agreement is terminated as a result of Threewise's material breach of this Agreement, Threewise will promptly refund to Partner that portion of any payment, if any, made by Partner intended to cover any portion of the remainder of the Term.

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

10 MISCELLANEOUS. Each party will comply with all laws, rules and regulations, if any, applicable to it in connection with the performance of its obligations under the Agreement. All notices will be in English and in writing and (a) if sent to Threewide to the address identified above and (b) if sent to Partner to address identified above. Notice will be deemed given (i) upon receipt when delivered personally, (ii) upon written verification of receipt from overnight courier, (iii) upon verification of receipt of registered or certified mail or (iv) upon verification of receipt via facsimile, provided that such notice is also sent simultaneously via first class mail. Except as expressly set forth herein, neither party may assign or otherwise transfer its rights or delegate its obligations under the Agreement, in whole or in part, provided however that: (a) Threewide may assign its rights or delegate its obligations hereunder to any person or entity that acquires all or substantially all of its assets, provided however that Threewide shall provide Partner written notice of such assignment or delegation promptly thereafter; and (b) Partner may assign its rights or delegate its obligations hereunder to any person or entity that acquires all or substantially all of its assets, provided however that (i) Partner must provide Threewide written notice of any such assignment or delegation no less than ten (10) days prior to any such assignment or delegation; and (ii), in the event that such assignment or delegation is to any of the entities listed on Exhibit D hereto, Threewide shall be permitted, in its sole discretion, to terminate this Agreement at any time within thirty (30) days after receiving such notice, effective immediately upon providing written notice of termination to Partner. No more than one (1) time per calendar year, Threewide in its sole discretion, may add entities to and/or remove entities from Exhibit D upon written notice to Partner, provided that such written notice is provided on or before January 6 of such year and provided that Exhibit D shall at no time contain in excess of twenty (20) entities. Any assignment or other transfer of rights or delegation by a party in accordance with this Section 10 shall not operate to relieve such assigning party of its responsibilities under this Agreement. The assigning party will require its assignees, transferees, or delegates to agree, in writing, to the terms and conditions of this Agreement. This Agreement and any claim or dispute of whatever nature arising out of or relating to this Agreement will be governed by and construed in accordance with the laws of the State of California and applicable federal U.S laws, without giving effect to any choice of law principles that would require the application of the laws of a different state. Each party agrees to submit to the personal and exclusive jurisdiction of the courts located in Los Angeles County, California. The Agreement supersedes any other prior or collateral agreements, whether oral or written, with respect to the subject matter hereof. Any amendments or modifications to the Agreement must (i) be in writing; (ii) refer to the Agreement; and (iii) be executed by an authorized representative of each party. The failure to require performance of any provision will not affect a party's right to require performance at any time thereafter; nor will waiver of a breach of any provision constitute a waiver of the provision itself. If any provision is adjudged by a court of competent jurisdiction to be unenforceable, invalid or otherwise contrary to law, such provision will be interpreted so as to best accomplish its intended objectives and the remaining provisions will remain in full force and effect. The parties hereto are and will remain independent contractors and nothing herein will be deemed to create any agency, partnership, or joint venture relationship between the parties. Neither party will be deemed to be an employee or legal representative of the other nor will either party have any right or authority to create any obligation on behalf of the other party. Neither party will be liable for failing or delaying performance of its obligations (except for the payment of money) resulting from any condition beyond its reasonable control, including but not limited to, governmental action, acts of terrorism, earthquake, fire, flood or other acts of God, labor conditions, power failures, and Internet disturbances. The Agreement is not intended to benefit, nor will it be deemed to give rise to, any rights in any third party. The Agreement (a) will be binding on and inure to the benefit of each of the parties and their respective successors and assigns; and (b) may be executed in counterparts, including facsimile counterparts, each of which will be deemed an original and all of which when taken together will constitute one and the same instrument.

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

IN WITNESS WHEREOF, the parties have executed this Agreement by persons duly authorized as of the Effective Date.

Threewise Corporation

Partner

By: /s/ Luke A. Glass
Print Name: Luke A. Glass
Title: VP and GM
Date: April 7, 2011

By: /s/ Spencer Rascoff
Print Name: Spencer Rascoff
Title: CEO
Date: April 7, 2011

[**] Certain information has been omitted and filed separately with respect to the omitted portions.

EXHIBIT A

PARTNER SERVICES DESCRIPTION

The Zillow Real Estate Network:

- Zillow.com
- Yahoo! Real Estate

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

9 | Page

Confidential – Platform Services Agreement

EXHIBIT B
MARKETING PLAN

Marketing.

1. Threewise shall perform the following marketing tasks:

-Threewise shall include the logo and short description of Partner in the Platform for display to all registered brokers.

-Threewise may make available to Partner additional marketing opportunities as they become available.

2. During the Term, Partner shall publicly endorse Threewise as a preferred syndication partner and shall publicly endorse the Platform as (a) “Zillow’s largest partner for listing syndication”; (b) “one of the most accurate and timely data feeds”; and (c) a “trusted partner for communicating Zillow’s metrics through the Platform’s reporting”. Partner shall make such endorsement via a joint press release, the content and form of which shall be agreed to by the parties, which approval shall not be unreasonably withheld or delayed, issued upon the execution of the Agreement and via such other means as Partner and Threewise shall agree from time to time.

3. Except as set forth herein or otherwise agreed to in writing, Partner agrees that it will not, in the course of performance of this Agreement, or thereafter, use or refer to in any advertising, publicity, promotional, marketing, or other materials, media, or activities, any name, trade name, trademark, service mark, logo, or any other designation of Threewise or ListHub without the prior written consent of Threewise.

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

EXHIBIT C

LICENSED CONTENT DATA SPECIFICATION

ListHub Listing Data Fields

Listing Status	Street Name	Listing Modified Date	List Agent Phone
Internet/IDX	Street Type	Photo URL	List Agent Email
For Sale, For Rent	City	Property Interior Sq Ft	List Office Name
Subdivision	State	Lot Size	List Office ID
Unit No	Zip	HOA Fee w/time units	List Office Phone
County	Style	Tax Fee	Virtual Tour
Longitude	Model Name	Zoning	Photo Modified Date
Latitude	Remarks	School Elementary	Photo Count
MLS ID	Baths Full	School Middle	
Price	Bedrooms	School High	
Property Type	Baths Half	School District	
Street Number	Year Built	List Agent ID	
Street Direction prefix	List Date	List Agent Name	

The above fields are generally available in most MLS markets. Exceptions do exist.

ListHub Office Fields

Office ID	Office Phone	Address 1	State
Parent Office ID	Office email	Address 2	Zip
Office Name	Office website	City	

ListHub Agent Fields

Agent ID	First Name	(or) Full Name	Email
Office ID	Last Name	Phone	

ListHub Open House Fields

MLS ID	From date-time	To date-time
--------	----------------	--------------

In addition to the fields above, the following is available relating to photos:

- Access to URL based Photos.
- Access to a photo modified date field
- Access to a photo count field

*** Certain information has been omitted and filed separately with respect to the omitted portions.

EXHIBIT D

LIST OF ENTITIES

Any of the following, or any subsidiary, parent company, or affiliate of any of the following:

[***]

[***] Certain information has been omitted and filed separately with respect to the omitted portions.

12 | Page

Confidential – Platform Services Agreement

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in the following Registration Statements:

- (1) Registration Statement (Form S-8 No. 333-176095) pertaining to the Zillow, Inc. 2011 Incentive Plan and the Amended and Restated 2005 Equity Incentive Plan,
- (2) Registration Statement (Form S-8 No. 333-182096) pertaining to the Zillow, Inc. Amended and Restated 2011 Incentive Plan, and
- (3) Registration Statement (Form S-3 No. 333-183111) of Zillow, Inc. and in the related Prospectus,

of our reports dated February 22, 2013, with respect to the financial statements of Zillow, Inc. and the effectiveness of internal control over financial reporting of Zillow, Inc. included in this Annual Report (Form 10-K) for the year ended December 31, 2012.

/s/ Ernst & Young LLP

Seattle, Washington
February 22, 2013

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER
PURSUANT TO SECTION 302(a) OF THE SARBANES-OXLEY ACT OF 2002**

I, Spencer M. Rascoff, certify that:

1. I have reviewed this annual report on Form 10-K of Zillow, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

ZILLOW, INC.

Date: February 22, 2013

By: /s/ SPENCER M. RASCOFF

Name: Spencer M. Rascoff

Title: Chief Executive Officer

**CERTIFICATION OF CHIEF FINANCIAL OFFICER
PURSUANT TO SECTION 302(a) OF THE SARBANES-OXLEY ACT OF 2002**

I, Chad M. Cohen, certify that:

1. I have reviewed this annual report on Form 10-K of Zillow, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

ZILLOW, INC.

Date: February 22, 2013

By: /s/ CHAD M. COHEN
 Name: Chad M. Cohen
 Title: Chief Financial Officer and Treasurer

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Zillow, Inc. (the "Company") on Form 10-K for the fiscal year ended December 31, 2012 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Spencer M. Rascoff, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

ZILLOW, INC.

Date: February 22, 2013

By: /s/ SPENCER M. RASCOFF

Name: Spencer M. Rascoff

Title: Chief Executive Officer

**CERTIFICATION OF CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Zillow, Inc. (the "Company") on Form 10-K for the fiscal year ended December 31, 2012 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Chad M. Cohen, Chief Financial Officer and Treasurer of the Company, certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

ZILLOW, INC.

Date: February 22, 2013

By: /s/ CHAD M. COHEN
Name: Chad M. Cohen
Title: Chief Financial Officer and Treasurer

5/18/08 Chi. Trib. 12
2008 WLNR 9390223

CHICAGO TRIBUNE
Copyright 2008 Chicago Tribune Company

May 18, 2008

Section: Real Estate

Zillow is branching out into **mortgages**

Bob Tedeschi, New York Times News Service

Many Internet users are accustomed to going to **Zillow.com** to see a rough approximation of their home's value. Now the site is offering a way to find **mortgages**.

Last this month, the company introduced a **mortgage** service that, analysts say, could help borrowers save money and, perhaps, protect them from aggressive lenders.

"This is one of those things that may not be good for mortgage brokers generally, but it will be good for consumers," said Rob Atkinson, president of the Information Technology and Innovation Foundation, a Washington-based research institution. The service, near the top of Zillow's home page, is somewhat similar to one popularized by LendingTree.com, through which users enter financial details and loan preferences and receive offers from prospective lenders. On Zillow, users enter slightly more detailed information, including their credit score, but not their name or any other identifiers.

For those who do not know their credit scores, Zillow offers a rudimentary estimator from Credit.com. This may be an imperfect tool, however. For one recent user, the estimate understated a credit score by more than 50 points. A more reliable, but costlier, method is to visit the Web site of a major credit bureau and pay for one's score. Equifax, for instance, charges \$16.

Zillow circulates the borrower's information to more than 1,100 brokers and lenders, who are free to submit offers.

Prospective borrowers may receive these offers by e-mail or log onto Zillow to read them and contact the lenders or brokers.

That process, according to Zillow CEO Rich Barton cuts down on sales calls. "In focus groups, we heard an earful from people who said they thought about changing their phone numbers because of all the calls they got after filling out a form on some site," he said.

Barton added that since a borrower's application on Zillow is highly detailed and lenders must provide Zillow estimates of all loan-processing fees, "consumers can compare apples-to-apples quotes from lenders."

Unlike LendingTree, which charges lenders a commission for providing them with prospective customers, Zillow charges lenders and brokers a one-time fee of \$25. Zillow uses the fee to cover the cost of a background check on the businesses.

--- INDEX REFERENCES ---

COMPANY: EQUIFAX INC

INDUSTRY: (Retail Banking Services (1RE38); Consumer Finance (1CO55); Financial Services (1FI37); I.T. in Financial Services (1IT24); Banking (1BA20); Online Financial Services (1ON87); I.T. in Banking (1IT59); Mortgage Banking (1MO85))

Language: EN

OTHER INDEXING: (EQUIFAX; INNOVATION FOUNDATION; ZILLOW) (Barton; Rich Barton; Rob Atkinson; Zillow)

KEYWORDS: TECHNOLOGY; BUSINESS; HOUSING; FINANCE; OPENING

EDITION: Chicagoland Final

Word Count: 449

5/18/08 CHICAGOTR 12

END OF DOCUMENT

4/13/08 N.Y. Times 10
2008 WLNR 6899494

New York Times (NY)
Copyright 2008 The New York Times Company

April 13, 2008

Section: RE

A One-Stop (Online) Shop

BOB TEDESCHI

MANY Internet users are accustomed to going to **Zillow.com** to see a rough approximation of their home's value. Now the site is offering a way to find **mortgages**.

Early this month, the company introduced a **mortgage** service that, analysts believe, could help borrowers save money and, perhaps, protect them from multiple calls from aggressive lenders.

"This is one of those things that may not be good for mortgage brokers generally, but it will be good for consumers," said Rob Atkinson, president of the Information Technology and Innovation Foundation, a Washington-based research institution. "I like the innovation."

The service, found near the top of Zillow's home page, is somewhat similar to one popularized by LendingTree.com, through which users enter financial details and loan preferences, and receive offers from prospective lenders. On Zillow, users enter slightly more detailed information, including their credit score, but not their name or any other identifiable information.

For those who do not know their credit scores, Zillow offers a rudimentary scoring estimator from Credit.com. This may be an imperfect tool, however. For one recent user, the estimate understated a credit score by more than 50 points. A more reliable, but costlier, method is to visit the Web site of a major credit bureau and pay for one's score. Equifax, for instance, charges \$16.

Zillow circulates the borrower's information to a network of more than 1,100 brokers and lenders, who are free to submit offers. Prospective borrowers may receive these offers by e-mail or log onto Zillow to read them and contact, either by e-mail or telephone, the lenders or brokers.

That process, according to Zillow's chief executive, Rich Barton, cuts down on sales calls. "In focus groups, we heard an earful from people who said they thought about changing their phone numbers because of all the calls they got after filling out a form on some site," he said.

Mr. Barton added that since a borrower's application on Zillow is highly detailed, and lenders must provide Zillow estimates of all loan processing fees, "consumers can compare apples-to-apples quotes from lenders."

Unlike LendingTree, which charges lenders a commission for providing them with prospective customers, Zillow charges lenders and brokers a one-time fee of \$25. Zillow uses the fee to cover the cost of a background check on the businesses.

Mr. Atkinson said that because lenders pay no commission, and because they compete against other lenders for business, borrowers should pay less.

One potential area of concern for consumers is that "when it comes to brokers, you're not exactly sure who you're dealing with," Mr. Atkinson said. "The risk is that if Zillow ends up with some bad apples, it could affect the system."

Mr. Barton of Zillow said the company would ban any lender or broker who breaches the site's code of conduct, which prohibits bait-and-switch tactics, among other things. The site is also promoting an evaluation service; it will enable borrowers who have interactions with lenders and brokers to leave public feedback about those businesses.

Brad Strothkamp, an analyst with Forrester Research, a technology consulting firm, said the site can help borrowers save time.

"What I like the most is the opportunity to integrate the home shopping and home financing process online," he said. "That's the way it works in the off-line world, where I work with a real estate agent, then that agent hooks me up with a broker."

CHART: A comparison of 30-year Fixed Rate, 15-year Fixed-Rate, 1-Year treasury security index, and 1-Year Adjustable. (Source: HSH Associates)

--- INDEX REFERENCES ---

COMPANY: FORRESTER RESEARCH INC; EQUIFAX INC

INDUSTRY: (Banking (1BA20); I.T. Analysts Report (1IT76); Retail (1RE82); I.T. (1IT96); Online Services (1ON37); Mortgage Banking (1MO85); Online Banking (1ON44); Financial Services (1FI37); Retail Banking Ser-

vices (1RE38); Consumer Finance (1CO55); E-Commerce (1EC30); Internet (1IN27))

Language: EN

OTHER INDEXING: (EQUIFAX; FORRESTER RESEARCH; INNOVATION FOUNDATION; SOURCE: HSH; ZILLOW) (Atkinson; Barton; Brad Strothkamp; Rich Barton; Rob Atkinson)

EDITION: Late Edition - Final

Word Count: 732

4/13/08 NYT 10

END OF DOCUMENT

4/7/08 Grand Rapids Press B4
2008 WLNR 6572167

Grand Rapids Press, The
Copyright 2008 The Grand Rapids Press

April 7, 2008

Section: Business

Zillow to rate lenders

Press Wire and Local Reports

NEW YORK -- Armed with market research that showed Americans spend as much time researching a vacation as they do a **mortgage** loan (five hours), **Zillow.com** is launching a **mortgage** marketplace that allows consumers to anonymously receive loan quotes and rate lenders. Potential borrowers can fill out a detailed loan request form, which does not ask for any identifiable information. Registered lenders can respond with quotes and rates. The borrower then has the option to contact lenders.

--- INDEX REFERENCES ---

Language: EN

OTHER INDEXING: (Potential; Registered; Zillow)

KEYWORDS: Ranking

EDITION: All Editions

Word Count: 98

4/7/08 GRPR B4

END OF DOCUMENT

4/3/08 Chi. Trib. 2
2008 WLNR 6243110

CHICAGO TRIBUNE
Copyright 2008 Chicago Tribune Company

April 3, 2008

Section: Business

Real estate site adds loan marketplace

-- Page compiled from Tribune staff, wire reports

NEW YORK

Citing research that showed Americans spend as much time researching a vacation as they do a **mortgage** loan (answer: five hours), **Zillow.com** is launching a **mortgage** marketplace that allows consumers to anonymously receive custom loan quotes and rate their lenders.

Zillow.com, which created a buzz in the real estate industry two years ago with its online home value "zestimates," hopes to add transparency and information to the **mortgage** application process, while making it easier and faster to get **mortgage** quotes.

How it works: On its Web site, potential borrowers can fill out a detailed loan request form, which doesn't ask for any identifiable information.

Registered lenders can respond with quotes and rates, which are displayed on Zillow's standardized quote form aimed at making comparisons easier.

The prospective borrower then has the option to contact lenders about their quotes.

COLUMN: The Ticker

---- INDEX REFERENCES ---

INDUSTRY: (Real Estate (1RE57))

Language: EN

OTHER INDEXING: (COLUMN; ZILLOW; ZILLOW COM) (Citing; Registered)

KEYWORDS: FINANCE; HOUSING; DEVELOPMENT; TECHNOLOGY (ZILLOW.COM)

EDITION: Chicago Final

Word Count: 183

4/3/08 CHICAGOTR 2

END OF DOCUMENT

4/3/08 L.A. Times 8
2008 WLNR 6239950

Los Angeles Times
Copyright 2008 Los Angeles Times

April 3, 2008

Section: Business

In Brief | **MORTGAGES**
Zillow launches loan marketplace

Wire
Brief

Zillow.com is launching a **mortgage** marketplace that allows consumers to anonymously receive custom loan quotes and rate their lenders.

Zillow.com created a buzz in the real estate industry two years ago with its online home value estimates. The company said it hoped to add transparency and information to the **mortgage** application process, while making it easier and faster to get **mortgage** quotes.

---- INDEX REFERENCES ---

INDUSTRY: (Banking (1BA20); Mortgage Banking (1MO85); Financial Services (1FI37); Retail Banking Services (1RE38); Consumer Finance (1CO55))

Language: EN

OTHER INDEXING: (MORTGAGES ZILLOW; ZILLOW COM)

KEYWORDS: ZILLOW.COM (COMPANY); MORTGAGES; REAL ESTATE INDUSTRY

EDITION: Home Edition

Word Count: 81
4/3/08 LATIMES 8
END OF DOCUMENT

Generated on: This page was generated by TSDR on 2013-04-10 16:20:16 EDT

Mark: ZILLOW

ZILLOW

US Serial Number: 78491858

Application Filing Date: Sep. 29, 2004

US Registration Number: 3175031

Registration Date: Nov. 21, 2006

Register: Principal

Mark Type: Service Mark

Status: A Sections 8 and 15 combined declaration has been accepted and acknowledged.

Status Date: Jun. 16, 2012

Publication Date: Nov. 22, 2005

Notice of Allowance Date: Feb. 14, 2006

Mark Information

Mark Literal Elements: ZILLOW

Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.

Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [...] indicate deleted goods/services;
- Double parenthesis ((.)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *..* identify additional (new) wording in the goods/services.

For: Electronic storage of consumer data

International Class: 039 - Primary Class

U.S Class: 100, 105

Class Status: ACTIVE

Basis: 1(a)

First Use: Feb. 07, 2006

Use in Commerce: Feb. 07, 2006

Basis Information (Case Level)

Filed Use: No	Currently Use: Yes	Amended Use: No
Filed ITU: Yes	Currently ITU: No	Amended ITU: No
Filed 44D: No	Currently 44D: No	Amended 44D: No
Filed 44E: No	Currently 44E: No	Amended 44E: No
Filed 66A: No	Currently 66A: No	
Filed No Basis: No	Currently No Basis: No	

Current Owner(s) Information

Owner Name: ZILLOW, INC.

Owner Address: 1301 2nd Ave., Floor 31
Seattle, WASHINGTON 98101
UNITED STATES

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Matthew D. Schneller

Docket Number: 093735.10070

Attorney Primary Email Address: docketing@bqllp.com

Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Matthew D. Schneller
BRACEWELL & GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE, WASHINGTON 98104
UNITED STATES

Phone: 206-204-6200

Fax: 206-204-6262

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Jun. 16, 2012	NOTICE OF ACCEPTANCE OF SEC. 8 & 15 - E-MAILED	
Jun. 16, 2012	REGISTERED - SEC. 8 (6-YR) ACCEPTED & SEC. 15 ACK.	70619
Jun. 16, 2012	AMENDMENT UNDER SECTION 7 - ISSUED	70619
Jun. 13, 2012	CASE ASSIGNED TO POST REGISTRATION PARALEGAL	70619
Jun. 05, 2012	TEAS SECTION 8 & 15 RECEIVED	
Jun. 05, 2012	TEAS SECTION 7 REQUEST RECEIVED	
Sep. 09, 2011	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 09, 2011	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2011	ATTORNEY REVOKED AND/OR APPOINTED	
Aug. 26, 2011	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Nov. 21, 2006	REGISTERED-PRINCIPAL REGISTER	
Oct. 13, 2006	LAW OFFICE REGISTRATION REVIEW COMPLETED	71441
Oct. 13, 2006	ASSIGNED TO LIE	71441
Oct. 10, 2006	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Sep. 12, 2006	STATEMENT OF USE PROCESSING COMPLETE	76569
Sep. 12, 2006	EXTENSION 1 GRANTED	76569
Aug. 11, 2006	USE AMENDMENT FILED	76569
Aug. 11, 2006	EXTENSION 1 FILED	76569
Aug. 11, 2006	TEAS EXTENSION RECEIVED	
Aug. 11, 2006	TEAS STATEMENT OF USE RECEIVED	
Feb. 14, 2006	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Nov. 22, 2005	PUBLISHED FOR OPPOSITION	
Nov. 02, 2005	NOTICE OF PUBLICATION	
Sep. 28, 2005	LAW OFFICE PUBLICATION REVIEW COMPLETED	76984
Sep. 28, 2005	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	76984
Sep. 28, 2005	ASSIGNED TO LIE	76984
Sep. 22, 2005	UNRESPONSIVE/DUPLICATE PAPER RECEIVED	
Sep. 22, 2005	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 19, 2005	APPROVED FOR PUB - PRINCIPAL REGISTER	
Sep. 19, 2005	EXAMINERS AMENDMENT E-MAILED	6328
Sep. 19, 2005	EXAMINERS AMENDMENT -WRITTEN	76153
Apr. 29, 2005	NON-FINAL ACTION E-MAILED	6325
Apr. 29, 2005	NON-FINAL ACTION WRITTEN	76153
Apr. 29, 2005	ASSIGNED TO EXAMINER	76153
Apr. 05, 2005	TEAS CHANGE OF CORRESPONDENCE RECEIVED	
Oct. 07, 2004	NEW APPLICATION ENTERED IN TRAM	

Maintenance Filings or Post Registration Information

Use:

Affidavit of Incontestability: Section 15 - Accepted

Change in Registration: Yes

Amendment to a Registration/Renewal Certificate: The drawing is amended to appear as follows: ZILLOW

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: POST REGISTRATION

Date in Location: Aug. 01, 2012

Assignment Abstract Of Title Information

Summary

Total Assignments: 2

Registrant: ZILLOW, INC.

Assignment 1 of 2

Conveyance: ASSIGNS THE ENTIRE INTEREST

Reel/Frame: 3051/0012

Pages: 3

Date Recorded: Mar. 22, 2005

Supporting Documents: assignment-tm-3051-0012.pdf

Assignor

Name: BARTON VENTURES, LLC

Execution Date: Mar. 16, 2005

Legal Entity Type: LIMITED LIABILITY COMPANY

State or Country Where Organized: WASHINGTON

Assignee

Name: ZILLOW, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Address: 601 UNION STREET, SUITE 3730
SEATTLE, WASHINGTON 98101

Correspondent

Correspondent Name: HEIDI L. SACHS

Correspondent Address: 1201 THIRD AVE., SUITE 4800
SEATTLE, WA 98101

Domestic Representative - Not Found

Assignment 2 of 2

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: assignment-tm-4774-0841.pdf

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

Legal Entity Type: CORPORATION

State or Country Where Organized: CALIFORNIA

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNHOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: OppositionProceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508
SEATTLE WA , 98115
UNITED STATESCorrespondent e-mail: john@janewaypatentlaw.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending	<u>85316446</u>	

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATESCorrespondent e-mail: docketing@bgllp.com , matt.schneller@bgllp.com , jennifer.ashton@bgllp.com , erin.hennessy@bgllp.com , stephanie.blair@bgllp.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

Type of Proceeding: CancellationProceeding Number: 92049291

Filing Date: May 01, 2008

Status: Terminated

Status Date: May 20, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
Neifeld IP Law, PC
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL	Cancelled - Section 18 Plaintiff(s)	<u>77201288</u>	<u>3384537</u>

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue Suite 4800
Seattle WA , 98101
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	May 01, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	May 02, 2008	Jun 11, 2008
3	PENDING, INSTITUTED	May 02, 2008	
4	ANSWER	Jun 03, 2008	
5	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
6	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
7	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
8	CASE CONSL W 91183213; TD REMAIN AS SET	Jul 23, 2008	
9	D'S INITIAL DISCLOSURES	Aug 11, 2008	
10	VOLUNTARY SURRENDER OF REGISTRATION	May 08, 2009	
11	BOARD'S DECISION: GRANTED	May 13, 2009	
12	COMMR'S ORDER CANCELLING REGISTRATION	May 20, 2009	
13	TERMINATED	May 20, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183213

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 13, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com , bmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL REALTY	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77228709</u>	

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	EXTENSION OF TIME GRANTED	May 05, 2008	
6	CORRECTION TO BOARD'S ORDER	Jun 02, 2008	
7	ANSWER	Jun 03, 2008	
8	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
9	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
10	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
11	CASE CONSL W 92049291; TD REMAIN AS SET	Jul 23, 2008	
12	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Jan 26, 2009	
13	SUSPENDED	Jan 26, 2009	
14	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Feb 25, 2009	
15	SUSPENDED	Feb 25, 2009	
16	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Mar 24, 2009	
17	SUSPENDED	Mar 24, 2009	
18	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Apr 24, 2009	
19	SUSPENDED	Apr 24, 2009	
20	WITHDRAWAL OF APPLICATION	May 08, 2009	
21	BOARD'S DECISION: SUSTAINED	May 13, 2009	

Type of Proceeding: Opposition**Proceeding Number:** 91183214**Filing Date:** Mar 26, 2008**Status:** Terminated**Status Date:** May 26, 2009**Interlocutory Attorney:** ANGELA LYKOS**Defendant****Name:** Hackett, Jeff D.**Correspondent Address:** Jason H. Forster
KREMBLAS, FOSTER, PHILLIPS & POLLICK
7632 Slate Ridge Blvd.
Reynoldsburg OH , 43068
UNITED STATES**Correspondent e-mail:** jfoster@ohiopatent.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOAN.COM	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77210371</u>	

Name: Zillow, Inc.**Correspondent Address:** Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES**Correspondent e-mail:** pctrademarks@perkinscoie.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	TRIAL DATES RESET	May 29, 2008	
6	ANSWER	Jun 04, 2008	
7	D'S RETURNED UNDELIVERABLE	Jun 16, 2008	
8	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
9	P'S MOTION FOR SUMMARY JUDGMENT(PART 2)	Feb 27, 2009	
10	P'S MOTION FOR SUMMARY JUDGMENT(PART 3)	Feb 27, 2009	
11	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
12	SUSPENDED PENDING DISP OF OUTSTNDNG MOT	Mar 05, 2009	
13	P'S MOTION FOR SUMMARY JUDGMENT(PART 1 OF 2)	Mar 02, 2009	
14	P'S MOTION FOR SUMMARY JUDGMENT(PART 2 OF 2)	Mar 02, 2009	
15	BOARD'S DECISION: SUSTAINED	May 26, 2009	

Generated on: This page was generated by TSDR on 2013-04-10 16:58:13 EDT

Mark: ZILLOW.COM

ZILLOW.COM

US Serial Number: 78589639

Application Filing Date: Mar. 17, 2005

US Registration Number: 3493872

Registration Date: Aug. 26, 2008

Register: Principal

Mark Type: Trademark

Status: Registered. The registration date is used to determine when post-registration maintenance documents are due.

Status Date: Aug. 26, 2008

Publication Date: Nov. 22, 2005

Notice of Allowance Date: Feb. 14, 2006

Mark Information

Mark Literal Elements: ZILLOW.COM

Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.

Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Related Properties Information

International Registration Number: 0882476

International Application(s) /Registration(s) Based on this Property: A0002681/0882476

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [...] indicate deleted goods/services;
- Double parenthesis ((.)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *..* identify additional (new) wording in the goods/services.

For: Computer software, namely, consumer data storage software in the area of real estate, consumer goods and consumer services; computer database software featuring information in the field of real estate, consumer goods and consumer services

International Class: 009 - Primary Class

U.S Class: 021, 023, 026, 036, 038

Class Status: ACTIVE

Basis: 1(a)

First Use: Sep. 18, 2006

Use in Commerce: Sep. 18, 2006

Basis Information (Case Level)

Filed Use: No	Currently Use: Yes	Amended Use: No
Filed ITU: Yes	Currently ITU: No	Amended ITU: No
Filed 44D: No	Currently 44D: No	Amended 44D: No
Filed 44E: No	Currently 44E: No	Amended 44E: No
Filed 66A: No	Currently 66A: No	
Filed No Basis: No	Currently No Basis: No	

Current Owner(s) Information

Owner Name: Zillow, Inc.

Owner Address: 1301 2nd Ave., Floor 31
Seattle, WASHINGTON 98101
UNITED STATES

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Matthew D. Schneller

Docket Number: 093735?10070

Attorney Primary Email docketing@bglip.com
Address:

Attorney Email Yes
Authorized:

Correspondent

Correspondent Name/Address: Matthew D. Schneller
Bracewell & Giuliani LLP
701 Fifth Avenue, Suite 6200
Seattle, WASHINGTON 98104
UNITED STATES

Phone: 206-204-6200

Fax: 206-204-6262

Correspondent e-mail: docketing@bglip.com

Correspondent e-mail Yes
Authorized:

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Sep. 09, 2011	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 09, 2011	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2011	ATTORNEY REVOKED AND/OR APPOINTED	
Aug. 26, 2011	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2008	REGISTERED-PRINCIPAL REGISTER	
Jul. 18, 2008	LAW OFFICE REGISTRATION REVIEW COMPLETED	59272
Jul. 15, 2008	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Jun. 20, 2008	TEAS/EMAIL CORRESPONDENCE ENTERED	59272
Jun. 20, 2008	CORRESPONDENCE RECEIVED IN LAW OFFICE	59272
Jun. 20, 2008	ASSIGNED TO LIE	59272
Jun. 19, 2008	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 15, 2008	NOTIFICATION OF NON-FINAL ACTION E-MAILED	
Apr. 15, 2008	NON-FINAL ACTION E-MAILED	
Apr. 15, 2008	SU - NON-FINAL ACTION - WRITTEN	76153
Mar. 07, 2008	STATEMENT OF USE PROCESSING COMPLETE	76569
Mar. 07, 2008	EXTENSION 4 GRANTED	76569
Feb. 13, 2008	USE AMENDMENT FILED	76569
Feb. 13, 2008	EXTENSION 4 FILED	76569
Feb. 13, 2008	TEAS EXTENSION RECEIVED	
Feb. 13, 2008	TEAS STATEMENT OF USE RECEIVED	
Aug. 14, 2007	EXTENSION 3 GRANTED	98765
Aug. 14, 2007	EXTENSION 3 FILED	98765
Aug. 14, 2007	TEAS EXTENSION RECEIVED	
May 21, 2007	EXTENSION 2 GRANTED	71034
Feb. 14, 2007	EXTENSION 2 FILED	71034
May 02, 2007	EXTENSION RECEIVED WITH TEAS PETITION	
May 02, 2007	PETITION TO REVIVE-GRANTED	88889
May 02, 2007	TEAS PETITION TO REVIVE RECEIVED	
Apr. 19, 2007	ABANDONMENT NOTICE MAILED - NO USE STATEMENT FILED	
Apr. 19, 2007	ABANDONMENT - NO USE STATEMENT FILED	48494
Aug. 11, 2006	EXTENSION 1 GRANTED	98765
Aug. 11, 2006	EXTENSION 1 FILED	98765
Aug. 11, 2006	TEAS EXTENSION RECEIVED	
Feb. 14, 2006	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Nov. 22, 2005	PUBLISHED FOR OPPOSITION	

Nov. 02, 2005	NOTICE OF PUBLICATION	
Oct. 03, 2005	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787
Oct. 03, 2005	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Sep. 22, 2005	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Oct. 03, 2005	ASSIGNED TO LIE	73787
Sep. 22, 2005	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 22, 2005	APPROVED FOR PUB - PRINCIPAL REGISTER	
Sep. 20, 2005	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Sep. 15, 2005	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Sep. 15, 2005	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 29, 2005	NON-FINAL ACTION E-MAILED	6325
Apr. 29, 2005	NON-FINAL ACTION WRITTEN	76153
Apr. 29, 2005	ASSIGNED TO EXAMINER	76153
Mar. 23, 2005	NEW APPLICATION ENTERED IN TRAM	

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: PUBLICATION AND ISSUE SECTION

Date in Location: Jul. 18, 2008

Assignment Abstract Of Title Information

Summary

Total Assignments: 1

Registrant: Zillow, Inc.

Assignment 1 of 1

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: assignment-tm-4774-0841.pdf

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

State or Country Where Organized: CALIFORNIA

Legal Entity Type: CORPORATION

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: Opposition

Proceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508
SEATTLE WA , 98115
UNITED STATES

Correspondent e-mail: john@janewaypatentlaw.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending Plaintiff(s)	<u>85316446</u>	

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATES

Correspondent e-mail: docketing@bqllp.com , matt.schneller@bqllp.com , jennifer.ashton@bqllp.com , erin.hennessy@bqllp.com , stephanie.blair@bqllp.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

Type of Proceeding: Cancellation

Proceeding Number: 92049291

Filing Date: May 01, 2008

Status: Terminated

Status Date: May 20, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
Neifeld IP Law, PC
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL	Cancelled - Section 18 Plaintiff(s)	<u>77201288</u>	<u>3384537</u>

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue Suite 4800
Seattle WA , 98101
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	May 01, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	May 02, 2008	Jun 11, 2008
3	PENDING, INSTITUTED	May 02, 2008	
4	ANSWER	Jun 03, 2008	
5	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
6	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
7	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
8	CASE CONSL W 91183213; TD REMAIN AS SET	Jul 23, 2008	
9	D'S INITIAL DISCLOSURES	Aug 11, 2008	
10	VOLUNTARY SURRENDER OF REGISTRATION	May 08, 2009	
11	BOARD'S DECISION: GRANTED	May 13, 2009	
12	COMMR'S ORDER CANCELLING REGISTRATION	May 20, 2009	
13	TERMINATED	May 20, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183213

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 13, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com , bmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL REALTY	Abandoned - After Inter-Partes Decision	<u>77228709</u>	

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	EXTENSION OF TIME GRANTED	May 05, 2008	
6	CORRECTION TO BOARD'S ORDER	Jun 02, 2008	
7	ANSWER	Jun 03, 2008	
8	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
9	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
10	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
11	CASE CONSL W 92049291; TD REMAIN AS SET	Jul 23, 2008	
12	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Jan 26, 2009	
13	SUSPENDED	Jan 26, 2009	
14	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Feb 25, 2009	
15	SUSPENDED	Feb 25, 2009	
16	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Mar 24, 2009	
17	SUSPENDED	Mar 24, 2009	
18	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Apr 24, 2009	
19	SUSPENDED	Apr 24, 2009	
20	WITHDRAWAL OF APPLICATION	May 08, 2009	
21	BOARD'S DECISION: SUSTAINED	May 13, 2009	
22	TERMINATED	May 13, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183214

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 26, 2009

Interlocutory Attorney: ANGELA LYKOS

Defendant

Name: Hackett, Jeff D.

Correspondent Address: Jason H. Forster
KREMBLAS, FOSTER, PHILLIPS & POLLICK

7632 Slate Ridge Blvd.
Reynoldsburg OH , 43068
UNITED STATES

Correspondent e-mail: ifoster@ohiopatent.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOAN.COM	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77210371</u>	

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	TRIAL DATES RESET	May 29, 2008	
6	ANSWER	Jun 04, 2008	
7	D'S RETURNED UNDELIVERABLE	Jun 16, 2008	
8	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
9	P'S MOTION FOR SUMMARY JUDGMENT(PART 2)	Feb 27, 2009	
10	P'S MOTION FOR SUMMARY JUDGMENT(PART 3)	Feb 27, 2009	
11	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
12	SUSPENDED PENDING DISP OF OUTSTNDNG MOT	Mar 05, 2009	
13	P'S MOTION FOR SUMMARY JUDGMENT(PART 1 OF 2)	Mar 02, 2009	
14	P'S MOTION FOR SUMMARY JUDGMENT(PART 2 OF 2)	Mar 02, 2009	
15	BOARD'S DECISION: SUSTAINED	May 26, 2009	
16	TERMINATED	May 26, 2009	

Generated on: This page was generated by TSDR on 2013-04-10 16:58:36 EDT

Mark: ZILLOW.COM

ZILLOW.COM

US Serial Number: 78589645
US Registration Number: 3437690
Register: Principal
Mark Type: Service Mark
Status: Registered. The registration date is used to determine when post-registration maintenance documents are due.
Status Date: May 27, 2008
Publication Date: Feb. 13, 2007
Application Filing Date: Mar. 17, 2005
Registration Date: May 27, 2008
Notice of Allowance Date: May 08, 2007

Mark Information

Mark Literal Elements: ZILLOW.COM
Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.
Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Related Properties Information

International Registration Number: 0882476
International Application(s) /Registration(s) Based on this Property: A0002681/0882476

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [.] indicate deleted goods/services;
- Double parenthesis ((.)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *.* identify additional (new) wording in the goods/services.

For: Promoting the goods and services of others by means of linking the web site to other web sites featuring real estate, consumer goods and consumer services; advertising and marketing services in the fields of real estate, consumer goods and consumer services; on-line advertising and marketing services in the fields of real estate, consumer goods and consumer services; real estate sales management; real estate marketing services, namely, on-line services featuring tours of real estate; providing an on-line showroom for the goods of others in the field of real estate; providing information in the field of consumer goods for home maintenance, decoration and sales, and consumer services relating to real estate

International Class: 035 - Primary Class

U.S Class: 100, 101, 102

Class Status: ACTIVE

Basis: 1(a)

First Use: Feb. 07, 2006

Use in Commerce: Feb. 07, 2006

Basis Information (Case Level)

Filed Use: No	Currently Use: Yes	Amended Use: No
Filed ITU: Yes	Currently ITU: No	Amended ITU: No
Filed 44D: No	Currently 44D: No	Amended 44D: No
Filed 44E: No	Currently 44E: No	Amended 44E: No
Filed 66A: No	Currently 66A: No	
Filed No Basis: No	Currently No Basis: No	

Current Owner(s) Information

Owner Name: Zillow, Inc.
Owner Address: 1301 2nd Ave., Floor 31
Seattle, WASHINGTON 98101
UNITED STATES
Legal Entity Type: CORPORATION
State or Country Where Organized: WASHINGTON

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Matthew D. Schneller
Attorney Primary Email Address: docketing@bglip.com

Docket Number: 093735?10070

Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Matthew D. Schneller
 Bracewell & Giuliani LLP
 701 Fifth Avenue, Suite 6200
 Seattle, WASHINGTON 98104
 UNITED STATES

Phone: 206-204-6200

Fax: 206-204-6262

Correspondent e-mail: docketing@bglip.com

Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Sep. 09, 2011	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 09, 2011	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2011	ATTORNEY REVOKED AND/OR APPOINTED	
Aug. 26, 2011	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
May 27, 2008	REGISTERED-PRINCIPAL REGISTER	
Apr. 18, 2008	LAW OFFICE REGISTRATION REVIEW COMPLETED	76243
Apr. 15, 2008	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Mar. 21, 2008	STATEMENT OF USE PROCESSING COMPLETE	66230
Mar. 21, 2008	EXTENSION 2 GRANTED	66230
Feb. 27, 2008	USE AMENDMENT FILED	66230
Feb. 27, 2008	EXTENSION 2 FILED	66230
Feb. 27, 2008	TEAS EXTENSION RECEIVED	
Feb. 27, 2008	TEAS STATEMENT OF USE RECEIVED	
Nov. 16, 2007	EXTENSION 1 GRANTED	64657
Nov. 01, 2007	EXTENSION 1 FILED	64657
Nov. 01, 2007	TEAS EXTENSION RECEIVED	
May 08, 2007	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Feb. 13, 2007	PUBLISHED FOR OPPOSITION	
Jan. 24, 2007	NOTICE OF PUBLICATION	
Dec. 19, 2006	LAW OFFICE PUBLICATION REVIEW COMPLETED	76243
Dec. 19, 2006	ASSIGNED TO LIE	76243
Dec. 04, 2006	APPROVED FOR PUB - PRINCIPAL REGISTER	
Nov. 16, 2006	EXAMINER'S AMENDMENT ENTERED	74189
Oct. 19, 2006	EXAMINERS AMENDMENT E-MAILED	6328
Oct. 19, 2006	EXAMINERS AMENDMENT -WRITTEN	76153
Oct. 19, 2006	PREVIOUS ALLOWANCE COUNT WITHDRAWN	
Sep. 28, 2006	CASE RETURNED TO EXAMINATION	66530
Sep. 28, 2006	NOTICE OF ALLOWANCE CANCELLED	66530
Apr. 04, 2006	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Jan. 10, 2006	PUBLISHED FOR OPPOSITION	
Dec. 21, 2005	NOTICE OF PUBLICATION	
Nov. 21, 2005	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787

Nov. 21, 2005	ASSIGNED TO LIE	73787
Sep. 22, 2005	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 22, 2005	APPROVED FOR PUB - PRINCIPAL REGISTER	
Sep. 20, 2005	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Sep. 15, 2005	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Sep. 15, 2005	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 29, 2005	NON-FINAL ACTION E-MAILED	6325
Apr. 29, 2005	NON-FINAL ACTION WRITTEN	76153
Apr. 29, 2005	ASSIGNED TO EXAMINER	76153
Mar. 23, 2005	NEW APPLICATION ENTERED IN TRAM	

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: PUBLICATION AND ISSUE SECTION

Date in Location: Apr. 18, 2008

Assignment Abstract Of Title Information

Summary

Total Assignments: 1

Registrant: Zillow, Inc.

Assignment 1 of 1

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: assignment-tm-4774-0841.pdf

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

State or Country Where Organized: CALIFORNIA

Legal Entity Type: CORPORATION

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: Opposition

Proceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508
SEATTLE WA , 98115
UNITED STATES

Correspondent e-mail: john@janewaypatentlaw.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending	<u>85316446</u>	

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATES

Correspondent e-mail: docketing@bgllp.com , matt.schneller@bgllp.com , jennifer.ashton@bgllp.com , erin.hennessy@bgllp.com , stephanie.blair@bgllp.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

Type of Proceeding: Cancellation

Proceeding Number: 92049291

Filing Date: May 01, 2008

Status: Terminated

Status Date: May 20, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
Neifeld IP Law, PC
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL	Cancelled - Section 18 Plaintiff(s)	<u>77201288</u>	<u>3384537</u>

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue Suite 4800
Seattle WA , 98101
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	May 01, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	May 02, 2008	Jun 11, 2008
3	PENDING, INSTITUTED	May 02, 2008	
4	ANSWER	Jun 03, 2008	
5	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
6	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
7	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
8	CASE CONSL W 91183213; TD REMAIN AS SET	Jul 23, 2008	
9	D'S INITIAL DISCLOSURES	Aug 11, 2008	
10	VOLUNTARY SURRENDER OF REGISTRATION	May 08, 2009	
11	BOARD'S DECISION: GRANTED	May 13, 2009	
12	COMMR'S ORDER CANCELLING REGISTRATION	May 20, 2009	
13	TERMINATED	May 20, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183213

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 13, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com , bmarquies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL REALTY	Abandoned - After Inter-Partes Decision	<u>77228709</u>	

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099

UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	EXTENSION OF TIME GRANTED	May 05, 2008	
6	CORRECTION TO BOARD'S ORDER	Jun 02, 2008	
7	ANSWER	Jun 03, 2008	
8	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
9	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
10	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
11	CASE CONSL W 92049291; TD REMAIN AS SET	Jul 23, 2008	
12	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Jan 26, 2009	
13	SUSPENDED	Jan 26, 2009	
14	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Feb 25, 2009	
15	SUSPENDED	Feb 25, 2009	
16	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Mar 24, 2009	
17	SUSPENDED	Mar 24, 2009	
18	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Apr 24, 2009	
19	SUSPENDED	Apr 24, 2009	
20	WITHDRAWAL OF APPLICATION	May 08, 2009	
21	BOARD'S DECISION: SUSTAINED	May 13, 2009	
22	TERMINATED	May 13, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183214

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 26, 2009

Interlocutory Attorney: ANGELA LYKOS

Defendant

Name: Hackett, Jeff D.

Correspondent Address: Jason H. Forster
KREMBLAS, FOSTER, PHILLIPS & POLLICK
7632 Slate Ridge Blvd.
Reynoldsburg OH , 43068
UNITED STATES

Correspondent e-mail: jfoster@ohiopatent.com

Associated marks

Mark	Application Status	Serial	Registration
------	--------------------	--------	--------------

ZILLOAN.COM Abandoned - After Inter-Partes Decision **Number** **Number**
77210371

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
 Perkins Coie LLP
 1201 3rd Ave., Floor 48
 Seattle WA , 98101-3099
 UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	TRIAL DATES RESET	May 29, 2008	
6	ANSWER	Jun 04, 2008	
7	D'S RETURNED UNDELIVERABLE	Jun 16, 2008	
8	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
9	P'S MOTION FOR SUMMARY JUDGMENT(PART 2)	Feb 27, 2009	
10	P'S MOTION FOR SUMMARY JUDGMENT(PART 3)	Feb 27, 2009	
11	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
12	SUSPENDED PENDING DISP OF OUTSTNDNG MOT	Mar 05, 2009	
13	P'S MOTION FOR SUMMARY JUDGMENT(PART 1 OF 2)	Mar 02, 2009	
14	P'S MOTION FOR SUMMARY JUDGMENT(PART 2 OF 2)	Mar 02, 2009	
15	BOARD'S DECISION: SUSTAINED	May 26, 2009	
16	TERMINATED	May 26, 2009	

Generated on: This page was generated by TSDR on 2013-04-10 16:59:01 EDT

Mark: ZILLOW

ZILLOW

US Serial Number: 78589650
US Registration Number: 3437691

Application Filing Date: Mar. 17, 2005
Registration Date: May 27, 2008

Register: Principal

Mark Type: Service Mark

Status: Registered. The registration date is used to determine when post-registration maintenance documents are due.

Status Date: May 27, 2008

Publication Date: Nov. 28, 2006

Notice of Allowance Date: Feb. 20, 2007

Mark Information

Mark Literal Elements: ZILLOW

Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.

Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Related Properties Information

International Registration Number: 0882476

International Application(s) /Registration(s) Based on this Property: A0002681/0882476

Claimed Ownership of US Registrations: 78976968

Parent Of: 78976968

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [...] indicate deleted goods/services;
- Double parenthesis ((...)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *...* identify additional (new) wording in the goods/services.

For: Operating marketplaces for sellers of goods and services in the field of real estate; real estate valuation services, financial valuation of real estate; providing information in the field of real estate

International Class: 036 - Primary Class

U.S Class: 100, 101, 102

Class Status: ACTIVE

Basis: 1(a)

First Use: Feb. 07, 2006

Use in Commerce: Feb. 07, 2006

Basis Information (Case Level)

Filed Use: No	Currently Use: Yes	Amended Use: No
Filed ITU: Yes	Currently ITU: No	Amended ITU: No
Filed 44D: No	Currently 44D: No	Amended 44D: No
Filed 44E: No	Currently 44E: No	Amended 44E: No
Filed 66A: No	Currently 66A: No	
Filed No Basis: No	Currently No Basis: No	

Current Owner(s) Information

Owner Name: Zillow, Inc.

Owner Address: 1301 2nd Ave., Floor 31
Seattle, WASHINGTON 98101
UNITED STATES

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Matthew D. Schneller
Attorney Primary Email Address: docketing@bglip.com

Docket Number: 093735?10060
Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Matthew D. Schneller
 Bracewell & Giuliani LLP
 701 Fifth Avenue, Suite 6200
 Seattle, WASHINGTON 98104
 UNITED STATES

Phone: 206-204-6200
Correspondent e-mail: docketing@bglip.com

Fax: 206-204-6262
Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Sep. 09, 2011	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 09, 2011	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2011	ATTORNEY REVOKED AND/OR APPOINTED	
Aug. 26, 2011	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
May 29, 2008	CERTIFICATE OF CORRECTION ISSUED	
May 29, 2008	ASSIGNED TO PARALEGAL	76293
May 27, 2008	REGISTERED-PRINCIPAL REGISTER	
Apr. 18, 2008	LAW OFFICE REGISTRATION REVIEW COMPLETED	78145
Apr. 18, 2008	ASSIGNED TO LIE	78145
Apr. 15, 2008	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Mar. 11, 2008	STATEMENT OF USE PROCESSING COMPLETE	71034
Mar. 11, 2008	EXTENSION 2 GRANTED	71034
Feb. 15, 2008	USE AMENDMENT FILED	71034
Feb. 15, 2008	EXTENSION 2 FILED	71034
Feb. 15, 2008	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Feb. 15, 2008	TEAS EXTENSION RECEIVED	
Feb. 15, 2008	TEAS STATEMENT OF USE RECEIVED	
Sep. 18, 2007	EXTENSION 1 GRANTED	76874
Aug. 20, 2007	EXTENSION 1 FILED	76874
Aug. 20, 2007	TEAS EXTENSION RECEIVED	
Feb. 20, 2007	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Nov. 28, 2006	PUBLISHED FOR OPPOSITION	
Nov. 08, 2006	NOTICE OF PUBLICATION	
Oct. 06, 2006	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787
Sep. 29, 2006	ASSIGNED TO LIE	73787
Sep. 28, 2006	APPROVED FOR PUB - PRINCIPAL REGISTER	
Aug. 08, 2006	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Jul. 12, 2006	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Jul. 12, 2006	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 05, 2006	DIVISIONAL PROCESSING COMPLETE	
Mar. 21, 2006	DIVISIONAL REQUEST RECEIVED	
Mar. 21, 2006	PAPER RECEIVED	

Jan. 12, 2006	NON-FINAL ACTION E-MAILED	6325
Jan. 12, 2006	NON-FINAL ACTION WRITTEN	76153
Dec. 19, 2005	PREVIOUS ALLOWANCE COUNT WITHDRAWN	
Dec. 16, 2005	WITHDRAWN FROM PUB - OG REVIEW QUERY	77908
Nov. 21, 2005	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787
Nov. 21, 2005	ASSIGNED TO LIE	73787
Sep. 22, 2005	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 22, 2005	APPROVED FOR PUB - PRINCIPAL REGISTER	
Sep. 20, 2005	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Sep. 15, 2005	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Sep. 15, 2005	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 29, 2005	NON-FINAL ACTION E-MAILED	6325
Apr. 29, 2005	NON-FINAL ACTION WRITTEN	76153
Apr. 29, 2005	ASSIGNED TO EXAMINER	76153
Mar. 23, 2005	NEW APPLICATION ENTERED IN TRAM	

Maintenance Filings or Post Registration Information

Change in Registration: Yes

Correction made to Registration: Statement(s): The drawing is corrected to appear as follows: ZILLOW

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: POST REGISTRATION

Date in Location: Sep. 08, 2008

Assignment Abstract Of Title Information

Summary

Total Assignments: 1

Registrant: Zillow, Inc.

Assignment 1 of 1

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: assignment-tm-4774-0841.pdf

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

State or Country Where Organized: CALIFORNIA

Legal Entity Type: CORPORATION

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: Opposition

Proceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508
SEATTLE WA , 98115
UNITED STATES

Correspondent e-mail: john@janewaypatentlaw.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending Plaintiff(s)	<u>85316446</u>	

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATES

Correspondent e-mail: docketing@bglp.com , matt.schneller@bglp.com , jennifer.ashton@bglp.com , erin.hennessy@bglp.com , stephanie.blair@bglp.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

Type of Proceeding: Cancellation

Proceeding Number: 92049291

Filing Date: May 01, 2008

Status: Terminated

Status Date: May 20, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant**Name:** Homezill LLC**Correspondent Address:** Bruce T. Margulies
Neifeld IP Law, PC
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES**Correspondent e-mail:** GBmargulies@neifeld.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
HOMEZILL	Cancelled - Section 18	<u>77201288</u>	<u>3384537</u>

Plaintiff(s)**Name:** Zillow, Inc.**Correspondent Address:** Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue Suite 4800
Seattle WA , 98101
UNITED STATES**Correspondent e-mail:** pctrademarks@perkinscoie.com , mschneller@perkinscoie.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	May 01, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	May 02, 2008	Jun 11, 2008
3	PENDING, INSTITUTED	May 02, 2008	
4	ANSWER	Jun 03, 2008	
5	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
6	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
7	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
8	CASE CONSL W 91183213; TD REMAIN AS SET	Jul 23, 2008	
9	D'S INITIAL DISCLOSURES	Aug 11, 2008	
10	VOLUNTARY SURRENDER OF REGISTRATION	May 08, 2009	
11	BOARD'S DECISION: GRANTED	May 13, 2009	
12	COMMR'S ORDER CANCELLING REGISTRATION	May 20, 2009	
13	TERMINATED	May 20, 2009	

Type of Proceeding: Opposition**Proceeding Number:** 91183213**Filing Date:** Mar 26, 2008**Status:** Terminated**Status Date:** May 13, 2009**Interlocutory Attorney:** FRANCES S WOLFSON**Defendant****Name:** Homezill LLC**Correspondent Address:** Bruce T. Margulies
4813-B Eisenhower Ave.
Alexandria VA , 22304

UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com , bmarquies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL REALTY	Abandoned - After Inter-Partes Decision	<u>77228709</u>	

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	EXTENSION OF TIME GRANTED	May 05, 2008	
6	CORRECTION TO BOARD'S ORDER	Jun 02, 2008	
7	ANSWER	Jun 03, 2008	
8	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
9	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
10	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
11	CASE CONSL W 92049291; TD REMAIN AS SET	Jul 23, 2008	
12	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Jan 26, 2009	
13	SUSPENDED	Jan 26, 2009	
14	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Feb 25, 2009	
15	SUSPENDED	Feb 25, 2009	
16	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Mar 24, 2009	
17	SUSPENDED	Mar 24, 2009	
18	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Apr 24, 2009	
19	SUSPENDED	Apr 24, 2009	
20	WITHDRAWAL OF APPLICATION	May 08, 2009	
21	BOARD'S DECISION: SUSTAINED	May 13, 2009	
22	TERMINATED	May 13, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183214

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 26, 2009

Interlocutory Attorney: ANGELA LYKOS

Defendant

Name: Hackett, Jeff D.

Correspondent Address: Jason H. Forster
KREMBLAS, FOSTER, PHILLIPS & POLLICK
7632 Slate Ridge Blvd.
Reynoldsburg OH , 43068
UNITED STATES

Correspondent e-mail: jfoster@ohiopatent.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOAN.COM	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77210371</u>	

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	TRIAL DATES RESET	May 29, 2008	
6	ANSWER	Jun 04, 2008	
7	D'S RETURNED UNDELIVERABLE	Jun 16, 2008	
8	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
9	P'S MOTION FOR SUMMARY JUDGMENT(PART 2)	Feb 27, 2009	
10	P'S MOTION FOR SUMMARY JUDGMENT(PART 3)	Feb 27, 2009	
11	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
12	SUSPENDED PENDING DISP OF OUTSTNDNG MOT	Mar 05, 2009	
13	P'S MOTION FOR SUMMARY JUDGMENT(PART 1 OF 2)	Mar 02, 2009	
14	P'S MOTION FOR SUMMARY JUDGMENT(PART 2 OF 2)	Mar 02, 2009	
15	BOARD'S DECISION: SUSTAINED	May 26, 2009	
16	TERMINATED	May 26, 2009	

Generated on: This page was generated by TSDR on 2013-04-10 16:59:51 EDT

Mark: CHARGE&DRIVE

Charge&Drive

US Serial Number: 79092683

Application Filing Date: Dec. 08, 2010

US Registration Number: 4284329

Registration Date: Feb. 05, 2013

Register: Principal

Mark Type: Trademark, Service Mark

Status: Registered. The registration date is used to determine when post-registration maintenance documents are due.

Status Date: Feb. 05, 2013

Publication Date: Nov. 20, 2012

Mark Information

Mark Literal Elements: CHARGE&DRIVE

Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.

Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Related Properties Information

International Registration Number: 1065468

International Registration Date: Dec. 08, 2010

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [...] indicate deleted goods/services;
- Double parenthesis ((...)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *...* identify additional (new) wording in the goods/services.

For: Electrical apparatus, namely, charging stations for charging electric vehicles; apparatus for the input, processing, transmission, storage and display of electrical data; electronic instruments and devices, namely, electric power converters for electric power transmission and distribution units and for the transmission of electric energy from the producer to the consumer at electric vehicle charging stations; electronic instruments and apparatus for data recording and the control of electrical quantities in electrical energy transmission and distribution systems; data processing programs for data acquisition and the control of electrical quantities in electrical energy transmission and distribution systems; data processing equipment and computers including peripheral devices therefor; the aforesaid goods being for data communication via cable linked and wireless communications networks for remote data transmission and data transmission in local networks

International Class: 009 - Primary Class

U.S Class: 021, 023, 026, 036, 038

Class Status: ACTIVE

Basis: 66(a)

For: Arranging and conducting of training courses and seminars in the field of the science and technology of energy distribution; arranging and conducting educational congresses, conferences and trade fairs and exhibitions in the field of the science and technology of providing energy transmission and distribution systems for electric vehicles

International Class: 041 - Primary Class

U.S Class: 100, 101, 107

Class Status: ACTIVE

Basis: 66(a)

For: Technical planning, research and development of installations and apparatus in the field of electrical energy transmission and distribution systems; technical consultancy and providing of expertise, namely, engineering services in the field of energy transmission and distribution; creation and rental of programs for data processing and process technology, in particular for the construction, equipping and fitting out and operation of installations in the field of electrical energy transmission and distribution; technical project management in the field of electrical energy transmission and distribution

International Class: 042 - Primary Class

U.S Class: 100, 101

Class Status: ACTIVE

Basis: 66(a)

Basis Information (Case Level)

Filed Use: No

Currently Use: No

Amended Use: No

Filed ITU: No

Currently ITU: No

Amended ITU: No

Filed 44D: No

Currently 44D: No

Amended 44D: No

Filed 44E: No

Currently 44E: No

Amended 44E: No

Filed 66A: Yes

Currently 66A: Yes

Filed No Basis: No

Currently No Basis: No

Current Owner(s) Information

Owner Name: Siemens Aktiengesellschaft
Owner Address: Wittelsbacherplatz 2
80333 München
GERMANY
Legal Entity Type: Aktiengesellschaft
State or Country Where Organized: GERMANY

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Marie Anne Mastrovito
Attorney Primary Email Address: mamastrovito@lawabel.com
Attorney Email Authorized: No

Correspondent

Correspondent Name/Address: MARIE ANNE MASTROVITO
ABELMAN FRAYNE & SCHWAB
666 THIRD AVENUE
NEW YORK, NEW YORK 10017
UNITED STATES
Phone: 212 949 9022
Fax: 212 949 9190
Correspondent e-mail: mamastrovito@lawabel.com
Correspondent e-mail Authorized: No

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Feb. 05, 2013	REGISTERED-PRINCIPAL REGISTER	
Nov. 20, 2012	OFFICIAL GAZETTE PUBLICATION CONFIRMATION E-MAILED	
Nov. 20, 2012	PUBLISHED FOR OPPOSITION	
Oct. 31, 2012	NOTIFICATION OF POSSIBLE OPPOSITION SENT TO IB	
Oct. 31, 2012	NOTICE OF START OF OPPOSITION PERIOD CREATED, TO BE SENT TO IB	
Oct. 31, 2012	NOTIFICATION OF NOTICE OF PUBLICATION E-MAILED	
Oct. 15, 2012	LAW OFFICE PUBLICATION REVIEW COMPLETED	66121
Oct. 15, 2012	EXPARTE APPEAL TERMINATED	92683
Oct. 15, 2012	APPROVED FOR PUB - PRINCIPAL REGISTER	
Oct. 12, 2012	TEAS/EMAIL CORRESPONDENCE ENTERED	66121
Oct. 12, 2012	CORRESPONDENCE RECEIVED IN LAW OFFICE	66121
Oct. 05, 2012	TEAS REQUEST FOR RECONSIDERATION RECEIVED	
Oct. 06, 2012	EX PARTE APPEAL-INSTITUTED	92683
Oct. 06, 2012	JURISDICTION RESTORED TO EXAMINING ATTORNEY	92683
Oct. 05, 2012	EXPARTE APPEAL RECEIVED AT TTAB	
Aug. 03, 2012	NOTIFICATION OF POSSIBLE OPPOSITION - PROCESSED BY IB	
Jul. 18, 2012	NOTIFICATION OF POSSIBLE OPPOSITION SENT TO IB	
Jul. 18, 2012	NOTIFICATION OF POSSIBLE OPPOSITION CREATED, TO BE SENT TO IB	
Apr. 05, 2012	NOTIFICATION OF FINAL REFUSAL EMAILED	
Apr. 05, 2012	FINAL REFUSAL E-MAILED	
Apr. 05, 2012	FINAL REFUSAL WRITTEN	81112
Apr. 03, 2012	LIE CHECKED SUSP - TO ATTY FOR ACTION	66121
Oct. 03, 2011	NOTIFICATION OF LETTER OF SUSPENSION E-MAILED	6332
Oct. 03, 2011	LETTER OF SUSPENSION E-MAILED	6332
Oct. 03, 2011	SUSPENSION LETTER WRITTEN	81112

Sep. 13, 2011	TEAS/EMAIL CORRESPONDENCE ENTERED	66121
Sep. 13, 2011	CORRESPONDENCE RECEIVED IN LAW OFFICE	66121
Sep. 12, 2011	ASSIGNED TO LIE	66121
Sep. 08, 2011	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Mar. 27, 2011	REFUSAL PROCESSED BY IB	
Mar. 08, 2011	NON-FINAL ACTION MAILED - REFUSAL SENT TO IB	
Mar. 08, 2011	REFUSAL PROCESSED BY MPU	67445
Mar. 05, 2011	NON-FINAL ACTION (IB REFUSAL) PREPARED FOR REVIEW	
Mar. 04, 2011	NON-FINAL ACTION WRITTEN	81112
Feb. 27, 2011	ASSIGNED TO EXAMINER	81112
Feb. 22, 2011	APPLICATION FILING RECEIPT MAILED	
Feb. 18, 2011	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	
Feb. 17, 2011	SN ASSIGNED FOR SECT 66A APPL FROM IB	

International Registration Information (Section 66a)

International Registration Number: 1065468	International Registration Date: Dec. 08, 2010
Intl. Registration Status: REQUEST FOR EXTENSION OF PROTECTION PROCESSED	Date of International Registration Status: Feb. 17, 2011
Notification of Designation Date: Feb. 17, 2011	Date of Automatic Protection: Aug. 17, 2012
First Refusal Flag: Yes	

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: PUBLICATION AND ISSUE SECTION

Date in Location: Feb. 05, 2013

Proceedings

Summary

Number of Proceedings: 1

Type of Proceeding: Exparte Appeal

Proceeding Number: 79092683

Filing Date: Oct 05, 2012

Status: Terminated

Status Date: Oct 15, 2012

Interlocutory Attorney:

Plaintiff(s)

Name: Siemens Aktiengesellschaft

Correspondent Address: Marie Anne Mastrovito
Abelman Frayne & Schwab
666 Third Avenue
New York NY, 10017
UNITED STATES

Correspondent e-mail: mamastrovito@lawabel.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
CHARGE&DRIVE	Registered	<u>79092683</u>	<u>4284329</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	APPEAL TO BOARD	Oct 05, 2012	
2	Appeal Acknowledged; Case Remanded	Oct 06, 2012	
3	INSTITUTED	Oct 06, 2012	
4	REQUEST FOR RECONSIDERATION	Oct 05, 2012	
5	TERMINATED	Oct 15, 2012	

Generated on: This page was generated by TSDR on 2013-04-10 17:00:33 EDT

Mark: ZILLOW

ZILLOW

US Serial Number: 78976968 **Application Filing Date:** Mar. 17, 2005
US Registration Number: 3332886 **Registration Date:** Nov. 06, 2007
Register: Principal
Mark Type: Service Mark
Status: A Sections 8 and 15 combined declaration has been accepted and acknowledged.
Status Date: Dec. 01, 2012
Publication Date: Jul. 18, 2006 **Notice of Allowance Date:** Oct. 10, 2006

Mark Information

Mark Literal Elements: ZILLOW
Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.
Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Related Properties Information

International Registration Number: 0882476
International Application(s) /Registration(s) Based on this Property: A0002681/0882476
Claimed Ownership of US Registrations: 78589650
Child Of: 78589650

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [.] indicate deleted goods/services;
- Double parenthesis ((.)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *..* identify additional (new) wording in the goods/services.

For: Operating marketplaces for sellers of goods and services in the field of real estate; real estate valuation services, financial valuation of real estate; providing information in the field of real estate

International Class: 036 - Primary Class **U.S Class:** 100, 101, 102
Class Status: ACTIVE
Basis: 1(a)
First Use: Feb. 07, 2006 **Use in Commerce:** Feb. 07, 2006

Basis Information (Case Level)

Filed Use: No	Currently Use: Yes	Amended Use: No
Filed ITU: Yes	Currently ITU: No	Amended ITU: No
Filed 44D: No	Currently 44D: No	Amended 44D: No
Filed 44E: No	Currently 44E: No	Amended 44E: No
Filed 66A: No	Currently 66A: No	
Filed No Basis: No	Currently No Basis: No	

Current Owner(s) Information

Owner Name: Zillow, Inc.
Owner Address: 1301 2nd Ave., Floor 31
Seattle, WASHINGTON 98101
UNITED STATES
Legal Entity Type: CORPORATION **State or Country Where Organized:** WASHINGTON

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Matthew D. Schneller
Attorney Primary Email Address: docketing@bgllp.com

Docket Number: 093735.10070
Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Matthew D. Schneller
 Bracewell & Giuliani LLP
 Suite 6200
 701 Fifth Avenue
 SEATTLE, WASHINGTON 98101
 UNITED STATES

Phone: 2062046200

Correspondent e-mail: docketing@bgllp.com

Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Dec. 01, 2012	NOTICE OF ACCEPTANCE OF SEC. 8 & 15 - E-MAILED	
Dec. 01, 2012	REGISTERED - SEC. 8 (6-YR) ACCEPTED & SEC. 15 ACK.	76293
Dec. 01, 2012	CASE ASSIGNED TO POST REGISTRATION PARALEGAL	76293
Nov. 06, 2012	TEAS SECTION 8 & 15 RECEIVED	
Aug. 08, 2012	AMENDMENT UNDER SECTION 7 - ISSUED	73376
Jun. 08, 2012	CASE ASSIGNED TO POST REGISTRATION PARALEGAL	73376
Jun. 05, 2012	TEAS SECTION 7 REQUEST RECEIVED	
Jun. 04, 2012	TEAS CHANGE OF CORRESPONDENCE RECEIVED	
Sep. 09, 2011	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 09, 2011	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2011	ATTORNEY REVOKED AND/OR APPOINTED	
Aug. 26, 2011	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Nov. 06, 2007	REGISTERED-PRINCIPAL REGISTER	
Oct. 02, 2007	LAW OFFICE REGISTRATION REVIEW COMPLETED	77312
Oct. 02, 2007	ASSIGNED TO LIE	77312
Aug. 31, 2007	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Jul. 16, 2007	STATEMENT OF USE PROCESSING COMPLETE	71034
Jul. 16, 2007	EXTENSION 1 GRANTED	71034
Apr. 10, 2007	USE AMENDMENT FILED	71034
Apr. 10, 2007	EXTENSION 1 FILED	71034
Apr. 10, 2007	TEAS EXTENSION RECEIVED	
Apr. 10, 2007	TEAS STATEMENT OF USE RECEIVED	
Oct. 10, 2006	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Jul. 18, 2006	PUBLISHED FOR OPPOSITION	
Jun. 28, 2006	NOTICE OF PUBLICATION	
Jun. 05, 2006	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787
May 31, 2006	ASSIGNED TO LIE	73787
May 16, 2006	APPROVED FOR PUB - PRINCIPAL REGISTER	
Apr. 05, 2006	DIVISIONAL PROCESSING COMPLETE	
Mar. 21, 2006	DIVISIONAL REQUEST RECEIVED	
Mar. 21, 2006	PAPER RECEIVED	
Jan. 12, 2006	NON-FINAL ACTION E-MAILED	6325

Jan. 12, 2006	NON-FINAL ACTION WRITTEN	76153
Dec. 19, 2005	PREVIOUS ALLOWANCE COUNT WITHDRAWN	
Dec. 16, 2005	WITHDRAWN FROM PUB - OG REVIEW QUERY	77908
Nov. 21, 2005	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787
Nov. 21, 2005	ASSIGNED TO LIE	73787
Sep. 22, 2005	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 22, 2005	APPROVED FOR PUB - PRINCIPAL REGISTER	
Sep. 20, 2005	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Sep. 15, 2005	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Sep. 15, 2005	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 29, 2005	NON-FINAL ACTION E-MAILED	6325
Apr. 29, 2005	NON-FINAL ACTION WRITTEN	76153
Apr. 29, 2005	ASSIGNED TO EXAMINER	76153
Mar. 23, 2005	NEW APPLICATION ENTERED IN TRAM	

Maintenance Filings or Post Registration Information

Affidavit of Continued Use: Section 8 - Accepted

Affidavit of Incontestability: Section 15 - Accepted

Change in Registration: Yes

Amendment to a Registration/Renewal Certificate: The drawing is amended to appear as follows: ZILLOW

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: TMO LAW OFFICE 112

Date in Location: Dec. 01, 2012

Assignment Abstract Of Title Information

Summary

Total Assignments: 1

Registrant: Zillow, Inc.

Assignment 1 of 1

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: assignment-tm-4774-0841.pdf

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

Legal Entity Type: CORPORATION

State or Country Where Organized: CALIFORNIA

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNHOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: OppositionProceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508
SEATTLE WA , 98115
UNITED STATESCorrespondent e-mail: john@janewaypatentlaw.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending Plaintiff(s)	<u>85316446</u>	

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATESCorrespondent e-mail: docketing@bgllp.com , matt.schneller@bgllp.com , jennifer.ashton@bgllp.com , erin.hennessy@bgllp.com , stephanie.blair@bgllp.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

Type of Proceeding: Cancellation

Proceeding Number: 92049291

Filing Date: May 01, 2008

Status: Terminated

Status Date: May 20, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
Neifeld IP Law, PC
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL	Cancelled - Section 18	<u>77201288</u>	<u>3384537</u>

Plaintiff(s)

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue Suite 4800
Seattle WA , 98101
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	May 01, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	May 02, 2008	Jun 11, 2008
3	PENDING, INSTITUTED	May 02, 2008	
4	ANSWER	Jun 03, 2008	
5	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
6	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
7	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
8	CASE CONSL W 91183213; TD REMAIN AS SET	Jul 23, 2008	
9	D'S INITIAL DISCLOSURES	Aug 11, 2008	
10	VOLUNTARY SURRENDER OF REGISTRATION	May 08, 2009	
11	BOARD'S DECISION: GRANTED	May 13, 2009	
12	COMMR'S ORDER CANCELLING REGISTRATION	May 20, 2009	
13	TERMINATED	May 20, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183213

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 13, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com , bmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL REALTY	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77228709</u>	

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	EXTENSION OF TIME GRANTED	May 05, 2008	
6	CORRECTION TO BOARD'S ORDER	Jun 02, 2008	
7	ANSWER	Jun 03, 2008	
8	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
9	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
10	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
11	CASE CONSL W 92049291; TD REMAIN AS SET	Jul 23, 2008	
12	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Jan 26, 2009	
13	SUSPENDED	Jan 26, 2009	
14	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Feb 25, 2009	
15	SUSPENDED	Feb 25, 2009	
16	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Mar 24, 2009	
17	SUSPENDED	Mar 24, 2009	
18	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Apr 24, 2009	
19	SUSPENDED	Apr 24, 2009	
20	WITHDRAWAL OF APPLICATION	May 08, 2009	
21	BOARD'S DECISION: SUSTAINED	May 13, 2009	

Type of Proceeding: Opposition**Proceeding Number:** 91183214**Filing Date:** Mar 26, 2008**Status:** Terminated**Status Date:** May 26, 2009**Interlocutory Attorney:** ANGELA LYKOS**Defendant****Name:** Hackett, Jeff D.**Correspondent Address:** Jason H. Forster
KREMBLAS, FOSTER, PHILLIPS & POLLICK
7632 Slate Ridge Blvd.
Reynoldsburg OH , 43068
UNITED STATES**Correspondent e-mail:** jfoster@ohiopatent.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOAN.COM	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77210371</u>	

Name: Zillow, Inc.**Correspondent Address:** Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES**Correspondent e-mail:** pctrademarks@perkinscoie.com**Associated marks**

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	TRIAL DATES RESET	May 29, 2008	
6	ANSWER	Jun 04, 2008	
7	D'S RETURNED UNDELIVERABLE	Jun 16, 2008	
8	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
9	P'S MOTION FOR SUMMARY JUDGMENT(PART 2)	Feb 27, 2009	
10	P'S MOTION FOR SUMMARY JUDGMENT(PART 3)	Feb 27, 2009	
11	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
12	SUSPENDED PENDING DISP OF OUTSTNDNG MOT	Mar 05, 2009	
13	P'S MOTION FOR SUMMARY JUDGMENT(PART 1 OF 2)	Mar 02, 2009	
14	P'S MOTION FOR SUMMARY JUDGMENT(PART 2 OF 2)	Mar 02, 2009	
15	BOARD'S DECISION: SUSTAINED	May 26, 2009	

Attorney of Record

Attorney Name: Matthew D. Schneller
Attorney Primary Email Address: docketing@bqllp.com

Docket Number: 093735210060
Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Matthew D. Schneller
Bracewell & Giuliani LLP
701 Fifth Avenue, Suite 6200
Seattle, WASHINGTON 98104
UNITED STATES

Phone: 206-204-6200
Correspondent e-mail: docketing@bqllp.com

Fax: 206-204-6262
Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Oct. 17, 2011	NOTICE OF ACCEPTANCE OF SEC. 8 & 15 - E-MAILED	
Oct. 17, 2011	REGISTERED - SEC. 8 (6-YR) ACCEPTED & SEC. 15 ACK.	70619
Oct. 17, 2011	CASE ASSIGNED TO POST REGISTRATION PARALEGAL	70619
Sep. 28, 2011	TEAS SECTION 8 & 15 RECEIVED	
Sep. 09, 2011	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 09, 2011	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Aug. 26, 2011	ATTORNEY REVOKED AND/OR APPOINTED	
Aug. 26, 2011	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Sep. 30, 2008	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Sep. 30, 2008	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 26, 2006	REGISTERED-PRINCIPAL REGISTER	
Aug. 11, 2006	LAW OFFICE REGISTRATION REVIEW COMPLETED	74189
Aug. 11, 2006	AMENDMENT FROM APPLICANT ENTERED	74189
Aug. 04, 2006	CORRESPONDENCE RECEIVED IN LAW OFFICE	74189
Aug. 09, 2006	ASSIGNED TO LIE	74189
Aug. 04, 2006	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Aug. 03, 2006	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Jul. 27, 2006	STATEMENT OF USE PROCESSING COMPLETE	76873
Jul. 07, 2006	USE AMENDMENT FILED	76873
Jul. 27, 2006	DIVISIONAL PROCESSING COMPLETE	
Jul. 07, 2006	DIVISIONAL REQUEST RECEIVED	
Jul. 07, 2006	PAPER RECEIVED	
Jul. 05, 2006	TEAS STATEMENT OF USE RECEIVED	
Jun. 23, 2006	REQUEST TO DIVIDE UNTIMELY, REFUSED, OR WITHDRAWN	61813
Jun. 14, 2006	PAPER RECEIVED	
Apr. 11, 2006	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Jan. 17, 2006	PUBLISHED FOR OPPOSITION	
Dec. 28, 2005	NOTICE OF PUBLICATION	
Dec. 02, 2005	LAW OFFICE PUBLICATION REVIEW COMPLETED	73787
Dec. 02, 2005	ASSIGNED TO LIE	73787
Oct. 04, 2005	ASSIGNED TO LIE	66121
Sep. 22, 2005	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Sep. 23, 2005	APPROVED FOR PUB - PRINCIPAL REGISTER	
Sep. 23, 2005	EXAMINERS AMENDMENT E-MAILED	6328

Sep. 23, 2005	EXAMINERS AMENDMENT -WRITTEN	76153
Sep. 20, 2005	TEAS/EMAIL CORRESPONDENCE ENTERED	73787
Sep. 15, 2005	CORRESPONDENCE RECEIVED IN LAW OFFICE	73787
Sep. 15, 2005	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Apr. 29, 2005	NON-FINAL ACTION E-MAILED	6325
Apr. 29, 2005	NON-FINAL ACTION WRITTEN	76153
Apr. 29, 2005	ASSIGNED TO EXAMINER	76153
Mar. 23, 2005	NEW APPLICATION ENTERED IN TRAM	

Maintenance Filings or Post Registration Information

Affidavit of Continued Use: Section 8 - Accepted

Affidavit of Incontestability: Section 15 - Accepted

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: TMO LAW OFFICE 112

Date in Location: Oct. 17, 2011

Assignment Abstract Of Title Information

Summary

Total Assignments: 1

Registrant: Zillow, Inc.

Assignment 1 of 1

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: assignment-tm-4774-0841.pdf

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

State or Country Where Organized: CALIFORNIA

Legal Entity Type: CORPORATION

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: Opposition

Proceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508

SEATTLE WA , 98115
UNITED STATES

Correspondent e-mail: john@janewaypatentlaw.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending Plaintiff(s)	<u>85316446</u>	

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATES

Correspondent e-mail: docketing@bqllp.com , matt.schneller@bqllp.com , jennifer.ashton@bqllp.com , erin.hennessy@bqllp.com , stephanie.blair@bqllp.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

Type of Proceeding: Cancellation

Proceeding Number: 92049291

Filing Date: May 01, 2008

Status: Terminated

Status Date: May 20, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
Neifeld IP Law, PC
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL	Cancelled - Section 18 Plaintiff(s)	<u>77201288</u>	<u>3384537</u>

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 Third Avenue Suite 4800
Seattle WA , 98101
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	May 01, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	May 02, 2008	Jun 11, 2008
3	PENDING, INSTITUTED	May 02, 2008	
4	ANSWER	Jun 03, 2008	
5	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
6	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
7	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
8	CASE CONSL W 91183213; TD REMAIN AS SET	Jul 23, 2008	
9	D'S INITIAL DISCLOSURES	Aug 11, 2008	
10	VOLUNTARY SURRENDER OF REGISTRATION	May 08, 2009	
11	BOARD'S DECISION: GRANTED	May 13, 2009	
12	COMMR'S ORDER CANCELLING REGISTRATION	May 20, 2009	
13	TERMINATED	May 20, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183213

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 13, 2009

Interlocutory Attorney: FRANCES S WOLFSON

Defendant

Name: Homezill LLC

Correspondent Address: Bruce T. Margulies
4813-B Eisenhower Ave.
Alexandria VA , 22304
UNITED STATES

Correspondent e-mail: GBmargulies@neifeld.com , bmargulies@neifeld.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
HOMEZILL REALTY	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77228709</u>	

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com , mschneller@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	EXTENSION OF TIME GRANTED	May 05, 2008	
6	CORRECTION TO BOARD'S ORDER	Jun 02, 2008	
7	ANSWER	Jun 03, 2008	
8	D'S APPEARANCE OF COUNSEL/POWER OF ATTORNEY	Jun 03, 2008	
9	CHANGE OF CORRESPONDENCE ADDRESS	Jun 03, 2008	
10	P'S MOTION TO CONSOLIDATE	Jul 11, 2008	
11	CASE CONSL W 92049291; TD REMAIN AS SET	Jul 23, 2008	
12	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Jan 26, 2009	
13	SUSPENDED	Jan 26, 2009	
14	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Feb 25, 2009	
15	SUSPENDED	Feb 25, 2009	
16	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Mar 24, 2009	
17	SUSPENDED	Mar 24, 2009	
18	STIP TO SUSPEND PEND SETTLEMENT NEGOTNS	Apr 24, 2009	
19	SUSPENDED	Apr 24, 2009	
20	WITHDRAWAL OF APPLICATION	May 08, 2009	
21	BOARD'S DECISION: SUSTAINED	May 13, 2009	
22	TERMINATED	May 13, 2009	

Type of Proceeding: Opposition

Proceeding Number: 91183214

Filing Date: Mar 26, 2008

Status: Terminated

Status Date: May 26, 2009

Interlocutory Attorney: ANGELA LYKOS

Defendant

Name: Hackett, Jeff D.

Correspondent Address: Jason H. Forster
KREMBLAS, FOSTER, PHILLIPS & POLLICK
7632 Slate Ridge Blvd.
Reynoldsburg OH , 43068
UNITED STATES

Correspondent e-mail: jfoster@ohiopatent.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOAN.COM	Abandoned - After Inter-Partes Decision Plaintiff(s)	<u>77210371</u>	

Name: Zillow, Inc.

Correspondent Address: Heidi L. Sachs
Perkins Coie LLP
1201 3rd Ave., Floor 48
Seattle WA , 98101-3099
UNITED STATES

Correspondent e-mail: pctrademarks@perkinscoie.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	STIPULATION FOR AN EXTENSION OF TIME	May 05, 2008	
5	TRIAL DATES RESET	May 29, 2008	
6	ANSWER	Jun 04, 2008	
7	D'S RETURNED UNDELIVERABLE	Jun 16, 2008	
8	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
9	P'S MOTION FOR SUMMARY JUDGMENT(PART 2)	Feb 27, 2009	
10	P'S MOTION FOR SUMMARY JUDGMENT(PART 3)	Feb 27, 2009	
11	P'S MOTION FOR SUMMARY JUDGMENT	Feb 27, 2009	
12	SUSPENDED PENDING DISP OF OUTSTNDNG MOT	Mar 05, 2009	
13	P'S MOTION FOR SUMMARY JUDGMENT(PART 1 OF 2)	Mar 02, 2009	
14	P'S MOTION FOR SUMMARY JUDGMENT(PART 2 OF 2)	Mar 02, 2009	
15	BOARD'S DECISION: SUSTAINED	May 26, 2009	
16	TERMINATED	May 26, 2009	

Generated on: This page was generated by TSDR on 2013-04-10 17:00:48 EDT

Mark: ZILLOW

ZILLOW

US Serial Number: 85464019

Application Filing Date: Nov. 03, 2011

US Registration Number: 4201269

Registration Date: Sep. 04, 2012

Register: Principal

Mark Type: Trademark, Service Mark

Status: Registered. The registration date is used to determine when post-registration maintenance documents are due.

Status Date: Sep. 04, 2012

Publication Date: Jun. 19, 2012

Mark Information

Mark Literal Elements: ZILLOW

Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.

Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Color(s) Claimed: Color is not claimed as a feature of the mark.

Related Properties Information

International Registration Number: 1112205

International Application(s) / Registration(s) Based on this Property: A0027044/1112205

Claimed Ownership of US Registrations: 3150074, 3437690, 3437691 and others

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [...] indicate deleted goods/services;
- Double parenthesis ((...)) identify any goods/services not claimed in a Section 15 affidavit of
- Asterisks *..* identify additional (new) wording in the goods/services.

For: Computer software, namely, consumer data storage software in the area of real estate, apartment and residential rentals, consumer goods and consumer services; computer database software featuring information in the field of real estate, apartment and residential rentals, consumer goods and consumer services; mobile device software, namely, software for advertising, accessing and presenting information in the area of real estate, apartment and residential rentals, consumer goods and consumer services; computer software, namely, application programming interface (API) for accessing and presenting information in the field of real estate, consumer goods and consumer services; computer software for sharing data about real estate, apartments, and residential rentals on social networking sites; computer software for providing mortgage information, analysis, and advice in the fields of mortgage lending and home equity lending; computer software for providing mortgage quotes, for confirming lender availability and interest, and for reviewing and rating lenders and mortgage professionals; computer software, namely, widgets in the fields of real estate, apartment and residential rentals, and mortgages; computer software, namely, software plug-ins for use in social media sites in the fields of real estate, apartment and residential rentals, and mortgages

International Class: 009 - Primary Class

U.S Class: 021, 023, 026, 036, 038

Class Status: ACTIVE

Basis: 1(a)

First Use: Apr. 28, 2009

Use in Commerce: Apr. 28, 2009

Used Anywhere in Another Form: The mark was first used anywhere in a different form other than that sought to be registered at least as early as 02/07/2006

Used in Commerce in Another Form: The mark was first used in commerce in a different form other than that sought to be registered at least as early as 02/07/2006

For: Promoting the goods and services of others by means of linking the web site to other web sites featuring real estate, consumer goods and consumer services; advertising and marketing services in the fields of real estate, apartments, residential rentals, retail services, financial services, mortgage services, home equity services, insurance services, escrow services, real estate appraisal services, legal services, title services, notary services, real estate agency services, property management services, moving and relocation services, home inspection services, architectural services, landscaping services, interior design services, building contractors, home building and repair services, home improvement services, painting services, plumbing services, interior design services, staging services, and home furnishings; real estate sales management; real estate marketing services, namely, on-line services featuring tours of real estate; providing an on-line showroom for the goods of others in the field of real estate, apartments, and residential rentals; operating marketplaces for sellers of goods and services in the field of real estate, apartments, and residential rentals; providing an on-line commercial information directory on the Internet; providing an on-line commercial information on the Internet; providing on-line directory information services also featuring online hyperlinks to other web sites; making referrals in the fields of retail services,

financial services, mortgage services, home equity services, insurance services, escrow services, appraisal services, legal services, title services, notary services, real estate agency services, property management services, moving services, home inspection services, architectural services, landscaping services, interior design services, building contractors, home building and repair services, home improvement services, carpentry services, engineering services, painting services, plumbing services, interior design services, staging services, and home furnishings; business services, namely, organizing third-party vendors, suppliers, and contractors, and documentation and information on behalf of others in the field of real estate; matching borrowers with potential lenders in the field of mortgage lending; matching consumers with real estate professionals in the field of real estate services via computer network; providing statistical information and indexes of mortgages, interests, and prices for others; providing consumer information in the field of home improvement comparisons; allowing users of an online consumer information service to compare and rate homes and home improvements; promoting the goods and services of others by means of linking the web site to other web sites featuring apartment and residential rental listings; commercial information services, namely, providing demographic data; providing information about neighborhoods and neighborhood amenities; providing on-line information about and providing a website where users can post ratings, reviews, and recommendations in the fields of retail services, moving and relocation services, namely, planning and implementing moves of homes of others; design of advertising materials for others; design of Internet advertising; on-line advertising and marketing services; business and consumer research services in the field of real estate; providing a website where users can post ratings, reviews and recommendations in the field of home furnishings; providing a website where users can post ratings, reviews and recommendations in the field of home improvement construction, general building contractor services, carpentry services, home building, home repair, painting, plumbing services, and home improvement services, namely, renovation, construction, and repair of houses, apartments, and condominiums

International Class: 035 - Primary Class

U.S Class: 100, 101, 102

Class Status: ACTIVE

Basis: 1(a)

First Use: Apr. 13, 2011

Use in Commerce: Apr. 13, 2011

Used Anywhere in Another Form: The mark was first used anywhere in a different form other than that sought to be registered at least as early as 02/07/2006.

Used in Commerce in Another Form: The mark was first used in commerce in a different form other than that sought to be registered at least as early as 02/07/2006.

For: Real estate valuation services, financial valuation of real estate; providing information in the field of real estate; financial services, namely, mortgage and home equity loan planning; providing mortgage and home equity loan quotations to others and providing anonymous mortgage and home equity loan quotations to others; providing information, analysis, and advice in the fields of mortgage lending and home equity lending; credit score estimate services, namely, providing an online calculator that provides an estimate of users' credit score based on answers provided; providing an on-line computer database in the field of credit rating; providing on-line an interactive consumer credit score simulator which permits an individual to simulate his or her credit score by selecting data variables to show the effect of the different variables upon the individual's credit score; operating marketplaces for sellers of goods and services in the fields of apartments and residential rentals; apartment and residential rental financial valuation services; financial valuation of apartments and residential rentals; providing information in the field of real estate and providing a web site where users can post ratings, reviews, and recommendations in the fields of real estate management, real estate leasing, real estate appraisals, real estate listing, real estate agents, apartment rentals, residential rentals, financial services, mortgage lending services, home equity loan services, insurance services, real estate escrow services, real estate appraisal services, real estate title insurance underwriting services, real estate agency services, and real property management services; classified real estate listings of apartment rentals and housing rentals; Providing real estate listings and real estate information via the Internet; real estate listing services for housing rentals and apartment rentals; financial research services in the field of real estate

International Class: 036 - Primary Class

U.S Class: 100, 101, 102

Class Status: ACTIVE

Basis: 1(a)

First Use: Feb. 07, 2006

Use in Commerce: Feb. 07, 2006

Used Anywhere in Another Form: The mark was first used anywhere in a different form other than that sought to be registered at least as early as 02/07/2006.

Used in Commerce in Another Form: The mark was first used in commerce in a different form other than that sought to be registered at least as early as 02/07/2006.

For: Electronic storage of consumer data; providing information and estimates in the field of commuting times, commuting routes, and mass transit schedules

International Class: 039 - Primary Class

U.S Class: 100, 105

Class Status: ACTIVE

Basis: 1(a)

First Use: Apr. 13, 2011

Use in Commerce: Apr. 13, 2011

Used Anywhere in Another Form: The mark was first used anywhere in a different form other than that sought to be registered at least as early as 02/07/2006

Used in Commerce in Another Form: The mark was first used in commerce in a different form other than that sought to be registered at least as early as 02/07/2006

For: Providing temporary use of non-downloadable software that allows others to design and create websites; hosting websites and digital content for others on the Internet; web site design; web site development for others; providing temporary use of non-downloadable computer software in the fields of real estate, apartments, residential rentals, mortgages, and consumer goods and consumer services; non-downloadable computer database software featuring information and advertising in the fields of real estate, apartments and residential rentals, mortgages, consumer goods, and consumer services; computer services, namely, search engine optimization; providing a website where users can post ratings, reviews and recommendations in the field of home inspection services for the purposes of home repair and home restoration, engineering services, interior design services and interior decorating services, apartment, condominium and home staging services for the purpose of increasing the appeal of the property to prospective buyers and/or renters, and home furnishings

International Class: 042 - Primary Class

U.S Class: 100, 101

Class Status: ACTIVE

Basis: 1(a)

First Use: Feb. 07, 2006

Use in Commerce: Feb. 07, 2006

Used Anywhere in Another Form: The mark was first used anywhere in a different

Used in Commerce in Another Form: The mark was first used in commerce in a

Another Form: form other than that sought to be registered at least as early as 02/07/2006.

Another Form: different form other than that sought to be registered at least as early as 02/07/2006.

Basis Information (Case Level)

Filed Use: Yes	Currently Use: Yes	Amended Use: No
Filed ITU: No	Currently ITU: No	Amended ITU: No
Filed 44D: No	Currently 44D: No	Amended 44D: No
Filed 44E: No	Currently 44E: No	Amended 44E: No
Filed 66A: No	Currently 66A: No	
Filed No Basis: No	Currently No Basis: No	

Current Owner(s) Information

Owner Name: Zillow, Inc.
Owner Address: 1301 2nd Ave., Floor 31
Seattle, WASHINGTON 98101
UNITED STATES
Legal Entity Type: CORPORATION
State or Country Where Organized: WASHINGTON

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Matthew D. Schneller
Attorney Primary Email Address: docketing@bglip.com
Docket Number: 093735
Attorney Email Authorized: No

Correspondent

Correspondent Name/Address: MATTHEW D. SCHNELLER
BRACEWELL & GIULIANI LLP
701 5TH AVE STE 6200
SEATTLE, WASHINGTON 98104-7018
UNITED STATES
Phone: 206-204-6200
Fax: 206-204-6262
Correspondent e-mail: docketing@bglip.com
Correspondent e-mail Authorized: No

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
Sep. 04, 2012	REGISTERED-PRINCIPAL REGISTER	
Jun. 19, 2012	OFFICIAL GAZETTE PUBLICATION CONFIRMATION E-MAILED	
Jun. 19, 2012	PUBLISHED FOR OPPOSITION	
May 30, 2012	NOTIFICATION OF NOTICE OF PUBLICATION E-MAILED	
May 15, 2012	LAW OFFICE PUBLICATION REVIEW COMPLETED	77312
May 14, 2012	DATA MODIFICATION COMPLETED	77312
May 11, 2012	APPROVED FOR PUB - PRINCIPAL REGISTER	
May 11, 2012	EXAMINER'S AMENDMENT ENTERED	88888
May 11, 2012	NOTIFICATION OF EXAMINERS AMENDMENT E-MAILED	6328
May 11, 2012	EXAMINERS AMENDMENT E-MAILED	6328
May 11, 2012	EXAMINERS AMENDMENT -WRITTEN	69225
Apr. 27, 2012	PREVIOUS ALLOWANCE COUNT WITHDRAWN	
Apr. 23, 2012	WITHDRAWN FROM PUB - OG REVIEW QUERY	76621
Apr. 12, 2012	LAW OFFICE PUBLICATION REVIEW COMPLETED	77312
Apr. 11, 2012	ASSIGNED TO LIE	77312
Mar. 21, 2012	APPROVED FOR PUB - PRINCIPAL REGISTER	
Mar. 20, 2012	TEAS/EMAIL CORRESPONDENCE ENTERED	88889
Mar. 19, 2012	CORRESPONDENCE RECEIVED IN LAW OFFICE	88889

Mar. 19, 2012	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Mar. 03, 2012	NOTIFICATION OF NON-FINAL ACTION E-MAILED	6325
Mar. 03, 2012	NON-FINAL ACTION E-MAILED	6325
Mar. 03, 2012	NON-FINAL ACTION WRITTEN	69225
Feb. 21, 2012	ASSIGNED TO EXAMINER	69225
Nov. 07, 2011	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	
Nov. 07, 2011	NEW APPLICATION ENTERED IN TRAM	

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: PUBLICATION AND ISSUE SECTION

Date in Location: Sep. 04, 2012

Assignment Abstract Of Title Information

Summary

Total Assignments: 1

Registrant: Zillow, Inc.

Assignment 1 of 1

Conveyance: SECURITY INTEREST

Reel/Frame: 4774/0841

Pages: 8

Date Recorded: May 07, 2012

Supporting Documents: [assignment-tm-4774-0841.pdf](#)

Assignor

Name: ZILLOW, INC.

Execution Date: Apr. 30, 2012

Legal Entity Type: CORPORATION

State or Country Where Organized: WASHINGTON

Assignee

Name: SILICON VALLEY BANK

State or Country Where Organized: CALIFORNIA

Legal Entity Type: CORPORATION

Address: 3003 TASMAN DRIVE
SANTA CLARA, CALIFORNIA 95054

Correspondent

Correspondent Name: DLA PIPER LLP (US)

Correspondent Address: 4365 EXECUTIVE DRIVE, SUITE 1100
ATTENTION: SUSAN REYNOLDS
SAN DIEGO, CA 92121

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 1

Type of Proceeding: Opposition

Proceeding Number: 91203730

Filing Date: Feb 08, 2012

Status: Pending

Status Date: Feb 08, 2012

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Super T Financial Inc. DBA LoanZilla

Correspondent Address: JOHN JANEWAY
JANEWAY PATENT LAW PLLC
2208 NW MARKET ST, SUITE 508
SEATTLE WA , 98115
UNITED STATES

Correspondent e-mail: john@janewaypatentlaw.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
LOANZILLA	Opposition Pending Plaintiff(s)	<u>85316446</u>	

Name: Zillow, Inc.

Correspondent Address: MATTHEW D SCHNELLER
BRACEWELL GIULIANI LLP
701 FIFTH AVENUE, SUITE 6200
SEATTLE WA , 98104 7043
UNITED STATES

Correspondent e-mail: docketing@bgllp.com , matt.schneller@bgllp.com , jennifer.ashton@bgllp.com , erin.hennessy@bgllp.com , stephanie.blair@bgllp.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
ZILLOW	Section 8 and 15 - Accepted and Acknowledged	<u>78977353</u>	<u>3150074</u>
ZILLOW	Registered	<u>78589650</u>	<u>3437691</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78976968</u>	<u>3332886</u>
ZILLOW.COM	Registered	<u>78589658</u>	<u>3565882</u>
ZILLOW.COM	Registered	<u>78589645</u>	<u>3437690</u>
ZILLOW.COM	Registered	<u>78589639</u>	<u>3493872</u>
ZILLOW.COM	Section 8 and 15 - Accepted and Acknowledged	<u>78491858</u>	<u>3175031</u>
ZILLOW	Registered	<u>85464019</u>	<u>4201269</u>

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Feb 08, 2012	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Feb 08, 2012	Mar 19, 2012
3	PENDING, INSTITUTED	Feb 08, 2012	
4	ANSWER	Mar 19, 2012	
5	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Oct 15, 2012	
6	EXTENSION OF TIME GRANTED	Oct 18, 2012	
7	COUNTERCLAIM	Nov 14, 2012	
8	EXHIBITS OF #7	Nov 14, 2012	
9	WITHDRAWAL OF COUNTERCLAIM	Nov 20, 2012	
10	COUNTERCLAIM WITHDRAWN W/O PREJUDICE; TRIAL DATES REMAIN AS SET	Dec 06, 2012	
11	P'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jan 23, 2013	
12	EXTENSION OF TIME GRANTED	Feb 05, 2013	

- [Contact us](#)
- [Forms](#)
- [About us](#)
- [Home](#)
- [Start your business](#)
- [Change or update your business information](#)
- [How to renew your license](#)

Search Business Licenses

License Information:

Entity Name: SUPER T FINANCIAL INC.
Business Name: LOAN ZILLA
License Type: Washington State Business
Entity Type: Profit Corporation
UBI: 602645903 Business ID:001 Location ID:0001
Status: To check the status of this company, go to [Secretary of State](#) and [Department of Revenue](#).

Location Address:

APT # 302
 6620 LAKE WASHINGTON BLVD NE
 KIRKLAND, WA, 98033-6872

Mailing Address:

APT # 302
 6620 LAKE WASHINGTON BLVD NE
 KIRKLAND, WA, 98033-6872

Registered Trade Names:

LOAN ZILLA
 LOANZILLA
 MCKIM MORTGAGE
 SELF SERVICE LOANS
 SUPER T MORTGAGE
 TOP 10 LOANS
 TOP TEN LOANS

Status	Expires	First Issued
Active	N/A	01/18/2011
Active	N/A	01/21/2010
Active	N/A	12/29/2010
Active	N/A	02/01/2010
Active	N/A	09/16/2006
Active	N/A	01/21/2010
Active	N/A	01/21/2010

Governing People:

RICHARD WAYNE TREPUS

Information Current as of 11/05/2012 5:42AM Pacific Time

[New Search](#)

This site is limited to searching for business licenses issued through the Washington State Business Licensing Service.

- [Contact us](#)
- [Forms](#)
- [About us](#)
- [Privacy](#)

©2011 Washington State Department of Revenue and its licensors. All rights reserved.





Super T Financial Inc.

NMLS ID: 67412 Street Address: 6620 Lake Washington Blvd NE #302 Phone: 206-940-0454 Website: mckimmortgage.com,
 Kirkland, WA 98033 Toll-Free Number: Not provided www.loanzila.com
 Mailing Address: 6620 Lake Washington Blvd NE #302 Fax: 206-686-0200 Email: loan.ranger@frontier.com
 Kirkland, WA 98033

Other Trade Names : LoanZila

Prior Other Trade Names : Self Service Loans

Prior Legal Names : None

Sponsored MLOs : 3

Fiscal Year End: 12/31 Formed in: Washington, United States Date Formed: 08/29/2006 Stock Symbol: None Business Structure: Corporation

Regulatory Actions : None posted in NMLS.

Branch Locations (1 Active, 0 Inactive)

State Licenses/Registrations (Displaying 1 Active of 1 Total)

Regulator	Lic/Reg Name	Authorized to Conduct Business	Consumer Complaint
Washington	Mortgage Broker License	Yes	Submit to Regulator
	Lic/Reg #: MB-67412 Original Issue Date : 02/12/2006		
	Status : Approved Status Date: 02/12/2006 Renewed Through : 2012		
	Other Trade Names used in Washington : LoanZila		

[View Resident/Registered Agent\(s\) for Service of Process](#)

Regulatory Actions While some state agencies may add actions taken in previous years against a licensee, the majority are adding only new actions from 2012 or later. To view complete information regarding regulatory actions posted by the state, click any regulator link.

No regulatory actions have been posted in NMLS.

Information made available through NMLS Consumer AccessSM is derived from NMLS (Nationwide Mortgage Licensing System & Registry or Nationwide Multistate Licensing System), the financial services industry's online registration and licensing database. NMLS was created by the Conference of State Bank Supervisors (CSBS) and the American Association of Residential Mortgage Regulators (AARMR) and is owned and operated by the State Regulatory Registry LLC (SRR), a wholly owned subsidiary of CSBS. For more information about the System, please visit the NMLS Resource Center or the NMLS Federal Registry Resource Center websites. | [Download PDF Reader](#)

[CONTACT US](#) | [ABOUT US](#) | [QUESTIONS & ANSWERS](#) | [PRINTER FRIENDLY](#)

[My Account - login](#) | [register](#)

[Español](#) | [Русский](#) | [한국](#) | [Tagalog](#) | [Tiếng Việt](#) | [漢語](#)



[Home](#)

[DOING BUSINESS](#) > [REGISTER MY BUSINESS](#) > [LOOKUP BUSINESS INFORMATION](#)

[File & pay taxes](#)

Lookup business information

[Back to search results](#)

[Doing business](#)

If "Non-revenue" appears after Tax Registration Number, the account is not registered with the Department of Revenue. However, it may be registered with other agencies in the state.

[Business types](#)

[Register my business](#)

[My account](#)

[Audits](#)

[Find taxes & rates](#)

[Workshops & education](#)

[Get a form or publication](#)

[Find a law or rule](#)

**Washington State Department of Revenue
State Business Records Database Detail**

TAX REGISTRATION NO: 602645903 UBI: 602645903 ENTITY NAME: SUPER T FINANCIAL INC BUSINESS NAME: LOANZILLA	ACCOUNT OPENED: 01/01/2010 ACCOUNT CLOSED: OPEN
MAILING ADDRESS: APT 302 6620 LAKE WASHINGTON BLVD NE KIRKLAND, WA 98033-6872	BUSINESS LOCATION: APT 302 6620 LAKE WASHINGTON BLVD NE KIRKLAND, WA 98033-6872
ENTITY TYPE: CORPORATION NAICS CODE: 522292 NAICS DEFINITION: REAL ESTATE CREDIT (PT)	RESELLER PERMIT NO: N/A PERMIT EFFECTIVE: N/A PERMIT EXPIRES: N/A

FOR NON-COMMERCIAL USE ONLY

10/23/2012 6:59 PM

If you are unable to find the reseller permit you are looking for, try searching by tax registration/UBI number.

[CONTACT US](#) | [ABOUT US](#) | [QUESTIONS & ANSWERS](#) | [PRINTER FRIENDLY](#)

[Español](#) | [Русский](#) | [한국](#) | [Tagalog](#) | [Tiếng Việt](#) | [漢語](#)

Your Privacy | ©2010 WASHINGTON STATE DEPARTMENT OF REVENUE AND ITS LICENSORS. ALL RIGHTS RESERVED.

[Access Washington](#)

Voter registration assistance (SECRETARY OF STATE)

Greg McKim

From: Bruce Waltar <bwalter@loanzilla.com>
Sent: Tuesday, October 16, 2012 7:08 PM
To: Greg McKim
Subject: LoanZilla Trademark

Follow Up Flag: Follow up
Flag Status: Flagged

Categories: LoanZilla

-Bruce
(sent from my iPhone)

Begin forwarded message:

From: Afternic <website@afternic.com>
Date: May 13, 2010, 12:27:05 PM PDT
To: waltarstudios@gmail.com
Subject: Your offer for LOANZILLA.com was accepted!

**MESSAGE FROM
AFTERNIC**

Afternic.com

[My Account](#)

**YOUR OFFER FOR LOANZILLA.COM WAS
ACCEPTED!**

Dear Super T

Congratulations, DOTACOMdotCOM has accepted
your offer on LOANZILLA.com!

Domain name: LOANZILLA.com
Final price: \$600.00 USD
Seller username: DOTACOMdotCOM

Click here to visit the escrow summary page, where
you can submit your payment to Afternic:

www.afternic.com/nescrow.php?aid=20717590

If you have questions on how escrow works, contact
the Afternic Customer Support staff at the number
below or use this link to send a message to the Escrow
Manager or the seller:

www.afternic.com/nescrowMsgs.php?aid=20717590

Please note: The acceptance of this offer forms a binding agreement between you and the seller. See our user agreement and privacy policy for more information.

Thank you for using Afternic,
The Afternic Team

Please note, our numbers have changed:
P: 866.351.9586 or 781.839.7990

Afternic Auctions: Thousands of Exclusive, Quality Domains Available!

See the current list of domains available for free preorder:
afternic.com/Auctions

Downloadable inventory lists:
afternic.com/getInventory.php?type=new_daily

RSS Feeds available:

Auctions:
afternic.com/services/rssfeed.php?feed=32

Closing Soon:
afternic.com/services/rssfeed.php?feed=2

Buy Domains: afternic.com/names.php
Sell Domains: afternic.com/sell.php
Park Domains: smartname.com

--

What's the latest? DiscussNames.com

Find us on:
[FaceBook](#)
[Linkedin](#)
[Twitter](#)

Domains Closing Soon | Domain Appraisals | Advertise with Afternic | Recent Sales

Greg McKim

From: Bruce Waltar <bwalta@loanzilla.com>
Sent: Tuesday, October 16, 2012 7:09 PM
To: Greg McKim
Subject: LoanZilla trademark
Attachments: _LOANZILLA1716364962896927891.pdf; Untitled attachment 00074.htm

Follow Up Flag: Follow up
Flag Status: Flagged

Categories: LoanZilla

-Bruce
(sent from my iPhone)

Begin forwarded message:

From: "website@afternic.com" <website@afternic.com>
Date: May 12, 2010, 3:09:10 PM PDT
To: "waltarstudios@gmail.com" <waltarstudios@gmail.com>
Subject: Appraisal for LOANZILLA.com domain
Reply-To: "ecampbell@namemedia.com" <ecampbell@namemedia.com>



**Here is your appraisal
request**

We have just finished your custom Appraisal and DNI Score Ranking for LOANZILLA.com. See attached. Smart move! Domains that have been appraised are 10 times more likely to sell.

If you're curious, here's how we came up with that number:
Our expert appraisal service is backed by one of the largest archives of available and sold domain name data in the industry. Each domain submitted is individually reviewed, benchmarked, and priced using our proprietary database of comparable sales, compiled over 9 years of domain name valuations.

Additionally, since you are clearly savvy enough to understand the value of a domain appraisal, we thought you might like to know about some of the other services we offer.

What's next? Take a look.
We offer world-class services to help you grow your business.

ClickFuel: Search Engine Optimization
Free personalized consultation! Want to grow your business online but don't know where to start? [ClickFuel](#) walks you through each step and manages every aspect of your online campaign.

HITSLINK: Web Analytics
Free services available! Real-time Web site tracking brought to you by HitsLink. Visit [HitsLink](#) today.

BUSINESS SUCCESS CENTER:

- Web site design
- Web site promotion tools
- Referral Program

If you would like personalized assistance, our Domain Consultants are available Monday through Friday from 8:00 AM to 7:00 PM, US EST. We always enjoy hearing from our members.

United States:
1-866-351-9586
Worldwide:
+1 781-839-7990

Best Regards,

Jason Miner
Vice President Sales
www.afternic.com

p.s. Many of our customers have found the article, "Why a Good Domain Name is Important", helpful. We hope you enjoy it too!



Domain Name Appraisal and DNI Score

Domain Name: LOANZILLA.com

Domain Name Index (DNI) Score: 43

Domain Name's Appraisal Value: \$1,000

Date: 05/12/2010

Appraisal and DNI Score Analysis

Every domain name is unique. While the ultimate value of a domain is determined by the final price that a buyer and seller agree upon, many people wish to obtain a greater understanding of a particular domain's inherent value.

With this in mind, Afternic and BuyDomains have partnered to create an unparalleled and proprietary Domain Name Index Scoring & Monetary Valuation System. This appraisal includes both an Index Score and Monetary Valuation. No other company matches Afternic and BuyDomains' combined 17 years of experience in buying and selling domain names. Together we manage the largest domain valuation data archive in the industry and are pleased to share this experience base with our valued customers.

The domain name you have submitted for appraisal has been reviewed, measured and ranked across multiple criteria. With each appraisal metric we benchmark using similar domain sales and current listing prices. Each domain is categorized and measured versus the known valuation of other similar domains and given a Domain Name Index Score (DNI) and monetary appraisal value.

The DNI score is comprised of the following value metrics: the Domain Attributes Value, the Market Value and the Commercial Value. These metrics are described in detail below:

Domain Attributes Value

- **TLD.** TLD is short for "Top Level Domain", and refers to the extension found at the end of a domain. Com, Net, Mobi, and EU are all examples of TLDs. Certain TLDs have higher intrinsic market demand than others, and therefore the extension of a particular domain is a driver of a domain's value.
- **Domain Length.** Generally speaking, the fewer the number of characters in a domain, the higher the value. The reason for this is that short domains are usually easier to remember for the visitors of a particular website. In most cases, if a domain name is of a memorable nature it will have a higher value than a longer or less memorable name.
- **Alphabetic vs. Non-Alphabetic Characters.** Domain Names that contain solely letters are in greater demand than domain names, which contain numbers or hyphens.

Market Value

- **Market Demand.** This metric measures the volume of potential buyers for a specific domain name. Measurements include number of registered alternative TLDs for the name, the number of Internet Advertisers for a specific term, and other Market Demand sources.
- **Search Engine Term Popularity.** Certain terms are more commonly used within leading Internet search engines. Commonly used terms are indicators of domain demand and value.

Commercial Value

- **Commercial Value or "Brandability".** Branding potential for a domain name is a key driver of domain name. One word memorable domains (i.e. Photography.com, Decide .com) or fun sounding names (i.e. Bullhead.com) often have higher inherent demand and value than less intuitively memorable names.
- **Language.** The more widely spoken the domain language, the greater opportunity for Commercial Application for a specific domain.
- **Other.** There are many other domain characteristics that influence domain valuation, either positively or negatively. Examples include domain subject matter, current events, seasonality, pop culture or any other of a number of comparatively minor value drivers.

Domain Name Index (DNI) Scoring

The DNI Score is the sum of the individual scores a domain receives for the attribute values described above (Domain Attributes, Market and Commercial). It is based on a 1-100 scale with 1 being the lowest and 100 the highest. Appraisal values are primarily determined based on this score. They do not take into consideration unknown factors such as traffic volume, parking revenue and other forms of monetization.

	<u>Domain Score</u>	<u>Maximum Score</u>
Domain Attributes Value:	37	40
Market Value:	2	25
Commercial Value:	4	35
<hr/>		
DNI SCORE:	43	100
APPRAISAL VALUE:	\$1,000	

For information on how to most effectively purchase, sell or earn domain parking revenues for this domain, please refer to the cover email sent with this Appraisal.

Services Provided By NameMediaSM Copyright ©2007 NameMedia, Inc.
All Rights Reserved. NAMEMEDIA is a service mark of NameMedia, Inc.

SuperT-000008

Greg McKim

From: Bruce Waltar <bwalta@loanzilla.com>
Sent: Tuesday, October 23, 2012 8:17 PM
To: Greg McKim
Subject: Fwd: Your Logo Files; Free Business Card Offer | LoanZilla logo

-Bruce
(sent from my iPhone)

Begin forwarded message:

From: "Source files - LogoDesignGuru.com" <sourcefiles@logodesignguru.com>
Date: May 19, 2011, 8:45:59 AM PDT
To: <bruce.waltar@gmail.com>
Subject: Your Logo Files; Free Business Card Offer | LoanZilla logo

Dear Contest Holder,

Thank you for choosing Logo Design Guru to build your company's image, we appreciate your business.

Your logo design is complete and your finalized files are attached to this email. Please read below to learn more about your files, and downloading your final files, and other technical aspects of your new design.

NEXT STEPS

Now that your logo is designed, you can earn 500 FREE BUSINESS CARDS by creating a stationery project. What are the benefits?

- 1) Lots of choice... you will receive LOTS of concepts from many different designers
- 2) Invite the project winner to participate!
- 3) No Risk! If you don't like any of the concepts, you can walk away and take the prize money with you..
- 4) Affordable! For only \$125, you will get a diverse group of designs and pay through an easy system.
- 5) Free Biz Cards... did we say that already? Let's say that again, 500 Free, full color, High Quality Business Cards.

Click Here to get Started! <http://orders.logodesignguru.com/contests/launch/service>

TECHNICAL LOGO INFORMATION

Your logo is being sent in several different file formats you may need. Several of them require the proper software to be opened (Adobe Illustrator/Photoshop) which you may not have, but your printer or other marketing professional will have and require. Do not delete these files. Please read below for advice on how to open your files. If you have any additional questions about accessing your files, please e-mail us for support.

First, you need WinZip to view the files because they have been compressed for easy emailing. WinZip is downloadable at:

<http://www.winzip.com/downwz.htm>

To view the PDF files you need the latest version of Adobe Acrobat Reader available at:

<http://www.adobe.com/products/acrobat/readstep2.html>

The font used and the color specifications chosen are written in the text file for your reference. Please note that use of the font in additional marketing materials may require that you purchase the font for copyright purposes. You can buy most commercial fonts at <http://www.myfonts.com>, <http://www.itcfonts.com>, <http://www.highfonts.com>, <http://www.freefonts.com>

Again, thank you for your business, it was a pleasure serving you, and we hope that you will return to us with your future ventures.

Please confirm the receipt of this email.

Best Regards,

Design Support Team
support@LogoDesignGuru.com
www.LogoDesignGuru.com
<image001.gif>
<LoanZilla logo.zip>

Greg McKim

From: Bruce Waltar <bwaltar@loanzilla.com>
Sent: Tuesday, October 23, 2012 8:20 PM
To: Greg McKim
Subject: Fwd: Contest finalization

-Bruce
(sent from my iPhone)

Begin forwarded message:

From: MycroBurst.com <info@mycroburst.com>
Date: May 17, 2011, 8:21:45 AM PDT
To: bruce.waltar@gmail.com
Subject: Contest finalization
Reply-To: MycroBurst.com <info@mycroburst.com>



You Got Mail!

Hello bwaltar

You have a winner! Congratulations! Your project is now in the design handover stage and has been locked to restrict further design entries. The winning designer has been alerted with the winning design notification. He/She will be soon sending the final design files.

Project Name: LoanZilla logo
Winning Design Draft: #22
Winning Designer: niklasiliffedesign
Project Launch Date: May 10, 2011 11:57 AM
Project Finalization Date: May 17, 2011 10:21 AM

Timeframe for final design files: Please expect final design files from your project within 3-5 business days.

In case of any special requirements regarding the final design files, you can either leave a private message to the winning designer OR email us at support@mycroburst.com with the Subject: Project Finalization – Source files requirement: Project Name. We will respond to you within 48 hours.

Mycroburst.com brings together business owners with a community of designers, who

compete to create the design you are looking for!

Disclaimer! Please do not reply to this message; it was sent from an unmonitored email address. This message is a service email related to your use of MycroBurst.com. For general inquiries or to request support with your MycroBurst.com account, please email us at support@mycroburst.com

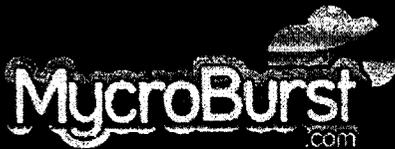
Greg McKim

From: Bruce Waltar <bwaltar@loanzilla.com>
Sent: Tuesday, October 23, 2012 8:21 PM
To: Greg McKim
Subject: Fwd: Contest Receipt

-Bruce
(sent from my iPhone)

Begin forwarded message:

From: MycroBurst.com <info@mycroburst.com>
Date: May 10, 2011, 9:57:11 AM PDT
To: bruce.waltar@gmail.com
Subject: Contest Receipt
Reply-To: MycroBurst.com <info@mycroburst.com>



You Got Mail!

Hello bwaltar

You have successfully created the following project(s) at MycroBurst.com. Below is the receipt for your transaction.

LoanZilla logo	\$300.00	(Prize Money)
Upgrades:	\$19.00	
Listing Fees:	\$19.00	
Prize Handling Fees:	\$22.50	
Total:	\$360.50	

Mycroburst.com brings together business owners with a community of designers, who compete to create the design you are looking for!

Disclaimer! Please do not reply to this message; it was sent from an unmonitored email address. This message is a service email related to your use of MycroBurst.com. For

Bruce Waltar

IT/Business/Project Manager
Phone: 206.617.0368
E-mail: BWaltar@LoanZilla.com

Experience:

IT Manager, LoanZilla, Bellevue, WA (*Feb 2010 – present*)
Business Manager, FabCab, Seattle, WA (*April 2010 – present*)
Owner, Waltar Studios, Seattle, WA (*March 2008 – present*)
Lead Program Manager, Microsoft, Redmond, WA (*April 2005 – Feb 2008*)
Program Manager, Microsoft, Redmond, WA (*July 2000 – April 2005*)
Test Lead, Microsoft, Redmond, WA (*April 1999 – July 2000*)
Additional work history available upon request

Education:

Pacific Lutheran University (PLU), Tacoma, WA
B.S., Computer Science, *Artificial Intelligence emphasis*
B.A., Music, *Instrumental Performance emphasis*

University of Adelaide, Australia
Year-long intensive study of Australian Sciences and Humanities

Richard W. Trepus

6620 Lake Washington Blvd NE # 302, Kirkland, WA 98033
Ph: (206) 940-0454 / Fax: (206) 686-0200 / rtrepus@LoanZilla.com

Work History

Aug-06 Present

Company Super T. Financial, Inc. dba LoanZilla
Position President & Designated Broker
Address 6620 Lake Washington Blvd NE # 302, Kirkland, WA 98033
Contact / Title Richard Trepus / President
Contact phone 206-940-0454

Jan-02 Dec-09

Company McKim Mortgage, Inc.
Position Senior Loan Officer / Independent Contractor
Address 10047 Main Street, Suite 101, Bellevue, WA 98004-5323
Contact / Title Greg McKim / President
Contact phone 425-401-8368 ext 101
Notes: McKim Mortgage, Inc. is out of business. Greg now manages a Super T. Financial branch from the same location.

Jun-97 Jan-02

Company Western States Mortgage
Position Senior Loan Officer / Independent Contractor
Address Bellevue, WA (out of business)
Contact / Title Out of business
Contact phone Out of business

Apr-94 May-97

Company Northwest Pacific Mortgage dba Atlantic Pacific Mortgage
Position Senior Loan Officer / Branch Manager
Address Bellevue, WA (out of business)
Contact / Title Out of business
Contact phone Out of business

Jul-90 Apr-94

Company Amerifund, Inc.
Position Senior Loan Officer / Branch Manager
Address Available upon request
Contact / Title Available upon request
Contact phone Available upon request

Jan-88 Jan-90

Company Oppenheimer & Company
Position Vice President of Corporate Accounts
Address Available upon request
Contact / Title Available upon request
Contact phone Available upon request

Resume for Greg McKim

Dates / Position	February 2010 to present / Bellevue Branch Manager
Employer	Bellevue Branch: Super T Financial dba LoanZilla 10047 Main Street, Suite 101 Bellevue, WA 98004
Contact / Title	Rick Trepus / President
Contact Phone	206-940-0454

Dates / Position	August 2009 to present / Loan Coordinator (Bellevue Branch)
Employer	Company headquarters: Super T Financial dba LoanZilla 6620 Lake Wash Blvd NE #302, Kirkland, WA 98033
Contact / Title	Rick Trepus / President
Contact Phone	206-940-0454

Dates	July 2009 to present
Position	Managing Partner
Employer	Mortgage Advisory Services LLC 10047 Main Street, Suite 101 Bellevue, WA 98004-5323
Contact / Title	Greg McKim / Managing Partner
Contact Phone	425-460-8301

Dates	September 2009 to present
Position	Real Estate Broker
Employer	8315 Greenwood Avenue North Seattle, WA 98103
Contact / Title	Jim Rockwell / President
Contact Phone	(425) 822-0835

Dates	May 1st 2001 to December 31st 2010
Position	President
Employer	McKim Mortgage, Inc. 10047 Main Street, Suite 101 Bellevue, WA 98004-5323
Contact / Title	Greg McKim / President
Contact Phone	425-401-8368 ext 101

Dates	October 2000 - December 17 th 2001
Position	Loan Originator
Employer	AAA Mortgage, Inc. 40 Lake Bellevue, Suite 100 Bellevue, WA 98005
Contact / Title	Ashley Conrad / President
Contact Phone	(206) 718-2882

Dates	February 1993 - October 2000
Position	Loan Originator

Employer	Drake Mortgage Corporation 320 108 th Avenue NE, Suite 110 Bellevue, WA 98004
Contact / Title	Stan Drake / President
Contact Phone	425-462-7400

Dates	April 1992 - February 1993
Position	Loan Originator
Employer	Excel Mortgage Corporation, Bellevue, WA
Contact / Title	Steve Finn & Carol Ann Schultz / Owners
Contact Phone	Unknown (out of business)
Notes	The Excel Mortgage I worked for shut down about 5 years ago. I have seen another company with the same name advertised.

Dates	December 1991 - April 1992
Position	Loan Originator
Employer	Pacific Northwest Mortgage, Renton, WA
Contact / Title	Dennis Cook / Owner
Contact Phone	Unknown (out of business)
Notes	Pacific NW Mortgage is out of business.

THE STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
OLYMPIA, WASHINGTON

MORTGAGE BROKER BRANCH LICENSE

WHEREAS,

Super T Financial Inc

DBA

LoanZilla

With Place of Business At:

**10047 Main St Ste 101
Bellevue, WA 98004**

A Branch Office Of:

**6620 Lake Washington Blvd NE Ste 302
Kirkland, WA 98033**

Has submitted an application for issuance of a license under the provisions of Chapter 19.146 of the Revised Code of Washington known as "Mortgage Broker Practices Act" and

NOW, THEREFORE, Be it known that said applicant is hereby licensed in accordance with the provisions of said Mortgage Broker Practices Act, such business to be conducted at the location identified above. This license is issued contingent upon the continuing supervision and responsibility of the Designated Broker named above. This license is subject to suspension or revocation as authorized by law.



<i>LICENSE NUMBER:</i>	MB-262607
<i>EXPIRES:</i>	12/31/2011

THE STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
OLYMPIA, WASHINGTON

MORTGAGE BROKER LICENSE

WHEREAS, **Super T Financial Inc**

DBA **LoanZilla**

With Place of Business At: **6620 Lake Washington Blvd NE Ste 302**
Kirkland, WA 98033

Designated Broker: **Richard Wayne Trepus**

Has submitted an application for issuance of a license under the provisions of Chapter 19.146 of the Revised Code of Washington known as "Mortgage Broker Practices Act", and

NOW THEREFORE Be it known that said applicant is hereby licensed in accordance with the provisions of said Mortgage Broker Practices Act, such business to be conducted at the location identified above. This license is issued contingent upon the continuing supervision and responsibility of the Designated Broker named above. This license is subject to suspension or revocation as authorized by law.



LICENSE NUMBER: MB-67412

ISSUED: February 21, 2012

EXPIRES: December 31, 2012



Licensee Database



Washington State Department of
Financial Institutions

DETAILED INFORMATION:

Detailed information on the filing or licensee you selected is displayed below. To obtain additional information for Securities,

Franchise & Business Opportunity filings, send an e-mail to the [Division of Securities](#). For additional information on Money

Transmitter/Currency Exchangers, Mortgage Broker, Small Loans, Check Cashers/Check Sellers, Escrow Agent/Officer,

Consumer Loan and Loan Originator filings, send an e-mail to [Division of Consumer Services](#). In either case, please include

the file number in the subject line.

This information is up-to-date as of Thursday, November 08, 2012.

By proceeding, you agree that the information provided will not be used for commercial purposes. See [RCW 42.56.070\(9\)](#).

Company Name	Super T Financial Inc
Trade name	LoanZilla
Designated Broker name	Richard Wayne Trepus
License Number	MB-67412 (NMLS67412)
License Type	Mortgage Brokers - Main Office
Physical Address	6620 Lake Washington Blvd NE Ste 302
	Kirkland, WA 98033
Main Phone Number	1-206-940-0454
Due Date	12/31/2012
Status	Current-Licensed
Bonding Company Information	Hartford Fire Insurance Company
Bonding Number	83BSBEH0415
The List LO(s)	Click <u>here</u> for Loan Originator(s)

[Start New Search](#) | [Back To Result List](#)

[DFI Home](#) | [FAQ](#) | [Links](#)
[Disclaimer](#)

© 1999 - Washington State Dept. of Financial Institutions
Please contact the webmaster@dfi.wa.gov with any questions, comments or feedback.



Licensee Database



Washington State Department of
Financial Institutions

DETAILED INFORMATION:

Detailed information on the filing or licensee you selected is displayed below. To obtain additional information for Securities,

Franchise & Business Opportunity filings, send an e-mail to the Division of Securities. For additional information on Money

Transmitter/Currency Exchangers, Mortgage Broker, Small Loans, Check Cashers/Check Sellers, Escrow Agent/Officer,

Consumer Loan and Loan Originator filings, send an e-mail to Division of Consumer Services. In either case, please include

the file number in the subject line.

This information is up-to-date as of Thursday, November 08, 2012.

By proceeding, you agree that the information provided will not be used for commercial purposes. See RCW 42.56.070(9).

Company Name	Super T Financial Inc
Trade name	LoanZilla, McKim Mortgage
Designated Broker name	
License Number	MB-262607 (NMLS262607)
License Type	Mortgage Brokers - Branch Office
Physical Address	10047 Main St Ste 101 Bellevue, WA 98004
Main Phone Number	1-425-460-8301
Due Date	12/31/2012
Status	Current-Licensed
Bonding Company Information	
Bonding Number	
The List LO(s)	Click here for Loan Originator(s)

[Start New Search](#) | [Back To Result List](#)

[DFI Home](#) | [FAQ](#) | [Links](#)

[Disclaimer](#)

© 1999 - Washington State Dept. of Financial Institutions

Please contact the webmaster@dfi.wa.gov with any questions, comments or feedback.

THE STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
OLYMPIA, WASHINGTON

MORTGAGE BROKER LICENSE

WHEREAS, **Super T Financial Inc**

DBA **LoanZilla**

With Place of Business At: **6620 Lake Washington Blvd NE Ste 302
Kirkland, WA 98033**

Designated Broker: **Richard Wayne Trepus**

Has submitted an application for issuance of a license under the provisions of Chapter 19.146 of the Revised Code of Washington known as "Mortgage Broker Practices Act", and

NOW THEREFORE Be it known that said applicant is hereby licensed in accordance with the provisions of said Mortgage Broker Practices Act, such business to be conducted at the location identified above. This license is issued contingent upon the continuing supervision and responsibility of the Designated Broker named above. This license is subject to suspension or revocation as authorized by law.



LICENSE NUMBER: MB-67412

ISSUED: November 30, 2012

EXPIRES: December 31, 2013

THE STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
OLYMPIA, WASHINGTON

MORTGAGE BROKER BRANCH LICENSE

WHEREAS,

Super T Financial Inc

DBA

LoanZilla, McKim Mortgage

With Place of Business At:

**10047 Main St Ste 101
Bellevue, WA 98004**

A Branch Office Of:

**6620 Lake Washington Blvd NE Ste 302
Kirkland WA, 98033**

Has submitted an application for issuance of a license under the provisions of Chapter 19 146 of the Revised Code of Washington known as " Mortgage Broker Practices Act" and

NOW THEREFORE Be it known that said applicant is hereby licensed in accordance with the provisions of said Mortgage Broker Practices Act, such business to be conducted at the location identified above This license is issued contingent upon the continuing supervision and responsibility of the company's Designated Broker. This license is subject to suspension or revocation as authorized by law



LICENSE NUMBER: MB-262607

ISSUED: November 30, 2012

EXPIRES: December 31, 2013

**IN THE UNITED STATES PATENT & TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

ZILLOW, INC.,
Opposer,

vs.

SUPER T FINANCIAL INC. DBA
LOANZILLA,
Applicant

Opposition No.: 91203730

ZILLOW'S FIRST SET OF
INTERROGATORIES

Application Serial No.: 85316446

Mark: LOANZILLA

International Class: 36

Filed: May 19, 2010

Zillow, Inc. ("Opposer") hereby serves its First Set of Interrogatories ("Rogs") to counsel for Super T Financial Inc. dba LoanZilla ("You"), John Janeway, Janeway Patent Law PLLC, 2208 NW Market St., Ste. 508, Seattle, WA 98115.

INSTRUCTIONS

- A. These Rogs are to be answered separately and fully, in writing and under oath within thirty (30) days of the date of service on You.
- B. If You object to or fail to answer any of these Rogs, in whole or in part, state Your objections and/or reasons for not responding and state all factual and legal justifications that You believe support Your objection or failure to answer.
- C. If You deem that any Interrogatory calls for privileged information, and such privilege is asserted to avoid providing such information, provide a description of the information withheld and the privilege relied upon in sufficient detail to provide a basis for ruling on a motion to compel.
- D. If You object to answering only part of an Interrogatory, specify the part to which You object and answer the remainder.

- E. If You previously had information responsive to an Interrogatory, but no longer have it, please provide what information You do have and explain what led to the loss of the information (e.g., departure of knowledgeable employee, destruction or loss of documents). Where the loss of the information was due to departure of an employee, identify the employee, and identify the nature of the responsive information the employee is likely to have.
- F. You must reasonably and promptly supplement Your answers to these Rogs to the full extent required by FRCP 33 (as modified by the Trademark Rules).

DEFINITIONS

As used in these Rogs, the following terms have the meanings described below:

- i. "Notice" means the Notice of Opposition for Ser. No. 85/316,446 filed by Zillow, Inc. ("Zillow") on Feb. 8, 2012.
- ii. "Answer" means the Answer filed by You in Proceeding No. 91203730 on March 19, 2012, in response to the Notice.
- iii. All terms defined in the Notice have the same definitions here.
- iv. The singular includes the plural and vice versa. The masculine includes the feminine and neuter genders. The past tense includes the present tense where the clear meaning is not distorted by change of tense.
- v. "And" and "or" shall be given their ordinary meanings as well as mean "and/or."
- vi. "Any" and "all" shall be given their ordinary meanings as well as mean "any or all."
- vii. "Person" means any natural person, marital community, partnership, corporation, joint venture, business entity or government entity.

- viii. “You,” “Your,” “Yourself,” and any similar word or phrase includes Super T Financial Inc. DBA LoanZilla, any corporate entity associated with Super T Financial Inc. DBA LoanZilla, the partners, managers, officers and/or directors of Super T Financial Inc. DBA LoanZilla and such other corporate entities, and each individual or entity responding to these discovery requests and all persons acting on Your behalf, including legal counsel and private investigators and any other persons or entities acting for or on behalf of You, and, where applicable, any predecessor, successor, or affiliated entity.
- ix. “Describe,” when used with respect to a fact or event, means to provide all detailed reasons for and descriptions of the fact or event, including any relevant dates.
- x. “Identify,” when used with respect to a person, means to state with respect to each such person:
- a. Name;
 - b. Last-known residence address;
 - c. Occupation, employer and business address at the date of the event or transaction to which the discovery requests refer; and
 - d. Present occupation, employer and business address (if different than c.).
- xi. “Identify,” when used with respect to a fact or event, means to:
- a. Describe the fact or event with reasonable particularity, including any relevant dates;
 - b. Identify each person believed to have knowledge with respect to the fact or event; and

- c. Identify each document that refers or relates to the fact or event.
- xii. "Identify," when used with respect to a document, means to describe the document with sufficient particularity so as to provide the basis for a request for production pursuant to FRCP 34. In lieu of identifying a document in this manner, it will be sufficient to produce copies of the document.
- xiii. "Explain," when used with respect to a fact or event, means to provide all detailed reasons for and descriptions of the fact or event, including any relevant dates.
- xiv. "Customers" means either paying and/or non-paying users of products or services.
- xv. "Document" means any kind of handwritten, typewritten, printed or recorded material whatsoever, including, without limitation, all drafts, copies, data compilations in computer-readable form, email, all foreign language documents and all translations of foreign language documents.
- xvi. "Thing" means any tangible object not encompassed by the definition of "document," above.

INTERROGATORIES

1. Identify the person or persons answering or who assisted or were consulted in answering these Rogs served contemporaneously herewith on behalf of You, including their current employment positions and/or relationships with You and their current business and residence addresses. If a person or persons assisted on only a portion of Your responses, please identify the responses on which the person or persons assisted.

2. Identify the actual customers of Applicant's Services offered under Applicant's Mark.

3. Identify the potential or intended customers of Applicant's Services offered under Applicant's Mark.
4. Identify whether homeowners are, have been, or are intended to be customers of Applicant's Services offered under Applicant's Mark.
5. Identify whether persons looking to purchase homes are, have been, or are intended to be customers of Applicant's Services offered under Applicant's Mark.
6. Identify whether persons looking to purchase mortgages are, have been, or are intended to be customers of Applicant's Services offered under Applicant's Mark.
7. Identify whether businesses looking to purchase commercial or investment real estate are, have been, or are intended to be customers of Applicant's Services offered under Applicant's Mark.
8. Describe all current channels of trade for Applicant's Services offered under Applicant's Marks – how sales are made, how and where Applicant's Services are advertised, whether Applicant uses sales representatives, whether Applicant's services are or will be provided under contract or not, and so forth – for Applicant's Mark in connection with Applicant's Services.
9. Describe all intended channels of trade for Applicant's Services offered under Applicant's Marks – how sales are made, how and where Applicant's Services are advertised, whether Applicant uses sales representatives, whether Applicant's services are or will be provided under contract or not, and so forth – for Applicant's Mark in connection with Applicant's Services.
10. Identify all advertisements, marketing, or promotion of Applicant's Mark for Applicant's Services, including the date(s) the advertisement(s) ran, the location (physical

location, publication, or web site), where the advertisement(s) ran, and the specific services which were advertised, if less than all of Applicant's Services were advertised or promoted.

11. Describe the meaning of the term "Loan" in connection with Applicant's Mark and Applicant's Services.

12. Describe the meaning of the term "Zilla" in connection with Applicant's Mark and Applicant's Services.

13. Provide information (by year) concerning the amount spent on advertising, marketing, or promoting Applicant's Mark for Applicant's Services.

14. Provide information (by year) concerning the amount spent on advertising, marketing, or promoting Defendant's Mark for Defendant's Services.

15. Identify the first date on which each of Applicant's Services was provided under Applicant's Mark, and provide all details and identify all documents related thereto.

16. Identify the first date on which each of Applicant's Services was provided in interstate commerce under Applicant's Mark, and provide all details and identify all documents related thereto.

17. Identify the first date on which each of Applicant's Services was advertised under Applicant's Mark, and provide all details and identify all documents related thereto.

18. Identify and describe all steps taken prior to and related to the offering Applicant's Services under Applicant's Mark, and the dates those steps were taken, and provide all details and identify all documents related thereto.

19. Identify whether Applicant's Mark has been used on any services other than Applicant's Services; if so, describe each service and the first date each service was provided.

20. Identify and describe all experience You have in the fields of real estate and mortgages.
21. Identify all online real estate information and research resources You were aware of at the time of Your adoption of Applicant's Mark.
22. Identify all online mortgage information and research resources You were aware of at the time of Your adoption of Applicant's Mark.
23. Identify all facts and documents related to selection and adoption of Applicant's Mark, including all considerations in selecting these marks and all alternative names or marks considered at any time prior to or after selection and adoption of these marks.
24. Identify and describe the meaning of Applicant's Mark and its relationship to Applicant's Services, respectively, and identify all documents from the time period of the selection and adoption of these marks that support, reference, or relate to this meaning.
25. Identify and describe any information and/or documents indicating what You have told others about the meaning of Applicant's Mark.
26. Identify and describe all conversations, information and/or documents referring to or related to Applicant's Mark that You received from third parties.
27. Identify and describe all conversations, information and/or documents referring to or related to Opposer's Marks prior to Your adoption of Applicant's Mark.
28. Identify and describe all conversations, information and/or documents referring to or related to Opposer's Marks that You received from third parties.
29. Identify and describe all information and/or documents that show or evidence consumer confusion between Applicant's Mark and Opposer or Opposer's Marks.

30. Identify and describe all information and/or documents that show, evidence, or relate to third parties comparing Applicant's Mark with Opposer's Marks, or referring to these marks together.

31. Identify any and all trademark clearance searches that You conducted prior to adopting Applicant's Mark.

32. Identify whether You visited the website at the domain name <Zillow.com> prior to adopting Applicant's Mark.

33. Identify whether You were aware of Opposer, Opposer's Marks, and/or the website at the domain name <Zillow.com> prior to adopting Applicant's Mark.

34. Identify whether You were aware of Opposer, Opposer's Marks, and/or the website at the domain name <Zillow.com> prior to Your first use of Applicant's Mark for Applicant's Services.

35. Identify and describe all facts and documents of which You were aware that refer to or that are related to Opposer, the <Zillow.com> website owned by Opposer, or the Opposer's Marks, prior to selection of Applicant's Mark.

36. Identify whether You were aware of Opposer's Zillow Mortgage Marketplace service prior to May 5, 2011.

37. Identify whether You were aware of Opposer's Zillow Mortgage Marketplace service prior to May 19, 2010.

38. Identify all newspapers or periodicals that Defendants subscribed to or read on a regular basis prior to the adoption of Applicant's Mark.

39. Identify all newspapers or periodicals that You subscribed to or read on a regular basis prior to May 5, 2011.

40. Identify all newspapers or periodicals that You subscribed to or read on a regular basis prior to May 19, 2010.

41. Provide all information and identify all documents and things that support Your denial of Paragraph 21 in the Notice of Opposition.

42. Describe why You selected a website logo consisting of the letter "Z" for Your website at <LoanZilla.com>. See ZILL000001.

43. Identify and provide all details related to any and all trade mark, trade name, business name, or domain name registrations or applications owned by You or applied for on your behalf that consist of or include the term "LoanZilla" or "Zill," including identification of any relevant documents or things.

DATED: August 21, 2012

CERTIFICATE OF SERVICE

I hereby certify that ZILLOW'S FIRST SET OF INTERROGATORIES is being deposited with the United States Postal Service with sufficient postage as first class mail on August 21, 2012 in an envelope addressed to Applicant's correspondent:

John Janeway
Janeway Patent Law PLLC
2208 NW Market St. Ste 508
Seattle, WA 98115

Signature: /Matthew D. Schneller/

Respectfully submitted,

Bracewell & Giuliani LLP

Signed: /Matthew D. Schneller/
Matthew D. Schneller, Erin S.
Hennessy, Jennifer R. Ashton
Bracewell & Giuliani LLP
701 Fifth Avenue, Suite 6200
Seattle, WA 98104-7043
206-204-6200

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 85/316,446
For the Mark LOANZILLA
Filed May 19, 2011
Published in the Official Gazette on October 11, 2011

ZILLOW, INC.,

Opposer,

v.

SUPER T FINANCIAL INC. DBA
LOANZILLA,

Applicant.

Opposition No. 91203730

**SUPER T FINANCIAL INC. DBA LOANZILLA'S RESPONSES TO ZILLOW'S
FIRST SET OF INTERROGATORIES**

Pursuant to the *Federal Rules of Civil Procedure* ("Fed. R. Civ. P.") 33 and 34, 37 C.F.R. §2.116 and §2.120, Super T Financial Inc. d/b/a Loanzilla ("Loanzilla" or "Applicant") responds to Zillow, Inc.'s ("Zillow" or "Opposer") First Set of Interrogatories (the "Rogs") as follows:

General Objections

The following general objections apply to each of the Rogs and are incorporated by reference in each of Loanzilla's specific responses thereto:

1. Loanzilla objects to every Rog that purports to impose obligations on it beyond the requirements of the *Federal Rules of Civil Procedure* and the Trademark Trial and Appeal Board Manual of Procedure ("TBMP"), which will govern Loanzilla's responses.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 2

2. Loanzilla objects to the Rogs to the extent that they seek materials prepared in anticipation of litigation, or which contain or reflect or call for the disclosure of the mental impressions, conclusions, opinions, or legal theories of any attorney for Loanzilla, or any other information protected by the *Federal Rules of Civil Procedure*.

3. Loanzilla objects to the Rogs to the extent that they seek information protected from discovery under the attorney-client privilege, or any other privilege recognized by law. Loanzilla will not produce such information.

4. Loanzilla objects to the Rogs to the extent they seek trade secrets or other confidential or proprietary research, development, commercial, or business information.

5. Loanzilla objects to the Rogs to the extent that they call for identification or production of information that is a matter of public record and that is equally available to the requesting party.

6. In responding, Loanzilla does not concede that any Rog to which Loanzilla responds is relevant to the subject matter of this litigation or is reasonably calculated to lead to the discovery of admissible evidence. Loanzilla expressly reserves its objection in this regard. Loanzilla also requests the right to question the authenticity, relevancy, materiality, privilege, and admissibility as evidence for any purpose of the information provided and the documents identified and/or produced in response to these Rogs, which may arise in any subsequent proceeding in, or the trial of, this or any other action.

7. Loanzilla reserves the right to amend, supplement, or revise its responses as necessary up to and including the time of trial.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 3

8. In responding to the Rogs, Loanzilla states that it has conducted a diligent search, reasonable in scope, of those records and files in its possession or control believed to be the most likely to contain documents responsive to the Rogs and has solicited documents relevant information from those individuals employed or otherwise affiliated with Loanzilla believed to be the most likely to have documents responsive to the Rogs. Loanzilla has not, however, undertaken to search or review all of the files and records in Loanzilla's possession, custody or control, nor has Loanzilla solicited documents or information from every individual employed by or otherwise affiliated with Loanzilla because to do so would be unduly burdensome and expensive. In the event, therefore, that further information, documents, records, or files responsive to any of the Rogs are identified or brought to Loanzilla's attention, Loanzilla reserves the right to amend or supplement these responses.

Subject to, and without waiving same, Loanzilla hereby responds to the Rogs as follows:

Responses to Interrogatories

Interrogatory No. 1. Identify the person or persons answering who assisted or were consulted in answering the Rogs served contemporaneously herewith on behalf of You, including their current employment positions and/or relationships with You and their current business and residence addresses. If a person or persons assisted on only a portion of Your responses, please identify the responses on which the person or persons assisted.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 4

Response No. 1. Applicant objects to this request to the extent it is vague, irrelevant, immaterial, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows:

Name: Richard W. Trepus

Title: President

Address: 6620 Lake Wash Blvd NE #302, Kirkland, WA 98033

Phone Number: 206-940-0454

Name: Gregory S. McKim

Title: Branch Manager

Address: 10047 Main Street, Suite 101, Bellevue, WA 98004

Phone Number: 425-460-8301

Name: Bruce J. Waltar

Title: IT Manager

Address: 6831 28th Avenue NE, Seattle, WA 98115

Phone Number: 206-617-0368

Interrogatory No. 2. Identify the actual customers of Applicant's Services offered under Applicant's Mark.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 5

Response No. 2. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, where the phrase “actual customers” is indefinite. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Persons obtaining real estate home loans for purchase and refinance. Persons obtaining commercial real estate loans for purchase and refinance.

Interrogatory No. 3. Identify the potential or intended customers of Applicant’s Services offered Applicant’s Mark.

Response No. 3. Applicant objects to this request to the extent it is vague, irrelevant, immaterial, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Persons seeking real estate home loans for purchase or refinance. Persons obtaining commercial real estate loans for purchase and refinance.

Interrogatory No. 4. Identify whether homeowners are, or have been, or are intended customers of Applicant’s Services offered under Applicant’s Mark.

Response No. 4. Applicant objects to this request to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objection, Applicant responds as follows: Yes.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 6

Interrogatory No. 5. Identify whether persons looking to purchase homes are, or have been, or are intended to be customers of Applicant's Services offered under Applicant's Mark.

Response No. 5. Applicant objects to this request to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objection, Applicant responds as follows: Yes.

Interrogatory No. 6. Identify whether persons looking to purchase mortgages are, or have been, or are intended to be customers of Applicant's Services offered under Applicant's Mark.

Response No. 6. Applicant objects to this request to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objection, Applicant responds as follows: Yes.

Interrogatory No. 7. Identify whether businesses looking to purchase commercial or investment real estate are, or have been, or are intended to be customers of Applicant's Mark under Applicant's Services.

Response No. 7. Applicant objects to this request to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objection, Applicant responds as follows: Yes.

Interrogatory No. 8. Describe all current channels of trade for Applicant's Services offered under Applicant's Marks – how sales are made, how and where Applicant's Services are advertised, whether Applicant uses sales representatives, whether Applicant's services are or will

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 7

be provided under contract or not, and so forth – for Applicant’s Mark in connection with Applicant’s Services.

Response No. 8. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant’s business plan is proprietary. It employs typical marketing techniques such as client referrals, real estate broker referrals, networking, and a website.

Interrogatory No. 9. Describe all intended channels of trade for Applicant’s Services offered under Applicant’s Marks - how sales are made, how and where Applicant’s Services are advertised, whether Applicant uses sales representatives, whether Applicant’s services are or will be provided under contract or not, and so forth – for Applicant’s Mark in connection with Applicant’s Services.

Response No. 9. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant’s business plan is proprietary. Applicant intends to continue to employ typical marketing techniques such as client referrals, real estate broker referrals, networking, and a website.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 8

Interrogatory No. 10. Identify all advertisements, marketing, or promotion of Applicant's Mark for Applicant's Services, including the date(s) the advertisement(s) ran, the location (physical location, publication, or web site), where the advertisement(s) ran, and the specific services which were advertised, if less than all Applicant's Services were advertised or promoted.

Response No. 10. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant's business plan is proprietary. It employs typical marketing techniques such as client referrals, real estate broker referrals, networking, and a website.

Interrogatory No. 11. Describe the meaning of the term "Loan" in connection with Applicant's Mark and Applicant's Services.

Response No. 11. Applicant objects to this request to the extent that it is not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objection, Applicant responds as follows: The term "Loan" refers to residential and commercial property loans.

Interrogatory No. 12. Describe the meaning of the term "Zilla" in connection with Applicant's Mark and Applicant's Services.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 9

Response No. 12. The word “Zilla” is a play on words from GodZilla. The LoanZilla logo is designed to resemble a lizard. We have future plans to use lizard and/or dinosaur themes in our marketing. The term “Zilla” is routinely used by many industries to imply something large, dominating and/or intimidating. For example, the TV reality show “BrideZilla”. The following is a definition of the word “Zilla” from Wikipedia <http://en.wikipedia.org/wiki/-zilla>:

zilla is an English slang suffix, a back-formation derived from the English name of the Japanese movie monster Godzilla.^{[1][2]} It is popular for the names of software and websites. It is also found often in popular culture to imply some form of excess, denoting the monster-like qualities of Godzilla.

Interrogatory No. 13. Provide information (by year) concerning the amount spent on advertising, marketing, or promoting Applicant’s Mark for Applicant’s Services.

Response No. 13. Applicant objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Our business plan and business expenses are proprietary.

Interrogatory No. 14. Provide information (by year) concerning the amount spent on advertising, marketing, or promoting Defendant’s Mark [sic] for Defendant’s Services [sic].

Response No. 14. Applicant objects to this request as it appears to be a repetition of Interrogatory No. 13.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 10

Interrogatory No. 15. Identify the first date on which each of Applicant's Services was provided under Applicant's Mark, and provide all details and identify all documents related thereto.

Response No. 15. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, where the phrase "provided" is indefinite. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Upon further definition of the term "provided," Applicant will respond to this request.

Interrogatory No. 16. Identify the first date on which each of Applicant's Services was provided in interstate commerce under Applicant's Mark, and provide all details and identify all documents related thereto.

Response No. 16. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, where the phrase "provided" is indefinite. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Upon further definition of the term "provided," Applicant will respond to this request.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 11

Interrogatory No. 17. Identify the first date on which each of Applicant's Services was advertised under Applicant's Mark, and provide all details and identify all documents related thereto.

Response No. 17. May 2010.

Interrogatory No. 18. Identify and describe all steps taken prior to and related to the offering of Applicant's Services under Applicant's Mark, and the dates those steps were taken, and provide all details and identify all documents related thereto.

Response No. 18. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, where the phrase "all steps taken" is indefinite and not reasonably calculated to lead to discoverable information. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Upon further definition of the phrase "all steps taken," Applicant will respond to this request.

Interrogatory No. 19. Identify whether Applicant's Mark has been used on any services other than Applicant's Services; if so, describe each service and the first date each service was provided.

Response No. 19. Applicant responds that Applicant's Mark has been used on no other services.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 12

Interrogatory No. 20. Identify and describe all experience You have in the fields of real estate and mortgages.

Response No. 20. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Subject to and without waiving the foregoing specific and general objections, Applicant has many years of experience in the fields of real estate and mortgages. Representative, responsive, relevant, non-privileged documents demonstrating this experience, to the extent they exist and are in Applicant's custody or control, will be made available for inspection by Applicant at Applicant's office at 10047 Main Street, Suite 101, Bellevue, WA 98004, at a mutually agreeable date and time, pursuant to Fed. R. Civ. P. 33(d).

Interrogatory No. 21. Identify all online real estate information and resources You were aware of at the time of Your adoption of Applicant's Mark.

Response No. 21. Applicant objects to this request to the extent it is vague, irrelevant, immaterial, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence.

Interrogatory No. 22. Identify all online mortgage information and resources You were aware of at the time of Your adoption of Applicant's Mark.

Response No. 22. Applicant objects to this request to the extent it is vague, irrelevant, immaterial, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 13

Interrogatory No. 23. Identify all facts and documents related to the selection and adoption of Applicant's Mark, including all considerations in selecting these marks and all alternative names or marks considered at any time prior to or after selection and adoption of these marks.

Response No. 23. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant chose the trade name LoanZilla because applicant intends to build a distinct brand that 1) stands out from traditional lending institution names and 2) caters to internet savvy consumers.

The word "Zilla" is a play on words from GodZilla. The LoanZilla logo is designed to resemble a lizard. We have future plans to use lizard and/or dinosaur themes in our marketing. The term "Zilla" is routinely used by many industries to imply something large, dominating and/or intimidating. For example, the TV reality show "BrideZilla". The following is a definition of the word "Zilla" from Wikipedia <http://en.wikipedia.org/wiki/-zilla>:

zilla is an English slang suffix, a back-formation derived from the English name of the Japanese movie monster Godzilla.^{[1][2]} It is popular for the names of software and websites. It is also found often in popular culture to imply some form of excess, denoting the monster-like qualities of Godzilla.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 14

Interrogatory No. 24. Identify and describe the meaning of Applicant's Mark and its relationship to Applicant's Services, respectively, and identify all documents from the time period of the selection and adoption of these marks that support, reference, or relate to this meaning.

Response No. 24. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows:

Applicant chose the trade name LoanZilla because applicant intends to build a distinct brand that 1) stands out from traditional lending institution names and 2) caters to internet savvy consumers.

The word "Zilla" is a play on words from GodZilla. The LoanZilla logo is designed to resemble a lizard. We have future plans to use lizard and/or dinosaur themes in our marketing. The term "Zilla" is routinely used by many industries to imply something large, dominating and/or intimidating. For example, the TV reality show "BrideZilla". The following is a definition of the word "Zilla" from Wikipedia <http://en.wikipedia.org/wiki/-zilla>:

zilla is an English slang suffix, a back-formation derived from the English name of the Japanese movie monster Godzilla.^{[1][2]} It is popular for the names of software and websites. It is also found often in popular culture to imply some form of excess, denoting the monster-like qualities of Godzilla.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 15

Interrogatory No. 25. Identify and describe any information and/or documents indicating what You have told others about the meaning of Applicant's Mark.

Response No. 25. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Relevant, non-confidential information and/or documents of this nature are not in Applicant's possession.

Interrogatory No. 26. Identify and describe all conversations, information, and/or documents referring to or related to Applicant's Mark that You received from third parties.

Response No. 26. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and where "all conversations, information, and or documents referring to or related to Applicant's Mark that You received from third parties" is indefinite, not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Applicant further objects to this request to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant will provide relevant, non-confidential, non-privileged information in response to this request upon further definition

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 16

of the phrase “all conversations, information, and or documents referring to or related to Applicant’s Mark that You received from third parties.”

Interrogatory No. 27. Identify and describe all conversations, information, and or documents referring to or related to Opposer’s Marks prior to Your adoption of Applicant’s Mark.

Response No. 27. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and where “all conversations, information, and or documents referring to or related to Opposer’s Marks prior to Your adoption of Applicant’s Mark” is indefinite, not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Applicant further objects to this request to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant will provide relevant, non-confidential, non-privileged information in response to this request upon further definition of the phrase “all conversations, information, and or documents referring to or related to Opposer’s Marks prior to Your adoption of Applicant’s Mark.”

Interrogatory No. 28. Identify and describe all conversations, information, and/or documents referring to or related to Opposer’s Mark that you received from third parties.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 17

Response No. 28. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and where “all conversations, information, and/or documents referring to or related to Opposer’s Mark that you received from third parties” is indefinite, not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Applicant further objects to this request to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant will provide relevant, non-confidential, non-privileged information in response to this request upon further definition of the phrase “all conversations, information, and/or documents referring to or related to Opposer’s Mark that you received from third parties.”

Interrogatory No. 29. Identify and describe all information and/or documents that show or evidence consumer confusion between Applicant’s Mark and Opposer or Opposer’s Marks.

Response No. 29. Applicant responds as follows: Applicant is aware of no evidence of consumer confusion between Applicant’s Mark and Opposer or Opposer’s Marks.

Interrogatory No. 30. Identify and describe all information and/or documents that show, evidence, or relate to third parties comparing Applicant’s Mark with Opposer’s Marks, or referring to these marks together.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 18

Response No. 30. Applicant responds as follows: Applicant is aware of no evidence of third parties comparing Applicant's Mark with Opposer's Marks, or referring to these marks together.

Interrogatory No. 31. Identify any and all trademark clearance searches that You conducted prior to adopting Applicant's Mark.

Response No. 31. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and where "any and all trademark clearance searches that You conducted prior to adopting Applicant's Mark" is indefinite, not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Applicant further objects to this request to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant conducted search for the name LoanZilla before electing to use it as a website and trade name. In May of 2010 we found the website was available for sale and purchased it that same month. We did not find any other mortgage company or lender operating with the name LoanZilla or any name remotely familiar and therefore proceeded with our trademark application in May of 2011.

Interrogatory No. 32. Identify whether you visited the website at the domain name <Zillow.com> prior to adopting Applicant's Mark.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 19

Response No. 32. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Yes, because Applicant uses the <Zillow.com> website for property valuation, shopping its competitors, and has considered advertising on the site.

Interrogatory No. 33. Identify whether you were aware of Opposer, Opposer's Marks, and/or the website at the domain name <Zillow.com> prior to adopting Applicant's Mark.

Response No. 33. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Yes, because Applicant uses the <Zillow.com> website for property valuation, shopping its competitors, and has considered advertising on the site.

Interrogatory No. 34. Identify whether you were aware of Opposer, Opposer's Marks, and/or the website at the domain name <Zillow.com> prior to your first use of Applicant's Mark for Applicant's Services.

Response No. 34. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Subject to

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 20

and without waiving the foregoing specific and general objections, Applicant responds as follows: Yes, because Applicant uses the <Zillow.com> website for property valuation, shopping its competitors, and has considered advertising on the site.

Interrogatory No. 35. Identify all facts and documents of which You were aware that refer to or are related to Opposer, the <Zillow.com> website owned by Opposer, or the Opposer's Marks prior to selection of Applicant's Mark.

Response No. 35. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence, and fails to identify the information sought with reasonable particularity. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Yes. We opened our account with Zillow under our prior Super T. Financial dba of Self Service loans in February of 2010. We informed them at a later date to change our name to LoanZilla, but I don't have a record of that date. Applicant was aware of Opposer, the <Zillow.com> website owned by Opposer, and/or the Opposer's Marks by virtue of having attended Zillow seminars and using the website for loan quotes.

Interrogatory No. 36. Identify whether you were aware of Zillow's Mortgage Marketplace service prior to May 5, 2011.

Response No. 36. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence, and where the term "aware" fails to identify the information sought with reasonable

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 21

particularity. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant was aware of Zillow's Mortgage Marketplace Service prior to May 5, 2011.

Interrogatory No. 37. Identify whether you were aware of Zillow's Mortgage Marketplace service prior to May 19, 2010.

Response No. 37. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence, and where the term "aware" fails to identify the information sought with reasonable particularity. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant was aware of Zillow's Mortgage Marketplace Service prior to May 19, 2010.

Interrogatory No. 38. Identify all newspapers and periodicals that Defendants subscribed to or read on a regular basis prior to the adoption of Applicant's Mark.

Response No. 38. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence.

Interrogatory No. 39. Identify all newspapers and periodicals that You subscribed to or read on a regular basis prior to May 5, 2011.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 22

Response No. 39. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence.

Interrogatory No. 40. Identify all newspapers and periodicals that You subscribed to or read on a regular basis prior to May 19, 2010.

Response No. 40. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence.

Interrogatory No. 41. Provide all information and identify all documents and things that support Your denial of Paragraph 21 in the Notice of Opposition.

Response No. 41. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant refers Opposer to its answer in Response No. 15 of this document.

Interrogatory No. 42. Describe why You selected a website logo consisting of the letter "Z" for Your website at <LoanZilla.com>, See ZILL000001.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 23

Response No. 42. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant selected a website logo consisting of the letter “Z” for its website because “Loanzilla” is spelled with the letter “Z.”

Interrogatory No. 43. Identify and provide all details related to any and all trade mark, trade name, business name, or domain name registrations or applications owned by You or applied for on your behalf that consist of or include the term “LoanZilla” or “Zill,” including identification of any relevant documents or things.

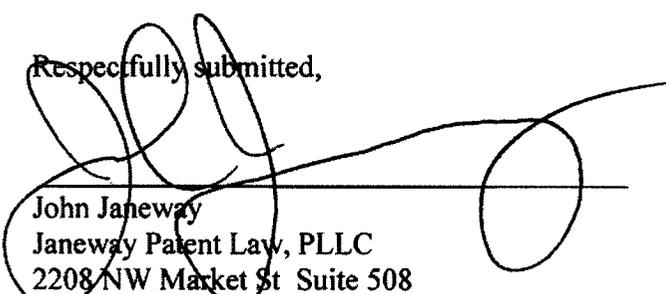
Response No. 43. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Applicant also objects to this request to the extent that it requires information protected by the attorney-client and/or attorney work product privileges. Applicant further objects to this request to the extent it seeks documents that are publicly available, equally available to the defendants as to the plaintiff, or already in Opposer’s possession, custody, or control; that type of information is readily attainable through other more convenient, less burdensome, and less expensive sources or discovery procedures. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows: Applicant’s trademark LOANZILLA, Ser. No. 85/316,446; Applicant’s business license, Applicant’s website, and Applicant’s logo all contain

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 24

the phrase "Loanzilla." Relevant, non-confidential, non-privileged documents related to this request will be produced hereto.

Date: 5 November 2012

Respectfully submitted,



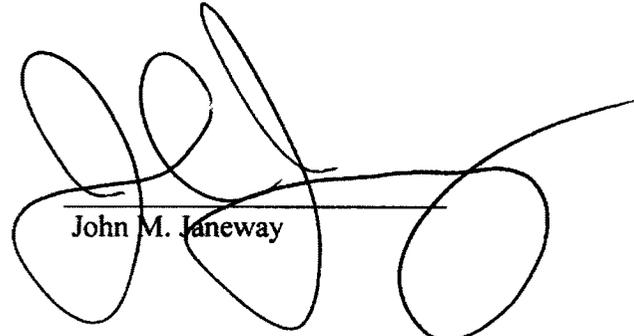
John Janeway
Janeway Patent Law, PLLC
2208 NW Market St Suite 508
Seattle, WA 98107
206.708.7705
john@janewaypatentlaw.com

Attorneys for Applicant,
SUPER T FINANCIAL INC. DBA LOANZILLA

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing SUPER T FINANCIAL INC. DBA LOANZILLA'S RESPONSES TO ZILLOW'S FIRST SET OF INTERROGATORIES has this 5th day of November 2012 been mailed by prepaid first class mail to the below-identified Attorney at his/her place of business:

Matthew D. Schneller
Bracewell & Giuliani LLP
701 Fifth Avenue, Suite 6200
Seattle, WA 98104-7043
206-204-6200



John M. Janeway

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 85/316,446
For the Mark LOANZILLA
Filed May 19, 2011
Published in the Official Gazette on October 11, 2011

ZILLOW, INC.,

Opposer,

v.

SUPER T FINANCIAL INC. DBA
LOANZILLA,

Applicant.

Opposition No. 91203730

**SUPER T FINANCIAL INC. DBA LOANZILLA'S SUPPLEMENTAL RESPONSES
TO ZILLOW'S FIRST SET OF INTERROGATORIES**

Pursuant to the *Federal Rules of Civil Procedure* ("Fed. R. Civ. P.") 33 and 34, 37 C.F.R. §2.116 and §2.120, Super T Financial Inc. d/b/a Loanzilla ("Loanzilla" or "Applicant") responds to Zillow, Inc.'s ("Zillow" or "Opposer") First Set of Interrogatories (the "Rogs") as follows:

General Objections

The following general objections apply to each of the Rogs and are incorporated by reference in each of Loanzilla's specific responses thereto:

1. Loanzilla objects to every Rog that purports to impose obligations on it beyond the requirements of the *Federal Rules of Civil Procedure* and the Trademark Trial and Appeal Board Manual of Procedure ("TBMP"), which will govern Loanzilla's responses.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 2

2. Loanzilla objects to the Rogs to the extent that they seek materials prepared in anticipation of litigation, or which contain or reflect or call for the disclosure of the mental impressions, conclusions, opinions, or legal theories of any attorney for Loanzilla, or any other information protected by the *Federal Rules of Civil Procedure*.

3. Loanzilla objects to the Rogs to the extent that they seek information protected from discovery under the attorney-client privilege, or any other privilege recognized by law. Loanzilla will not produce such information.

4. Loanzilla objects to the Rogs to the extent they seek trade secrets or other confidential or proprietary research, development, commercial, or business information.

5. Loanzilla objects to the Rogs to the extent that they call for identification or production of information that is a matter of public record and that is equally available to the requesting party.

6. In responding, Loanzilla does not concede that any Rog to which Loanzilla responds is relevant to the subject matter of this litigation or is reasonably calculated to lead to the discovery of admissible evidence. Loanzilla expressly reserves its objection in this regard. Loanzilla also requests the right to question the authenticity, relevancy, materiality, privilege, and admissibility as evidence for any purpose of the information provided and the documents identified and/or produced in response to these Rogs, which may arise in any subsequent proceeding in, or the trial of, this or any other action.

7. Loanzilla reserves the right to amend, supplement, or revise its responses as necessary up to and including the time of trial.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 3

8. In responding to the Rogs, Loanzilla states that it has conducted a diligent search, reasonable in scope, of those records and files in its possession or control believed to be the most likely to contain documents responsive to the Rogs and has solicited documents relevant information from those individuals employed or otherwise affiliated with Loanzilla believed to be the most likely to have documents responsive to the Rogs. Loanzilla has not, however, undertaken to search or review all of the files and records in Loanzilla's possession, custody or control, nor has Loanzilla solicited documents or information from every individual employed by or otherwise affiliated with Loanzilla because to do so would be unduly burdensome and expensive. In the event, therefore, that further information, documents, records, or files responsive to any of the Rogs are identified or brought to Loanzilla's attention, Loanzilla reserves the right to amend or supplement these responses.

Subject to, and without waiving same, Loanzilla hereby responds to the Rogs as follows:

Supplemental Responses to Interrogatories

Interrogatory No. 2. Identify the actual customers of Applicant's Services offered under Applicant's Mark.

Response No. 2. Applicant objects to this request to the extent it is vague, overly broad and unduly burdensome, where the phrase "actual customers" is indefinite. Applicant further objects to this interrogatory to the extent that it seeks information constituting trade secrets, confidential, or proprietary information. Subject to and without waiving the foregoing specific and general objections, Applicant responds as follows:

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 4

Applicant's customers are borrowers. Applicant operates as Super T Financial and Super T Financial dba LoanZilla. Applicant currently has no commercial borrowers. The totals below are for residential borrowers through 12/12/12:

Super T Financial: 213

Super T Financial dba LoanZilla: 144

Respectfully submitted,



Date: 14 December 2012

John Janeway
Janeway Patent Law, PLLC
2208 NW Market St Suite 508
Seattle, WA 98107
206.708.7705
john@janewaypatentlaw.com

Attorneys for Applicant,
SUPER T FINANCIAL INC. DBA LOANZILLA

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing SUPER T FINANCIAL INC. DBA LOANZILLA'S RESPONSES TO ZILLOW'S FIRST SET OF INTERROGATORIES has this 14th day of December 2012 been mailed by prepaid first class mail to the below-identified Attorney at his/her place of business:

Matthew D. Schneller
Bracewell & Giuliani LLP
701 Fifth Avenue, Suite 6200
Seattle, WA 98104-7043
206-204-6200

/Marianne E. Dutton/
Marianne E. Dutton

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 85/316,446
For the Mark LOANZILLA
Filed May 19, 2011
Published in the Official Gazette on October 11, 2011

ZILLOW, INC.,

Opposer,

v.

SUPER T FINANCIAL INC. DBA
LOANZILLA,

Applicant.

Opposition No. 91203730

SUPER T'S FIRST SET OF INTERROGATORIES TO ZILLOW, INC.

I. Introduction

Pursuant to Rule 33 of the Federal Rules of Civil Procedure, as incorporated into the Trademark Rules of Practice 37 C.F.R. §§ 2.116 and 2.120, Applicant, Super T Financial Inc. dba Loanzilla ("Applicant"), requests that Opposer, Zillow, Inc. ("Opposer"), answer the following interrogatories under oath and serve such answers on the undersigned counsel within thirty (30) days from the date of service. The following definitions, instructions and rules of construction apply.

II. Definitions, Instructions And Rules Of Construction

1. These Interrogatories seek answers to the full extent provided by the Federal Rules of Civil Procedure and shall be interpreted as inclusive rather than exclusive. They are of a continuing nature and, to the extent required by the applicable statutes and regulations, you are

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 2 of 12

required to make supplemental answers if, prior to the termination of this case, you obtain additional or different information covered by any one of these Interrogatories.

2. The words “or,” “and,” “all,” “every,” “any,” “each,” “one or more,” “including,” and similar words of guidance are intended merely as such and should not be construed as words of limitation. The words “and” and “or” are to be construed both conjunctively and disjunctively and shall include each other whenever possible to expand, not restrict, the scope of the request. The word “including” shall not be used to limit any general category or description that precedes it. The words “all,” “every,” “any,” “each,” and “one or more” shall include each other whenever possible to expand, not restrict, the scope of the request. The singular form of a noun or pronoun includes the plural form and vice versa.

3. If Applicant objects to furnishing the information requested by any interrogatory, or any portion thereof, Applicant should state the basis of such objection, identify the type of categories of responsive information to which each objection applies, and furnish all requested information to which the objection does not apply.

4. The following words and terms shall have the following meanings:

a. “Applicant” refers to Super T Financial Inc. dba Loanzilla, and, where applicable, its officers, directors, employees, partners, agents, corporate parent, subsidiaries, including subsidiaries of a corporate parent, affiliates, predecessors or successors, attorneys, representatives, assigns, and persons having a duty of loyalty to Super T Financial Inc. dba Loanzilla. This definition is not intended to impose a discovery obligation on any person who is not a party to the litigation.

b. “Opposer” refers to Zillow, Inc., and, where applicable, its officers, directors, employees, partners, agents, corporate parent, subsidiaries, including subsidiaries of a

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 3 of 12

corporate parent, affiliates, predecessors or successors, attorneys, representatives, assigns, and persons having a duty of loyalty to Zillow, Inc.

c. "Identify" when used with respect to a person or other legal entity means to provide the following information regarding the person:

- i. the name of the person;
- ii. the address of the person;
- iii. if the person is or was Opposer's employee, the title of the person and the years during which he or she was Opposer's employee; and
- iv. such other known information as may be necessary to permit such person or entity to be subpoenaed or his, her or its deposition noticed.

d. "Opposer's Marks" refer to Opposer's ZILLOW and ZILLOW.COM marks, as they appear as the subject of Trademark Registration Nos. 3150074, 3437691, 3332886, 3565882, 3437690, 3493872, 3175031, and 4201269.

e. "Opposer's Marks" refers to the LOANZILLA mark as it appears as the subject of Trademark Application Serial No. 85/316,446.

f. "Document" shall have its customary meaning, as set forth in the Fed. R. Civ. P. 34 and Fed. R. Evid. 1001, and shall include but not be limited to any kind of printed, typed, recorded, written, graphic or photographic matter (including electronic, audio and/or video tape recordings), however printed, produced, reproduced, coded or stored, of any kind. A draft or non-identical copy is a separate document within the meaning of this term.

g. "Relate to," "relating to," "relates to," or "concerning" shall be construed broadly to mean and include evidencing, constituting, referring to, comprising, illustrating, recording, memorializing, discussing, or describing, supporting, embodying, setting forth, alluding to, responding to, connected with, commencing on, in respect of, about, regarding, showing, mentioning, analyzing, reflecting or constituting.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 4 of 12

h. "Communications" means any oral, written, telephonic, electronic or radio frequency transmission contact or attempted contact between two or more persons, companies or organizations, or government entities, including all of the directors, officers, officials, employees, staffs or representatives thereof, and shall include, without limitation, communication as defined by the term "document" above, and oral communications by such means as face-to-face meeting and telephone conversations.

i. "Person" means any individual, firm, association, organization, joint venture, trust, partnership, corporation, or other collective organization or entity.

j. "Thing" or "things" include any tangible thing or object, whether or not claimed to be privileged.

k. "Opposer's Goods and Services" includes all of the goods and services set forth in Opposer's Marks on or in connection with which Opposer's Marks are used.

III. Interrogatories

Interrogatory No. 1. State the date(s) and describe the circumstances under which the Opposer selected Opposer's Marks, identify the person or persons who selected Opposer's Marks, and identify all other marks that were considered along with selected Opposer's Marks for possible use by the Opposer for selected Opposer's Goods and Services.

Interrogatory No. 2. Identify each search that Opposer performed, including searches Opposer had performed for it, relating to Opposer's Marks or any other marks identified in response to Interrogatory No. 1.

Interrogatory No. 3. Identify all marks including the term "zilla" the existence of which were known to Opposer at the time Opposer adopted Opposer's Marks.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 5 of 12

Interrogatory No. 4. State the date and describe the circumstances under which Opposer first learned of Applicant's Mark.

Interrogatory No. 5. Describe the products that Opposer currently makes (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

Interrogatory No. 6. Describe the products Opposer intends to makes (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

Interrogatory No. 7. Describe the products that Opposer currently sells (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

Interrogatory No. 8. Describe the products Opposer intends to sell (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

Interrogatory No. 9. Describe the services Opposer currently provides (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

Interrogatory No. 10. Describe the services Opposer intends to provide (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

Interrogatory No. 11. Identify the channels of trade through which Opposer's Goods and Services travel.

Interrogatory No. 12. Identify the channels of trade through which Opposer intends Opposer's Goods and Services will travel.

Interrogatory No. 13. Identify the demographics of purchasers of Opposer's Goods and Services.

Interrogatory No. 14. Identify the demographics of potential purchasers of Opposer's Goods and Services.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 6 of 12

Interrogatory No. 15. Identify the date and describe the circumstances under which Opposer first used Opposer's Marks on or in connection with any of Opposer's Goods and Services, and identify the goods and services.

Interrogatory No. 16. Identify the date and describe the circumstances under which Opposer first used Opposer's Marks on or in connection with any of Opposer's Goods and Services in commerce regulable by the United States, and identify the goods and services.

Interrogatory No. 17. Identify each period of non-use of Opposer's Marks for Opposer's Goods and Services including for each period identified: the date nonuse commenced; the date, if any, when use recommenced; the reason for the period of nonuse; and the goods/services in connection with which the nonuse occurred. For purposes of this interrogatory, "nonuse" means any period longer than one month when goods and/or services bearing any one of Opposer's Mark were not sold, transported, provided, or rendered in Commerce by or on behalf of Opposer.

Interrogatory No. 18. Identify by type all marketing material used by Opposer (or by others on Opposer's behalf) in connection with the promotion of Opposer's Goods and Services, and state:

- (a) the date such material was used;
- (b) the manner in which such material was used; and
- (c) the specific geographic area where such material was used.

For illustrative purposes only and without limiting the foregoing, such material would include, e.g., websites, e-mails, literature, tags, labels, packages, signs, posters, point-of sale displays, brochures, and advertisements.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 7 of 12

Interrogatory No. 19. Identify by type all marketing material intended to be used by Opposer (or by others on Opposer's behalf) in connection with the promotion of Opposer's Goods and Services, and state:

- (a) the date such material is intended to be used;
- (b) the manner in which such material is intended to be used; and
- (c) the specific geographic area where such material is intended to be used.

For illustrative purposes only and without limiting the foregoing, such material would include, e.g., websites, e-mails, literature, tags, labels, packages, signs, posters, point-of sale displays, brochures, and advertisements.

Interrogatory No. 20. Identify the dollar amount spent by Opposer on advertising or promoting Opposer's Goods and Services, by year.

Interrogatory No. 21. Identify the persons currently employed by Opposer who have or will have principal responsibility for the distribution, marketing and/or sales of Opposer's Goods and Services.

Interrogatory No. 22. State whether Opposer's Marks have been the subject of any type of agreement, whether written or oral. For illustrative purposes only and without limiting the foregoing, such agreements would include, e.g., assignments, license agreements, manufacturing agreements, or security interests.

Interrogatory No. 23. If the answer to Interrogatory No. 22 is other than an unqualified negative, for each such agreement, identify:

- (a) the date of the agreement;
- (b) the parties to the agreement;
- (c) whether the agreement is oral or in writing; and

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 8 of 12

(d) the goods and/or services covered by the agreement.

Interrogatory No. 24. Identify each instance, of which Opposer has knowledge directly or indirectly, of use of Opposer's Marks by unrelated third parties without Opposer's authorization.

Interrogatory No. 25. Identify each instance, of which Opposer has knowledge directly or indirectly, of any association between Opposer and Applicant, arising in whole or in part from Applicant's use of Applicant's Mark. For illustrative purposes only and without limiting the foregoing, such association would include, e.g., actual or purported confusion, mistake, or deception; misdirected inquiries, orders, cancellations or returns; misassumptions as to the source or origin; or complaints or comments from third parties.

Interrogatory No. 26. As to each instance of association identified in response to Interrogatory No. 25, of which the Opposer has direct knowledge, provide a detailed description of the circumstances surrounding the instance of association.

Interrogatory No. 27. Identify the total revenue generated to Opposer from the sale of Opposer's Goods and Services.

Interrogatory No. 28. State whether Opposer is aware of any survey that is related to the issues in this proceeding. For illustrative purposes only, and without limiting the foregoing, such surveys would include, e.g., polls or market research studies related to the likelihood of confusion between Opposer's Marks and Applicant's Mark, or as to the source of goods or services in connection with which Opposer's Marks or Applicant's Mark are used, or as to the existence of any affiliation or connection between Opposer and Applicant or their respective goods or services.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 9 of 12

Interrogatory No. 29. Unless the response to Interrogatory No. 28 is an unqualified negative, for each survey of which Opposer is aware, identify:

- (a) the date the survey was prepared;
- (b) the nature of the information covered in the survey; and
- (c) the present location of the survey.

Interrogatory No. 30. State whether Opposer has ever participated in any formal dispute involving Opposer's Marks. For illustrative purposes only, and without limiting the foregoing, such disputes would include, e.g., court litigations, administrative proceedings, arbitrations or mediations.

Interrogatory No. 31. Unless the response to Interrogatory No. 30 is an unqualified negative, with respect to each dispute in which Opposer has ever participated, identify:

- (a) the full title of the dispute, e.g., the names of the parties and docket no., if applicable;
- (b) the date of commencement of the dispute;
- (c) the name of the court/body before which the dispute was brought; and
- (d) the current status of the dispute.

Interrogatory No. 32. Identify all other marks that include the formative "zill" which are used or which are intended to be used by Opposer, and state the goods or services with which such marks are used and/or intended to be used, and state the date of first use in commerce of any such mark which has been so used.

Interrogatory No. 33. Describe the meaning of the term "Zillow" in Opposer's Marks.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 10 of 12

Interrogatory No. 34. Describe the selection process of the Opposer's Marks. For illustrative purposes only, and without limiting the foregoing, such processes may include meetings, conversations, correspondence exchanges, in which utilization of ZILLOW or ZILLOW.COM as a trademark by Opposer was discussed.

Interrogatory No. 35. Identify any trademark clearance and availability searches, performed by you or by others on your behalf, in connection with Opposer's Marks.

Interrogatory No. 36. Identify whether you were aware of Applicant, Applicant's Mark, or any of the mortgage services provided by Applicant prior to using Opposer's Marks for mortgage related goods and services.

Interrogatory No. 37. Identify whether you were aware of Applicant, Applicant's Mark, or any of the mortgage services provided by Applicant prior to filing "ZILLOW" trademark application, Serial No. 85464019, with the United States Patent and Trademark Office on November 3, 2011.

Interrogatory No. 38. Describe and/or identify all experience Opposer has in the field of mortgage related goods and services.

Interrogatory No. 39. Identify the manner in which mortgage related goods and services, as enumerated in Trademark Registration No. 4,201,269, were first advertised by Opposer.

Interrogatory No. 40. Identify the date on which mortgage related goods and services, as enumerated in Trademark Registration No. 4,201,269, were first rendered by Opposer.

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 11 of 12

Interrogatory No. 41. Identify the date on which mortgage related goods and services, as enumerated in Trademark Registration No. 4,201,269, were first rendered in interstate commerce by Opposer.

Interrogatory No. 42. Identify the states within the United States of America in which Opposer is licensed to provide mortgage services.

Interrogatory No. 43. Unless the response to Interrogatory No. 42 is an unqualified negative, identify the dates on which the licenses identified in Interrogatory No. 42 were obtained and the status, as to good standing or expiration, of each license.

Interrogatory No. 44. Identify each director or officer of Opposer from inception of Opposer to the present, including any predecessors-in-interest of Opposer, by title and employment dates.

Interrogatory No. 45. Identify all persons known to Opposer to have information and/or material supporting Opposer's position in this proceeding.

Interrogatory No. 46. Identify each person who assisted in furnishing answers to these Interrogatories, specifying, for each person, the numbers of the Interrogatories for which he or she supplied information.

Respectfully submitted,

Date: 14 November 2012



John Janeway
Janeway Patent Law, PLLC
2208 NW Market St Suite 508
Seattle, WA 98107
206.708.7705
john@janewaypatentlaw.com

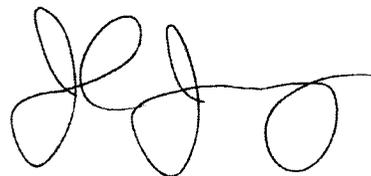
Attorneys for Applicant,
SUPER T FINANCIAL INC. DBA LOANZILLA

Applicant : Super T Financial Inc. dba Loanzilla
Serial No. : 85/316,446
Filed: : May 19, 2011
Mark : LOANZILLA
Page : 12 of 12

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing SUPER T'S FIRST SET OF INTERROGATORIES TO ZILLOW, INC. has this 14th day of November 2012 been mailed by prepaid first class mail to the below-identified Attorney at his/her place of business:

Matthew D. Schneller
Bracewell & Giuliani LLP
701 Fifth Avenue, Suite 6200
Seattle, WA 98104-7043
206-204-6200

A handwritten signature in black ink, appearing to read 'John M. Janeway', written over a horizontal line.

John M. Janeway

**IN THE UNITED STATES PATENT & TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

ZILLOW, INC.,
Opposer,

vs.

SUPER T FINANCIAL INC. DBA
LOANZILLA,
Applicant

Opposition No.: 91203730

ZILLOW'S RESPONSES TO LOANZILLA'S
FIRST SET OF INTERROGATORIES

Application Serial No.: 85316446

Mark: LOANZILLA

International Class: 36

Filed: May 19, 2010

**ZILLOW'S RESPONSES TO LOANZILLA'S FIRST SET OF
INTERROGATORIES**

Opposer Zillow, Inc. ("Zillow" or "Opposer") hereby responds to the First Set of Interrogatories of Applicant Super T Financial Inc. dba LoanZilla ("LoanZilla" or "Applicant").

All capitalized terms have the meanings previously set forth.

I. Interrogatories

Interrogatory No.1. State the date(s) and describe the circumstances under which the Opposer selected Opposer's Marks, identify the person or persons who selected Opposer's Marks, and identify all other marks that were considered along with selected Opposer's Marks for possible use by the Opposer for selected Opposer's Goods and Services.

RESPONSE TO INTERROGATORY NO. 1. Opposer objects that this request is overly broad, burdensome, and unlikely to lead to discoverable information. Subject to this objection, Zillow's name was selected in 2004 by its founders and earliest employees. As is and been described on the "About Us" section of its website, www.zillow.com/corp/About.htm:

The Zillow name evolved from the desire to make zillions of data points for homes accessible to everyone. And, since a home is about more than just data - it is where you lay your head to rest at night, like a pillow - "Zillow" was born.

See ZILL000224 (attached).

Interrogatory No.2. Identify each search that Opposer performed, including searches Opposer had performed for it, relating to Opposer's Marks or any other marks identified in response to Interrogatory No. 1.

RESPONSE TO INTERROGATORY NO. 2. Zillow objects to the extent that this would require attorney/client privileged information, or to the extent it relates to searches beyond the United States. Subject to that objection, there were no formal clearance searches.

Interrogatory No.3. Identify all marks including the term "zilla" the existence of which were known to Opposer at the time Opposer adopted Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 3. Zillow objects to the Interrogatory as overbroad and burdensome the extent that this would require reference to marks that are not in the real estate field or related field, to the extent it relates to searches beyond the United States, or to the extent it requests attorney/client privileged information. Subject to the foregoing objection, there were no formal clearance searches.

Interrogatory No.4. State the date and describe the circumstances under which Opposer first learned of Applicant's Mark.

RESPONSE TO INTERROGATORY NO. 4. Zillow first learned of Applicant's Mark when its counsel received an electronic watch notice identifying the application for Applicant's Mark on Oct. 19, 2011.

Interrogatory No.5. Describe the products that Opposer currently makes (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 5. Zillow provides a variety of mobile and online apps and widgets. See ZILL000225 – ZILL000251 and ZILL000544 – ZILL000546.

www.zillow.com/mobile/, www.zillow.com/blog/2012-10-31/new-zillow-mortgage-marketplace-app-for-ipad/, www.zillow.com/webtools/, www.zillow.com/webtools/facebook-apps/, www.zillow.com/webtools/widgets/, www.zillow.com/webtools/badges/, www.zillow.com/howto/api/APIOverview.htm, www.zillow.com/webtools/plugins/, www.diversesolutions.com/product/ds-search-agent/tour/introduction, www.diversesolutions.com/product/ds-search-agent/tour/buyers-tools, www.diversesolutions.com/product/ds-search-agent/tour/dashboard, www.diversesolutions.com/product/ds-search-agent/tour/customize, www.diversesolutions.com/product/ds-search-agent/tour/property-details, www.diversesolutions.com/product/ds-search-agent/tour/extras, www.postlets.com/info/postlets.php, www.vyoo.it, <http://buyfolio.com/why-buyfolio/homebuyer>, and <http://buyfolio.com/why-buyfolio/broker>).

Interrogatory No.6. Describe the products Opposer intends to makes (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 6. Natural expansions of the products described in ZILL000225 – ZILL000251 and and ZILL000544 – ZILL000546, and the products described at <http://mortech.com/default.aspx> and natural expansions thereof. ZILL000252-ZILL000253. Zillow offers and plans to offer a wide and expanding range of products related to real estate, housing, rental, and mortgage industries.

Interrogatory No.7. Describe the products that Opposer currently sells (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 7. The features of Zillow's products are described in ZILL000225 – ZILL000251 and ZILL000544 – ZILL000546.

Interrogatory No.8. Describe the products Opposer intends to sell (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 8. Natural expansions of the products described in ZILL000225 – ZILL000251 and ZILL000544 – ZILL000546, and the products described at <http://mortech.com/default.aspx> and natural expansions thereof. ZILL000252-ZILL000253. Zillow offers and plans to offer a wide and expanding range of products related to real estate, housing, rental, and mortgage industries.

Interrogatory No.9. Describe the services Opposer currently provides (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 9. Zillow provides a wide range of real-estate related services to consumers and real estate professionals, from home listing and valuation services. *See generally* www.zillow.com. Representative documents are included at ZILL000225 – ZILL000251 and ZILL000544 – ZILL000546 (from above) and ZILL000254 – ZILL000331 (attached) (excerpts from www.zillow.com/learnmore/what-you-can-do-on-zillow.htm, www.zillow.com/learnmore/what-zillow-offers-buyers.htm, www.zillow.com/make-me-move/, www.zillow.com/wikipages/What-is-a-Zestimate/, www.zillow.com/wikipages/All-About-Comps/, www.zillow.com/learnmore/special-offer-listings.htm, www.zillow.com/mortgage-rates/, www.zillow.com/mortgage/help/HowItWorksBorrowers.htm, www.zillow.com/directory/real-estate-agents/, www.zillow.com/directory/mortgage-lenders/, www.zillow.com/directory/home-improvement/, www.zillow.com/directory/property-management/, www.zillow.com/directory/real-estate-services/, www.zillow.com/advice/, www.zillow.com/advice/US/all/guide/, www.zillow.com/learnmore/what-zillow-offers-renters.htm, www.zillow.com/learnmore/what-zillow-offers-sellers.htm,

[sale-by-owner/](#), [www.zillow.com/learnmore/special-offer-listings.htm](#),
[www.zillow.com/learnmore/what-zillow-offers-homeowners.htm](#), [www.zillow.com/home-improvement-dueling-digs/](#), [www.zillow.com/learnmore/why-use-zillow.htm](#),
[www.zillow.com/learnmore/what-zillow-offers-real-estate-agents.htm](#),
[www.zillow.com/advertising/agent-advertising/](#), [www.zillow.com/cobrand/](#),
[www.zillow.com/local-info/](#), [www.zillow.com/agent-websites/](#),
[www.zillow.com/learnmore/what-zillow-offers-brokers.htm](#), [www.zillow.com/learnmore/what-zillow-offers-landlords.htm](#), [www.zillow.com/learnmore/what-zillow-offers-lenders.htm](#), and
[www.zillow.com/advertising/Mortgage.htm](#)).

Interrogatory No.10. Describe the services Opposer intends to provide (whether itself or through others on behalf of Opposer) in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 10. Natural expansions of the services described in ZILL000225 – ZILL000251 and ZILL000544 – ZILL000546, and the services described at <http://mortech.com/default.aspx> and natural expansions thereof. ZILL000252-ZILL000253. Zillow offers and plans to offer a wide and expanding range of services related to real estate, housing, rental, and mortgage industries.

Interrogatory No.11. Identify the channels of trade through which Opposer's Goods and Services travel.

RESPONSE TO INTERROGATORY NO. 11. Opposer's Goods and Services are offered online (directly from Zillow.com, through portal partners like Yahoo! Real Estate, through individual agent or broker partners, through third party classified or listings sites through Zillow's Postlets service) or through mobile applications for accessing any of the same. Zillow also partners with hundreds of local newspapers to provide listing information. *See, e.g.,*

ZILL000332 – ZILL000334 (www.zillow.com/blog/pro/2007-11-12/zillow-partners-with-280-newspapers-for-listings-content).

Interrogatory No.12. Identify the channels of trade through which Opposer intends Opposer's Goods and Services will travel.

RESPONSE TO INTERROGATORY NO. 12. Opposer's Goods and Services will be offered through natural expansions of the channels of trade identified above.

Interrogatory No.13. Identify the demographics of purchasers of Opposer's Goods and Services.

RESPONSE TO INTERROGATORY NO. 13. Zillow objects to the extent that this interrogatory response would require personally identifiable information. Generally, Opposer's Goods and Services are used by the full range of individuals and businesses interested in the US real estate purchase, rental, or mortgage markets, by real estate and mortgage professionals, and by US homeowners and renters.

Interrogatory No.14. Identify the demographics of potential purchasers of Opposer's Goods and Services.

RESPONSE TO INTERROGATORY NO. 14. Zillow objects to the extent that this interrogatory response would require personally identifiable information. Generally, potential customers of Opposer's Goods and Services are any individuals or businesses interested in the US real estate purchase, rental, or mortgage markets; are any real estate and mortgage professionals; and are any US homeowners and renters.

Interrogatory No.15. Identify the date and describe the circumstances under which Opposer first used Opposer's Marks on or in connection with any of Opposer's Goods and Services, and identify the goods and services.

RESPONSE TO INTERROGATORY NO. 15. Opposer launched its website on Feb. 7, 2006, offering a wide range of real-estate related search, valuation, listing, advertising, information, advice, and API tools. The content has expanded significantly since, but the services available at launch remain the core services offered under Opposer's Mark.

Interrogatory No.16. Identify the date and describe the circumstances under which Opposer first used Opposer's Marks on or in connection with any of Opposer's Goods and Services in commerce regulable by the United States, and identify the goods and services.

RESPONSE TO INTERROGATORY NO. 16. See previous answer.

Interrogatory No.17. Identify each period of non-use of Opposer's Marks for Opposer's Goods and Services including for each period identified: the date nonuse commenced; the date, if any, when use recommenced; the reason for the period of nonuse; and the goods/services in connection with which the nonuse occurred. For purposes of this interrogatory, "nonuse" means any period longer than one month when goods and/or services bearing any one of Opposer's Mark were not sold, transported, provided, or rendered in Commerce by or on behalf of Opposer.

RESPONSE TO INTERROGATORY NO. 17. Opposer has had no period of non-use for any of its goods or services after those goods or services were first offered.

Interrogatory No.18. Identify by type all marketing material used by Opposer (or by others on Opposer's behalf) in connection with the promotion of Opposer's Goods and Services, and state:

- (a) the date such material was used;
- (b) the manner in which such material was used; and
- (c) the specific geographic area where such material was used.

For illustrative purposes only and without limiting the foregoing, such material would

include, e.g., websites, e-mails, literature, tags, labels, packages, signs, posters, point-of sale displays, brochures, and advertisements.

RESPONSE TO INTERROGATORY NO. 18. Opposer objects that a complete response would be overly burdensome and unlikely to add significant value to the foregoing. Most of Zillow's growth has been via word of mouth, or in response to consumers or potential consumers who reach out to Zillow. Zillow's marketing is done directly to home buyers, sellers, real estate agents and brokers, mortgage agents and brokers, and other real estate professionals. Representative copies of Zillow's online and TV advertising (the latter first released in fall 2012) can be found at Zillow's YouTube stations, <http://www.youtube.com/user/zillownews> and <http://www.youtube.com/user/ZillowForPros>. ZILL000335 – ZILL000339. Zillow's Blog and related market analysis are consistently popular with its customers, potential customers, and the media. Excerpts from www.zillow.com/blog/ are attached, but the archived material goes well back and can be viewed online. Examples of e-mail advertisements and Applicant's online advertising are attached at ZILL000340 – ZILL000368 and ZILL000542 – ZILL000543.

Interrogatory No.19. Identify by type all marketing material intended to be used by Opposer (or by others on Opposer's behalf) in connection with the promotion of Opposer's Goods and Services, and state:

- (a) the date such material is intended to be used;
- (b) the manner in which such material is intended to be used; and
- (c) the specific geographic area where such material is intended to be used.

For illustrative purposes only and without limiting the foregoing, such material would include, e.g., websites, e-mails, literature, tags, labels, packages, signs, posters, point-of sale displays, brochures, and advertisements.

RESPONSE TO INTERROGATORY NO. 19. Opposer's objection and answer are identical to the Interrogatory above.

Interrogatory No.20. Identify the dollar amount spent by Opposer on advertising or promoting Opposer's Goods and Services, by year.

RESPONSE TO INTERROGATORY NO. 20. The relevant information is Trade Secret / Commercial Sensitive, as identified in the Board's Standard Protective Order, automatically applicable to this proceeding. *See* <http://www.uspto.gov/trademarks/process/appeal/guidelines/stndagmnt.jsp>. It will be disclosed to Applicant's counsel upon receipt of a signed Standard Protective Order (attached). General information for 2011 and 1Q – 3Q 2012 is available in the Annual and Quarterly Reports provided in connection with the Response to Interrogatory 27.

Interrogatory No.21. Identify the persons currently employed by Opposer who have or will have principal responsibility for the distribution, marketing and/or sales of Opposer's Goods and Services.

RESPONSE TO INTERROGATORY NO. 21. Amy Bohutinsky, Chief Marketing Officer. Ms. Bohutinsky's contact details are in Zillow's Initial Disclosures.

Interrogatory No.22. State whether Opposer's Marks have been the subject of any type of agreement, whether written or oral. For illustrative purposes only and without limiting the foregoing, such agreements would include, e.g., assignments, license agreements, manufacturing agreements, or security interests.

RESPONSE TO INTERROGATORY NO. 22. Opposer has no agreements that affect its complete and exclusive title to Opposer's Marks. Third parties are allowed to use Zillow's logos under certain conditions, related to their advertising using Zillow's services or related to

their use of Zillow-generated content. See www.zillow.com/webtools/badges/, www.zillow.com/cobrand/, www.zillow.com/webtools/widgets/, and www.zillow.com/howto/api/APITerms.htm (ZILL000369 – ZILL000381). There are numerous third parties marking such generally-licensed uses, which are not specifically tracked. Opposer objects that providing a specific list of these numerous, similarly-situated third parties will be overly burdensome and unlikely to affect the matter at hand.

Interrogatory No.23. If the answer to Interrogatory No. 22 is other than an unqualified negative, for each such agreement, identify:

- (a) the date of the agreement;
- (b) the parties to the agreement;
- (c) whether the agreement is oral or in writing; and
- (d) the goods and/or services covered by the agreement.

RESPONSE TO INTERROGATORY NO. 23. See response and objection to LoanZilla's Interrogatory No. 23.

Interrogatory No.24. Identify each instance, of which Opposer has knowledge directly or indirectly, of use of Opposer's Marks by unrelated third parties without Opposer's authorization.

RESPONSE TO INTERROGATORY NO. 24. Opposer objects that this interrogatory may call for privileged communications, and objects to the extent that it involves use outside of the United States of America. Subject to that objection, Opposer is not aware of current or past unauthorized use of Opposer's Marks by unrelated third parties.

Interrogatory No.25. Identify each instance, of which Opposer has knowledge directly or indirectly, of any association between Opposer and Applicant, arising in whole or in part from

Applicant's use of Applicant's Mark. For illustrative purposes only and without limiting the foregoing, such association would include, e.g., actual or purported confusion, mistake, or deception; misdirected inquiries, orders, cancellations or returns; misassumptions as to the source or origin; or complaints or comments from third parties.

RESPONSE TO INTERROGATORY NO. 25. Opposer is not aware of any instances of actual confusion.

Interrogatory No.26. As to each instance of association identified in response to Interrogatory No. 25, of which the Opposer has direct knowledge, provide a detailed description of the circumstances surrounding the instance of association.

RESPONSE TO INTERROGATORY NO. 26. Opposer is not aware of any instances of actual confusion.

Interrogatory No.27. Identify the total revenue generated to Opposer from the sale of Opposer's Goods and Services.

RESPONSE TO INTERROGATORY NO. 27. The following figures are rounded to the thousand.

2008: \$10,593,000

2009: \$17,491,000

2010: \$30,467,000

2011: \$66,053,000

2012 (1Q – 3Q): \$82,513,000

Opposer's Annual Report for 2011 is attached as ZILL000382 – ZILL000473 and its 2012 3Q quarterly report is attached as ZILL000474 – ZILL000526. *See*

<http://files.shareholder.com/downloads/ABEA-6AA1JU/2152463663x0x560334/98c63825->

[6903-4e70-82c0-1237d7fbf879/2011_Annual_Report.pdf](#),

<http://investors.zillow.com/common/download/sec.cfm?companyid=ABEA->

[6AA1JU&fid=1193125-12-344756&cik=1334814](#). Substantially all revenue is related to Opposer's Goods and Services provided under Opposer's Marks.

Interrogatory No.28. State whether Opposer is aware of any survey that is related to the issues in this proceeding. For illustrative purposes only, and without limiting the foregoing, such surveys would include, e.g., polls or market research studies related to the likelihood of confusion between Opposer's Marks and Applicant's Mark, or as to the source of goods or services in connection with which Opposer's Marks or Applicant's Mark are used, or as to the existence of any affiliation or connection between Opposer and Applicant or their respective goods or services.

RESPONSE TO INTERROGATORY NO. 28. Opposer is searching for relevant information and will supplement this response as soon as it determines whether there is relevant information.

Interrogatory No.29. Unless the response to Interrogatory No. 28 is an unqualified negative, for each survey of which Opposer is aware, identify:

- (a) the date the survey was prepared;
- (b) the nature of the information covered in the survey; and
- (c) the present location of the survey.

RESPONSE TO INTERROGATORY NO. 29. Opposer is not aware of any such surveys.

Interrogatory No.30. State whether Opposer has ever participated in any formal dispute involving Opposer's Marks. For illustrative purposes only, and without limiting the foregoing,

such disputes would include, e.g., court litigations, administrative proceedings, arbitrations or mediations.

RESPONSE TO INTERROGATORY NO. 30. Opposer objects to the extent that this requests information beyond the United States. Subject to the foregoing, Opposer has filed opposition or cancellation actions against the following in the Trademark Trial and Appeal Board:

ZILLOAN.COM, Proceeding No. 91183214 (Zillow's request granted).

HOMEZILL REALTY, Proceeding No. 91183213 (Zillow's request granted).

HOMEZILL, Proceeding No. 92049291 (Zillow's request granted).

This proceeding.

Zillow, Inc. v. Kolsky, 2:2012cv00170 (W.D. Wash.) (Judge Jones, Richard A.)

Interrogatory No.31. Unless the response to Interrogatory No. 30 is an unqualified negative, with respect to each dispute in which Opposer has ever participated, identify:

- (a) the full title of the dispute, e.g., the names of the parties and docket no., if applicable;
- (b) the date of commencement of the dispute;
- (c) the name of the court/body before which the dispute was brought; and
- (d) the current status of the dispute.

RESPONSE TO INTERROGATORY NO. 31. Opposer provided identifying information in the Response to Interrogatory No. 30.

Interrogatory No.32. Identify all other marks that include the formative "zill" which are used or which are intended to be used by Opposer, and state the goods or services with which such marks are used and/or intended to be used, and state the date of first use in commerce of

any such mark which has been so used.

RESPONSE TO INTERROGATORY NO. 32. Opposer objects to the extent that this would require providing trade secret business information. Subject to the forgoing, other than Opposer's Marks, none.

Interrogatory No.33. Describe the meaning of the term "Zillow" in Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 33. See Opposer's Answer to Interrogatory 1, above.

Interrogatory No.34. Describe the selection process of the Opposer's Marks. For illustrative purposes only, and without limiting the foregoing, such processes may include meetings, conversations, correspondence exchanges, in which utilization of ZILLOW or ZILLOW.COM as a trademark by Opposer was discussed.

RESPONSE TO INTERROGATORY NO. 34. See Opposer's response to Interrogatory 1, above.

Interrogatory No.35. Identify any trademark clearance and availability searches, performed by you or by others on your behalf, in connection with Opposer's Marks.

RESPONSE TO INTERROGATORY NO. 35. See Opposer's objections and response to Interrogatory 2, above.

Interrogatory No.36. Identify whether you were aware of Applicant, Applicant's Mark, or any of the mortgage services provided by Applicant prior to using Opposer's Marks for mortgage related goods and services.

RESPONSE TO INTERROGATORY NO. 35. Opposer's provided information and advice about mortgages and related services prior to the claimed the application date of Application opposed here and prior to the first use date for Applicant's Mark claimed in that

application. So, no. Applicant announced its intention to acquire mortgage technology company Mortech after this dispute began. ZILL000527 – ZILL000529 (www.zillow.com/blog/2012-11-05/zillow-to-acquire-mortech-to-add-professional-services-to-zillow-mortgage-marketplace/).

Interrogatory No.37. Identify whether you were aware of Applicant, Applicant’s Mark, or any of the mortgage services provided by Applicant prior to filing “ZILLOW” trademark application, Serial No. 85464019, with the United States Patent and Trademark Office on November 3, 2011.

RESPONSE TO INTERROGATORY NO. 37. Opposer objects that determining whether anyone currently or formerly in Opposer’s organization had ever become aware of Applicant or Applicant’s Mark in any way is overly burdensome and unlikely to lead to probative information; subject to this objection, no one involved in filing or deciding to file Serial No. 85464019 was aware of Applicant or Applicant’s Mark.

Interrogatory No.38. Describe and/or identify all experience Opposer has in the field of mortgage related goods and services.

RESPONSE TO INTERROGATORY NO. 38. Opposer’s mortgage-related information, advice, and advertising services were available and provided under Opposer’s Mark from the launch of its website. Many of its mortgage-related services were consolidated and branded as the “Zillow Mortgage Marketplace” in September 2008. Opposer continues to provide more and expanded mortgage-related services.

Interrogatory No.39. Identify the manner in which mortgage related goods and services, as enumerated in Trademark Registration No. 4,201,269, were first advertised by Opposer.

RESPONSE TO INTERROGATORY NO. 39. Opposer’s mortgage-related advertising is similar its overall advertising as described in the responses to Interrogatories 18-

19. Many of Opposer's mortgage-related services were consolidated and branded as the "Zillow Mortgage Marketplace" in September 2008. ZILL000530 – ZILL000533
(<http://www.zillow.com/blog/2008-09-11/how-to-use-zillow-mortgage-marketplace/>).

Interrogatory No.40. Identify the date on which mortgage related goods and services, as enumerated in Trademark Registration No. 4,201,269, were first rendered by Opposer.

RESPONSE TO INTERROGATORY NO. 40. Opposer's mortgage-related information, advice, and advertising services were available and provided under Opposer's Mark from the launch of its website. Many of its mortgage-related services were consolidated and branded as the "Zillow Mortgage Marketplace" in September 2008.

Interrogatory No.41. Identify the date on which mortgage related goods and services, as enumerated in Trademark Registration No. 4,201,269, were first rendered in interstate commerce by Opposer.

RESPONSE TO INTERROGATORY NO. 41. Opposer's mortgage-related information, advice, and advertising services were available and provided under Opposer's Mark from the launch of its website. Many of its mortgage-related services were consolidated and branded as the "Zillow Mortgage Marketplace" in September 2008.

Interrogatory No.42. Identify the states within the United States of America in which Opposer is licensed to provide mortgage services.

RESPONSE TO INTERROGATORY NO. 42. Opposer does not provide, broker, or originate mortgages.

Interrogatory No.43. Unless the response to Interrogatory No. 42 is an unqualified negative, identify the dates on which the licenses identified in Interrogatory No. 42 were obtained and the status, as to good standing or expiration, of each license.

RESPONSE TO INTERROGATORY NO. 43. n/a

Interrogatory No.44. Identify each director or officer of Opposer from inception of Opposer to the present, including any predecessors-in-interest of Opposer, by title and employment dates.

RESPONSE TO INTERROGATORY NO. 44. Opposer objects to this request as overly burdensome and unlikely to produce discoverable information.

Interrogatory No.45. Identify all persons known to Opposer to have information and/or material supporting Opposer's position in this proceeding.

RESPONSE TO INTERROGATORY NO. 45. See Answer to Interrogatory 21.

Interrogatory No.46. Identify each person who assisted in furnishing answers to these Interrogatories, specifying, for each person, the numbers of the Interrogatories for which he or she supplied information.

RESPONSE TO INTERROGATORY NO. 45.

Matthew D. Schneller, Bracewell & Giuliani LLP (outside counsel)

(substantially throughout)

Michelle Wynne, Corporate Counsel, Zillow, Inc. (substantially throughout)

Ashley Blackmon and Tara Clark (provided examples of advertisements)

DATED: December 19, 2012

<p>CERTIFICATE OF SERVICE</p> <p>I hereby certify that ZILLOW'S RESPONSES TO LOANZILLA'S FIRST SET OF INTERROGATORIES is being deposited with the United States Postal Service with sufficient postage as first class mail on December 19, 2012 in an envelope addressed to Applicant's correspondent:</p> <p>John Janeway and Ashley K. Long Janeway Patent Law PLLC</p>	<p>Respectfully submitted,</p> <p>Bracewell & Giuliani LLP</p> <p>Signed: <u>/Matt Schneller/</u> Matthew D. Schneller, Erin S. Hennessy, Jennifer R. Ashton Bracewell & Giuliani LLP 701 Fifth Avenue, Suite 6200 Seattle, WA 98104-7043</p>
---	---

2208 NW Market St. Ste 508
Seattle, WA 98115

206-204-6200

Signature: /Matt Schneller/