

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Edith Ramirez, Chairwoman
Julie Brill
Maureen K. Ohlhausen
Joshua D. Wright
Terrell McSweeney

In the Matter of)
)
)
Jerk, LLC, a limited liability company,)
also d/b/a JERK.COM, and) DOCKET NO. 9361
)
John Fanning,)
individually and as a member of)
Jerk, LLC.)
)
)

EXHIBITS TO COMPLAINT COUNSEL'S STATEMENT OF MATERIAL FACTS
AS TO WHICH THERE IS NO GENUINE ISSUE FOR TRIAL

CX0301

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Edith Ramirez, Chairwoman
Julie Brill
Maureen K. Ohlhausen
Joshua D. Wright
Terrell McSweeny

In the matter of:)
Jerk, LLC, a limited liability company,) DOCKET NO. 9361
Also d/b/a JERK.COM, and)
John Fanning,)
Individually and as a member of)
Jerk, LLC,)
Respondents.)

**RESPONDENT JOHN FANNING'S ANSWERS TO COMPLAINT COUNSEL'S
FIRST SET OF INTERROGATORIES**

Pursuant to Rule 3.35 of the Federal Trade Commission's Rules of Practice, 16 C.F.R. § 3.35, and the Court's Scheduling Order dated May 28, 2014, Respondent John Fanning provides the following answers to Complaint Counsel's First set of Interrogatories:

1. Identify all current and past members, officers, directors, principals, owners, shareholders, employees, agents, consultants, volunteers, unpaid or paid developers, project managers, collaborators, and other persons working for or on behalf of Jerk, LLC.

Answer to Interrogatory No. 1

Objection. The question seeks a legal conclusion, as the determination as to whether an individual is an employee, consultant, agent or maintains other status involves issues of law. Further, the question seeks information that is not reasonably calculated to lead to the discovery of admissible evidence or irrelevant and immaterial matters in violation of the FTC rules of procedure. Also, the question is vague and ambiguous, as the terms collaborator or working on behalf of Jerk are indefinite.

Without waiving and subject to said objection, Fanning responds as follows:

I do not specifically recall any employees of Jerk or know whether Jerk had any employees. [REDACTED] and [REDACTED] may have made funds available to Jerk, but I do not recall specifically.

2. Identify all persons who, acting for or on behalf of Jerk, LLC, have met or communicated with Jerk, LLC's legal counsel about this matter.

Answer to Interrogatory No. 2

Objection. The question seeks a legal conclusion, as the determination as to whether counsel was serving as legal counsel, and whether any person was acting on behalf of Jerk. Further, the question seeks information that is not reasonably calculated to lead to the discovery of admissible evidence or irrelevant and immaterial matters in violation of the FTC rules of procedure.

Without waiving and subject to said objection, Fanning responds as follows:

I have communicated with Maria Speth, counsel for Jerk.

3. Identify all persons who, acting for or on behalf of Jerk, LLC, have made, agreed to, or promised to make any payment or other consideration to Jerk, LLC's legal counsel for services relating to this matter.

Answer to Interrogatory No. 3

Objection. The question seeks a legal conclusion, as the determination as to whether counsel was serving as legal counsel, and whether any person was acting on behalf of Jerk. Further, the question seeks information that is not reasonably calculated to lead to the discovery of admissible evidence or irrelevant and immaterial matters in violation of the FTC rules of procedure.

4. State the dates during which Jerk.com, Jerk.org, and Jerk.be (collectively, the "Jerk websites") were publicly accessible.

Answer to Interrogatory No. 4

The answer to this question is unknown to me.

5. State the dates during which the Jerk websites permitted users to upload photographs or other pictorial representations when creating profiles on the Jerk websites.

Answer to Interrogatory No. 5

The answer to this question is unknown to me.

6. State the total number of annual unique visitors to the Jerk websites for the years 2009 to 2013.

Answer to Interrogatory No. 6

The answer to this question is unknown to me.

7. State the total number of profiles displayed on the Jerk websites during the years 2009 through 2013, and the number of these profiles that have (i) featured a photograph or other pictorial representation of the profiled person; (ii) depicted or indicated that the profiled person is under 13 years of age; or (iii) reflected a 0/0 vote for the Jerk/Note a Jerk votes tally.

Answer to Interrogatory No. 7

The answer to this question is unknown to me.

8. Identify and describe in detail all methods by which profiles on the Jerk websites have been created or displayed, and state the number of profiles created by each such method during the years 2009 through 2013.

Answer to Interrogatory No. 8

The answer to this question is unknown to me.

9. Identify all sources, including, but not limited to, websites or social media platforms from which Jerk, LLC or the Jerk websites have obtained content, information, or images that have been displayed in profiles on the Jerk websites, and state the number of profiles containing such content from each identified source.

Answer to Interrogatory No. 9

The answer to this question is unknown to me.

10. State how the Facebook Directory, identified in Respondents' Initial Disclosures section II.A, is relevant to this case.

Answer to Interrogatory No. 10

Objection. The question seeks information protected by the attorney-client privilege or as attorney work product.

Without waiving the objection, Fanning states as follows:

I believe that the Facebook Directory shows that it can be accessed by the public without agreeing to Facebook's terms of service thereby making the content publicly available.

11. Describe in detail each company, server, and person where Jerk, LLC, John Fanning, or any persons or entities acting at either Respondent's direction or on its behalf, has stored content, including web development content such as code as well as images and other depictions, displayed in profiles on the Jerk websites.

Answer to Interrogatory No. 11

Objection. The question seeks information that is not reasonably calculated to lead to the discovery of admissible evidence or irrelevant and immaterial matters in violation of the FTC rules of procedure.

Without waiving the objection, Fanning states as follows:

The answer to this question is unknown to me.

12. Describe in detail each service, product, feature, or benefit that Jerk, LLC has provided to consumers who paid for a monthly membership offered by or through the Jerk websites that was not made available to consumers who did not make such payment.

Answer to Interrogatory No. 12

I did not personally provide consumers with any service, product, feature or benefit.

13. Describe in detail all Jerk, LLC's policies, procedures, and practices relating to consumers' requests to remove content from profiles displayed on the Jerk websites, including, but not limited to, requests to remove copyrighted content.

Answer to Interrogatory No. 13

I have no specific recollection of any such policies, procedures or practices. I do recall hearing or reading that Jerk removed content when requested, including all requested by the FTC and all properly noticed DMCA notices.

14. Identify all persons with authority or ability to remove from the Jerk websites profiles or information, images, or depictions in profiles displayed on the Jerk websites.

Answer to Interrogatory No. 14

The answer to this question is unknown to me.

15. Describe John Fanning's past and present title(s), function(s), and responsibilities at or in connection with Jerk, LLC and the Jerk websites.

Answer to Interrogatory No. 15

I served as an advisor concerning Jerk.

16. Identify all companies, business, ventures, or other entities that relate to the electronic creation, collection, storage, display, or use of information about persons, including, but

not limited to, profiles of persons, with which John Fanning has been involved or connected in any capacity since 2009.

Answer to Interrogatory No. 16

Objection. The question seeks information that is not reasonably calculated to lead to the discovery of admissible evidence or irrelevant and immaterial matters in violation of the FTC rules of procedure. The question is also harassment and an abuse of governmental and regulatory authority, and impinges upon constitutional rights.

17. State all categories listed on Complaint Counsel's May 29, 2014 Deposition Notice to Jerk, LLC for which Jerk, LLC can provide responsive testimony, and for each such category identify the person(s) who can provide responsive testimony on behalf of Jerk, LLC.

Answer to Interrogatory No. 17

The answer to this question is unknown to me.

18. State Jerk, LLC's annual revenue and profit for the years 2009 through 2013.

Answer to Interrogatory No. 18

The answer to this question is unknown to me, but my understanding is that any amounts were nominal.

SWORN TO AND SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY
THIS 30th DAY JULY, 2014.

John Fanning
John Fanning

AS TO OBJECTIONS,

/s/ Peter F. Carr II
Peter F. Carr, II
Eckert, Seamans, Cherin & Mellott, LLC
Two International Place, 16th Floor
Boston, MA 02110
617.342.6800
617.342.6899 (FAX)
pcarr@eckertseamans.com

Date: July 30, 2014

CERTIFICATE OF SERVICE

I hereby certify that on July 30, 2014, I caused a true and accurate copy of the foregoing document entitled Respondent John Fanning's Answers to Complaint Counsel's First Set of Interrogatories to be served electronically through the FTC's e-filing system and I caused a true and accurate copy of the foregoing to be served as follows:

One electronic copy electronic courtesy copy to the Office of the Secretary:

Donald S. Clark, Secretary
Federal Trade Commission
600 Pennsylvania Ave., N.W., Room H-159
Washington, DC 20580
Email: secretary@ftc.gov

One paper copy and one electronic copy to the Office of the Administrative Law Judge:

The Honorable D. Michael Chappell
Chief Administrative Law Judge
600 Pennsylvania Avenue, N.E., Room H-110
Washington, DC 20580
Email: [REDACTED]

One paper copy and one electronic copy to the Office of the Counsel for the Federal Trade Commission:

Sarah Schroeder
Yan Fang
Kerry O'Brien
Federal Trade Commission
901 Market Street, Suite 670
San Francisco, CA 94103
Email: sschroeder@ftc.gov
yfang@ftc.gov
kobrien@ftc.gov

One paper copy and one electronic copy to counsel for Jerk, LLC:

Maria Crimi Speth
Jaburg & Wilk, P.C.
3200 N. Central Ave., Suite 2000
Phoenix, AZ 85012
Email: mcs@jaburgwilk.com

/s/ Peter F. Carr, II
Peter F. Carr, II
ECKERT, SEAMANS, CHERIN & MELLOTT, LLC
Two International Place, 16th Floor
Boston, MA 02110
617.342.6800
617.342.6899 (FAX)

Dated: July 30, 2014

CX0302

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the matter of	:	
	:	
Jerk, LLC,	:	
d/b/a Jerk.com, and	:	
	:	Docket No. 9361
John Fanning,	:	
Individually and as a member of	:	
Jerk, LLC.	:	
	:	
	:	
	:	

AFFIDAVIT OF [REDACTED]
IN HIS CAPACITY AS MANAGER OF
[REDACTED]

I, [REDACTED], being first duly sworn, do hereby depose and say as follows:

1. I am fully competent to make this Affidavit and have personal knowledge of the factual statements made herein, and all such statements are true and correct to the best of my knowledge, information, and belief.
2. I am the manager of [REDACTED] (the "Company"), a Massachusetts limited liability company, and am authorized to submit this Affidavit on its behalf.
3. The Company generally provides design and branding services.
4. The Company was hired by John Fanning as an independent contractor to provide web / interface designs for a website known as "jerk.com" which upon information and belief is owned by Jerk, LLC.
5. The Company's responsibility was to take agreed on functionality and create static visual designs of what the website would look like. The Company would provide these designs to developers who were responsible for making the website look like the designs and for coding the

website to function properly, *i.e.* implementing the design. The Company does not provide any code, as it is the exclusive responsibility of the developers.

6. The Company worked with developers hired by John Fanning who were located in India and Romania. Often, the Company would provide designs to the developers and the developers would not build the website to appear as designed by the Company. Moreover, the developers would frequently design functionality that had not been discussed with the Company.

7. Throughout this time, there were ongoing discussions regarding how best to monetize the website. Having a defined concept of how to monetize the website was important to potential investors. One concept was that a website becomes more valuable by the number of its users and the level of the users engagement with the website. Another concept was that the site would provide users with limited information about an individual and the user would have the option of purchasing more detailed information.

8. During the Company's involvement with the project, the default setting for any profile on the site was a "jerk score" of zero. A user could then press a button that counted as a single vote either for or against that profile. Depending on an algorithm created by the developers, each profile might be labeled from a "jerk" to a "saint" on a sliding scale.

9. When the Company was involved with the project, a cloud based project management system, Basecamp,¹ was used to organize discussions. When a person involved with the project posted a message, they could include other users within the project via email notifications. The Company, through myself, communicated with John Fanning via the Basecamp system, as well as by email, telephone, and in person. At no time did I ever have access to or use John Fanning's email account, specifically "[REDACTED]".

¹ <https://basecamp.com/>

Signed under penalty of perjury this ___ day of September, 2014.



CX0303

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of)
)
Jerk, LLC, a limited liability company,)
also d/b/a JERK.COM, and) DOCKET NO. 9361
)
John Fanning,)
individually and as a member of)
Jerk, LLC.)
_____)

CERTIFICATION OF COMPLIANCE AND RECORDS

Pursuant to 28 U.S.C. § 1746

1. I, [REDACTED] [REDACTED] (name and title),
have personal knowledge of the facts set forth below and am competent to testify as follows:
2. I have authority to certify the authenticity of the records produced by
[REDACTED] (company name)
("the Company") and attached hereto.
3. On behalf of the Company, I hereby certify that the Company has used its best efforts to respond to the Federal Trade Commission Subpoena ("Subpoena"). The Company has conducted a reasonable search and has provided all documents and information in its possession, custody, or control that are responsive to the requests contained in the subpoena and has substantially complied with those requests.
4. The documents produced and attached hereto by the Company in response to the Subpoena are originals or true copies of records of regularly conducted activity that:

- a. Were made at or near the time of the occurrence of the matters set forth by, or from information transmitted by, a person with knowledge of those matters;
- b. Were kept in the course of the regularly conducted activity of the Company; and
- c. Were made by the regularly conducted activity as a regular practice of the Company.

I certify under penalty of perjury that the foregoing is true and correct.

Executed on June 12, 2014

[Redacted Signature]

(Name, Title)

[Redacted Title]

CX0304

From: John Fanning [REDACTED]
Subject: RE: follow up to our call
Date: January 29, 2010 at 1:27 PM
To: [REDACTED]
Cc: [REDACTED]

Someone needs to tell [REDACTED] where we are meeting tonight at 7:30.

john

John W Fanning
Chairman Netcapital
[REDACTED] Direct
[REDACTED] Cell

From: [REDACTED]
Sent: Friday, January 29, 2010 12:53 PM
To: John Fanning
Subject: Re: follow up to our call

Hi John,

do we have time and location yet for our meeting today?

.....

[REDACTED]

On Jan 28, 2010, at 4:29 PM, John Fanning wrote:

The first one. But I think we can do 7:30 ☺

john

John W Fanning
Chairman Netcapital
[REDACTED] Direct
[REDACTED] Cell

From: [REDACTED]
Sent: Thursday, January 28, 2010 4:15 PM
To: John Fanning
Subject: Re: follow up to our call

You mean the ONLY time people can meet is during the ONLY three hours I am not available?
Or... you are just pointing out that my syntax is all wrong (which would not surprise me).

.....
[REDACTED]
[REDACTED]
[REDACTED]

On Jan 28, 2010, at 4:03 PM, John Fanning wrote:

Ouch

[REDACTED] available: > 4:30pm
[REDACTED] available: < 7:30pm

Is better!

John W Fanning
Chairman Netcapital

[REDACTED] Direct
[REDACTED] Cell

From: [REDACTED]
Sent: Thursday, January 28, 2010 3:52 PM
To: John Fanning
Subject: Re: follow up to our call

John. Thanks again for the call.

I think this could be a really cool project. I just double checked and I am available up to 4:30pm tomorrow, and then anytime AFTER about 7:30pm. I know you have a tech background, so maybe this helps better:

[REDACTED] available: < 4:30pm
[REDACTED] available: > 7:30pm

cheers.

[REDACTED]

.....
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

On Jan 28, 2010, at 3:06 PM, John Fanning wrote:

[REDACTED],

I spoke with [REDACTED] yesterday and wanted to try to connect with you. I called you on your cell but missed you. You can reach me at [REDACTED] or on my cell. I was also wondering if you are close to [REDACTED] [REDACTED] where I have some students working on a project I might like you to interface with if possible.

john

John W Fanning
Chairman Netcapital

[REDACTED] Direct
[REDACTED] Cell

From: [REDACTED]
Sent: Wednesday, January 27, 2010 10:40 AM
To: [REDACTED]
Subject: follow up to our call

Hi John,

Great speaking with you this morning. I've copied [REDACTED] on this email. His number is [REDACTED]

Mine's [REDACTED]. Those are both work/cell.

Looking forward to talking further.

Thanks,

[REDACTED]

.....
[REDACTED]



CX0305

From: [REDACTED]
Subject: Re: follow-up after new design version
Date: April 30, 2010 at 7:25 PM
To: John Fanning [REDACTED]
Cc: [REDACTED], [REDACTED], [REDACTED], [REDACTED]

Here are my comments (below). Also, we should start including [REDACTED] in these emails so he can stay in the loop, [REDACTED]

On a side not, I am still very worried about the [REDACTED] capability to get this right. [REDACTED], I think you mentioned they are starting next week, but personally I don't think we should start until we have thought every little detail through with [REDACTED] design. There are still some pages missing, the less trivial ones likes FAQ, About, Terms and Conditions. Got to run to dinner, but please read everything below

[REDACTED]

Positive remarks:

1. The "aero" concept of the new design is admirable. It is very well aligned with the current trends in web design. It is an open&airy design. Nowadays users are looking for this kind of design and it is a good opportunity to use it once we decided to focus on content.
I don't know what this means, but thanks.
2. The color spectrum is well chosen, relaxing but it is also interesting enough to catch user's eye

Really? I thought the white stuff dripping off of our current jerk logo was 10x more eye-catching than what [REDACTED] is producing :)

Other remarks:

1. Removing the words Jerk / Saint from the rating description could be detrimental, because only red / green colors aren't intuitive and relevant enough

He does bring up a good point, but I disagree. I think red/green is pretty intuitive for ratings, red being the color of a big, fat F letter grade that [REDACTED] gets on all his paper assignments. Users will easily realize that green is a good color due to the postive reviews associated with it. However, we may need to come up with some new wording to describe someones reputation instead of Jerk/Saint. I can see this as a problem on our homepage where we currently have Jerk news, and top 100 jerk/saints. Any ideas? I mean, we could just keep using the word Jerk, except without the domain name, the word somehow seems a little more offensive or aggressive to me.

2. Keep in mind that 99,9% of our profiles are empty, so the profile page for an empty profile will look very poor. I added a profile page for such a profile just to have an impression

Another good point. And personally, of that .1% of non-empty profiles, the content on them is complete crap. "This guy is gay" and "that skank is ugly" is not useful to me or anyone, and it is NOT what this site should be about. We need to provide useful information about people with thorough, critical reviews. Short little comments can then be applied to these reviews. Also, on celebrity profiles, there are 100+ comments pulled from some news sources that are not relevant at all... this is more garbage.

Here is what I propose, and [REDACTED] I want you to respond to this. We should delete all comments from our current profiles, remove all duplicate profiles, and start fresh from our already existing abundance of profile names. [REDACTED] can design what an empty profile will look like... I suggest something like what facebook does for new profiles that encourages people to get started by posting reviews. Besides, the purpose of our new design is to move away from comments and towards full-length reviews. Comments can then be applied to these reviews. I don't see how our current comments will fit into our new design.

3. The instrumental element of the website philosophy is "Search" functionality. Moving "Search" functionality in top right corner it decreases significantly its relevance. Think how would look Google with Search functionality moved in a corner and making it even smaller.

I think what we have is fine. Plenty of sites have their search in the top right, and [REDACTED] design is much bigger and stands out more than what facebook has. We could have a search in the center on our first-time landing page, like this,

[REDACTED]. His comment on google... I use google chrome, so when I want to google something I just type it in the URL box. For other browsers, I feel like most people have the google search plugin in the top right corner... People are used to this. The reason google has a search in the center is because there is nothing to display on their landing page. As soon as google displays search results, the search bar goes to the top.

4. Removing the main menu (actually it has 13 links) could lead to content problems.

Because we don't have too much content on website this menu offers valuable options for end user. Removing it probably will lead to a shorter time on page and to an higher bounce rate

Links for Jerk of the Day, Jerk news, Top 100 Jerks, and Top 100 Saints (4 total) are unnecessary because these are already displayed on the homepage. In fact, i'm surprised why we still have them in the first place. Post a Jerk and Tell a Story (2, total 6) still say "under construction". What purpose does this message serve? These are unprofessional and should be removed until they are actually implemented. Are you a Jerk, Rate a Date, and Business Feedback (3, total 9) should all be removed because they are found when you go to someone's profile, and I don't think the current versions work effectively... They seem too indirect, I shouldn't have to go to a separate link to post something on someone's profile. Track People, Fine People I know, Home, and Post a Jerk (4, total 13), are the only ones worth considering to keep.

Find people I know should not be a permanent header because I think it is more of a 1-time thing for new users. Perhaps we can replace it with a facebook connect button. Question: when you click Find People I know, does Myspace, Twitter, Linked in, and the other 100 sites titled "Other" work the same was as facebook does? I'm sure each site has a different policy about privacy. I haven't tried, but I doubt these links even work. We may just want to stick with Facebook.

5. We didn't find the graphic solution to display quiz result. There is just graphic solution for displaying user's personality.

██████████ will address this. ██████████ click <http://www.jerk.com/profile> ██████████ and then click my Personality tab so you can get an idea of how long each category description is.

6. There isn't the possibility to vote someone without adding a comment

We need to put more thought into our algorithm. I think people who write reviews should have a heavier influence on someone's score than someone who clicks "thumbs up" a bunch of times. This may work to drive traffic. If someone writes a bad review, and there are no other reviews, the person will obviously have a bad score. This person will want to ask his/her friends to write a positive review for them, which will then average out the first bad review.

7. We didn't find payment area to promote a profile

I don't like the idea of being able to pay to make someone's reputation worse. This sounds morally wrong. I know money is an issue, but this early on, I don't want something like this to prevent people from using the site. What was facebook's business plan when they first started out? Oh yeah...

We do need to be discussing this though.

On Apr 30, 2010, at 12:05 PM, John Fanning wrote:

Here is some feedback from the ██████████ for what it's worth. Most of what he says are choices we intentionally made but it's still worth sending.

john

John W Fanning
Chairman Netcapital

██████████
Direct
Cell

INTELLECTUAL PROPERTY RIGHTS: Unless otherwise specified, all ideas, creative concepts and opinions, including any attachments, as well as the selection, assembly and arrangement thereof, are the sole property of Netcapital.com LLC © 2010. ALL RIGHTS RESERVED. The content of this email is the property of Netcapital.com LLC and is protected by U.S. and international copyright and other intellectual property laws. You may view, download, print and retain a copy of pages of this email only for your own personal use. Except as expressly provided above, you may not use, download, upload, copy, print, display, perform, reproduce, republish, modify, license, post, transmit or distribute any information from this email in whole or in part without our prior written permission. If you wish to obtain permission to reprint or reproduce any materials appearing here contact the sender. All rights not expressly granted herein are reserved.

From: ██████████ [mailto:██████████]
Sent: Friday, April 30, 2010 11:32 AM
To: 'John Fanning'
Subject: follow-up after new design version

FTC-JERK0001998
CX0305-002

Dear Jonn,

Here you have some comments after the new release of graphical layout.
Please take them just for you and make the decision you consider to be the best ones.

As you know, I expressed my appreciation and enthusiasm for the new version.
But here are the detailed considerations:

Positive remarks:

1. The “aero” concept of the new design is admirable. It is very well aligned with the current trends in web design. It is an open&airy design. Nowadays users are looking for this kind of design and it is a good opportunity to use it once we decided to focus on content.
2. The color spectrum is well chosen, relaxing but it is also interesting enough to catch user’s eye

Other remarks:

1. Removing the words Jerk / Saint from the rating description could be detrimental, because only red / green colors aren’t intuitive and relevant enough
2. Keep in mind that 99,9% of our profiles are empty, so the profile page for an empty profile will look very poor. I added a profile page for such a profile just to have an impression
3. The instrumental element of the website philosophy is “Search” functionality. Moving “Search” functionality in top right corner it decreases significantly its relevance. Think how would look Google with Search functionality moved in a corner and making it even smaller.
4. Removing the main menu (actually it has 13 links) could lead to content problems. Because we don’t have too much content on website this menu offers valuable options for end user. Removing it probably will lead to a shorter time on page and to an higher bounce rate
5. We didn’t find the graphic solution to display quiz result. There is just graphic solution for displaying user’s personality.
6. There isn’t the possibility to vote someone without adding a comment
7. We didn’t find payment area to promote a profile

These are our opinion after a first look. Hope they are useful.

Best regards,

[Redacted signature]

email:


tel:

[Redacted contact information]

P Please consider your environmental responsibility before printing this e-mail

<profile_08.png>

CX0306

From: [REDACTED] 
Subject: Some things to think about
Date: May 3, 2010 at 5:07 PM
To: John Fanning [REDACTED], [REDACTED], [REDACTED], [REDACTED], [REDACTED]
[REDACTED]

Hey all,

This is kind of random, but just some things I was thinking about instead of doing hw, and some things [REDACTED] should consider for designs.

1) We need to put some more thought into our landing page. I really think we should have something like what Facebook has when you go to the site and are not logged in. The idea is to make it extremely easy for someone to create an account, because accounts are required to post reviews (this way users can track their reliability/helpfulness on reviews). It is very difficult to create an account on Jerk.com, and why even bother, because there is nothing about our current site that requires it.

To include:

- a) A pretty graphic and ONE sentence that explains what Reper is.
- b) Two ways to create an account: either enter an email address and a password, or connect with facebook.
- c) I am thinking that initially, we may want to have a "no thanks, continue to Reper.com" so that people are not scared off by being required to create an account. Accounts are not required to view the site, but as soon as someone not signed in tries to write a review, they will be prompted to sign in or create an account. What are your thoughts on this? I am sure there are other ways to achieve this.

2) We need to decide this **now** before we go any further. Are reviews anonymous? Personally, I don't think they should be, and me reasons are summarized by the Unvarnished founder below:

"On Unvarnished, any professional can review any other professional. Unvarnished obscures the identity of reviewers—allowing reviewers to be more evenhanded and nuanced in their reviews, without fear of consequences, and making reviews more believable.

At the same time, reviewers, while not identified, do have identity and a reputation on the site, and gain authority over time through their highly-voted reviews and the creation of recognizable patterns within their professional network. All you need in order to leave a review is an Unvarnished account—which you create via Facebook Connect—which itself provides an identity.

We need to be clear about what we mean when we say “anonymous” here, in that this can be sensitive topic. To encourage candor, and allow review authors to contribute honest, balanced reviews without fear of repercussion, Unvarnished obscures the identity of reviewer authors—a review author’s identity will never be outwardly tied to a review they have been submitted. Furthermore, Unvarnished does not outwardly tie together multiple reviews submitted by the same user, in order to prevent the reverse-engineering of an author’s identity.

However, reviewers are not anonymous to the Unvarnished backend systems—all reviews submitted by a given user are tied together in our systems such that better reviewers can be rewarded for their strong reviews, and reviewers who participate in bad behavior can be censured across all of their reviews.

Ultimately, reviewers do have identity on the site, and reputation and authority associated with that identity. Unvarnished wants reviewers to invest in that identity and associated authority, by rewarding strong reviewers by making all their reviews more authoritative, and by punishing badly behaved reviewers by demoting or, in egregious cases, removing their reviews—including their reviews that were submitted in good faith. If a reviewer is found to have violated Unvarnished Community Guidelines or Terms of Service, repercussions will extend across all reviews authored by that user."

If reviews are anonymous [REDACTED] will need to modify part of his design (marked in red):

If reviews are anonymous, Xastan will need to modify part of his design (marked in red). If we use pseudonyms instead, like soccerdude13, it would be possible to "reverse engineer" someone's identity. For instance, if soccerdude13 has reviews for [REDACTED], and [REDACTED], then you guys could probably guess that I was the person who wrote the reviews. For this reason, I am also against pseudonyms.

One idea is to use these silly blogger icons so users can see if the same person has written multiple reviews/comments on someones profile. However, to prevent reverse engineering, my blogger icon would be different on each profile that I wrote reviews on. I think this would help to stop spammers, though we would obviously stop excessive spamming through internal coding (Do the romanians know how to do this?).

3) We should have a slogan, especially with a name like Reper, so users understand what the site is about. [REDACTED] favorite for Jerk.com was "Jerk.com: Backstab your Best Friend." Any thoughts? I really like Yelps: "real people. real reviews", too bad its taken. Start brainstorming. "Reper: Know Thy Neighbor", "Reper: Your Online Reputation," "Reper: Because Jerk.com was too expensive"... mine aren't very good

4) Merit Rewards/Titles for people who post lots of reviews. This will get all the 30 year olds living in the basement of their mother's house addicted to our site. Also, even though we're probably not using names or pseudonyms, a way to view a reviewer's history and stats. To include: # of reviews, % of reviews found helpful/unhelpful, # of disputes. Yelp and Ebay do this very well. Perhaps this can just be included next to wherever a review is posted.

Thats all for now. Please respond for some input and so that these ideas don't fall through the cracks. Reply with 1) 2) 3) etc.

[REDACTED]





CX0307

From: John Fanning [REDACTED]
Subject: RE: follow-up after new design version
Date: May 6, 2010 at 11:02 PM
To: [REDACTED] m
Cc: [REDACTED], [REDACTED], [REDACTED]

Amazingly [REDACTED] I had exactly the same idea and spoke to an old friend of mine about doing it. I think he could be a perfect fit talent wise. I asked him if he wanted to write a few reviews, and I think he might do something soon. He was looking at the jerk.com site, I did not mention the reper.com site but it's the same idea. I will let you know when I hear back from him.

john

John W Fanning
Chairman Netcapital

[REDACTED]

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From: [REDACTED]
Sent: Thursday, May 06, 2010 9:23 PM
To: John Fanning
Cc: [REDACTED]
Subject: Re: follow-up after new design version

I agree, we can (and must) set the tone for our site. [REDACTED], would it be possible to pay our early adapters some money for each review they write?

On Apr 30, 2010, at 10:48 PM, John Fanning wrote:

The idea I have had for a while but never had the right time to communicate is that I think you accomplish this goal by training the users. I look at [REDACTED] and ask how does everyone know exactly how to tell their story. The answer is they see how everyone else does it. Then the question is how did the first person know what to do, the answer is the company did it. You train people by showing them what they need to do, on the first page they see. That means someone has to actually write reviews/profiles possibly of famous people, and I think politicians could be good as well and publish them. Then they have to be crowd sourced to the top of the best list so that users see them and know how to create their own. [REDACTED] I don't think we have any duplicates in the database. I think you don't understand how truly large 85 million is. If you tried

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CX0307-001

to count to 85 million you could not do it in your lifetime. My understanding is that each profile has a unique facebook id associated with it. We can check this however if we have some names that we suspect might be duplicates. As far as the crap goes, I don't see any harm in leaving stuff there if we are just not promoting it on places people are likely to see. Our users can clean up profiles they don't like and people can dispute away stuff. Having said that, I think [REDACTED] is planning to start from scratch without any of that content. We are really A/B testing jerk.com and reper.

Here is what I propose, and [REDACTED] I want you to respond to this. We should delete all comments from our current profiles, remove all duplicate profiles, and start fresh from our already existing abundance of profile names. [REDACTED] can design what an empty profile will look like... I suggest something like what facebook does for new profiles that encourages people to get started by posting reviews. Besides, the purpose of our new design is to move away from comments and towards full-length reviews. Comments can then be applied to these reviews. I don't see how our current comments will fit into our new design.

John W Fanning
Chairman Netcapital

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From: [REDACTED]
Sent: Friday, April 30, 2010 7:26 PM
To: John Fanning
Cc: [REDACTED]
Subject: Re: follow-up after new design version

Here are my comments (below). Also, we should start including [REDACTED] in these emails so he can stay in the loop, [REDACTED]

On a side not, I am still very worried about the [REDACTED] capability to get this right. John, I think you mentioned they are starting next week, but personally I don't think we should start until we have thought every little detail through with [REDACTED] design. There are still some pages missing, the less trivial ones likes FAQ, About, Terms and Conditions. Got to run to dinner, but please read everything below

[REDACTED]

Positive comments

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CX0307-002

Positive remarks:

1. The “aero” concept of the new design is admirable. It is very well aligned with the current trends in web design. It is an open&airy design. Nowadays users are looking for this kind of design and it is a good opportunity to use it once we decided to focus on content.
I don't know what this means, but thanks.
2. The color spectrum is well chosen, relaxing but it is also interesting enough to catch user’s eye

Really? I thought the white stuff dripping off of our current jerk logo was 10x more eye-catching than what [REDACTED] is producing :)

Other remarks:

1. Removing the words Jerk / Saint from the rating description could be detrimental, because only red / green colors aren’t intuitive and relevant enough

He does bring up a good point, but I disagree. I think red/green is pretty intuitive for ratings, red being the color of a big, fat F letter grade that [REDACTED] gets on all his paper assignments. Users will easily realize that green is a good color due to the postive reviews associated with it. However, we may need to come up with some new wording to describe someones reputation instead of Jerk/Saint. I can see this as a problem on our homepage where we currently have Jerk news, and top 100 jerk/saints. Any ideas? I mean, we could just keep using the word Jerk, except without the domain name, the word somehow seems a little more offensive or aggressive to me.

2. Keep in mind that 99,9% of our profiles are empty, so the profile page for an empty profile will look very poor. I added a profile page for such a profile just to have an impression

Another good point. And personally, of that .1% of non-empty profiles, the content on them is complete crap. "This guy is gay" and "that skank is ugly" is not useful to me or anyone, and it is NOT what this site should be about. We need to provide useful information about people with thorough, critical reviews. Short little comments can then be applied to these reviews. Also, on celebrity profiles, there are 100+ comments pulled from some news sources that are not relevant at all... this is more garbage.

Here is what I propose, and [REDACTED] I want you to respond to this. We should delete all comments from our current profiles, remove all duplicate profiles, and start fresh from our already existing abundance of profile names. [REDACTED] can design what an empty profile will look like... I suggest something like what facebook does for new profiles that encourages people to get started by posting reviews. Besides, the purpose of our new design is to move away from comments and towards full-length reviews. Comments can then be applied to these reviews. I don't see how our current comments will fit into our new design.

3. The instrumental element of the website philosophy is “Search” functionality. Moving “Search” functionality in top right corner it decreases significantly its relevance. Think how would look Google with Search functionality moved in a corner and making it even smaller

functionally moved in a corner and making it even smaller.

I think what we have is fine. Plenty of sites have their search in the top right, and [REDACTED] design is much bigger and stands out more than what facebook has. We could have a search in the center on our first-time landing page, like this,

[REDACTED]. His comment on google... I use google chrome, so when I want to google something I just type it in the URL box. For other browsers, I feel like most people have the google search plugin in the top right corner... People are used to this. The reason google has a search in the center is because there is nothing to display on their landing page. As soon as google displays search results, the search bar goes to the top.

4. Removing the main menu (actually it has 13 links) could lead to content problems. Because we don't have too much content on website this menu offers valuable options for end user. Removing it probably will lead to a shorter time on page and to an higher bounce rate

Links for Jerk of the Day, Jerk news, Top 100 Jerks, and Top 100 Saints (4 total) are unnecessary because these are already displayed on the homepage. In fact, i'm surprised why we still have them in the first place. Post a Jerk and Tell a Story (2, total 6) still say "under construction". What purpose does this message serve? These are unprofessional and should be removed until they are actually implemented. Are you a Jerk, Rate a Date, and Business Feedback (3, total 9) should all be removed because they are found when you go to someone's profile, and I don't think the current versions work effectively... They seem too indirect, I shouldn't have to go to a separate link to post something on someone's profile. Track People, Fine People I know, Home, and Post a Jerk (4, total 13), are the only ones worth considering to keep.

Find people I know should not be a permanent header because I think it is more of a 1-time thing for new users. Perhaps we can replace it with a facebook connect button. Question: when you click Find People I know, does Myspace, Twitter, Linked in, and the other 100 sites titled "Other" work the same was as facebook does? I'm sure each site has a different policy about privacy. I haven't tried, but I doubt these links even work. We may just want to stick with Facebook.

We are missing the point. The point is to track numbers and behavior, and let that guide our changes.

5. We didn't find the graphic solution to display quiz result. There is just graphic solution for displaying user's personality.

[REDACTED] will address this. [REDACTED], click <http://www.jerk.com/profile.php?id=12731> and then click my Personality tab so you can get an idea of how long each category description is.

6. There isn't the possibility to vote someone without adding a comment

We need to put more thought into our algorithm. I think people who write reviews should have a heavier influence on someone's score than someone who clicks "thumbs up" a bunch of times. This may work to drive traffic. If someone writes a bad review, and there are no other reviews, the person will obviously have a bad score. This person will want to ask his/her friends to write a positive review for them, which will then average out the first bad review.

7. We didn't find payment area to promote a profile

I don't like the idea of being able to pay to make someone's reputation

I don't like the idea of being able to pay to make someone's reputation worse. This sounds morally wrong. I know money is an issue, but this early on, I don't want something like this to prevent people from using the site. What was facebook's business plan when they first started out? Oh yeah...

We do need to be discussing this though.

On Apr 30, 2010, at 12:05 PM, John Fanning wrote:

Here is some feedback from the [REDACTED] for what it's worth. Most of what he says are choices we intentionally made but it's still worth sending.

john

John W Fanning
Chairman Netcapital

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From: [REDACTED]
Sent: Friday, April 30, 2010 11:32 AM
To: 'John Fanning'
Subject: follow-up after new design version

Dear John,

Here you have some comments after the new release of graphical layout.
Please take them just for you and make the decision you consider to be the best ones.

As you know, I expressed my appreciation and enthusiasm for the new version.
But here are the detailed considerations:

Positive remarks:

1. The "aero" concept of the new design is admirable. It is very well aligned with the current trends in web design. It is an open&airy design. Nowadays users are looking for this kind of design and it is a good opportunity to use it once we decided to focus on content.
2. The color spectrum is well chosen, relaxing but it is also interesting enough to catch

FTC-JERK0002051
CX0307-005

user's eye

Other remarks:

1. Removing the words Jerk / Saint from the rating description could be detrimental, because only red / green colors aren't intuitive and relevant enough
2. Keep in mind that 99,9% of our profiles are empty, so the profile page for an empty profile will look very poor. I added a profile page for such a profile just to have an impression
3. The instrumental element of the website philosophy is "Search" functionality. Moving "Search" functionality in top right corner it decreases significantly its relevance. Think how would look Google with Search functionality moved in a corner and making it even smaller.
4. Removing the main menu (actually it has 13 links) could lead to content problems. Because we don't have too much content on website this menu offers valuable options for end user. Removing it probably will lead to a shorter time on page and to an higher bounce rate
5. We didn't find the graphic solution to display quiz result. There is just graphic solution for displaying user's personality.
6. There isn't the possibility to vote someone without adding a comment
7. We didn't find payment area to promote a profile

These are our opinion after a first look. Hope they are useful.

Best regards,



P Please consider your environmental responsibility before printing this e-mail

<profile_08.png>

CX0308

From: [REDACTED]
Subject: the monthly payment discussion
Date: June 2, 2010 at 2:45 PM
To: John Fanning [REDACTED]



John,

not to beat a dead horse (he says while holding a hammer over a dead horse), but I wanted to provide you with what I was going off of. I posted the string in order below (a few missing because not relevant to the discussion. It's really this line at the beginning of your email at the very bottom that I was going off of as a response to my original question about 6k/ month.

"I told you I agree with you about 6k per month but I have to find the money, which I am confident I will, but have not yet."

I've shifted client work away for the next couple months to really focus on reper. I mean REALLY focus on it.

From: [REDACTED]
Sent: Thursday, May 13, 2010 10:07 AM

Can you allocate \$6k for me for this month and another \$6k for next month? That would put me on a solid 80 hours (2 weeks of work) at our reduced rate per month. I've exhausted the other funds (FYI: I can always give you the hour breakdowns of work I have done whenever you want them, 1 time every process by the hour).

I have to be honest, after the meeting yesterday I would sort of love to invest full time in reper. The guys seem pumped and I like being able to take my gloves off and really push reper in a different way from what is going on on jerk.com. But I need to keep the other clients coming for the sake of supporting the fam.

Thanks again for the meeting. Please let me know what we can do about payment.

From: John Fanning [REDACTED]
Subject: RE: Good meeting
[REDACTED]

I did read the message, and I was very happy to have received it. I took the amount of money we have available, budgeted the money to last until the end of August, which included 2k per month for you, Paid on the first. However, I am confident I can bring in additional capital soon, possibly enough to have you work full time or more, but it's not done yet, and I was stalling for more time.

john

From: [REDACTED]
Sent: Thursday, May 13, 2010 11:35 AM
To: John Fanning
Subject: Re: Good meeting

Hi John,

so the 4k you paid me was meant to last from February through August? That's about how much a client pays me for a banner ad. You're really bending me here John. Half pay, no contract, no discussion of shares of business. I really love your pep talks but feeling like whenever i'm ready to step on the gas I get a bit of a kick in the gut. You can see where I'm coming from right?

From: John Fanning [REDACTED]
Subject: RE: Good meeting
Date: May 13, 2010 12:42:13 PM EDT
To: [REDACTED]

No, I paid you 4K already, 2k June 1st 2K July 1st 2K August 1st 2k September 1st which is 12k. I told you I agree with you about 6k per month but I have to find the money, which I am confident I will, but have not yet.

no contract, no discussion of shares of business

This is not acceptable. I am happy to have an agreement in writing in place that we both find acceptable, and it has just slipped through the

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CX0308-001

This is not acceptable. I am happy to have an agreement in writing in place that we both find acceptable, and it has just slipped through the cracks that its not been done. For every hour you worked you are entitled to \$75 worth of shares at the valuation set by the next money in. We have an agreement that explains how that works which I thought I sent you. However in addition to that I am also in agreement with you, that we should have a further discussion about equity and I am happy to have it.

Probably the tone of my email is not best, but if so please call me. BTW, things written in email are just as legally binding as things written in what you might typically consider a contract. I might fail, and we might fail together, but I would never try to screw you, and would also use my best efforts to make sure no one else screwed you. In addition to that everyone loves working with you.



CX0309

From: John Fanning [REDACTED]
Subject: RE: Basecamp
Date: May 14, 2010 at 11:40 AM
To: [REDACTED]

Jerk and reper are one company, which at the moment is named jerk.com LLC. We could change it to reper Inc or something like that at some point as that seems more corporate. Yes, I am talking about jerk/reper. As far as whole company objectives, what I meant was, 1. Build out team. 2 Raise capital. 3 Drive Traffic 4. Build Brand.. things like that and other things you would think of.

john

John W Fanning
Chairman Netcapital

[REDACTED]

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From: [REDACTED]
Sent: Friday, May 14, 2010 9:03 AM
To: John Fanning
Subject: Re: Basecamp

Well, I'm not sure what you mean by "whole company objectives." Are we talking reper, are we talking jerk? are we talking NetCapital (I assume we are not). I WOULD post it in a forum for us to come back to. Basecamp has a tab called "Writeboards" which is a good place for writing content. "Objective" documents would be good there. But then again, I would never have eight people writing an objective :)

[REDACTED]

.....

[REDACTED]

On May 14, 2010, at 8:54 AM, John Fanning wrote:

Imagine you were the ceo, what would you do?

john

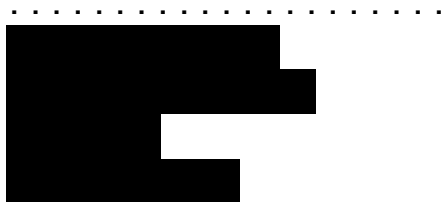
John W Fanning
Chairman Netcapital



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From: [Redacted]
Sent: Friday, May 14, 2010 8:51 AM
To: John Fanning
Subject: Re: Basecamp

I've been thinking about it in terms of what aids us in execution, which sometimes means "theory or philosophy" of what we are doing. A central repository that is east to look back at to follow the discussions we have. But you're welcome to do what you want to do.

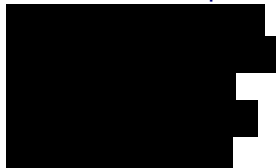


On May 14, 2010, at 8:48 AM, John Fanning wrote:

Do we use basecamp for the whole company objectives or just the development objectives?

john

John W Fanning
Chairman Netcapital



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FTC-JERK0002192
CX0309-003

CX0317

From: John Fanning [REDACTED]
Subject: Re: [VICOMS] 6/7 phone call notes
Date: June 8, 2010 at 1:45 AM
To: [REDACTED]

Reply ABOVE THIS LINE to add a comment to this message

Project: [reper: website](#)
Company: NetCapital



John Fanning commented on the message:
[6/7 phone call notes](#)

I am on board with your direction for reper however you analysis of jerk.com is off.

“is in Jerk’s DNA (its name) to showcase the Jerk’s of the world. So for Jerk’s purposes, I like the idea of top 100 Jerks, but with Reper I want to stick to people who are going to be relevant to the user.”

This is true today, clearly but I disagree its dna due to jerk.com. I asked you to reflect on this specific point on the phone while you were on the bus. I think Jerk.com can be the jerk, not a jerk authority. The more clear we can make that the less we become, if you are on jerk.com you are a jerk. Are you a jerk yes/no Are they a jerk yes/no This I think is fundamentally different than, look at the jerks.

I am thinking of new Jerk/Not a jerk/ Saint where saints would only be people in the 95% bracket.

You are wrong.

“Correct me if I’m wrong, but John seems to think that all of our value is in numbers – 85 million. But this is missing half the point. Value comes in the form of content, which can be measured by numbers, and in my eyes, ~84,999,000 empty profiles is not considered a whole lot of valuable content. If anything, it indicates a possibility of what is yet to come, and I think this is why every VC has essentially told us “come back when can prove this is real content.” If we can tell them we have 1 million profiles with an average of 10 reviews on each profile, now we’re talking some serious business. My problem with using Facebook Connect to generate thousands of empty profiles is that it quickly deflates our actual numbers. If someone searches for a name and it doesn’t show up in search results, [REDACTED] design is plain and simple, just click “add new profile.”

All the value is in numbers, but I never said the 85M number, I said the traffic numbers, and even further the growth in traffic. You seem to harp on the evil 85M so I will explain why 85M profiles that seem empty create traffic. 500 people came to Jerk.com because we had those profiles and that number is growing dramatically. The bounce rate shows that 85% of people will click on at least one answer to a pop up question. We are becoming the leading place to deposit your opinions on people, and that means traffic. Clearly the execution is horrible, and we can do better but the way I would like to create that change is by the numbers. You

FTC-JERK0002442
CX0317-001

can be better but the way I would like to create that change is by the numbers. You tell me, this particular number is bad, then together we find a way to improve that number. Data is our friend.

[Stop receiving emails](#) when comments are posted to this message

[Prefer plain text emails?](#)

Delivered by [Basecamp](#)

FTC-JERK0002443
CX0317-002

CX0344

From: John Fanning [REDACTED]
Subject: RE: Let's make this happen!
Date: July 28, 2010 at 6:16 PM
To: [REDACTED]

We need to grow our traffic. Linked in is valued on traffic.

John W Fanning
Chairman Netcapital



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From: [REDACTED]
Sent: Wednesday, July 28, 2010 10:20 AM
To: [REDACTED]
Subject: Let's make this happen!
Importance: High

The bar has been set...

LinkedIn has 70 million members who use the site to get information about and connect with people. Their valuation is now **\$2 billion**. Jerk.com has 85 million profiles and growing. Reper.com will have that and more. Now, we need to keep them coming back to our sites and we will enhance the lives of those we serve and change the lives of ourselves and our families in ways that exceed our wildest dreams!

Check out this article...

<http://www.bloomberg.com/news/2010-07-27/linkedin-valued-at-more-than-2-billion-after-investment-by-tiger-global.html>

We are in the right space at the right time, but time is of the essence.

Get excited, dig deep, get focused and let's make this happen!

Thanks for being part of the team!



CX0345

From: [REDACTED]
Subject: RE: Site down
Date: July 28, 2010 at 5:47 PM
To: [REDACTED]
Cc: [REDACTED] John Fanning [REDACTED]

[REDACTED]

ISP is the internet service provider, its not the first time its happening with jerk.com. Jerk and Reper talk to the same database.

I have been checking on both the sites, Reper loads up but does not function because the Jerk server is down. I assume that the Jerk server is down due to ISP, where the server is located.

Best Regards,
[REDACTED]

Subject: Re: Site down
From: [REDACTED]
Date: Wed, 28 Jul 2010 17:28:56 -0400
CC: [REDACTED] john [REDACTED]
To: [REDACTED]

What does an ISP problem mean? What causes this. Is there a way of knowing how to prevent this in the future?

On Jul 28, 2010, at 5:00 PM, [REDACTED] wrote:

Hello [REDACTED]

It's an ISP problem, jerk.com is down too.

Please wait for a few minutes and try back.

Best Regards,
[REDACTED]

From: [REDACTED]
Subject: Site down
Date: Wed, 28 Jul 2010 16:54:26 -0400
CC: [REDACTED]; john [REDACTED]; [REDACTED]
To: [REDACTED]

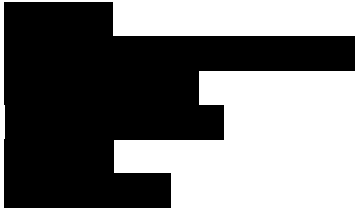
[REDACTED]

I was testing reper.com and making bug reports when the site stopped altogether. I

FTC-JERK0002936
CX0345-001

can no longer access reper.com

Can you please get it back up?



CX0352

From: John Fanning [REDACTED]
Subject: RE: Questions
Date: August 5, 2010 at 11:09 AM
To: [REDACTED]

I think I should add legal to the questions I answer.

John W Fanning
Chairman Netcapital

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From: [REDACTED] On Behalf Of [REDACTED]
Sent: Thursday, August 05, 2010 10:48 AM
To: [REDACTED]
Subject: Questions

Team,

We need answers to these common questions:

1. Can we get sued if someone writes something bad about someone? **The communications decency act provides our company with Absolute Immunity from Liability for things posted by our users. In fact the courts have sanctioned people who have tried to sue web sites for things posted by its users dismissed the lawsuits and made them pay all the web sites legal bills. This is the most common outcome.**
2. Can the person get sued who wrote the bad review? **Yes, the liability of the poster does not change, but we do allow people to post both signed and unsigned.**
3. What is the process for removing a review? **Each web site uses different techniques to deal with conflict. Our database keeps as much data as possible for future use by the company.**
4. How is the Reper score calculated?
5. What is the information that we have received from the 85 million profiles? **We collect as much info as possible. From public sources, from other users, from private sources like [REDACTED], and from the users themselves. We don't place any restrictions on how we can use our information.**
6. What will the iPhone app v.1 tell us about a person? **Jerk.com info, reper info, facebook page.**
7. **What are the privacy implications of taking pictures without permission/knowing a person?**

FTC-JERK0003080

CX0352-001

7. what are the privacy implications of taking pictures without permission/knowing a person?

There are none, it's called paparazzi.

Who has them?

Thanks,



CX0357

From: John Fanning [REDACTED]
Subject: main page
Date: August 16, 2010 at 5:12 AM
To: [REDACTED]

Am I a jerk is different than Are you a jerk. If it says Am I a jerk, you would expect to click the link and see people writing stories where they ask the users to decide. If it says Are you a jerk? That's a pretty direct question that you expect that someone is going to tell you the answer to if you click the link, which is what that's supposed to be about.

john

John W Fanning
Chairman Netcapital




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FTC-JERK0003193
CX0357-001

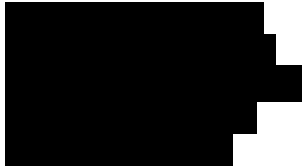
CX0360

From: John Fanning [REDACTED] 
Subject: RE: jerk.com iphone app
Date: February 3, 2011 at 9:00 AM
To: [REDACTED]
Cc: [REDACTED]

Also I don't believe you actually removed all the duplicates from the database as you were required and promised to do.

john

John W Fanning
Chairman Netcapital



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From: [REDACTED]
Sent: Thursday, February 03, 2011 2:21 AM
To: 'John Fanning'
Cc: [REDACTED]
Subject: RE: jerk.com iphone app

Dear John,

As we underlined in a previous email, the populating of current profiles it's a work in progress operation. There are 80 million profiles to add to the database. Currently it's at 20million.

Will take more days to populate face recognition database with all pictures.

We will announce when the database is completely populated.

Best regards,



P Please consider your environmental responsibility before printing this e-mail

**FTC-JERK0003834
CX0360-001**

From: John Fanning [mailto: [REDACTED]]
Sent: Thursday, February 03, 2011 7:27 AM
To: [REDACTED]
Cc: [REDACTED]
Subject: jerk.com iphone app

[REDACTED],

I took a picture of the jerk of the day and the iphone app did not find them, which makes me wonder, who does it find.

john

John W Fanning
Chairman Netcapital


[REDACTED]

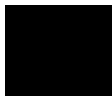
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FTC-JERK0003835
CX0360-002

CX0361

From: [REDACTED] 
Subject: Jerk + reper h story
Date: August 3, 2011 at 2:58 PM
To: John Fann ng [REDACTED]



Ran across th s wh e rev ew ng photos. Was sure th s was go ng to be a moment for the h story books where reper and jerk were about to EXPLODE - fund ng ca w th [REDACTED]



CX0362

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

_____))
In the Matter of))
Jerk, LLC, a limited liability company,))
also d/b/a JERK.COM, and) DOCKET NO. 9361
John Fanning,))
individually and as a member of))
Jerk, LLC.))
_____)

CERTIFICATION OF COMPLIANCE AND RECORDS

Pursuant to 28 U.S.C. § 1746

1. I, [REDACTED] (name and/or title) have personal knowledge of the facts set forth below and am competent to testify as follows:
2. I have authority to certify and hereby certify the authenticity of the records produced by [REDACTED] (company, person, or "myself") and attached hereto.
3. On behalf of [REDACTED] (company, person, or "myself"), I hereby certify that [REDACTED] (company, person, or "I") used my (its, his, her, or my) best efforts to respond to the Federal Trade Commission's Subpoena ("Subpoena").
[REDACTED] (company, person, or "I") conducted a reasonable search and provided all documents and information in my (its, his, her, or my) possession, custody, or control that are responsive to the requests contained in the Subpoena and substantially complied with those requests.

4. The documents produced and attached hereto by me
(company, person, or "me") in response to the Subpoena are originals or true copies of records of regularly conducted activity that:

a. Were made at or near the time of the occurrence of the matters set forth by, or from information transmitted by, a person with knowledge of those matters;

b. Were kept in the course of

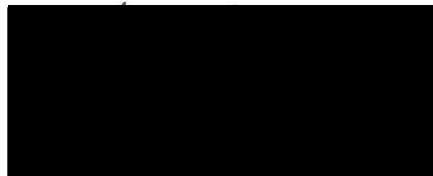
my (company's, person's, "my") regularly conducted business activity; and

c. Were made by the regularly conducted activity as

my (company's, person's, "my") regular practice.

I certify under penalty of perjury that the foregoing is true and correct.

Executed on July 15, 2014



CX0367

MARKED CONFIDENTIAL

REDACTED IN ITS ENTIRETY

CX0368



slide deck

4 messages

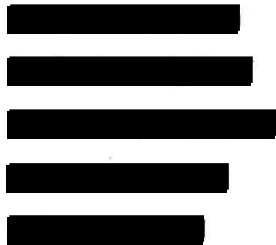
John Fanning [REDACTED]
To: [REDACTED]

Mon, Sep 6, 2010 at 10:14 PM

Can you send me the slide deck we used at [REDACTED] for reper?

john

John W Fanning
Chairman Netcapital



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[REDACTED] >
To: John Fanning [REDACTED]

Wed, Sep 8, 2010 at 11:55 AM



7/4/2014

Gmail - slide deck

Sorry John... just saw this.

Please see attached.

I hope all is well.

[Quoted text hidden]

 **Investor_Presentation_final.ppt**
10267K

John Fanning [REDACTED]
To: [REDACTED] >

Wed, Sep 8, 2010 at 1:09 PM

[REDACTED],

Can you give this presentation if it's just you and me? Are you willing to do that assuming you are getting paid in cash?

john

John W Fanning

Chairman Netcapital

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED] 2/5

FTC-JERK0004183
CX0368-002

7/4/2014

Gmail - slide deck

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From: [redacted] [mailto:[redacted]] **On Behalf Of** [redacted]
Sent: Wednesday, September 08, 2010 11:55 AM
To: John Fanning
Subject: Re: slide deck

[Quoted text hidden]

John Fanning [redacted] >
To: [redacted]

Wed, Sep 8, 2010 at 2:03 PM

When you left, they moved to a different project. I would still get either [redacted], or [redacted] to come to present, but at this point it's all about closing capital.

john

John W Fanning
Chairman Netcapital

[redacted]
[redacted]
[redacted]
[redacted]
[redacted]

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[redacted] 3/5

FTC-JERK0004184
CX0368-003

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From: [REDACTED]
Sent: Wednesday, September 08, 2010 1:52 PM
To: John Fanning
Subject: Re: slide deck

As we discussed last week, I want to have the in-person team meeting before deciding on my involvement. You mentioned you were scheduling the meeting for this week.

Am I the last man standing? I think the person you really need is the data mining person... [REDACTED].

On 9/8/10 1:09 PM, "John Fanning" [REDACTED] wrote:

[REDACTED],

Can you give this presentation if it's just you and me? Are you willing to do that assuming you are getting paid in cash?

john

John W Fanning
Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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From: [REDACTED] **On Behalf Of** [REDACTED]
Sent: Wednesday, September 08, 2010 11:55 AM
To: John Fanning
Subject: Re: slide deck

Sorry John... just saw this.

[REDACTED]

Please see attached.

I hope all is well.

On Mon, Sep 6, 2010 at 10:14 PM, John Fanning [REDACTED] wrote:

Can you send me the slide deck we used at [REDACTED] for reper?

john

John W Fanning
Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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[REDACTED]

tepor

tepor

Reputation Information for Everyone

FTC-JERK0004187
CX0368-006

The Team

- [REDACTED]
 - [REDACTED]
- John Fanning, Founder
 - Financing, Vision & Recruiting
- [REDACTED]
 - [REDACTED]
- [REDACTED]
 - [REDACTED]
- [REDACTED]
 - [REDACTED]
- [REDACTED]
 - [REDACTED]

Additional Resources

- Engineering Teams
 - Romania
 - India
- [REDACTED]
 - 3 member team that specializes in visualization of social media data - [REDACTED]
[REDACTED] (here today)

Today's Update

- Where we've been...
 - Jerk.com
- Where we are...
 - Reper.com
- Where we are going...
 - Profile Matrix Engine

Why This Matters



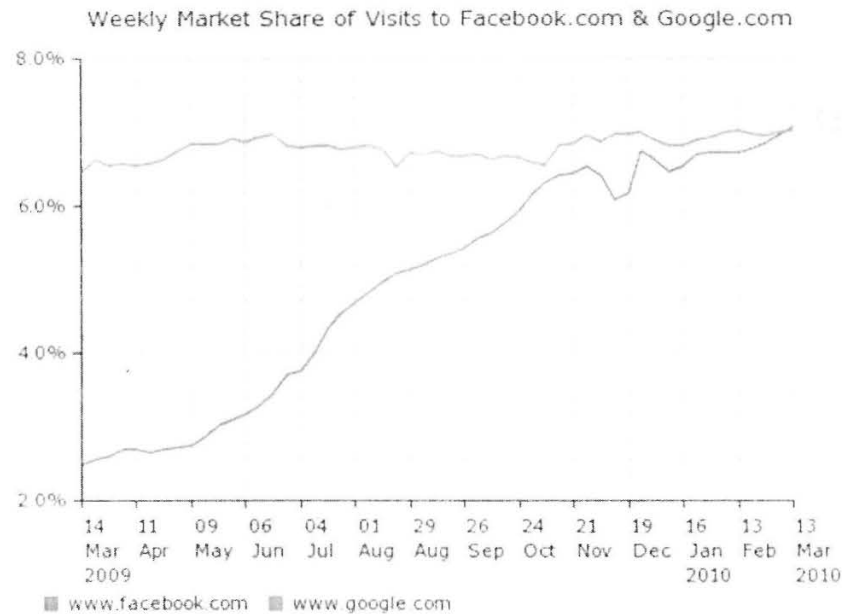
On the Web's Cutting Edge, Anonymity in Name Only

WSJ August 4, 2010

“Calculating “bits” gets complex, as some facts about a person are more valuable—and thus have more “bits”—than others. ZIP codes and birthdates, for instance, are extremely valuable when zeroing in on individuals.”

Personal Content Is the new Google

In March 2010, Facebook surpassed Google in web traffic



Weekly market share in 'All Categories', measured by visits, based on US usage

Created: 03/15/2010 © Copyright 1996-2010 Hitwise Pty. Ltd. Source: Experian Hitwise US

Where we have been



In less than six months,
Jerk.com:

- Grew to over 85 million personal profiles
- Grew significantly in organic traffic
- Regularly shows up in the 1-5 result position on Google.

Established revenue
partnership:



Products and services ranging from basic people search and list management to comprehensive HR background checks and one of the best identity theft protection products available.

Where we are...



During the summer of 2010, we began scoping and initial development work around the launch of Reper.com. Reper.com is the world's first independent individual reputation site that gathers both front-end and back-end reputation information.

ERROR: limitcheck
OFFENDING COMMAND: image

CX0375



Subject: Are you a jerk?

1 message

John Fanning [redacted]
To: [redacted]
Cc: [redacted]

Wed, Aug 25, 2010 at 3:30 PM



I know how excited you were about this project in the spring; I was hoping you wouldn't mind too much if I sent you an update. If you are willing to provide a little guidance and feedback I am willing to forgive you for not knowing how great this company will become! We seemed to lose momentum with [redacted] when we asked him for 50K as an advance. He wasn't really up for that so we have had to go back to our original plan that you did not like and deal with VCs. We do have two top tier Vcs interested in playing in the deal as well as an International VC and a very high profile Angel.

Here is the update:

We've been very busy the past few weeks working on the Reper alpha. We built the reper.com brand to use for corporate partners who thought the jerk.com brand was a little too edgy for their tastes. We may even rename the company Reper and keep the jerk.com brand as a product owned by that company. Anyway, we've been building a lot of momentum specifically in the areas you suggested so I thought it would be good to outline our progress on the team, partnerships, and user growth with you.

On the personnel front we have added a few key people that significantly strengthen our team:

- [redacted] has joined our executive team. [redacted] was formally the [redacted], who specializes in launching start-ups, and brings a unique blend of creative marketing and organizational and execution skills to our effort.
- [redacted], joins our product team as a developer. I am especially excited with [redacted] addition as he is [redacted]
- [redacted], joins our team as [redacted]. [redacted] a tremendous visionary and successful entrepreneur [redacted]

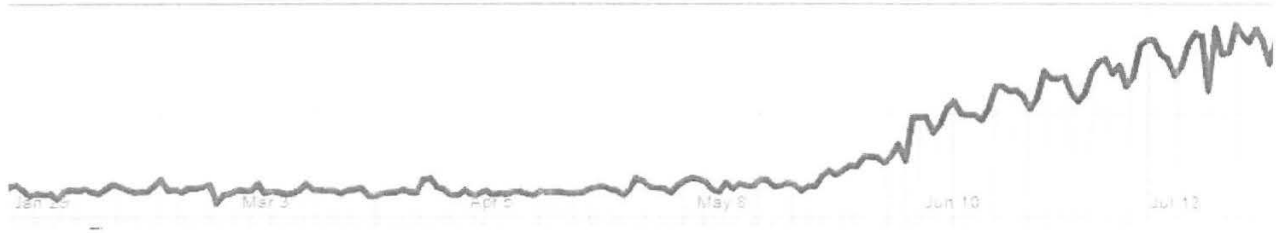
We have also been making significant progress on the partnership front:

- [redacted] - We are working with [redacted] to build a facial-recognition iPhone/Android application. Similar to hot apps like Shazam for music, this application would use the built-in camera to find information about a specific person. This app will link people's faces to their Jerk.com Reper, and facebook profile. An app like this holds significant promise for high-traffic and viral advertising.
- [redacted] - If you interested in learning more about the space for online reputation, I highly recommend [redacted] Firm, [redacted] (located in [redacted]). [redacted] specializes in social media PR, and will be helping us improve the language and message distribution for Reper and jerk.com.
- [redacted] - We have been in discussions with [redacted], founder of [redacted]. We recently launched our strategic relationship with a 50/50 distribution deal signed with them this month. We are excited to work together to build our site, product and traffic collaboratively moving forward and ultimately take the relationship to a higher level.
- [redacted] We have scheduled a presentation in September to explore possible government sponship and revenue opportunities.



As you know, our first entry into the reputation space was Jerk.com - an edgy site that allows people to vote if someone is a saint or a jerk as well as provide other qualitative data on individuals. The " Are you a Jerk? "question for instance really grabs peoples interest and attention. Even in its alpha stage jerk.com has proven out our user acquisition and SEO techniques. In the first 6 months of Jerk.com's launch:

- **Awesome viral user acquisition** - Our database has grown to over 85 million profiles.
- **Powerful SEO** - We regularly show up among the top 1-3 search results on search engines like Google when someone searches a person's name who is in our database. What's more interesting is that we aren't paying Google for traffic, whereas companies like [REDACTED] pay millions per week for Ad Words. I can send you a long list of names if you would like to give it a try. We had over 1000 people yesterday come to jerk.com from this method.
- **Traffic effect from facebook engagement.** As we agreed in the spring we ramped up our efforts to get more engagement from users, and more traffic from social networks. Here is a graph that shows how we have done.



Finally, I have not made it back to the seattle area yet but will surely ping you when I do. If you would like to catch up on our progress in other areas like financing and buzz please suggest some times to meet or connect via phone. I would love you have you reengaged via phone, or if you come to Boston you could swing by our offices on the [REDACTED].

Thanks,
John

John W Fanning
Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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7/4/2014

Gmail - Subject: Are you a jerk?

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CX0378



Racepoint Proposal for Reper

10 messages

Wed, Aug 11, 2010 at 3:30 PM

To: [Redacted]
Cc: [Redacted]

Hi [Redacted],

Please find attached our proposal for Reper. We had a lot of fun pulling this together and we hope that excitement and creativity comes through in the communications ideas. Once you and [Redacted] have had a chance to review, we're happy to schedule a call or meeting to review/answer any questions.

We look forward to your feedback and discussing next steps,

[Redacted]

[Redacted]
[Redacted] | [Redacted]
[Redacted] | [Redacted]
[Redacted]
[Redacted]

Connect with [Redacted]

[Redacted] | [Redacted]
[Redacted] | [Redacted]
[Redacted] | [Redacted]

Reper Proposal Final 8-11-10.pdf
2514K

Thu, Aug 12, 2010 at 10:52 AM

To: John [Redacted]

We need to figure out if we are going to engage them and when.



[Quoted text hidden]

 **Reper Proposal Final 8-11-10.pdf**
2514K

John Fanning [redacted]
To: [redacted]

Thu, Aug 12, 2010 at 11:11 AM

Do we have this for jerk.com? reper is not in production.

john

John W Fanning

Chairman Netcapital

[redacted]
[redacted]
[redacted]
[redacted]
[redacted]

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From: [redacted] **On Behalf Of** [redacted]
Sent: Thursday, August 12, 2010 10:52 AM
To: [redacted]
Subject: Fwd: [redacted] Proposal for Reper

[Quoted text hidden]

[REDACTED]
To: John Fanning [REDACTED] >

Thu, Aug 12, 2010 at 1:01 PM

Nope

Sent from my iPhone
[Quoted text hidden]

John Fanning [REDACTED]
To: [REDACTED]

Thu, Aug 12, 2010 at 1:13 PM

Why?

john

John W Fanning
Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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From: [REDACTED]
Sent: Thursday, August 12, 2010 1:02 PM
To: John Fanning
Subject: Re: Racepoint Proposal for Reper

[Quoted text hidden]

[REDACTED]
To: John Fanning <[REDACTED]>

Thu, Aug 12, 2010 at 1:36 PM

Because when we started this, we were launching Reper. That was where the focus was.

Do you want another plan for Jerk?

Is that the deal you want to cut with [REDACTED]?

[Quoted text hidden]

John Fanning <[REDACTED]>
To: [REDACTED]

Thu, Aug 12, 2010 at 2:35 PM

Yes, I do. I was very clear in the meetings and discussion that we wanted to start with jerk.com or at least think about them at the same time. This is premature for reper. Its old school build the product do a big launch. In my view that's the mistake [REDACTED] made. Lot of flash, no PROVEN substance. We need to launch and work the lab for a while before we put the engine behind it. Having said that, jerk.com is also not ready for the big PR push, but it could be when alastair is done with the facelift.

john

John W Fanning
Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

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[REDACTED]

7/4/2014

Gmail - Racepoint Proposal for Reper

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From: [REDACTED] [REDACTED]] On Behalf Of [REDACTED]

Sent: Thursday, August 12, 2010 1:37 PM

[Quoted text hidden]

[Quoted text hidden]

To: John Fanning <[REDACTED]>

Thu, Aug 12, 2010 at 2:50 PM

I would not spend a dime on either at this stage.

Let's see what the facelift looks like.

Sent from my iPhone

[Quoted text hidden]

John Fanning <[REDACTED]>
To: [REDACTED]

Thu, Aug 12, 2010 at 2:59 PM

OK! Now we are talking. Given that view I understand now. [REDACTED] thinks we are onto something though so lets talk this through. I have a lunch with [REDACTED], which I think you might be invited to but I cant keep this shit straight in my head. I believe its on the 16th. We need to close some angels and this racepoint deal is going to be the catalyst for closing [REDACTED] I think. Lets discuss this.

john

John W Fanning

Chairman Netcapital

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] 5/6

FTC-JERK0004433
CX0378-005

[REDACTED]

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From: [REDACTED]
Sent: Thursday, August 12, 2010 2:51 PM

[Quoted text hidden]

[Quoted text hidden]

To: John Fanning [REDACTED]

Thu, Aug 12, 2010 at 3:14 PM

Ok
[Quoted text hidden]

CX0387



bullets for [REDACTED]

1 message

John Fanning [REDACTED] >
To: [REDACTED] >

Wed, Aug 4, 2010 at 12:33 PM



We should start with Jerk.com

Show picture of profile growth to 85M.

Show picture of traffic growth.

Show picture of all the people who show up 1 or 2

Show New Management Team

Show New Reper.com Product Images and talk about partnerships

[REDACTED] ...

Show New Iphone App

Show New Profile Matrix Engine Slide

This is what I think. I don't know if we have time to get these slides together.

john

John W Fanning

Chairman Netcapital

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]



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CX0394



Subject: Are you a jerk?

1 message

John Fanning [REDACTED]

Fri, Jul 16, 2010 at 5:54 PM

To: [REDACTED]

Cc: [REDACTED]
[REDACTED]

[REDACTED]

I know it was hard to get you excited about this project in the fall but I was hoping you wouldn't mind too much if I sent you an update. If you are willing to provide a little guidance and feedback I am willing to forgive you for not knowing who the hell I was at your party :)

We've been very busy the past few weeks working on the Reper alpha. We built the reper.com brand to use for corporate partners who thought the jerk.com brand was a little too edgy for their tastes. We may even rename the company Reper and keep the jerk.com brand as a product owned by that company. Anyway, we've been building a lot of momentum specifically in the areas you suggested so I thought it would be good to outline our progress on the team, partnerships, and user growth with you.

On the personnel front we have added a few key people that significantly strengthen our team:

- [REDACTED] has joined our executive team. [REDACTED] was formally the CMO of [REDACTED], who specializes in launching start-ups, and brings a unique blend of creative marketing and organizational and execution skills to our effort.
- [REDACTED] joins our product team as a developer. I am especially excited with [REDACTED] addition as he is receiving his PHD from [REDACTED] and most recently developed a project called the [REDACTED] which only touches the surface of his amazing talent.

We have also been making significant progress on the partnership front:

- [REDACTED] - We are working with [REDACTED] to build a facial-recognition iPhone/Android application. Similar to hot apps like Shazam for music, this application would use the built-in camera to find information about a specific person. This app will link people's faces to their Jerk.com Reper, and facebook profile. An app like this holds significant promise for high-traffic and viral advertising.
- [REDACTED] - If you interested in learning more about the space for online reputation, I highly recommend [REDACTED] book, [REDACTED]. We have been meeting with [REDACTED] personally and have a deal with his PR Firm, [REDACTED] (located in Waltham). [REDACTED] specializes in social media PR, and will be helping us improve the language and message distribution for Reper and jerk.com.
- [REDACTED] - We have been in discussions with the [REDACTED], founders of [REDACTED]. We recently launched our strategic relationship with a 50/50 distribution deal signed with them this month. We are excited to work together to build our site, product and traffic collaboratively moving forward and ultimately take the relationship to a higher level.

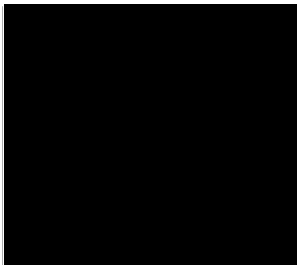
As you know, our first entry into the reputation space was Jerk.com - an edgy site that allows people to vote if someone is a saint or a jerk as well as provide other qualitative data on individuals. The "Are you a Jerk?" question for instance really grabs peoples interest and attention. Even in its alpha stage jerk.com has proven out our user acquisition and SEO techniques. In the first 6 months of Jerk.com's launch:

- **Awesome viral user acquisition** - Our database has grown to over 85 million profiles.
- **Powerful SEO** - We regularly show up among the top 1-3 search results on search engines like Google when someone searches a person's name who is in our database. What's more interesting is that we aren't paying Google for traffic, whereas companies like Intelius pay millions per week for Ad Words. I can send you a long list of names if you would like to give it a try. We had over 1000 people yesterday come to jerk.com from this method.

Finally, If you would like to catch up on our progress in other areas like financing and buzz please suggest some times to meet or connect via phone.

Thanks,
John

John W Fanning
Chairman Netcapital



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7/4/2014

Gmail - Subject: Are you a jerk?

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From: [REDACTED]
Sent: Tuesday, July 06, 2010 1:12 AM
To: 'john' [REDACTED]
Subject: Re: lifelock

Its not the new york times. Its the new times. A little different -- its a weekly classifieds magazine in phoenix.

[REDACTED] has shared his SSN billions of times. Many many many people have tried to scam him. And yet his credit report has no fraudulent reports on it, thanks to lifelock. In an attempt to discredit lifelock (which the new times has tried to do many times without a shred of balanced reporting) they characterize the attacks as successful. But todd is protected so from the consumer's perspective lifelock works exactly as advertised.

But everyone likes a provocative report of scandal so when the grand, venerable New Times of Phoenix reports a scandal, lots of media will pick up the story without any verification of the headline.

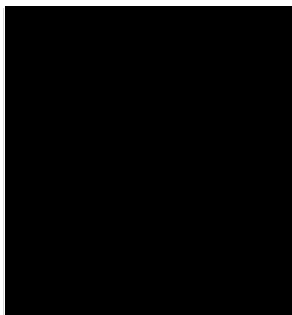
From: John Fanning
To: [REDACTED]
Sent: Mon Jul 05 22:55:40 2010
Subject: lifelock

Are you still denying this? The NYTimes can be very persuasive.

http://www.computerworld.com/s/article/9176951/LifeLock_CEO_said_to_be_victim_of_identity_theft_13_times

john

John W Fanning



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3/4

FTC-JERK0004888
CX0394-003

7/4/2014

Gmail - Subject: Are you a jerk?

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CX0397

7/4/2014

Gmail - [REDACTED] don't mean to beat a dead horse, actually I think I do.



[REDACTED] don't mean to beat a dead horse, actually I think I do.

John Fanning <[REDACTED]>

To: [REDACTED]

Cc: [REDACTED]

[REDACTED]

Sorry go to meeting could not show this on your screen. I did not mean to confuse the issue with 85M profiles. Clearly the more public a person the less high we appear, but we show up first
Lets reconnect next Monday if you have time, otherwise suggest some times to follow up.

john

Search Engines - Google ... x VTech Contact Us x [redacted] - Google ... x +

http://www.google.com/search?source=ig&ni=en&rlz=1G1GGLQ_ENUS250&q [redacted]

Suggested Sites Web Slice Gallery Spring Water Cooler... BTjunkie

Web Images Videos Maps News Shopping Gmail more v

Google [redacted] Search StateSearch off v

About 793,000 results (0.35 seconds) [Advanced search](#)

Everything **Jerk.com** [redacted] profile. Find out if [redacted] is a jerk or not!
[www.jerk.com/profile.php?id=47049433](#) - Cached

More

Show search tools

Instant-Address, Phone, Age & More [redacted] - Search Free Ne
[www.intelius.com](#)

See your ad here v

Gooooooooooooogle ▶

Boston.com - Mozill... jannah szewczyk - G

John W Fanning

Chairman Netcapital

[redacted]
 [redacted]
 [redacted]
 [redacted]
 [redacted]

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Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

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From: John Fanning [mailto:[REDACTED]]
Sent: Wednesday, July 07, 2010 1:54 PM
To: [REDACTED]
Subject: google

315.	[REDACTED]	3	5.00	00:00:51
316.	[REDACTED]	3	2.67	00:00:04
317.	[REDACTED]	3	3.00	00:00:08
318.	[REDACTED]	3	5.33	00:00:34
319.	[REDACTED]	3	3.67	00:05:07
320.	[REDACTED]	3	3.67	00:00:11
321.	[REDACTED]	3	2.33	00:00:02
322.	[REDACTED]	3	3.33	00:00:02
323.	[REDACTED]	3	2.33	00:00:15
324.	[REDACTED]	3	1.67	00:00:01
325.	[REDACTED]	3	4.33	00:00:09
326.	[REDACTED]	3	3.33	00:00:13
327.	[REDACTED]	3	2.33	00:00:09
328.	[REDACTED]	3	5.33	00:00:18
329.	[REDACTED]	3	4.33	00:00:21
330.	[REDACTED]	3	3.00	00:00:07
331.	[REDACTED]	3	7.00	00:01:05
332.	[REDACTED]	3	1.00	00:00:00
333.	[REDACTED]	3	3.00	00:00:03

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

334.	[REDACTED]	3	2.33	00:00:09
335.	[REDACTED]	3	2.33	00:00:11
336.	[REDACTED]	3	14.00	00:02:13
337.	[REDACTED]	3	7.00	00:01:19
338.	[REDACTED]	3	7.00	00:01:17
339.	[REDACTED]	3	3.00	00:00:09
340.	[REDACTED]	3	10.33	00:01:44
341.	[REDACTED]	3	7.00	00:02:18
342.	[REDACTED]	3	3.00	00:00:04
343.	[REDACTED]	3	4.00	00:00:10
344.	[REDACTED]	3	3.33	00:00:11
345.	[REDACTED]	3	5.33	00:00:27
346.	[REDACTED]	3	5.00	00:00:14
347.	[REDACTED]	3	5.67	00:00:26
348.	[REDACTED]	3	7.00	00:00:23
349.	[REDACTED]	3	7.33	00:03:06
350.	[REDACTED]	3	4.67	00:00:18
351.	[REDACTED]	3	2.33	00:00:11
352.	[REDACTED]	3	3.67	00:00:10
353.	[REDACTED]	3	3.00	00:01:47
354.	[REDACTED]	3	3.33	00:00:05
355.	[REDACTED]	3	10.33	00:00:55
356.	[REDACTED]	3	3.00	00:00:43
357.	[REDACTED]	3	4.00	00:00:18

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

358.	[REDACTED]	3	5.00	00:00:17
359.	[REDACTED]	3	4.67	00:00:49
360.	[REDACTED]	3	3.33	00:00:37
361.	[REDACTED]	3	3.67	00:00:08
362.	[REDACTED]	3	5.67	00:00:08
363.	[REDACTED]	3	3.00	00:00:05
364.	[REDACTED]	3	5.00	00:00:19
365.	[REDACTED]	3	3.00	00:00:03
366.	[REDACTED]	3	11.00	00:01:27
367.	[REDACTED]	3	5.67	00:01:14
368.	[REDACTED]	3	3.00	00:00:02
369.	[REDACTED]	3	3.67	00:00:10
370.	[REDACTED]	3	3.00	00:00:05
371.	[REDACTED]	3	6.00	00:00:40
372.	[REDACTED]	3	71.00	00:33:03
373.	[REDACTED]	3	11.33	00:01:14
374.	[REDACTED]	3	15.67	00:09:51
375.	[REDACTED]	3	4.33	00:02:51
376.	[REDACTED]	3	9.00	00:00:42
377.	[REDACTED]	3	8.33	00:02:20
378.	[REDACTED]	3	2.67	00:00:27
379.	[REDACTED]	3	2.33	00:00:01
380.	[REDACTED]	3	16.00	00:01:44
381.	[REDACTED]	3	2.33	00:00:06

7/4/2014

Gmail [REDACTED] don't mean to beat a dead horse, actually I think I do.

382.	[REDACTED]	3	12.67	00:01:28
383.	[REDACTED]	3	4.67	00:02:35
384.	[REDACTED]	3	9.67	00:00:31
385.	[REDACTED]	3	10.67	00:03:03
386.	[REDACTED]	3	1.67	00:00:02
387.	[REDACTED]	3	66.00	00:17:45
388.	[REDACTED]	3	10.00	00:01:50
389.	[REDACTED]	3	4.00	00:00:15
390.	[REDACTED]	3	7.00	00:02:52
391.	[REDACTED]	3	3.33	00:00:13
392.	[REDACTED]	3	7.00	00:00:26
393.	[REDACTED]	3	5.00	00:00:11
394.	[REDACTED]	3	4.00	00:00:29
395.	[REDACTED]	3	4.00	00:00:09
396.	[REDACTED]	3	3.00	00:00:03
397.	[REDACTED]	3	3.00	00:00:11
398.	[REDACTED]	3	2.67	00:00:06
399.	[REDACTED]	3	34.00	00:21:16
400.	[REDACTED]	3	1.67	00:00:01
401.	[REDACTED]	3	5.33	00:01:42
402.	[REDACTED]	3	18.67	00:02:59
403.	[REDACTED]	3	1.00	00:00:00
404.	[REDACTED]	3	2.67	00:00:04
405.	[REDACTED]	3	4.67	00:00:27
406.	[REDACTED]	3	5.00	00:00:20

7/4/2014

Gmail [REDACTED] I don't mean to beat a dead horse, actually I think I do.

407.	[REDACTED]	3	3.00	00:00:13
408.	[REDACTED]	3	11.33	00:04:21
409.	[REDACTED]	3	5.00	00:00:12
410.	[REDACTED]	3	9.33	00:08:33
411.	[REDACTED]	3	3.00	00:00:07
412.	[REDACTED]	3	5.67	00:00:17
413.	[REDACTED]	3	3.33	00:00:20
414.	[REDACTED]	3	4.67	00:02:06
415.	[REDACTED]	3	2.00	00:00:08
416.	[REDACTED]	3	1.33	00:00:15
417.	[REDACTED]	3	5.67	00:01:02
418.	[REDACTED]	3	3.67	00:00:02
419.	[REDACTED]	3	2.33	00:00:04
420.	[REDACTED]	3	3.33	00:00:05
421.	[REDACTED]	3	6.00	00:00:35
422.	[REDACTED]	3	6.67	00:12:31
423.	[REDACTED]	3	3.33	00:00:05
424.	[REDACTED]	3	6.67	00:02:38
425.	[REDACTED]	3	3.67	00:00:18
426.	[REDACTED]	3	3.00	00:00:06
427.	[REDACTED]	3	1.67	00:02:12
428.	[REDACTED]	3	3.33	00:01:00
429.	[REDACTED]	3	24.00	00:04:19
430.	[REDACTED]	3	2.33	00:00:02

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

431.	[REDACTED]	3	7.33	00:00:38
432.	[REDACTED]	3	7.67	00:00:49
433.	[REDACTED]	3	3.00	00:00:08
434.	[REDACTED]	3	1.67	00:00:02
435.	[REDACTED]	3	2.33	00:00:10
436.	[REDACTED]	3	5.33	00:00:58
437.	[REDACTED]	3	8.33	00:02:21
438.	[REDACTED]	3	24.67	00:14:00
439.	[REDACTED]	3	2.67	00:00:07
440.	[REDACTED]	3	16.33	00:03:10
441.	[REDACTED]	3	2.33	00:00:07
442.	[REDACTED]	3	4.67	00:00:08
443.	[REDACTED]	3	3.67	00:00:02
444.	[REDACTED]	3	3.67	00:01:26
445.	[REDACTED]	3	3.33	00:00:08
446.	[REDACTED]	3	4.33	00:01:01
447.	[REDACTED]	3	1.67	00:00:01
448.	jerk.com	3	2.67	00:00:02
449.	[REDACTED]	3	5.00	00:02:29
450.	[REDACTED]	3	3.00	00:00:03
451.	[REDACTED]	3	4.00	00:00:35
452.	[REDACTED]	3	2.33	00:00:11
453.	[REDACTED]	3	2.33	00:00:03
454.	[REDACTED]	3	2.67	00:00:15
455.	[REDACTED]	3	3.00	00:00:05

7/4/2014

Gmail [REDACTED] I don't mean to beat a dead horse, actually I think I do.

456.	[REDACTED]	3	8.67	00:04:40
457.	[REDACTED]	3	2.00	00:00:04
458.	[REDACTED]	3	19.33	00:14:08
459.	[REDACTED]	3	9.67	00:01:09
460.	[REDACTED]	3	4.00	00:00:09
461.	[REDACTED]	3	2.33	00:00:07
462.	[REDACTED]	3	4.33	00:00:14
463.	[REDACTED]	3	3.67	00:00:24
464.	[REDACTED]	3	5.33	00:03:09
465.	[REDACTED]	3	8.67	00:00:19
466.	[REDACTED]	3	5.00	00:01:18
467.	[REDACTED]	3	6.33	00:01:12
468.	[REDACTED]	3	1.33	00:00:01
469.	[REDACTED]	3	7.00	00:01:48
470.	[REDACTED]	3	5.00	00:00:28
471.	[REDACTED]	3	11.67	00:02:05
472.	[REDACTED]	3	3.00	00:00:04
473.	[REDACTED]	3	3.00	00:00:06
474.	[REDACTED]	3	7.33	00:00:55
475.	[REDACTED]	3	5.67	00:00:15
476.	[REDACTED]	3	11.67	00:01:12
477.	[REDACTED]	3	8.00	00:00:15
478.	[REDACTED]	3	8.33	00:02:34
479.	[REDACTED]	3	3.00	00:00:05

9/21

FTC-JERK0004927
CX0397-009

7/4/2014

Gmail [REDACTED] I don't mean to beat a dead horse, actually I think I do.

480.	[REDACTED]	3	4.00	00:00:38
481.	[REDACTED]	3	13.00	00:02:26
482.	[REDACTED]	3	3.00	00:00:09
483.	[REDACTED]	3	3.00	00:00:31
484.	[REDACTED]	3	4.33	00:00:09
485.	[REDACTED]	3	11.00	00:04:06
486.	[REDACTED]	3	3.00	00:00:03
487.	[REDACTED]	3	14.67	00:02:37
488.	[REDACTED]	3	3.00	00:00:02
489.	[REDACTED]	3	7.00	00:00:42
490.	[REDACTED]	3	2.67	00:00:03
491.	[REDACTED]	3	3.00	00:00:03
492.	[REDACTED]	3	3.00	00:00:20
493.	[REDACTED]	3	3.67	00:00:04
494.	[REDACTED]	3	3.33	00:00:21
495.	[REDACTED]	3	1.00	00:00:00
496.	[REDACTED]	3	1.33	00:00:14
497.	[REDACTED]	3	10.33	00:01:34
498.	[REDACTED]	3	9.33	00:03:09
499.	[REDACTED]	3	4.00	00:00:17
500.	[REDACTED]			

John W Fanning

Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

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John Fanning [REDACTED] >
To: [REDACTED]

[REDACTED]

Sorry go to meeting could not show this on your screen. I did not mean to confuse the issue with 85M profiles. Clearly the more public a person the less high we appear, but we show up first Lets reconnect next Monday if you have time, otherwise suggest some times to follow up.

john

7/4/2014

Gmail [REDACTED]. I don't mean to beat a dead horse, actually I think I do.

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From: John Fanning [REDACTED]
Sent: Wednesday, July 07, 2010 1:54 PM
To: [REDACTED]
Subject: google

315.	[REDACTED]	3	5.00	00:00:51
316.	[REDACTED]	3	2.87	00:00:04
317.	[REDACTED]	3	3.00	00:00:08
318.	[REDACTED]	3	5.33	00:00:34
319.	[REDACTED]	3	3.67	00:05:07
320.	[REDACTED]	3	3.67	00:00:11
321.	[REDACTED]	3	2.33	00:00:02
322.	[REDACTED]	3	3.33	00:00:02
323.	[REDACTED]	3	2.33	00:00:15
324.	[REDACTED]	3	1.67	00:00:01
325.	[REDACTED]	3	4.33	00:00:09
326.	[REDACTED]	3	3.33	00:00:13
327.	[REDACTED]	3	2.33	00:00:09
328.	[REDACTED]	3	5.33	00:00:18
329.	[REDACTED]	3	4.33	00:00:21
330.	[REDACTED]	3	3.00	00:00:07
331.	[REDACTED]	3	7.00	00:01:05
332.	[REDACTED]	3	1.00	00:00:00
333.	[REDACTED]	3	3.00	00:00:03

7/4/2014

Gmail - [REDACTED]. I don't mean to beat a dead horse, actually I think I do.

334.	[REDACTED]	3	2.33	00:00:09
335.	[REDACTED]	3	2.33	00:00:11
336.	[REDACTED]	3	14.00	00:02:13
337.	[REDACTED]	3	7.00	00:01:19
338.	[REDACTED]	3	7.00	00:01:17
339.	[REDACTED]	3	3.00	00:00:09
340.	[REDACTED]	3	10.33	00:01:44
341.	[REDACTED]	3	7.00	00:02:18
342.	[REDACTED]	3	3.00	00:00:04
343.	[REDACTED]	3	4.00	00:00:10
344.	[REDACTED]	3	3.33	00:00:11
345.	[REDACTED]	3	5.33	00:00:27
346.	[REDACTED]	3	5.00	00:00:14
347.	[REDACTED] y	3	5.67	00:00:26
348.	[REDACTED]	3	7.00	00:00:23
349.	[REDACTED]	3	7.33	00:03:06
350.	[REDACTED]	3	4.67	00:00:18
351.	[REDACTED]	3	2.33	00:00:11
352.	[REDACTED]	3	3.67	00:00:10
353.	[REDACTED]	3	3.00	00:01:47
354.	[REDACTED]	3	3.33	00:00:05
355.	[REDACTED]	3	10.33	00:00:55
356.	[REDACTED]	3	3.00	00:00:43
357.	[REDACTED]	3	4.00	00:00:18

7/4/2014

Gmail: [REDACTED] I don't mean to beat a dead horse, actually I think I do.

358.	[REDACTED]	3	5.00	00:00:17
359.	[REDACTED]	3	4.67	00:00:49
360.	[REDACTED]	3	[REDACTED]	00:00:37
361.	[REDACTED]	3	3.67	00:00:08
362.	[REDACTED]	3	5.67	00:00:08
363.	[REDACTED]	3	3.00	00:00:05
364.	[REDACTED]	3	5.00	00:00:19
365.	[REDACTED]	3	3.00	00:00:03
366.	[REDACTED]	3	11.00	00:01:27
367.	[REDACTED]	3	5.67	00:01:14
368.	[REDACTED]	3	3.00	00:00:02
369.	[REDACTED]	3	3.67	00:00:10
370.	[REDACTED]	3	3.00	00:00:05
371.	[REDACTED]	3	6.00	00:00:40
372.	[REDACTED]	3	71.00	00:33:03
373.	[REDACTED]	3	11.33	00:01:14
374.	[REDACTED]	3	15.67	00:09:51
375.	[REDACTED]	3	4.33	00:02:51
376.	[REDACTED]	3	9.00	00:00:42
377.	[REDACTED]	3	8.33	00:02:20
378.	[REDACTED]	3	2.67	00:00:27
379.	[REDACTED]	3	2.33	00:00:01
380.	[REDACTED]	3	16.00	00:01:44
381.	[REDACTED]	3	2.33	00:00:06
382.	[REDACTED]	3	12.67	00:01:28

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

383.	[REDACTED]	3	4.67	00:02:35
384.	[REDACTED]	3	9.67	00:00:31
385.	[REDACTED]	3	10.67	00:03:03
386.	[REDACTED]	3	1.67	00:00:02
387.	[REDACTED]	3	66.00	00:17:45
388.	[REDACTED]	3	10.00	00:01:50
389.	[REDACTED]	3	4.00	00:00:15
390.	[REDACTED]	3	7.00	00:02:52
391.	[REDACTED]	3	3.33	00:00:13
392.	[REDACTED]	3	7.00	00:00:26
393.	[REDACTED]	3	5.00	00:00:11
394.	[REDACTED]	3	4.00	00:00:29
395.	[REDACTED]	3	4.00	00:00:09
396.	[REDACTED]	3	3.00	00:00:03
397.	[REDACTED]	3	3.00	00:00:11
398.	[REDACTED]	3	2.67	00:00:06
399.	[REDACTED]	3	34.00	00:21:16
400.	[REDACTED]	3	1.67	00:00:01
401.	[REDACTED]	3	5.33	00:01:42
402.	[REDACTED]	3	18.67	00:02:59
403.	[REDACTED]	3	1.00	00:00:00
404.	[REDACTED]	3	2.67	00:00:04
405.	[REDACTED]	3	4.67	00:00:27
406.	[REDACTED]	3	5.00	00:00:20

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

407.	[REDACTED]	3	3.00	00:00:13
408.	[REDACTED]	3	11.33	00:04:21
409.	[REDACTED]	3	5.00	00:00:12
410.	[REDACTED]	3	9.33	00:08:33
411.	[REDACTED]	3	3.00	00:00:07
412.	[REDACTED]	3	5.67	00:00:17
413.	[REDACTED]	3	3.33	00:00:20
414.	[REDACTED]	3	4.67	00:02:06
415.	[REDACTED]	3	2.00	00:00:08
416.	[REDACTED]	3	1.33	00:00:15
417.	[REDACTED]	3	5.67	00:01:02
418.	[REDACTED]	3	3.67	00:00:02
419.	[REDACTED]	3	2.33	00:00:04
420.	[REDACTED]	3	3.33	00:00:05
421.	[REDACTED]	3	6.00	00:00:35
422.	[REDACTED]	3	6.67	00:12:31
423.	[REDACTED]	3	3.33	00:00:05
424.	[REDACTED]	3	6.67	00:02:38
425.	[REDACTED]	3	3.67	00:00:18
426.	[REDACTED]	3	3.00	00:00:06
427.	[REDACTED]	3	1.67	00:02:12
428.	[REDACTED]	3	3.33	00:01:00
429.	[REDACTED]	3	24.00	00:04:19
430.	[REDACTED]	3	2.33	00:00:02

7/4/2014

Gmail - [REDACTED]. I don't mean to beat a dead horse, actually I think I do.

431.	[REDACTED]	3	7.33	00:00:38
432.	[REDACTED]	3	7.67	00:00:49
433.	[REDACTED]	3	3.00	00:00:08
434.	[REDACTED]	3	1.67	00:00:02
435.	[REDACTED]	3	2.33	00:00:10
436.	[REDACTED]	3	5.33	00:00:58
437.	[REDACTED]	3	8.33	00:02:21
438.	[REDACTED]	3	24.67	00:14:00
439.	[REDACTED]	3	2.67	00:00:07
440.	[REDACTED]	3	16.33	00:03:10
441.	[REDACTED]	3	2.33	00:00:07
442.	[REDACTED]	3	4.67	00:00:08
443.	[REDACTED]	3	3.67	00:00:02
444.	[REDACTED]	3	3.67	00:01:26
445.	[REDACTED]	3	3.33	00:00:08
446.	[REDACTED]	3	4.33	00:01:01
447.	[REDACTED]	3	1.67	00:00:01
448.	jerk.com	3	2.67	00:00:02
449.	[REDACTED]	3	5.00	00:02:29
450.	[REDACTED]	3	3.00	00:00:03
451.	[REDACTED]	3	4.00	00:00:35
452.	[REDACTED]	3	2.33	00:00:11
453.	[REDACTED]	3	2.33	00:00:03
454.	[REDACTED]	3	2.67	00:00:15
455.	[REDACTED]	3	3.00	00:00:05

456.	[REDACTED]	3	8.67	00:04:40
457.	[REDACTED]	3	2.00	00:00:04
458.	[REDACTED]	3	19.33	00:14:08
459.	[REDACTED]	3	9.67	00:01:09
460.	[REDACTED]	3	4.00	00:00:09
461.	[REDACTED]	3	2.33	00:00:07
462.	[REDACTED]	3	4.33	00:00:14
463.	[REDACTED]	3	3.67	00:00:24
464.	[REDACTED]	3	5.33	00:03:09
465.	[REDACTED]	3	6.67	00:00:19
466.	[REDACTED]	3	5.00	00:01:18
467.	[REDACTED]	3	6.33	00:01:12
468.	[REDACTED]	3	1.33	00:00:01
469.	[REDACTED]	3	7.00	00:01:48
470.	[REDACTED]	3	5.00	00:00:28
471.	[REDACTED]	3	11.67	00:02:05
472.	[REDACTED]	3	3.00	00:00:04
473.	[REDACTED]	3	3.00	00:00:06
474.	[REDACTED]	3	7.33	00:00:55
475.	[REDACTED]	3	5.67	00:00:15
476.	[REDACTED]	3	11.67	00:01:12
477.	[REDACTED]	3	8.00	00:00:15
478.	[REDACTED]	3	8.33	00:02:34
479.	[REDACTED]	3	3.00	00:00:05

7/4/2014

Gmail [REDACTED] I don't mean to beat a dead horse, actually I think I do.

480.	[REDACTED]	3	4.00	00:00:38
481.	[REDACTED]	3	13.00	00:02:26
482.	[REDACTED]	3	3.00	00:00:09
483.	[REDACTED]	3	3.00	00:00:31
484.	[REDACTED]	3	4.33	00:00:09
485.	[REDACTED]	3	11.00	00:04:06
486.	[REDACTED]	3	3.00	00:00:03
487.	[REDACTED]	3	14.67	00:02:37
488.	[REDACTED]	3	3.00	00:00:02
489.	[REDACTED]	3	7.00	00:00:42
490.	[REDACTED]	3	2.67	00:00:03
491.	[REDACTED]	3	3.00	00:00:03
492.	[REDACTED]	3	3.00	00:00:20
493.	[REDACTED]	3	3.67	00:00:04
494.	[REDACTED]	3	3.33	00:00:21
495.	[REDACTED]	3	1.00	00:00:00
496.	[REDACTED]	3	1.33	00:00:14
497.	[REDACTED]	3	10.33	00:01:34
498.	[REDACTED]	3	9.33	00:03:09
499.	[REDACTED]	3	4.00	00:00:17
500.	[REDACTED]			

John W Fanning

Chairman Netcapital

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

7/4/2014

Gmail - [REDACTED] I don't mean to beat a dead horse, actually I think I do.

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CX0401

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of

Jerk, LLC, a limited liability
company, also d/b/a
JERK.COM, and

John Fanning, individually and as a
member of Jerk, LLC

DOCKET NO. 9361

PUBLIC

DECLARATION OF [REDACTED]

The undersigned, [REDACTED], under penalty of perjury under the laws of the United States of America, says as follows:

1. I am over the age of 18 and otherwise competent to make this declaration.
2. I am currently employed as Chief Operating Officer of Immedion, LLC (“Immedion”) and have served in this capacity since the formation of Immedion in 2007.
3. Immedion is a data center and cloud services provider offering outsourced information technology infrastructure services and solutions to customers. Immedion provides Infrastructure as a Service (IaaS) to our

customers through facilities located in South Carolina and Western North Carolina.

4. In October 2011, Immedion purchased the customer contracts and assets of an Asheville, North Carolina data center owned by a company called Netriplex.

5. One of the existing customer contracts that Immedion purchased from Netriplex in October 2011 was a contract with a Jerk, LLC, which operated a website called www.jerk.com.

6. The service orders for Jerk, LLC, both before and after Immedion's acquisition of the Netriplex contracts, were all signed by John Fanning, whom I came to understand was the owner of Jerk, LLC and the website, www.jerk.com.

7. Generally speaking, Immedion provided dedicated server hardware, software, IP addresses, data backup, and Internet access to Jerk, LLC. More specifically, Immedion or Netriplex provided the following services to Jerk, LLC, both before and after the October 2011 acquisition noted above:

- a. November 1, 2006 – Netriplex provided Jerk, LLC a server with 2GB RAM, P3 Processor, 2,000GB/month Internet transfer, 3 IP addresses, and 10GB backup.

- b. November 9, 2006 – Netriplex provided Jerk, LLC with two servers with 2GB RAM, P3 Processor, 250GB hard drive, 300GB/month internet transfer, 3 IP addresses, and 10GB backup.
 - c. November 27, 2006 – Netriplex provided Jerk, LLC with two servers – one with 1.4GHz Processor, 2GB RAM, two 73GB hard drives, 336GB/month internet transfer; and the other with dual 1.1GHz Processor, 3 IP addresses, and 10GB backup.
 - d. August 26, 2008 – Netriplex provided Jerk, LLC a server with 2.8GHz processor, 2GB RAM, 80GB hard drive, 1 IP address, 1mbps internet bandwidth, Microsoft SQL license, and Microsoft ISA Server license.
 - e. November 11, 2010 – Immedion provided Jerk, LLC a server with four 2.2GHz processors, 4GB RAM, 250GB hard disk, 30Mbps internet bandwidth, 5 IP addresses, and a Cisco firewall.
 - f. As each of these services was provided to Jerk, LLC, the total resources provided was cumulative. In other words, Jerk, LLC did not discontinue any service request before adding its next service request.
8. The technical contact for the website, www.jerk.com was John Fanning. Mr. Fanning was also the billing contact for the website,

www.jerk.com, and Immedion's invoices for services provided to Jerk, LLC were paid by credit card.

9. Immedion (or Netriplex before October 2011) provided Jerk, LLC with administrative access to the website, www.jerk.com, and provided Internet connectivity to the contracted servers noted in Paragraph 7 above. With this access and connectivity, all information contained on the website, www.jerk.com was loaded and published by Jerk, LLC and not by Immedion.

10. I understand that the website, www.jerk.com, was hacked at some point on or about July 22, 2011, which was prior to the time Immedion acquired Jerk, LLC as a customer. Immedion does not know what happened in this hacking incident, and Immedion was not directly involved in the repair of the website after this incident.

11. Immedion received various complaints about the website, www.jerk.com, during the time frame when Immedion was providing services to Jerk, LLC. When these complaints came in to Immedion, Immedion forwarded the complaints to John Fanning at one of the following email addresses: [REDACTED] or support@jerk.com. To the best of my knowledge, Mr. Fanning was responsible to respond to these complaints on behalf of the website, www.jerk.com. Mr. Fanning's response to these

complaints typically came by email from one or the other of the email addresses identified above, and would be included in our incident report concerning the complaint.

12. Immedion terminated Jerk, LLC as a customer in November 2012 because Jerk, LLC violated Immedion's acceptable use policy.

13. As its Chief Operating Officer, I am a custodian of certain records for Immedion and am familiar with the record keeping practices of Immedion.

14. Immedion has produced certain documents and records pursuant to a subpoena served on Immedion by the Federal Trade Commission ("FTC") in connection the above-captioned matter (the "FTC Subpoena"). The produced records are accurate copies of the original records.

15. Included in the records produced by Immedion in response to the FTC Subpoena are the following documents:

- a. NetCapital.com LLC Service Order Form dated 11/1/2006;
- b. Netwire, Inc. Service Order form dated 10/14/2006;
- c. Netwire, Inc. Service Order form dated 11/27/2006;
- d. Netwire, Inc. Service Order form dated 12/14/2006;
- e. Jerk LLC customer information (customer name "NETCA001");
- f. Ticket No. 601050;
- g. Ticket No. 601754;
- h. Ticket No. 605325;
- i. Ticket No. 607384;
- j. Ticket No. 608124;
- k. Ticket No. 608633;
- l. Ticket No. 609864; and
- m. Ticket No. 612051.

16. Copies of the records identified in Paragraph 14(a) through (d) are attached to this Declaration collectively as Exhibit A.

17. Copies of the records identified in Paragraph 14(e) through (m) are attached to this Declaration collectively as Exhibit B.

18. I am familiar with the records included as Exhibits A and B and was responsible for the production of these records to the FTC in response to the FTC Subpoena.

19. With respect to the records attached as Exhibit A to this Declaration, all of those records are records that all pre-date the formation of Immedion and were obtained by Immedion in or about October 2011 when Immedion purchased the customer contracts and assets of Netriplex.

20. To the best of my knowledge, information and belief, the records attached as Exhibit A are all Netriplex records, and that the original records were made at or near the time of the occurrence of the matters set forth therein by, or from the information transmitted by, a person with knowledge of those matters.

21. To the best of my knowledge, information and belief, the records attached as Exhibit A were kept by Netriplex in the ordinary course of its regularly conducted business activity, and once these records were obtained by Immedion in its transaction acquiring customer contracts and assets of

Netriplex, these records have been maintained by Immedion as part of Immedion's business records.

22. To the best of my knowledge, information and belief, it was part of the regular practice of Netriplex, as part of its business activity, to make the records attached as Exhibit A.

23. With respect to the records attached as Exhibit B to this Declaration, I certify that these are all Immedion records, and that the original records were made at or near the time of the occurrence of the matters set forth therein by, or from the information transmitted by, a person with knowledge of those matters.

24. I certify that the original records were kept by Immedion in the ordinary course of its regularly conducted business activity.

25. I certify that it was the regular practice of Immedion, as part of its business activity, to make these original records.

I, [REDACTED], declare under penalty of perjury that the foregoing is true and correct.

[REDACTED]
[REDACTED]

Date: August 6, 2014