

Exhibit 12



Lara Pearson <lara@rimonlaw.com>

Form Copyright assignments

Lara Pearson <lara@rimonlaw.com>

Fri, Dec 30, 2011 at 12:00 PM

To: shawn@manganolaw.com

Cc: Anthony Winbush <anthony.winbush@rimonlaw.com>

Greetings Shawn:

Thank you again for getting back to me so quickly once you returned to the office after the holiday break.

In response to your concerns:

(1) You stated that Steve Gibson cannot execute the assignments because said assignments must be executed by "both limited liability company members." Please inform me who else needs to execute the assignments on behalf of Righthaven and I will amend the 278 copyright assignments and the service mark assignment to include that person's or entity's name as well. Moving forward, rather than informing me what is wrong with the any proposed transfer agreements, it would be helpful if you would also please provide information necessary to remedy any perceived deficiency, i.e., rather than telling me "another LLC member also needs to sign," you should provide me with the name of that person so that I can amend the assignments.

(2) You expressed concern that Righthaven's ownership of the 278 copyrights at issue are in question, of which I am aware. The auction of the copyrights will make that clear to all potential and actual bidders. My understanding is that what ever rights Righthaven has, is what we get to auction, which is why the "any and all" language was included; what those rights actually are is up to the winning bidders to determine.

It appears that the only concern with the trademark assignment is the lack of the name of the other Righthaven officer. Please provide that person's to me by close of business today, and I will send you a revised assignment immediately.

Lastly, although not addressed in your letter of yesterday, I still need a list of all tangible assets from you. Please provide that immediately.

Please let me know if you have any questions.

Thanks again for your cooperation.

Happy New Year.

Regards,

Lara Pearson

Rimon, PC*Chief Sustainability Officer & Partner*

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