1. Issuer's Identity

<table>
<thead>
<tr>
<th>CIK (Filer ID Number)</th>
<th>Previous Names</th>
<th>Entity Type</th>
</tr>
</thead>
<tbody>
<tr>
<td>0001158172</td>
<td>None</td>
<td>X Corporation</td>
</tr>
</tbody>
</table>

Name of Issuer

COMSCORE, INC.

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

X Over Five Years Ago

2. Principal Place of Business and Contact Information

<table>
<thead>
<tr>
<th>Name of Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>COMSCORE, INC.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Street Address 1</th>
<th>Street Address 2</th>
</tr>
</thead>
<tbody>
<tr>
<td>11950 DEMOCRACY ROAD</td>
<td>SUITE 600</td>
</tr>
<tr>
<td>CITY</td>
<td>STATE/PROVINCE/COUNTRY</td>
</tr>
<tr>
<td>RESTON</td>
<td>VIRGINIA</td>
</tr>
</tbody>
</table>

Phone Number of Issuer

703-438-2000

3. Related Persons

<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
<th>Relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abraham</td>
<td>Magid</td>
<td></td>
<td>X Executive Officer, X Director, X Promoter</td>
</tr>
</tbody>
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<thead>
<tr>
<th>Street Address 1</th>
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<tr>
<td>11950 Democracy Blvd.</td>
<td>Suite 600</td>
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<td>CITY</td>
<td>STATE/PROVINCE/COUNTRY</td>
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<tr>
<td>Reston</td>
<td>VIRGINIA</td>
</tr>
</tbody>
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Clarification of Response (if Necessary):

<table>
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<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
<th>Relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tarpey</td>
<td>Kenneth</td>
<td></td>
<td>X Executive Officer, X Director, Promoter</td>
</tr>
</tbody>
</table>

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<td>Reston</td>
<td>VIRGINIA</td>
</tr>
</tbody>
</table>

Clarification of Response (if Necessary):
Lin

Street Address 1
11950 Democracy Blvd.

City
Reston

Street Address 2
Suite 600

State/Province/Country
VIRGINIA

ZIP/PostalCode
20190

Relationship: X Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

4. Industry Group

Agriculture
Banking & Financial Services
  Commercial Banking
  Insurance
  Investing
  Investment Banking
  Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?
  Yes  No

Other Banking & Financial Services

Business Services

Energy
  Coal Mining
  Electric Utilities
  Energy Conservation
  Environmental Services
  Oil & Gas
  Other Energy

Health Care
  Biotechnology
  Health Insurance
  Hospitals & Physicians
  Pharmaceuticals
  Other Health Care

Manufacturing

Real Estate
  Commercial
  Construction
  REITS & Finance
  Residential
  Other Real Estate

Retailing
  Restaurants

Technology
  Computers
  Telecommunications

X Other Technology

Travel
  Airlines & Airports
  Lodging & Conventions
  Tourism & Travel Services
  Other Travel
  Other

5. Issuer Size

Revenue Range  OR  Aggregate Net Asset Value Range

No Revenues  No Aggregate Net Asset Value
$1 - $1,000,000  $1 - $5,000,000
$1,000,001 - $5,000,000  $5,000,001 - $25,000,000
$5,000,001 - $25,000,000  $25,000,001 - $50,000,000
$25,000,001 - $100,000,000  $50,000,001 - $100,000,000
Over $100,000,000  Over $100,000,000
X Decline to Disclose  Decline to Disclose
Not Applicable  Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))  Rule 505
Rule 504 (b)(1)(i)  X  Rule 506
Rule 504 (b)(1)(ii)  Securities Act Section 4(5)
Rule 504 (b)(1)(iii)  Investment Company Act Section 3(c)
Section 3(c)(1)  Section 3(c)(9)
7. Type of Filing

X New Notice
Date of First Sale 2010-07-01
First Sale Yet to Occur
Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity
Debt
Option, Warrant or Other Right to Acquire Another Security
Tenant-in-Common Securities
Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? X Yes No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor $0 USD

12. Sales Compensation

Recipient
(Associated) Broker or Dealer X None
Recipient CRD Number X None
(Associated) Broker or Dealer CRD Number X None

Street Address 1
Street Address 2
City
State/Province/Country
ZIP/Postal Code

State(s) of Solicitation (select all that apply) Check “All States” or check individual States
All States
Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount $2,639,769 USD or Indefinite
Total Amount Sold $2,639,769 USD
Total Remaining to be Sold $0 USD or Indefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering: 

2
15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions $0 USD Estimate
Finders' Fees $0 USD Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*

- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(i).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

<table>
<thead>
<tr>
<th>Issuer</th>
<th>Signature</th>
<th>Name of Signer</th>
<th>Title</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>COMSCORE, INC.</td>
<td>Christiana Lin</td>
<td>Christiana Lin</td>
<td>Secretary of the Filer</td>
<td>2010-07-22</td>
</tr>
</tbody>
</table>

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.