EXHIBIT "1"

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 11-20427-JORDAN

DISNEY ENTERPRISES, INC.,
TWENTIETH CENTURY FOX FILM CORPORATION,
UNIVERSAL CITY STUDIOS PRODUCTIONS LLLP,
COLUMBIA PICTURES INDUSTRIES, INC., and
WARNER BROS. ENTERTAINMENT INC.,

Plaintiffs,

v.

HOTFILE CORP., ANTON TITOV, and
DOES 1-10.

Defendants.

_____/

**DECLARATION OF ANTON TITOV IN SUPPORT OF DEFENDANTS' OPPOSITION
TO PLAINTIFFS' MOTION TO COMPEL RESPONSES TO REQUESTS FOR
PRODUCTION OF DOCUMENTS AND INTERROGATORIES**

I, ANTON TITOV, declare as follows:

1.   I am a founder, minority shareholder, and technologist of Hotfile Corporation ("Hotfile") and a defendant in this action. This declaration is based on personal knowledge unless indicated otherwise and all statements contained in this declaration are true and correct. If called as a witness, I could and would testify to the facts set forth in this declaration.

2.   Hotfile does not issue "company-supplied" computers to the people who do work for Hotfile. Rather, we all use our own personal computers for our Hotfile related work.

3.   Other than in some limited circumstances such as during systems testing, uploading and downloading of files is not part of anyone's job duties for Hotfile.

4.   It would be very burdensome for Hotfile to search its servers for all downloads from the Hotfile website by its personnel. In order to respond to such a request, we would conduct a search of the download log files that Hotfile maintains. Beginning shortly after receiving notice of this lawsuit, Hotfile has been maintaining a log of all downloads from its system. That log records approximately two million downloads per day, and I believe that the log currently contains several hundred million lines. In order to search for downloads of specific users in the log files, Hotfile would have to write a software program to carry out the search. Once the software program is written, due the very large volume of data in the log files, it would likely take a number of days of constant processing for the program to run to completion. If there were an error or a bug in the program as written, which is not uncommon, it might not become apparent until the program has been running for several days. Once the error or bug were to become apparent, we would have to stop the running of the program, analyze the problem, and re-write the program in order to debug and refine it. It is possible that it would take a number of attempts to get this right.

5.   For purposes of this declaration, I interpret "potential investor" as someone with whom Hotfile has had substantive discussions about a potential investment in Hotfile. Hotfile regards the identifies of potential investors, our communications with potential investors and the materials provided to potential investors as extremely confidential and sensitive. If such information or documents were disclosed, it could harm Hotfile. For example, if a potential investor were to learn of the disclosure or were to be served with a subpoena in connection with this matter (and I understand that the Studios have served approximately 14 subpoenas to date), it

might deter the potential investor from being willing to invest in Hotfile in the future or to otherwise work with Hotfile or consider future business deals or projects with Hotfile.
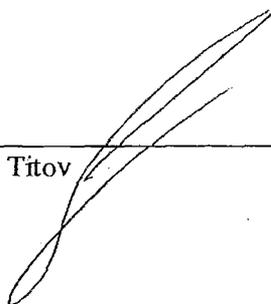
6. The Studios are incorrect when they assert that there is a Hotfile contractor who was "paid thousands of dollars as one of Hotfile's Top 500 'Affiliates'" and "was paid by Hotfile for uploading and promoting content that was downloaded over two million times." I have looked into this assertion, and the contractor to whom the Studios are referring uses his PayPal account to receive his salary from Hotfile. Because Hotfile also pays its Affiliates through PayPal, this contractor (through his Hotfile user identification number) and the amount of his salary payments were listed in a response to an interrogatory that asked Hotfile to identify the 500 participants in its Affiliate program who had received the largest cumulative payments and the cumulative amounts of such payments. I have reviewed Hotfile's records and determined that this contractor has only uploaded two files to the Hotfile website, each of which was downloaded just once.

7. Hotfile's database structure or "schema" is among its most closely held trade secrets. The design of Hotfile's database reflects thousands of man hours of coding time and reflects years of modification and refinement in response to evolving technological and market demands. The database schema is commercially sensitive. Were the structure of Hotfile's databases laid open to others, they could readily mimic Hotfile's business without making the investment of money and time that has made Hotfile's database what it is today. Accordingly, Hotfile carefully guards its database, keeping it at all times password protected and allowing access to only three engineers.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 26 th day of August 2011, at Sofia, Bulgaria.

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Anton Titov