EXHIBIT "B"

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO.: 11-CIV-20427-WILLIAMS/TURNOFF

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.

_____/

HOTFILE CORP.,

     Counterclaimant,

v.

WARNER BROS. ENTERTAINMENT INC.,

     Counter-Defendant.

_____/

[REDACTED] DECLARATION OF ANTON TITOV IN SUPPORT OF DEFENDANTS' OPPOSITION TO PLAINTIFF WARNER BROS. MOTION FOR SUMMARY JUDGMENT

I, Anton Titov, declare as follows:

1.   I am a founder, minority shareholder and technologist for defendant Hotfile

Corporation and a defendant in this action. The declaration is based on personal knowledge

unless indicated otherwise and all statements contained in this declaration are true and correct to

the best of my knowledge. If called as a witness, I could and would testify to the facts set forth in this declaration.

2. In response to a request from Warner Bros. Entertainment, Inc. ("Warner"), Hotfile engineered and offered Special Rightsholder Accounts ("SRAs") to eligible content owners. SRAs streamline the conventional DMCA notice-and-takedown procedure. With SRAs, rightsholders, who attest under the DMCA that they have authority of the copyright owner, can enter a list of URLs for files on Hotfile's systems, and those files are automatically taken down; no further action by Hotfile is required. With SRAs, any verified copyright holder can directly and instantly command Hotfile's servers to block any file. It is the ultimate form of notice-and-takedown. SRAs became available in the summer of 2009.

3. Soon after launching SRAs, Hotfile implemented hashing technology so that once a file was deleted (by SRA or DMCA takedown notice) all identical copies were removed from the system and copies of the same file were prevented from being downloaded in the future, even under a different name and even if uploaded by a different user. This was accomplished by generating an MD5 hash for each file.

4. I have reviewed data in Hotfile's databases regarding the number of times the files listed in Exhibits A-D to Hotfile's counterclaim were downloaded by Hotfile users. To determine this information, I looked at the "UploadsDownloads" table, which counts the total number of downloads for files on Hotfile.Excluding the 19 files Warner asserts that it owns, the unique files identified in Exhibits A-D of Hotfile's counterclaim were downloaded ███ times.

5. I have reviewed the Declaration of Scott Zebrak In Support of Warner's Motion for Summary Judgment ("Zebrak Decl."). To determine this information, I looked at the

"UploadsDownloads" table, which counts the total number of downloads for files on Hotfile. The files identified in Exhibit B of that declaration that Mr. Zebrak identified as not "highly likely infringing" (rows 792-890) were downloaded a combined ███████ times.

6.   I determined how many times users signed up for premium accounts in the process of downloading the files identified in Exhibit B of the Zebrak Decl. as not "highly likely infringing" (rows 792-890). To determine the number and value of these premium subscriptions, I examined data from Hotfile's "payments.csv" database. According to this data, ██ users signed up for premium accounts by downloading these files, resulting in ████████ in revenue for Hotfile.

7.   I determined how many times the eight copies of JDownloader files identified in Exhibits A-D of Hotfile's counterclaim (identified in rows 795-800, 820, and 841 of Exhibit B to the Zebrak Decl.) were downloaded. To determine this information, I looked at the "UploadsDownloads" table, which counts the total number of downloads for files on Hotfile. These files were downloaded ██████ times, cumulatively.

8.   I determined how many times users signed up for premium accounts in the process of downloading copies of JDownloader files identified in Exhibits A-D of Hotfile's counterclaim (identified in rows 795-800, 820, and 841 of Exhibit B to the Zebrak Decl.) To determine the number and value of these premium subscriptions, I examined data from Hotfile's "payments.csv" database. According to this data, ██ users signed up for premium accounts by downloading these files, resulting in ███████ in revenue for Hotfile.

9.   I determined how many times all of the files uploaded by users three users were downloaded. The files uploaded by user ██████ were downloaded ███████ times, cumulatively. The files uploaded by user ██████ were downloaded ██████ times, cumulatively.

The files uploaded by user█████ were downloaded █████ times, cumulatively. To determine

this information, I looked at the "UploadsDownloads" table, which counts the total number of

downloads for files on Hotfile.

10.   I determined how many times users signed up for premium accounts in the

process of downloading the files uploaded by users ████████, and ████████ To determine

the number and value of these premium subscriptions, I examined data from Hotfile's

"payments.csv" database. According to this data, █████ users signed up for premium accounts

by downloading the files uploaded by user █████, resulting in ████████ in revenue for

Hotfile; █ users signed up for premium accounts by downloading the files uploaded by user

████████, resulting in ████████ in revenue for Hotfile; and █ users signed up for premium

accounts by downloading the files uploaded by user █████, resulting in ████████ in revenue for

Hotfile.

11.   I reviewed the files identified in Exhibits A-D of Hotfile's counterclaim to

determine how many were files corresponding to a single URL were smaller than 200

megabytes. There are such 164 single link files smaller than 200 megabytes in Exhibits A-D of

Hotfile's counterclaim.

12.   Recently, Hotfile has implemented fingerprinting software called vCloud9.

vCloud9 is a recently released fingerprinting technology from Vobile that works with storage

and cloud services like Hotfile. vCloud9 identifies less than 5% of audio/video content uploaded

to Hotfile to be a match for reference fingerprints in Vobile's database, which includes whatever

copyrighted content each of the studios chooses to protect. Attached hereto as Exhibit 1 is a true

and correct copy of a Vobile vCloud9 screenshot showing a less than 5% match rate for

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audio/video content hosted at Hotfile. Hotfile blocks files that return matches when checked by vCloud9.

13. Under Hotfile's current procedure for terminating repeat copyright infringers, users who receive notices of infringement for their files receive "strikes" against their account. Upon receiving three "strikes," the user is terminated. This data is recorded in Hotfile's database, produced in this litigation as a file called "strikes.csv." ██████████████

██

████████ Prior to February 18, 2011, takedown notices sent on a user's file did not count as "strikes" documented in the "strikes.csv" data.

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 27 day of February 2012, at Sofia, Bulgaria.

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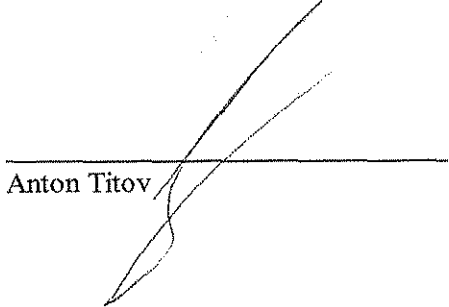Anton Titov

EXHIBIT 1