

# Exhibit 2

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.*

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**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 at 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. The 1,015 allegedly-infringing files that the Plaintiffs have identified amount to well under 0.01% of the files uploaded to Hotfile.

3. Files stored on Hotfile's servers are presumptively private. Every link served by Hotfile is only ever disclosed by Hotfile to the uploading user and to no other. Clicking on a Hotfile URL for a customer file directly opens that file.

4. Users of Hotfile only disclose their location to third-party payment vendors (such as PayPal), not to Hotfile, upon registering for premium accounts. "Free" users do not self-report any geographic information. Hotfile presently records IP addresses for all users any time they download a file, as well as when they take certain other actions such as registering for a premium account or changing a password.

5. Any Hotfile user may disclose their payment information (such as through PayPal) to Hotfile. Thereafter, that user receives the right to at least \$0.002 for each download of her posted work. Hotfile describes this user as an "affiliate."

6. I wrote the source code for Hotfile's website with the assistance of one other person. We designed the source code from scratch. My conservative estimate is that more than 1000 hours have been spent developing the source code.

7. Hotfile's source code has strong password protection, and no more than four people in the world have access to Hotfile's source code. It is highly confidential.

8. Based on my understanding of how Hotfile's competitors have designed their technologies, Hotfile designed its source code differently than its competitors. Without divulging particular details, as a general matter Hotfile's technology optimizes the experience for Premium users while, at the same time, providing a more efficient service to all users.

9. It is my strong belief that the design of Hotfile's technology, as embodied in the source code, provides Hotfile with a competitive advantage over its competitors. If Hotfile's source code were to be disclosed to its competitors, I believe it could cause significant

competitive harm to Hotfile. In addition, I believe that aspects of Hotfile's technology could also be of potential use to online companies operating outside the realm of file-hosting or file-sharing.

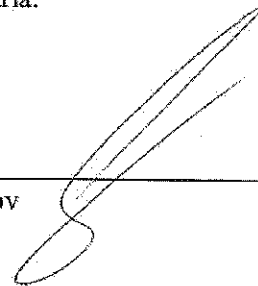
10. Hotfile is a private company. Hotfile's revenues and other similar financial information are confidential. Other than accountants, banks and other professionals and/or organizations that necessarily come into contact with Hotfile's financial information, Hotfile's revenues and other similar financial information is accessible only to the small group of people involved in the operation of Hotfile. If Hotfile's revenues or other financial information were to become known to Hotfile's competitors while Hotfile did not have similar knowledge of its competitors finances, it could provide those competitors with an advantage over Hotfile.

11. Hotfile does not run advertising on its website. Hotfile earns money by charging users for Premium accounts. These charges do not vary based on the files a Premium user downloads. A Premium user pays the same fee regardless of what s/he downloads, how much s/he downloads, whether s/he downloads anything at all or whether s/he even uses the website.

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 17th day of June 2011, at Sofia, Bulgaria.

Anton Titov

A handwritten signature in black ink, appearing to read 'Anton Titov', is written over a horizontal line. The signature is stylized and somewhat cursive.