

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
TYLER DIVISION**

**ALOFT MEDIA, LLC,**

**Plaintiff,**

**v.**

**YAHOO!, INC., et al.,**

**Defendants.**

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**Civil Action No. 6:08-cv-509**

**JURY TRIAL DEMANDED**

EXHIBIT "1"

**ALOFT MEDIA, L.L.C.**

**CONSENT OF MEMBERS IN LIEU  
OF A SPECIAL MEETING OF MEMBERS**

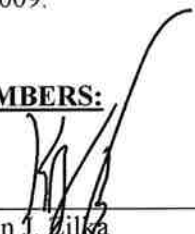
The undersigned, members (the "Members") of Aloft Media, LLC, a Texas limited liability company (the "Company"), do hereby consent and in lieu of holding of a special meeting of the Members, to adopting the following resolutions:

RESOLVED, that the following-named persons be and hereby are elected as Officers of the Company for the office or offices set forth below opposite their names, to hold any such office to which elected until the next annual meeting of the Members of the Company and until a successor should be chosen and qualified, or until death, resignation, retirement, disqualification or removal from office:

Kevin J. Zilka, Chief Executive Officer  
Christopher Edgeworth, President  
Kevin J. Zilka, Vice President  
Kevin J. Zilka, Secretary  
Kevin J. Zilka, Treasurer

EXECUTED to be effective February 1, 2009.

**MEMBERS:**

  
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Kevin J. Zilka  
\_\_\_\_\_  
Christopher Edgeworth