

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	) Chapter 11
	)
Velti Inc., et al. <sup>1</sup> ,	) Case No. 13-12878 (PJW)
	)
	) Jointly Administered
	)
Debtors.	) Related Docket Nos. 424 through
	) 429

---

**AFFIDAVIT OF SERVICE RE:**

Docket No. 424	ORDER DEEMING PROOF OF CLAIM OF YELLOWPAGES.COM, LLC TIMELY FILED [Re: Docket No. 381]
Docket No. 425	ORDER GRANTING THE MOTION OF THE DEBTORS AND DEBTORS IN POSSESSION FOR ENTRY OF AN ORDER AUTHORIZING THE ASSUMPTION AND ASSIGNMENT OF THE COOPERATION AGREEMENT [Re: Docket Nos. 382 and 480]
Docket No. 426	ORDER GRANTING APPLICATION OF DEBTORS AND DEBTORS IN POSSESSION PURSUANT TO SECTIONS 105(a) AND 363(b) OF THE BANKRUPTCY CODE FOR AN ORDER AUTHORIZING THEM TO ENTER INTO CONSULTING AGREEMENT WITH SALLY J. RAU <i>NUNC PRO TUNC</i> TO APRIL 1, 2014 [Re: Docket Nos. 375 and 409]
Docket No. 427	ORDER CONFIRMING THE DEBTORS' PLAN OF LIQUIDATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE [Re: Docket No. 360]
Docket No. 428	ORDER GRANTING MOTION OF DEBTORS AND DEBTORS IN POSSESSION FOR AN ORDER ESTABLISHING EXTENDED DEADLINE FOR VOTING ON PLAN [Re: Docket No. 411]
Docket No. 429	ORDER APPROVING THE DEBTORS' FIRST OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS [Re: Docket Nos. 376 and 417]

---

<sup>1</sup> The Debtors are the following six entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Velti Inc. (4475), Air2Web, Inc. (5572), Air2Web Interactive, Inc. (2364), Velti North America, Inc. (8900), Velti North America Holdings, Inc. (3953) and Velti US Holdings, Inc. (8299). The mailing address of each of the Debtors, solely for purposes of notices and communications, is Spear Tower, 1 Market Street Suite 1400, San Francisco, California 94105.

I, James H. Myers, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o BMC Group, Inc., 300 N. Continental Boulevard, Ste. 570, El Segundo, California 90245.

2. On May 29, 2014, at the direction of DLA Piper (US), counsel to the Debtors and Debtors in Possession, the above referenced documents were served on the parties listed in Exhibits A through E via the modes of service indicated thereon:

Exhibit A Those parties who have requested special notice, the Committee, the Committee Counsel and the Core Group Address List regarding Docket Nos. 424 through 429

Exhibit B The Affected Parties Address List regarding Docket No. 424

Exhibit C The Affected Party Address List regarding Docket No. 425

Exhibit D The Affected Party Address List regarding Docket No. 426

Exhibit E The Affected Parties Address List regarding Docket No. 429

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on the 30<sup>th</sup> day of May 2014 at Paramount, California.

A handwritten signature in cursive script, appearing to read "James H. Myers", is written over a horizontal line.

James H. Myers

## **EXHIBIT A**

**Velti Inc.**

Total number of parties: 82

**Exhibit A - Velti Inc**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
56884	ALLEN & OVERY LLP, DANIEL GUYDER, (RE: HSBC), 1221 AVENUE OF THE AMERICAS, NEW YORK, NY, 10020	US Mail (1st Class)
56884	BANKRUPTCY PROJECT COUNSEL, KAREN CORDRY, NATIONAL ASSOCIATE OF ATTORNEYS GEN, 2030 M STREET NW, 8TH FLOOR, WASHINGTON, DC, 20036	US Mail (1st Class)
56883	BUCHALTER NEMER, SHAWN M CHRISTIANSON ESQ, (RE: ORACLE), SCHRIANI@BUCHALTER.COM	E-mail
56884	BUCHALTER NEMER, SHAWN M CHRISTIANSON ESQ, (RE: ORACLE), 55 SECOND STREET, 17TH FLOOR, SAN FRANCISCO, CA, 94105-3493	US Mail (1st Class)
56884	DELAWARE STATE TREASURY, 820 SILVER LAKE BLVD., SUITE 100, DOVER, DE, 19904	US Mail (1st Class)
56883	DENTONS US LLP, OSCAR N PINKAS; SCOTT KOERNER, (RE: OPERATIVE MEDIA INC), OSCAR.PINKAS@DENTONS.COM	E-mail
56883	DENTONS US LLP, OSCAR N PINKAS; SCOTT KOERNER, (RE: OPERATIVE MEDIA INC), SCOTT.KOERNER@DENTONS.COM	E-mail
56884	DENTONS US LLP, OSCAR N PINKAS; SCOTT KOERNER, (RE: OPERATIVE MEDIA INC), 1221 AVENUE OF THE AMERICAS, NEW YORK, NY, 10020-1089	US Mail (1st Class)
56883	DLA PIPER LLP, STUART M. BROWN, (RE: COUNSEL TO THE DEBTORS), STUART.BROWN@DLAPIPER.COM	E-mail
56884	DLA PIPER LLP, STUART M. BROWN, (RE: COUNSEL TO THE DEBTORS), 919 NORTH MARKET STREET, SUITE 1500, WILMINGTON, DE, 19801	US Mail (1st Class)
56883	DLA PIPER LLP, CHUN I. JANG, (RE: COUNSEL TO THE DEBTORS), CHUN.JANG@DLAPIPER.COM	E-mail
56884	DLA PIPER LLP, CHUN I. JANG, (RE: COUNSEL TO THE DEBTORS), 203 N. LASALLE STREET, SUITE 1900, CHICAGO, IL, 60601	US Mail (1st Class)
56883	DLA PIPER LLP, MATTHEW M MURPHY, (RE: COUNSEL TO THE DEBTORS), MATT.MURPHY@DLAPIPER.COM	E-mail
56884	DLA PIPER LLP, MATTHEW M MURPHY, (RE: COUNSEL TO THE DEBTORS), 203 N. LASALLE STREET, SUITE 1900, CHICAGO, IL, 60601	US Mail (1st Class)
56883	DLA PIPER LLP, RICHARD A CHESLEY, (RE: COUNSEL TO THE DEBTORS), RICHARD.CHESELEY@DLAPIPER.COM	E-mail
56884	DLA PIPER LLP, RICHARD A CHESLEY, (RE: COUNSEL TO THE DEBTORS), 203 N. LASALLE STREET, SUITE 1900, CHICAGO, IL, 60601	US Mail (1st Class)
56883	FARELLA BRAUN & MARTEL LLP, GARY M KAPLAN ESQ, (RE: ARMANINO LLP), GKAPLAN@FBM.COM	E-mail
56884	FARELLA BRAUN & MARTEL LLP, GARY M KAPLAN ESQ, (RE: ARMANINO LLP), 235 MONTGOMERY STREET, 18TH FLOOR, SAN FRANCISCO, CA, 94104	US Mail (1st Class)
56884	GSO MMBU ACQUISITION LLC, MARISA BEENEY, 345 PARK AVENUE, NEW YORK, NY, 10154	US Mail (1st Class)
56883	HSBC BANK USA, THOMAS L NOLAN, THOMAS.L.NOLAN@US.HSBC.COM	E-mail
56884	HSBC BANK USA, THOMAS L NOLAN, 10 EAST 40TH STREET, 8TH FLOOR, NEW YORK, NY, 10016	US Mail (1st Class)
56884	INTERNAL REVENUE SERVICE, CENTRALIZED INSOLVENCY OPERATION, 2970 MARKET ST, PHILADELPHIA, PA, 19104-5002	US Mail (1st Class)
56884	INTERNAL REVENUE SERVICE, P.O. BOX 7346, PHILADELPHIA, PA, 19101-7346	US Mail (1st Class)
56883	JESPER HELT, JESPER_HELT@YMAIL.COM	E-mail
56884	JESPER HELT, 773 ROLLING HILLS LANE, PLEASANTON, CA, 94566	US Mail (1st Class)
56883	MARIA A MILANO ESQ, RIDDELL WILLIAMS PS, (RE: MICROSOFT), MMILANO@RIDDELLWILLIAMS.COM	E-mail
56884	MARIA A MILANO ESQ, RIDDELL WILLIAMS PS, (RE: MICROSOFT), 1001 - 4TH AVENUE, STE 4500, SEATTLE, WA, 98154	US Mail (1st Class)
56883	MCGUIRE WOODS, DAVID I. SWAN/SHARA CORNELL, (RE: COUNSEL TO THE COMMITTEE), DSWAN@MCGUIREWOODS.COM	E-mail
56883	MCGUIRE WOODS, DAVID I. SWAN/SHARA CORNELL, (RE: COUNSEL TO THE COMMITTEE), SCORNELL@MCGUIREWOODS.COM	E-mail
56884	MCGUIRE WOODS, DAVID I. SWAN/SHARA CORNELL, (RE: COUNSEL TO THE COMMITTEE), 1750 TYSONS BOULEVARD, SUITE 1800, TYSONS CORNER, VA, 22102-4215	US Mail (1st Class)
56883	MCGUIRE WOODS, DOUG FOLEY, (RE: COUNSEL TO THE COMMITTEE), DFOLEY@MCGUIREWOODS.COM	E-mail
56884	MCGUIRE WOODS, DOUG FOLEY, (RE: COUNSEL TO THE COMMITTEE), 2001 K STREET N.W., SUITE 400, WASHINGTON, DC, 20006-1040	US Mail (1st Class)

**Exhibit A - Velti Inc**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
56883	MCGUIRE WOODS, JAMES E VAN HORN, (RE: COUNSEL TO THE COMMITTEE), JVANHORN@MCGUIREWOODS.COM	E-mail
56884	MCGUIRE WOODS, JAMES E VAN HORN, (RE: COUNSEL TO THE COMMITTEE), 7 SAINT PAUL STREET, SUITE 1000, BALTIMORE, MD, 21202-1671	US Mail (1st Class)
56883	MISSOURI DEPARTMENT OF REVENUE, SHERYL L MOREAU, DEECF@DOR.MO.GOV	E-mail
56884	MISSOURI DEPARTMENT OF REVENUE, SHERYL L MOREAU, BANKRUPTCY UNIT, PO BOX 475, JEFFERSON CITY, MO, 65105-0475	US Mail (1st Class)
56883	MORRIS JAMES LLP, BRETT D. FALLON, (RE: SPRINT/UNITED MANAGEMENT COMPANY), BFALLON@MORRISJAMES.COM	E-mail
56884	MORRIS JAMES LLP, BRETT D. FALLON, (RE: SPRINT/UNITED MANAGEMENT COMPANY), 500 DELAWARE AVENUE, SUITE 1500, PO BOX 2306, WILMINGTON, DE, 19899-2306	US Mail (1st Class)
56883	MORRIS NICHOLS ARSHT & TUNNELL LLP, G. WERKHEISER & W. ALLEMAN, JR, (RE: COUNSEL TO THE COMMITTEE), GWERKHEISER@MNAT.COM	E-mail
56883	MORRIS NICHOLS ARSHT & TUNNELL LLP, G. WERKHEISER & W. ALLEMAN, JR, (RE: COUNSEL TO THE COMMITTEE), WALLEMAN@MNAT.COM	E-mail
56884	MORRIS NICHOLS ARSHT & TUNNELL LLP, G. WERKHEISER & W. ALLEMAN, JR, (RE: COUNSEL TO THE COMMITTEE), 1201 NORTH MARKET STREET, STE 1600, WILMINGTON, DE, 19801	US Mail (1st Class)
56884	NEW YORK REGIONAL OFFICE, GEORGE S. CANELLOS, SECURITIES AND EXCHANGE COMMISSION, 3 WORLD FINANCIAL CENTER, SUITE 400, NEW YORK, NY, 10281-1022	US Mail (1st Class)
56884	OFFICE OF THE US TRUSTEE DELAWARE, 844 KING ST STE 2207, LOCKBOX 35, WILMINGTON, DE, 19801	US Mail (1st Class)
56883	RECEIVABLE MANAGEMENT SVCS (RMS), RONALD L ROWLAND, AGENT, (RE: DUN & BRADSTREET), RONALD.ROWLAND@RMS-IQOR.COM	E-mail
56884	RECEIVABLE MANAGEMENT SVCS (RMS), RONALD L ROWLAND, AGENT, (RE: DUN & BRADSTREET), 307 INTERNATIONAL CIRCLE, STE 270, HUNT VALLEY, MD, 21030	US Mail (1st Class)
56883	RICHARDS, LAYTON & FINGER, PA, M. COLLINS, ESQ & M. TERRANOVA, ESQ, (RE: GSO CAPITAL PARTNERS LP), COLLINS@RLF.COM	E-mail
56883	RICHARDS, LAYTON & FINGER, PA, M. COLLINS, ESQ & M. TERRANOVA, ESQ, (RE: GSO CAPITAL PARTNERS LP), TERRANOVA@RLF.COM	E-mail
56884	RICHARDS, LAYTON & FINGER, PA, M. COLLINS, ESQ & M. TERRANOVA, ESQ, (RE: GSO CAPITAL PARTNERS LP), ONE RODNEY SQUARE, 920 NORTH KING STREET, WILMINGTON, DE, 19801	US Mail (1st Class)
56884	SEC, 44 MONTGOMERY STREET, SUITE 2800, SAN FRANCISCO, CA, 94104	US Mail (1st Class)
56884	SECRETARY OF STATE, DIVISION OF CORPORATIONS, FRANCHISE TAX, P.O. BOX 898, DOVER, DE, 19903	US Mail (1st Class)
56884	SECURITIES AND EXCHANGE COMMISSION, SECRETARY OF THE TREASURY, 100 F STREET NE, WASHINGTON, DC, 20549	US Mail (1st Class)
56883	SIMPSON THACHER & BARTLETT LLP,, S.QUSBA, M.MASSEL & N.BAKER, (RE: GSO CAPITAL PARTNERS LP), SQUSBA@STBLAW.COM	E-mail
56883	SIMPSON THACHER & BARTLETT LLP,, S.QUSBA, M.MASSEL & N.BAKER, (RE: GSO CAPITAL PARTNERS LP), MMASSEL@STBLAW.COM	E-mail
56883	SIMPSON THACHER & BARTLETT LLP,, S.QUSBA, M.MASSEL & N.BAKER, (RE: GSO CAPITAL PARTNERS LP), NBAKER@STBLAW.COM	E-mail
56884	SIMPSON THACHER & BARTLETT LLP,, S.QUSBA, M.MASSEL & N.BAKER, (RE: GSO CAPITAL PARTNERS LP), 425 LEXINGTON AVENUE, NEW YORK, NY, 10017-3954	US Mail (1st Class)
56884	SIMPSON THACHER & BARTLETT LLP, SANDY QUSBA, 425 LEXINGTON AVENUE, NEW YORK, NY, 10017- 3954	US Mail (1st Class)
56883	SMALL TREE MEDIA INCORPORATED, KERRY@SMALLTREEMEDIA.COM	E-mail
56884	SMALL TREE MEDIA INCORPORATED, 17F SHUM TOWER, 268 DES VOEUX RD CENTRAL, SHEUNG WAN, HONG KONG	US Mail (1st Class)
56884	SPRINT NEXTEL CORP, ATTN: JULIETTE MORROW CAMPBELL, 10002 PARK MEADOWS DRIVE, LONE TREE,, CO, 80124	US Mail (1st Class)
56884	THE BLACKSTONE GROUP LP, 345 PARK AVE LB4, NEW YORK, NY, 10154	US Mail (1st Class)
56884	T-MOBILE USA, INC, ATTN: ARAM MEADE, 12920 SE 38TH STREET, BELLEVUE, WA, 98006	US Mail (1st Class)
56883	TW TELECOM INC, LINDA BOYLE, LINDA.BOYLE@TWTELECOM.COM	E-mail
56884	TW TELECOM INC, LINDA BOYLE, 10475 PARK MEADOWS DRIVE, #400, LITTLETON, CO, 80124	US Mail (1st Class)
56884	US ATTORNEYS OFFICE, 1007 N ORANGE ST STE 700, PO BOX 2046, WILMINGTON, DE, 19899	US Mail (1st Class)
56883	US BANK NATIONAL ASSOCIATION, JAMES J MCGINLEY, JAMES.MCGINLEY@USBANK.COM	E-mail
56884	US BANK NATIONAL ASSOCIATION, JAMES J MCGINLEY, 100 WALL STREET, 19TH FLOOR, NEW YORK, NY, 10005	US Mail (1st Class)

**Exhibit A - Velti Inc**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
56883	WILES & WILES, LLP, VICTOR W NEWMARK, ESQ, (RE: MONARCH CENTRE ASSOCIATES, LLC), BANKRUPTCY@EVICT.NET	E-mail
56884	WILES & WILES, LLP, VICTOR W NEWMARK, ESQ, (RE: MONARCH CENTRE ASSOCIATES, LLC), 800 KENNESAW AVE, STE 400, MARIETTA, GA, 30060-7946	US Mail (1st Class)
<b>Subtotal for this group: 68</b>		

## **EXHIBIT B**

**Exhibit B - Velti Inc**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
56885	BAKER BOTTS LLP, (RE: YELLOWPAGES.COM LLC), SUSAN CANNON KENNEDY, 2001 ROSS AVENUE, STE 600, DALLAS, TX, 75201	US Mail (1st Class)
56885	DILWORTH PAXSON LLP, (RE: YELLOWPAGES.COM LLC), SCOTT J FREEDMAN, KEVIN HUANG, LIBERTY VIEW - SUITE 700, 457 HADDONFIELD ROAD, CHERRY HILL, NJ, 08002	US Mail (1st Class)
56885	DILWORTH PAXSON LLP, (RE: YELLOWPAGES.COM LLC), MARTIN J. WEIS, ONE CUSTOMS HOUSE – SUITE 500, 704 KING STREET - P.O. BOX 1031, WILMINGTON, DE, 19899-1031	US Mail (1st Class)
56885	YELLOWPAGES.COM LLC, JONATHAN BLAKE VP DEPUTY GENERAL COUNSEL, 2247 NORTHLAKE PARKWAY, TUCKER, GA, 30084	US Mail (1st Class)

**Subtotal for this group: 4**



## **EXHIBIT C**

**Exhibit C - Velti Inc**

Svc Lst	Name and Address of Served Party	Mode of Service
56886	3G MOTION CHILE, NUEVA LOS LEONES 07, PISO 9, PROVIDENCIA, SANTIAGO, CHILE	US Mail (1st Class)
Subtotal for this group: 1		

## **EXHIBIT D**

**Exhibit D - Velti Inc**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
56887	SALLY RAU, 668 BARBOUR DRIVE, REDWOOD CITY, CA, 94062	US Mail (1st Class)
<b>Subtotal for this group: 1</b>		

## **EXHIBIT E**

**Exhibit E - Velti Inc**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
56888	CITY AND COUNTY OF SAN FRANCISCO, (RE: STATE OF CALIFORNIA), OFFICE OF TREASURER/TAX COLLECTOR-LEGAL SECTION, ATTN: DEBRA LEW, TAX COLLECTOR ATTORNEY, PO BOX 7027, SAN FRANCISCO, CA, 94120-7027	US Mail (1st Class)
56888	INTERNAL REVENUE SERVICE, 1352 MARROWS ROAD, STE 204, NEWARK, DE, 19711-5445	US Mail (1st Class)
56888	INTERNAL REVENUE SERVICE, DEPARTMENT OF THE TREASURY, PO BOX 7346, PHILADELPHIA, PA, 19101-7346	US Mail (1st Class)
56888	INTERNAL REVENUE SERVICE, DEPARTMENT OF THE TREASURY, 1352 MARROWS ROAD, STE 204, NEWARK, DE, 19711-5445	US Mail (1st Class)
56888	NEW YORK STATE DEPARTMENT OF LABOR, JULIE BRAZIE, UNEMPLOYMENT INSURANCE DIVISION, STATE OFFICE CAMPUS, BUILDING 12, ROOM 256, ALBANY, NY, 12240	US Mail (1st Class)
56888	NEW YORK STATE DEPT OF TAXATION & FINANCE, BANKRUPTCY SECTION, PO BOX 5300, ALBANY, NY, 12205-0300	US Mail (1st Class)
56888	NYC DEPARTMENT OF FINANCE, YEHUDA MILLER BANKRUPTCY UNIT, TP&P DIVISION/OFFICE OF TAX AUDITS, 345 ADAMS STREET 5TH FLOOR, BROOKLYN, NY, 11201	US Mail (1st Class)
56888	STATE OF CALIFORNIA, OFFICE OF THE TREASURER CITY & COUNTY OF, 1 DR CARLTON B GOODLETT PLACE ROOM 140, SAN FRANCISCO, CA, 94102-4638	US Mail (1st Class)

**Subtotal for this group: 8**