

1.) CORPORATION NAME:

**MILLENNIAL MEDIA, INC.**

DUE DATE: **9/30/2011**

SCC ID NO: **F1836487**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

**AUTH IN VI**

**NATIONAL REGISTERED AGENTS INC**

**4001 North Ninth Street, Suite 227**

**ARLINGTON, VA 22203**

5.) STOCK INFORMATION

| CLASS  | AUTHORIZED |
|--------|------------|
| COMMON | 65,000,000 |
| PREFA  | 15,789,685 |
| PREFB  | 12,737,605 |

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**ARLINGTON COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:

**DE**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 2400 BOSTON ST STE 301

CITY/ST/ZIP: BALTIMORE, MD 21224-

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: PAUL PALMIERI  
TITLE: PRES CEO  
ADDRESS: 2400 BOSTON ST STE 301  
CITY/ST/ZIP/CO: BALTIMORE, MD 21224-

OFFICER

DIRECTOR

NAME: MICHAEL AVON  
TITLE: EVP CFO  
ADDRESS: 2400 BOSTON ST STE 301  
CITY/ST/ZIP/CO: BALTIMORE, MD 21224-

OFFICER

DIRECTOR

NAME: CHRIS BRANDENBURG  
TITLE: EVP CTO  
ADDRESS: 2400 BOSTON ST STE 301  
CITY/ST/ZIP/CO: BALTIMORE, MD 21224-

OFFICER

DIRECTOR

NAME: STEPHEN ROOT  
TITLE: COO  
ADDRESS: 2400 BOSTON ST STE 301  
CITY/ST/ZIP/CO: BALTIMORE, MD 21224-

OFFICER

DIRECTOR

NAME: WENDY HARRIS MILLARD  
TITLE: DIRECTOR  
ADDRESS: 2400 BOSTON ST STE 301  
CITY/ST/ZIP/CO: BALTIMORE, MD 21224-

OFFICER

DIRECTOR

|  |   |
|--|---|
| NAME: PATRICK KERINS<br>TITLE: DIRECTOR<br>ADDRESS: 2400 BOSTON STREET<br>STE 301<br>CITY/ST/ZIP/CO: BALTIMORE, MD 21224-  | <input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR |
| NAME: BOB GOODMAN<br>TITLE: DIRECTOR<br>ADDRESS: 2400 BOSTON STREET<br>STE 301<br>CITY/ST/ZIP/CO: BALTIMORE, MD 21224-   | <input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR |
| NAME: GEORGE ZACHARY<br>TITLE: DIRECTOR<br>ADDRESS: 2400 BOSTON STREET<br>STE 301<br>CITY/ST/ZIP/CO: BALTIMORE, MD 21224-  | <input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR |
| NAME: JAY MARKLEY<br>TITLE: DIRECTOR<br>ADDRESS: 2400 BOSTON STREET<br>STE 301<br>CITY/ST/ZIP/CO: BALTIMORE, MD 21224-   | <input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR |
| NAME: ALAN MACINTOSH<br>TITLE: DIRECTOR<br>ADDRESS: 2400 BOSTON STREET<br>STE 301<br>CITY/ST/ZIP/CO: BALTIMORE, MD 21224-  | <input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR |
| NAME: JIM THOLEN<br>TITLE: DIRECTOR<br>ADDRESS: 2400 BOSTON STREET<br>STE 301<br>CITY/ST/ZIP/CO: BALTIMORE, MD 21224-  | <input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR |
| I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.  |   |
| /s/ PAUL PALMIERI _____<br>SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT   | PAUL PALMIERI, PRES CEO _____<br>PRINTED NAME AND CORPORATE TITLE             |
| 8/5/2011<br>DATE   |   |
| It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing. |   |