

MeetMe, Inc.
Form SC 13D/A
February 06, 2013

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13D/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (a) AND
AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (a)

(Amendment No. 1)

MeetMe Inc. (f/k/a Quepasa Corporation)

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

585141104

(CUSIP Number)

Michael P. Maher

c/o U.S. Venture Partners

2375 Sand Hill Road

Menlo Park, CA 94025

Edgar Filing: MeetMe, Inc. - Form SC 13D/A

(650) 854-9080

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 9, 2012

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box “.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person’s initial filing on this form with respect to the subject class of securities and for any subsequent amendment containing information which would alter disclosures provided in the cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	NAME OF REPORTING PERSONS	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entities Only).	
	U.S. Venture Partners IX, L.P. ("USVP IX")	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
		(a) ..
		(b) x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED	
	PURSUANT TO ITEMS 2(d) OR 2(e) ..	
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware

SOLE VOTING POWER.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	4,012,003 shares, except that Presidio Management Group IX, L.L.C. ("PMG IX"), the general partner of USVP IX, may be deemed to have sole voting power with respect to such shares, and Irwin Federman ("Federman"), Winston S. Fu ("Fu"), Steven M. Krausz ("Krausz"), David Liddle ("Liddle"), Jonathan D. Root ("Root"), Christopher Rust ("Rust"), Casey M. Tansey ("Tansey"), Paul Matteucci ("Matteucci") and Phillip M. Young ("Young"), the managing members of PMG IX, may be deemed to have a shared voting power with respect to such shares.	
	8	SHARED VOTING POWER See response to row 7.	
	9	SOLE DISPOSITIVE POWER 4,012,003 shares, except that PMG IX, the general partner of USVP IX, may be deemed to have the sole power to dispose of such shares, and Federman, Fu, Krausz, Liddle, Root, Rust, Tansey, Matteucci and Young, the managing members of PMG IX, may be deemed to have shared power to dispose of such shares.	
	10	SHARED DISPOSITIVE POWER See response to row 9.	
	11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
	12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
	13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
	14	TYPE OF REPORTING PERSON (See Instructions)	PN

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1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (Entities Only).
 Presidio Management Group IX, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (See Instructions)

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS OO

5 CHECK BOX IF DISCLOSURE OF
 LEGAL PROCEEDINGS IS
 REQUIRED

PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION Delaware

SOLE VOTING POWER

NUMBER OF
 SHARES
 BENEFICIALLY
 OWNED BY
 EACH
 REPORTING
 PERSON
 WITH

7 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX, the general partner of USVP IX, may be deemed to have sole power to vote such shares, and Federman, Fu, Krausz, Liddle, Root, Rust, Tansey, Matteucci and Young, the managing members of PMG IX, may be deemed to have shared power to vote such shares.

8 SHARED VOTING POWER
 See response to row 7.

SOLE DISPOSITIVE POWER.
 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX, the general partner of

9 USVP IX, may be deemed to have sole power to dispose of such shares, and Federman, Fu, Krausz, Liddle, Root, Rust, Tansey, Matteucci and Young, the managing members of PMG IX, may be deemed to have shared power to dispose of such shares.

10 SHARED DISPOSITIVE POWER
 See response to row 9.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,012,003

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See ..
 Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.8%

14 TYPE OF REPORTING PERSON (See Instructions) OO

CUSIP No.585141104 13DPage 4 of 14 Pages

NAME OF REPORTING PERSONS
1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(Entities Only).
Irwin Federman
CHECK THE
2 APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) (b) x
SEC
3 USE ONLY SOURCE
4 OF OO FUNDS
CHECK BOX IF DISCLOSURE
5 OF LEGAL PROCEEDINGS
IS REQUIRED PURSUANT TO ITEMS..
2(d) OR 2(e)
CITIZENSHIP OR
6 PLACEUS OF ORGANIZATION

NUMBER OF 7
SHARES
BENEFICIALLY SOLE VOTING POWER.
OWNED BY
EACH
REPORTING

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Federman, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Federman, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 5 of 14 Pages

NAME OF REPORTING PERSONS
1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(Entities Only).
Winston Fu
CHECK THE
2 APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) (b) x
SEC
3 USE ONLY SOURCE
4 OF OO FUNDS
CHECK BOX IF DISCLOSURE
5 OF LEGAL PROCEEDINGS
IS REQUIRED PURSUANT TO ITEMS..
2(d) OR 2(e)
CITIZENSHIP OR
6 PLACEUS OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSONS 7
SOLE VOTING POWER.

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Fu, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.

10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Fu, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 6 of 14 Pages

NAME OF REPORTING
PERSONS

1 I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON
(Entities Only).

Steven M. Krausz

CHECK THE
2 APPROPRIATE BOX IF A
MEMBER OF A GROUP
(See Instructions)

(a) " (b) x

SEC

3 USE
ONLY
SOURCE
4 OF OO

FUNDS
CHECK
BOX
IF
DISCLOSURE

5 OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEMS ..

2(d)

OR

2(e)

CITIZENSHIP

OR

6 PLACEUS
OF
ORGANIZATION

NUMBER OF 7
SHARES
BENEFICIALLY SOLE VOTING POWER.
OWNED BY
EACH
REPORTING

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Krausz, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Krausz, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 7 of 14 Pages

NAME OF REPORTING PERSONS
1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
(Entities Only).
David Liddle
CHECK THE
2 APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) (b)
SEC
3 USE ONLY SOURCE
4 OF OO FUNDS
CHECK BOX IF DISCLOSURE
5 OF LEGAL PROCEEDINGS
IS REQUIRED PURSUANT TO ITEMS..
2(d) OR 2(e)
CITIZENSHIP OR
6 PLACEUS OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON 7
SOLE VOTING POWER.

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Liddle, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Liddle, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 8 of 14 Pages

NAME OF REPORTING
PERSONS

1 I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON

(Entities Only).

Jonathan D. Root

CHECK THE

2 APPROPRIATE BOX IF A
MEMBER OF A GROUP

(See Instructions)

(a) (b)

SEC

3 USE

ONLY

SOURCE

4 OF OO

FUNDS

CHECK

BOX

IF

DISCLOSURE

5 OF

LEGAL

PROCEEDINGS

IS

REQUIRED

PURSUANT

TO

ITEMS..

2(d)

OR

2(e)

CITIZENSHIP

OR

6 PLACEUS

OF

ORGANIZATION

NUMBER OF 7
SHARES

BENEFICIALLY SOLE VOTING POWER.

OWNED BY

EACH

REPORTING

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Root, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Root, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 9 of 14 Pages

NAME OF REPORTING
PERSONS
1 I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON
(Entities Only).
Christopher Rust
CHECK THE
2 APPROPRIATE BOX IF A
MEMBER OF A GROUP
(See Instructions)
(a) (b)
SEC
3 USE
ONLY
SOURCE
4 OF OO
FUNDS
CHECK
BOX
IF
DISCLOSURE
5 OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEMS..
2(d)
OR
2(e)
CITIZENSHIP
OR
6 PLACEUS
OF
ORGANIZATION

NUMBER OF 7
SHARES
BENEFICIALLY SOLE VOTING POWER.
OWNED BY
EACH
REPORTING

Edgar Filing: MeetMe, Inc. - Form SC 13D/A

PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Rust, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Rust, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 10 of 14 Pages

NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
1 (Entities Only).
Casey M. Tansey
CHECK THE
2 APPROPRIATE BOX IF A MEMBER OF A GROUP
(See Instructions)
(a) (b)
SEC
3 USE ONLY SOURCE
4 OF OO FUNDS
CHECK BOX IF DISCLOSURE
5 OF LEGAL PROCEEDINGS
IS REQUIRED PURSUANT TO ITEMS..
2(d) OR 2(e)
CITIZENSHIP OR
6 PLACEUS OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING
7 SOLE VOTING POWER.

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Tansey, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Tansey, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 11 of 14 Pages

NAME OF REPORTING
PERSONS
1 I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON
(Entities Only).
Paul Matteucci
CHECK THE
2 APPROPRIATE BOX IF A
MEMBER OF A GROUP
(See Instructions)
(a) (b)
SEC
3 USE
ONLY
SOURCE
4 OF OO
FUNDS
CHECK
BOX
IF
DISCLOSURE
5 OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEMS..
2(d)
OR
2(e)
CITIZENSHIP
OR
6 PLACEUS
OF
ORGANIZATION

NUMBER OF 7
SHARES
BENEFICIALLY SOLE VOTING POWER.
OWNED BY
EACH
REPORTING

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PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Matteucci, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Matteucci, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 12 of 14 Pages

NAME OF REPORTING
PERSONS

1 I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON

(Entities Only).

Philip M. Young

CHECK THE

2 APPROPRIATE BOX IF A
MEMBER OF A GROUP

(See Instructions)

(a) (b)

SEC

3 USE

ONLY

SOURCE

4 OF OO

FUNDS

CHECK

BOX

IF

DISCLOSURE

5 OF

LEGAL

PROCEEDINGS

IS

REQUIRED

PURSUANT

TO

ITEMS..

2(d)

OR

2(e)

CITIZENSHIP

OR

6 PLACEUS

OF

ORGANIZATION

NUMBER OF 7
SHARES

BENEFICIALLY SOLE VOTING POWER.

OWNED BY

EACH

REPORTING

Edgar Filing: MeetMe, Inc. - Form SC 13D/A

PERSON
WITH

0 shares.
SHARED VOTING POWER

8 4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Young, a managing member of PMG IX, may be deemed to have shared power to vote such shares.

SOLE DISPOSITIVE POWER.

9

0 shares.
10 SHARED DISPOSITIVE POWER.

4,012,003 shares, all of which are directly owned by USVP IX. PMG IX is the general partner of USVP IX. Young, a managing member of PMG IX, may be deemed to have shared power to dispose of such shares.

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4,012,003
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See .. Instructions)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.8%
14	TYPE OF REPORTING PERSON (See Instructions)	IN

CUSIP No.585141104 13DPage 13 of 14 Pages

This Amendment No. 1 to Schedule 13D relates to the beneficial ownership of common stock, par value \$0.001 per share (the “Common Stock”), of MeetMe, Inc., a Delaware corporation (the “Company”), by the Reporting Persons. On December 6, 2011, the Company changed its legal domicile to Delaware and effective June 1, 2012 the Company changed its name from Quepasa Corporation (CUSIP Number 74833W206) to MeetMe, Inc. (CUSIP Number 585141104). This Amendment No. 1 supplements and amends the Schedule 13 originally filed with the Securities and Exchange Commission on November 21, 2011 (the “Schedule 13D”) relating to Quepasa Corporation (CUSIP Number 74833W201). Only those items that are hereby reported are amended; all other items remain unchanged. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Capitalized terms not defined in this Amendment No. 1 have the meanings ascribed to them in the Schedule 13D. This Amendment No. 1 is being filed by U.S. Venture Partners IX, L.P., Presidio Management Group IX, L.L.C., Irwin Federman, Winston S. Fu, Steven M. Krausz, David Liddle, Jonathan D. Root, Christopher Rust, Casey M. Tansey, Paul Matteucci and Philip M. Young.

ITEM 1. SECURITY AND ISSUER.

Item 1 of the Schedule 13D is hereby amended and restated in its entirety with the following:

This statement on Schedule 13D (this “Schedule 13D”) relates to the common stock, par value \$0.001 per share (the “Common Stock”), of MeetMe, Inc., a Delaware corporation (the “Company”). The Company’s principal executive offices are located at 312 Clematis Street, Suite 407, West Palm Beach, FL 33401.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5(a) of the Schedule 13D is hereby amended by adding the following to the end thereof:

In its Quarterly Report on Form 10-Q for the three months ended September 30, 2012, the Company reported 36,994,505 shares outstanding as of November 9, 2012 (the “Share Outstanding Date”). Although none of the Reporting Persons acquired any shares of Common Stock from the date the Company filed its Quarterly Report on Form 10-Q for the three months ended June 30, 2012 through the Share Outstanding Date (the “Interim Period”), as a result of various issuances by the Company of its Common Stock during the Interim Period, there was a material change in the percentage of Common Stock that the Reporting Persons are deemed to beneficially own.

CUSIP No.585141104 13DPage 14 of 14 Pages

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 5, 2013

PRESIDIO MANAGEMENT GROUP IX, L.L.C. Irwin Federman

U.S. Venture Partners IX, L.P. Winston Fu

By Presidio Management Group IX, L.L.C. Steven M. Krausz
Its General Partner

David Liddle

Jonathan D. Root

Christopher Rust

CASEY M. TANSEY

Paul Matteucci

Philip M. Young

By: /s/ Michael Maher
Michael Maher, Chief Financial Officer/Attorney-In-Fact for
the above-listed entities

By: /s/ Michael Maher
Michael Maher, Attorney-In-Fact for the
above-listed individuals

*Signed pursuant to a Power of Attorney already on file with the appropriate agencies.