

SECURITIES AND EXCHANGE COMMISSION

FORM 10-Q

Quarterly report pursuant to sections 13 or 15(d)

Filing Date: **2009-01-26** | Period of Report: **2008-12-31**
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FILER

Maven Media Holdings, Inc.

CIK: **1432244** | IRS No.: **262255797** | State of Incorporation: **DE** | Fiscal Year End: **0331**
Type: **10-Q** | Act: **34** | File No.: **333-151108** | Film No.: **09543293**
SIC: **5900** Miscellaneous retail

Mailing Address
1649 DARTMOUTH STREET
CHULA VISTA CA 91913

Business Address
1649 DARTMOUTH STREET
CHULA VISTA CA 91913
(619) 866-6160

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED DECEMBER 31, 2008

Commission File Number 333-151108

Maven Media Holdings, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

1649 Dartmouth Street
Chula Vista, CA 91913
(Address of principal executive offices, including zip code)

(619) 866-6160
(Telephone number, including area code)

With Copy to:
Law Office of Robert C. Weaver, Jr.
721 Devon Court
San Diego, CA 92109
Telephone (858) 488-4433 Facsimile (858) 488-2555

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the last 90 days. YES [X] No []

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer," "non-accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer [] Accelerated filer []
Non-accelerated filer [] Smaller reporting company [X]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 or the Exchange Act). YES [X] NO []

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date: 3,000,000 shares as of January 20, 2009.

ITEM 1. FINANCIAL STATEMENTS

The quarterly financial statements for the period ended December 31, 2008, prepared by the company, immediately follow.

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Maven Media Holdings, Inc.
(A Development Stage Company)
Balance Sheets

<TABLE>
<CAPTION>

<S>

Nine months ended December 31, 2008 ----- (Unaudited) <C>	Year Ended March 31, 2008 ----- (Audited) <C>
---	--

ASSETS		
Current Assets		
Cash	\$ 26,071	\$ 10,500
	-----	-----
Total Current Assets	26,071	10,500
Fixed Assets		
Total Fixed Assets	0	0
	-----	-----
Total Assets	\$ 26,071	\$ 10,500
	=====	=====
LIABILITIES		
Current Liabilities		
Loan from director	\$ 500	\$ 500
Account Payables	--	--
	-----	-----
Total Current Liabilities	500	500
	-----	-----
Long term Liabilities	0	0
	-----	-----
Total Liabilities	500	500
	=====	=====
EQUITY		
80,000,000 Common Shares Authorized at \$.0001 par value		
3,000,000 and 2,000,000 common shares issued and outstanding	300	200
Additional Paid in Capital	39,700	9,800
Accumulated Deficit during Development Stage	(14,429)	0
	-----	-----
Total Stockholders Equity	25,571	10,000
	-----	-----
TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	\$ 26,071	\$ 10,500
	=====	=====

</TABLE>

The accompanying notes are an integral part of these financial statements.

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Maven Media Holdings, Inc.
(A Development Stage Company)
(unaudited)
Statements of Income

	Three months ended December 31, 2008	Nine months ended December 31, 2008	For the period from March 11, 2008 (inception) December 31, 2008
	-----	-----	-----
<S>	<C>	<C>	<C>
Revenue	\$ 0	\$ 0	\$ 0
	-----	-----	-----
Expenses			
Accounting & Legal Fees	1,950	8,000	8,000
Administrative	521	6,504	6,504
	-----	-----	-----
Total Expenses	2,471	14,504	14,504
	-----	-----	-----
Other Income (expenses)	0	75	75
	-----	-----	-----
Income	0	75	75
Provision For Income Taxes	0	0	0
	-----	-----	-----
Net Income (Loss)	\$ (2,471)	\$ (14,429)	\$ (14,429)
	=====	=====	=====

Basic & Diluted (Loss) per Share	(0.000)	(0.000)	(0.000)
Weighted Average Number of Common Shares	3,000,000	2,394,928	2,355,049

</TABLE>

The accompanying notes are an integral part of these financial statements.

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Maven Media Holdings, Inc.
(A Development Stage Company)
(unaudited)
Statements of Stockholders' Equity
From Inception March 11, 2008 to December 31, 2008

<TABLE>
<CAPTION>

	Common Stock		Preferred Stock		Paid in Capital	Deficit Accumulated During Development Stage	Total Equity
	Shares	Amount	Shares	Amount			
	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Balance at Inception on March 11, 2008	--	\$ --	--	\$ --	\$ --	\$ --	\$ --
Common Shares issued to founders on 3/31/08 @ \$0.005 per share, par value .0001	2,000,000	200	--	--	9,800		10,000
Net (Loss) for the period from inception on March 11, 2008 to March 31, 2008						--	--
Balance, March 31, 2008	2,000,000	200	--	--	9,800	--	10,000
Net (Loss) for the period ending June 30, 2008						(6,788)	(6,788)
Balance, June 30, 2008	2,000,000	200	--	--	9,800	(6,788)	3,212
Common Shares issued to individuals on 7/16/08 @ \$0.03 per share, par value .0001	1,000,000	100			29,900		30,000
Net (Loss) for the period ending September 30, 2008						(5,170)	(5,170)
Balance, September 30, 2008	3,000,000	300	--	--	39,700	(11,958)	28,042
Net (Loss) for the period ending December 31, 2008						(2,471)	(2,471)
Balance, Dec. 31, 2008	3,000,000	\$ 300	--	\$ --	\$ 39,700	\$ (14,429)	\$ 25,571

</TABLE>

The accompanying notes are an integral part of these financial statements.

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Maven Media Holdings, Inc.
(A Development Stage Company)
(unaudited)
Statements of Cash Flows

<TABLE>
<CAPTION>

Three months ended December 31,	Nine months ended December 31,	For the period from March 11, 2008 (inception) December 31,
---------------------------------	--------------------------------	---

	2008	2008	2008
	-----	-----	-----
<S>	<C>	<C>	<C>
OPERATING ACTIVITIES			
Net Income (Loss)	\$ (2,471)	\$ (14,429)	\$ (14,429)
	-----	-----	-----
NET CASH FROM OPERATING ACTIVITIES	(2,471)	(14,429)	(14,429)
INVESTING ACTIVITIES			
Loan from Officer	0	0	500
Common Shares Issued to Founders, @ \$0.005 Per Share	0	0	10,000
Common Shares Issued to Individuals @ \$0.03 Per Share	0	30,000	30,000
	-----	-----	-----
NET CASH FROM INVESTING ACTIVITIES	0	30,000	40,500
Net Cash	(2,471)	15,571	26,071
Cash at Beginning of Period	28,542	10,500	0
	-----	-----	-----
CASH AT END OF PERIOD	\$ 26,071	\$ 26,071	\$ 26,071
	=====	=====	=====
Supplemental Disclosure of Cash Flow Information			
Cash paid for:			
Interest Expense	\$ 0	\$ 0	\$ 0
	-----	-----	-----
Income Taxes	\$ 0	\$ 0	\$ 0
	-----	-----	-----

</TABLE>

The accompanying notes are an integral part of these financial statements.

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Maven Media Holdings, Inc.
(A Development Stage Company)
Notes to Financial Statements
December 31, 2008

NOTE 1 - CONDENSED FINANCIAL STATEMENTS

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows at December 31, 2008, and for all periods presented herein, have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. It is suggested that these condensed financial statements be read in conjunction with the financial statements and notes thereto included in the Company's March 31, 2008 audited financial statements. The results of operations for the period ended December 31, 2008 is not necessarily indicative of the operating results for the full year.

NOTE 2 - GOING CONCERN

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan is to obtain such resources for the Company by obtaining capital from management and significant shareholders sufficient to meet its minimal operating expenses and seeking equity and/or debt financing. However management cannot provide any assurances that the Company will be successful in accomplishing any of

its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 3 - STOCK TRANSACTIONS

On July 16, 2008 we closed our offering of 1,000,000 shares pursuant to our registration statement on Form S-1, which became effective on May 22, 2008. On July 16, 2008 we sold 1,000,000 shares of our par value \$0.0001 common stock to a group of 25 investors for total proceeds of \$30,000.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Maven Media has provided the following information concerning the company and its business for inclusion in this quarterly report. This information contains statements that constitute "forward looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Any statements that express or involve discussions with respect to predictions, business strategy, budgets, development opportunities or projects, the expected timing of transactions or their expectations, beliefs, plans, objectives, assumptions or future events or performance are not statements of historical fact and may be "forward-looking statements". Forward-looking statements are based on expectations, estimates and projections at the time the statements are made that involve a number of known and unknown risks and uncertainties which could cause actual results or events to differ materially from those anticipated by Maven Media.

COMPANY HISTORY

Maven Media Holdings, Inc. is a development stage company, incorporated on March 11, 2008 in the State of Delaware to enter into the royalty-free stock image online sales industry. (Royalty-free stock content (photography, video, illustration and sound loops) is content that can be acquired through a "one-time license" fee, which gives the purchaser the right to use according to the terms of the license.) The company intends to create an affiliate-based website, branded "MavenStock.com" where the company's visual media content is available for viewing, purchasing and downloading. The company plans to solicit its photographic originals from photographers and content developers and create an inventory of stock images available for visual content users. The website will include still photographic images, illustrations, clip art and video clips. To date, the company's operations have been limited to researching our e-commerce business model and software systems. We have not yet implemented our business plan or developed our subscription-based website. To date, we have generated no revenues from our operations.

Adrienne Humphreys serves as officer and director of our company from inception (March 11, 2008) to current date. No other person other than Ms. Humphreys has acted as a promoter of Maven Media Holdings, Inc. since our inception. Other than Ms. Humphrey's purchase of 2,000,000 shares of our common stock on March 31, 2008, Ms. Humphreys has not entered into any agreement with us in which she is to receive from us or provide to us anything of value. Ms. Humphreys purchased the 2,000,000 shares of our common stock at a price of \$.005 per share for a total of \$10,000.

As of the date of this quarterly report, there is no public trading market for our common stock and no assurance that a trading market for our securities will ever develop.

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PLAN OF OPERATION

Our cash balance is \$26,071 as of December 31, 2008. We believe our cash balance is sufficient to fund our operations for the next twelve months. If we experience a shortage of funds prior to generating revenues we may utilize funds from our director, who has informally agreed to advance funds to us, however, she has no formal commitment, arrangement or legal obligation to advance or loan funds to the company. On July 16, 2008 we closed our offering of 1,000,000 shares pursuant to our registration statement on Form S-1, which became effective on May 22, 2008. On July 16, 2008 we sold 1,000,000 shares of our par value \$0.0001 common stock to a group of 25 investors for total proceeds of

\$30,000.

The following table provides selected financial data about our company for the period from the date of incorporation through December 31, 2008. For detailed financial information, see the financial statements included in this report.

Balance Sheet Data:	December 31, 2008
-----	-----
Cash	\$26,071
Total Assets	\$26,071
Total Liabilities	\$ 500
Shareholders' Equity	\$25,571

GOING CONCERN

Our auditor has issued a going concern opinion. This means that there is substantial doubt that we can continue as an on-going business for the next twelve months unless we obtain additional capital to pay our bills. This is because we have not generated revenues and no revenues are anticipated until we begin our website and start selling visual content images.

PROPOSED MILESTONES TO IMPLEMENT BUSINESS OPERATIONS

The following milestones are estimates only. The working capital requirements and the projected milestones are approximations only and subject to adjustment based on costs and needs. Our 12 month budget is based on minimum operations which will be completely funded by the \$30,000 raised through our offering. If we begin to generate profits we will increase our sales activity accordingly. We estimate sales of royalty-free photographic content to visual media content users to begin in 12 months. Because our business is client-driven, our revenue requirements will be reviewed and adjusted based on sales. The costs associated with operating as a public company are included in our budget. Management will be responsible for the preparation of the required documents to keep the costs to a minimum. We plan to complete our milestones as follows:

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OCTOBER - DECEMBER, 2008

Continue development of MavenStock.com's stock photography content contributor website and database. The company is estimating beta testing will begin late in the quarter and could expand into the 4th Quarter depending on certain variances that could arise during development. Expand our "royalty-free" database by gathering and compiling stock photography along with video footage to add to the database library. This consists of going on photo shoots and creating content to upload to the website. Begin to compile a detailed contact list of targeted photographers and content contributors.

(Cost estimate - \$2,000)

JANUARY - MARCH, 2009

Plans for this quarter include continuing the beta testing for the contributor website and database. Continue to upload stock photography and video footage to the contributor site. Develop a creative marketing campaign and market the contributor site and MavenStock.com's assisted sales service to professional and amateur photographers. Begin the design and site layout for the public resale side of MavenStock.com website.

(Cost estimate - \$3,500)

APRIL - JUNE, 2009

Complete public resale design interface and begin programming the e-commerce services of the website. Continue with the marketing campaign targeting professional and amateur photographers in an effort to promote MavenStock.com's assisted sales services. Seek and establish association with several professional photography associations as well as professional creative and design associations for marketing Maven Media's services to their members.

(Cost estimate - \$4,000)

JULY - SEPTEMBER, 2009

Beta test the public resale features and begin offering our collection of stock photography and other royalty-free media for sale to the general public. Design a direct mail marketing piece to visual content purchasers (art directors,

graphic designers). Continue monthly direct mail marketing campaign to photographers and content developers. Begin monthly direct mail marketing campaign targeting visual content purchases (art directors, graphic designers). Launch the resale side of MavenStock.com's website.

(Cost Estimate - \$4,500)

Total \$14,000

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RESULTS OF OPERATIONS

We are still in our development stage and have generated no revenues to date.

We incurred operating expenses of \$2,471 for the three months ended December 31, 2008. These expenses consisted of general operating expenses and professional fees incurred in connection with the day to day operation of our business and the preparation and filing of our reports with the Securities and Exchange Commission. Our net losses from inception through December 31, 2008 were \$14,429. As we were incorporated on March 11, 2008, there are no comparative figures to previous years. Cash provided by financing activities for the period from inception through December 31, 2008 was \$40,500, \$500 in a loan from the director of the company, \$10,000 from the sale of 2,000,000 shares of common stock to the director of the company for \$0.005 per share and 1,000,000 shares of our common stock at \$0.03 to a group of 25 investors for \$30,000.

LIQUIDITY AND CAPITAL RESOURCES

We are a development stage company and have generated no revenue to date. At December 31, 2008 our cash in the bank was \$26,071. Management believes this will allow us to sustain operations for the next twelve months, or until we realize revenues per our business plan. If we begin to generate profits we will increase our sales activity accordingly.

Our auditor has issued a going concern opinion. This means that there is substantial doubt that we can continue as an on-going business for the next twelve months unless we obtain additional capital to pay our bills. This is because we have not generated revenues and no revenues are anticipated until we begin our website and start selling visual content images.

ITEM 4. CONTROLS AND PROCEDURES

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Our management is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is defined in Rule 13a-15(f) or 15d-15(f) promulgated under the Securities Exchange Act of 1934 as a process designed by, or under the supervision of, the company's principal executive and principal financial officers and effected by the company's board of directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America and includes those policies and procedures that:

- Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company;
- Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

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Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. All internal control systems,

no matter how well designed, have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Because of the inherent limitations of internal control, there is a risk that material misstatements may not be prevented or detected on a timely basis by internal control over financial reporting. However, these inherent limitations are known features of the financial reporting process. Therefore, it is possible to design into the process safeguards to reduce, though not eliminate, this risk.

As of December 31, 2008 management assessed the effectiveness of our internal control over financial reporting based on the criteria for effective internal control over financial reporting established in Internal Control--Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") and SEC guidance on conducting such assessments. Based on that evaluation, they concluded that, during the period covered by this report, such internal controls and procedures were not effective to detect the inappropriate application of US GAAP rules as more fully described below. This was due to deficiencies that existed in the design or operation of our internal controls over financial reporting that adversely affected our internal controls and that may be considered to be material weaknesses.

The matters involving internal controls and procedures that our management considered to be material weaknesses under the standards of the Public Company Accounting Oversight Board were: (1) lack of a functioning audit committee due to a lack of a majority of independent members and a lack of a majority of outside directors on our board of directors, resulting in ineffective oversight in the establishment and monitoring of required internal controls and procedures; (2) inadequate segregation of duties consistent with control objectives; and (3) ineffective controls over period end financial disclosure and reporting processes. The aforementioned material weaknesses were identified by our Chief Executive Officer in connection with the review of our financial statements as of December 31, 2008.

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Management believes that the material weaknesses set forth in items (2) and (3) above did not have an effect on our financial results. However, management believes that the lack of a functioning audit committee and the lack of a majority of outside directors on our board of directors results in ineffective oversight in the establishment and monitoring of required internal controls and procedures, which could result in a material misstatement in our financial statements in future periods.

MANAGEMENT'S REMEDIATION INITIATIVES

In an effort to remediate the identified material weaknesses and other deficiencies and enhance our internal controls, we have initiated, or plan to initiate, the following series of measures:

We will create a position to segregate duties consistent with control objectives and will increase our personnel resources and technical accounting expertise within the accounting function when funds are available to us. And, we plan to appoint one or more outside directors to our board of directors who shall be appointed to an audit committee resulting in a fully functioning audit committee who will undertake the oversight in the establishment and monitoring of required internal controls and procedures such as reviewing and approving estimates and assumptions made by management when funds are available to us.

Management believes that the appointment of one or more outside directors, who shall be appointed to a fully functioning audit committee, will remedy the lack of a functioning audit committee and a lack of a majority of outside directors on our Board.

We anticipate that these initiatives will be at least partially, if not fully, implemented by December 31, 2009. Additionally, we plan to test our updated controls and remediate our deficiencies by December 31, 2009.

CHANGES IN INTERNAL CONTROLS OVER FINANCIAL REPORTING

There was no change in our internal controls over financial reporting that occurred during the period covered by this report, which has materially affected, or is reasonably likely to materially affect, our internal controls over financial reporting.

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ITEM 6. EXHIBITS

Exhibit No. -----	Description -----
3.1	Articles of Incorporation*
3.2	Bylaws*
31.1	Sec. 302 Certification of Chief Executive Officer
31.2	Sec. 302 Certification of Chief Financial Officer
32.1	Sec. 906 Certification of Chief Executive Officer
32.2	Sec. 906 Certification of Chief Financial Officer

* Incorporated by reference, please see our Registration Statement on Form S-1 (file number 333-151108) on the website at www.sec.gov

SIGNATURES

Pursuant to the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf in Chula Vista, CA, by the undersigned, thereunto duly authorized.

January 20, 2009 Registrant: Maven Media Holdings, Inc.

By: /s/ Adrienne Humphreys

Adrienne Humphreys
President, Secretary, Treasurer,
Chief Executive Officer, Chief Financial Officer,
Principal Accounting Officer and Director

CERTIFICATION

I, Adrienne Humphreys, certify that:

1. I have reviewed this report on Form 10-Q of Maven Media Holdings Inc.
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on

our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

- a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
- b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: January 20, 2009

/s/ Adrienne Humphreys

Adrienne Humphreys
Chief Executive Officer

CERTIFICATION

I, Adrienne Humphreys, certify that:

1. I have reviewed this report on Form 10-Q of Maven Media Holdings Inc.
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on

our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

- a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
- b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: January 20, 2009

/s/ Adrienne Humphreys

Adrienne Humphreys
Chief Financial Officer and Principal Accounting Officer

CERTIFICATION OF CHIEF EXECUTIVE OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Maven Media Holdings Inc. (the "Company") on Form 10-Q for the period ending December 31, 2008 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Adrienne Humphreys, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. ss.1350, as adopted pursuant to ss.906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

IN WITNESS WHEREOF, the undersigned has executed this certification as of the 20th day of January 2009.

/s/ Adrienne Humphreys

Chief Executive Officer

CERTIFICATION OF CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Maven Media Holdings Inc. (the "Company") on Form 10-Q for the period ending December 31, 2008 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Adrienne Humphreys, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. ss.1350, as adopted pursuant to ss.906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

IN WITNESS WHEREOF, the undersigned has executed this certification as of the 20th day of January, 2009.

/s/ Adrienne Humphreys

Chief Financial Officer