

MeetMe, Inc.
Form SC 13D/A
January 15, 2016

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. 2)

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

(650) 854-9080

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

January 12, 2016

(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)
3 SEC USE ONLY
4 SOURCE OF FUNDS OO
CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS REQUIRED
5
PURSUANT TO ITEMS 2(d) OR
2(e)
6 CITIZENSHIP OR PLACE OF
ORGANIZATION Delaware
SOLE VOTING POWER.
7 NUMBER OF SHARES BENEFICIALLY
OWNED BY EACH REPORTING
PERSON WITH
8 0 shares.
SHARED VOTING POWER
See response to row 7.
9 SOLE DISPOSITIVE POWER
0 shares.
10 SHARED DISPOSITIVE POWER
See response to row 9.
11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSONH
CHECK BOX IF THE AGGREGATE
12 AMOUNT IN ROW (9)
EXCLUDES CERTAIN SHARES (See
Instructions)
13 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)H.0%
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
 CHECK BOX IF DISCLOSURE OF
 LEGAL PROCEEDINGS IS REQUIRED

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

 6 CITIZENSHIP OR PLACE OF
 ORGANIZATION Delaware
 NUMBER OF 7 SOLE VOTING POWER
 SHARES 0 shares.
 BENEFICIALLY 8 SHARED VOTING POWER
 OWNED BY 8 See response to row 7.
 EACH SOLE DISPOSITIVE POWER.
 REPORTING 9
 PERSON 0 shares.
 WITH 10 SHARED DISPOSITIVE POWER
 See response to row 9.
 11 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSONH
 CHECK BOX IF THE AGGREGATE
 12 AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES (See
 Instructions)
 13 PERCENT OF CLASS REPRESENTED
 BY AMOUNT IN ROW (9)H.0%
 14 TYPE OF REPORTING PERSON (See
 Instructions) OO

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

6 CITIZENSHIP OR PLACE OF
ORGANIZATION US
SOLE VOTING POWER.

7 0 shares.

8 SHARED VOTING POWER
NUMBER OF
SHARES 8 0 shares.
BENEFICIALLY
OWNED BY
EACH SOLE DISPOSITIVE POWER.
REPORTING
PERSON 9 0 shares.
WITH

SHARED DISPOSITIVE POWER.
100 shares.

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSONH

12

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9)
EXCLUDES CERTAIN SHARES (See
Instructions)
PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9) 0.0%
TYPE OF REPORTING PERSON (See
Instructions) IN

13

14

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

6 CITIZENSHIP OR PLACE OF
ORGANIZATION US
SOLE VOTING POWER.
7
0 shares.
SHARED VOTING POWER

NUMBER OF 8 0 shares.
SHARES
BENEFICIALLY
OWNED BY SOLE DISPOSITIVE POWER.
EACH
REPORTING 9 0 shares.
PERSON
WITH
SHARED DISPOSITIVE POWER.
100 shares.

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSONH
CHECK BOX IF THE AGGREGATE
12 AMOUNT IN ROW (9)
EXCLUDES CERTAIN SHARES (See
Instructions)

13

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)H.0%
TYPE OF REPORTING PERSON (See
Instructions) IN

14

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

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION US
 SOLE VOTING POWER.

7
 NUMBER OF 0 shares.
 SHARES SHARED VOTING POWER
 BENEFICIALLY 8
 OWNED BY 0 shares.
 EACH SOLE DISPOSITIVE POWER.
 REPORTING 9
 PERSON 0 shares.
 WITH SHARED DISPOSITIVE POWER.
 10
 0 shares.

11 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSONH
 CHECK BOX IF THE AGGREGATE
 12 AMOUNT IN ROW (9)
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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE
PERSON (Entities Only).
Jonathan D. Root
2 CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)
(a) (b)
3 SEC USE ONLY
4 SOURCE OF FUNDS
CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS REQUIRED
5 PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION US
SOLE VOTING POWER.

7
NUMBER OF 0 shares.
SHARES SHARED VOTING POWER
BENEFICIALLY 8
OWNED BY 0 shares.
EACH SOLE DISPOSITIVE POWER.
REPORTING 9
PERSON 0 shares.
WITH SHARED DISPOSITIVE POWER.
10
0 shares.

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

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION US
 SOLE VOTING POWER.

7
 NUMBER OF 0 shares.
 SHARES SHARED VOTING POWER
 BENEFICIALLY 8
 OWNED BY 0 shares.
 EACH SOLE DISPOSITIVE POWER.
 REPORTING 9
 PERSON 0 shares.
 WITH SHARED DISPOSITIVE POWER.
 10
 0 shares.

11 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSONH
 CHECK BOX IF THE AGGREGATE
 12 AMOUNT IN ROW (9)
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 Instructions) IN

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

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION US
 SOLE VOTING POWER.

7
 NUMBER OF 0 shares.
 SHARES SHARED VOTING POWER
 BENEFICIALLY 8
 OWNED BY 0 shares.
 EACH SOLE DISPOSITIVE POWER.
 REPORTING 9
 PERSON 0 shares.
 WITH SHARED DISPOSITIVE POWER.
 10
 0 shares.

11 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSONH
 CHECK BOX IF THE AGGREGATE
 12 AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES (See
 Instructions)
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 BY AMOUNT IN ROW (9)H.0%
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1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NO. OF ABOVE
 PERSON (Entities Only).
 Philip M. Young
 2 CHECK THE APPROPRIATE BOX IF A
 MEMBER OF A GROUP (See
 Instructions)
 (a) (b)
 3 SEC USE ONLY
 4 SOURCE OF FUNDS OO
 CHECK BOX IF DISCLOSURE OF
 LEGAL PROCEEDINGS IS REQUIRED
 5 PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION US
 SOLE VOTING POWER.

7
 NUMBER OF 0 shares.
 SHARES SHARED VOTING POWER
 BENEFICIALLY 8
 OWNED BY 0 shares.
 EACH SOLE DISPOSITIVE POWER.
 REPORTING 9
 PERSON 0 shares.
 WITH SHARED DISPOSITIVE POWER.
 10
 0 shares.

11 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSONH
 CHECK BOX IF THE AGGREGATE
 12 AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES (See
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 Instructions) IN

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This Amendment No. 2 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. This Amendment No. 2 supplements and amends the Schedule 13 originally filed with the Securities and Exchange Commission (the "SEC") on November 21, 2011 (the "Schedule 13D") relating to Quepasa Corporation (CUSIP Number 74833W201) as amended by Amendment No. 1 filed with the SEC on February 6, 2013. 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. 2 have the meanings ascribed to them in the Schedule 13D. This Amendment No. 2 is being filed by U.S. Venture Partners IX, L.P., Presidio Management Group IX, L.L.C., Irwin Federman, Steven M. Krausz, David Liddle, Jonathan D. Root, Casey M. Tansey, Paul Matteucci and Philip M. Young.

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 of the Schedule 13D is hereby amended to add the following statement:

On January 12, 2015, the Reporting Person U.S. Venture Partners IX, L.P. distributed an aggregate 4,012,003 shares of common stock of the Company in a pro rata in-kind distribution to its respective partners. On January 12, 2015, the closing price of the ADSs on the New York Stock Exchange was \$3.71.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Items 5(a), 5(b) and 5(c) of the Original Schedule 13D are hereby amended and restated in their entirety as follows:

(a,b) Regarding aggregate beneficial ownership, see Row 11 of the cover page of each Reporting Person. Regarding percentage beneficial ownership, see Row 13 of the cover page of each Reporting Person. Regarding sole power to vote shares, see Row 7 of the cover page of each Reporting Person. Regarding shared power to vote shares, see Row 8 of the cover page of each Reporting Person. Regarding sole power to dispose of shares, see Row 9 of the cover page of each Reporting Person. Regarding shared power to dispose of shares, see Row 10 of the cover page of each Reporting Person.

(c) Except as set forth below, the Reporting Persons have not effected any transaction in the common stock of the Issuer during the past 60 days.

On January 12, 2015, the Reporting Person U.S. Venture Partners IX, L.P. distributed an aggregate 4,012,003 shares of common stock of the Company in a pro rata in-kind distribution to its respective partners. On January 12, 2015, the closing price of the ADSs on the New York Stock Exchange was \$3.71.

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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: January 14, 2016

PRESIDIO MANAGEMENT GROUP IX, L.L.C.

U.S. Venture Partners IX, L.P.
By Presidio Management Group IX, L.L.C.
Its General Partner

Irwin Federman

Steven M. Krausz

David Liddle

Jonathan D. Root

CASEY M. TANSEY

Paul Matteucci

Philip M. Young

By: /s/ Michael Maher

By: /s/ Michael Maher

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

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