

Mapstead Trust  
Form SC 13G/A  
February 14, 2012

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

FRIENDFINDER NETWORKS INC.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

358453 30 6  
(CUSIP Number)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

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(1) NAMES OF REPORTING PERSONS Mapstead Trust

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
 (see instructions) (b)

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION California

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

(5) SOLE VOTING POWER 2,616,732

(6) SHARED VOTING POWER 0

(7) SOLE DISPOSITIVE POWER 2,616,732

(8) SHARED DISPOSITIVE POWER 0

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,616,732

(10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 7.86%

(12) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO



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|-----|--|--|
| (1) | NAMES OF REPORTING PERSONS   | Lars Mapstead  |
| (2) | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(see instructions) | (a) <input type="radio"/><br>(b) <input type="radio"/> |
| (3) | SEC USE ONLY   |  |
| (4) | CITIZENSHIP OR PLACE OF ORGANIZATION                                   | United States  |

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

- |      |  |                       |
|------|--|-----------------------|
| (5)  | SOLE VOTING POWER  | 0                     |
| (6)  | SHARED VOTING POWER  | 2,616,732             |
| (7)  | SOLE DISPOSITIVE POWER   | 0                     |
| (8)  | SHARED DISPOSITIVE POWER   | 2,616,732             |
| (9)  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                           | 2,616,732             |
| (10) | CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES<br>CERTAIN SHARES (SEE INSTRUCTIONS) | <input type="radio"/> |
| (11) | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  | 7.86%                 |
| (12) | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  | IN                    |



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|-----|--|--|
| (1) | NAMES OF REPORTING PERSONS   | Marin Mapstead   |
| (2) | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(see instructions) | (a) <input type="radio"/><br>(b) <input type="radio"/> |
| (3) | SEC USE ONLY   |  |
| (4) | CITIZENSHIP OR PLACE OF ORGANIZATION                                   | United States  |

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

- |      |  |                       |
|------|--|-----------------------|
| (5)  | SOLE VOTING POWER  | 0                     |
| (6)  | SHARED VOTING POWER  | 2,616,732             |
| (7)  | SOLE DISPOSITIVE POWER   | 0                     |
| (8)  | SHARED DISPOSITIVE POWER   | 2,616,732             |
| (9)  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                           | 2,616,732             |
| (10) | CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES<br>CERTAIN SHARES (SEE INSTRUCTIONS) | <input type="radio"/> |
| (11) | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  | 7.86%                 |
| (12) | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  | IN                    |



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Item 1(a) Name of Issuer: FriendFinder Networks Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:  
6800 Broken Sound Parkway NW, Suite 100  
Boca Raton, FL 33487

Item 2(a) Name of Person Filing:  
Mapstead Trust  
Lars Mapstead  
Marin Mapstead

Item 2(b) Address of Principal Business Office or, if none,  
Residence:  
180 Horizon Way  
Aptos, CA 95003

Item 2(c) Citizenship: United States

Item 2(d) Title of Class of Securities: Common Stock

Item 2(e) CUSIP Number: 358453 30 6

Item 3 If this statement is filed pursuant to Sections 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E).
- (f)  An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F).
- (g)  A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G).
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3)
- (j)  Group, in accordance with Section 240.13d-1(b)(1)(ii)(J).

Item OWNERSHIP

4.

(a) Amount beneficially owned: 2,616,732\*

(b) Percent of class: 7.86%\*

(c) Number of shares as to which Mapstead Trust has:



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(i)	Sole power to vote or direct the vote:	2,616,732	*
(ii)	Shared power to vote or direct the vote:	0	
(iii)	Sole power to dispose or to direct the disposition of:	2,616,732	*
(iv)	Shared power to dispose or to direct the disposition of:	0	

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Number of shares as to which Lars Mapstead and Marin Mapstead have:

(i)	Sole power to vote or direct the vote:	0	
(ii)	Shared power to vote or direct the vote	2,616,732	*
(iii)	Sole power to dispose or to direct the disposition of:	0	
(iv)	Shared power to dispose or to direct the disposition of:	2,616,732	*

\*The shares are owned by Mapstead Trust, as to which Lars Mapstead and Marin Mapstead are co-trustees. The shares include 512,992 shares owned by the Trust as of December 31, 2011 and a maximum of 2,103,740 shares that could be acquired by conversion of Non-Cash Pay Second Lien Notes held by the Trust. The number of shares into which all outstanding Notes are convertible is limited by the applicable indenture, and if other Noteholders elect to convert their Notes prior to or contemporaneously with the Trust, the Trust may be permitted to convert less Notes and acquire fewer shares.

Item Ownership of 5 Percent or Less of a Class.

5.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5% of the class of securities, check the following .

Item Ownership of More Than 5 Percent on Behalf of Another Person.

6.

Not applicable.

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent

7. Holding Company or Control Person.

Not applicable.

Item Identification and Classification of Members of the Group.

8.

Not applicable.

Item Notice of Dissolution of Group.

9.

Not applicable.

Item Certification.

10.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of

the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

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.

Dated: February 14, 2012

MAPSTEAD TRUST

By: /s/ Alan W. Becker  
Alan W. Becker  
Attorney-in-Fact

/s/ Alan W. Becker  
Alan W. Becker, as attorney-in-fact for  
Lars Mapstead

/s/ Alan W. Becker  
Alan W. Becker, as attorney-in-fact for  
Marin Mapstead

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