

## OTCQB Certification

I, Adam Friedman, Chief Financial Officer of RealBiz Media Group, Inc. ("the Company"), certify that:

a. The Company is registered with the SEC or exempt from SEC registration as indicated below (check one):

- ☒ Company is registered under Section 12g of the Exchange Act  
☐ Company is relying on Exchange Act Rule 12g3-2(b)  
☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act  
☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator  
☐ Other (describe) \_\_\_\_\_

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on www.otcmarkets.com is current and complete as of February 17, 2015 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Gracin & Marlow, LLP, New York, NY

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

<u>The Chesapeake Group, Inc.</u>	<u>305 Washington Avenue, Ste 100 Towson, MD 21204</u>
<u>Crystal Falls Investments</u>	<u>1177 South US Hwy 1, Vero Beach, FL 32962</u>
<u>Hayden IR, LLC</u>	<u>1441 Broadway, Third Floor, New York, NY 10018</u>
<u>CorProminence</u>	<u>377 Oak Street, Concourse 2, Garden City, NY 11530</u>
<u>Lippert Heilshorn</u>	<u>800 3<sup>rd</sup> Avenue, 17<sup>th</sup> Floor New York, NY 10022</u>
<u>Cicero Consulting Group, LLC</u>	<u>1858 Pleasantville Road, Suit 110, Briarcliff Manor, NY 10510</u>
<u>NEF Advisors</u>	<u>111 8<sup>th</sup> Avenue, New York, NY 10011</u>
<u>McKim and Company</u>	<u>730 5<sup>th</sup> Avenus Suite 2012 New York, NY 10019</u>

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.


Name	Address (City and State only)	% Shares Owned
Next 1 Interactive, Inc.	2690 Weston Road, Weston, FL 33331	42.7
Acknew Investments, Inc.	An entity owned by Harry Hart, 900 Place Paul-Kane Laval, Quebec H7C 2T2 , Canada	13.3
F. Berdon & Co., LLC	222 Purchase Street Rye NY 10580	8.7

Robert A. Buntz, Jr.	5775 Wayzata Blvd, Ste 810, Minneapolis, MN 55416	6.0
William Kerby	2690 Weston Road, Weston, FL 33331	8.4
Don Monaco	2690 Weston Road, Weston, FL 33331	27.1
Adam Friedman	2690 Weston Road, Weston, FL 33331	0.6
Doug Checkeris	2690 Weston Road, Weston, FL 33331	2.8
Keith White	2690 Weston Road, Weston, FL 33331	1.9
Pat LaVecchia	2690 Weston Road, Weston, FL 33331	2.3
Steve Marques	2690 Weston Road, Weston, FL 33331	0.0

Date: 2/20/2015

Name of Certifying CEO or CFO: Adam Friedman

Title: CFO

Signature:   
(Digital Signatures should appear as "/s/ [OFFICER NAME]")