Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address	FOR COURT USE ONLY			
Ashley M. McDow (245114) Fahim Farivar (252153) FOLEY & LARDNER LLP 555 South Flower Street, Ste. 3500 Los Angeles, CA 90071-2411 Telephone: 213.972.4500 Facsimile: 213.486.0065 Email: amcdow@foley.com ffarivar@foley.com				
☐ Individual appearing without attorney				
Attorney for: David K. Gottlieb, Chapter 7 Trustee				
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SAN FERNANDO VALLEY DIVISION				
In re:	CASE NO.: 1:13-bk-14983-MB & 1:13-bk-16040-MB			
PORCHLIGHT ENTERTAINMENT, INC.,	CHAPTER: 7			
&				
PORCHLIGHT DISTRIBUTION, INC.,	NOTICE OF SALE OF ESTATE PROPERTY			
Debtor(s).				
Sale Date: 08/15/2018	Time: 11:00 a.m.			
Location: Courtroom 303, 21041 Burbank Boulevard, Woo				
Location: Countries: Countries: Danzanic Bealettara, 1700	34.4.1.			
Type of Sale: ⊠ Public ☐ Private Last date t	to file objections: 08/01/2018			
Description of property to be sold:				
The estates' rights, titles, and interests in and to the estates' properties, assets, and rights used in connection with the Debtors' entertainment development, production, and/or distribution business (the "Assets").				
Terms and conditions of sale:  The Assets shall be sold "as-is", "where is" without any representations or warranties, and free and free and clear of any liens and encumbrances to the extent permitted by 11 U.S.C. § 363, subject to overbid and Court approval.				
Proposed sale price: \$450,000,00				

#### Overbid procedure (if any):

See Attached Exhibit A.

### If property is to be sold free and clear of liens or other interests, list date, time and location of hearing:

Date: August 15, 2018 Time: 11:00 a.m.

Place: Courtroom 303, U.S. Bankruptcy Court, 21041 Burbank Blvd., Woodland Hills, CA 91367.

#### Contact person for potential bidders (include name, address, telephone, fax and/or email address):

Focus Advisory Services, LLC

Manager: Philip Fier

Address: 11500 W Olympic Blvd, Los Angeles, CA, 90064

Email: pfier@focusadvisoryservices.com

Phone: 323-785-3005

Date: 07/19/2018

Case 1:13-bk-14983-MB Doc 478 Filed 07/19/18 Entered 07/19/18 02:06:01 Desc Main Document Page 3 of 19

# **Exhibit A**

## TO THE HONORABLE MARTIN R. BARASH, UNITED STATES BANKRUPTCY JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, THE DEBTORS, ALL INTERESTED PARTIES AND/OR THEIR COUNSEL OF RECORD:

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PLEASE TAKE NOTICE that on August 15, 2018 at 11:00 a.m. (the "Sale Hearing"), or as soon thereafter as the matter may be heard, the *Motion for Entry of Order (A) Approving Sale of Property Free and Clear of Liens and Encumbrances Pursuant to 11 U.S.C. § 363(b) and (f), (B) Finding Purchaser Qualifies as a Good Faith Purchaser Pursuant to 11 U.S.C. § 363(m), (C) Approving Overbid Procedures, and (D) Waiving Fed. R. Bankr. P. 6004(h) Stay (the "Motion") filed by David K. Gottlieb (the "Trustee"), the duly appointed, qualified, and acting chapter 7 trustee for the bankruptcy estates (the "Estates") in the above-captioned, jointly administered bankruptcy cases (collectively, the "Bankruptcy Cases") of Porchlight Entertainment, Inc. ("PEI") and Porchlight Distribution, Inc. ("PDI" and, together with PEI, the "Debtors"), shall come on for hearing in Courtroom 301 of the United States Bankruptcy Court for the Central District of California located at 21041 Burbank Boulevard, Woodland Hills, CA 91367, the Honorable Martin Barash presiding.* 

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By and through the Motion, pursuant to sections 363(b) and (f) of the Bankruptcy Code<sup>1</sup> the Trustee seeks authority to sell the Estates' rights, titles, and interests in and to the Estates' properties, assets, and rights used in connection with the Debtors' entertainment development, production, and/or distribution business (the "Assets") to Legacy Distribution, LLC, a Georgia limited liability company (the "Buyer") for the sum of Four Hundred and Fifty Thousand Dollars (\$450,000.00) (the "Purchase Price") (the "Sale") in accordance with the terms of the Asset Purchase Agreement (the "Agreement"), a true and correct copy of which is attached as **Exhibit** 

A to the Declaration of David K. Gottlieb (the "Gottlieb Decl.") filed in support of the Motion.

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#### **The Terms Of The Sale**

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The salient terms of the Agreement provide as follows:

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a. <u>Buyer</u>: Legacy Distribution, LLC;

19 20 b. <u>Purchase Price</u>: Four hundred fifty thousand dollars and zero cents (\$450,000.00); c. Deposit: Thirty-five thousand dollars and zero cents (\$35,000.00);

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d. <u>Conditions of the Assets</u>: The Assets shall be sold "as-is", "where is" and without any representations or warranties, and free and clear of any and all liens and encumbrances to the extent permitted by 11 U.S.C. § 363(f);

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e. <u>Closing Date</u>: The first business day after the Sale Order becomes a Final Order, but no later than thirty (30) days after the order approving the sale (the "Sale Order") becomes a Final Order; and

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f. <u>Buyer Protection</u>: Break-up fee of ten thousand dollars and zero cents (\$10,000.00) (the "<u>Break-Up Fee</u>") should the Buyer not be the winning bidder (as defined *infra*); and

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<sup>1</sup> As used herein, "<u>Bankruptcy Code</u>" refers to title 11 of the United States Code (11 U.S.C. §§ 101, et seq.) and "section \_\_\_\_" refers to the specified section of the Bankruptcy Code.

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<sup>2</sup> An order shall be deemed a "Final Order" fifteen (15) calendar days after its entry *provided that* (a) no timely appeal has been filed challenging the order or, (b) if a timely appeal has been filed, no order staying the effect of the order has been requested or entered. A notice of appeal shall be deemed timely if filed within the time allotted under Federal Rule of Bankruptcy Procedure 8002.

g. <u>Broker's Commission</u>: Fifteen percent (15%) of the first four hundred fifty thousand dollars and zero cents (\$450,000.00) in gross proceeds and seventeen and one half percent (17.5%) of gross proceeds in excess of four hundred fifty thousand dollars and zero cents (\$450,000.00) (the "Commission").

 The Trustee is seeking authority to sell the Assets free and clear of all interest, liens, claims, and encumbrances pursuant to section 363(f). Furthermore, to the extent any secured creditor does not object to the relief sought by and through this Sale Motion, they each may be deemed to have consented to the sale free and clear of their lien, claim, or interest pursuant to \$ 363(f)(2).

The Sale is supported by a valid business justification, and the Trustee believes that the Sale support the Trustee's business decision that the Sale is in the best interest of the Estates and their creditors. The Trustee employed an experienced and knowledgeable intellectual property broker to help devise a plan to effectively market and value the Assets. The Trustee marketed the Assets for sale for more than one year before entering into the Agreement. During that time, the Trustee aggressively priced the Assets in an effort to obtain the highest and best price for the Assets. The offer made by the Buyer was the highest and best offer. Based on the amount of the Purchase Price and the Buyer's demonstrated ability to close, the Trustee concluded the Purchase Price was the highest and best offer for the Assets. Additionally, the Trustee believes the terms reflected in the Agreement are in the best interest of the Estates.

The Buyer has acted in good faith and has agreed to pay fair market value for the Assets. The present transaction was negotiated at "arm's length" between the Trustee and the Buyer. Additionally, the Buyer is not an insider of the Trustee or either of the Debtors and no insider of the Trustee or either of the Debtors will receive special treatment as a result of the Sale. Furthermore, the Assets were sufficiently marketed to a wide range of potential purchasers, and the Sale is subject to the overbid procedures outlined below. For these reasons, the Trustee respectfully requests that the Court find that the Buyer qualifies as a "good faith purchaser" under § 363(m) of the Bankruptcy Code.

#### **Approval of the Overbid Procedures is Warranted**

The proposed Sale is subject to overbid, which is designed to ensure the Estates receive the highest and best price for the Assets. In association with the proposed overbid auction (the "Overbid Auction"), the Trustee proposes the following procedures (collectively, the "Overbid Procedures"):

1. <u>Notice of Intent to Bid/Deposit</u>. Any party interested in bidding on the Assets during the Overbid Auction shall submit a written notice of intent to bid along with a cashiers' check in the amount of thirty five thousand dollars and zero cents (\$35,000.00) (the "Overbid Deposit") to the Trustee no less than two (2) business days prior to the date of the Sale Hearing;

2. <u>Minimum Initial Overbid/Bid Increments</u>. The minimum initial overbid during the Overbid Auction shall be no less than four hundred and seventy five thousand dollars and zero cents (\$475,000.00) (the "<u>Initial Overbid</u>") and, thereafter, each overbid shall be no less than ten thousand dollars and zero cents (\$10,000.00) (the "<u>Bidding Increment</u>") more than the immediately preceding bid;

- 3. <u>Proof of Ability To Overbid</u>: On the date of the Overbid Auction, any bidder (other than the Buyer) who has complied with the procedures identified herein and who is interested in presenting one or more overbid(s) at the Overbid Auction shall be required to present a cashiers' check(s) to the Trustee evidencing the maximum amount he/she/it is willing and able to overbid. In no event shall this amount be less than the Initial Overbid;
- 4. <u>Back-up Bidder</u>. If multiple offers are presented during the Overbid Auction, the highest and best offer shall be selected as the winning bid (the "<u>Winning Bidder</u>"). The individual or entity that offered the next highest and best offer (the "<u>Back-up Bid</u>") may elect to serve as the back-up bidder (the "<u>Back-up Bidder</u>"). In the event that (i) the Winning Bidder (other than the Purchaser) fails to close the Sale within the time allotted; (ii) the Purchaser has elected to serve as the Back-up Bidder; and (iii) the Purchaser fails to purchase the Assets within the time allotted, the Trustee shall solely retain or be entitled to recover the Deposit or Overbid Deposit, as applicable, as liquidated damages;
- 5. Overbid Deposit Return. With the exception of the funds submitted by the Winning Bidder and/or Back-up Bidder, all Overbid Deposits shall be returned no later than five (5) business days after the conclusion of the Overbid Auction. If the Winning Bidder closes on the Sale, the Back-up Bidder shall be entitled to the return of his/her/its Overbid Deposit and/or any and all funds remitted to the Trustee in furtherance of the Purchase of the Assets no more than five (5) business days after the Closing Date;
- 6. <u>Bidding Order</u>. Bidding during the Overbid Auction shall begin with the highest qualified overbid submitted prior to the Overbid Auction. During the Overbid Auction, the Buyer shall be entitled to offer the first bid in response to the opening bid. Thereafter, the order for the submission of bids shall be governed by the time at which the overbids were submitted prior to the Overbid Auction—the earliest overbid being entitled to submit the first bid after the Buyer. Bidding shall continue until a Winning Bidder and Back-up Bidder are selected; and
- 7. <u>No Telephonic Participation Permitted By Overbidders</u>. Except for the Purchaser or the Purchaser's designated agent, any overbidder who wishes to participate in the Overbid Auction must be present (whether in person or through a designated agent) thereat; no telephonic participation at the Overbid Auction will be permitted (except for the Purchaser or the Purchaser's designated agent).

The Trustee respectfully submits that the preceding procedures and requirements will serve to deter any casual bidders and protect the interests of the Estates. The Trustee further submits that the amount of the Initial Overbid (twenty five thousand dollars and zero cents (\$25,000.00) above the Purchase Price) is reasonable in light of the amount of the Purchase Price (i.e., four hundred fifty thousand dollars and zero cents (\$450,000.00), and is not designed or intended to deter *bona fide* parties or chill bidding.

The Trustee respectfully submits that the Break-Up Fee is reasonable under the circumstances presented. The Buyer has assumed the risks of serving as the stalking horse bidder for the proposed Sale. For instance, the Buyer has incurred fees and expenses in connection with the Agreement, and it is likely that the Buyer will continue incurring legal and transactional expenses up and through the Closing Date. In addition, the Break-Up Fee is not the product of self-dealing by the Trustee. The Trustee is not affiliated with the Buyer, and will receive no

#### PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 11601 Wilshire Blvd., Suite 1400, Los Angeles, CA 90025-0509

A true and correct copy of the foregoing document entitled (*specify*): **NOTICE OF SALE OF ESTATE PROPERTY** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

manner stated below:	, , ,	·	
Orders and LBR, the 2018, I checked the C	foregoing document will be served :M/ECF docket for this bankruptcy	ELECTRONIC FILING (NEF): Pursuant by the court via NEF and hyperlink to the case or adversary proceeding and determ NEF transmission at the email addresse	e document. On <u>July 19</u> , mined that the following
			ntinued on attached page
known addresses in t envelope in the Unite	nis bankruptcy case or adversary p d States mail, first class, postage p	018, I served the following persons and/oroceeding by placing a true and correct orepaid, and addressed as follows. Listing completed no later than 24 hours after the completed in the complete i	copy thereof in a sealed g the judge here
Hon. Martin R. Barasl United States Bankru Central District of Cal 21041 Burbank Boule Woodland Hills, CA 9	ptcy Court ifornia vard, Suite 342		
			ntinued on attached page
for each person or en persons and/or entitie method), by facsimile	tity served): Pursuant to F.R.Civ.P s by personal delivery, overnight m transmission and/or email as follow	MAIL, FACSIMILE TRANSMISSION OF 2.5 and/or controlling LBR, on	_, I served the following in writing to such service declaration that personal
I declare under penal	ry of perjury under the laws of the L		, •
July 19, 2018	Karla Hernandez	/s/ Karla Hernande:	Z
Date	Printed Name	Signature	

#### 1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):

David E Ahdoot dahdoot@bushgottlieb.com, mrodriguez@bushgottlieb.com

Fahim Farivar ffarivar@foley.com,

David Keith Gottlieb (TR) dkgtrustee@dkgallc.com,

dgottlieb@iq7technology.com,rjohnson@dkgallc.com,akuras@dkgallc.com

Stephen E Hyam shyam@clarktrev.com

Joseph A Kohanski jkohanski@bushgottlieb.com, mrodriguez@bushgottlieb.com

Kathleen M Kushi Carter kathy.carter@piblaw.com

Leib M Lerner leib.lerner@alston.com, autodockettest-lax@alston.com

Craig G Margulies Craig@MarguliesFaithlaw.com, Victoria@MarguliesFaithlaw.com;Brian@MarguliesFaithlaw.com
Ashley M McDow amcdow@foley.com, mdelaney@foley.com;sgaeta@foley.com;rojeda@foley.com;ffarivar@foley.com

S Margaux Ross margaux.ross@usdoi.gov

Scott C Timpe stimpe@mbnlawyers.com, scott.timpe@gmail.com;aacosta@mbnlawyers.com

United States Trustee (SV) ustpregion16.wh.ecf@usdoj.gov

Michael H Weiss mw@weissandspees.com, lm@weissandspees.com

#### 2. SERVED BY UNITED STATES MAIL:

Abadi & Co.

Undeliverable

Animalia Productions, Pty, Ltd, an Undeliverable

Australia

Undeliverable

Undeliverable

Daybreak Pacific Limited

c/o Margulies Faith LLP

16030 Ventura Blvd Ste 470

Douglas Emmett Realty Fund 1996

LLC

Undeliverable

16030 Ventura Blvd Ste 470 Encino, CA 91436-4493

Les Productions Colin Neale Inc. and Manual Notice Debtor

Moving Mitchell Silberberg and Knupp Porchlight Distribution Inc
Undeliverable 11377 West Olympic Blvd 14724 Ventura Blvd., Suite 1105
Los Angeles, CA 90064-1683 Sherman Oaks, CA 91403-3510

Undeliverable

<u>Debtor</u>

Porchlight Entertainment, Inc.

U.S. Trustee

San Fernando Valley Division

S Margaux Roxx

21041 Burbank Blvd,

14724 Ventura Blvd., Suite 1105 United States Trustee Woodland Hills, CA 91367-6606

Sherman Oaks, CA 91403-3510 915 Wilshire Blvd, Suite 1850 Undeliverable Los Angeles, CA 90017-3560

12 Dogs Of Christmas LLC Abadi & Company American Film Partners Inc

c/o Kragen & Company 590 Madison Ave., Suite 4103 5731 Bonsall Dr

2103 Ridge Drive New York, New York 10022-8554 Malibu, CA 90265-3816 Los Angeles, CA 90049-1153

Anima Estudios Animalia Productions Pty, Ltd. Anvil Entertainment Inc

Montes Urales 360 Stephen E Hyam 8820 Lookout Mountain

Lomas De Chapultepec Clark & Trevithick Los Angeles, CA 90046-1820

Mexico, D.F., C.P. 11000 800 Wilshire Blvd 12th Fl Undeliverable

Los Angeles, CA 90017-2604

Anvil Entertainment Inc. 3940 Laurel Canyon Blvd. Studio City, CA 91604-3709

Undeliverable

Barn Red Films Inc c/o Richard Brauer 530 S Union St Traverse City, MI 49684-3247

Blue Socks Media LLC 1618 Camden Road Charlotte, NC 28203-4756 Undeliverable

(Returned 09/12/16)

Bruce Johnson 31557 Foxfield Drive

Westlake Village, CA 91361

Colored Eggs Film Productions LLC PO Box 2294 Orinda, CA 94563-6694

Cortekx 22141 Ventura Blvd Suite 204 Woodland Hills, CA 91364-5728

Directors Guild Of America-Producer Pension And Health Plans C/O Bush Gottlieb 500 N. Central Ave, Suite 800 Glendale, CA 91203-3345

David Newton Baker PO Box 1081 Ouray, Co 81427-1081 Undeliverable

Dinah Perez
PO Box 36310
Los Angeles, CA 90036-0310
Undeliverable

Baby Abuelita Productions LLC PMB 139 6619 S Dixie Hwy Miami, FL 33143-7919

Best Tech Business Systems 7940 Garvey Avenue #107 Rosemead, CA 91770-2451 (Returned 12/27/16)

Bonded Services Inc 3205 Burton Avenue Burbank, CA 91504-3104

Chain Of Title Holdings Ltd 311- 475 Howe St Vancouver, British Columbia V6c 2b3 Undeliverable

Consensus Securities LLC 73 Newburry ST 4TH FL BOSTON MA 02116-3042 Undeliverable

Craig Dobbin 1212 Santa Teresita Drive Santa Barbara, CA 93105-1945

Douglas Emmett Attn Leland P Smith 808 Wilshire Blvd Ste 200 Santa Monica CA 90401-1889

Manual Notice

Don Macmannis 1435 Schoolhouse Road Santa Barbara, CA 93108-1237

Feature Films For Families 5826 South 320 West Suite A116 Murray, UT 84107 Banque Nationale Du Canada 600 Rue De La Gauchetiere Ouest Rez-De-Chaussee Montreal Quebec

Bloomfield Partners LLC 505 S Fuller Avenue Los Angeles, CA 90036-3244 Undeliverable

Bright Cove Inc PO Box 83318 Woburn, Ma 01813-3318 (Returned 12/10/16)

Clays Well Productions LLC 9200 Sunset Blvd Suite 325 Los Angeles, CA 90069-3511 Undeliverable

Corbin LLP 2201 Dupont Drive Ste 450 Irvine, CA 92612-7526

Directors Guild Of America, Inc. C/O Bush Gottlieb 500 N. Central Ave, Suite 800 Glendale, CA 91203-3345

Dan Kliman 6343 Warner Dr. Los Angeles, CA 90048-5348

<del>Dinah Perez</del> Undeliverable

Farmkids(International) Pte Ltd 41 Ewer St Carindale O 4152 Australia Disconnect LLC-Dreamscape Cinema c/o Robin C. Peters, GM 104 E. Stoughton St. Champaign, IL 61820-4103 Undeliverable Filmtrack 12001 Ventura Pl. Ste. 500 Studio City, CA 91604-2622 Fedex PO Box 7221 Pasadena, CA 91109-7321

Farmkids Pty Ltd 8/840 Beaudesert Road Coopers Plains QLD 4108 AUSTRALIA Galafilm Productions 443 St-Vincent Street Montreal, QC H2Y 3A6 CANADA

11645 SW Military Lane

Good Friends Productions LLC

Portland, Oregon 97219-8432

First Insurance Funding Corp 450 Skokie Blvd Suite 1000 PO Box 3306 Northbrook, IL 60065-3306

10850 Wilshire Blvd 9th Floor

Los Angeles, CA 90024-4628

Gerald F Phillips

**IFTA** 

Film Victoria CFF
Animalia Productions Pty Ltd
Level 1 - 462 City Road
South Melbourne Victoria
Australia 3205
Undeliverable
Franchise Tax Board
Bankruptcy Section MS A340

Sacramento CA 95812-2952

PO BOX 2952

ITV Global Entertainment 15303 Ventura Blvd Bldg C Suite 800 Sherman Oaks, CA 91403-3110

Gorilla Nation 5140 West Goldleaf Circle Suite 300 Los Angeles, CA 90056-1655

Ghost Of A Chance Productions, LP 333 Indiana St El Segundo, CA 90245-4419 Undeliverable John lavarone 32471 Via Los Santos San Juan Capistrano, CA 92675-7112 Inside 12x12 400 Del Norte Blvd Oxnard, CA 93030-7997

Harris Tulchin 11377 West Olympic Boulevard 2nd Floor Los Angeles, CA 90064-1683 LIGHT KNIGHTS PRODUCTIONS
PTY LTD
26 Longfellow St, Poets Corner, QLD
AUSTRALIA 4170
(Returned 12/6/16)

KidQuest Inc dba WonderWings Entertainment 4755 Chapel Hill Road Dallas, TX 75214-1912

Inter Pacific Entertainment TI LLC 3496 Wade Street Los Angeles, CA 90066-1534 LeapFrog Enterprises Inc c/o Robert L Eisenbach III Cooley LLP 101 California St 5th Flr San Francisco CA 94111-5800 LIGHT KNIGHTS PRODUCTIONS
PTY LTD
26 Longfellow St, Poets Corner, QLD
AUSTRALIA 4170
Duplicate

Kontent 1136 Howard Street San Francisco, CA 94103-3914 Live Bait Productions 1304 S Park Ave Alexandria, IN 46001-2724 Undeliverable 12-24-15 (UTF) Leapfrog Enterprises Inc 6401 Hollis Street Suite 150 Emeryville, CA 94608-1461

Los Angeles County Treasurer And Tax Collect Po Box 54110, Los Angeles, CA 90054-0110 Mary D Lane, Esq Mitchell Silberberg & Knupp LLP 11377 West Olympic Boulevard Los Angeles, CA 90064-1683 Los Angeles County Tax Collector PO Box 54027 Los Angeles, CA 90054-0027 Les Production Colin Neale, Inc. Hollins Law 2601 Main Street Penthouse Suite 1300 Irvine, California 92614-4239

Motion Picture Industry Pension And Health Plans C/O Bush Gottlieb 500 N. Central Ave, Suite 800 Glendale, CA 91203-3345

Mccormick Paulding & Huber LLP City Place II 185 Asylum Street 18th Floor Hartford, CT 06103-3402

Mitchell Silberberg & Knupp LLP 11377 West Olympic Boulevard Los Angeles, CA 90064-1683 uplicate

Moving Films, Inc. Hollins Law 2601 Main Street Penthouse Suite 1300 Irvine, California 92614-4239

Norann Entertainment Inc PO Box 57375 Sherman Oaks, CA 91413-2375 Undeliverable

PBS Ancillary Revenue 14409 Collections Center Drive Chicago, IL 60693-0144 Undeliverable

Peter Bergmann 578 Washington Blvd #214 Marina Del Rey, CA 90292-5442

Porchlight Entertainment Inc. 578 Washington Blvd. No. 214 Marina del Rey, Ca 90292-5442 Attn: Peter Bergmann, President Millimages UK Ltd P.O. Box 192 Ryde PO33 9EG UNITED KINGDOM

Modern Cartoons Ltd. 2973 Pine St San Francisco, CA 94115-2418

Moving Films, Inc. Hollns Law 2601 Main Street Penthouse Suite 1300 Irvine, California 92614-4239

Onestream Networks 500 Lee Road Suite 200 Rochester NY 14606-4261

Packrat 1-800-Pack-Rack (5504-Moorpark) 3331 Heritage Trade Dr. Ste 110 Wake Forest, NC 27587-4346 Undeliverable

Piano Player Productions LP 509 E San Jose Avenue Suite C Burbank, CA 91501-2601

Public Broadcasting Service 2100 Crystal Drive Arlington, VA 22202-3784

Randy Holleschau PO Box 2294 Orinda, CA 94563-6694

Ritholz Levy Sanders Chidekel & Fields 235 Park Avenue South Third Floor New York, NY 10003-1405 McCabe Design Partnership
12 Clanwilliam Sq
Dublin 2
IRELAND
Undeliverable

Miradata Miracle Data Corporation 4924 Balboa Blvd #488 Encino, CA 91316-3402

Momentum Telecom PO Box 1000 Dept 959 Memphis, TN 38148-0001

Nestle Pure Life PO Box 856158 Louisville, KY 40285-6158

Oniria Productions
Rue De Koerich 52
Steinfort 8437
LUXEMBOURG
Undeliverable 12/26/15

Parachute Express 1210 E Palmer Avenue Glendale, CA 91205-3736

Pierce Law Group LLP 9100 Wilshire Blvd Suite 225 East Tower Beverly Hills, CA 90212-3458

Purvis Enterprises Inc 801 S Grand Street Suite 400 Los Angeles, CA 90017-4646

Rhombus International Inc. 99 Spadina Ave Suite 600 Toronto Ontario M5V-3P8 Undeliverable Rackspace Managed Hosting PO Box 730759

Dallas, Tx 75373-0759

Screen Actors Guild 5757 Wilshire Boulevard Los Angeles, CA 90036-3792 Screen Actors Guild-American Federation Of Television and Radio

Artists

C/O Bush Gottlieb

500 N. Central Ave, Suite 800 Glendale, CA 91203-3345

Secretary Of State 1500 11th Street PO Box 944230

RisingStar Studios 7400 Metro Blvd Ste 475 Edina, MN 55439-2380

Shoot Or Be Shot LLC 25892 Camino Largo Mission Viejo, CA 92692-5257

Sacramento, CA 94244-2300

Screen Actors Guild-Producer Pension And Health Plans C/O Bush Gottlieb 500 N. Central Ave, Suite 800 Glendale, CA 91203-3345

Sinking Ship Productions 1179 King Street West Suite 302 Toronto, Ontario Canada M6K 3C5

Silicon Valley Film Fund I LLC 3 Surrey Lane Atherton, CA 94027-3130

Shallcross James Film LLC Furniture Row Legal 5641 North Broadway Denver, CO 80216-1021

Sunset Ridge Productions LLC 75 Bergen Turnpike Little Ferry, NY 07643-1604

Sound Venture Production 441 Maclaren St Suite 401 Ottawa, Ontario K2P 2H3 Undeliverable 12/26/15

Silicon Valley Film Fund I LLC Mark J Gordon Manager 1581 Michael Ln Pacific Palisades CA 90272-2025 Ted Collins/Bulldog Pictures 2328 Bancroft Avenue Los Angeles, CA 90039-3619 Taft 2006 LLC 500 Huntsman Way Salt Lake City, UT 84108-1235 Undeliverable 1/11/16

Stephen Michael Schwartz 1210 East Palmer Avenue Glendale, CA 91205-3736

Thunderbird Films Ltd. 847 Hamilton Street Vancouver, BC V6B 2R7 Telegael Aras Telegael Spiddal Galway Ireland

Tal Jones Distribution LLC 1133 15th Street NW, Ste 350 Washington, D.C. 20005 (Returned 1/4/17)

**UG** Acquisitions 817 Hamilton St Charlotte, NC 28206-2953 (Returned 1/3/17)

Time Warner Cable PO Box 60074 City Of Industry, CA 91716-0074

The Kid & I Productions LLC 10877 Wilshire Blvd, 18th Floor Los Angeles, CA 90024-4373 Undeliverable

**United States Trustee** 21051 Warner Center Lane Suite 115 Woodland Hills, CA 91367-6550 Undeliverable

Ultimate Gift LLC 817 Hamilton St Charlotte, NC 28206-2953

Twentieth Century Fox Leib M Lerner Alston and Bird LLP 333 S Hope St 16th Flr Los Angeles, CA 90071-1410 Writers Guild-Industry Health Fund And Producer-Writers Guild Of America Pension Plan C/O Bush Gottlieb 500 N. Central Ave, Suite 800

Videal TV Und Film Co Productions **GMBH** Innocentiastrae 44 20144 Hamburg **GERMANY** 

#### Case 1:13-bk-14983-MB Doc 478 Filed 07/19/18 Entered 07/19/18 02:06:01 Desc Main Document Page 15 of 19

Unicorn Media 24 W 5th Street Suite 203 Tempe, AZ 85281-3664 Undeliverable Zone V Productions Inc 3134 Holbrook Suite 1 Hamtramck, MI 48212-3850 WSN Inc 1123 Broadway Suite 1207 New York, NY 10010-2007

Writers Guild Of America, West, Inc. C/O Bush Gottlieb 500 N. Central Ave, Suite 800 Glendale, CA 91203-3345 Scott C Timpe Mirman, Bubman & Nahmias LLP 21860 Burbank Blvd Ste 360 Woodland Hills, CA 91367-7406 David Keith Gottlieb (TR) 15233 Ventura Blvd, 9th Floor Sherman Oaks, CA 91403-2250

Writers Guild Of America West Attention Residuals Department 7000 W 3rd Street Los Angeles, CA 90048-4321 MG&A/NV 2654 West Horizon Ridge Parkway Henderson, NV 89052 Attention: Barbara Conte Undeliverable CONVERGE MEDIA, INC. 53 Knightsbridge Road Piscataway, NJ 08854 Undeliverable

Neil Bregman Undeliverable

#### DISTRIBUTION CASE NO. 1:13-bk-16040-MB

Bruce Johnson c/o Fayer Gipson LLP 2029 Century Park East, Suite 3535 Los Angeles, CA 90067-3038

Clays Wells Productions LLC 9000 Sunset Blvd Suite 325 Los Angeles, CA 90069-5801

**Designworks** 29395 Agoura Road, Suite 206 Agoura Hills, CA 91301-2531 (service via email preferred 1/14/16)

Mitchell Silberberg and Knupp 11377 West Olympic Blvd Los Angeles, CA 90064-1683

Welcome to Paradise, LLC c/o Harris Tulchin & Associates 11377 W. Olympic Boulevard, 2nd floor Los Angeles, CA 90064

MHQ Entertainment, Inc. 760 Bathurst St., Suite 200 Toronto, Ontario, M5S 2R6 Canada

NATIONAL INTERFAITH CABLE COALITION, INC, d/b/a Faith & Values Media 475 Riverside Drive Suite 530, New York, NY 10115 Attention: Robert Thomson, COO and Taft 2006, LLC 9320 Wilshire Boulevard, Suite 202 Beverly Hills, CA 90210 Attention: James Huntsman Undeliverable

Daybreak Pacific Limited c/o Liner Greode Stein Yankelevitz Sunsh 1100 Glendon Ave., 14th Floor

Los Angeles, Ca 90024-3518

DGA-Producer Pension and Health Plans Joseph A. Kohanski/David E. Ahdoot 500 N. Central Ave., Suite 800 Glendale, CA 91203-3345

**PBS** 2100 Crystal Drive Arlington, VA 22202-3784

Leland P Smith **Douglas Emmett** 808 Wilshire Blvd Ste 200 Santa Monica, CA 90401

Port Pictures LLC 1661 Parks Road Benton, Louisiana 71006

Clays Wells Productions, LLC 9200 Sunset Boulevard, Suite 325 Los Angeles, CA 90069 Undeliverable

CROWN MEDIA HOLDINGS, INC. 12700 Ventura Blvd., Studio City, CA 91604 Attention: Charles Stanford, EVP, **Business Affairs and General Counsel** Emmett/Furla Films Distribution, LLC

8530 Wilshire Blvd, Suite 420 Beverly Hills, CA 90211 Attention: George Furia Undeliverable 1/6/16

DayBreak Pacific Limited Margulies Faith LLP Craig G. Margulies, Esq. 16030 Ventura Blvd, Ste 470 Encino, CA 91436-4493

Dinah Perez 8383 Wilshire Boulevard Suite 510 Beverly Hills, CA 90211-2406 Undeliverable

Bob Films, Inc. c/o of Gary Howsam 124 Merton St. Toronto, Ontario Canada Undeliverable

Evergreen Holiday Classics, LLC 2929 North Thanksgiving Way #15, Lehi, Utah 84043 Attention: Nathan Smith

Kissing Cousins Productions, LLC 438 S. Venice Boulevard, #1

Venice, CA 90291

Rhombus International, Inc. 99 Spadina Ave., Suite 600 Toronto, ON M5V 3P8 Canada

Black Street Productions Ltd. 311 -475 Howe Street Vancouver V 6C 2B3 British Columbia, Canada Attention: Harvey Kahn Undeliverable 12/26/15

Bankside Films Limited

Douglas House, 3 Richmond Buildings,

London WID 3HE, UK Attention: Hilary Davis

Undeliverable

Barberry Farm, Inc. Barberry Road Sewickley, PA 15143 Attention: Ivan Kavalsky

Leslie Overseas, Inc. 35 A Regent Street Belize City, Belize

Contact: Francesca Ibanez Undeliverable 2-2-16

Galafilm Productions (III), Inc. 5643 Rue Clark, #300 Montreal, Quebec H2T 2V5

Canada

Undeliverable 1/6/16

Tal Jones Distribution, LLC 1133 15<sup>th</sup> Street NW, Suite 350 Washington, DC 20005

Maple Pictures Corp.

2 Bloor Street West, Suite 1001

Toronto, ON
Canada M4W 3E2
Jeffrey Engein
Undeliverable 1/6/16

Sinking Ship Productions, Inc.

67 Mowat Avenue

Suite 445 Toronto, Ontario Canada M6K 3 E3

Visual Data Media Services, Inc.

c/o Karia Brown c/o Alexandria Briare 145 West Magnolia Blvd. Burbank, CA 91502 Undeliverable

Ingram Entertainment Inc., d/b/a/

Monarch Home Video Inc.

c/o Dan Norem

Two Ingram Boulevard La Vergne, TN 37086-7006 Harvey Kahn Productions, Inc.

1620 Broadway, #E Santa Monica, CA 90404 Attention: Harvey Kahn Undeliverable 8/22/16

Mares Filmes Ltds Alameda Itapeedeu, 645 Sq. 1434 Alphaville Barueri San Paulo Brazil 06454-080

Contact: Marcelo de Souza Manson Media International Ltd. 8<sup>th</sup> Floor, Dongdan Santiao 8-2

Dongcheng District Beijing, 100005 P.R. China Contact: Suki

Burning Man Production Inc.

45 Duggan Avenue

Toronto, Ontario, M4V 1Y1,

Canada

Undeliverable 12/26/15

SOUND VENTURE (THE STEPSON)

INC.

Attention: Neil Bregman, President &

**CEO** 

126 York Street, Suite 219 Ottawa, Canada K1N5T5 Globus Distribution Corp.

200 South Biscayne Blvd., Sixth Floor

Miami, FL 33131 United States

Contact: Eduardo Pereira

Private Cinema S.A. c/o G. Koufakis 2970 Patision Street Athens, Greece 11144

Undeliverable

H.G.C Entertainment Limited

c/o Peter Li c/o Ying Li

24/F Entertainment Building 30 Queen's Road Central

Hong Kong

PICTOR MEDIA SA 6 Chemin de Malacher

ZJRST, 38240 Meylan France STORMY ROAD PRODUCTIONS LTD

311, 475 Howe St.,

Vancouver,

British Columbia V6C 2B3 Undeliverable – 12/26/15

FUTURE Film Ltd Strandgatan 2 65100 Vasa Finland

Contact: Mr. Lars Backlund

Big Headz Entertainment

2544 Elm Street Dallas, TX 75226 (Returned 12/23/16)

Towards Darkness LLC 2636-28th Street, #5 Santa Monica, CA 90405 Attention: Luiza Ricupero Undeliverable 1/14/16

Ontria Pictures

52 Rue de Kerich L-8437 Steinfort, Luxembourg Undeliverable – 1/8/16

Oniria Pictures

52 Rue de Kenich L-8437 Steinfort, Luxembourg Undeliverable 1/6/16

Multivision S.R.L. c/o Giovanna Tanzarella Via F. Caprilli, 29 Milano, Italy 20148 Undeliverable

Independent International Television,

Inc

10866 Wilshire Blvd.

Suite 880

Los Angeles, CA 90024

RG PRINCE FILMS

Dongbu Chemical Bldg. 5F, 6-13

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Piscataway, New Jersey 08854

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Legacy Filmworks Ltd. Suite 210, Building 9 555 Brooksbank Avenue

North Vancouver, BC V7J 385, Canada

Attention: Deboragh Gabler

(Returned 1/6/16)

Noble Entertainment

Birger Jarlsgatan 41 A

Stockholm 11145 Sweden

Attn: Sara Soderberg

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Fox Kids Eutope Properites SARL, Luxembourg, Zurich Branch Zahringerplatz 11, 8001 Zurich, Switzerland

Attention: Bruno Hoefler, Managing

Director, Zurich Branch Beta Film GmbH Gruenwalder Weg 28d D - 82041 Oberhaching

Germany Attn: Jan Mojto

Studio B Entertainment, Inc. 600-190 Alexander Street

Vancouver, BC V6A 1B% Canada

Moviebank Sales and Distributie BV EKkersrijt 4088-4090 - 5692 DA Son, The Netherlands

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Oscar-Messler-Strasse 15
D-85737, Ismaning, Germany
Attn: Mr. Michael Muellner

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ARAS Telegael Spiddal, Galway

Ireland

NAKKAS PROD. YAPIM LTD. STI.

Inonu Cd. Saray Sk. 17 34214 Mahmutbey

Istannbul Turkey

Attention: Mehmet Burhaqn Genc Friendly Street Productions, Ltd.

311-475 Howe Street Vancouver V 6C 2B3 British Columbia, Canada Attention: Harvey Kahn

Undeliverable

**Jetix Europe Properties** 

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2654 West horizon Ridge Parkway

Henderson, NV 89052

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Attn: Barbara Conte

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Tobius Asserlaan 5
The Hague 2517 KC
The Netherlands

Attn: Henriette ter Keurs Undeliverable – 12/26/15

Gallions Comercio e Servi9os Ltda. Rua Joao Tavira. No. 22 - 20 andar

9000 Funchal - Madeira

Brazil

Attn: Mauricio Andrade Ramos

Undeliverable

ANIMALIA PRODUCTIONS PTY LTD

Level I - 462 City Road South Melbourne Victoria 3205, Australia

Attn: Ewan Burnett/Jenny Lalor

Undeliverable

**OMNITEM COMMUNICATION** 

45 rue de !'Est

92100 Boulogne-Billancourt

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6-7 Ludgate Square London EC4M7AS United Kingdom

Attention: Simona Cianni

Mondial Netwrok BV

Contact: Michelle van Bommel

Mondial Network BV

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3600 NL Maarssen, The Netherlands

Undeliverable Opening

14, Route de Beauchene27600 Champenard

France

Attention: Jean-.Pierre Vasseur

Director De L'Edition

Anglo Irish Bank Corporation plc

Stephens Court

18121 St Stephens Green

<del>Dublin 2, Ireland</del> Undeliverable

Inter Pacific Entertainment TI, LLC

3496 Wade Street Los Angeles, CA 90066 Attention: Tom Taylor, CEO

Undeliverable

Kaleidoscope Home Entertainment, Ltd.

104-108 Oxford Street, 4th Floor

London, England WIDILP

United Kingdom Attn: Spencer Pollard

**Pretty Pictures** 

100 rue de la Folie Mericomi

Paris 75011, France Attn: James Velaise Undeliverable

Regal Works Media Group, LLC 20862 Isherwood Terrace, Suite 201

Ashburn, VA 20147

Attn: Dane West, Managing Partner

Undeliverable 1/6/16

Pony Canyon

Visual Entertainment Dept. 1 2-5-10 Toranomon, Minato-ku

Tokyo 105-8487

Japan

Steven Lewis, Esq.

Heenan Blaikie

Indies Film Rights BV Gate Way A. Sumatralaan 45

Hilversum 1217 GP The Netherlands Attn: Hans Kok Undeliverable

Open Road Productions Ltd.
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Vancouver V6C 2B3
British Columbia, Canada
Attention: Harvey Kahn
Undeliverable 12/26/15
Central Myth Pictures Ltd.
311-4-75 Howe Street
Vancouver V6C 2B3

British Columbia., Canada Attention: Harvey Kahn Undeliverable 12/26/15 P.O. Box 185, Suite 2600
South Tower, Royal Bank Plaza
Toronto, Ontario MSJ2J4, Canada
Undeliverable12/26/15
Fire Road Productions Ltd
311-475 Howe Street

311-475 Howe Street
Vancouver V6C 2B3
British Columbia. Canada
Attention: Harvey Kahn
Undeliverable 12/26/15
Rick Eldridge - Chief Manager
ULTIMATE GIFT, LLC and UG
ACQUISITIONS, LLC

13850 Ballantyne Corporate Place

Pat Smith

Suite 500

Charlotte, NC 28277

LIGHTNING BOLTS
PRODUCTIONS, INC.
Suite 210-- Building 9
555 Brooksbank Avenue
North Vancouver, BC V7J 3S5

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Chain of Title Holdings Ltd. 311-475 Howe Street. Vancouver V6C 2B3 British Columbia, Canada Attention: Harvey Kahn Undeliverable-12/26/15

Tal Jones

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#### 3. Via Email

Consensus Securities LLC: bwhite@consensusadvisors.com The Zirlin Corp. dba Designworks: <a href="mailto:don@dzynwrx.com">don@dzynwrx.com</a>

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Foxfield Entertainment	Bruce Johnson	bruce@foxfieldentertainment.com
Gapstone	Dino de Angelis	adeangelis@gapstone.com
Go Digital	Tara Lattomus	tlattomus@eckertseamans.com
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MarVista Entertainment	Stephanie Slack	sslack@marvista.net
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		gsv@themoviestudio.com