

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries ConsolidatedCase No. 12-12568Reporting Period: July 1, 2013 - July 31, 2013

**MONTHLY OPERATING REPORT**

<b>REQUIRED DOCUMENTS</b>	<b>Document Form No.</b>	<b>Document Attached</b>	<b>Explanation Attached</b>	<b>Affidavit/Supplement Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1	Yes		
Bank Reconciliations (or copies of debtor's bank reconciliations)	MOR-1a	Yes	Also refer to Attachment A	
Schedule of Professional Fees Paid	MOR-1b	Yes		
Copies of bank statements		Yes	Attachment D	
Cash disbursement journals		Yes	Attachment B	
Statement of Operations	MOR-2	Yes		
Balance Sheet	MOR-3	Yes		
Status of Postpetition Taxes	MOR-4	Yes		
Copies of IRS Form 6123 or payment receipt		N/A	Refer to Bank Stmts	
Copies of tax returns filed during reporting period		N/A		
Summary of Unpaid Postpetition Debts	MOR-4	Yes		
Listing of aged accounts payable		Yes	Attachment C	
Accounts Receivable Reconciliation and Aging	MOR-5	Yes		
Debtor Questionnaire	MOR-5	Yes		

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

Signature of Debtor

Date

Signature of Joint Debtor

Date

August 19, 2013

Signature of Authorized Individual\*

Date

Ranjit Mankekar

Associate Restructuring Officer

Printed Name of Authorized Individual

Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.



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In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries Consolidated

Case No. 12-12568  
Reporting Period: July 1, 2013 - July 31, 2013

## SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

BANK ACCOUNTS									
	(Case 12-12568) DDMG Estate Operating	(Case 12-12568) DDMG Estate Sales Proceeds	(Case 12-12569) DDPI Estate Operating	All Other Cases	CURRENT MONTH		CUMULATIVE FILING TO DATE		
					ACTUAL	PROJECTED	ACTUAL	PROJECTED	
CASH - BEGINNING OF MONTH	386,896	5,019,622	(154)	-	5,406,364	-	304,149	75,500	
<b>RECEIPTS</b>									
Cash Sales	-	-	-	-	-	-	-	-	
Accounts Receivable	1,050,000	-	-	-	1,050,000	-	3,306,468	-	
Loans and Advances	300,000	-	-	-	300,000	-	18,339,897	19,600,291	
Sale of Assets	-	25,000	-	-	25,000	-	42,968,136	-	
Other Receipts	-	910	-	-	910	-	1,366,580	-	
Transfers (From DIP Accounts)	-	-	-	-	-	-	10,828,123	-	
<b>TOTAL RECEIPTS</b>	<b>1,350,000</b>	<b>25,910</b>	<b>-</b>	<b>-</b>	<b>1,375,910</b>	<b>-</b>	<b>76,809,203</b>	<b>19,600,291</b>	
<b>DISBURSEMENTS</b>									
Net Payroll	-	-	-	-	-	-	(5,168,598)	(8,733,052)	
Payroll Taxes	-	-	-	-	-	-	(2,355,871)	-	
Sales, Use and Other Taxes	-	-	-	-	-	-	(218,217)	-	
Inventory Purchases	-	-	-	-	-	-	-	-	
Security / Rental / Leases	-	-	-	-	-	-	(190,573)	(329,054)	
Insurance	-	-	-	-	-	-	(665,158)	(550,000)	
Administrative	(4,561)	(25)	-	-	(4,586)	-	(1,197,757)	(537,188)	
Selling	-	-	-	-	-	-	-	-	
Other Disbursements	(1,050,000)	-	-	-	(1,050,000)	-	(39,678,724)	(3,308,997)	
Owners Draw	-	-	-	-	-	-	-	-	
Transfers (To DIP Accounts)	-	-	-	-	-	-	(10,828,123)	-	
Professional Fees	(464,246)	-	-	-	(464,246)	-	(11,454,488)	(5,597,500)	
US Trustee Quarterly Fees	(10,725)	-	-	-	(10,725)	-	(103,125)	(120,000)	
Court Costs	-	-	-	-	-	-	-	-	
<b>TOTAL DISBURSEMENTS</b>	<b>(1,529,532)</b>	<b>(25)</b>	<b>-</b>	<b>-</b>	<b>(1,529,557)</b>	<b>-</b>	<b>(71,860,635)</b>	<b>(19,175,791)</b>	
<b>NET CASH FLOW</b>	<b>(179,532)</b>	<b>25,885</b>	<b>-</b>	<b>-</b>	<b>(153,647)</b>	<b>-</b>	<b>4,948,568</b>	<b>424,500</b>	
(RECEIPTS LESS DISBURSEMENTS)									
CASH - END OF MONTH	207,364	5,045,507	(154)	-	5,252,717	-	5,252,717	500,000	

DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)	
TOTAL DISBURSEMENTS	(1,529,557)
LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS	-
PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)	-
<b>TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES</b>	<b>(1,529,557)</b>

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries ConsolidatedCase No. 12-12568Reporting Period: July 1, 2013 - July 31, 2013

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS - continuation sheet**  
 (Other Receipts and Other Disbursements)

OTHER RECEIPTS		BANK ACCOUNTS				TOTAL
		DDMG Estate Operating	DDMG Estate Sales Proceeds	DDMG Estate Other	DDPI Estate Operating	
Source	Description					
Regions Bank	Money Market Account Interest 7/01/13 - 7/31/13 (Sales Proceeds Acct)	-	910	-	-	910
<b>TOTAL OTHER RECEIPTS</b>		-	910	-	-	910
<b>OTHER DISBURSEMENTS</b>						
Vendor / Payee	Description					
Senior Note / DIP Lending Syndicate	DIP Credit Facility Principal Payment	(1,050,000)	-	-	-	(1,050,000)
<b>TOTAL OTHER DISBURSEMENTS</b>		(1,050,000)	-	-	-	(1,050,000)

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries ConsolidatedCase No. 12-12568Reporting Period: July 1, 2013 - July 31, 2013

**BANK RECONCILIATIONS**  
**Continuation Sheet for MOR-1**

	DDMG Estate Operating		DDMG Estate Sales Proceeds (Restricted)		DDPI Estate Operating (1)	
	Regions Bank	# 0145669929	Regions Bank	# 0160021667	Wells Fargo	# 4187516190
<b>BALANCE PER BOOKS</b>		\$ 207,364		\$ 5,045,507		\$ (154)
BANK BALANCE		\$ 222,091		\$ 5,045,507		\$ -
(+) DEPOSITS IN TRANSIT (ATTACH LIST)						
(-) OUTSTANDING CHECKS (ATTACH LIST)		(14,727)				(154)
OTHER (ATTACH EXPLANATION)						
ADJUSTED BANK BALANCE		\$ 207,364		\$ 5,045,507		\$ (154)
<b>DEPOSITS IN TRANSIT</b>	Date	Amount	Date	Amount	Date	Amount
<b>CHECKS OUTSTANDING</b>	Ck #	Amount	Ck #	Amount	Ck #	Amount
	See attached bank reconciliations included in Attachment A					
	for listing of outstanding checks.					
	(1) Bank account closed prior to April 30, 2013.					
<b>OTHER</b>						

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries Consolidated

Case No. 12-12568  
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## SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID

Payee	Services / Role	Period Covered	Amount Approved	Payor	Check / Wire		Amount Paid			
					Number	Date	Current Period		Cumulative	
							Fees	Expenses	Fees	Expenses
Pachulski Stang Ziehl & Jones LLP (1)(2)	Bankruptcy Counsel	09/11/12 - 03/31/13	(2,345,259.96)	DDMG Estate	Wire Transfer	7/22/2013	(19,440.60)	-	(2,135,433.51)	(118,615.81)
Cassels Brock Lawyers (1)(3)	Bankruptcy Counsel (Canada)	09/11/12 - 03/31/13	(347,720.54)	DDMG Estate	Not Applicable	Not Applicable	-	-	(344,474.91)	(7,525.09)
Cadwalader Wickersham & Taft LLP (1)(4)	Bankruptcy Counsel (BOD Special Committee)	09/11/12 - 12/31/12	(274,848.23)	DDMG Estate	Not Applicable	Not Applicable	-	-	(195,836.99)	(14,163.01)
FTI Consulting	Turnaround Manager	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Wire Transfer	7/22/13, 7/25/13	(35,097.50)	-	(2,379,653.60)	(102,664.00)
Alvarez & Marsal Canada Inc.	Information Agent (Canada)	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Not Applicable	Not Applicable	-	-	(102,629.23)	-
Kurtzman Carson Consultants	Claims and Administrative Agent	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Wire Transfer	7/22/13, 7/31/13	(79,201.52)	-	(203,036.19)	-
Schulte Roth & Zabel LLP	Senior Lender Legal Counsel	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Wire Transfer	7/22/2013	(129,969.58)	-	(3,037,622.70)	-
WilmerHale	Senior Lender Legal Counsel	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Wire Transfer	7/31/2013	(537.00)	-	(449,439.77)	-
Landis, Rath & Cobb	Senior Lender Legal Counsel	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Not Applicable	Not Applicable	-	-	(229,652.42)	-
Blake Cassels & Graydon	Senior Lender Legal Counsel (Canada)	09/11/12 - 07/31/13	Not Applicable	DDMG Estate	Not Applicable	Not Applicable	-	-	(91,221.81)	-
Brown Rudnick LLP (5)	UCC Legal Counsel	09/11/12 - 03/31/13	(3,425,710.51)	DDMG Estate	Wire Transfer	7/31/2013	(200,000.00)	-	(1,584,046.69)	(42,180.05)
Sullivan Hazeltine Allinson LLC (6)	UCC Legal Counsel	09/11/12 - 05/31/13	(86,959.19)	DDMG Estate	Not Applicable	Not Applicable	-	-	(38,790.00)	(2,662.64)
MDT Executive Management Co., LLC (7)	UCC Financial Advisor	09/11/12 - 03/31/13	(128,403.19)	DDMG Estate	Not Applicable	Not Applicable	-	-	(115,605.00)	(7,338.19)
<b>TOTAL</b>							<b>(464,246.20)</b>	<b>-</b>	<b>(10,907,442.82)</b>	<b>(295,148.79)</b>

(1) All payments related to debtor professional legal counsel (Pachulski Stang Ziehl & Jones (Bankruptcy Counsel), Cassels Brock Lawyers (Canadian Bankruptcy Counsel), and Cadwalader Wickersham & Taft (BOD Special Committee Bankruptcy Counsel), were made in accordance with approved amounts per the DIP Budget and were wired directly to Trust Accounts maintained by Pachulski Stang Ziehl & Jones and Cassels Brock Lawyers (where these amounts were/are only disbursed to the applicable debtor professional following receipt and approval of fee applications by the bankruptcy court).

(2) Fees and expenses for Pachulski Stang Ziehl & Jones totaling \$2,055,353.06 covering the period 09/11/12 - 12/31/12 were approved (100% of fees and 100% of expenses less adjustments) on February 28, 2013. Fees and expenses totaling \$158,923.60 covering the period 01/01/13 - 01/31/13 were approved (80% of fees and 100% of expenses) on April 11, 2013. Fees and expenses totaling \$46,375.46 covering the period 02/01/13 - 02/28/13 were approved (80% of fees and 100% of expenses) on May 9, 2013. Fees and expenses totaling \$29,899.99 covering the period 03/01/13 - 03/31/13 were approved (80% of fees and 100% of expenses) on June 26, 2013. Fees and expenses totaling \$54,707.85 covering the period 01/01/13 - 03/31/13 (holdback / remaining 20% of fees for Q1 2013) were approved on July 25, 2013.

(3) Fees and expenses for Cassels Brock Lawyers totaling \$344,535.09 covering the period 09/11/12 - 12/31/12 were approved (100% of fees and 100% of expenses) on February 28, 2013. Fees and expenses totaling \$3,185.45 covering the period 01/01/13 - 03/31/13 were approved (80% of fees and 100% of expenses) on May 23, 2013.

(4) Fees and expenses for Cadwalader Wickersham & Taft LLP totaling \$274,848.23 covering the period 09/11/12 - 12/31/12 were approved (100% of fees and 100% of expenses) on March 22, 2013.

(5) Fees and expenses for Brown Rudnick totaling \$1,924,097.07 covering the period 09/11/12 - 12/31/12 were approved (100% of fees and 100% of expenses) on February 28, 2013. Fees and expenses totaling \$672,832.47 covering the period 01/01/13 - 01/31/13 were approved (80% of fees and 100% of expenses) on March 20, 2013. Fees and expenses totaling \$232,164.46 covering the period 02/01/13 - 02/28/13 were approved (80% of fees and 100% of expenses) on April 30, 2013. Fees and expenses totaling \$305,000.01 covering the period 03/01/13 - 03/31/13 were approved (80% of fees and 100% of expenses) on June 7, 2013. Fees and expenses totaling \$291,616.50 covering the period 01/01/13 - 03/31/13 (holdback / remaining 20% of fees for Q1 2013) were approved on July 25, 2013.

(6) Fees and expenses for Sullivan Hazeltine Allinson totaling \$72,124.01 covering the period 09/11/12 - 12/31/12 were approved (100% of fees and 100% of expenses) on February 28, 2013. Fees and expenses totaling \$7,550.16 covering the period 01/01/13 - 01/31/13 were approved (80% of fees and 100% of expenses) on March 21, 2013. Fees and expenses totaling \$1,828.00 covering the period 02/01/13 - 02/28/13 were approved (80% of fees and 100% of expenses) on April 17, 2013. Fees and expenses totaling \$902.00 covering the period 03/01/13 - 03/31/13 were approved (80% of fees and 100% of expenses) on May 16, 2013. Fees and expenses totaling \$2,225.50 covering the period 01/01/13 - 03/31/13 (holdback / remaining 20% of fees for Q1 2013) were approved on July 25, 2013. Fees and expenses totaling \$1,546.56 covering the period 04/01/13 - 04/30/13 were approved (80% of fees and 100% of expenses) on July 2, 2013. Fees and expenses totaling \$782.96 covering the period 05/01/13 - 05/31/13 were approved (80% of fees and 100% of expenses) on July 26, 2013.

(7) Fees and expenses for MDT Executive Management totaling \$122,943.19 covering the period 09/11/12 - 12/31/12 were approved (100% of fees and 100% of expenses) on February 28, 2013. Fees and expenses totaling \$3,304.00 covering the period 01/01/13 - 01/31/13 were approved (80% of fees and 100% of expenses) on March 20, 2013. Fees and expenses totaling \$1,064.00 covering the period 02/01/13 - 03/31/13 were approved (80% of fees and 100% of expenses) on June 7, 2013. Fees and expenses totaling \$1,092.00 covering the period 01/01/13 - 03/31/13 (holdback / remaining 20% of fees for Q1 2013) were approved on July 25, 2013.

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries Consolidated

Case No. 12-12568

Reporting Period: July 1, 2013 - July 31, 2013

**STATEMENT OF OPERATIONS**  
(Income Statement)

REVENUES	Month	Cumulative Filing to Date
Gross Revenues	\$ -	\$ 54,205
Less: Returns and Allowances	-	-
Net Revenue	\$ -	\$ 54,205
<b>COST OF GOODS SOLD</b>		
Beginning Inventory	-	-
Add: Purchases	-	-
Add: Cost of Labor	-	-
Add: Other Costs (attach schedule)	-	-
Less: Ending Inventory	-	-
Cost of Goods Sold	-	-
Gross Profit	-	54,205
<b>OPERATING EXPENSES</b>		
Advertising	-	21,137
Auto and Truck Expense	-	-
Bad Debts	-	-
Contributions	-	-
Employee Benefits Programs	-	199,452
Insider Compensation*	-	26,528
Insurance	27,657	437,300
Management Fees/Bonuses	-	-
Office Expense	24,486	386,516
Pension & Profit-Sharing Plans	-	-
Repairs and Maintenance	-	21,403
Rent and Lease Expense	-	151,551
Salaries/Commissions/Fees	-	611,944
Supplies	-	3,100
Taxes - Payroll	-	29,654
Taxes - Real Estate	-	264,662
Taxes - Other	-	-
Travel and Entertainment	-	22,396
Utilities	-	123,458
Other (attach schedule)	2,558	40,076
Total Operating Expenses Before Depreciation	54,701	2,339,176
Depreciation/Depletion/Amortization	-	-
Net Profit (Loss) Before Other Income & Expense	(54,701)	(2,284,971)
<b>OTHER INCOME AND EXPENSES</b>		
Other Income (attach schedule)	910	8,182,296
Interest Expense	(679,800)	(9,520,923)
Other Expense (attach schedule)	-	(3,405,988)
Net Profit (Loss) Before Reorganization Items	(733,590)	(7,029,586)
<b>REORGANIZATION ITEMS</b>		
Professional Fees Expense	(262,173)	(14,081,679)
U.S. Trustee Quarterly Fees	(6,500)	(109,625)
Interest Earned on Accumulated Cash from Chapter 11 (see continuation sheet)	-	-
Income (Loss) from Discontinued Operations	-	270,460
Gain (Loss) from Sale of Assets	49,486	(58,145,822)
Other Reorganization Expenses (attach schedule)	(145)	(35,070)
Total Reorganization Expenses	(219,332)	(72,101,736)
Income Taxes	-	-
Net Profit (Loss)	\$ (952,923)	\$ (79,131,322)

\*"Insider" is defined in 11 U.S.C. Section 101(31)

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## STATEMENT OF OPERATIONS - continuation sheet

BREAKDOWN OF "OTHER" CATEGORY	Month	Cumulative Filing to Date
<b>Other Costs</b>		
<b>Other Operational Expenses</b>		
Independent Contractors	\$ 1,600	\$ 28,528
Bank Service Charges	958	11,553
<b>Total</b>	<b>\$ 2,558</b>	<b>\$ 40,081</b>
<b>Other Income</b>		
Deferred Revenue Recognition / Amortization (Grant from State of FL)	\$ -	\$ 488,889
Deferred Revenue Recognition / Amortization (Grant from City of PSL)	-	225,146
Deferred Revenue Recognition / Amortization (Grant from City of WPB)	-	144,729
Deferred Revenue Recognition / Amortization (Land Grant from City of PSL)	-	160,417
Deferred Revenue Recognition / Amortization (License of Patents)	-	60,131
Change in Fair Value of Warrant Liability (Comvest Warrants)	-	1,144,721
Change in Fair Value of Warrant Liability (Galloping Horse Warrants / Put Option)	-	115,878
Change in Fair Value of Warrant Liability (Senior Lender Warrants)	-	2,724,119
Change in Fair Value of Warrant Liability (PIPE Warrants)	-	594,191
Change in Fair Value of Warrant Liability (Palm Beach Capital Warrants)	-	195,264
Refund of Pre-Petition Duplicate Invoice Payments and Unused Retainers	-	37,276
Regions Bank Sales Proceeds Account Interest Income	910	27,491
Miscellaneous Credits/Refunds	-	964
Senior Secured Debt Principal Reduction (Make Whole Provision Reduction)	-	2,263,080
<b>Total</b>	<b>\$ 910</b>	<b>\$ 8,182,296</b>
<b>Other Expenses</b>		
Trademark Amortization	\$ -	\$ (166,667)
Write-off of Pre-Petition Retainers and Deposits	-	(185,701)
Write-off of Capitalized Development Costs (DDI) and Deferred Expenses	-	(651,848)
Write-off of Capitalized Film Production Costs	-	(2,401,772)
<b>Total</b>	<b>\$ -</b>	<b>\$ (3,405,988)</b>
<b>Other Reorganization Expenses</b>		
Publication of Notice of Bankruptcy and Sale Order (US)	\$ -	\$ (12,733)
Publication of Notice of Bankruptcy (Canada)	-	(10,023)
Data Storage and Email Archiving	(145)	(12,314)
<b>Total</b>	<b>\$ (145)</b>	<b>\$ (35,070)</b>

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## BALANCE SHEET

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>CURRENT ASSETS</b>		
Unrestricted Cash and Equivalents	\$ 207,210	\$ 220,416
Restricted Cash and Cash Equivalents (see continuation sheet)	5,045,507	4,224,848
Accounts Receivable (Net)	3,275,840	9,610,256
Notes Receivable	-	-
Inventories	-	-
Prepaid Expenses	482,932	4,239,268
Professional Retainers	-	-
Other Current Assets (attach schedule)	746,746	1,099,374
<b>TOTAL CURRENT ASSETS</b>	<b>\$ 9,758,236</b>	<b>\$ 19,394,161</b>
<b>PROPERTY AND EQUIPMENT</b>		
Real Property and Improvements	1,002,621	48,920,098
Machinery and Equipment	-	26,611,289
Furniture, Fixtures and Office Equipment	-	3,205,559
Leasehold Improvements	-	3,527,286
Vehicles	-	54,566
Less Accumulated Depreciation	-	(8,682,326)
<b>TOTAL PROPERTY &amp; EQUIPMENT</b>	<b>\$ 1,002,621</b>	<b>\$ 73,636,472</b>
<b>OTHER ASSETS</b>		
Loans to Insiders*	-	-
Other Assets (attach schedule)	3,261,950	96,241,900
<b>TOTAL OTHER ASSETS</b>	<b>\$ 3,261,950</b>	<b>\$ 96,241,900</b>
<b>TOTAL ASSETS</b>	<b>\$ 14,022,806</b>	<b>\$ 189,272,533</b>

LIABILITIES AND OWNER EQUITY	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)</b>		
Accounts Payable	\$ 133,510	\$ -
Taxes Payable (refer to FORM MOR-4)	159,477	-
Wages Payable	-	-
Notes Payable	-	-
Rent/Leases - Building/Equipment	-	-
Secured Debt/Adequate Protection Payments	58,131,851	-
Professional Fees	2,736,406	-
Amounts Due to Insiders	-	-
Other Postpetition Liabilities (attach schedule)	493,605	-
<b>TOTAL POSTPETITION LIABILITIES</b>	<b>\$ 61,654,849</b>	<b>\$ -</b>
<b>LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)</b>		
Secured Debt	\$ 13,328,050	\$ 122,371,696
Priority Debt	2,442,976	8,493,761
Unsecured Debt	42,733,956	85,362,555
<b>TOTAL PRE-PETITION LIABILITIES</b>	<b>\$ 58,504,981</b>	<b>\$ 216,228,012</b>
<b>TOTAL LIABILITIES</b>	<b>\$ 120,159,831</b>	<b>\$ 216,228,012</b>
<b>OWNER EQUITY</b>		
Capital Stock	\$ 454,665	\$ 454,665
Additional Paid-In Capital	274,445,944	274,493,579
Treasury Stock	(14,811,986)	(14,811,986)
Retained Earnings - Pre-Petition	(287,046,244)	(287,046,244)
Retained Earnings - Postpetition	(79,131,322)	-
Adjustments to Owner Equity (attach schedule)	(48,082)	(45,493)
Postpetition Contributions (Distributions) (Draws) (attach schedule)	-	-
<b>NET OWNER EQUITY</b>	<b>\$ (106,137,025)</b>	<b>\$ (26,955,479)</b>
<b>TOTAL LIABILITIES AND OWNERS' EQUITY</b>	<b>\$ 14,022,806</b>	<b>\$ 189,272,533</b>



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## BALANCE SHEET - continuation sheet

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>Restricted Cash and Cash Equivalents</b>		
Sabadell Bank - Credit Card Collateral Account	\$ -	\$ 71,594
TD Bank - Debt Service Reserve Account (FBO City of Port St. Lucie)	-	4,153,254
Regions Bank - Sales Proceeds Account	5,045,507	-
<b>Total</b>	<b>\$ 5,045,507</b>	<b>\$ 4,224,848</b>
<b>Other Current Assets</b>		
Security Deposits	\$ 137,179	\$ 270,362
Tuition Receivable	-	28,227
Advances to Digital Domain Youth Outreach Foundation	-	219,239
Canadian HST Receivable	609,567	581,545
<b>Total</b>	<b>\$ 746,746</b>	<b>\$ 1,099,374</b>
<b>Other Assets</b>		
Capitalized Film Production Costs	\$ -	\$ 15,367,836
Investment in Ender's Game Production	-	17,213,042
Titanic Participation Rights	-	646,667
Deferred Debt Issuance Costs	2,669,135	3,729,589
Capitalized Pre-Construction and Development Costs	-	984,004
Foreign Tax Credits	592,814	592,814
Goodwill	-	18,080,782
Intangible Assets (Trade Names)	-	15,410,000
Intangible Assets (Unpatented Technology, Proprietary Software, Patents)	-	24,217,166
<b>Total</b>	<b>\$ 3,261,950</b>	<b>\$ 96,241,900</b>

LIABILITIES AND OWNER EQUITY	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>Professional Fees</b>		
Accrued Bankruptcy Professional Fees (Debtor Professionals)	\$ 267,746	\$ -
Accrued Bankruptcy Professional Fees (Senior / DIP Lender Legal Counsel)	-	-
Accrued Bankruptcy Professional Fees (UCC Legal Counsel and Financial Advisor)	2,468,660	-
<b>Total</b>	<b>\$ 2,736,406</b>	<b>\$ -</b>
<b>Other Postpetition Liabilities</b>		
Accrued Property Insurance	\$ -	\$ -
Accrued Interest on Secured Debt (Subordinated)	396,996	-
Due to City of Port St. Lucie (Asset Sale / Auction Proceeds)	-	-
Accrued US Trustee Fees	6,500	-
Due to DD 3.0 / Galloping Horse	90,109	-
<b>Total</b>	<b>\$ 493,605</b>	<b>\$ -</b>
<b>Adjustments to Owner Equity</b>		
Other Comprehensive Loss (Foreign Currency Translation)	\$ 48,082	\$ 45,493
<b>Postpetition Contributions (Distributions) (Draws)</b>		

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries ConsolidatedCase No. 12-12568Reporting Period: July 1, 2013 - July 31, 2013**STATUS OF POSTPETITION TAXES**

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability
<b>Federal</b>						
Withholding	-	-	-			-
FICA - Employee	-	-	-			-
FICA - Employer	-	-	-			-
Unemployment	-	-	-			-
Income	-	-	-			-
Other	-	-	-			-
Total Federal Taxes	-	-	-			-
<b>State and Local</b>						
Withholding	-	-	-			-
Sales	-	-	-			-
Excise	-	-	-			-
Unemployment	-	-	-			-
Real Property	159,477	-	-			159,477
Personal Property	-	-	-			-
Other	-	-	-			-
Total State and Local	159,477	-	-			159,477
<b>Total Taxes</b>	<b>\$ 159,477</b>	<b>\$ -</b>	<b>\$ -</b>			<b>\$ 159,477</b>

**SUMMARY OF UNPAID POSTPETITION DEBTS**

	Current	0-30	Number of Day Past Due		Over 90	Total
			31-60	61-90		
Accounts Payable	\$ 32,431	4,664	4,717	4,717	86,981	\$ 133,510
Wages Payable	-	-	-	-	-	-
Taxes Payable	-	-	159,477	-	-	159,477
Rent/Leases - Building	-	-	-	-	-	-
Rent/Leases - Equipment	-	-	-	-	-	-
Secured Debt/Adequate Protection Payments	58,131,851	-	-	-	-	58,131,851
Professional Fees	2,736,406	-	-	-	-	2,736,406
Amounts Due to Insiders	-	-	-	-	-	-
Other: Accrued US Trustee Fees	6,500	-	-	-	-	6,500
Other: Due to DD 3.0 / Galloping Horse America, LLC	90,109	-	-	-	-	90,109
Other: Accrued Interest on Secured Debt (Subordinated)	396,996	-	-	-	-	396,996
Other: Accrued Other Miscellaneous	-	-	-	-	-	-
<b>Total Postpetition Debts</b>	<b>\$ 61,394,293</b>	<b>\$ 4,664</b>	<b>\$ 164,194</b>	<b>\$ 4,717</b>	<b>\$ 86,981</b>	<b>\$ 61,654,849</b>

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries Consolidated

Case No. 12-12568

Reporting Period: July 1, 2013 - July 31, 2013

**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**

Accounts Receivable Reconciliation	Amount			
	DDMG Estate	DDPI Estate	DDPVC Estate	Total
Total Accounts Receivable at the beginning of the reporting period	\$ 3,275,840	\$ 1,050,000	\$ -	\$ 4,325,840
+ Amounts billed during the period	-	-	-	-
- Amounts collected during the period	-	(1,050,000)	-	(1,050,000)
- Other adjustments	-	-	-	-
Total Accounts Receivable at the end of the reporting period	\$ 3,275,840	\$ -	\$ -	\$ 3,275,840
<b>Accounts Receivable Aging</b>				
0 - 30 days old	\$ -	\$ -	\$ -	\$ -
31 - 60 days old	-	-	-	-
61 - 90 days old	-	-	-	-
91+ days old	3,275,840	-	-	3,275,840
Total Accounts Receivable	\$ 3,275,840	\$ -	\$ -	\$ 3,275,840
Amount considered uncollectible (Bad Debt) (1)	(3,200,000)	-	-	(3,200,000)
Accounts Receivable (Net)	\$ 75,840	\$ -	\$ -	\$ 75,840

(1) \$3,200,000 of accounts receivable is due from an entity where amounts owed to this entity (aggregate pre-petition liabilities) exceed \$3,200,000 and as a result this receivable is not expected to be collected.

**DEBTOR QUESTIONNAIRE**

Must Be Completed Each Month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.	Yes (1)	
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period. If yes, provide an explanation below.		No
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.		No (2)
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	Yes (3)	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened, provide the required documentation pursuant to the Delaware Local Rule 4001-3.		No

(1) During July 2013, DDMG Estate sold miscellaneous film production related assets (pursuant to a de minimis asset sale order) for net proceeds of \$25,000.

(2) DDMG Estate's Federal and State Tax Returns for the years ended December 31, 2011 and December 31, 2012 have not been filed. DDMG Estate is currently working with its legal counsel and financial advisor to determine the best course of action to prepare and finalize its 2011 and 2012 Federal and State tax returns.

(3) During December 2012, DDMG Estate terminated all of its remaining employees, finalized the sale of its remaining fixed assets (furniture and equipment) and vacated its administrative offices and studio in Port St. Lucie, FL. As a result, DDMG Estate either cancelled or did not renew its workers compensation, commercial property and general liability insurance policies during January 2013.

**DDMG Estate (f/k/a Digital Domain Media Group, Inc)**  
**Bank Reconciliation**  
**July 31, 2013**

Bank: Regions Bank  
 Account Number: 0145669929  
 Account Description / Type: Operating  
 General Ledger Account : 10070  
**Ending Balance - Bank: \$ 222,090.84**

Plus:  
 Deposits in Transit -  
 Less:  
 Outstanding Checks (14,726.77)  
**Ending Balance - General Ledger: \$ 207,364.07**

**Outstanding Checks**

Vendor / Payee	Check Number	Check Date	Amount
Kevin Ambler	4408	11/1/2012	(2,388.89)
Christopher Kotschwar	4453	11/29/2012	(30.24)
John Scott	4459	11/29/2012	(680.00)
Intermedia	4506	12/20/2012	(902.64)
US Trustee	4563	7/26/2013	(10,725.00)
			<b>\$ (14,726.77)</b>

**DDMG Estate (f/k/a Digital Domain Media Group, Inc)**  
**Bank Reconciliation**  
**July 31, 2013**

Bank:	Regions Bank
Account Number:	0160021667
Account Description / Type:	Sales Proceeds
General Ledger Account :	10072
<b>Ending Balance - Bank:</b>	<b>\$ 5,045,507.19</b>
Plus:	
Deposits in Transit	-
Less:	
Outstanding Checks	-
<b>Ending Balance - General Ledger:</b>	<b>\$ 5,045,507.19</b>

**Outstanding Checks**

<b>Vendor / Payee</b>	<b>Check Number</b>	<b>Check Date</b>	<b>Amount</b>
NA	NA	NA	NA

**DDPI Estate (f/k/a Digital Domain Productions, Inc)**  
**Bank Reconciliation**  
**July 31, 2013 (1)**

Bank:	Wells Fargo
Account Number:	4187516190
Account Description / Type:	Operating
General Ledger Account :	11014
Ending Balance - Bank (Sweep)	\$ -
Ending Balance - Bank (Operating)	-
<b>Ending Balance - Bank:</b>	<b>\$ -</b>
Plus:	
Deposits in Transit	-
Less:	
Outstanding Checks	<u>(154.21)</u>
<b>Ending Balance - General Ledger:</b>	<b>\$ (154.21)</b>

**Outstanding Checks**

Vendor / Payee	Check Number	Check Date	Amount
Takemura, Kimberly - Exp Rpt	114750	9/26/2012	(119.22)
Rotman, Megan - Exp Rpt	114804	9/26/2012	(22.99)
Frick, Robert - Exp Rpt	114837	9/27/2012	<u>(12.00)</u>
<b>Total Outstanding Checks</b>			<b>\$ (154.21)</b>

(1) Bank account closed prior to April 30, 2013.

[illegible]

DDPI Estate (f/k/a Digital Domain Productions, Inc.)  
Case No. 12-12569  
Cash Receipts and Disbursements Detail  
7/01/13 - 7/31/13

Customer / Vendor	Receipt / (Disbursement) Description	Receipt Amount	Disbursement Amount	Type	Check / Wire Number	Date	Amount
Beginning Balance - General Ledger						6/30/2013	(154.21)
Receipts	N/A	-	-	NA	NA	NA	-
Internal Transfers	N/A	-	-	NA	NA	NA	-
Disbursements	N/A	-	-	NA	NA	NA	-
Ending Balance - General Ledger		-	-			7/31/2013	(154.21)

Entity Location:	California	California
Bank:	Wells Fargo	Wells Fargo
Bank Account No.:	4187516190	4496804394
GL Account No.:	11014	11040
Description:	Operating	Mothership

(154.21)	-
-	-
-	-
-	-
(154.21)	-



All Other Cases -  
Cash Receipts and Disbursements Journal  
7/01/13 - 7/31/13

Entity Location: N/A  
Bank: N/A  
Bank Account No.: N/A  
GL Account No.: N/A  
Description: N/A

Customer / Vendor	Receipt / (Disbursement) Description	Receipt Amount	Disbursement Amount	Type	Check / Wire Number	Date	Amount
Beginning Balance - General Ledger							
Receipts	N/A	-	-	NA	NA	6/30/2013	-
Internal Transfers	N/A	-	-	NA	NA	NA	-
Disbursements	N/A	-	-	NA	NA	NA	-
Ending Balance - General Ledger							
		-	-			7/31/2013	-

All Other Cases Comprised Of:  
Case No.  
12-12567 DD Estate (f/k/a Digital Domain)  
12-12570 DMMI Estate (f/k/a Motherhip Media, Inc.)  
12-12571 DDINT Estate (f/k/a Digital Domain International, Inc.)  
12-12572 Tradition Studios, Inc.  
12-12573 DCSG Estate (f/k/a Digital Domain Stereo Group, Inc.)  
12-12574 DCSG Estate (f/k/a Digital Domain Stereo Group, Inc.)  
12-12575 Tenho Productions, Inc.  
12-12576 DDT Estate (f/k/a Digital Domain Tactical, Inc.)  
12-12577 DDH Land Holdings, LLC  
12-12578 DDPVC Estate (f/k/a Digital Domain Productions Vancouver Ltd.)  
12-12579 DDI Estate (f/k/a Digital Domain Institute, Inc.)  
12-12580 DDH Land Holdings II, LLC

**DDMG Estate**  
**A/P Aging Summary**  
As of July 31, 2013

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
Autonomy	4,663.68	4,663.68	4,663.68	4,663.68	23,687.91	42,342.63
Broad and Cassel	0.00	0.00	0.00	0.00	7,444.50	7,444.50
CityPlace Office II, LLC {DDI Rent}	0.00	0.00	0.00	0.00	10,918.00	10,918.00
Emily Gaddy	815.00	0.00	0.00	0.00	0.00	815.00
Hooper, Lundy & Bookman, P.C.	0.00	0.00	0.00	0.00	8,793.00	8,793.00
Intermedia	0.00	0.00	53.45	53.45	1,315.38	1,422.28
Iron Mountain	144.84	0.00	0.00	0.00	0.00	144.84
Mitchell Silberberg & Knupp, LLP	0.00	0.00	0.00	0.00	330.00	330.00
Mitel Leasing	0.00	0.00	0.00	0.00	24,485.96	24,485.96
Perkins Coie	0.00	0.00	0.00	0.00	4,658.39	4,658.39
Schulte Roth & Zabel, LLP	26,807.53	0.00	0.00	0.00	0.00	26,807.53
Tradition Commercial Association, Inc.	0.00	0.00	0.00	0.00	3,721.39	3,721.39
Tradition Irrigation Company, LLC	0.00	0.00	0.00	0.00	1,626.68	1,626.68
<b>TOTAL</b>	<b>32,431.05</b>	<b>4,663.68</b>	<b>4,717.13</b>	<b>4,717.13</b>	<b>86,981.21</b>	<b>133,510.20</b>



**Regions Bank**  
Gardens Mall  
3501 Kyoto Gardens Drive  
West Palm Beach, FL 33410

00052708 01 AT 0.384 001  
DDMG ESTATE  
OPERATING  
DEBTOR IN POSSESSION  
STE 201  
10521 SW VILLAGE CENTER DR  
PORT SAINT LUCIE FL 34987-1930

ACCOUNT #

0145669929

Cycle 092  
Enclosures 26  
Page 1 of 3

**COMMERCIAL ANALYZED CHECKING**

June 29, 2013 through July 31, 2013

**SUMMARY**

<b>Beginning Balance</b>	<b>\$390,897.92</b>	<b>Minimum Balance</b>	<b>\$135,921</b>
Deposits & Credits	\$1,350,000.00	+	
Withdrawals	\$1,516,303.62	-	
Fees	\$902.86	-	
Automatic Transfers	\$0.00	+	
Checks	\$1,600.60	-	
<b>Ending Balance</b>	<b>\$222,090.84</b>		

**DEPOSITS & CREDITS**

07/24	Wire Transfer Pachulski Stan	1,050,000.00
07/30	Wire Transfer Wilmer Cutler	300,000.00
	<b>Total Deposits &amp; Credits</b>	<b>\$1,350,000.00</b>

**WITHDRAWALS**

07/02	Iron Mountain Bt0701 Ddmg Estate 000000007612247	427.42
07/22	Wire Transfer Schulte Roth &	129,969.58
07/22	Wire Transfer Kurtzman Carso	67,508.55
07/22	Wire Transfer Pachulski Stan	19,440.60
07/22	Wire Transfer Fti Consulting	15,097.50
07/22	Wire Transfer Emily Gaddy	1,630.00
07/25	Wire Transfer Wilmer Cutler	1,050,000.00
07/25	Wire Transfer Fti Consulting	20,000.00
07/31	Wire Transfer Brown Rudnick	200,000.00
07/31	Wire Transfer Kurtzman Carso	11,692.97
07/31	Wire Transfer Wilmer Cutler	537.00
	<b>Total Withdrawals</b>	<b>\$1,516,303.62</b>

**FEES**

07/09	Analysis Charge	06-13	627.86
07/23	Analysis Charge	06-13	275.00
	<b>Total Fees</b>		<b>\$902.86</b>

**Regions Bank**  
 Gardens Mall  
 3501 Kyoto Gardens Drive  
 West Palm Beach, FL 33410

DDMG ESTATE  
 OPERATING  
 DEBTOR IN POSSESSION  
 STE 201  
 10521 SW VILLAGE CENTER DR  
 PORT SAINT LUCIE FL 34987-1930

ACCOUNT # 0145669929

Cycle 092  
 Enclosures 26  
 Page 1  
 2 of 3

### CHECKS

<u>Date</u>	<u>Check No.</u>	<u>Amount</u>	<u>Date</u>	<u>Check No.</u>	<u>Amount</u>
07/30	4564	1,600.60			

### DAILY BALANCE SUMMARY

<u>Date</u>	<u>Balance</u>	<u>Date</u>	<u>Balance</u>	<u>Date</u>	<u>Balance</u>
07/02	390,470.50	07/23	155,921.41	07/30	434,320.81
07/09	389,842.64	07/24	1,205,921.41	07/31	222,090.84
07/22	156,196.41	07/25	135,921.41		

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 terms, fees, and rate information (if applicable)  
 for your account by contacting any Regions office.**

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 or visit us on the Internet at [www.regions.com](http://www.regions.com).

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**Regions Bank**  
Gardens Mall  
3501 Kyoto Gardens Drive  
West Palm Beach, FL 33410

DDMG ESTATE  
OPERATING  
DEBTOR IN POSSESSION  
STE 201  
10521 SW VILLAGE CENTER DR  
PORT SAINT LUCIE FL 34987-1930

ACCOUNT #

0145669929

Page

3 of 3

4564

DIGITAL DOMAIN MEDIA GROUP, INC.  
10111 GARDEN DRIVE, SUITE 201  
PORT SAINT LUCIE, FL 34987

REGIONS  
01-066-411

7/26/2013

NEW TO: Villa Fargo  
CHECK NO: 1600.60

One Thousand Six Hundred and 00/100th (1600.60) DOLLARS

Villa Fargo Bank  
ACCOUNT # 014566  
NEW TO: Villa Fargo  
MINNESOTA, MN 55403

7/26/2013

4564

4564 0145669929 0145669929

Check# 4564 07/30/2013 \$1600.60



**Regions Bank**  
 Okeechobee  
 305 East North Park Street  
 Okeechobee, FL 34972

DDMG ESTATE SALE  
 PROCEEDS  
 DEBTOR IN POSSESSION  
 STE 1100  
 1001 17TH ST  
 DENVER CO 80202-2056

ACCOUNT #

0160021667

Cycle 092  
 Enclosures 26  
 Page 0  
 1 of 1

**COMMERCIAL MONEY MARKET**

June 29, 2013 through July 31, 2013

**SUMMARY**

<b>Beginning Balance</b>	<b>\$5,019,621.72</b>		Minimum Balance	\$5,019,596
Deposits & Credits	\$25,000.00	+	Average Balance	\$5,034,755
Net Interest Earned	\$910.47	+	Annual Percentage Yield Earned	0.20%
Withdrawals	\$0.00	-	Interest This Period	\$910.47
Fees	\$25.00	-	Average Collected Balance	\$5,034,755.81
Automatic Transfers	\$0.00	+	2013 YTD Interest	\$6,142.59
Checks	\$0.00	-		
<b>Ending Balance</b>	<b>\$5,045,507.19</b>			

**DEPOSITS & CREDITS**

07/12	Wire Transfer Jacked Enterta	25,000.00
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**INTEREST**

07/31	Interest Payment	910.47
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**FEES**

07/09	Analysis Charge	06-13	25.00
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**DAILY BALANCE SUMMARY**

<u>Date</u>	<u>Balance</u>	<u>Date</u>	<u>Balance</u>	<u>Date</u>	<u>Balance</u>
07/09	5,019,596.72	07/12	5,044,596.72	07/31	5,045,507.19

**You may request account disclosures containing  
 terms, fees, and rate information (if applicable)  
 for your account by contacting any Regions office.**

**For all your banking needs, please call 1-800-REGIONS (734-4667).  
 or visit us on the Internet at [www.regions.com](http://www.regions.com).**

**Thank You For Banking With Regions!**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

DDMG Estate, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

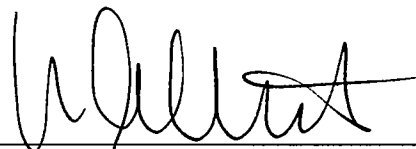
Case No.: 12-12568 (BLS)

(Jointly Administered)

**AFFIDAVIT OF SERVICE**

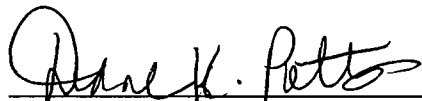
Monica A. Molitor, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski Stang Ziehl & Jones LLP, proposed counsel for the Debtor in the above-captioned action, and that on the 19<sup>th</sup> day of August, 2013, she caused a copy of the following document(s) to be served upon the attached service list(s) in the manner indicated:

*Monthly Operating Report [Reporting Period: July 1, 2013 – July 31, 2013]*



Monica A. Molitor, Paralegal

SWORN TO AND SUBSCRIBED  
by me on this 19<sup>th</sup> day of August, 2013



Notary Public

My Commission Expires:

2-15-16

DIANE K. POTTS

NOTARY PUBLIC

STATE OF DELAWARE

~~My commission expires Feb. 15, 2016~~

<sup>1</sup> The Debtors in these proceedings and the last four digits of each Debtor's federal or foreign taxpayer identification number, if any, are as follows: D2 Software, Inc. (5602); DDH Land Holdings, LLC; DDH Land Holdings II, LLC; DD Estate (8392); DDI Estate (6275); DDInt Estate. (9344); DDMG Estate (9505); DDPI Estate (5757); DDPVC Estate (6450); DDSG Estate (4526); DDT Estate (6809); DDMI Estate (2113); Tradition Studios, Inc. (4883); Tembo Productions, Inc. (7634). The Debtors' mailing address is 10250 SW Village Parkway, Port St. Lucie, Florida 34987.

**Digital Domain Media Group, Inc., et al  
MOR Service List**

Case No.: 12-12568 (BLS)

Document No.: 184538

04 – Hand Delivery

03 – First Class Mail

**Hand Delivery**

*(United States Trustee)*

Richard Schepacarter, Esquire

Office of the United States Trustee

844 King Street, Suite 2207

J. Caleb Boggs Federal Building

Wilmington, DE 19801

**Hand Delivery**

*(Counsel to the DIP Agent)*

Brett D. Fallon, Esquire

Morris James LLP

500 Delaware Avenue, Suite 1500

Wilmington, DE 19801

**Hand Delivery**

*(Counsel to the Official Committee  
of Unsecured Creditors)*

William D. Sullivan, Esquire

Seth S. Brostoff, Esquire

Sullivan Hazeltime Allinson LLC

901 N. Market Street, Suite 1300

Wilmington, DE 19801

**Hand Delivery**

*(Counsel to the DIP Lenders, et al.)*

Adam G. Landis, Esquire

Kerri K. Mumford, Esquire

Jeffery R. Drobish, Esquire

Landis Rath & Cobb LLP

919 Market Street, Suite 1800

Wilmington, DE 19801

**First Class Mail**

*(Counsel to the DIP Lenders)*

Adam Harris, Esquire

David Hillman, Esquire

Karen Park, Esquire

Neil S. Begley, Esquire

Schulte Roth & Zabel LLP

919 Third Avenue

New York, NY 10022

**First Class Mail**

*(Counsel to the DIP Agent)*

George W. Shuster, Jr., Esquire

Wilmer Cutler Pickering Hale and Dorr LLP

250 Greenwich Street

7 World Trade Center

New York, NY 10007

**First Class Mail**

*(Counsel to the Official Committee of  
Unsecured Creditors)*

H. Jeffrey Schwartz, Esquire

Bennett Silverberg, Esquire

Laura F. Weiss, Esquire

Brown Rudnick LLP

Seven Times Square

New York, NY 10036