

## MOVIE GALLERY: Case Summary & 30 Largest Unsecured Creditors

Troubled Company Reporter , Oct 17, 2007 ( Source: TCR)

Debtor: Movie Gallery, Inc.  
fdba Game Crazy  
fdba M.G. Midwest  
fdba Moovies, Inc.  
fdba Movie Gallery Asset Management, Inc.  
fdba Video Library, Inc.  
900 West Main Street  
Dothan, AL 36301

Bankruptcy Case No.: 07-33849

Debtor-affiliates filing separate Chapter 11 petitions:

Entity	Case No.
-----	-----
Hollywood Entertainment Corporation	07-33848
M.G. Digital, LLC	07-33850
M.G.A. Realty I, LLC	07-33851
MG Automation LLC	07-33852
Movie Gallery US, LLC	07-33853

Type of Business: The Debtor group currently owns and operates approximately 4,600 retail stores located throughout North America that rent and sell DVDs, videocassettes and video games. The group is the second largest North American home entertainment specialty retailer focusing on urban, rural and suburban markets.  
See <http://www.moviegallery.com/>

Chapter 11 Petition Date: October 16, 2007

Court: Eastern District of Virginia (Richmond)

Debtors' Counsel: Anup Sathy, Esq.  
Marc J. Carmel, Esq.  
Kirkland & Ellis LLP  
200 East Randolph Drive  
Chicago, IL 60601-6636  
Tel: (312) 861-2000  
Fax: (312) 861-2200

-- and --

Richard M. Cieri, Esq.  
Kirkland & Ellis LLP  
Citigroup Center  
153 East 53rd Street  
New York, NY 10022-4611  
Tel: (212) 446-4800  
Fax: (212) 446-4900  
<http://www.kirkland.com/>

Debtors'

Local Counsel: Michael A. Condyles, Esq.  
Peter J. Barrett, Esq.  
Kutak Rock LLP  
Suite 800, Bank of America Center  
1111 East Main Street  
Richmond, VA 23219-3500  
Tel: (804) 644-1700  
Fax: (804) 783-6192  
<http://www.kutakrock.com/>

Debtors' Claims &

Balloting Agent: Kurtzman Carson Consultants LLC  
2335 Alaska Avenue  
El Segundo, CA 90245  
Tel: (866) 381-9100  
Fax: (310) 823-9133  
<http://www.kccllc.com/>

Debtors' consolidated financial condition as of July 1, 2007:

Total Assets: \$891,993,000

Total Debts: \$1,419,215,000

Debtors' Consolidated list of their 30 Largest Unsecured Creditors:

Entity -----	Nature of Claim -----	Claim Amount -----
U.S. Bank Corporate Trust Services, E.X.G.A.-A.T.P.T. 1349 Peachtree Street, Suite 1050 Atlanta, GA 30309 Attention: Jack Ellerin U.S. Bank Corporate Trust Services, E.X.G.A.-A.T.P.T. 1349 Peachtree Street, Suite 1050 Atlanta, GA 30309 Tel: (404) 898-8830 Fax: (404) 898-8844	bond	\$322,419,999
Paramount Home Video 5555 Melrose Avenue Hollywood, CA 90038 Attention: Andi Marygold Paramount Home Video 5555 Melrose Avenue Hollywood, CA 90038 Tel: (323) 956-5489 Fax: (323) 862-1183	trade	\$11,198,737
Sony Pictures Home Entertainment	trade	\$10,954,171

10202 West Washington  
Boulevard, Suite 2400  
Culver City, CA 90232  
Attention: Grace Aprilia  
Sony Pictures Home  
Entertainment  
10202 West Washington  
Boulevard, Suite 2400  
Culver City, CA 90232  
Tel: (310) 244-8485  
Fax: (310) 244-2626

Twentieth Century Fox Home Entertainment 2121 Avenue of the Stars, Suite 2500 Los Angeles, CA 90067-5049 Attention: Laura Cook, General Counsel Twentieth Century Fox Home Entertainment 2121 Avenue of the Stars, Suite 2500 Los Angeles, CA 90067-5049 Tel: (310) 369-3900 Fax: (310) 369-5262	trade	\$7,591,134
---	-------	-------------

Warner Home Video 3400 Riverside Drive, Building 160 Burbank, CA 91505 Attention: Jacob Marlen & Laura Bermudez Warner Home Video 3400 Riverside Drive, Building 160 Burbank, CA 91505	trade	\$6,897,627
---	-------	-------------

Universal Studios Home Entertainment 10 Universal City Plaza, Fourth Floor, Universal City, CA 91608 Attention: Janice Sasaki Universal Studios Home Entertainment 10 Universal City Plaza, Fourth Floor, Universal City, CA 91608 Tel: (818) 777-5159 Fax: (818) 866-3330	trade	\$5,052,179
--	-------	-------------

V.P.D., Inc. 150 PArk Shore Drive Folsom, CA 95630 Attention: David Sedin	trade	\$3,672,022
V.P.D., Inc. 150 PArk Shore Drive Folsom, CA 95630	trade	\$3,672,022

Tel: (916) 605-1540

Fax: (916) 605-1679

Lions Gate Entertainment trade \$2,252,918

2700 Colorado Avenue,  
Second Floor  
Santa Monica, CA 90404  
Attention: Brian John  
Lions Gate Entertainment  
2700 Colorado Avenue,  
Second Floor  
Santa Monica, CA 90404

First Look Home Entertainment trade \$1,000,754

2000 Avenue of the Stars,  
Suite 410  
Los Angeles, CA 90067

Banta Direct Marketing Group trade \$821,546

Corporate Headquarters  
2075 Busse Road  
Elk Grove, IL 60007-5738;  
R.R. Donnelly Legal  
Department  
111 South Wacker Drive  
Chicago, IL 60606  
Attention: Jim Cyze,  
President  
Banta Direct Marketing Group  
Corporate Headquarters  
2075 Busse Road  
Elk Grove, IL 60007-5738  
Tel: (847) 593-1200  
Fax: (847) 593-0729

The Brualdi Law Firm litigation \$700,000

29 Broadway, Suite 2400 settlement  
New York, NY 10022;  
Lerach, Coughlin, Stoia,  
Geller, Geller, Rudman &  
Robbins, L.L.P.  
655 West Broadway, Suite 1900  
San Diego, CA 92101  
Attention: Richard B. Brualdi  
The Brualdi Law Firm  
29 Broadway, Suite 2400  
New York, NY 10022  
Tel: (212) 952-0602  
Fax: (212) 952-0608  
Attention: A. Rick Atwood  
Lerach, Coughlin, Stoia,  
Geller, Geller, Rudman &  
Robbins, L.L.P.  
655 West Broadway, Suite 1900  
San Diego, CA 92101  
Tel: (619) 231-1058  
Fax: (619) 231-7423

B.N.Y. Western Trust Co. bond \$450,000

550 Kearney Street,  
Suite 600  
San Francisco, CA 94108  
Attention: Corporate  
Trust Department  
B.N.Y. Western Trust Co.  
550 Kearney Street,  
Suite 600  
San Francisco, CA 94108  
Tel: (415) 263-2000  
Fax: (415) 399-1647

Random House, Inc. 1745 Broadway New York, NY 10019 Attention: General Counsel or Officer Random House, Inc. 1745 Broadway New York, NY 10019 Tel: (212) 782-9000 Fax: (212) 940-7381	trade	\$419,025
--	-------	-----------

O.R.I.X. Commercial Finance, L.L.C. (successor in interest to O.R.I.X. Financial Services, Inc.) c/o Gebhardt & Smith, L.L.P. One South Street, Suite 2200 Baltimore, MD 21202 Attention: Michael D. Nord O.R.I.X. Commercial Finance, L.L.C. (successor in interest to O.R.I.X. Financial Services, Inc.) c/o Gebhardt & Smith, L.L.P. One South Street, Suite 2200 Baltimore, MD 21202 Tel: (410) 752-5830 Fax: (410) 385-5119	litigation	\$400,000
--	------------	-----------

Realty Income Corp. 220 West Crest Street Escondido, CA 92025 Attention: Thomas A. Lewis, Chief Executive Officer Realty Income Corp. 220 West Crest Street Escondido, CA 92025 Tel: (760) 741-2111 Fax: (760) 741-2235	trade	\$359,732
--	-------	-----------

Emdeon Business Services 26 Century Boulevard, Suite 601 Nashville, TN 37214 Attention: General Counsel or Officer Emdeon Business Services	trade	\$322,469
---	-------	-----------

26 Century Boulevard,  
Suite 601  
Nashville, TN 37214  
Tel: (615) 886-9000  
Fax: (615) 231-4965

Inland Commercial Property                          trade                          \$311,231  
2901 Butterfield Road  
Oak Brook, IL 60523  
Attention: Janice J. Fox  
Inland Commercial Property  
2901 Butterfield Road  
Oak Brook, IL 60523  
Tel: (630) 218-5262  
Fax: (630) 218-4900

Coyle Reproductions    Trade                          \$307,238  
14949 Firestone Boulevard  
La Mirada, CA 90638  
Tel: (714) 690-8200  
Fax: (714) 690-8220  
Attn: Frank T. Cutrone, Jr.  
Chief Executive Officer

Pepsi-Chicago    Trade                          \$286,154  
1400 West 35th Street  
Chicago, IL 60609  
Tel: (773) 893-2300  
Fax: (773) 893-2306  
Attn: Claims Department

Westcott Group Inc.    Trade                          \$262,492  
2346 South Lynhurst Drive  
Suite 206  
Indianapolis, IN 46241  
Tel: (484-1362  
Fax: (317) 484-1369  
Attn: Rich Westcott or Bob Sapp

Starz Entertainment, LLC                                      Trade                          \$219,699  
8900 Liberty Circle  
Englewood, CO 80112  
Tel: (720) 852-7700  
Fax: (720) 852-8555  
Attn: General Counsel or Officer

Anchor Bay Entertainment, Inc.  
1699 Stutz Drive  
Troy, MI 48084  
Tel: (248) 816-0909  
Fax: (248) 816-3335  
Attn: General Counsel or Officer

Waste Management, Inc.                                      Trade                          \$199,296  
1001 Fannin, Suite 4000  
Houston, TX 77002  
Tel: (713) 512-6200  
Fax: (713) 512-6299  
Attn: General Counsel or Officer

<p>Universal Music  Group Distribution  1755 Broadway  New York, NY 10019  Tel: (212) 841-8000  Fax: (212) 331-2580  Attn: General Counsel or Officer</p>	Trade	\$192,038
<p>Coca Cola Enterprises, Inc.  2500 Windy Ridge Parkway  Atlanta, GA 30339  Tel: (770) 989-3323  Fax: (770) 989-3619  Attn: Alex Diaz, General Counsel</p>	Trade	\$183,426
<p>Southern Development of MS, Inc.  40 Deep South Lane  Purvis, MS 39475  Tel: (601) 794-2253  Fax: (601) 794-5468  Attn: General Counsel or Officer</p>	Trade	\$177,472
<p>Matrix Telecom  2207 Commerce Street  Dallas, TX 75001  Tel: (214) 432-1447  Fax: (214) 432-1576  Attn: General Counsel or Officer</p>	Trade	\$174,804
<p>WYF Properties, LLC  4949 Southwest Meadows Road  Lake Oswego, OR 97035  Tel: (503) 644-9400  Fax: (503) 520-9400  Attn: General Counsel or Officer</p>	Trade	\$170,118
<p>Kronos, Inc.  297 Billerica Road  Chelmsford, MA 01824  Tel: (978) 250-9800  Fax: (978) 367-5900  Attn: General Counsel or Officer</p>	Trade	\$170,016
<p>Fred Meyer Stores  3800 Southeast 22nd Avenue  Portland, OR 97202  Tel: (503) 232-8844  Fax: (503) 797-5609  Attn: Michael Ellis, President</p>	Trade	\$162,739
<p>Magnolia Home Entertainment  49 West 27th Street, 7th Floor  New York, NY 10001  Tel: (212) 924-6701  Fax: (212) 924-6742  Attn: Randy Wells</p>	Trade	\$161,491