

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.
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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

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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
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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
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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
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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

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