



revolution project summary

A 3D IMAX® MOTORCYCLE ADVENTURE!

(with accompanying 3D Feature Length Release)

A High Performance, LLC Film

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the vision

***“It’s not just about the noise.
It’s about the silence...”***

The Noise

Revolution is an awe-inspiring, 3D, cosmic journey which showcases the passionate spirit of motorcycling, and reveals how this passion may, in fact, be part of the key to solving our most pressing challenges.



Clearly, the motorcycle is an exhilarating mode of transportation, yet it’s so much more. Over the past 100 plus years, it has also helped transport entire generations in their thinking – introducing people of all ages to broader vistas... and inspiring possibilities. Through the books, the bikes, and of course, the films -- films such as *Easy Rider*, *The Wild One* and *The Great Escape*, the motorcycle has become an integral part of popular culture, reflecting the true *zeitgeist* of the times.

Thomas Krens, Curator of the Guggenheim Museum’s “Art of the Motorcycle” exhibit said, “The motorcycle is a perfect metaphor for the 20th century. Invented at the beginning of the industrial age, its evolution tracks the main currents of modernity... representing themes of technology, design, innovation, mobility, speed, rebellion, desire, and freedom. Park the latest Ducati, Harley, Honda or BMW on a street corner in any city or town in the world - and a crowd will gather!”

On the surface, **Revolution**, through the magic of 3D and IMAX®, transports audiences onto the saddles of these steel and chrome horses that have helped define our humanity, giving them a breath-taking perspective that only a motorcycle can provide. Audiences will experience what it’s like to fly *free-styling* through the air... to slip into the cockpit of a 1,500 horsepower, nitro-burning drag bike... to blast through the Baja on a Motocross racer ...and to rocket down European streets that are normally reserved for horse drawn carriages. On a deeper level, the film provides an experience that is just as extraordinary.

As author Robert Pirsig discovered with his bestseller, *Zen and the Art of Motorcycle Maintenance*, the motorcycle really *does* have something for everyone. ‘Zen’ - a modern epic of a man’s search for meaning – became an instant hit upon its publication in 1974 after being rejected by 121 publishers. Today, it is lauded as one of the most exciting books in the history of American literature.

In ‘Zen’, Pirsig wrestles both with the ghosts of his past and with today’s important philosophical questions; questions such as – Why has technology alienated us from our world? What is the limit, and the place, of rational analysis? ...and ‘If we can’t define *the good*, how can we live it?’ As the story progresses, the motorcycle becomes a metaphor for how one can unify the cold, rational realm of technology with the creative, warm realm of artistry. Today this might be likened to how people are seeing the importance of integrating both the heart (feelings) with the mind (intellect), or the *left* brain with the *right* brain, or on a much deeper level, understanding the roles that *particles* and *waves* play in terms of how we *create* reality from moment to moment. It is in this realm that ‘Zen’ and **Revolution** find common ground. Yet, **Revolution** goes a step further by bringing critical new scientific information to light which is greatly expanding and redefining what *is and isn’t possible*.

The Silence

This new scientific information has to do with a number of recent, mind bending discoveries in physics; a profound new understanding of the molecular/energetic *construction* of our world *reality* – our ‘operating system’, if you will. First off, scientists have now proven that everything is inter-connected, from the smallest particles of creation to the largest galaxies - and we humans are part of this connection. On a practical level, this means that with a bit of training, people can learn to access any information they need.

Second, scientists found out that through our thoughts and intentions, we can ‘robustly’ affect the physical world around us. More than that, scientists found that we actually help to *create* our physical world in every moment depending upon how we think and feel, and this is a skill each of us can better develop. This is a huge and inspiring departure from the Newtonian physics being taught in schools which says there is no place in the construction (physics) of our universe for any human qualities, or consciousness. In this context, renowned physicist William A. Tiller noted, “*We now have the capability to improve every technology we presently have and even create new ones.*” Supporting this, **Revolution** will introduce several promising new technologies which can change the course of history.

While many aspects of this wondrous new science paradigm have been long acknowledged in the scientific community, they are still relatively unknown to the public. For example, in the widely accepted Copenhagen Interpretation of quantum physics, it’s held that ‘*what we experience as physical reality doesn’t exist in a definite or determinate state before observation, and that it is the act of observation itself, which somehow defines or ‘locks in’ what that reality looks like.*’ On the most basic human level, this means that we are, at the very least, co-creators of our reality; and by changing the way we *look* at the world, the world we look at will change. By any standard of thinking, this is extraordinary.

Lynne McTaggart, author of The Field, summed it up well;

“It is time to replace the 300-year old science model — the “operating manual” that Western society has been relying upon - and to relegate Newton and Descartes to their proper places, as prophets of a historical view that has now been surpassed.”

...The implications of this new story to our understanding of life and the design of our society are extraordinary. If a quantum field holds us all together in its invisible web, we will have to rethink our definitions of ourselves and what exactly it means to be human. If we are in constant and instantaneous dialogue with our environment, if all the information from the cosmos flows through our pores at every moment, then our current notion of our human potential is only a glimmer of what it should be. If we are not separate, we can no longer think in terms of ‘winning’ and ‘losing’. We need to redefine what we designate as ‘me’ and ‘not-me’ and reform the way we interact with other human beings, practice business, and view time and space. We have to reconsider how we choose and carry out our work, structure our communities, and bring up our children.”

Collectively, can we, as a society do this? We may have no choice. When the US Office of Education contracted with the Stanford Research Institute (SRI) back in 1968 to investigate “alternative future possibilities for society...,” a surprising and sobering conclusion emerged. Of some fifty highly plausible futures, only a handful were at all desirable. The others, for reasons of pollution, resource depletion and so on, looked dismal. In the study that followed, a second sobering conclusion emerged: To realize any of the more desirable futures would likely require *fundamental* changes in society. In short, we would have to *transcend* our industrial culture and redefine ourselves.

According to the study, this more hopeful future society would 1) emphasize a more holistic understanding of life; 2) would place an emphasis on the oneness of the human race and the inter-connection of all life; and 3) would embrace a *self-realization* ethic...placing the *highest* value on the development of *selfhood* and fostering human development. This follow-up study, called “*Changing Images of Man*”, saw this fundamental change in direction as an “evolutionary transformation,” based in part on *new directions in scientific research*. Nearly forty years later, this message of hope and transcendence -- based in new scientific understandings -- is the underlying theme of **Revolution**.

The Connection

So where does the motorcycle fit in? It turns out that riding is not just about the noise; it is also about the silence...and the sense of *connection* to the world at large - something Native Americans – from the Canadian Blackfoot to the New Mexican Hopi - have understood for millennium. This *feeling*, it turns out, has a basis in quantum physics.

Revolution's science component addresses this. Beginning with the classical physics of motorcycling, the film continues on to touch on the special *quantum processes* that take place when we ride: This involves quieting the cognitive mind and processing information in a different way. Some call this “going inward”...others call it “being in the zone.” In *Zen and the Art of Motorcycle Maintenance*, Robert Pirsig calls it “being in the Zen of the moment.” As brain research shows, this state of mind can be achieved in any number of ways - through meditation, the arts, sport, hobbies, spending time in nature, and so on.

What’s the point? Accessing this *receptive yet creative* state – this deep solitude - buys more than just a great ride; it is how we humans access *quantum space*...the *unified field* ...the foundation which gives us our *being*...and the energy pool from which we shape our lives.

Twenty plus years ago, Vaclav Havel - artist, playwright, author, and former president of Czechoslovakia wrote, “We must again learn how to listen to and nourish our inner voices, and begin caring for our world.” Here in 2010, with many people on the verge of perhaps a not-so-quiet rebellion, it’s time for all of us to do just that; to reconnect...to join together and help each other at the grassroots level, to hone our natural abilities...and to *be* the change we want to see rather than fighting the *other side*. Noted genius Buckminster Fuller once said, "You never change things by fighting the existing reality. To change things, build a new model which makes the existing one obsolete." With the best minds now showing us the way, it finally looks possible.

Where does one begin? Well, two good tires and a decent bike is a great place to start. And for those who don’t ride? Their *revolution* can begin with a movie!



I've been asked of my travels, "What are you seeking?" and I've never had a ready answer. Perhaps I am seeking myself, just the time for introspection and a bit of soul searching. Perhaps, just once and a while, I need to go far enough away so I can look back at what I have. Perhaps I need the wideness of this land to put my own small problems in perspective. Then again, perhaps I just like to ride.

Daniel Myers, Author



High Performance Films, LLC

presents

revolution

A Giant Screen, 3D Motorcycle Adventure!

Key Success Points:

- There has never been an IMAX® type movie on Motorcycling
- A feature length, 3D release will be made available to thousands of new digital screens
- Huge affinity sport – Nearly 9 million riders plus millions of enthusiasts, spectators
- Motocross is the SECOND largest spectator sport in the US behind NASCAR
- The IMAX® NASCAR film grossing \$1.1 million/week (First 25 weeks plus...)
- IMAX® and new digital 3D cinema venues in need of quality films with broad appeal
- Motorcycling and “New-age” demographics ideal for high profile sponsors
- Award-winning production team also includes line producer ‘extraordinaire,’ Keero Birla, writer/producer Andrew Gellis who wrote and exec produced *T-Rex*, one of the highest grossing 3D IMAX films, top Hollywood writer Bruce Feirstein whose credits include three James Bond films, and producer/director/biker/investigative reporter, Jim Grapek.

Key Investment Points:

- Solid ROI over 5 years of distribution and dividends paid while film in production
- Experienced top industry management and consultants
- Film completion guaranteed through Completion Bond
- Unique financing structure includes sponsorship and pre-sales
- Socially responsible messages excellent for NGO partnering
- Multiple ancillary revenue sources mitigate risk, including:
Branded Merchandise, Apparel, Soundtrack sales, DVD's



(in '000 dollars)

Summary Forecast	Year 1	Year 2	Year 3	Year 4	Year 5
Gross Box Office Receipts	32,500	25,000	20,000	15,000	7,500
Partnership Gross Revenue	5,400	4,300	3,200	2,400	1,200
Net Returns to Series A - est. \$3.3 million – 80.6%	1,065	1,146	544	408	204



The Film: *Revolution* is a powerful, large screen presentation that will engage audiences young and old in a heart-stopping, breath taking portrayal of our relationships with our bikes, our world, and each other. Far more than a film about motorcycles, *Revolution* introduces paradigm-shifting discoveries that for the first time, offer us real, proven solutions to every challenge we face today.

Market Opportunity: Currently there are approximately 587 large format theaters¹ in our targeted niche market: those IMAX®/large format theaters that are not dedicated to a specific film or educational-only theme. Additionally, there are some 8,000 theatres expected to be refitted with digital projection systems by 2011 that will be capable of showing a 3D feature 'Real D' film. *Revolution* is well suited to both of these venues, and will fill the demand for good, 3D entertainment in a growing market in search of 3D content. With regard to the giant screen venues, IMAX® film typically play for runs of five to ten years and make these excellent vehicles for sponsors and product tie-ins. Educational exhibits are also popular and tend to increase ticket sales. *Revolution* will create several such traveling exhibits. Ancillary revenues from soundtrack CD's, DVD's and branded merchandise and apparel will enhance investor returns.

Business Description: High Performance Films, LLC is a Nevada Limited Liability Corporation ("Company") whose sole purpose is the development and production of *Revolution* (the "Film"). The Company has developed film and merchandising properties in a newly organized partnership, High Performance Film Partners, LP a Delaware limited partnership ("Partnership"). The 40-minute Film has been developed to serve the large format marketplace. The Company also plans to release a 90-minute, 35mm, 'Real D' version for the new digital theaters coming on-line.

By combining the excitement of motorcycling with revelations about some of our greatest scientific mysteries, *Revolution* can achieve significant box office as well as merchandising success and provide a significant return to investors. Produced in cooperation with leading motorcycle manufacturers, the Film is being developed with both the educational content required by institutional theaters and the entertainment value required by commercial theaters. Finally, a completion bond – if required - guarantees the Film's completion.

Key Management Experience: Jim Grapek is the Managing Director of High Performance Films, LLC ("HPF") and is the creative vision behind *Revolution*. Grapek, a twenty-year, award winning producer, hobby physicist and motorcycle enthusiast, produced one of the Discovery Channel's highest rated specials, *The Secrets of the Warrior's Power*. It was a film about Kung Fu, another one of his passions. With several years of road racing experience, Grapek knows what it's like to 'be in the zone'. Andy Gellis, an icon in large format production, will assist in technical details and production oversight. Gellis, former President of the Large Format Cinema Association and a former Senior Vice President at the IMAX Corporation, wrote and executive produced "T-REX," the most successful 3D documentary IMAX® film ever made. Keero Birla, the film's line producer, has over 15 years of production experience, ranging from producing and directing commercials, television programs and IMAX® films. One of his most notable IMAX® films, "India: Kingdom of the Tiger," is an international blockbuster that sold in over 60 markets worldwide.

Investment Opportunities: The Company is in the near final stages of development on this project. Of the \$10.6 million film production budget, the Company seeks to raise approximately \$4 million from private investors, \$1 million from grants, \$4 million from sponsorship, and the balance from pre-lease agreements and financing. To finance development of the product lines and media properties, \$12.8 million is being sought.

¹ 2009 saw the largest increase in IMAX® and large format theaters in the industry's history, with 80+ new theaters coming online. 2010 is slated to have a record number of IMAX films released.

Revolution® Brand – Current and Future Assets

(To be developed and produced through HPF in cooperation with investors and through strategic partnerships)

1. **Revolution - A 3D IMAX™-type film** (40 minutes - current)
2. **Revolution 3D Feature Length Documentary Film** (90+ minutes - current)
3. **Revolution: “The Making Of”** (1x 90 min. for television - current) Included in the existing film budget are line items for producing a behind-the-scenes special that will be licensed for television.
4. **Revolution: Wheels of Change** (13x 30 min television series - planned) Fast, exciting, and relevant, *Wheels of Change* harnesses the mystique and allure of motorcycling and gives today’s luminaries, celebrities, and high rollers a vehicle, literally, to share with viewers some of America’s most spectacular landscapes. Yet, *Wheels of Change* goes a step further by giving them a platform to showcase a favorite charity or personal cause...and to speak candidly about how to make the world a better place. (Developed thru *Revolution Holdings, LLC*)
5. **The Elegant ‘You-niverse’** (4 x 60min for television) It’s an ageless story; mankind’s quest to find the “God-force”...the keys to creation...the nature of consciousness. Today, that quest, in the eyes some leading minds, has finally ended - in the Grand Unification Theory (GUT) of physicist Nassim Haramein and Dr. Elizabeth Rauscher. It is also known as the *Haramein-Rauscher Solution*. Interestingly, this solution to this greatest of mysteries has been “hidden in plain sight” the whole time in the world’s great religious texts. Science simply wasn’t able to decipher them until now. The *Elegant You-niverse* is the story about the man, the mission and the Haramein-Rauscher Solution, and it may quite possibly precipitate one of the most profound shifts in human thinking since Newton discovered gravity. (Thru *Revolution Holdings, LLC*)
6. **REVOLUTIONS! - Café and Outpost** (planned)- **REVOLUTIONS!** themed destination gathering places give people the opportunity to connect, enjoy delicious (and healthy) food, attend a seminar, and to build community... all while wrapped in an *organic, tribal*, inter-connected theme replete with motorcycles and ‘Zen’ paraphernalia. **REVOLUTIONS!** will enjoy commercial success as an important resource to communities – providing people with ‘easily digestible’ new information and tools to help and inspire them create new visions and thrive in a changing world.
7. **Revolutions Brand Apparel and Products** – (current) This is a fairly standard category of film-associated ancillaries which typically includes DVD’s and CD’s, hats, t-shirts, motorcycle jackets and film souvenirs
8. **Revolutions New Sciences® Kits** (planned) - A line of (retail) science products aimed at the youth market designed to stimulate young minds and teach these new concepts to the world’s children. Experiments include the detection of the Earth’s natural magneto-electric grid (ley lines) and Tesla’s radiant energy, mind-over-matter intention experiments and more. Complete with its own DVD by top scientists which explains the phenomena and why it works. (*Revolution Holdings, LLC*)

9. **Revolution Adventure Motorcycle Tours (planned)** “*Inspiring the world...one rider at a time*” -- Adventure tours to the world’s most mystical and inspiring sites for the riders who want something extra (*Revolution Holdings LLC*)
10. **Revolution: The Ride for Peace** (planned) – If geographical security and tensions allow for it, the *Ride for Peace*, beginning in Amman, Jordan, and proceeding through select cities in the Middle East, will be a ride promoting peace and understanding – the understanding also brought out in the science of **Revolution** -- that we are all interconnected and reflections of one Source. Led, in part, by His Royal Highness King Abdullah of Jordan, the ride will cover amazing terrains, from the open desert...to the coasts of Port Said...and to Jerusalem itself. A documentary film crew will follow the riders, ideally quite a few celebrities and high profile riders, creating a lasting testament to peace and this historic time. (*Developed thru Revolution Holdings, LLC*)
11. **Institute for New Science and Advocacy** (planned)
A 501(c)3 dedicated to a greener, healthier world through quantum based solutions

The Institute for New Science and Advocacy is an organization dedicated to 1) researching and testing ‘radiant’ and quantum-based, bio-green technologies to determine if and how they can best benefit humanity, 2) helping bring these new technology solutions to the marketplace as quickly as possible, and 3) advocating for today’s new, quantum-based, holistic science paradigm which carries within it the seeds to move humanity into a brighter, healthier, sustainable future.

The Guggenheim's "Art of the Motorcycle" exhibit was the most attended exhibit in the museum's history.

Treatment Overview

"The motorcycle is a perfect metaphor for the 20th century," said Thomas Krens, curator of New York's Guggenheim Museum. "Invented at the beginning of the industrial age, its evolution tracks the main currents of modernity... representing themes of technology, engineering, innovation, design, mobility, speed, rebellion, desire and importantly, freedom. Park the latest Ducati, Harley, Honda or BMW on a street corner in any city or town in the world and a crowd will gather."

That's why the motorcycle has always been a favorite of storytellers – for through it we can get glimpses into our world that might not otherwise be possible. Author Robert Pirsig, in his groundbreaking book *Zen and the Art of Motorcycle Maintenance*, used the motorcycle as a vehicle to inquire about our values...to reflect on our lives. Following its publication in 1974, shortly after the end of the Vietnam War, Pirsig's book became required reading in many classrooms.



Today, with the threat of climate change and the ongoing *war on terror*, people again are looking for guidance. In fact, according to booksellers, *Zen and the Art of Motorcycle Maintenance* is today experiencing resurgence in popularity.

Revolution will continue where Pirsig left off. On the gut level, **Revolution** will be filled with heart-stopping, breath-taking action. On a deeper level, the motorcycle will take us on a journey inward, allowing us to explore our world in a new light and gain fresh perspective on our lives. "It's not just about the noise" the tag line reads, "It's about the silence."

Because the motorcycle's evolution tracks "the main currents of modernity," science naturally plays a big role. The materials, electronics and technologies used both in street bikes and on the track, paint an impressive picture of how far we've come...and often foretell where we're going.

Factory sponsored race teams, with millions at stake, turn to science as they look for ways to achieve faster lap times. In this case, one of the top racing teams has turned to quantum physics – to Nassim Hamein, Dr. Elizabeth Rauscher and several others. Through controlled, precision experiments, these scientists have been able to show that human intention, what our dreams are made of – and the human bioelectrical field – can be enhanced and focused, giving people a greater ability to create their desired outcomes. Moreover, the same quantum principles can be applied mechanically to increase performance by tapping into the 'vacuum' energy that's all around us. Their promising approach is raising eyebrows around the world. Physicist William Tiller, a professor emeritus from Stanford University, concurs. "It looks from here," Tiller tells us, "like we can improve upon every technology we presently have...and even create new ones." Indeed, that's what this team is counting on.

The Motorcycle in Popular Culture

From script to screen, films ranging from *The Great Escape*, *The Wild One*, *Easy Rider*, *Then Came Bronson*, *Motorcycle Diaries* and *World's Fastest Indian*, have had quite an impact on popular culture. The focus was not on the motorcycle as much as it was on the people...the heart. **Revolution** is similar in that sense, in that the underlying message of the film is not motorcycle-centric. It is a message about a growing revolution...or more accurately, an evolution...in our science and our thinking; one which, if we can grab onto it, will allow us to better our own lives and at the same time, implement real solutions to the myriad of critical challenges before us.

Primed for Success

MOTORCYCLES ARE HOT! Motorcycle sales have done fairly well in this down economy, in part due to the tremendous exposure they have been receiving in the media and their relatively low cost and high fun quotient.

WIDE APPEAL, LARGE AFFINITY AUDIENCE! Today, it is estimated that over 9 million people ride motorcycles in the United States, alone. Statistics indicate that not just males but a growing percentage of women have an interest in motorcycling. In addition, the upper age range of bike ownership has gone above and beyond the thirty-something figure of the mid-20th century to include a much more affluent demographic. Add in a more enlightened, 'new age' audience, and **Revolution's** box office potential becomes significant!

SPONSORSHIP APPEAL! When it was first learned that this film was being produced, Pepsi-Cola (a Harley Davidson® corporate partner), Weirton Steel, and several others were ready to sponsor it. Motorcycling combined with IMAX® - it was clearly a winning combination! Now, with a broader, more diverse message and audience, **Revolution** is positioned for even greater success as the marketplace lines up behind films that are entertaining, smart, and 3D!

SOUNTRACK – High in Horsepower! Motorcycling and music are a natural fit. One label expressed interest early on in working with **High Performance Films (HPF)** to produce a popular soundtrack which could sell as a stand-alone CD. **HPF** will work with top musical talent to create a soundtrack with the horsepower to match the film!

INCREASING DEMAND! **High Performance Films, LLC** expects motorcycle sales to rebound due to continued media exposure and high gas prices. Small to medium displacement motorcycles are not only fun to ride, but at 45 to 80 miles per gallon, are economical, as well. Additionally, **Revolution** will feature several *green* (electric) motorcycles – both in development and currently in the marketplace.

THEATERS PRIMED! Market research conducted with 40 large format theaters indicated wide scale support for the film.

MANUFACTURER SUPPORT! Harley Davidson® has offered to supply bikes and logistical support for the film. Other leading manufacturers are expected to follow suit, with one or more coming on board as sponsors.

AN INSPIRATIONAL MESSAGE OF NEW SCIENCE, NEW SOLUTIONS, AND NEW HOPE!

Revolution is one of the first mainstream film to introduce paradigm-shifting discoveries by world-class physics pioneers which not only redefine who we are...but offer humanity a myriad of practical new solutions to some of today's most difficult challenges.

MULTIPLE EXHIBITS EDUCATE AND BOOST SALES! Thomas Kren's *Art of the Motorcycle* exhibit was the most successful exhibit in the history of New York's Guggenheim Museum – clearly an indication of the size and diversity of just one of **Revolution's** target audiences. Travelling exhibits, showcasing the world of motorcycling as well as this new science, will attract and engage audiences worldwide, benefitting sponsors, theaters, and the public.

3D Feature Film Overview

It's not often we get the chance to create a legacy. Neil Pirsig created one when he wrote Zen and the Art of Motorcycle Maintenance. Peter Fonda and Dennis Hopper created one when they penned "Easy Rider". Now it's our turn.



Revolution: the Feature will be much more robust in terms of a social statement than the IMAX™ film, and will be rich in commentary from such modern day luminaries (depending upon availability) as Rep. Dennis Kucinich, Nobel Peace Prize Nominee Lalita Ramdas of Greenpeace, Human Rights Watch director Kenneth Roth, Archbishop Desmond Tutu, Governor Anatubby of the Native American Chickasaw Nation, Former UN Sec. General Kofi Anon (representing *The Elders*), and more. Guest celebrities will be invited to add their voices in, also.



What does this look like? At different events along our journey, we are metaphorically *removing the helmets from today's faceless riders* and revealing the human spirit within: events such as the *Burning Man Project* and a *Native American Sun Dance*. Here, we will bring together man and machine...science and spirit. Picture, for a moment, an eclectic group of riders, artists, and global thinkers; they have finished dinner and are gathering around a fire - getting into the spirit of the evening. As the light reflects off their faces and the music begins, it is like we are there with them – having fun, listening to their stories, and gleaning bits of wisdom.

This version of *Revolution* is like the IMAX™ film *unplugged*. Set against this colorful backdrop of people, music and breathtaking scenery, it is moments like these that inspire people...and become catalysts for personal transformation. These guests also bring a credibility factor to the new science that *Revolution* introduces; and a cameo from Lynne McTaggart, author of The Field, helps us understand how this is key to solving the challenges that lay before us.



In-depth interviews of guests and celebrities will be handled by additional camera crews - to maximize coverage and provide content for future properties.

On a final technical note, both films will be shot at the same time and at many of the same locations to maximize time and resources. Also, scenes in the feature release that are not required for the IMAX™ version will be shot using smaller format film and video cameras to stay within budget. Still, all of the feature documentary film will be shot in 3D for the new digital theaters coming online. This is in no way limiting. If a standard (2D) theater wants to run *Revolution*, that's not an issue. Any 3D film can be shown in 2D, as well.

FINANCIAL HIGHLIGHTS – (IMAX FILM ONLY)

The Company seeks to raise \$8.5 million in financing for development, production, and pre-release marketing of the IMAX™ film and another \$2 million for a theatrical release. To reduce financial risks and enhance the returns, the Company will seek sponsorship funding, gap financing and distribution advances.

Financial Summary	
→	Multiple revenue sources with strong ancillary opportunities
→	Excellent profit potential
→	Favorable industry trends
→	Sponsorship and debt financing enhance return to investor
→	Completion bond and binding letter of intent for distribution reduce risk

Source of Funds	
Private equity	3,300,000
Gap financings	1,750,000
Sponsorships	3,000,000
Distribution Advances	450,000
Total	8,500,000

Use of Proceeds	
Pre-production/Dev.	600,000
Marketing	750,000
Production	7,150,000
Total	8,500,000

(in '000 dollars)

Summary Forecast	Year 1	Year 2	Year 3	Year 4	Year 5
Gross Box Office Receipts	32,500	25,000	20,000	15,000	7,500
Partnership Gross Revenue	5,400	4,300	3,200	2,400	1,200
Net Proceeds to 'A' Investor(s) - 80.6%	1,065	1,146	544	408	204
Net Proceeds to 'B' Investors - 61%	538	2,293	1,768	1,326	663

The Company seeks to begin principal photography in the spring of 2010 or as soon as possible thereafter. In doing so, the Company seeks to simultaneously secure commitments from accredited investors, sponsors, and a lender. Commitments are conditional on the Company raising all funding, securing a completion bond, and obtaining a binding letter of intent from one distributor. Once sufficient commitments are obtained, the Company will close on all funding simultaneously. The only exception will be first round investors (\$750,000), who will invest funds upon execution of a subscription agreement.

Once in distribution, primary revenues will stem from box office sales. Based on market research and conservative estimates of box office sales, Revolution is projected to gross \$32.5 million at the box office in the first 12 months after release from just the large format theaters, alone. In comparison, the IMAX film *Everest* grossed \$60.5 million in its first 16 months, and the NASCAR 3-D film grossed approximately \$12 million after just 11 weeks.

Introduction to Giant Screen, IMAX-type Films

“When these films are good, there’s nothing like them...images so vivid that you’re taken out of yourself and into the action. I heard kids and adults alike going “Omigod! Omigod!” all around me, and the only reason I didn’t join in the chorus was that I had to concentrate on taking notes.”

Wall Street Journal - Marketplace review of SPACE STATION 3D (5-24-02)

Indeed, there is nothing like IMAX. Better yet, these relatively low budget films can often bring in hefty returns because of the manner in which they are financed. The successes of Disney’s *Beauty and the Beast*, *Fantasia 2000*, *Michael Jordan to the Max*, and *Everest* – an \$8 million budgeted film which produced in excess of \$13 million in net proceeds to its investors in its first year of distribution on box office sales of \$61 million – is evidence that the large format (LF) marketplace has evolved into a more mature and lucrative marketplace. And with the great success of AVATAR, 3D entertainment is now beginning to come into its own. Now that Sony, Discovery and IMAX have teamed up to create the first 3D television network, 3D popularity, and the need for content, will only continue to grow.

By combining the worldwide fascination with motorcycling and the unmatched appeal of 3D, IMAX/giant screen theaters, *Revolution* is poised to do well at the box office, and to provide an above average return to its partners. Produced in cooperation with leading motorcycle manufacturers, including Harley-Davidson, BMW and Ducati, the film is being developed with both the educational content required by institutional theaters and the entertainment value required by the commercial theaters. In fact, a significant number of theaters in both camps already expressed interest in the film in a marketing survey.

Revolution was developed in conjunction with Academy Award-winning director Kieth Merrill, one of the most prolific filmmakers in the IMAX business. Kieth saw *Revolution* as a true “cross-over” film – one which would have a broad appeal in the large format marketplace - and worked closely with Producer Jim Grapek to shape it through the development period. Today, though Merrill is unavailable to co-produce this film because of an exclusive studio arrangement, Grapek is pressing forward.

The Company is initially targeting approximately 587 large format theaters as its niche market, as well as the new, standard sized digital screens that will be 3D ready in 2011 – some 8,000+ by all estimates. But regardless of whether one is referring to an institutional or commercial venue, they all need good content to bring in the audiences – and good 3D content is preferred. Business Week summed it up this way, “There is more need than ever before for giant screen films with popular content.” At the Large Format Cinema Association (LFCA) conference in Los Angeles, keynote speaker Roy Disney echoed the same sentiment and that continues to be the case, today. Wall Street analyst Kevin Skislock wrote, “... the cinema industry offers nothing as immersive – both visually and aurally – as the LF movie-going experience. I see the future of LF being content driven rather than equipment driven.” As the HPF sees it, the future is now. It’s time to up the ante of the 3D movie going experience. And in terms of the future of 3D in regular cinema, producer/director James Cameron, the producer of AVATAR, said he will never go back to 2D again. 3D, he believes, is the future of cinema.

The Company will supplement returns and mitigate risk through a number of ancillary revenue streams, including home video and soundtrack CD sales, a “Making of” film for subsequent distribution to television and cable providers, *Revolution* clothing and merchandise, and perhaps a 4-minute version of the film for 3D ride simulators.

The Right Film for the Right Time

Today the world is in turmoil - our future less certain. It is at times like these that documentaries and IMAX® films shine. People are not only looking for entertainment, they are looking for meaning in their lives...and for inspiration. *Revolution* will deliver on all these levels, transporting captivated audiences into the saddle and behind the bars of the steel and chrome horses that have helped define our humanity.