

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

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

Case No. 12-12568

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

MONTHLY OPERATING REPORT

REQUIRED DOCUMENTS	Document Form No.	Document Attached	Explanation Attached	Affidavit/Supplement Attached
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 Strmts	
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

March 1, 2013

Signature of Authorized Individual*

Date

Printed Name of Authorized Individual

Title of Authorized Individual

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.



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

Case No. 12-12568

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

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

BANK ACCOUNTS								
	(Case 12-12568)	(Case 12-12568)	(Case 12-12569)	All Other Cases	CURRENT MONTH		CUMULATIVE FILING TO DATE	
	DDMG Estate Operating	DDMG Estate Sales Proceeds	DDPI Estate Operating		ACTUAL	PROJECTED	ACTUAL	PROJECTED
CASH - BEGINNING OF MONTH	1,612,308	5,550,332	33,153	-	7,195,793	-	304,149	75,500
RECEIPTS								
Cash Sales	-	-	-	-	-	-	-	-
Accounts Receivable	-	-	-	-	-	-	1,795,495	-
Loans and Advances	-	-	-	-	-	-	17,021,897	19,600,291
Sale of Assets	-	6,888,048	-	-	6,888,048	-	42,943,136	-
Other Receipts	23,174	1,011	7,270	-	31,454	-	1,236,932	-
Transfers (From DIP Accounts)	30,000	-	-	-	30,000	-	10,744,070	-
TOTAL RECEIPTS	53,174	6,889,059	7,270	-	6,949,502	-	73,741,530	19,600,291
DISBURSEMENTS								
Net Payroll	-	-	-	-	-	-	(5,122,290)	(8,733,052)
Payroll Taxes	-	-	-	-	-	-	(2,326,985)	-
Sales, Use and Other Taxes	-	-	-	-	-	-	(183,218)	-
Inventory Purchases	-	-	-	-	-	-	-	-
Security / Rental / Leases	(2,226)	-	-	-	(2,226)	-	(190,573)	(329,054)
Insurance	(552)	-	-	-	(552)	-	(643,477)	(550,000)
Administrative	(92,712)	(146)	(1,571)	-	(94,428)	-	(1,113,575)	(537,188)
Selling	-	-	-	-	-	-	-	-
Other Disbursements	-	(5,450,000)	-	-	(5,450,000)	-	(37,074,115)	(3,308,997)
Owners Draw	-	-	-	-	-	-	-	-
Transfers (To DIP Accounts)	-	-	(30,000)	-	(30,000)	-	(10,744,070)	-
Professional Fees	(267,674)	(210,180)	-	-	(477,854)	-	(8,544,141)	(5,597,500)
US Trustee Quarterly Fees	-	-	-	-	-	-	(13,000)	(120,000)
Court Costs	-	-	-	-	-	-	-	-
TOTAL DISBURSEMENTS	(363,163)	(5,660,326)	(31,571)	-	(6,055,059)	-	(65,955,444)	(19,175,791)
NET CASH FLOW	(309,989)	1,228,733	(24,301)	-	894,443	-	7,786,086	424,500
(RECEIPTS LESS DISBURSEMENTS)								
CASH - END OF MONTH	1,302,318	6,779,066	8,851	-	8,090,235	-	8,090,235	500,000

DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)	
TOTAL DISBURSEMENTS	(6,055,059)
LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS	30,000
PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)	-
TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES	(6,025,059)

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

Case No. 12-12568
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BANK RECONCILIATIONS
Continuation Sheet for MOR-1

	DDMG Estate Operating		DDMG Estate Sales Proceeds (Restricted)		DDMG Estate Credit Card Collateral (Restricted)		DDMG Estate Debt Service Reserve (Restricted)		DDPI Estate Operating		DDMMI Estate Mothership Operating	
	Regions Bank	# 0145669929	Regions Bank	# 0160021667	Sabadell Bank	# 00600008205	TD Bank	Various (1)	Wells Fargo	# 4187516190	Wells Fargo	# 4496804394
BALANCE PER BOOKS		\$ 1,302,318		\$ 6,779,066		\$ 71,705		\$ 4,153,414		\$ 8,852		\$ 0
BANK BALANCE		\$ 1,308,680		\$ 6,779,066		\$ 71,705		\$ 3,922,352		\$ 9,006		\$ 0
(+) DEPOSITS IN TRANSIT (ATTACH LIST)												
(-) OUTSTANDING CHECKS (ATTACH LIST)		(6,361)							(154)			-
OTHER (ATTACH EXPLANATION)								231,063				
ADJUSTED BANK BALANCE		\$ 1,302,318		\$ 6,779,066		\$ 71,705		\$ 4,153,414		\$ 8,851		\$ 0
DEPOSITS IN TRANSIT	Date	Amount	Date	Amount	Date	Amount	Date	Amount	Date	Amount	Date	Amount
CHECKS OUTSTANDING	Ck #	Amount	Ck #	Amount	Ck #	Amount	Ck #	Amount	Ck #	Amount	Ck #	Amount
	See attached bank reconciliations included in Attachment A for listing of outstanding checks.				See attached bank reconciliations included in Attachment A for listing of outstanding checks.							
OTHER												
								\$231,063 reconciling item represents 1/12 of the final bond payment (advance payment made by DDMG Estate) maintained in a separate bank account by the City of Port St. Lucie.				

(1) Debt Service Reserve account balance is comprised of the following 5 money market/investment accounts at TD Bank: # 81-8898-30-6, # 81-8898-80-1, # 81-8899-30-4, # 81-8899-40-3, and # 81-8899-80-9

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)	Bankruptcy Counsel	11/01/12 - 11/30/12	(478,523.68)	Not Applicable	Not Applicable	Not Applicable	-	-	-	-
Subtotal - Current Period			(478,523.68)				-	-		
Subtotal - Cumulative (1)(2)			(1,498,581.75)						(1,670,000.00)	-
Cassels Brock Lawyers (1)	Bankruptcy Counsel (Canada)	09/11/12 - 09/30/12	(204,637.49)	Not Applicable	Not Applicable	Not Applicable	-	-	-	-
Subtotal - Current Period			(204,637.49)				-	-		
Subtotal - Cumulative (1)(3)			(204,637.49)						(337,000.00)	-
Cadwalader Wickersham & Taft LLP (1)	Bankruptcy Counsel (BOD Special Committee)	09/11/12 - 09/30/12	(141,712.55)	Not Applicable	Not Applicable	Not Applicable	-	-	-	-
Subtotal - Current Period			(141,712.55)				-	-		
Subtotal - Cumulative (1)(4)			(141,712.55)						(210,000.00)	-
FTI Consulting	Turnaround Manager	12/10/12 - 01/10/13	Not Applicable	DDMG Estate	Wire Transfer	1/25/2013	(72,653.90)	(46,703.16)		
Subtotal - Current Period							(72,653.90)	(46,703.16)		
Subtotal - Cumulative									(2,182,653.90)	(102,664.00)
Alvarez & Marsal Canada Inc.	Information Agent (Canada)	09/11/12 - 11/20/12	Not Applicable	Not Applicable	Not Applicable	Not Applicable	-	-	-	-
Subtotal - Current Period							-	-		
Subtotal - Cumulative									(102,629.23)	-
Kurtzman Carson Consultants	Claims and Administrative Agent	10/01/12 - 11/06/12	(34,809.28)	DDMG Estate	Wire Transfer	1/25/2013	(34,809.28)	-		
Subtotal - Current Period			(34,809.28)				(34,809.28)	-		
Subtotal - Cumulative			(34,809.28)						(112,113.57)	-
Schulte Roth & Zabel LLP	Senior Lender Legal Counsel	01/01/13 - 01/18/13	Not Applicable	DDMG Estate	Wire Transfer	1/29/2013	(92,500.00)	-		
Subtotal - Current Period							(92,500.00)	-		
Subtotal - Cumulative									(1,842,500.00)	-
WilmerHale	Senior Lender Legal Counsel	01/01/13 - 01/14/13	Not Applicable	DDMG Estate	Wire Transfer	1/18/2013	(2,115.70)	-		
Subtotal - Current Period							(2,115.70)	-		
Subtotal - Cumulative									(434,785.70)	-
Landis, Rath & Cobb	Senior Lender Legal Counsel	12/11/12 - 12/31/12	Not Applicable	DDMG Estate	Wire Transfer	1/18/2013	(1,561.48)	-		
Subtotal - Current Period							(1,561.48)	-		
Subtotal - Cumulative									(222,734.48)	-
Brown Rudnick LLP	UCC Legal Counsel	11/01/12 - 11/30/12	(344,713.57)	DDMG Estate	Wire Transfer	1/29/2013	(140,696.00)	(16,461.17)		
Subtotal - Current Period			(344,713.57)				(140,696.00)	(16,461.17)		
Subtotal - Cumulative (5)			(1,235,600.45)						(963,790.48)	(42,180.05)
Sullivan Hazeltine Allinson LLC	UCC Legal Counsel	11/01/12 - 11/30/12	(14,732.20)	Not Applicable	Not Applicable	Not Applicable	-	-		
Subtotal - Current Period			(14,732.20)				-	-		
Subtotal - Cumulative (6)			(45,944.84)						(28,550.00)	(2,662.64)
MDT Executive Management Co., LLC	UCC Financial Advisor	09/11/12 - 10/31/12	(53,022.87)	DDMG Estate	Wire Transfer	1/4/2013	(48,160.00)	(4,862.87)		
Subtotal - Current Period			(53,022.87)				(48,160.00)	(4,862.87)		
Subtotal - Cumulative (7)			(53,022.87)						(48,160.00)	(4,862.87)
TOTAL							(392,496.36)	(68,027.20)	(8,154,917.36)	(152,369.56)

(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 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 \$1,498,581.75 covering the periods 09/11/12 - 9/30/12 (\$694,542.31), 10/01/12 - 10/31/12 (\$325,515.70), and 11/01/12 - 11/30/12 (\$478,523.68) were approved (80% of fees and 100% of expenses) on December 26, 2012, December 28, 2012, and January 15, 2013, respectively.

(3) Fees and expenses for Cassels Brock Lawyers totaling \$204,637.49 covering the period 09/11/12 - 9/30/12 were approved (80% of fees and 100% of expenses) on January 9, 2013.

(4) Fees and expenses for Cadwalader Wickersham & Taft LLP totaling \$141,712.55 covering the period 09/11/12 - 9/30/12 were approved (80% of fees and 100% of expenses) on January 3, 2013.

(5) Fees and expenses for Brown Rudnick totaling \$1,235,600.45 covering the periods 09/11/12 - 10/31/12 (\$890,868.88) and 11/01/12 - 11/30/12 (\$344,713.57) were approved (80% of fees and 100% of expenses) on December 11, 2012 and January 22, 2013, respectively.

(6) Fees and expenses for Sullivan Hazeltine Allinson totaling \$45,944.84 covering the periods 09/11/12 - 09/30/12 (\$13,686.78), 10/01/12 - 10/31/12 (\$17,525.86) and 11/01/12 - 11/30/12 (\$14,732.20) were approved (80% of fees and 100% of expenses) on December 11, 2012, December 13, 2012 and January 23, 2013, respectively.

(7) Fees and expenses for MDT Executive Management totaling \$53,022.87 covering the periods 09/11/12 - 10/31/12 were approved (80% of fees and 100% of expenses) by the on January 2, 2013.

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

Case No. 12-12568

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STATEMENT OF OPERATIONS
(Income Statement)

REVENUES	Month	Cumulative Filing to Date
Gross Revenues	\$ -	\$ 54,205
Less: Returns and Allowances	-	-
Net Revenue	\$ -	\$ 54,205
COST OF GOODS SOLD		
Beginning Inventory	-	-
Add: Purchases	-	-
Add: Cost of Labor	-	-
Add: Other Costs (attach schedule)	-	-
Less: Ending Inventory	-	-
Cost of Goods Sold	-	-
Gross Profit	-	54,205
OPERATING EXPENSES		
Advertising	-	21,137
Auto and Truck Expense	-	-
Bad Debts	-	-
Contributions	-	-
Employee Benefits Programs	4,764	188,108
Insider Compensation*	-	26,528
Insurance	27,657	248,832
Management Fees/Bonuses	-	-
Office Expense	1,146	359,717
Pension & Profit-Sharing Plans	-	-
Repairs and Maintenance	-	21,403
Rent and Lease Expense	-	125,513
Salaries/Commissions/Fees	65,000	603,836
Supplies	249	2,674
Taxes - Payroll	-	23,150
Taxes - Real Estate	-	264,662
Taxes - Other	-	-
Travel and Entertainment	112	22,347
Utilities	(955)	124,198
Other (attach schedule)	7,660	26,363
Total Operating Expenses Before Depreciation	105,633	2,058,467
Depreciation/Depletion/Amortization	-	-
Net Profit (Loss) Before Other Income & Expense	(105,633)	(2,004,262)
OTHER INCOME AND EXPENSES		
Other Income (attach schedule)	1,975	8,177,164
Interest Expense	(742,418)	(5,404,439)
Other Expense (attach schedule)	-	(1,004,215)
Net Profit (Loss) Before Reorganization Items	(846,076)	(235,752)
REORGANIZATION ITEMS		
Professional Fees Expense	(1,233,801)	(12,191,932)
U.S. Trustee Quarterly Fees	(17,225)	(92,400)
Interest Earned on Accumulated Cash from Chapter 11 (see continuation sheet)	-	-
Income (Loss) from Discontinued Operations	(30,349)	246,313
Gain (Loss) from Sale of Assets	913,281	(62,725,742)
Other Reorganization Expenses (attach schedule)	(540)	(34,165)
Total Reorganization Expenses	(368,634)	(74,797,927)
Income Taxes	-	-
Net Profit (Loss)	\$ (1,214,710)	\$ (75,033,679)

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

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

STATEMENT OF OPERATIONS - continuation sheet

BREAKDOWN OF "OTHER" CATEGORY	Month	Cumulative Filing to Date
Other Costs		
Other Operational Expenses		
Independent Contractors	\$ 6,400	\$ 20,528
Bank Service Charges	1,261	5,841
Total	\$ 7,660	\$ 26,368
Other Income		
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	1,011	22,359
Miscellaneous Credits/Refunds	964	964
Senior Secured Debt Principal Reduction (Make Whole Provision Reduction)	-	2,263,080
Total	\$ 1,975	\$ 8,177,164
Other Expenses		
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)
Total	-	(1,004,215)
Other Reorganization Expenses		
Publication of Notice of Bankruptcy and Sale Order (US)	\$ -	\$ (12,733)
Publication of Notice of Bankruptcy (Canada)	-	(10,023)
Data Storage and Email Archiving	(540)	(11,409)
Total	\$ (540)	\$ (34,165)

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

Case No. 12-12568

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BALANCE SHEET

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
CURRENT ASSETS		
Unrestricted Cash and Equivalents	\$ 1,311,170	\$ 220,416
Restricted Cash and Cash Equivalents (see continuation sheet)	11,004,185	4,224,848
Accounts Receivable (Net)	4,916,199	9,610,256
Notes Receivable	-	-
Inventories	-	-
Prepaid Expenses	604,008	4,239,268
Professional Retainers	-	-
Other Current Assets (attach schedule)	1,014,348	1,099,374
TOTAL CURRENT ASSETS	\$ 18,849,910	\$ 19,394,161
PROPERTY AND EQUIPMENT		
Real Property and Improvements	39,092,955	48,920,098
Machinery and Equipment	-	26,611,289
Furniture, Fixtures and Office Equipment	-	3,205,559
Leasehold Improvements	2,995,667	3,527,286
Vehicles	-	54,566
Less Accumulated Depreciation	(1,473,789)	(8,682,326)
TOTAL PROPERTY & EQUIPMENT	\$ 40,614,833	\$ 73,636,472
OTHER ASSETS		
Loans to Insiders*	-	-
Other Assets (attach schedule)	6,834,286	96,241,900
TOTAL OTHER ASSETS	\$ 6,834,286	\$ 96,241,900
TOTAL ASSETS	\$ 66,299,029	\$ 189,272,533

LIABILITIES AND OWNER EQUITY	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)		
Accounts Payable	\$ 282,879	\$ -
Taxes Payable (refer to FORM MOR-4)	173,745	-
Wages Payable	65,000	-
Notes Payable	-	-
Rent/Leases - Building/Equipment	-	-
Secured Debt/Adequate Protection Payments	55,687,802	-
Professional Fees	3,431,931	-
Amounts Due to Insiders	-	-
Other Postpetition Liabilities (attach schedule)	1,428,583	-
TOTAL POSTPETITION LIABILITIES	\$ 61,069,940	\$ -
LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)		
Secured Debt	\$ 51,903,522	\$ 122,371,696
Priority Debt	2,663,185	8,493,761
Unsecured Debt	52,701,765	85,362,555
TOTAL PRE-PETITION LIABILITIES	\$ 107,268,472	\$ 216,228,012
TOTAL LIABILITIES	\$ 168,338,411	\$ 216,228,012
OWNER EQUITY		
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	(75,033,679)	-
Adjustments to Owner Equity (attach schedule)	(48,082)	(45,493)
Postpetition Contributions (Distributions) (Draws) (attach schedule)	-	-
NET OWNER EQUITY	\$ (102,039,382)	\$ (26,955,479)
TOTAL LIABILITIES AND OWNERS' EQUITY	\$ 66,299,029	\$ 189,272,533

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

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
Restricted Cash and Cash Equivalents		
Sabadell Bank - Credit Card Collateral Account	\$ 71,705	\$ 71,594
TD Bank - Debt Service Reserve Account (FBO City of Port St. Lucie)	4,153,414	4,153,254
Regions Bank - Sales Proceeds Account	6,779,066	-
Total	\$ 11,004,185	\$ 4,224,848
Other Current Assets		
Security Deposits	\$ 185,542	\$ 270,362
Tuition Receivable	-	28,227
Advances to Digital Domain Youth Outreach Foundation	219,239	219,239
Canadian HST Receivable	609,567	581,545
Total	\$ 1,014,348	\$ 1,099,374
Other Assets		
Capitalized Film Production Costs	\$ 2,182,534	\$ 15,367,836
Investment in Ender's Game Production	-	17,213,042
Titanic Participation Rights	-	646,667
Deferred Debt Issuance Costs	3,411,338	3,729,589
Capitalized Pre-Construction and Development Costs	647,600	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
Total	\$ 6,834,286	\$ 96,241,900

LIABILITIES AND OWNER EQUITY	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
Professional Fees		
Accrued Bankruptcy Professional Fees (Debtor Professionals)	\$ 783,951	\$ -
Accrued Bankruptcy Professional Fees (Senior / DIP Lender Legal Counsel)	767,477	-
Accrued Bankruptcy Professional Fees (UCC Legal Counsel and Financial Advisor)	1,880,502	-
Total	\$ 3,431,931	\$ -
Other Postpetition Liabilities		
Accrued Property Insurance	\$ 38,879	\$ -
Accrued Interest on Secured Debt (Subordinated)	397,672	-
Due to City of Port St. Lucie (Asset Sale / Auction Proceeds)	335,513	-
Accrued US Trustee Fees	79,400	-
Due to Galloping Horse (Excess Cure Payment Funding and Unallocated Cash Receipts)	577,119	-
Total	\$ 1,428,583	\$ -
Adjustments to Owner Equity		
Other Comprehensive Loss (Foreign Currency Translation)	\$ 48,082	\$ 45,493
Postpetition Contributions (Distributions) (Draws)		

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

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability
Federal						
Withholding	-	-	-			-
FICA - Employee	-	-	-			-
FICA - Employer	-	-	-			-
Unemployment	-	-	-			-
Income	-	-	-			-
Other	-	-	-			-
Total Federal Taxes	-	-	-			-
State and Local						
Withholding	-	-	-			-
Sales	-	-	-			-
Excise	-	-	-			-
Unemployment	-	-	-			-
Real Property	173,745	-	-			173,745
Personal Property	-	-	-			-
Other	-	-	-			-
Total State and Local	173,745	-	-			173,745
Total Taxes	\$ 173,745	\$ -	\$ -			\$ 173,745

SUMMARY OF UNPAID POSTPETITION DEBTS

	Current	0-30	Number of Day Past Due			Total
			31-60	61-90	Over 90	
Accounts Payable	\$ 108,709	\$ 34,626	\$ 44,855	\$ 461	\$ 94,228	\$ 282,879
Wages Payable	65,000	-	-	-	-	65,000
Taxes Payable	173,745	-	-	-	-	173,745
Rent/Leases - Building	-	-	-	-	-	-
Rent/Leases - Equipment	-	-	-	-	-	-
Secured Debt/Adequate Protection Payments	55,687,802	-	-	-	-	55,687,802
Professional Fees	3,431,931	-	-	-	-	3,431,931
Amounts Due to Insiders	-	-	-	-	-	-
Other: Accrued US Trustee Fees	17,225	39,100	-	23,075	-	79,400
Other: Due to Galloping Horse America, LLC	577,119	-	-	-	-	577,119
Other: Accrued Interest on Subordinated Secured Debt	397,672	-	-	-	-	397,672
Other: Due to City of Port St. Lucie (Asset Sale / Auction Proceeds)	335,513	-	-	-	-	335,513
Other: Accrued Other Miscellaneous	38,879	-	-	-	-	38,879
Total Postpetition Debts	\$ 60,833,594	\$ 73,726	\$ 44,855	\$ 23,536	\$ 94,228	\$ 61,069,940

In re DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries ConsolidatedCase No. 12-12568Reporting Period: January 1, 2013 - January 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	\$ 4,302,535	\$ 1,947,779	\$ -	\$ 6,250,314
+ Amounts billed during the period	-	-	-	-
- Amounts collected during the period	(1,102,535)	-	-	(1,102,535)
- Other adjustments (1)	-	(231,580)	-	(231,580)
Total Accounts Receivable at the end of the reporting period	\$ 3,200,000	\$ 1,716,199	\$ -	\$ 4,916,199
Accounts Receivable Aging				
0 - 30 days old	\$ -	\$ -	\$ -	\$ -
31 - 60 days old	-	-	-	-
61 - 90 days old	-	-	-	-
91+ days old	3,200,000	1,716,199	-	4,916,199
Total Accounts Receivable	\$ 3,200,000	\$ 1,716,199	\$ -	\$ 4,916,199
Amount considered uncollectible (Bad Debt)	-	-	-	-
Accounts Receivable (Net)	\$ 3,200,000	\$ 1,716,199	\$ -	\$ 4,916,199

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 (2)	
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 (3)
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.		No (4)
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) Reclassification of unapplied cash receipts (previously classified as liability) against outstanding DDPI Estate receivable balances.

(2) During January 2013, DDMG Estate finalized the auction/sale of certain patents and related intellectual property for net proceeds of \$5,450,000.

(3) DDMG Estate's Federal and State Tax Returns for the year ended December 31, 2011 (due September 15, 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 federal and state tax returns.

(4) 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.

ATTACHMENT A

Bank Reconciliations

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

Bank:	Regions Bank
Account Number:	0145669929
Account Description / Type:	Operating
General Ledger Account :	10070
Ending Balance - Bank:	\$ 1,308,679.57
Plus:	
Deposits in Transit	-
Less:	
Outstanding Checks	<u>(6,361.31)</u>
Ending Balance - General Ledger:	\$ 1,302,318.26

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)
Ceridian	4525	1/14/2013	(133.78)
Group One Safety and Security	4531	1/14/2013	<u>(2,225.76)</u>
			\$ (6,361.31)

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

Bank:	Regions Bank
Account Number:	0160021667
Account Description / Type:	Sales Proceeds
General Ledger Account :	10072
Ending Balance - Bank:	\$ 6,779,065.81
Plus:	
Deposits in Transit	-
Less:	
Outstanding Checks	-
Ending Balance - General Ledger:	\$ 6,779,065.81

Outstanding Checks

Vendor / Payee	Check Number	Check Date	Amount
NA	NA	NA	NA

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

Bank:	Wells Fargo
Account Number:	4187516190
Account Description / Type:	Operating
General Ledger Account :	11014
Ending Balance - Bank (Sweep)	\$ -
Ending Balance - Bank (Operating)	<u>9,005.56</u>
Ending Balance - Bank:	\$ 9,005.56
Plus:	
Deposits in Transit	-
Less:	
Outstanding Checks	<u>(154.21)</u>
Ending Balance - General Ledger:	\$ 8,851.35

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>
Total Outstanding Checks			\$ (154.21)

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

Bank:	Wells Fargo
Account Number:	4496804394
Account Description / Type:	Operating - Mothership
General Ledger Account :	11040
Ending Balance - Bank (Sweep)	\$ -
Ending Balance - Bank (Operating)	<u>0.15</u>
Ending Balance - Bank:	\$ 0.15
Plus:	
Deposits in Transit	-
Less:	
Outstanding Checks	<u>-</u>
Ending Balance - General Ledger:	\$ 0.15

Outstanding Checks

Vendor / Payee	Check Number	Check Date	Amount
NA	NA	NA	NA

ATTACHMENT B

Cash Receipt and Disbursement Journals

DDMG Estate (f/k/a Digital Domain Media Group, Inc.)
 Case No. 12-12568
 Cash Receipts and Disbursements Detail
 1/01/13 - 1/31/13

Customer / Vendor	MOR Category	Receipt / (Disbursement) Description	Receipt Amount	Disbursement Amount	Type	Check / Wire Number	Date	Amount	Bank: 014566929		
									Regions 0160021667	Regions 10072	
									GL Account No.:	10070	
									Description:	Operating	Sales Proceeds
Beginning Balance - General Ledger								11/30/2012	7,162,639.95	1,612,307.58	5,550,332.37
Receipts											
ADP	Other Receipts	Payroll Tax Credit/Refund	632.19	-	ACH	NA	1/8/2013	632.19	632.19	-	
Real D	Sale of Assets	Proceeds from Sale of Assets (Intellectual Property / Patents)	5,450,000.00	-	Wire	NA	1/14/2013	5,450,000.00	-	5,450,000.00	
Heritage Global Partners	Sale of Assets	Proceeds from Sale of Assets (Furniture and Equipment)	1,438,048.08	-	Wire	NA	1/22/2013	1,438,048.08	-	1,438,048.08	
Ceridian Cobra Services	Other Receipts	Florida Employee Health Insurance Cobra Reimbursement (November and December 2012)	21,254.91	-	Check	NA	1/23/2013	21,254.91	21,254.91	-	
Compass Group	Other Receipts	Miscellaneous Deposit (Vending Machines)	331.79	-	Check	NA	1/23/2013	331.79	331.79	-	
Florida Power and Light	Other Receipts	DDI Utility Deposit Refund	954.70	-	Check	NA	1/23/2013	954.70	954.70	-	
Regions Bank	Other Receipts	Regions Money Market Account Interest 12/01/12 - 12/31/12 (Sales Proceeds Acct)	1,010.94	-	Direct Credit	NA	1/31/2013	1,010.94	-	1,010.94	
Internal Transfers											
DDPI Estate	Transfers (From DIP Accounts)	Transfer from DDPI Estate	30,000.00	-	Wire	NA	1/11/2013	30,000.00	30,000.00	-	
Disbursements											
Kobre & Kim	Professional Fees	Ordinary Course Professional Fees (Legal) for the Period 11/01/12 - 11/30/12	-	(17,330.00)	Wire	2013-1	1/4/2013	(17,330.00)	(17,330.00)	-	
Transamerica	Administrative	401(k) Plan Administration and Wind Down	-	(502.50)	Wire	2013-2	1/4/2013	(502.50)	(502.50)	-	
MDT Executive Management	Professional Fees	UCC Financial Advisor Fees for the Period 9/11/12 - 10/31/12	-	(53,022.87)	Wire	NA	1/4/2013	(53,022.87)	-	(53,022.87)	
Blue Cross Blue Shield of Florida	Administrative	Florida Terminated Employee Health Insurance Cobra Premiums (October - December 2012 - Catch Up)	-	(50,220.40)	ACH	2013-3	1/7/2013	(50,220.40)	(50,220.40)	-	
Blue Cross Blue Shield of Florida	Administrative	Florida Terminated Employee Health Insurance Cobra Premiums (October - December 2012 - Catch Up)	-	(11,890.40)	ACH	2013-4	1/7/2013	(11,890.40)	(11,890.40)	-	
Regions Bank	Administrative	Account Maintenance Fees, Wire Transfer, and Other Service Charges (December 2012)	-	(784.27)	Direct Debit	NA	1/9/2013	(784.27)	(784.27)	-	
Regions Bank	Administrative	Account Maintenance Fees, Wire Transfer, and Other Service Charges (December 2012)	-	(145.54)	Direct Debit	NA	1/9/2013	(145.54)	-	(145.54)	
Emily Gaddy	Administrative	Independent Contractor - Accounting, Benefits Admin, Other Misc. 12/31/12 - 1/11/13 (Former DDMG Employee)	-	(3,296.13)	Wire	2013-5	1/11/2013	(3,296.13)	(3,296.13)	-	
Regions Bank	Administrative	Miscellaneous Account Maintenance Charge	-	(25.00)	Direct Debit	NA	1/11/2013	(25.00)	(25.00)	-	
ADP (Fees)	Administrative	Florida Payroll Processing Fees (Catch-Up / Adjustment)	-	(17.80)	ACH	NA	1/11/2013	(17.80)	(17.80)	-	
Guardian	Administrative	Florida Terminated Employee Dental / Vision Insurance COBRA Premiums (October - December 2012 - Catch Up)	-	(529.50)	ACH	NA	1/11/2013	(529.50)	(529.50)	-	
Aflac	Administrative	Florida Employee Supplemental Insurance Premiums (December 2012)	-	(147.96)	ACH	NA	1/11/2013	(147.96)	(147.96)	-	
Senior Note / DIP Lending Syndicate	Other Disbursements	Senior Note and DIP Credit Facility Principal Payment	-	(5,450,000.00)	Wire	NA	1/14/2013	(5,450,000.00)	-	(5,450,000.00)	
Barbara Ford Grant (DDPI Employee)	Administrative	Expense Report	-	(811.91)	Check	4524	1/14/2013	(811.91)	(811.91)	-	
Ceridian	Administrative	Florida Cobra Administration Fee (December 2012)	-	(133.78)	Check	4525	1/14/2013	(133.78)	(133.78)	-	
City of Port St. Lucie - Water	Administrative	Utility Expenses (Water) for Port St. Lucie Tradition Studio 11/07/12 - 12/31/12 (Final Bill)	-	(1,482.29)	Check	4526	1/14/2013	(1,482.29)	(1,482.29)	-	
Darin Grant (Former Employee)	Administrative	Expense Report	-	(969.02)	Check	4527	1/14/2013	(969.02)	(969.02)	-	
EarthLink	Administrative	DDI Long Distance Charges 11/15/12 - 12/14/12 (Final Bill)	-	(395.77)	Check	4528	1/14/2013	(395.77)	(395.77)	-	
Employers Compensation Insurance	Insurance	California Based Employee Workers Compensation Insurance Premium True-Up (2012)	-	(552.00)	Check	4529	1/14/2013	(552.00)	(552.00)	-	
GE Capital	Administrative	Tradition Station and Studio Copier Lease and Maintenance Charges 11/20/12 - 12/21/12 (Final Bill)	-	(949.54)	Check	4530	1/14/2013	(949.54)	(949.54)	-	
Group One Safety and Security	Security / Rental / Leases	Tradition Station and Studio Access Badge Activation, Deactivation, and Monitoring (September 2012 True-Up)	-	(2,225.76)	Check	4531	1/14/2013	(2,225.76)	(2,225.76)	-	
Edwin Lunsford (Former Employee)	Administrative	Expense Report	-	(524.18)	Check	4532	1/14/2013	(524.18)	(524.18)	-	
Merrill Communications, LLC	Administrative	Website / Dataroom Hosting (Other Assets) 11/28/12 - 12/28/12 (Final Bill)	-	(191.91)	Check	4533	1/14/2013	(191.91)	(191.91)	-	
Transamerica Retirement Solutions	Administrative	401(k) Plan Administration and Wind Down	-	(438.75)	Check	4534	1/14/2013	(438.75)	(438.75)	-	
ADP (Fees)	Administrative	Florida Payroll Withholding Tax Late Payment Penalty - IRS (Bi-Weekly Payroll Period Ending 09/09/12)	-	(6,060.05)	Wire	2013-6	1/18/2013	(6,060.05)	(6,060.05)	-	
Wilmer Hale	Professional Fees	Senior Lender Legal Counsel Fees for the Period 12/27/12 - 01/14/13	-	(2,115.70)	Wire	2013-7	1/18/2013	(2,115.70)	(2,115.70)	-	
Landis, Rath & Cobb	Professional Fees	Senior Lender Legal Counsel Fees for the Period 12/11/12 - 12/31/12	-	(1,561.48)	Wire	2013-8	1/18/2013	(1,561.48)	(1,561.48)	-	
Regions Bank	Administrative	Account Maintenance Charge	-	(275.00)	Wire	NA	1/24/2013	(275.00)	(275.00)	-	
FTI Consulting	Professional Fees	Turnaround Manager Fees and Expenses for the Period 12/11/12 - 01/10/13	-	(119,357.06)	Wire	2013-9	1/25/2013	(119,357.06)	(119,357.06)	-	
Kurtzman Carson Consultants	Professional Fees	Claims Agent - Fees (Less 20% Holdback) for Period from 10/01/12 - 11/06/12	-	(34,809.28)	Wire	2013-10	1/25/2013	(34,809.28)	(34,809.28)	-	
Emily Gaddy	Administrative	Independent Contractor - Accounting, Benefits Admin, Other Misc. 1/14/13 - 1/25/13 (Former DDMG Employee)	-	(3,407.39)	Wire	2013-11	1/25/2013	(3,407.39)	(3,407.39)	-	
ADP (Fees)	Administrative	Florida Payroll Processing Fees (Catch-Up / Adjustment)	-	(90.18)	ACH	NA	1/25/2013	(90.18)	(90.18)	-	
Brown Rudnick	Professional Fees	UCC Legal Counsel Fees for the Period 11/01/12 - 11/30/12	-	(157,157.17)	Wire	NA	1/29/2013	(157,157.17)	-	(157,157.17)	
Schulte Roth and Zabe	Professional Fees	1st Lien Lender Legal Counsel Fees Through Week Ending 1/18/13	-	(92,500.00)	Wire	2013-12	1/29/2013	(92,500.00)	(92,500.00)	-	
ADP	Administrative	DDPI Payroll Processing Fees (Pre-Petition)	-	(4,950.00)	Wire	2013-13	1/29/2013	(4,950.00)	(4,950.00)	-	
ADP	Administrative	DDPI Payroll Processing Fees (September 2012)	-	(4,617.90)	Wire	2013-14	1/31/2013	(4,617.90)	(4,617.90)	-	
Ending Balance - General Ledger								12/31/2012	8,081,384.07	1,302,318.26	6,779,065.81

DDPI Estate (f/k/a Digital Domain Productions, Inc.)
 Case No. 12-12569
 Cash Receipts and Disbursements Detail
 1/01/13 - 1/31/13

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

Customer / Vendor	Receipt / (Disbursement) Description	Receipt Amount	Disbursement Amount	Type	Check / Wire Number	Date	Amount			
Beginning Balance - General Ledger							12/31/2012	33,152.76	33,152.61	0.15
Receipts										
Coresource	Digital Domain 3.0, Inc. Cash Collection (December 2012 COBRA Reimbursement)	7,269.66	-	Wire		1/22/2013	7,269.66	7,269.66	-	
Internal Transfers										
DDMG Estate	Transfer to DDMG Estate	-	(30,000.00)	Wire	NA	1/11/2013	(30,000.00)	(30,000.00)	-	
Disbursements										
Wells Fargo	Wells Fargo Operating Account Fees and Other Service Charges	-	(1,570.92)	Direct Debit	NA	1/11/2013	(1,570.92)	(1,570.92)	-	
Ending Balance - General Ledger							1/31/2012	8,851.50	8,851.35	0.15

All Other Cases '
 Cash Receipts and Disbursements Journal
 1/01/13 - 1/31/13

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							12/31/2012	-	-
Receipts	N/A	-	-	NA	NA	NA	-	-	
Internal Transfers	N/A	-	-	NA	NA	NA	-	-	
Disbursements	N/A	-	-	NA	NA	NA	-	-	
Ending Balance - General Ledger							1/31/2013	-	-

'All Other Cases Comprised Of:

Case No.	Case Name:
12-12567	DD Estate (f/k/a Digital Domain)
12-12570	DDMMI Estate (f/k/a Mothership Media, Inc.)
12-12571	DDInt Estate (f/k/a Digital Domain International, Inc.)
12-12572	Tradition Studios, Inc.
12-12573	D2 Software, Inc.
12-12574	DDSGI Estate (f/k/a Digital Domain Stereo Group, Inc.)
12-12575	Tembo 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

ATTACHMENT C

Accounts Payable Aging Details

DDMG Estate

A/P Aging Summary

As of January 31, 2013

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
ADP, Inc.	0.00	0.00	0.00	0.00	2.37	2.37
AT&T (DDI Internet)	0.00	140.00	0.00	0.00	0.00	140.00
Blue Cross Blue Shield of Florida	2,891.55	0.00	0.00	0.00	0.00	2,891.55
Broad and Cassel	0.00	0.00	1,384.05	461.25	5,599.20	7,444.50
CityPlace Office II, LLC (DDI Rent)	0.00	0.00	0.00	0.00	10,918.00	10,918.00
Comcast (DDI Internet)	0.00	0.00	-619.20	0.00	0.00	-619.20
FedEx	0.00	576.29	0.00	0.00	0.00	576.29
FPL (DDI) 477 S Rosemary Ave 228	0.00	146.60	0.00	0.00	0.00	146.60
Hometown Cable Plus	1,051.83	0.00	0.00	0.00	0.00	1,051.83
Hooper, Lundy & Bookman, P.C.	0.00	0.00	0.00	0.00	8,793.00	8,793.00
Iron Mountain	539.96	0.00	0.00	0.00	0.00	539.96
Jones, Foster, Johnston & Stubbs	0.00	0.00	6,596.00	0.00	0.00	6,596.00
Kobre & Kim LLP	0.00	0.00	8,445.45	0.00	0.00	8,445.45
Kurtzman Carson Consultants LLC	0.00	33,577.52	27,421.65	0.00	0.00	60,999.17
Landis Rath & Cobb LLP	5,955.40	0.00	0.00	0.00	0.00	5,955.40
Mirkin, Craig	0.00	0.00	0.00	0.00	7,190.78	7,190.78
Mitchell Silberberg & Knupp, LLP	0.00	0.00	0.00	0.00	330.00	330.00
Morrison, Dennis D.	3,006.76	0.00	0.00	0.00	0.00	3,006.76
Perkins Coie	0.00	0.00	0.00	0.00	4,658.39	4,658.39
Powernet Global Communications	0.00	32.89	0.00	0.00	0.00	32.89
Prime Pool (DDI)	0.00	0.00	0.00	0.00	175.00	175.00
Schulte Roth & Zabel, LLP	92,500.00	0.00	0.00	0.00	0.00	92,500.00
The City of West Palm Beach (DDI)	0.00	0.00	0.00	0.00	25.00	25.00
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	1,626.68	0.00	0.00	1,626.68
WilmerHale	2,763.00	0.00	0.00	0.00	0.00	2,763.00
Zephyrhills Direct	0.00	153.07	0.00	0.00	0.00	153.07
TOTAL	108,708.50	34,626.37	44,854.63	461.25	41,413.13	230,063.88

DDPI Estate (f/k/a Digital Domain Productions, Inc.)
A/P Aging Summary - Postpetition
January 31, 2013

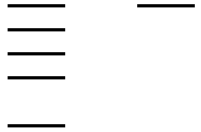
Supplier / Vendor	Invoice Number	Invoice Date	Invoice Amount (Adjusted)	Invoice Aging					TOTAL
				Current	1 - 30	31-60	61 - 90	> 90	
Automatic Data Processing (ADP)	413122255	9/28/2012	1,816.01	-	-	-	-	1,816.01	1,816.01
	413122255	9/27/2012	40.00	-	-	-	-	40.00	40.00
Brave Rose, Inc	DD-09-12 REVISED	9/28/2012	2,131.58	-	-	-	-	2,131.58	2,131.58
CA-Larkspur Landing Office Park	99929543	9/28/2012	775.69	-	-	-	-	775.69	775.69
Comcast	22959157	9/15/2012	1,229.33	-	-	-	-	1,229.33	1,229.33
Dell Financial Services	76082863	9/12/2012	111.81	-	-	-	-	111.81	111.81
DG Fastchannel (DBA Source Creative)	74681	9/5/2012	186.20	-	-	-	-	186.20	186.20
Digital Artists Agency	220488	9/12/2012	168.56	-	-	-	-	168.56	168.56
	220489	9/12/2012	26.46	-	-	-	-	26.46	26.46
	222406	9/19/2012	215.28	-	-	-	-	215.28	215.28
	22407	9/19/2012	168.56	-	-	-	-	168.56	168.56
	225408	9/19/2012	26.46	-	-	-	-	26.46	26.46
Federal Express	2-017-39328	9/14/2012	191.58	-	-	-	-	191.58	191.58
	2-025-15795	9/21/2012	241.44	-	-	-	-	241.44	241.44
	2-032-62548	9/27/2012	188.00	-	-	-	-	188.00	188.00
	2-040-09794	9/27/2012	161.48	-	-	-	-	161.48	161.48
	1-106-01773	9/27/2012	43.50	-	-	-	-	43.50	43.50
Gas Company	12/09/27	9/27/2012	34.29	-	-	-	-	34.29	34.29
Gavgavian, Lala	EX12/09/27	9/27/2012	461.60	-	-	-	-	461.60	461.60
Gentle Giant Studios	IN-004026	9/28/2012	1,800.00	-	-	-	-	1,800.00	1,800.00
Hall, Andrew	12/10/15	10/15/2012	10,838.79	-	-	-	-	10,838.79	10,838.79
Iron Mountain Offsite Data Protection	103738084	9/30/2012	215.67	-	-	-	-	215.67	215.67
Key Equipment Finance	147843004210	9/17/2012	2,758.59	-	-	-	-	2,758.59	2,758.59
LA Municipal Services	Various	Various	28,778	-	-	-	-	28,777.65	28,777.65
Manisalco, John	EX12/09/26	9/26/2012	191.45	-	-	-	-	191.45	191.45
McMaster-Carr Supply Company	37874037	9/25/2012	202.43	-	-	-	-	202.43	202.43
Mid Valley Automatic Fire Protection	12388	9/20/2012	375.00	-	-	-	-	375.00	375.00
Staples Inc	3042711002	9/21/2012	29.99	-	-	-	-	29.99	29.99
	3085393001	9/22/2012	133.82	-	-	-	-	133.82	133.82
Sterling Messenger Services	B114417	9/14/2012	53.50	-	-	-	-	53.50	53.50
	B114438	9/21/2012	264.00	-	-	-	-	264.00	264.00
Willson, Alasdair	DD004	9/27/2012	1,755.00	-	-	-	-	1,755.00	1,755.00
Total			55,613.72	-	-	-	-	55,613.72	55,613.72

ATTACHMENT D

Bank Statements



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



00053157 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 17
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COMMERCIAL ANALYZED CHECKING
January 1, 2013 through January 31, 2013

SUMMARY

Beginning Balance	\$1,621,689.88	Minimum Balance	\$1,308,679
Deposits & Credits	\$53,173.59 +		
Withdrawals	\$353,428.73 -		
Fees	\$1,059.27 -		
Automatic Transfers	\$0.00 +		
Checks	\$11,695.90 -		
Ending Balance	\$1,308,679.57		

DEPOSITS & CREDITS

01/08	ADP TX/FINCL Svc ADP - Tax Digital Domain 6910300848290Ha	632.19
01/11	Wire Transfer Digital Domain	30,000.00
01/23	Deposit - Thank You	22,541.40
	Total Deposits & Credits	\$53,173.59

WITHDRAWALS

01/04	Wire Transfer Kobre & Kim LI	17,330.00
01/04	Wire Transfer Transamerica L	502.50
01/07	Bluecrossflorida Premium Digital Domain	50,220.40
01/07	Bluecrossflorida Premium Digital Domain	11,890.40
01/11	Wire Transfer Emily Gaddy	3,296.13
01/11	Bank Debit	25.00
01/11	ADP Payroll Fees ADP - Fees Digital Domain 100Ha 1028991	17.80
01/14	The Guardian Jan Gp Ins Digital Domain 45533200Lac0001	529.50
01/15	AFLAC Insurance Digital Domain Cyh17757670	147.96
01/18	Wire Transfer ADP Payroll De	6,060.05
01/18	Wire Transfer Wilmer Cutler	2,115.70
01/18	Wire Transfer Landis Rath &	1,561.48
01/25	Wire Transfer Fti Consulting	119,357.06
01/25	Wire Transfer Kurtzman Carso	34,809.28
01/25	Wire Transfer Emily Gaddy	3,407.39
01/25	ADP Payroll Fees ADP - Fees Digital Domain 100Ha 1901707	90.18
01/29	Wire Transfer Schulte Roth &	92,500.00
01/29	Wire Transfer ADP, Inc. Nas	4,950.00
01/31	Wire Transfer ADP, Inc. Nas	4,617.90
	Total Withdrawals	\$353,428.73

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
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 2 of 3

FEEES

01/09	Analysis Charge	12-12	784.27
01/24	Analysis Charge	12-12	275.00
Total Fees			<u>\$1,059.27</u>

CHECKS

<u>Date</u>	<u>Check No.</u>	<u>Amount</u>	<u>Date</u>	<u>Check No.</u>	<u>Amount</u>
01/22	4431	84.49	01/24	4526 *	1,482.29
01/02	4495 *	1,600.00	01/30	4527	969.02
01/04	4499 *	698.48	01/24	4528	395.77
01/09	4500	1,581.74	01/22	4529	552.00
01/07	4503 *	911.05	01/22	4530	949.54
01/02	4508 *	184.77	01/23	4532 *	524.18
01/02	4510 *	320.00	01/22	4533	191.91
01/24	4524 *	811.91	01/25	4534	438.75
Total Checks					<u>\$11,695.90</u>

* Break In Check Number Sequence.

DAILY BALANCE SUMMARY

<u>Date</u>	<u>Balance</u>	<u>Date</u>	<u>Balance</u>	<u>Date</u>	<u>Balance</u>
01/02	1,619,585.11	01/14	1,562,430.03	01/25	1,411,716.49
01/04	1,601,054.13	01/15	1,562,282.07	01/29	1,314,266.49
01/07	1,538,032.28	01/18	1,552,544.84	01/30	1,313,297.47
01/08	1,538,664.47	01/22	1,550,766.90	01/31	1,308,679.57
01/09	1,536,298.46	01/23	1,572,784.12		
01/11	1,562,959.53	01/24	1,569,819.15		

**CHANGES TO THE REGIONS DEPOSIT AGREEMENT
 ARE IN EFFECT AS OF DECEMBER 20, 2012.
 PLEASE VISIT REGIONS.COM/AGREEMENTS OR
 ANY REGIONS BRANCH FOR A COPY OF THE
 CHANGES.**

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

Thank You For Banking With Regions!

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**

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DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4431
 18/02/2012
 PAY TO THE ORDER OF Henry Veta \$84.49
 Eighty Four and 40/100
 VISA (Employee)
 PALM BEACH GARDENS, FL
 33410
 MEMO 11/03/12 Storage Boxes

Check# 4431 01/22/2013 \$84.49

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4495
 12/22/2012
 PAY TO THE ORDER OF Sited Cleaning Solutions, Inc. \$11600.00
 One Thousand Six Hundred and 00/100
 Sited Cleaning Solutions, Inc.
 371 SW Lake Forest Way
 Port Saint Lucie, FL 34986
 MEMO 12/01/12 to 12/31/12 Sited Cleaning Services

Check# 4495 01/02/2013 \$1600.00

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4499
 12/20/2012
 PAY TO THE ORDER OF City of West Palm Beach \$698.48
 Six Hundred Ninety Eight and 48/100
 City of West Palm Beach
 PO Box 30300
 Tampa, FL 33633-3000
 MEMO 8/11/12 to 10/18/12 Water DDI #1

Check# 4499 01/04/2013 \$698.48

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4500
 12/20/2012
 PAY TO THE ORDER OF City of West Palm Beach \$1581.74
 One Thousand Five Hundred Eighty One and 74/100
 City of West Palm Beach
 PO Box 30300
 Tampa, FL 33633-3000
 MEMO 8/11/12 to 12/18/12 Water DDI #1

Check# 4500 01/09/2013 \$1581.74

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4503
 12/20/2012
 PAY TO THE ORDER OF FPL \$911.05
 Nine Hundred Eleven and 05/100
 FPL
 General Mail Facility
 Miami, FL 33188-0001
 MEMO 11/08/12 to 12/03/12 Service

Check# 4503 01/07/2013 \$911.05

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4508
 12/20/2012
 PAY TO THE ORDER OF Powertel Global Communications \$184.77
 One Hundred Eighty Four and 77/100
 Powertel Global Communications
 PO Box 74245
 Cincinnati, OH 45274-0245
 MEMO 11/12/12 to 12/12/12 Long Dist. Telephone

Check# 4508 01/02/2013 \$184.77

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4510
 12/20/2012
 PAY TO THE ORDER OF Sited Cleaning Solutions, Inc. \$320.00
 Three Hundred Twenty and 00/100
 Sited Cleaning Solutions, Inc.
 371 SW Lake Forest Way
 Port Saint Lucie, FL 34986
 MEMO 12/10/12 to 12/12/12 Sited Cleaning Services

Check# 4510 01/02/2013 \$320.00

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4524
 1/14/2013
 PAY TO THE ORDER OF Barbara Ford Grant \$811.91
 Eight Hundred Eleven and 91/100
 Barbara Ford Grant
 526 Broadway Street
 Winnow, CA 95091
 MEMO Expense Reimbursement (Original Check No. 11457)

Check# 4524 01/24/2013 \$811.91

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4526
 1/14/2013
 PAY TO THE ORDER OF City of Port St. Lucie \$1482.29
 One Thousand Four Hundred Eighty Two and 29/100
 City of Port St. Lucie
 Utility Systems Dept.
 P O Drawer 8937
 Port St. Lucie, FL 34983-8987
 MEMO 130865

Check# 4526 01/24/2013 \$1482.29

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4527
 1/14/2013
 PAY TO THE ORDER OF Dawn Grant \$969.02
 Nine Hundred Sixty Nine and 02/100
 Dawn Grant
 526 Broadway Street
 Winnow, CA 95091
 MEMO Expense Reimbursement (Original Check No. 4088)

Check# 4527 01/30/2013 \$969.02

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4528
 1/14/2013
 PAY TO THE ORDER OF Epartek \$395.77
 Three Hundred Ninety Five and 77/100
 Epartek
 Dept #1708
 PO Box 11507
 Birmingham, AL 35202
 MEMO 82010

Check# 4528 01/24/2013 \$395.77

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4529
 1/14/2013
 PAY TO THE ORDER OF Employers Compensation Ins Co \$552.00
 Five Hundred Fifty Two and 00/100
 Employers Compensation Ins Co
 P O Box 52791
 Phoenix, AZ 85072-2791
 MEMO Policy Number: EIG 137044 00

Check# 4529 01/22/2013 \$552.00

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4530
 1/14/2013
 PAY TO THE ORDER OF GE Capital \$949.54
 Nine Hundred Forty Nine and 54/100
 GE Capital
 PO Box 702441
 Atlanta, GA 30374-0441
 MEMO Contract No. 8370/3

Check# 4530 01/22/2013 \$949.54

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4532
 1/14/2013
 PAY TO THE ORDER OF Lumiford, Inc \$524.18
 Five Hundred Twenty Four and 18/100
 Ed Lumiford
 113 Bowerly Drive
 North Palm Beach, FL 33408-5053
 MEMO 11/18/12 to 12/11/12 Cell Phone

Check# 4532 01/23/2013 \$524.18

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4533
 1/14/2013
 PAY TO THE ORDER OF Merrill Communications, LLC \$191.91
 One Hundred Ninety One and 91/100
 Merrill Communications, LLC
 PO Box 52791
 Phoenix, AZ 85072-2791
 MEMO 11/28/12 - 12/28/12 Database Project DD - Holdings

Check# 4533 01/22/2013 \$191.91

DIGITAL DOMAIN MEDIA GROUP, INC. REGIONS 4534
 1/14/2013
 PAY TO THE ORDER OF Transamerica Retirement Solutions \$438.75
 Four Hundred Thirty Eight and 75/100
 Transamerica Retirement Solutions
 8485 Shepley Farm Drive
 West Chester, OH 43089
 MEMO Contract No. 8370/3

Check# 4534 01/25/2013 \$438.75

REGIONS Checking Debit
 Date/Time: 01/11/2013 8:58 A Train Name: Withdrawal Amount: 25.00
 Bank/Branch: 022 F 06254 E2 Train Code: TFR1 ID Info: KNOW
 Train/Plac Code: 22 N Account #: 0145669929
 Tell/Atm: 02 G 30528 Customer Name: JOHN EDCUS ID Issue:
 Keyed Name:
 TIN Zip:

Check# 0 01/11/2013 \$25.00



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

DDMG ESTATE SALE
 PROCEEDS
 DEBTOR IN POSSESSION
 STE 201
 10521 SW VILLAGE CENTER DR
 PORT ST LUCIE FL 34987-1930

ACCOUNT # 0160021667

Cycle 092
 Enclosures 26
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COMMERCIAL MONEY MARKET

January 1, 2013 through January 31, 2013

SUMMARY

Beginning Balance	\$5,550,332.37	Minimum Balance	\$5,497,163
Deposits & Credits	\$6,888,048.08 +	Average Balance	\$5,951,010
Net Interest Earned	\$1,010.94 +	Annual Percentage Yield Earned	0.20%
Withdrawals	\$5,660,180.04 -	Interest This Period	\$1,010.94
Fees	\$145.54 -	Average Collected Balance	\$5,951,010.48
Automatic Transfers	\$0.00 +	2012 YTD Interest	\$21,236.31
Checks	\$0.00 -		
Ending Balance	\$6,779,065.81		

DEPOSITS & CREDITS

01/14	Wire Transfer Pachulski Stan	5,450,000.00
01/22	Wire Transfer Heritage Globa	1,438,048.08
Total Deposits & Credits		\$6,888,048.08

INTEREST

01/31	Interest Payment	1,010.94
-------	------------------	----------

WITHDRAWALS

01/04	Wire Transfer Mdt Executive	53,022.87
01/14	Wire Transfer Wilmer Cutler	5,450,000.00
01/29	Wire Transfer Brown Rudnick	157,157.17
Total Withdrawals		\$5,660,180.04

FEES

01/09	Analysis Charge	12-12	145.54
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DAILY BALANCE SUMMARY

Date	Balance	Date	Balance	Date	Balance
01/04	5,497,309.50	01/14	5,497,163.96	01/29	6,778,054.87
01/09	5,497,163.96	01/22	6,935,212.04	01/31	6,779,065.81

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

DDMG ESTATE SALE
PROCEEDS
DEBTOR IN POSSESSION
STE 201
10521 SW VILLAGE CENTER DR
PORT ST LUCIE FL 34987-1930

ACCOUNT #

0160021667

Cycle 092
Enclosures 26
Page 0
2 of 2

**CHANGES TO THE REGIONS DEPOSIT AGREEMENT
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CHANGES.**

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

Thank You For Banking With Regions!



Statement of Account

Last statement: November 30, 2012
 This statement: December 31, 2012
 Total days in statement period: 31

060-000820-5

Direct inquiries to:
 561-514-4900

Sabadell Bank & Trust
 180 Royal Palm Way
 Palm Beach, Florida 33480-4215

DIGITAL DOMAIN MEDIA GROUP INC
 MR JOHN C TEXTOR
 ATTENTION: FINANCE DEPT
 10250 SW VILLAGE CENTER DR
 PORT ST LUCIE FL 34987

0

Summary of Account Balance

Account	Number	Ending Balance
Preferred Business MMA	060-000820-5	\$71,705.38

Preferred Business MMA

Account number
 060-000820-5

Beginning balance	\$71,681.03		
Interest paid year to date	\$485.01		
Total additions	\$24.35	Total subtractions	\$-0.00

<u>Date</u>	<u>Description</u>	<u>Additions</u>	<u>Subtractions</u>
12-31	#Interest	24.35	

Daily balances

<u>Date</u>	<u>Amount</u>	<u>Date</u>	<u>Amount</u>	<u>Date</u>	<u>Amount</u>
11-30	71,681.03	12-31	71,705.38		

WellsOne® Account

Account number: 4187516190 ■ January 1, 2013 - January 31, 2013 ■ Page 1 of 3



DIGITAL DOMAIN
300 ROSE AVE
VENICE CA 90291-2628

WO

Questions?

Call your Customer Service Officer or Client Services
1-800-AT WELLS (1-800-289-3557)
5:00 AM TO 6:00 PM Pacific Time Monday - Friday

Online: wellsfargo.com

Write: Wells Fargo Bank, N.A. (182)
PO Box 63020
San Francisco, CA 94163



IMPORTANT ACCOUNT INFORMATION

Getting ready for tax season can be a hassle! Creating a checklist, and preparing in advance will set you up for a successful meeting with your tax preparer. Remember to bring your deposit routing and account number when preparing your taxes and you may be able to take advantage of using direct deposit for your tax refund into one of your Wells Fargo checking or savings accounts.

Account summary

WellsOne® Account

Account number	Beginning balance	Total credits	Total debits	Ending balance
4187516190	\$33,306.82	\$7,269.66	-\$31,570.92	\$9,005.56

Credits

Electronic deposits/bank credits

Effective date	Posted date	Amount	Transaction detail
	01/22	7,269.66	Coresource Cobra Jde 0576335Y Digital Domain Product
		\$7,269.66	Total electronic deposits/bank credits
		\$7,269.66	Total credits

Account number: 4187516190 ■ January 1, 2013 - January 31, 2013 ■ Page 2 of 3



Debits

Electronic debits/bank debits

<i>Effective date</i>	<i>Posted date</i>	<i>Amount</i>	<i>Transaction detail</i>
	01/11	1,570.92	Client Analysis Srvc Chrg 130110 Svc Chge 1212 000004187516190
	01/11	30,000.00	WT Fed#07074 Regions Bank /Ftr/Bnf=Digital Domain Holdings Corporation Srf# IN13011114133079 Trn#130111138063 Rfb# 000001892
		\$31,570.92	Total electronic debits/bank debits
		\$31,570.92	Total debits

Daily ledger balance summary

<i>Date</i>	<i>Balance</i>	<i>Date</i>	<i>Balance</i>	<i>Date</i>	<i>Balance</i>
12/31	33,306.82	01/11	1,735.90	01/22	9,005.56
Average daily ledger balance		\$14,265.11			



IMPORTANT ACCOUNT INFORMATION

NOTICE OF EXPIRATION OF THE TEMPORARY FULL FDIC INSURANCE COVERAGE FOR NONINTEREST-BEARING TRANSACTION ACCOUNTS

By operation of federal law, beginning January 1, 2013, funds deposited in a noninterest-bearing transaction account (including an Interest on Lawyer Trust Account) no longer will receive unlimited deposit insurance coverage by the Federal Deposit Insurance Corporation (FDIC). Beginning January 1, 2013, all of a depositor's accounts at an insured depository institution, including all noninterest-bearing transaction accounts, will be insured by the FDIC up to the standard maximum deposit insurance amount (\$250,000), for each deposit insurance ownership category.

Changes to Commercial Account Agreement
Effective March 2013

Wells Fargo is amending the agreement governing your deposit account effective March 1, 2013. The agreement governing your account includes:

- (a) the Wells Fargo Bank's Commercial Account Agreement dated May 1, 2005 (the "Wells Fargo Agreement"); and
- (b) the Wachovia Deposit Agreement and Disclosures for Commercial Accounts effective January 1, 2010, and prior versions of this agreement which were in effect on the date of this Addendum (each, the "Wachovia Agreement").

These changes include provisions in the Wells Fargo Agreement and the Wachovia Agreement regarding Fraud Prevention, the Bank's recoupment fee, the Bank's Use of Funds, and the law governing remittance transfers. If you have questions or would like a complete copy of the Wells Fargo Agreement, as amended, please contact your relationship manager.

Protection Against Unauthorized Items.

Company acknowledges that there is a growing risk of losses resulting from unauthorized Items. Bank offers Services that provide effective means for controlling the risk from unauthorized Items. These Services include:



- Positive Pay, or Positive Pay with Payee Validation, or Reverse Positive Pay (each offered by Bank in conjunction with Bank's Account Reconciliation Plan Service);
- ACH Fraud Filter; and
- Payment Authorization Service.

In addition, implementing a layered security approach and a combination of protection and detection tools is an effective way to prevent online fraud. Bank may recommend Company use certain fraud prevention practices to reduce Company's exposure to online fraud. Each of these practices is an industry "best practice". An example of a best practice is dual custody, which requires a payment or user modification initiated by one user to be approved by a second user on a different computer or mobile device before it takes effect.

Company will be treated as having assumed the risk of any loss that could have been prevented by its use of any fraud prevention Service or best practice Bank has recommended to Company, if Company:

- Declines to enroll in the fraud prevention Service(s);
- Enrolls in the fraud prevention Service but fails to use it in accordance with the Service Documentation applicable to it;
- or
- Fails to adopt and follow a best practice.

Recoupment Fee.

The FDIC charges each insured bank a fee to cover its share of the cost of providing deposit insurance to depositors. The FDIC does not charge a bank's depositors for deposit insurance or require banks to pass the cost of deposit insurance on to their depositors. The FDIC does, however, permit a bank to recoup the cost of deposit insurance from its depositors, so long as the fee the bank charges its depositors does not reveal information that could be used to determine the bank's confidential supervisory ratings or mislead depositors by implying the FDIC is charging the fee. Bank assesses this Recoupment Fee to partially recover insurance premiums it pays to the FDIC for deposit insurance. The amount of the Recoupment Fee appears on the periodic statement or client analysis statement for Company's account and is based on the monthly average ledger balance Company maintains in its account. The Recoupment Fee is subject to change by Bank at any time without notice. For questions about the Recoupment Fee, Company may contact its relationship manager at Bank.

Bank's Use of Funds.

Bank may benefit from having the use of funds in customers' non-interest bearing accounts. Bank may use these funds to reduce its borrowing from other sources such as the Fed Funds market or invest them in short-term investments such as its Federal Reserve Account. This benefit may be referred to as "spread". It is not possible to quantify the benefit to Bank that may be attributable to a particular customer's funds because funds from all customers' non-interest bearing accounts are aggregated both for purposes of reducing Bank's borrowing costs and for investment and because Bank's use of funds may vary depending on a number of factors including interest rates, Federal Funds rates, credit risks and Bank's anticipated funding needs. Bank's use of funds as described in this paragraph has no effect or impact on Company's use of and access to funds in Company's account.

Laws Governing Remittance Transfers.

Any funds transfer that is a "remittance transfer" as defined in Regulation E, Subpart B, as amended from time to time, will be governed by the laws of the state of New York, including New York's version of Article 4A of the Uniform Commercial Code, without regard to its conflict of laws principles.

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Members FDIC

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

DDMG Estate, *et al.*,

Debtors.¹

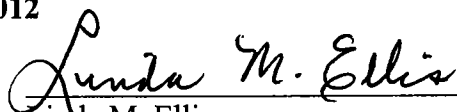
Chapter 11

Case No.: 12-12568 (BLS)
(Jointly Administered)

AFFIDAVIT OF SERVICE

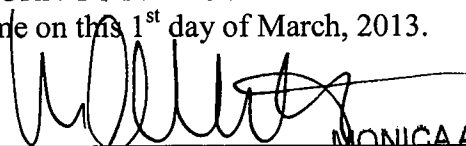
Linda M. Ellis, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski Stang Ziehl & Jones LLP, counsel to the Debtor in the above-captioned action, and that on the 1st day of March, 2013, she caused a copy of the following document(s) to be served upon the attached service list(s) in the manner indicated:

**DDMG Estate (f/k/a Digital Domain Media Group, Inc.) and Subsidiaries
Consolidated Monthly Operating Report for the Reporting Period of
January 1, 2013 to January 31, 2012**


Linda M. Ellis

SWORN TO AND SUBSCRIBED

by me on this 1st day of March, 2013.



Notary Public

MONICA ANGELA MOLITOR
NOTARY PUBLIC

My Commission Expires: _____ STATE OF DELAWARE

My commission expires July 12, 2014

¹ 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
Core Group 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 Hazeltine 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
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