



On Record

The Soundtrack of Our Lives





*“Music is the only common thread and universal language that binds us together regardless of race, nationality, age or income. **Recorded music** is how we experience it and what makes it accessible.”* – SIR GEORGE MARTIN

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EXECUTIVE SUMMARY



THE STORY

On December 7, 1877, the world of music changed forever – and with it human history.

Standing in his kitchen laboratory in a small New Jersey town, Thomas Edison had no idea that he had just ignited the most powerful, the most pervasive mass medium of the twentieth century; one that would change forever the way we live, think, work and play.

On that fateful day, with the invention of a quirky little tin-foil contraption to record sound, a revolution was born. Not since Gutenberg's printing press more than 500 years ago, has a single invention so completely transformed western civilization.

Today, we cannot imagine what our world would be like without recorded music. It is the invention that spawned radio, movies, television, the digital age, computers and the internet.

On Record is a television series that tells the story about the impact of recorded music for the first time; how the world's most universal mass entertainment medium gave birth to popular culture; how music became immortal.

Told as a narrative tapestry, weaving the words of today's living legends together with the memorable musical moments, the landmark cultural events, the inspiring inventions and innovations, the extraordinary creative genius of yesterday and today; the wow moments.

On Record illustrates how, in little more than a century, recording technology has moved from the first wax cylinders to digital downloads. And how these extraordinary changes have come to re-define, not only music, but who we are.

It is the story of the twentieth century. *On Record, The Soundtrack of our Lives™*.

THE BRAND & BUSINESS

The central "brand" and essence of *On Record* is THE SOUNDTRACK OF OUR LIVES – The business is branded "content" that will reach worldwide markets with an array of entertainment assets designed to work as an exclusive marketing, promotional, revenue, and educational platform.

- Built around a prime-time television series broadcast throughout TV markets and internet portals, worldwide.
- A branded platform whose products include a DVD/Home Video series, CD Box-set & CD series, companion book(s), radio series, music and visual internet content, associated merchandise, events and exhibits, and product for education markets.
- Leveraged and financed in partnership with music distributors, television broadcasters, internet portals, telecommunication outlets, mass-market book publisher, superstar music artists, sponsors, foundations, and radio stations worldwide.
- A mass media, cross-marketed delivery system reaching millions worldwide through primetime television (terrestrial, cable, internet), radio programming, retail, catalog, the web and internet, and the news media.

Unlike any other programming of its kind, *On Record* uniquely marries the substance and credibility of an historical documentary property necessary to generate an archive and ancillary multi-media products, with the broadest spectrum of commercial entertainment content, whose unmatched global appeal is well established.

Through branding and multi-media leverage, this business will deliver significant audiences, revenue and reach.





THE PRODUCTION

Producer:	Wildheart Entertainment
Length:	8 hours (plus bonus and educational product)
Time-line:	33 months
Production launch:	November 2007
Target Delivery:	July 2010
Per hour production cost:	\$1.23 million (excluding licensing and clearances)
Format:	HD/5.1 Surround
Delivery:	Visual & music program masters cleared for all non-theatrical uses, world-wide, 10 years.



THE TEAM

The experience of the *On Record* team assembled ensures creative excellence, fiscal integrity, and the timely delivery of the filmed content and all associated products.

Recognizing the separate, if interrelated, businesses that make up *On Record*, an unprecedented array of diverse executive and creative talent in television, music, book publishing, sponsorship, marketing, radio, research, legal and business has been brought together to manage and execute the project.

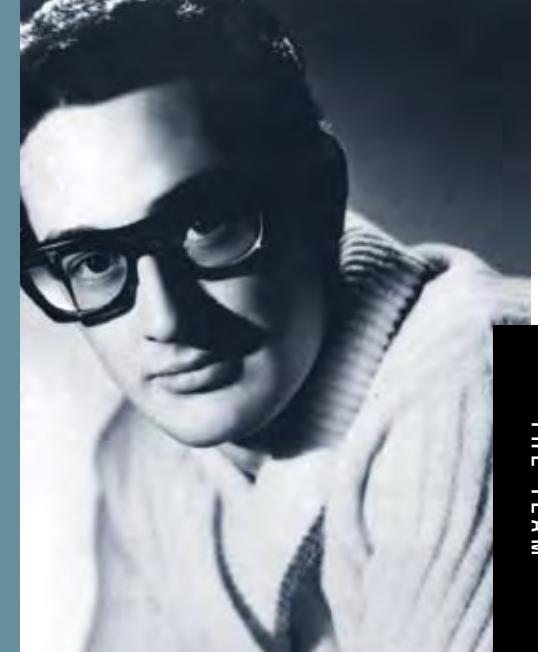
The most critical aspect of *On Record* is access and licensing and clearances.

On Record has pro-actively established the deepest, most experienced and powerful roster ever put together for a documentary series of this nature to address these issues. Our assembly of senior executives, financial and legal counsel in the music and television industries; NARAS, the William Morris Agency, Warner Home Entertainment; brand and product experts, numerous licensing companies and personnel with specialties in music, film, and publishing; Sir George Martin and Kevin Spacey; all ensure multiple access points and an extreme capability in aggregate. All have participated in reviewing *On Record*'s scope, fiscal integrity, and deliverables.

All have worked on projects of this scope, reach and caliber before.



THE TEAM



THE TEAM



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EXECUTIVE & CREATIVE



Sir George Martin, partner, creative consultant, talent – Winner of both the Grammy Lifetime Achievement and Novello Awards, Sir George is listed in the Guinness Book of World Records as the most successful producer ever, with more than fifty #1 hit records. The recordings he has produced have collectively sold more than one billion units worldwide. His award winning work across every conceivable recording genre and style includes: Classical, Comedy, Jazz, Pop, Country, R&B, Rock 'n' Roll, film scores, television scores and more. He produced and arranged all of the Beatles recordings, performing on many. George is the author of five books.



Kevin Spacey, talent – award-winning actor, producer, director, Kevin Spacey is well known for his film and stage work. He is the winner of two Academy Awards, an Olivier Award, two Tony Awards, and numerous Golden Globe Awards. Kevin has his own production company, Trigger Street, whose focus is to support emerging new artists. Kevin is currently the Artistic Director of the Old Vic Theatre in London. He is a graduate of Julliard.



Maxim Langstaff, series producer and writer – An award-winning producer, he has worked closely with Sir George Martin for more than 12 years. He produces and directs “The Making of Sergeant Pepper” multi-media events, and in 2005/06, he wrote, directed and produced 15 hours of interviews and performances with George in HD and 5.1. Best known for his acclaimed work with John Denver, Max created, wrote and produced the Emmy and Grammy nominated “Wildlife Concert” which spawned the highest rated music program in cable TV history (A&E), a double CD and DVD. It remains some of the biggest selling content ever released by Sony Legacy and Sony Music Video. In 2005, the programming was picked up by PBS stations nationwide, ranking as one of their most successful pledge programs. He subsequently produced “The Best of John Denver Live” which topped both the pop and country charts. Max’s diverse award winning work extends to “Best Film” (short) at the International Wildlife Film Festival for “Wildlife Crisis”, as well as the “Parents Choice Award” for “The Jackfish”, a collection of folk songs on EMI. An invitee of the Breadloaf Writer’s Conference, Max has been published by the New York Times and Gannett, among others. He began his career in the theater. The youngest Director of the National Theatre Institute, he was the co-founder of the National Youth Theater where he wrote and directed their original productions. Max also served as the National Director for the Wildlife Conservation Society’s successful effort to raise \$100mm for wildlife conservation. Max is the visionary behind *On Record*, its co-creator and one of the executive producers. He will also serve as one of the directors.



Phil Quartararo, executive producer — former president of EMI Music Marketing and executive vice president of EMI North America, the world's largest independent music company. Founding president and CEO of Virgin Records, U.S. President of Warner Music. Board member: RIAA, Rock & Roll Hall of Fame, and the Grammy Foundation, among others. Responsible for hit releases by artists including *Eric Clapton, The Beatles, The Rolling Stones, Janet Jackson, Faith Hill, Red Hot Chili Peppers, Josh Groban, U2, Madonna, and others.*

Chuck Ortner, co-executive producer, music — a partner of the international law firm, Proskauer Rose LLP, Chuck is a leading entertainment industry attorney. His clients include such music icons as Madonna, Shania Twain, Janet Jackson, Rick Rubin among others, as well as Sony BMG Music Entertainment, and EMI. Chuck also serves as the national legal counsel to NARAS — the Recording Academy (the Grammy Award organization).

Michele Langstaff, executive producer — co-creator of *On Record*, Michele is co-founder and one of the managing directors of Wildheart Entertainment. She has worked closely with Sir George Martin for many years executive producing "The Making of Sergeant Pepper" multi-media events for worldwide audiences. In 2005/06, Michele served as the Executive Producer of the 15 hours of George Martin interviews and original shooting done at Abbey Road and Air Studios in support of the *On Record* project. Michele has also worked with John Denver and was the co-creator of the Emmy and Grammy nominated "Wildlife Concert" which spawned the highest rated music program in cable TV history (A&E), and best selling CDs and Video. Her on-camera experience extends to feature television and award winning commercial work, including Law & Order, Time Life, and Gallo Wine. Michele has particular expertise in product development and talent management. She was a member of the product development team at LL Bean which was directly responsible for \$400MM in annual revenue. She also worked as a product development executive at the Disney Company.



Alan Benson, series director; producer — Alan is an Emmy Award-winning producer and director, four-time BAFTA nominee, BP Arts Journalism Award winner, and four-time gold award winner NY International Television Festival. He has produced and directed documentary series and television programs for BBC1 and BBC2, the Walt Disney Company, and Celador Productions. He is formerly the Head of Specials for Buena Vista Television, and founding producer, director, and executive producer of "The South Bank Show" (including directing 45 episodes), an acclaimed British Series, regarded as the best arts documentary strand in the world. Other credits include *The Making of Sgt. Pepper, Sunset Boulevard, and The Great African Wildlife Rescue* (13 episodes). He has worked with Sir George Martin, Elton John, the Beatles, Stevie Wonder, Billy Joel, Stephen Sondheim, Andrew Lloyd Webber, Toni Morrison, Oscar Peterson, Sir Georg Solti, and Francis Ford Coppola, among others. Alan has also served as Head of Production at The Really Useful Picture Company Ltd., where he produced and developed several documentary series for the BBC and for Disney. Alan developed feature films with British Screen, The Children's Film Foundation and the BBC. Alan was the Director for principal shooting (15 hrs) with Sir George Martin for *On Record*. He will also serve as one of the writers for the series.

Dominic Sandbrook, author, historian — The London Sunday Times referred to Sandbrook's "Never Had It So Good" as "the hinge on which our history in the 20th century will swing". The Sunday Telegraph referred to it as "a rich treasure chest of a book. An outstanding example of the genre... a tour de force." The Daily Mail says simply "Brilliant. A popular, very readable history that is a massive compendium of thoughtful information...". An Oxford historian of American History, Sandbrook's other books include: "Eugene McCarthy and the Rise and Fall of Postwar American Liberalism" (Knopf), "White Heat: A History of Britain in the Swinging Sixties" (Little, Brown). He is currently at work on a new book "Spirit of '76: The American People in the 1970s" (Knopf). A member of the Oxford University Modern History faculty, a Senior Fellow, Rothermere American Institute, he is a regular Op-Ed columnist for the London Evening Standard and the BBC History Magazine. Dominic holds a PhD in American History from Cambridge University where he was awarded the Sara Norton Prize for American history. Dominic is a consultant for the National Portrait Gallery's forthcoming exhibition "Pop Art Portraits"; a consultant and contributor to Channel 4's forthcoming documentary series "The History of British Television" and UKTV History's six-part documentary series "The Sixties".





PRODUCTION

Karen Thomas, associate producer (archive & education) – Is an accomplished producer, director and writer whose highly literate documentary work appears regularly on PBS. Her credits include: "Isaac Stern: Life's Virtuoso"; "Robert Rauschenberg: Inventive Genius"; both part of the Emmy Award winning American Masters series. Other credits include: "Dinosaurs!" now one of PBS' most popular video series, as well as "Power and Prejudice in America" with Judy Woodruff. She has worked with George Page, Treat Williams, John Heard, Cliff Robertson, Dennis Hopper, and Meryl Streep, among others. Karen is President of Film Odyssey Inc. She has served as a juror and panelist for the National Endowment for the Humanities and the Corporation for Public Broadcasting. She began her career in broadcasting at PBS where she was responsible for the review of acquisitions and proposals from independent producers, management of program discretionary funds and initiating a long-term program planning system.

Tara Jan, supervising producer (executive in charge of production/line producer) – More than 20 years of experience managing large and small production teams from concept through delivery for television series, video production, and one-off productions. Credits include: 12 half hours for CBC of "72 Hours" TV Series, 13 half hours "Birth Days", 12 half hours "Psychics CSI", 12 half hours "Urban Legends" for Cineflix International, 26 half hours "The Naked Archaeologist", 4 one hours "Betrayal", 13 half hours "Tell It Like It Is" for Associated Producers. Tara's work has been broadcast on the CBC, Life Network, A&E, The History Channel, and ITV, among others. She has particular expertise in production management, budgeting, broadcast television series production, multi-language versioning, production accounting, continuity, and world-wide location shooting management.

Alex Olegnowicz (Imarion), executive in charge of post production – Alex is the President and Founder of Imarion, a full service digital facility whose services include off-line, on-line, animation, and visual effects. Nominated for an Emmy in 2001 and winner of Canada's Royal Television Society Award for Best Visual Effects for a Documentary for Planet Storm produced for the Discovery Channel. In 2006, under Alex's direction, Imarion completed more than 150 hours of programming for television including The Exodus Decoded with James Cameron. Alex's post production clients for theatrical releases include A&E, Discovery, CBC, Life Network, The History Channel, National Geographic, Bravo, and Encore, among others.

David Amphlett, director of photography – Dave was the DP for the more than 15 hours of interview and original scene shooting with Sir George Martin in 2005. His concert shooting credits include: The Who, Diana Krall, Deep Purple, Bon Jovi, James Taylor, The Buena Vista Social Club, Andrea Bocelli. Highlights of interviews he has shot include those with Sean Connery, Sir George Martin, Michael Palin, Billy Connolly, Ron Howard, Terry Gilliam, Ang Lee, Jon Bon Jovi, Chrissie Hynde, Cher, and Ian Paice. Documentaries he has worked on include Andrea Bocelli's "A Night in Tuscany", Billy Connolly's "World Tour of Scotland" (6 one hours), Jazz World Festival (7 one hours), "Six Pairs of Pants" TV series. He has worked with the BBC, ITV, Channel 4, BMG, Polygram, and Artsworld. His location shooting has taken him to more than 30 countries around the world.

Simon Bishop, sound/audio/recordist – Simon was the sound recordist for the more than 15 hours of interview and original scene shooting with Sir George Martin in 2005. He has worked in television, features, shorts, series, commercials, live events and Imax. Credits include hundreds of hours of programming: "Star Wars" Episode 2 for George Lucas, "Dinotopia" Hallmark series, Oscar and Academy Award winning short feature Franz Kafka's "It's a Wonderful Life", numerous series and television programs for the BBC, ITV, Carlton TV, Ch 4, Granada. Specific music projects he has worked on include those with Paul McCartney, The Rolling Stones, Sir George Martin, Alice Cooper, Cliff Richard, The Who, David Bowie, Tina Turner, The Kinks. Commercial clients have included Coca Cola, Ford, McDonalds, and Bacardi.

Ben Manilla, radio producer – Ben has developed, directed, and produced thousands of successful programs for commercial and public radio stations in every format. His 13-hour award-winning radio documentary for PBS, Martin Scorsese Presents The Blues, was broadcast on more than 330 stations worldwide. The radio project was the most successful special ever distributed by Public Radio International. Other radio series include "Philosophy Talk", "House of Blues" with Dan Ackroyd, and "The Putumaya World Music Hour". In 2006 he began working with the Library of Congress to create an ongoing series for NPR's "All Things Considered". His numerous awards include the Edward R. Murrow Award, Associated Press, United Press International, Blues Foundation, Radio and TV News Directors Association, and Billboard Magazine. Ben teaches Radio Journalism at the University of California School of Journalism.



Robert Essel, still photographer – Robert has been a professional photographer for more than 30 years. His work has been seen in countless magazines, on CDs, books, brochures, and in commercial advertising worldwide. Clients have included The New York Times and Newsweek, and Canada's Globe & Mail among many others. He has shot many high profile personalities including Sir George Martin, John Denver, Bill Murray, Lady Sarah Ferguson and numerous popular, folk, blues and jazz artists. His diverse corporate clients have included Alcoa, Sony, IBM, EMI, and New York's renowned Hospital For Special Surgery. Robert's shoots have taken him around the globe. He is a location specialist adept at photographing people at the moment - in their environment. His visual sense is married to a strong editorial style. For Wildheart Entertainment, Robert has most recently, done extensive shoots at Abbey Road and AIR Studios as well as the EMI archive in Great Britain.

Tony Gaye, still photographer – An award winning photographer, his work is found in many permanent collections, including the prestigious International Museum of Photography at The George Eastman House in Rochester, NY, and Graphis in Zurich. Tony was the first studio photographer to introduce high resolution digital photography to the NY/Philadelphia market in 1991. A Vietnam veteran and musician, he holds an MFA from Rochester Institute of Technology and is a member of the faculty of The Art Institute of Philadelphia. A specialist in still life and portraits, his hundreds of clients include Martin Guitars, Winterthur Museum, Hewlett Packard, Anheuser Busch, Johnson & Johnson, Campbell Soup, Coca Cola, Crayola, Glaxo Smith Kline, Hershey, McDonalds, Panasonic and Sunoco. His work can be seen in the *On Record* promotional film. Tony has lived and worked on five continents.





RESEARCH, LICENSES & CLEARANCES

Cynthia Sexton, marketing and licensing advisor – Jill is the Senior Vice President of Strategic Marketing and Licensing for EMI music, film and television.

Jill Meyers, music licensing and clearances – A music specialist, Jill is the principal of Jill Meyers Music. A trained attorney, she was Director of Music of Columbia Pictures Music Department (1975-1983) and Vice President Music Business Affairs for Tristar (1983-1988). Her clients include Sony Pictures, Sony BMG Records, Lucasfilm, The Weinstein Company, Image Entertainment, Mandalay Films, ShangriLa Entertainment, Mark Burnett Productions, and numerous advertising clients. The films she has worked on include: "Forrest Gump", "The Fabulous Baker Boys", and "Lost In Translation".

Jay Warner, music licensing and clearances; A&R; writer – an expert in music licensing and clearances, Jay is a six-time Grammy winning music publisher, recipient of the Heroes and Legends Foundation "Pioneer" Award, and the first publisher to be entered into the Congressional Record for his contribution to the music industry. In addition, Jay is an authority on music history, and the author of numerous books including *On This Day in Music History*, and *On This Day in Black Music History*.

Diamond Time, licensing and clearances – a full-service, international licensing and clearance company for film, television, music, and other media. Diamond Time, Ltd. was established in London, England in 1981 by Martin Davis (former Managing Director of United Artists Records and Island Records) to create copyright structures for new media. Diamond Time provides a vast array of clearance-related services to the domestic and international television, film, record and multi-media production communities. Some of the services in which they specialize include: music rights (publishing and recording), talent releases, archival and stock footage acquisitions and clearances, photographic consents and guild/union reports. As an international copyright clearance company, Diamond Time has serviced a wide variety of clearance assignments and has experience dealing with the global differences surrounding copyrights and the management and administration thereof. In addition to providing clients with music and media licensing services, Diamond Time represents two collections for third-party licensing: The History of Rock and

Roll interview archive, consisting of approximately 200 rock and roll celebrity interviews shot in 35mm; and Smithsonian Folkways Recordings, which houses an extensive collection of over 35,000 recordings documenting ethnic music traditions from around the world including early American folk, country, blues and bluegrass.

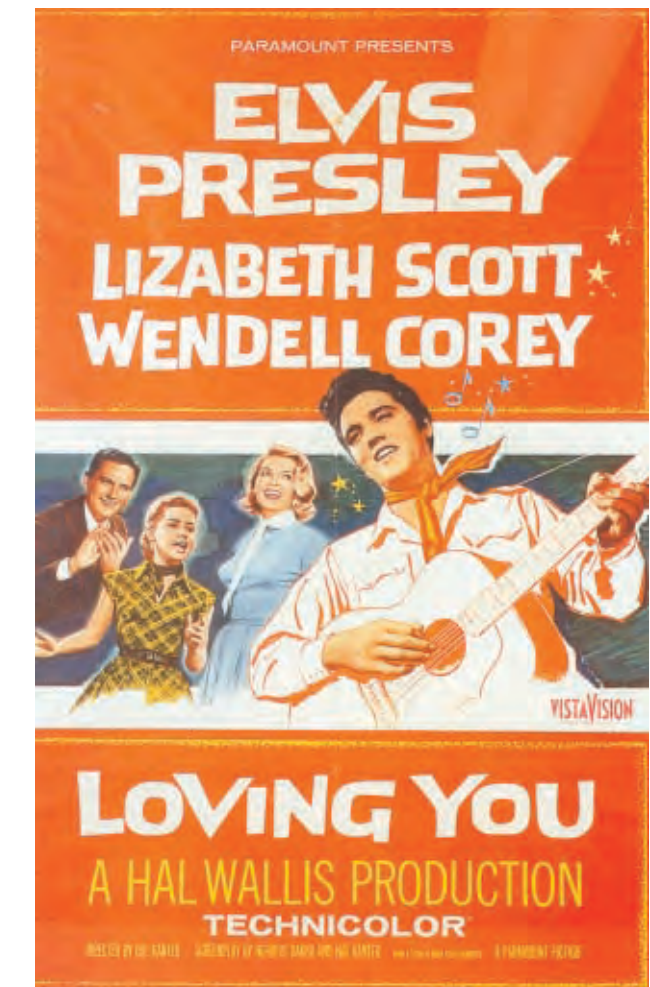
Jim McDonnell, archive researcher – Jim's credits include American Masters for PBS and the BBC; Les Paul, Marvin Gaye, James Brown, "The Abramoff Chronicles" a PBS/Bill Moyers documentary, Classic Album Series; Frank Zappa, Cream, Motorhead, Nirvana. "Elvis Lives" for NBC, "Sam Cooke Legends" and "Jimi Hendrix Legends" for VH1, "Say It Loud! Black Music In America" (5 hour documentary series for VH1), "The Making of Born to Run" (90 minute documentary on Bruce Springsteen), "The US Vs. John Lennon".

Henry Scott-Irvine, archive researcher – An archive producer and researcher with a specialty in producing archive for documentaries, film and television; rights and clearances, talent coordinating and journalistic research. Artists and projects he has worked with/on include: The Procol Harum DVD Anthology, The Elton John Video Archive Project (60 hours of programming), Classic Album TV Series with: Lou Reed, Elvis Presley, Elton's Goodbye Yellow Brick Road, Van Morrison, Moby, Nirvana, John Lennon, Madonna, Michael Jackson, Abba, The Sex Pistols, Genesis, among others. Clients have included Buena Vista, Enigma Productions, Goldcrest, BOUM Productions, John Reid Enterprises, ITV, Warner, Fremantle, Universal Music, VH1, Carlton Productions, Channel 4, BBC, South Bank Show, and more.



Jennifer Wicks, manager, A&R – Formerly A&R Manager for Dreamworks Records and Executive Assistant to the President world-wide marketing for EMI, Jen brings an unusual mix of experience in both television and music as a producer and manager. She has worked as a segment producer, and behind the camera for New Line Cinema, PBS, Paramount Pictures, and E! Entertainment, among others.

Jim Rooney, A&R consultant – Grammy winning producer Jim Rooney has been involved in the folk and country music scene for more than 50 years. In the '60s he managed the famous Club 47 in Cambridge, home to such artists as Joan Baez, Tom Rush, Maria Muldaur. Later he was Director and talent coordinator of the Newport Folk festival, which introduced such rising young artists as James Taylor, Joni Mitchell, Arlo Guthrie, Van Morrison, and Kris Kristofferson. Jim subsequently managed Albert Grossman's Bearsville Sound Studios, where hundreds of legendary artists including the Band, Van Morrison, Taj Mahal, Bonnie Raitt, and Paul Butterfield recorded. Jim is perhaps best known today for his Grammy nominated albums with John Prine, Iris DeMent, Tom Paxton, and the Grammy winning "Other Voices, Other Rooms" with Nanci Griffith. A founding partner in the Forerunner Music Group who had chart success with hits by such artists as Garth Brooks, Trisha Yearwood, Hal Ketchum, Vince Gill, and Brooks & Dunn. Forerunner Music was recently sold to Universal Songs. Jim is the author of two books about music: *Bossmen: Bill Monroe & Muddy Waters* and *Baby Let Me Follow You Down: The Illustrated Story Of The Cambridge Folk Years*.





PRODUCTS & MARKETING

Jeffrey Peisch, managing producer, product development — A Grammy and Emmy-nominated producer with over 25 years of experience in the television, music and home-video industries. He has worked for a wide range of companies, including Sony Music, National Geographic Television, PBS, Time-Life Music & Video, Bertelsmann, Universal Music Group and Smithsonian Press. In 2004, he was nominated for his work on the music-DVD series, Martin Scorsese Presents The Blues. (Peisch was also series producer of the companion CD series to the Scorsese project.) In 2000, Peisch was nominated for a Grammy (Best Historical Recording) for Sony Music 100 Years: Soundtrack for a Century, a 26-CD boxed set featuring over 500 songs and packaged with a 300-page book. Peisch also managed the creation and production of the 28-volume CD series released in conjunction with Ken Burns JAZZ, the critically acclaimed PBS series (2001). In 2004 Peisch was Project Director of the 5-CD boxed set Broadway: The American Musical, created in conjunction with the Emmy Award-winning PBS series of the same name. As a television producer, Peisch was nominated for an Emmy Award (Best Non-Fiction series) in 1995 for The History Of Rock 'N' Roll, a ten-hour series. Most recently, Peisch produced, directed and wrote the documentary, Yogi Berra: It's Déjà Vu All Over Again, for PBS.

Mel Berger, literary agent (WMA) — Has been with William Morris Agency for more than thirty years. He represents Pulitzer Prize winning authors Steve Naifeh and Gregory White Smith (POLLOCK), Oscar winning screenwriter Pamela Wallace (WITNESS), and Thurber Award winner Alan Zweibel. His best selling clients include: Bill Cosby, Geraldo Rivera, Joan Rivers, Loretta Lynn, Reba McEntire, Naomi Judd, Bernard Goldberg, John Edwards, Elizabeth Dole, Mitt Romney, David Boies, and Joe Scarborough. Mel represented NOT WITHOUT MY DAUGHTER, written by Bill and Marilyn Hoffer (MIDNIGHT EXPRESS), one of the biggest selling books in German and French history; Captain Jim Lovell's APOLLO 13 for the book and movie, and Randall Wallace, the screenwriter and best selling author of BRAVEHEART and PEARL HARBOR, and screenwriter/director of WE WERE SOLDIERS. Other clients include Dr. Barry Sears (THE ZONE) and a number of New York Times best-selling journalists and novelists.

Steve Santangelo, brand marketing and sponsorship — Steve is an award winning brand strategist, currently director of strategy, for Future-Brand, whose clients include Intel, MasterCard, UPS, General Motors, and British Airways. His extensive experience includes advertising and media planning. Over the years his clients have included Comcast, Samuel Adams Beer, Motorola, Lockheed Martin, Siemens, Vanguard Mutual Funds, Bell Atlantic, Traveler's Insurance, Scott Paper, Elizabeth Taylor's Passion, AMC (American Movie Classics), WE: Women's Entertainment, Deloitte Consulting, and Showtime.

Caspari McCormick, advertising, marketing — Caspari McCormick is the marketing agency of record for some of the nation's leading cultural treasures, including Mystic Seaport, Mystic Aquarium, and the National Constitution Center. They create and support brands through all touchpoints — traditional advertising, collateral design, internet and new media tactics. The agency's long-standing interest in music and the arts is evidenced by their involvement with many cultural institutions that surround their Wilmington offices, including the Delaware Symphony, Philadelphia Cultural Alliance and Pennsylvania Academy of the Fine Arts. Founders Matt Caspari and Sean McCormick come from a varied background that has included creative stints in New York, London, Chicago, Richmond and Philadelphia, and their award-winning portfolio includes work for diverse consumer brands that include Burger King, Discover Card, and Sam Adams beer.



BUSINESS & LEGAL

James Guerra, counsel - television — Former Sr. Vice President, Program Business Affairs and general counsel for PBS, Jim is a partner with Mitchell, Silberberg & Knupp LLC. He specializes in multi-media program development, production and distribution.

Bruce Grakal, entertainment counsel — Bruce is a film, television, music, and theatrical entertainment attorney based in Los Angeles and New York. In addition to representing On Record, Bruce's clients include Ringo Starr, Leslie Bricusse, among others.

Jim Baird, Wildheart general counsel — Formerly a partner at Andrews & Kurth LLP engaged in general business and securities law practice with a particular emphasis on partnerships, limited liability companies, and other flow-through entities, Jim is currently the Managing Partner of Quantum Energy Partners in Houston, Texas.

EMI Music Group — The world's largest music publisher and largest independent music company, with over 1,500 artists, including The Beatles, Frank Sinatra, The Supremes, Garth Brooks, P. Diddy, The Rolling Stones, Norah Jones...70 record labels. Record labels include Capitol Records, Virgin Records, Blue Note, Angel, Motown, Def Jam.

Warner Brothers Studios (Warner Home Video) — The world's largest video distributor with distribution in 90 international territories and a 22% market share. Warner Brothers has distributed Ken Burns' Baseball, Civil War, and Jazz; Planet Earth; the Harry Potter movies; Band of Brothers; Blue Planet; National Geographic; Friends; West Wing; Lost; and Grey's Anatomy, among many others.

NARAS — The National Academy of Recording Arts and Sciences, its programs include The Grammy Awards, The Grammy Foundation, MusiCares, and Grammy in Schools, among others. NARAS supports chapters nationwide and is the premier outlet for honoring achievements in the recording arts in supporting the music community. The Grammys are the only peer-presented award that honors artistic achievement, technical proficiency, and overall excellence in the recording industry, without regard to album sales or chart position. The Grammy Foundation was established to cultivate the understanding, appreciation and advancement of the contribution of recorded music to American culture and from the artistic and technical legends of the past to the still unimagined musical breakthroughs of future generations of music professionals.

William Morris Agency — known for corporate consulting, book publishing, music and personal appearances, television, WMA is the largest and most diversified talent and literary agency in the world, with principal offices in New York, Beverly Hills, Nashville, London, Miami Beach and Shanghai. The Agency represents clients in all segments of the entertainment industry, including Motion Pictures, Television, Music and Personal Appearances, Broadway Theatre and Theatrical Touring, Book Publishing, Commercial Endorsements, Sports Marketing and Corporate Consulting. Ken Burns is a client of the William Morris Agency, as well.

Gillian Kellie, financial advisor — Gillian is a senior financial executive with 20 years experience in the music industry. She spent 7 years with Warner Music Group, as CFO of London-Sire Records, WEA Corp. (the sales and distribution arm of WMG) and WMG Corporate Services respectively. Prior to WMG, Gillian held senior financial positions in PolyGram, EMI Records Group N.A. and Sony. She started her career at Ernst & Young in the U.K. and moved with them to the U.S. in 1981, where she has resided ever since. Gillian is a Chartered Accountant.

David Langstaff, business affairs and investor relations — A graduate of The Harvard Business School, David has extensive experience as Chief Executive Officer and Director of professional services companies. He was the President, CEO and Director of Veridian Corporation from 1995 until its sale to General Dynamics in August 2003. From the 1995 buyout to its sale to General Dynamics, the company's annual sales increased ten-fold, from \$100 million to \$1.2 billion, and developed a reputation as one of the preeminent companies in its field with a strong values-based culture. David serves as a seminar moderator with the Aspen Institute, and is currently Co-Chairman and CEO of The Olive Group. A classically trained musician, he has performed as a soloist with orchestras in both the United States and Asia.





Dan Ho, equity financing and new business development – For more than 25 years, Dan has been involved in the capital markets, with a particular focus on structured finance and derivative products. He is currently Managing Director and Treasurer of Fuelling Capital Management, a financial products development company. Daniel served as Head of Manufacturers Hanover Trust's (now JP Morgan Chase) Hedged Funding and Interest Rate Options desks. He also co-founded General Re Financial Products, a major global structured finance and derivative products company, where he served in several executive capacities, including Managing Director and Head of the London office, Head Trader in New York, Head of New Business Development, Head of Hedge Fund Coverage, and Co-head of Structured Products. Dan also founded Mariner Pacific, an international financial advisory firm. Dan holds a B.S. in Economics from the Wharton School of the University of Pennsylvania.

Hal Ray, packaging and talent management – William Morris Agency 1964-2001, Senior VP, Co-Worldwide Head of Concert Division. ICM, Senior Agent. Exclusive clients included The Band, Bob Marley, The Bee Gees, Chicago, Crosby, Stills & Nash, Stevie Wonder, Carly Simon.

Wildheart Entertainment LLC, owner – was created as a partnership with divergent business and creative leadership, specifically to support the creation, development, and execution of the *On Record* project.





CREATIVE

CREATIVE



WILDHEART
ENTERTAINMENT



Just over 100 years ago, all music was heard live. With the invention of recording, music became immortal and transformed the way we live, think, work and play. We cannot imagine what our world would be like without recorded music. Today, we can download any piece of recorded music – any style – any artist. Recorded music is accessible anytime, anywhere, all the time. *On Record* will tell this story. It is the story of The Soundtrack of Our Lives.

Told as a narrative tapestry drawing from original interviews with today's living music legends, the series will highlight the “wow” moments - the landmark musical gems, the critical cultural events, the inspiring inventions and innovations, and the extraordinary producers and musical geniuses whose collaborative work and recordings have provided us with the sounds and rhythms we listen to.

On Record illustrates how, in little more than a century, recording technology has moved from the first tin foil and wax cylinders through flat discs; from 78 to 33 & 45 rpm speeds; from the acoustic horn to 128-track recording; from magnetic tape to digital downloads. *On Record* will tell the story of how these extraordinary changes have come to redefine music itself.

“Our music recordings sing our innermost dreams and aspirations... it is that accessibility that gives them their historic weight... Music is history. It’s the sound of America and the world, loud and clear.”

- U.S. NEWS & WORLD REPORT



ON RECORD WILL ILLUMINATE THE FOLLOWING THEMES:

- Music is the only universal language and recording makes it immortal.
- The story of recorded music is, first and foremost, an American story.
- Recording technology as the driving force of modern mass media; radio, movies, television & the Internet.
- The battle between written and oral music traditions as the defining expression of popular music.
- The competition between the urban middle class and rural working class as the defining influence of popular music.
- Recorded music makes possible the triumph of minority culture over mainstream culture.
- Recorded music - the most universal mass media of the 20th century - fuels the triumph of pop culture worldwide.
- Recorded music creates American national culture – The Soundtrack of Our Lives.

EPISODE ONE: YESTERDAY: 1877-1933

The Age of Invention gives birth to the recording industry – the first mass medium of the 20th century. Sound becomes immortal. It is the Acoustic Age.

EPISODE TWO: SOMEWHERE OVER THE RAINBOW: 1933-1954

The American recording industry is saved by its marriage to Hollywood movies, national radio, and the helping hand of the US government, propelling a national identity and unified popular culture in America for the first time. Through recorded music, America emerges as the dominant cultural force in the post-war world.

EPISODE THREE: ALL SHOOK UP: 1954-1964

Youth culture and recorded music come together to create a revolution, resulting in an explosive economic force and engine for change and movement from regional, ethnic and national sensibilities to one based on age and generation.

EPISODE FOUR: GOOD VIBRATIONS: 1964-1981

For the first time, technology allows recording to become a separate process from performance, giving rise to a completely new form of musical expression. No longer simply another entertainment business among many, the recording industry becomes the dominant force for ideology and change, ushering in the golden age of recorded music and making it the dominant force in popular culture.

EPISODE FIVE: MONEY FOR NOTHING: 1981-1997

After 100 years, making music becomes a wholly separate process from the business, forcing competing agendas – one driven by creative expression in music, the other by global profit. The death of the electric age and the birth of the digital age represent the triumph of technology over content.

EPISODE SIX: WILL THE CIRCLE BE UNBROKEN: 1997 -

Recorded music has brought us together as one world more powerfully in the last 100 years than any other single force. In the post-digital information age, music has become data. Music has little or no context – musically, socially, or culturally. At once instantaneous and global, for the first time, recording technology has returned music to a wholly personal and individual experience not seen since Edison first captured sound in 1877. Will the circle be unbroken?





THE CREATIVE: ARTIST LIST

Many artists will appear in multiple episodes. A number of the artists listed below are deceased; archival interview footage will be used to include them. The preliminary determination of which artists appear where and when will be made upon completion of the script treatments in the pre-production phase. The final determination will be made in post-production. The following list is a representative sampling of the artists that will appear in the series. Additional artists are anticipated.

Bing Crosby	Pavarotti	The Beatles	Brian Wilson
Frank Sinatra	Muddy Waters	B.B. King	Whitney Houston
Madonna	Elvis Presley	Sting	Billie Holiday
Johnny Cash	The Eagles	Carole King	Stevie Wonder
Judy Garland	Shania Twain	Woody Guthrie	Fleetwood Mac
U2	Nirvana	Bessie Smith	Elvis Costello
Bob Dylan	The Supremes	Beyonce	Louis Armstrong
Norah Jones	Shakira	Les Paul	Paul McCartney
Paul Simon	Garth Brooks	Bruce Springsteen	Bee Gees
Eric Clapton	Cher	Miles Davis	Jimmy Rodgers
Moby	Benny Goodman	Barbra Streisand	Leonard Bernstein
Elton John	The Rolling Stones	Bette Midler	Billy Joel
James Taylor	Jimi Hendrix	Quincy Jones	Robert Johnson
Tony Bennett	Russell Simmons	Eminem	Alison Krauss
Pete Seeger	Keb Mo	Berry Gordy	Led Zeppelin



THE CREATIVE: FILM TREATMENT OUTLINE



EPISODE 1: 1877-1933

STORY:

The Age of Invention gives birth to the recording industry. Sound becomes immortal. It is the Acoustic Age. By 1914, the industry moves from being a curious invention to an international business, complete with branded trademarks and superstar artists embracing the sounds of the entire world. All the familiar elements of the recording industry such as records, playback machines, recordings, distribution and retail operations are firmly in place, and the reach and sounds of the first new mass media of the 20th century are global.

WWI destroys the global nature of the industry, and the story of recorded music becomes defined by distinct national musical sensibilities. In America, the young, burgeoning recorded music business is undercut by live performance, Tin-Pan Alley, Jazz age dance halls, and live radio.

In order to compete, the American Recording industry must find new music and new buyers. By the 1920s, newly discovered, unwritten American music (blues and folk), untapped audiences (urban blacks), and new technologies (electric recording) initially save the American industry, selling more than 140 million *On Records* a year. But by the early 1930s, under the weight of the Great Depression, unsupported by radio and unable to compete with the

new talking films (Hollywood), the American record industry collapses. By 1933, no new record players are made and only 6 million *On Records* are sold. The American recording industry collapses.

Originally exported from America, England's recorded music industry charts a wholly different path. It is the story of classical recording. EMI is born and the first dedicated recording studio is designed at Abbey Road to record classical music supported by a radio audience (the BBC).

SEGMENT 1: The Birth of Recorded Sound 1877-1912

Before the recording of sound, all music was live. With Edison's invention, sound becomes immortal, creating the first new mass medium of the twentieth century. By 1912, and the coming of WWI, the familiar names of the record companies, Columbia and Victor, are firmly established. Production, distribution and consumption is International. All the technological, manufacturing and distribution aspects of recording are in place: the flat disc, performance length, mass production and 78 rpm. The Victrola is a common piece of furniture in most middle-class households.

All music is recorded and people buy anything they hear and can afford. The first million-record-selling superstar is classical tenor, Enrico Caruso, whose vocal range can take advantage of the limitations of the technology of the day; limitations that realign both the popularity of music and the craft of making music itself. By the coming of the war, the industry is firmly in place. The great inventors—Bell, Gaisberg, Edison, Tainter, Berliner, Johnson all become the first industry moguls.



SEGMENT 2: WW1 and the Recording Industry, 1914-1918

The recording industry comes out of the war positioned to be the next big mass media. However, WWI destroys the business model of internationalization, and the novelty of recorded music is undercut by live performance, sheet music, live radio, and dance halls. Those elements conspire to bring the recording industry to its knees. Just as it's poised to take off, it collapses.

By accident, a recording in 1920 by Mamie Smith, the first black woman to be recorded, shocks the industry when it sells 70,000 copies in the first month, identifying a new, unrecognized market. This market, made up of blacks who migrated from the Deep South to urban centers, spawns new talent, led by a group of black women blues singers, recording this music for the first time, for black audiences. Led by Bessie Smith, this orchestrated sound saves the record industry, and in so doing spawns hundreds of independent "race record" labels.



SEGMENT 3: New Markets & New Technology, 1926-1933

Inferior to the sound of radio, the industry is forced to move from acoustic to electric recording. This catapults the record business to the front of the technological pack. The microphone, as opposed to the horn, changes the nature of recording, performance, and music itself.

Bessie Smith walks into Columbia in 1925 and records with a microphone (accompanied by a young Louis Armstrong). The microphone allows the musical range of jazz to expand, capturing for the first time the full sound and instrumentation of black jazz *On Record*. Louis Armstrong records the Hot Fives and Sevens, establishing the basic vocabulary for "electric music" and recorded jazz.

With the introduction of this new technology, the record companies, in an effort to better compete with radio and other new media, expand their search for new markets and talent. In southern and western rural communities, new material and styles are discovered and captured from original and traditional oral music (The Carter Family, Jimmy Rodgers, Robert Johnson). The first American producers are essentially song collectors and field recordists. They plant the seeds of country music, the singer songwriter tradition, modern blues, and all that is to follow in new American music. These seeds take root across the country as a result of these early recordings.

SEGMENT 4: Abbey Road & EMI

While the record industry had been able to overcome the problems associated with Prohibition, it could not withstand the total onslaught of a national economic depression. By 1932, the American industry is in a state of collapse. No new machines are built. The race record labels nearly vanish. The industry is in danger of disappearing, kept alive largely by the jukebox.

In England, the Depression does not hit as hard. Driven by the opportunity provided by electrical recording, the British take a very different path. The first modern, state-of-the-art recording studio is built in London at Abbey Road. With the formation of EMI, the British recording industry emerges for the first time as a wholly separate industry with its own set of musical priorities and tastes, principally classical music.

Recorded music is no longer international. It is driven by national entities, regional tastes and cultures. The British music industry records composed, written music. In America, it is new music that gets recorded, driven by unwritten, ethnic and racial traditions.



EPISODE 2: 1933-1954

STORY:

The American recording industry is saved by its marriage to Hollywood movies, national radio, and the helping hand of the US government, creating a national identity and unified popular culture in America for the first time.

England's industry, ravaged by war, under siege from the loss of musicians to the front, and cut off from its European stable of talent, turns to America for help.

American artists and their recordings help win the war against fascism—exporting American values and the tapestry of American musical culture around the world, thus establishing America as the dominant cultural force in the post-war world.



SEGMENT 1: Hollywood Saves the American Music Industry

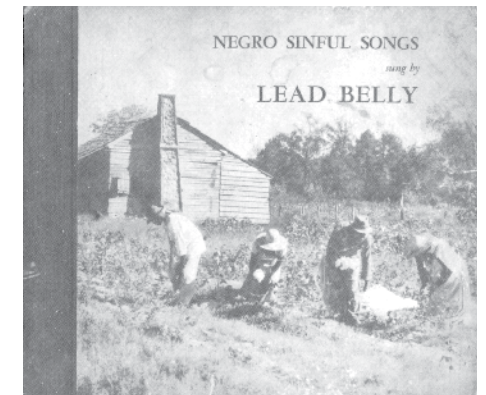
In the 1930s, recording becomes the centre piece of a new mass media paradigm. The merging of movies, records, radio and jukeboxes establishes, for the first time, a unified, American music tradition. Emerging as the biggest global star since Caruso, Bing Crosby becomes the first cross-over superstar music artist, dominating music, radio, the jukebox and records - all supported and heightened by Hollywood's embrace. In England, classical music recordings, driven by Abbey Road, continue to reign supreme for European and colonial markets.

SEGMENT 2: A Unified Popular Culture is Born in America

Swing is the unified American musical style that's not black or white but American, marking the beginning of the integration of black music into white culture. It is the Golden Age of jazz, and the most popular music recorded. Jazz becomes pop music for the masses.

SEGMENT 3: Governments as Record Producers and Distributors

Outside the mainstream of popular recordings, field recordists and music artists themselves are supported by the WPA (American Government), helping establish an archive that significantly furthers America's national music culture. Songwriters such as Woody Guthrie, Lead Belly, Robert Johnson, Pete Seeger and others are recorded by collectors and independent producers such as John Lomax, John Hammond and others. It is these recordings that will seed much of the popular recorded music we know today, overtaking the popularity of recorded Jazz. Many of these artists represent the prototype of the modern singer songwriter. In England, the BBC emerges as a powerful force for the distribution of American recordings as well.





SEGMENT 4: Recorded Music Helps Win the War

WWII closes down the British record industry and Britain becomes dependent on American recordings. No longer an enemy of the record business, American radio becomes its biggest ally.

SEGMENT 5: The War of the Speeds

American national culture is triumphant. While the end of WWII marks the end of Jazz as mainstream, popular music, of the baby boom generation is born— a new, post-war audience based not on region or ethnicity, but defined by age, with musical styles more national than local. Along the Freedom Highway, blacks migrate north from the Deep South, electrifying country blues. The entire record industry, dominated by the Empires of Sound, gives rise to the powerful new A&R man (Mitch Miller), and the crooner. Frank Sinatra, becomes the first teen idol.

New technologies, such as high fidelity, stereo, and magnetic tape, result in unprecedented new interest in recordings and record sales. For the first time, technological advances also create a battle of the speeds (33 1/3, 45 and 78 rpm), each with its own type of music and audience, shattering America's homogenous musical identity.



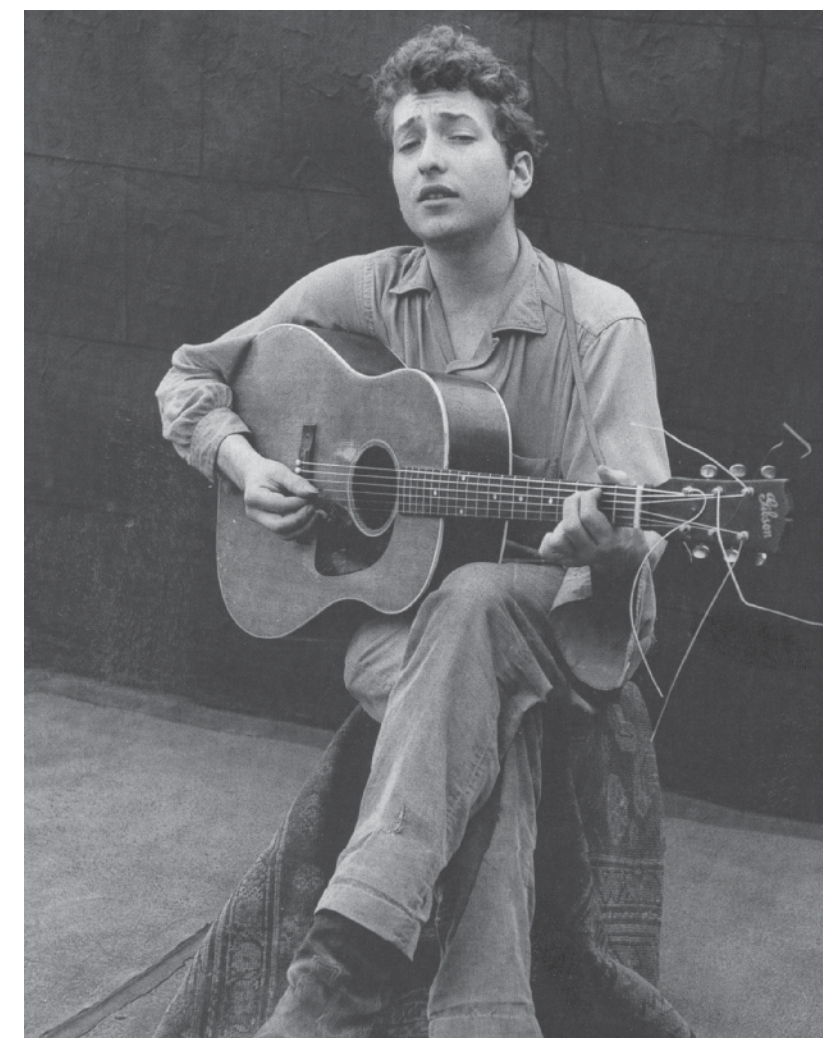
EPISODE 3: 1954-1964

STORY:

The convergence of radically new recording and playback technologies and the explosion of new talent and new regional markets fundamentally redefines the recording industry, and with it, American culture. Youth culture and recorded music come together to create a revolution moving from regional, ethnic and national sensibilities to one based on age and generation. Recorded music becomes the centre of a new post-war "baby-boom" youth culture that for the first time defines itself through recorded music - driving new fashions, tastes, political attitudes, lifestyle, and language. The unified American national culture born in the 1930s is ripped apart by a new generation gap in which young people, for the first time, through a grassroots revolution driven by recorded music, become an explosive economic force and engine for change.

SEGMENT 1: The Emergence of the Independents, 1954-1959

No longer tethered to a national, corporate industry dominated by the Empires of Sound, the new, inexpensive recording technology led by magnetic tape frees the entrepreneurial spirit, and with it, opportunity. This spawns an explosion of independent record labels, little more than Mom & Pop operations in places such as New Orleans, Memphis, Detroit, Miami, Chicago, Philadelphia, Texas, and elsewhere. The recording process and the music it produces is now tied to a particular region and studio ("Temples of Sound"). This grassroots music revolution is fed by local radio, local talent, local media and local record stores. Elvis Presley embodies this new paradigm. The Black Blues are re-invented by radio for a white audience as Rock'n'Roll. While a teen culture develops, a college counter-culture also arises. Teen pop music is driven by TV, the transistor radio's car culture, local DJs, and the 45 rpm. Folk, driven by live performance, Long Playing records and political activism, is embraced by college kids - fueling the rise of the beat generation, social commentary, and the confessional irony of singer songwriter poets, opening the way for Bob Dylan. The once dominant adult market is buying classical records and sound track LPs, available for the first time on hi fidelity.



SEGMENT 2: The Response and Collapse

In response to this grassroots revolution, the empires of sound co-opt the specialized and local markets and the once marginal styles and artists of regional popular music, to feed a growing, affluent, white middle class, taking this music into the mainstream and the centre of pop culture. In so doing, the industry unsuccessfully tries to re-invent the original blues, R&R, and R&B sounds into white music for an adult market. In many cases, they co-opt the original sounds of the leading musical vanguard, including Buddy Holly, Elvis Presley, Pete Seeger, Frank Sinatra and others. Radio reinvents Nashville's "hillbilly" music - a regional folk sound—into an alternative adult format, called Country and Western, whose image is borrowed from Hollywood. The corporate packaging of R&R, Country, Teen Pop, and Folk, and the desire to take advantage of the new competing technology, TV, further alienates a youth market already suffering from the death of their leading teen idols.



SEGMENT 3: Re-Invention

In June 1962, at Abbey Road Studios in England, a "lethal" combination of talent, timing, experience and technology will result in the single most explosive and monumental shift in the history of recorded music. A British sound is crafted that successfully both assimilates and reinvents all that has come before. It is arranged, recorded, and in part, composed by a classically trained producer/composer, George Martin. With songwriting that freely and fearlessly embraces a stylistic range unfettered by American social and racial boundaries - mixing, borrowing and stealing the best of American Blues, Pop, Gospel, Folk, R&B, Country and Rock'n'Roll, every musical and cultural rule in the book will be reinvented. The way music is recorded, distributed, marketed, and sold will never be the same. No longer confined to regional or nationalistic tastes, the Beatles are the first to achieve a global presence, and with it launch the recording industry into a billion dollar media business marrying recordings, radio, television, and film as never before—Tin Pan Alley and the Brill Building, the Philadelphia sound, Phil Spector's Teen Pop, Chicago's Blues, Country music, and Folk will all reinvent themselves or vanish. With the Beatles first feature film debut defining this new paradigm, a British Invasion charts an American course and the American recording industry can only react. Only Berry Gordy's Motown, modeled on the Ford Motor Company assembly line, survives the onslaught intact.





EPISODE 4: 1964-1981

STORY:

For the first time, technology allows recording to become a separate process from performance. Recorded music is no longer a faithful reproduction but a completely separate and new musical expression which can only be created in a studio laboratory, thus elevating the producer from simple recordist to artist in their own right. It's no longer about the best performance - it's about the creation of a new kind of music that cannot necessarily be performed live. The producer drives the sounds we hear as recorded songs, not simply a mechanically reproduced performance. It is the triumph of the studio as laboratory - where the music is made. For the first time, recorded music is its own, distinctive creative force, with its own voice, message, heroes and way of life. No longer simply another entertainment business among many, at this time, the recording industry becomes the dominant force for ideology and change. What started with Edison's curious invention becomes the biggest money-maker in the entertainment industry since the 1920s, ushering in the golden age of recorded music, making it the most dominant force in popular culture.

SEGMENT 1: Producer as Artist - Painting with Sound

Centered around the work of Sir George Martin, this will be an exploration of the changing craft of the producer as artist, his emerging tools, and the studio as laboratory; (*"Rubber Soul"*, *"Revolver"*, *"Sgt. Pepper"*, and *"Abbey Road"*). His work will be contrasted and compared to the approaches of Brian Wilson (*"Pet Sounds"*), the Brill Building Model and others. By shifting the process of recording away from performance, by marrying the act of studio recording directly to the act of listening, the producer, as artist, for the first time, creates new musical expressions.

SEGMENT 2: Recorded Music as the Dominant Force for Ideology and Change

No longer simply another entertainment business among many, the recording industry becomes the dominant force for ideology and change, affecting fashion, lifestyle, culture and values.

Principally, recorded music becomes an expression of communal values, and a political force for the youth experience. Black power, social and political



consciousness, freedom, love, and anti-war sentiments become dominant expressions in recorded music - driven by the artists themselves: the Beatles, Bob Dylan, Janis Joplin, Simon and Garfunkel, the Byrds, Jefferson Airplane, Donovan, Aretha Franklin, Traffic, James Brown, The Doors, Jimi Hendrix, Peter, Paul & Mary, Buffalo Springfield, the Mamas and the Papas, Cream, Steppenwolf, Creedence Clearwater Revival, the Who, and others explode across the social landscape. Folk, rock and R&B dominate the music of this era. The Beatles final recording, *"Abbey Road"*, marks both the apex of this era and the transition into the golden age of recording. A culmination of the vision unleashed and begun with *"Sgt. Pepper"*, and considered by many to be the greatest analog recording ever made, *"Abbey Road"* is built largely around the architecture of classical music and the vision of its producer, delivering an unmatched artistic achievement with unprecedented commercial success.

SEGMENT 3: Golden Age of Recording and the Singer/Songwriter

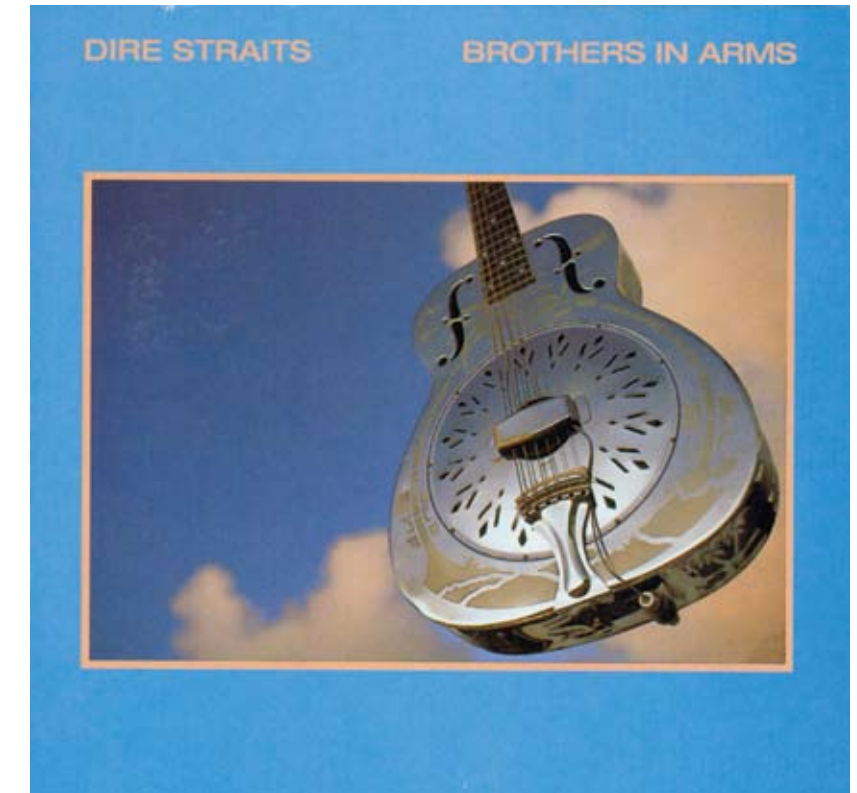
It is the golden age of the recording studio and the session musician, the rise of the record album, the singer/songwriter, and FM radio. This is the



triumph of album culture, recorded music as art, and the artist as producer, writer, performer and superstar. No longer an engine for counter-culture, and an expression of communal celebration, recorded music becomes a wholly personal experience for both the artist and the listener, making the confessional poetry of the singer/songwriters dominant; Gordon Lightfoot, Joni Mitchell, John Denver, Carole King, Elton John, Stevie Wonder, Paul Simon, Jackson Browne, James Taylor, America, Crosby, Stills, Nash & Young, the Eagles, Paul McCartney and others. Rock goes mainstream. Pop sells, pop triumphs, driving all other music genres and formats into it. Formatting lines are blurred or wiped out to keep pace with the unprecedented diversity in R&B, Country, Reggae, Rock, Pop, Folk and Jazz in which artists fuse these wildly divergent formats and genres into their own personal expressions inside the recording studio, the "Temples of Sound".

SEGMENT 4: Modern Studio Production

The high-tech, modern studio makes the producer the dominant artist in the production of recorded music. All recorded music is made exclusively inside the domain of the great studios. Studio technology and "sound" overtake the songwriter. The combination of hyper-sophisticated and expensive multi-track studio technology and Hollywood packaging means big business and big money. It's about profit and loss. Songwriters, performers and musicians become marginalized and replaceable. It's about the sound, not the artist. Recorded music is overtaken by consumerism - music as product, not art. A cassette culture emerges to challenge the LP, while repackaged greatest hits albums challenge original recordings. For the first time, cheap portability allows music to cross all boundaries of race, class and formats. Swallowing up the independent record companies, the Empires of Sound diversify as global entertainment conglomerates in which music, for the first time, is only a part. A natural outcome of these changes, Disco, is born as a synthesized and manufactured studio sound, returning Pop music from a listening experience to the dance entertainment it was in the 1950s. This paradigm shift reaches its apex with the Bee Gees. Music is about the beat and the groove, not the message. By the end of the decade, in the eyes of the listeners, the singer/songwriter poets, Rock and R&B musicians are transformed by the Empires of Sound into multi-media superstars, turning the artist into a product, marking a significant shift in pop culture itself. It is the death of Rock'n'Roll and Pop as we know it. Punk, however unsuccessful, rebels as a near music-less, angry, self-expressed sound born wholly outside the recording studio. Its legacy is to challenge the artifice and packaging of studio production and corporate marketing.



EPISODE 5: 1981-1997

STORY:

After 100 years, no longer mutually supportive, the creative process - making music - becomes a wholly separate process apart from the business, forcing competing agendas, one driven by creative expression in music, the other, by global profit. The death of the electric age and the birth of the digital age is the triumph of technology over content.

With the dominance of artificial technology, the sound becomes more important than content, and music becomes wholly dependent on expensive effects machines and boards that only large studios can finance. Music television overtakes radio's traditional control as recorded music's driving economic engine. Recorded sound is now connected to image: music as fashion. Both musical artists and consumers revolt, co-opting older and simpler technologies from the street. Mom and Pop operations driven by local neighborhoods and personal tastes create the new urban music of Rap, Hip-Hop and Grunge. With Grunge comes the re-emergence of rock'n'roll out of pop.





SEGMENT 1: Art to Product

Record companies invest in technology, marketing and packaging. It's about production, sound and product. Studio recording exceeds 48 tracks, making the recording process more expensive and complex than ever, allowing the large, monolithic entertainment companies to control the entire process and output. The studio is a highly sophisticated machine run by teams of engineers and producers.

A producer's vision, Michael Jackson emerges as the "King of Pop"; a studio product shaped by the musical genius of Jazz and R&B producer/arranger/composer, Quincy Jones. Producers drive the music we hear.

Driven by the global reach of television, the entire industry becomes an international force as opposed to simply the artist. In the new paradigm, it is no longer about the album. MTV drives style over substance. As a marketing tool, MTV promotes "pop celebrity" more than artists and their music. Record companies become engines for selling recorded plastic discs using an unprecedented promotional and marketing machine. Their priority is not the artist or the music itself, but moving product. As the music becomes less important, the longevity of the artist (pop star) becomes shorter. Musical success is dependent on visual success. To get to the top of charts you have to have visual appeal. Music is fashion. The artist is product.

SEGMENT 2: Reaction Against Big Industry

The distinction between composer, producer and artist disappears. Born wholly outside the music industry, Rap is a hybrid form of live, recorded music in which the DJ is producer, artist and distributor. This is a complete deconstruction of the record industry model, and marks the re-emergence of the artist as a creative force. Dependent only on cheap and simple technology from the street, Rap delivers a hitherto disenfranchised, black audience. Rock'n'Roll's revolt is expressed through Grunge, reaching disaffected white kids through simple, garage band sounds reminiscent of the earliest Rock'n'Roll.

Cheap digital recording gives rise to new, small, independent labels, interested less in profit than supporting niche markets and highly individualistic tastes. In contrast to the dominance of "style over substance" driven by television, AIR Studios in Montserrat emerges as a creative haven for artists interested in seizing cutting-edge technologies, not to drive, but to support new music.

SEGMENT 3: Digital Age

A digital revolution causes a paradigm shift in the creation, distribution and consumption of recorded music. It also changes the very definition of music itself, cementing the triumph of technology over content, and with it, fundamentally changing the role of the producer, engineer, and artist in the recording process. Engineers become more important than artists and producers; sonic heroin. Both recording and playback are mobile and dispensable. The CD overtakes the LP. Record company profits, driven by repackaging old catalog for the new digital formats, soar to unprecedented heights, driving the industry ever further away from the music itself. Against this backdrop, the new hip sounds driven by MTV lose their luster. The new competition is from older music in a new format, readily and easily available from as far back as the 1920s. Digitization enables world sounds to be more easily captured by the industry as well, turning ethnic music into pop with little or no context, disconnected from its roots. All music becomes World Music. World Music becomes Pop.



EPISODE 6: 1997-PRESENT

STORY:

In the 21st century, recorded music has become a ubiquitous part of our social fabric. Recorded sound has become a part of the world's cultural DNA. It has become the principal medium of our collective memory; the Soundtrack of Our Lives. In the last 100 years, recorded music has brought us together as one world more powerfully than any other single force. Yet in the post-digital, information age, music has become data. Its form and value have been changed forever. All music is instant and contemporary, requiring little or no context musically, socially, or culturally.

Today, revolutionary advances in music technology overshadow music itself. Home computers have liberated recorded music from the disc, providing unlimited choice and endless selection. The computer gives the listener the power to compile, program, package, and distribute their own, and anyone else's recordings - free. While recorded music has immortalized sound, it has escaped the control of the marketplace. Undermined by the very technology they developed and embraced, artists, producers, and the record companies have lost control over their art and industry. Technology has made the audience the producer, distributor, consumer and, at times, even the artist.

While for the first time both instantaneous and global, recording technology has returned music to a wholly personal and individual experience not seen since Edison first captured sound in 1877. Will the circle be unbroken?



SEGMENT 1: Personal Data - It's All About The Listener

Digital technology allows the content of a recording to be liberated from its original medium, transforming musical sound into data. Music can now be transmitted, reproduced, manipulated and freed from the physical constraints of any particular delivery system. No longer about the music or artist, for the listener it's a technologically mediated experience delivered through bytes and individual songs unconnected to the artist. Context and authorship vanish. Music is not only portable, it's repeatable, affordable and, for a new generation, totally customizable. This frees the listener to select a personal soundtrack apart from that driven by the traditional modalities of popular culture, such as radio, TV, concerts, and other well-established record industry distribution models.

The traditional model for making and selling recorded music collapses. Producers, studios, record labels, radio, TV, and artists themselves no longer drive the business or creative output. Support players only, it's all about the listener.



SEGMENT 2: Will the Circle be Unbroken?

Paradoxically, the dream of what recorded music was intended to provide (listening to what you want, when you want) has become a reality, and in so doing, brought the industry to its knees. Today, the music business is little more than a technological delivery vehicle for an ever-shrinking piece of the entertainment industry. Ironically, in so becoming, freeing up an unprecedented level of musical consumption and personal, creative expression. Yet, increasingly, as it is experienced less as art and more as personal data, is anyone listening – does it matter anymore?





EPISODE ONE: YESTERDAY 1877-1933

Thomas Edison Invents Recorded Sound

- Tin Foil – 78s
- The Victrola
- Vaudeville & Tin Pan Alley
- The Song Collectors (Sharp, Lomax & Gaisburg.)
- Caruso & Classical Music First to Sell Millions
- National Radio
- The Blues And Race Records
- The First Microphone
- Folk, the Carter Family And Country
- The Jazz Singer & "The Talkies"

"The Age of Invention"— Edison and Berliner invent and commercialize recording technology – record players and records, the birth of the music industry – Victor, Edison and Columbia – the "Empires of Sound" – the acoustic age.

By WWI the music industry is in place – studios, musicians, and international distribution. The first Producer and A&R man, American Fred Gaisberg sets up the British industry, while recording music in the field and discovering artists, worldwide.

Ragtime (Joplin, Irving Berlin), Vaudeville (Al Jolson), ethnic folk (Cecil Sharp, John Lomax), opera (Chaliapin) and marches are the first recordings. Sousa & the US Marine Band are the first "pop super group". The first million-selling superstars are Classical (Caruso).

The battle between live entertainment and recorded music; the parlor piano & Tin Pan Alley sheet music vs. the Victrola & records while the seeds of Jazz (The original Dixieland Jazz Band), Country, & modern Pop music are planted.

The end of the war ushers in the electric age – the birth of the radio - broadcasting live music.

Paul Whiteman, the King of Jazz, ushers in an age of post war liberation (the flapper) - the invention of the microphone and electrical recording change the art of singing with Bing Crosby, America's first crooner – a product of radio. The record industry competes with free radio in a battle between Decca, Columbia, RCA Victor against NBC, CBS, and ABC.

The rise of the "independent" record label and explosion of home-grown talent and the oral tradition – women dominate – Bessie Smith and the birth

of the "Diva" – the story of recording is the story of black America – "Race " Records - W.C. Handy – Blues, Jazz and Fats Waller.

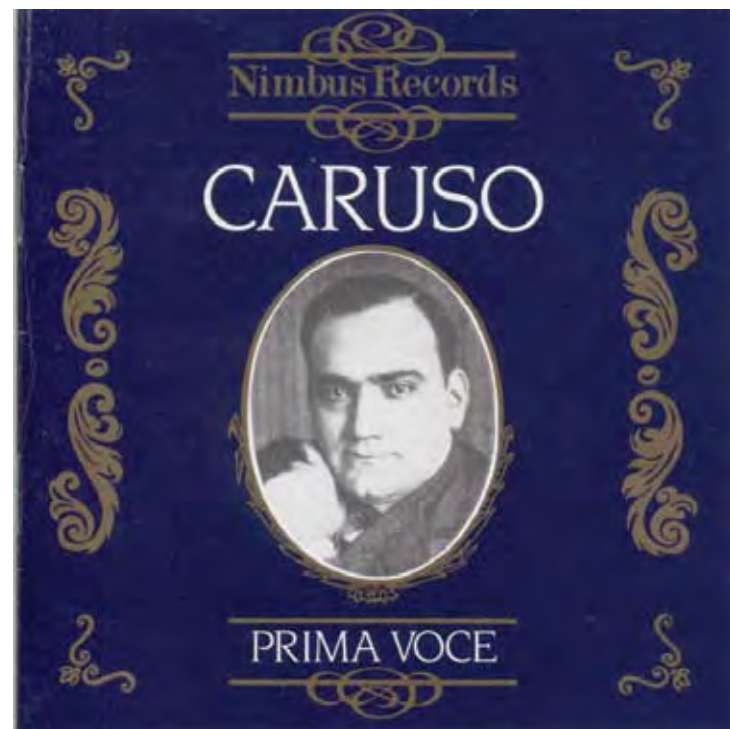
It is the golden age of Tin Pan Alley & Broadway, but no one records it. A young music genius from New Orleans, Louis Armstrong records with Bessie Smith & Fletcher Henderson before reinventing Jazz recording with the immortal Hot 5 & 7 to become the most influential Jazz artist ever.

The southern, rural, oral folk traditions emerge as a potent source for records. In a search for new recording talent, Ralph Peer discovers the Appalachian folk music of the Carter Family and Jimmy Rodgers homegrown brand of folk -"the white man's blues". Record store owner Henry Speir discovers and records itinerant performer Charlie Patton in the Mississippi Delta, the father of a distinct folk idiom, Country Blues. None of this recorded music had been written down.

From this folk roots, radio "invents" Country music – a new format - in Chicago, not Nashville.

In England, American record labels establish distribution and manufacturing facilities to record and sell Europe's Classical music – EMI is founded with Fred Gaisberg as Creative Director. In America, the recording industry helps create "Hollywood" – with Jolson's "The Jazz Singer". The seeds of the modern Singer/Songwriter, Blues, R&B and Rock are planted.

The Great Depression – the independent labels go bankrupt. In 1927, 104 million records sold - in 1932, 6 million.



EPISODE TWO: SOMEWHERE OVER THE RAINBOW 1933-1954

Hollywood Musicals & Folk Create the Modern Country Artist

- 1st Music Studios
- America Swings to Jazz
- The Jukebox
- Field Recordings: WPA
- The Electric Guitar
- The Crooners
- Magnetic Tape Recording
- War Of The Record Speeds
- Rhythm And Blues Labels

The end of prohibition (1933) and the rise of FDR's New Deal, "Happy Days Are Here Again". The Hollywood musical saves the recording industry.

The birth of the modern studio – Warner Bros. and Abbey Road. London is the classical recording capital of the world (Elgar, Beecham, Moore) led by producer Walter Legge.

Hollywood "invents" the "Country & Western" star (Roy Rogers, Patsy Montana, Gene Autry), "Pop" star, and Matinee idol – Bing Crosby is the first cross-over superstar – radio, movies, and records. In 1939, Crosby records "White Christmas", while a sixteen year old Judy Garland records "Somewhere Over the Rainbow". They become the two most popular recordings ever.

We swing out of the depression with big band Jazz – by WWII Swing makes up more than 75% of all records sold creating a unified American musical culture. Jazz is America's popular music. Glenn Miller, Tommy Dorsey, the Andrews Sisters, Cab Calloway, Duke Ellington, Ella Fitzgerald – Harlem becomes the portal through which black styles and music enters American mass culture.

Producer John Hammond discovers and manages Bennie Goodman, Count Basie, Billie Holiday - and produces Bessie Smith's last session. By bringing guitar prodigy Charlie Christian and other black musicians into Bennie Goodman's band, Hammond drives the integration of black musicians into white mainstream America, while introducing the most important and influential musical instrument of the 20th century – the electric guitar.

It is the golden age of the jukebox, emerging as the principal market for record sales. The government-created WPA records & archives America's black & white rural folk music, led by song collectors and field recordists



Alan Lomax and the Smithsonian's John Seeger (father of Pete Seeger). In the process, the modern "singer/songwriter" tradition emerges– with the four most important influences in the future of recorded music – Robert Johnson (Blues), Woody Guthrie (Folk), Leadbelly (Folk), and Jimmy Rodgers (Country).

Radio and recording join forces to win the war – Kate Smith sings "God Bless America." In a single product (the V-disc), sent to American soldiers abroad, the entire tapestry of indigenous American music is encapsulated, becoming the Allies' best weapon. On V-discs, left behind in towns and villages around the world, American pop imperialism sweeps the globe.

With the post-war promise of the American dream – suburbia and American car culture create a new audience for recorded music – the teenager.





"Baby Boomers" and the birth of television – it is the end of Jazz as popular music.

A musician's union strike results in the single largest shift in both recording and listening habits ever. Big bands and Swing music vanish, replaced by the solo artist in less than 5 years.

The rise of youth culture makes Frank Sinatra, a crooner, the first teen idol – record companies, for the first time, target young people.

Nat King Cole, breaking the race barrier, becomes the most successful black recording artist of the post-war era.

A new jukebox is introduced to the consumer, the Movieola - playing "sound-ies" – short musical films – the first music videos.

The biggest change in recording since the introduction of the microphone, magnetic tape is introduced. Ampex's biggest stockholder and booster, Bing Crosby, underwrites the development of magnetic tape for television and recording. Using this new technology, guitarist and inventor Les Paul invents multi-track recording, forever changing the way music is made.

Vinyl replaces shellac, and the battle of the speeds (33 1/3, 45, and 78 rpm) is unleashed when RCA's Peter Goldmark invents the long playing LP (33 1/3rd rpm) launching a renaissance in recorded classical music and soundtracks. For the first time, recording is "high fidelity" – close to "live" performance quality. The recording industry comes of age in the most complex and dynamic period in its history.

The Cold War, Korea and McCarthy give birth to the "Beat" generation and the generation "gap" – Folk music led by the Pete Seeger's "Weavers" is subversive and put under FBI surveillance.

Mississippi Delta "Country" Blues go electric with Muddy Waters in Chicago – the re-birth of the independent record label – Atlantic, Chess and Sun compete with the majors – RCA Victor, Columbia, Decca, and the new Los Angeles-based Capitol Records.

The "Hillbilly" radio format is re-named "Country & Western" - its leading vanguard—Hank Williams and Kitty Wells—take it national. "Race" records are coined Rhythm & Blues by New York producer Jerry Wexler— radio creates "Top Forty", launching the golden age of the DJ. In Memphis, a young B.B. King becomes the first black DJ.

George Martin walks into an Abbey Road Studios led by Walter Legge – a young producer's assistant, he learns his trade from Oscar Preuss, one of the earliest studio sound pioneers dating back almost to Edison himself

– his assignment is distinctly Classical and with only 78 rpm technology. Yet, for the first time, popular music recordings exceed classical music in Europe. 70% of all records sold in England are from America.

Popular music is money, and the profits make the new A&R man, led by Columbia's Mitch Miller, the most powerful person in the record business.

Nothing new to music, Rock 'n' Roll is "invented" by radio and the movies. "Backboard Jungle" makes Bill Haley's "Rock Around the Clock", the first Rock n' Roll record, a number one pop hit. The era of the modern producer is born – Ahmet Ertegun, Jerry Wexler, Tom Dowd, Milt Gabler, Chet Atkins, Willie Dixon, Sam Phillips, Phil Chess.

The recording ban (strike) of WWII gives rise to BMI—providing new, local regional talent opportunities for recording. With the emerging independent labels, portable tape recording devices and local radio dee-jays, the stage is set for new indigenous talent. Following R&B and Country artists Ike Turner, Johnny Cash, and Carl Perkins, a young, aspiring "country" artist Elvis Presley walks into Sun Studios and cuts his first record "XXX". Yet, the first Rock 'n' Roll song had been recorded almost 5 years before – in the 1940s, by a black artist ("Good Rockin' Tonight").



EPISODE THREE: ALL SHOOK UP 1954-1964

- Rock & Roll 45's
- Music On TV
- Classical, Folk & Soundtrack LP's
- The Transistor Radio
- Multitrack Recording
- Convergence: technology, creativity, business, and culture
- America's indigenous oral traditions collide with Europe's composed, classical music heritage
- George Martin records the Beatles.

No longer directed to specialized and local markets, the once marginal styles and artists of regional popular music, driven by white, middle-class teenagers, become mainstream and the center of pop culture through national radio, television and nationwide music stores.

With the exception of Elvis and a handful of others, who did not write their own material, the separation between singer and songwriter breaks down.

It is the birth of the transistor radio and 45 rpm single. Country singer Elvis Presley's appearance on Ed Sullivan is seen by 1/3rd of all American households. Country music stars launch Rock 'n' Roll – Rock 'n' Roll's story is written on Broadway – inside Tin Pan Alley's Brill building with Leiber & Stoller –while television and radio keep it alive in Chicago with DJ Alan Freed, and in Philadelphia with Dick Clark's "American Bandstand".

"Baby Boomers" have given birth to the "teen" market. It is the golden age of teen pop with Sam Cooke, Ricky Nelson, Bobby Darin, and Paul Anka - and the Rock n' Roll single with Chuck Berry, Little Richard, Fats Domino and Jerry Lee Lewis.

Texan Buddy Holly – the Pop genius and architect of modern Pop/Rock drives Country Pop into R&B.

Yet, college kids reject the teeny-bopper 45 rpm dance records of Rock 'n' Roll in favor of the more introspective and socially-charged long playing (33 1/3rd rpm) Folk records of the Kingston Trio, Peter, Paul & Mary, Bob Dylan, Joan Baez, the Chad Mitchell Trio, and Canada's Ian & Sylvia.

Crooner turned Folk singer Harry Belafonte launches the Calypso craze – introducing world sounds and Reggae rhythms to white America and Europe.

Albert Grossman, Milt Okun, and John Hammond record the Beat generation's urban folk scene – the breeding ground of the modern singer/songwriter.



Outside the teenage market, the 33 1/3rd LP dominates, where stereo, invented 30 years earlier at Abbey Road studios, reaches the market for the first time. Still outselling Elvis, Frank Sinatra releases the first "concept" album, "Songs for Swinging Lovers". Long playing music soundtracks emerge as the biggest selling recordings, with over twenty different million-selling titles released between 1955 and 1962.

Behind Pat Boone, the record industry unsuccessfully tries to reinvent black R&B and teen Rock n' Roll into white music for an adult market.

The Nashville "country" sound is more successful and becomes a part of the national fabric with Patsy Cline, Loretta Lynn, Willy Nelson and Johnny Cash – even crossing over into R&B with Ray Charles.

Teen idol, Buddy Holly, fired by RCA, rejects the mainstream recording industry. Struggling to find an alternative, he sows the seeds for the future of pop music. Unheralded at the time, he became the most influential revolutionary of his time, establishing the archetypal model for the four-piece (quartet) pop/rock group (2 electric guitars, - lead & rhythm – bass and drums). Holly also combined the role of producer, arranger, singer and songwriter in one person. He even used double tracking and orchestral strings.



Buddy Holly was the first pop artist to combine elements of Country, R&B and mainstream Pop into a new Rock n' Roll synthesis. His group was The Crickets. He was about to change the entire landscape of recorded music when he was tragically killed in a plane crash at age 23.

Elvis is drafted. Little Richard becomes a minister. Chuck Berry and Jerry Lee Lewis are jailed. The Big Bopper & Ritchie Valens die in a plane crash, and Eddie Cochran is killed in a car accident. It is the death of Rock 'n' Roll...?

Folk Skiffle crosses England on the Rock Island Line. Inspired by America's new teen Pop, Folk, Country, R&B, and gritty Rock 'n' Roll sounds they hear on the radio, Liverpool kids are grabbing up 45's at Brian Epstein's record shop. Local Skiffle group, the Quarrymen, change their name to Johnny & the Moondogs and, inspired by Buddy Holly & the Crickets, become the Beatles. They are turned down by every record label in England, including EMI.

George Martin is named head of EMI's Parlophone Records where he pioneers a new recording genre turning comedy into musical gold – recording with Peter Ustinov, Peter Sellers, and Beyond the Fringe, England is going to the Goons! In June 1962, the Beatles walk into Abbey Road Studios and the history of recorded music is changed forever. Under the tutelage, guidance and mentorship of a classically trained comedy producer, George Martin, they craft a sound that successfully both assimilates and reinvents all that has come before them. They come at a time when technology can successfully capture it.

Much more than the sum of their four "public" personas, theirs is a "lethal" combination of talent, timing, experience, and technology – resulting in the single most explosive monumental shift in the history of recorded music. Their songwriting freely and fearlessly embraces a stylistic range unfettered by social and historical boundaries – mixing, borrowing and stealing the best of Blues, Pop, Gospel, Folk, R&B, Country and Rock 'n' Roll from the recordings they hear, breaking every musical, social, and cultural rule in the book. But their sound, arrangements, and developing song craft have to be developed – shaped, and created by their classically-trained producer George Martin. The way music is recorded, distributed, marketed, and sold will never be the same.

President Kennedy is assassinated – with the end of Camelot, the Beatles conquer America with a perfect marriage of Blues-born R&B, folk and teen Pop brilliantly arranged and produced by George Martin. With the technology of television, they grab our hands and hearts – reaching an unprecedented 70 million people instantaneously on Ed Sullivan. They conquer the record charts, setting a world record that has never been duplicated – holding the top 5 spots on the Billboard Charts simultaneously.

No longer confined to regional and nationalistic tastes, the Beatles are the first to achieve a global presence, and with it launch the recording industry into a billion-dollar media business marrying recordings, radio, television, and film as never before. Tin Pan Alley and the Brill Building, Motown, the Philadelphia Sound, Phil Spector's teen Pop, Chicago's Blues, Country music, and Folk will all reinvent themselves or vanish. It will be a hard day's night. With the Beatles first feature film debut, a British Invasion charts an American course.



EPISODE FOUR: GOOD VIBRATIONS 1964-1981

- Hitsville
- Wall Of Sound
- Producer As Artist
- Concept Albums
- Studio As Instrument
- Folk Goes Electric
- Music As Protest
- Counterculture
- FM Conquers AM
- 48-Track Recording
- The Singer/Songwriter
- Age Of Albums
- Record Profits
- Sonic Production
- Sounds Of Anarchy

Brian Wilson – George Martin – Berry Gordy – Phil Spector – The Beatles – domination is so absolute that American popular music can only react. Even the sounds of the British Invasion try to copy the magic being produced at Abbey Road Studios by George Martin and the Beatles – the Rolling Stones' first hit is written by Lennon & McCartney – the Animals, Herman's Hermits, the Moody Blues, the Who, the Spenser Davis Group, Pink Floyd, Donovan, The Kinks, Yardbirds, and later, Traffic, all follow. It is the end of American Pop Imperialism. In America, the Beatle-inspired Byrds can compete only because they provide a commercial platform for Bob Dylan's brilliantly original folk songs.

The Brill Building's last gasp will be Don Kirshner's cynically-crafted Monkees who, nonetheless deliver brilliantly crafted pop records, many written by the Tin Pan Alley Brill building writers – Neil Sedaka, Carole King, Neil Diamond, and Burt Bacharach.

Phil Spector's breakthrough "Wall of Sound" reaches Pop gold, but his artists—Ike & Tina Turner, the Righteous Brothers and the Ronettes, along with the Four Seasons and even Elvis – struggle to adjust.

In Detroit, Berry Gordy's Motown has a different vision, and with it, a new approach to making records is born. Modeled on the Ford assembly line, Motown's brand of black pop music is created for white middle class kids listening to music on portable transistor and car radios. His artists, ar-



rangers and producers are his workers. Hitsville is his factory. Holland, Dozier, Holland, the Funk Brothers, along with his stable of performers, create the most successful black label in music history. Berry Gordy literally creates America's most successful group: the Supremes become the voice of White America.

Meanwhile, in England, Lennon & McCartney's song writing is reinvented with George Martin's studio wizardry and Classical sensibilities. Introducing and pushing more complex arrangements, no longer just a series of singles, the Abbey Road laboratory results in the unprecedented series of two new long playing recordings, *Rubber Soul* and *Revolver* – "Yesterday", "Eleanor



Rigby", "In My Life", "Here, There and Everywhere", and "A Day In The Life" once again raise the bar, blur the lines, and stand the world of Pop, Folk, and Rock 'n' Roll on its head. Inspired by all that he hears, Beach Boy Pop genius Brian Wilson writes, records and produces *Pet Sounds* as a response to *Rubber Soul* and *Revolver* – pushing two-track to three and four – he creates a studio record – a landmark recording that marks the death of "performance" as the driving force in music. Inspired in turn by Brian Wilson, the Beatles respond with Sergeant Pepper's Lonely Hearts Club Band. Pop and Rock 'n' Roll are forever transformed. Married to urban Folk and Classical sensibilities, it is no longer music to dance to. No longer just for teenagers. Brian Wilson's impact is profound. No longer just recreation and entertainment, popular music—and with it—popular art, becomes legitimized; it is music to be listened to. The producer is no longer the person who simply captures a performance on tape. The studio makes him an artist in his own right. He now is the driving creative force in the music we hear – the music that is recorded.

The Beatles tell the world "All You Need Is Love" – It is the first "live" global, music television broadcast. Sir George Martin has shown us the way. Now, forming AIR (Associated Independent Recording), he launches the golden age of the independent producer. No longer just a staff employee of a record company, the producer, in control of the technical wizardry, moves to the center of the creative process using studios and technology to do what has never been done before. In little more than two years, the four recordings produced by George Martin and Brian Wilson will transform everything that follows in popular recorded music – studio techniques, songwriting, the

emerging role of (session) musicians, song arrangements, and the music business itself.

The Vietnam War rages on. Girls discover the pill, and black kids move to the front of the bus. Martin Luther King is assassinated – recorded music becomes a political force. Music is the message. Rock 'n' Roll and Folk drive the most powerful social and political change in the 20th century. The times they are a changin'— inspired by the Beatles, Brian Wilson, the British Invasion, and Dylan, kids everywhere pick up guitars and drop out. Counter culture is born. Flower Power's generation takes on the Vietnam War and civil rights. Music is their weapon. The anti-war and civil rights social agenda is led by folk artists Bob Dylan, Peter, Paul & Mary, and Simon and Garfunkel. But Dylan betrays the purists and is booed off the stage for "plugging in" at the Newport Folk Festival in 1965 as Muddy Waters had done with Blues in the 1940's. Dylan changes the landscape of Folk recording by blurring the lines between traditional arrangements and electric Rock – the model for "Folk-Rock".

Black power finds a voice in Aretha Franklin and James Brown. With San Francisco (Haight-Ashbury) as their center, the new recorded music, heightened by drugs, feeds a young generation in search of a new spirituality – Hendrix, Joplin, the Doors, Steppenwolf, the Mamas and the Papas, the Grateful Dead, Cream, and Jefferson Airplane. Popular recorded music shifts wholly over to a youth market while pushing the technical capabilities of studios to the edge – two track, four track, eight track, sixteen track ... American labels embark on a signing frenzy. Music is on the AM dial. The best of the new sounds are led by Creedence Clearwater Revival, Buffalo Springfield, Blood, Sweat & Tears, Tommy James & The Shondell's, the Young Rascals, Otis Redding and Judy Collins.

Inspired by gospel singer Mahalia Jackson, Aretha Franklin and Janis Joplin give rise to the female diva for the first time since Bessie Smith in the 1920s.

Rock lands on Broadway with "Hair" – the first Rock musical. Woodstock accidentally becomes the first "virtual" live recording studio. As in the 1950s, by the end of the decade Rock 'n' Roll's leading vanguard self-destruct. Hendrix is dead. Joplin is dead. Jim Morrison is dead. The Beatles are no more. They end where they began – on top, at Abbey Road Studios – whose self-titled recording is perhaps the greatest recording production of the analog age. Their biggest-selling recording, a concept album, it marks the beginning of the demise of the 45 rpm single. Wholly a studio recording, it cannot possibly be performed "live" – the era has begun when sonic engineering is the holy grail. It is this recording and George Martin's vision that launches the golden age and primacy of the recording studio as the principle creative element in making music.



It is the golden age of the recording studio and session musician – the rise of the record album, the singer/songwriter, and FM Radio – America longs for reconciliation as the Vietnam War rages on. Artists, producers, and engineers from both sides of the Atlantic record together everywhere – Abbey Road in London, Muscle Shoals in Alabama, the Village in LA, Caribou in Colorado, Criteria in Miami, Motown in Detroit, the Record Plant in New York City, Nashville. Music and technology married together in laboratories everywhere around the world create an unprecedented cross-pollination of music genres, formats & styles: Blues, Jazz, Folk, Pop, R&B, Gospel, Rock, Country, Classical, Reggae & World Sounds. Contrary to myth, the 1970s produce the largest body of breakthrough, creative music artists, songs, producers, and recordings in the 20th century – both driven by and as a result of technology and the musical sense of possibility opened up by the Beatles in the 1960s.

Producers become artists. Songwriters become producers. Solo musicians become the entire band, orchestra, writer and producer all in one! – all because of what the studio can do for them. All the disparate elements of songwriting, musicians, and technology can combine only in the studio "laboratory". Between 1970 and 1978, the largest number of the most influential and commercially-successful album recordings ever are produced. And they are promoted by radio stations whose formats embrace all the sounds including Marvin Gaye's "What's Goin' On", Simon & Garfunkel's "Bridge Over Troubled Water", Carole King's "Tapestry", Pink Floyd's "Dark Side Of The Moon", Crosby, Stills, Nash & Young's "Déjà Vu", John Denver's "Back Home Again", Steely Dan's "Aja", Wings' "Band On The Run", Stevie Wonder's "Songs in the Key of Life", Fleetwood Mac's "Rumours", the Eagles' "Hotel California", and Elton John's "Goodbye Yellow Brick Road". Rock becomes pop - becomes the mainstream. Counter culture becomes popular culture.

The music industry consolidates. Columbia/CBS, Warner, RCA Victor, Capitol/EMI, MCA, and United Artists/MGM are responsible for over 80% of record sales. By 1978, sales of recorded music is 4 billion dollars. The industry is now global.

Pop sells. Pop triumphs. The recording industry ascends – power and money – it is the biggest money maker in the entertainment industry since the 1920s – the explosive combination of technology and talent come together dwarfing the revenues of both sports and film combined. Formatting lines are blurred to keep pace with the unprecedented diversity. Radio becomes the single driving force to sell records.

48 tracks ushers in a new golden age of popular songwriting – only this time it is on record, not in publishing (Tin Pan Alley) – and this time, more personal and confessional. For the first time, for talent to emerge, it must get access to the studio.

Even the Country charts are invaded by Pop, anticipating and marking the emergence of "New" Country.

A "cassette" culture emerges to challenge the LP. As 1977 ends, "greatest hits" albums dominate original recordings and become the record companies' biggest sellers – challenging artists' control and their own creative vision of their work.

By the end of the decade, studio technology and "sound" overtake the songwriter. Modern studio production makes the producer the dominant artist – it's about the sound and "groove", no longer the song.

It is the death of Pop music as we know it – in the past, album oriented music was aimed predominantly at a white male audience and was designed for listening. Disco & Funk mark the demise of the singer songwriter and a return to music as dance entertainment – recreation – music as fashion. The "Me" decade. Record companies invest in technology, marketing and packaging – it's about production, sound, and consumerism. Music is mobile and dispensable. Recorded music goes from art to product.





The combination of hyper-sophisticated multi-track studio technology and Hollywood packaging means big business, big money – it's all about profit and loss. Songwriters, performers and musicians are marginalized – replaceable – it's about the sound not the artist. Disc-jockeys become producers. Producers create the "sounds". Engineers become artists. Recording technology is the music. Synthesizers and drum machines dominate. Studio session musicians are no longer needed.

Michael Jackson emerges as the "King of Pop" – the studio product of a producer's vision. A savvy combination of slick, glittery production, shaped by the musical genius of Jazz and R&B producer/arranger/composer Quincy Jones. Producers drive the music we hear. The first alternative movements emerge within rock music. Punk. A rebellion against the artifice and packaging of studio production and corporate marketing– the Sex Pistols deliver a near musicless, angry, self-expressed sound born wholly outside the recording studio.

The creative process – music making – becomes a wholly separate process from the record business. After 100 years, no longer mutually supportive – they force competing agendas – one driven by creative expression in music, the other, global profit.

EPISODE FIVE: MONEY FOR NOTHING 1981-1997

- MTV
- Music As Fashion
- PCs & The Digital Age
- Corporate Pop
- Pop Goes Country
- Women Dominate

The Birth of the Digital Age – the PC and the CD.

Television challenges radio's traditional control as recorded music's driving economic engine with the rise of MTV. For the first time, you have to look good to sound good. And you must be white. Pop stars must become TV stars to sell their music. It is the birth of the modern music video as the primary means to sell records – and get radio play. Top 40 is determined by TV, TV by Top 40. A new kind of Pop star is born. Popular music explodes into an overt sexual "sell" in living rooms across the country through the visual power of video. Style over substance.

Madonna marries the digital recording and music video into a lip-synched, "live", staged concert event – a radical departure, putting the recording



studio on stage. No longer music, it's about the show!

Producer Quincy Jones' protégé, Michael Jackson, with his his video savvy and money, shatters the race barrier of MTV. He opens the flood gates and new global, commercial markets for black artists. It is the rise of the music of black America as recorded music's singular dominant force –for the first time since the 1920s.

Record labels are no longer stand-alone institutions, but are swallowed up by huge multi-national corporations – Sony, Bertelsman, Time Warner... These new record companies' hunger for global profits drive them to perfect an A&R process and digital recording approach strictly to support marketing, distribution, and sales. Artists and their records are cross-promoted in music videos, television talk shows, Hollywood films, newspaper, magazine, and radio interviews creating hyper-saturated campaigns transforming unknown musicians into global superstars overnight—regardless of musical genius.

Radio responds with niche formats and monochromatic play lists.

The impact of digital technology on the music industry is profound. It is sonic heroin. While creating unprecedented commercial "highs" (profits) for the record companies, and offering profoundly new technical ease for producers and engineers in the studio, its effect on the creative process of making music, recording music, and producing sound is devastating. Digital technology delivers 128-track recording. The sound becomes the song itself. The producer as a musical force – becomes irrelevant. Musicianship is not needed. Musical talent is no longer defined by musical



ability. Music can now be built digitally – cut, pasted, and edited on a studio computer. With digital technology, the sound engineer emerges as the musician of the future – and his craft is sound, not music. His priorities are sonic, not songs. Music as an art form is forever changed as a result. The very structure of the song itself changes. The core elements of melody, lyric, and performance are profoundly altered. In the digital age, music becomes data, not art.

The distinction between a composer, the performer, and the producer disappears. Rap emerges as the first, legitimate, wholly new musical style and expression since the Blues – a rhythmic, syncopated and declarative, spoken word form born wholly outside the music industry on boom-boxes in urban ghettos, not in expensive recording studios – street mixes not studio overdubbing. The Rap of Run DMC, LL Cool J, MC Hammer, and Public Enemy turn urban anger into misogynist sex and gold, reaching both black and white kids, underclass and middle class. Rap, Hip-Hop and R&B are 85% of all recorded music that sells – the most monochromatic sound output by major labels since the Swing era in the late 1930s.

The re-birth of the Diva. Women dominate pop & country music – Whitney Houston, Mariah Carey, Celine Dion, Shania Twain, Britney Spears, Jennifer Lopez...

The end of the LP and Cassette. Music is free!!! MP3s – Napster shares music free, worldwide – The internet turns music into information. Instantly transferable, without context, anytime, anywhere. Anyone can be an artist – create songs by "sampling" other artists' songs on a PC.

Music's greatest popular songwriters of the last 30 years release their richest musical work in years. Record companies don't know how to sell it.

Radio formatting is formulated on Wall Street by accountants.

As the new millennium dawns and global greed finances a merger and acquisition frenzy, the music gets turned off. For the first time in over 50 years, music industry revenues fall.

George Martin defies industry trends, producing the biggest selling single ever with Elton John. In addition, a collection of 27 #1 Beatles songs he produced re-affirm the Beatles as the pre-eminent recording phenomenon ever. In less than four months "1" becomes the fastest and biggest selling recording of all time, reaching #1 on the music charts in 35 countries, simultaneously.

The series ends with a paradox. Recorded music has brought us closer together as one world more powerfully in the 20th century than any other single force. Yet, in the post-digital, information age, music has become "data". Recording studios are obsolete. Technology has made everyone a producer; everyone a composer of sound. Artist and consumer are one. Everything is instant, contemporary, and requires no context. The final episode returns to the music itself – and a celebration of the artists today who are making it. Focusing on the best, unsigned and unknown artists. Profiling their songs and their creative process we explore today's and tomorrow's music by those putting it all *On Record*.





EPISODE SIX: WILL THE CIRCLE BE UNBROKEN 1997 -

- Rap & Hip-Hop Rule
- Music Piracy
- Technology Drives the Music Industry
- Music As Data
- Music, Industry, and Culture at the Crossroads

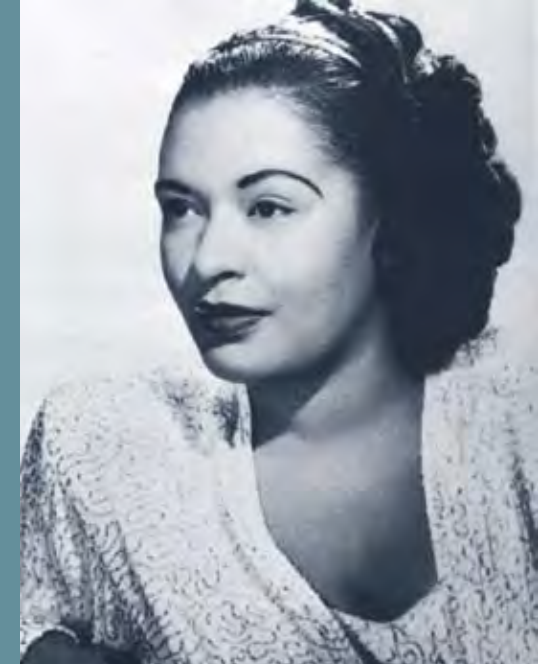
In the 21st century, recorded music has become a ubiquitous part of our social fabric. Recorded sound has become a part of the world's cultural DNA. It has become the principal medium of our collective memory; the Soundtrack of Our Lives. Recorded music has brought us together as one world more powerfully in the last 100 years than any other single force. Yet in the post-digital, information age, music has become data. Its form and value have been changed forever. All music is instant and contemporary, requiring little or no context; musically, socially, or culturally.

Today, revolutionary advances in music technology overshadow music itself. Home computers have liberated recorded music from the disc, providing unlimited choice and endless selection. The computer gives the listener the power to compile, program, package, and distribute their own, and anyone else's recordings - free. While recorded music has immortalized sound, it has escaped the control of the marketplace. Undermined by the very technology they developed and embraced, artists, producers, and the record companies have lost control over their art and industry. Technology has made the audience the producer, distributor, consumer and, at times, even the artist.

While at once instantaneous and global, for the first time, recording technology has returned music to a wholly personal and individual experience not seen since Edison first captured sound in 1877. Will the circle be unbroken?



PRODUCTION



PRODUCTION



WILDHEART
ENTERTAINMENT



SUMMARY

Programming: 8 hours (6 episodes)

Broadcaster(s): PBS (others, TBD)

Producer: Wildheart Entertainment

Principal Talent: Sir George Martin and Kevin Spacey

Key Interviews: Will include Paul McCartney, Quincy Jones, Eric Clapton, Bob Dylan, Paul Simon, Aretha Franklin, Elton John, Les Paul, B.B. King, Alison Krauss, and Bruce Springsteen among others.

Access: *On Record's* team has the unique capacity to deliver the most commercially potent and prestigious talent ever assembled for programming of this type, because much of Wildheart's leadership is part of the music industry and has personal and professional relationships with the very people who will participate.

Format: HD/5.1 Surround

Time-line: 33 months

Full series production launch: November 2007

Target Delivery: July 2010

Per hour production cost: \$1.23 million (excludes licensing and clearances)

Shoot Breakdown:

- Green screen
- B-roll location (background)
- B-roll location (site-specific)
- Live-action sequences
- Kevin Spacey/Sir George Martin

Music content: 38 music tracks/hour

Principal Shoot Locations: London, New York, Los Angeles, Philadelphia, Detroit, Nashville, Chicago, New Orleans, San Francisco, Memphis, Washington DC, Dearborn MI, Edison NJ.

Production Base: Toronto, Canada





TIME-LINE

Wildheart pre-production (3 months): August through October, 2007
Production (33 months): November, 2007 through July, 2010

PHASE ONE: Wildheart Pre-Production (3 months: Aug 1, 2007 – Oct 31, 2007)

- Above line personnel identified, interviewed and booked
- Associate Producer Archive & Education identified, interviewed and booked
- Line Producer identified, interviewed and booked
- Below line production staff and crew identified
- Story treatments begun
- Final Production Budget Lock
- Legal, Admin, Production, Licensing and Clearance Architecture defined
- Series production bible begun
- Production office location determined, office space leased
- Book writer identified
- Radio series producer identified

PHASE TWO: On Record Pre-Production (6 months: Nov 1, 2007 – April 30, 2008)

- Below line production staff and crew booked
- Completion of final series production bible
- Completion of comprehensive series style bible
- Interview bibles begun
- Legal, Admin, Production, Licensing and Clearance Architecture implemented and setup
- B-roll, stills and stock research begins
- Collection of above assets begins
- Music composer(s) identified & engaged
- Music A&R begins (research & grid: songs, recordings (producers), performances (artists))
- Principal interviews determined (artists, producers etc.)
- Story research
- Story treatments completed
- Location scouting
- Coordinate/set up artist and producer interview shoots
- Work flow to final deliverables for all departments identified
- First draft of shooting scripts complete

- PBS contract completed
- All principal distribution contracts completed: music, DVD, book
- Ancillary personnel contracted
- Radio series production team contracted

PHASE THREE: Production (12 months: April 1, 2008 – March 31, 2009)

- Interview bibles completed
- Final draft of shooting scripts completed
- Field Production shooting schedule and locations finalized
- Artists & principal interview shoots
- Kevin Spacey & additional Sir George Martin shoots completed
- B-Roll shoots completed
- All research elements continue – content, stock & stills
- Collection of these assets continues
- Music A&R continues (research & grid: songs, recordings (producers), performances (artists))
- Productions design/graphics treatment begins
- Post Production prep begins: equipment, space, HR, etc.
- Music composer identified and engaged
- Off-line assembly editing begins

PHASE FOUR: Post-Production – Off-line (12 months: April 1, 2009 – March 31, 2010)

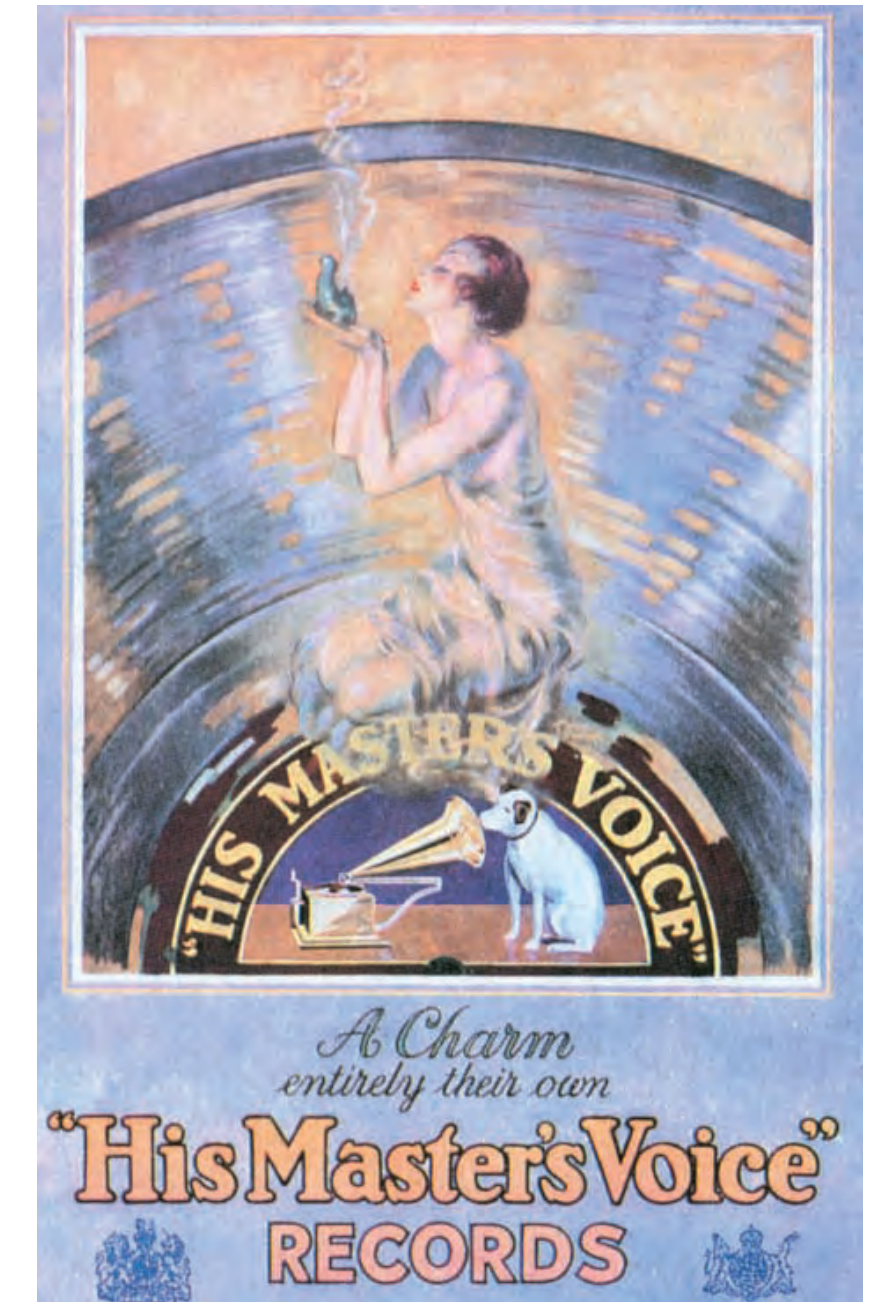
- Music composition and sound design begins
- Rough cut approvals
- All music and archive elements: content, stock & stills locked
- Off-line editing completed to picture lock
- Production design and graphic elements determined
- Final Episode Scripts (written to picture) locked
- Wrap of production infrastructure begins
- Edit scripts completed



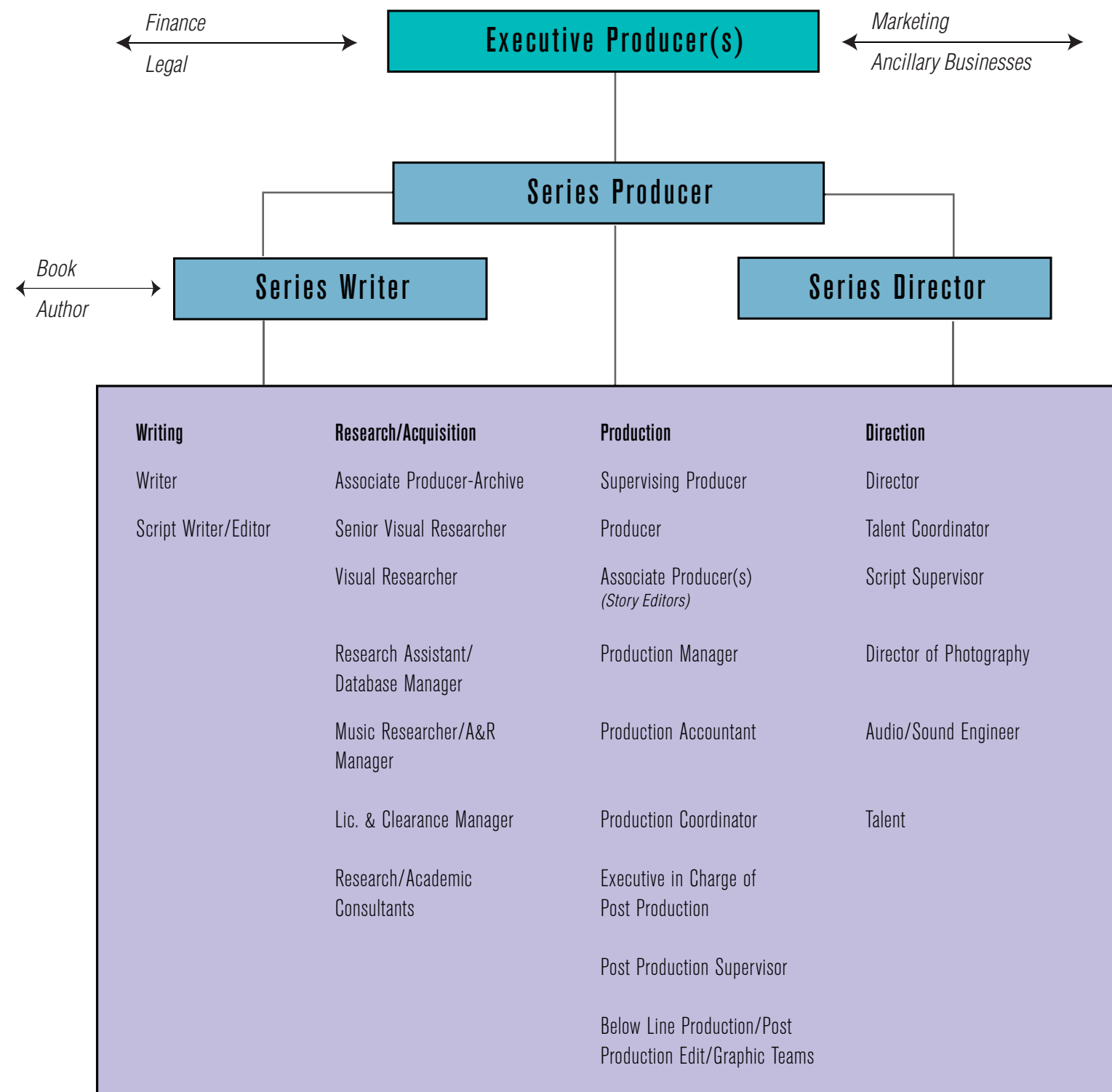
PHASE FIVE: Post-Production – On-line to Delivery (9 months: Nov 1, 2009 – July 31, 2010)

- Music compositions delivered
- Narration recordings completed
- Online edit and sound mix of the series for television broadcast & home video/DVD
- Episode versioning completed
- All supporting delivery documents completed
- All archive elements cleared & paid
- Production and off-line infrastructure wrapped
- Delivery of all masters and supporting materials

Educational DVD, DVD Extras, Project Website(s), Radio Series, Book, CD sets have not been included in this Television Production Time-Line with any specificity.



OPERATIONAL STRUCTURE: TELEVISION PRODUCTION



NARRATIVE APPROACH

There are two principal approaches to long-form documentary series; thematic and narrative. BBC series such as *Dancing In The Streets* and *Scorsese's Blues Series* were thematic. Ken Burns' series *Jazz*, *The Civil War*, ABC's *The Beatles Anthology*, and HBO's *From Earth To The Moon* all were narrative; that is, they were constructed to tell a specific narrative story, not just attach clips and interviews to support themes related to broad genres or topics. The former requires interest "going in". The latter pulls an audience regardless of pre-conceived interest, because the story narrative is so compelling from one episode to the next. Content and theme are much less compelling than great story telling.

On Record is built on a narrative style; delivering a production approach that will tell a specific, narrative story of recorded music that begins in 1877 and continues through the present day.

PRINCIPAL TALENT

Kevin Spacey's role is to cover key narration, both on and off-camera. Off-camera, he becomes the voice of key historical figures, a traditional device used in documentary formats. It is anticipated that other actors may be employed as well. On-camera, Kevin is wholly outside the story narrative. He represents the audience's perspective. Particularly, he provides the Producers with a key tool for moving fluidly in time and space in a non-linear fashion. His role is totally scripted.

Sir George Martin's role is inside the narrative story combining three key elements: historian, storyteller, and actor. As historian, he provides specific narrative and editorial perspective. As storyteller, he brings his own professional knowledge surrounding the events during his life and era(s). As actor, he appears in a context that looks specifically at his own work as a musician and producer.





PRODUCTION & CREATIVE APPROACH

We are using a production model to ensure a focused vision, intellectual integrity and compelling viewing. On Record's architecture and structure is built around a single vision supported by a production team of talented script writers, editors, line-producers, and designers.

The vision is uniform: scripting, shooting, editing are combined and executed, hands-on, by a single producer/director team. On Record's shooting scripts will be prepared from the written, episodic narrative. The necessary original footage will then be shot, from which a final paper edit (script) will be put together, moving into editing & post.

Three one-hour segments will be edited and posted by editing teams dedicated to each, operating concurrently, under the direction of the Series Producer, Series Director, and Story Editors. Each will independently interact with the writing team interacting with the researchers to ensure accurate and appropriate support material is available and affordable.

We use this approach because On Record is not a linear, expository series about music time-periods. It is about the connections between the time periods, between music genres and people. George Martin's own life and experience extends over 4 of the 5 programs and across all recorded music genres. The part of this story that has never been told is in these connections. On Record is not just about anecdotes and historical footnotes of favorite artists and records. For example:

How new technologies impacted music styles and musical innovation is one important connection over all of the episodes. With the introduction of the microphone in 1925, improvements in recording, and the expansion of dynamic sound offered the possibility of a new style of singing that was more intimate and expressive – the style dominant today. The birth of the microphone gave rise to Bing Crosby and the crooner, changing forever the music we hear.

This relationship of technology to creativity is connected over time, once again with Crosby and the introduction of magnetic tape in the 1940s. The story line is then up by Sinatra, (a Crosby devotee) whose own career takes us forward all the way to the 1980s, when he records in digital sound with Phil Ramone (Duets). To start, the story arc is not about Crosby or Sinatra. As such, it is not about their appearing in a particular episode, but multiple episodes, across time, supporting the historical integrity of this principal theme (connection).

Historical Characters:

We are using a production process to support a narrative that will ensure specific, historical connections across multiple episodes. Historical Characters make "appearances" in multiple episodes. John Hammond, Louis Armstrong, Les Paul appear in different episodes that allows viewers to connect the dots. This is critical because we are not talking about one genre of music, or one era. We are talking about the connected history of all genres. John Hammond's appearance in any episode must both support and build on his appearances in every other episode which, in his case, may be as many as seven. It's not about capturing Hammond, it's about his relationship to the bigger story. Hammond's role in our story changes from episode to episode:

He is central to the discovery of new talent from the 1930s to the 1970s: a white producer with a profound interest in black musical styles led to his discovery of Count Basie in Kansas City; his overseeing of famous recording sessions - Bessie Smith's last recording session; his role in the introduction of the electric guitar – his providing the musical guidance and managerial know-how for Benny Goodman and Billie Holiday in the 1940s; his guiding Aretha Franklin from a career in gospel to a life in mainstream music. Hammond's story extends through the 1950s and 1960s, when he was the "ear", for new emerging talent for Columbia Records—providing the power and influence to sign a young Bob Dylan, Janis Joplin and, (three episodes later), Bruce Springsteen.

What better way to tell Hammond's and On Record's story than through the words of the people who knew him first hand, who were the benefactors of his historical role in recorded music—Dylan, Aretha, Bruce. They will be our "wordsmiths". Through specific questions, they will provide the details, the anecdotes, the significance that will allow us to illustrate John Hammond's importance to the larger connected story of recorded music. Tied together through scripted narrative, these artists lead us in.



Contemporary Storytellers:

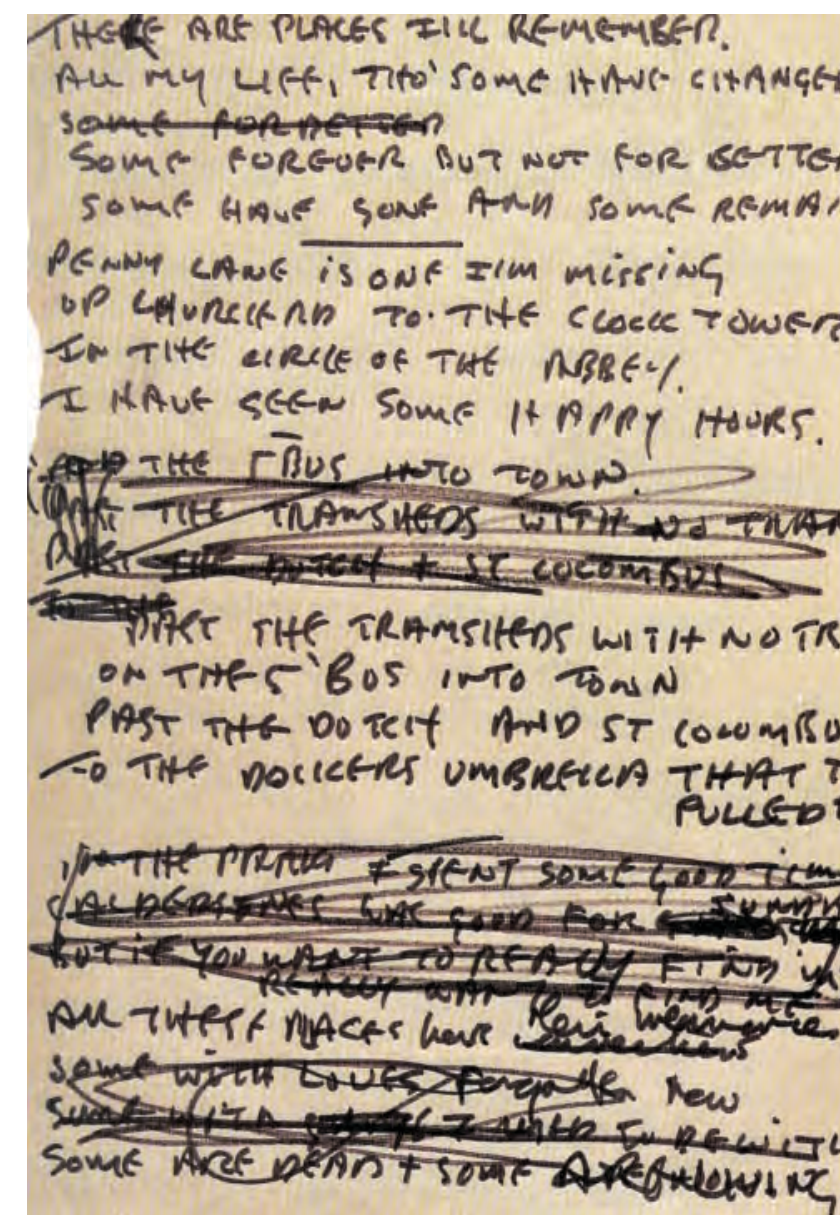
Elton John, Eric Clapton, Paul McCartney, Garth Brooks, Pavarotti and more will appear in multiple programs and multiple eras, connecting each to the other in a contemporary context.

Eric Clapton will speak to a number of different, yet connected aspects of the story of recorded music—from his knowledge of Memphis Blues, Charlie Patton - the invention of the electric guitar, to his own role in the success of MTV.

Paul McCartney is not just going to talk about the Beatles. He is going to be used as a device to bring us into the world of Muddy Waters in one and Buddy Holly in another and, most importantly, to connect them as part of a single story marrying his own story, thereby with On Record's.

For Paul, how the records of the 1940s & 50s took on a life of their own, often separated from their social and political context; the ability to listen to recordings of American folk and Rhythm & Blues records brought into ports like Liverpool by American sailors, provided him with his own musical education. For Paul listening to these "immortal" sounds, divorced from their social or political origins, allowed him to concentrate on the beat structure, the sound, the rhythms of the music that became the foundation of his own musical style. In our story, this demonstrates and explains in a compelling, contemporary way how mass-manufactured and globally distributed records—these "products" of music immortality—played such an impactful and particular role in our collective musical evolution.

Using material drawn from the same interview, Paul will also discuss the way George Martin worked in the studio in the 1960s. His intimate and exhaustive knowledge of Buddy Holly will help provide our "script" for the earlier segment on Holly's extraordinary, if unsung recording impact in the 1950s. His expertise on the little known, but influential instrument, the Mellotron – a musical instrument invented around 1960 that provided the sounds of violins, cellos, flutes, choirs, horns, from a keyboard ten years before the invention of the synthesizer – will become part of the episode detailing the introduction of new instruments and new sounds.





The Scripts

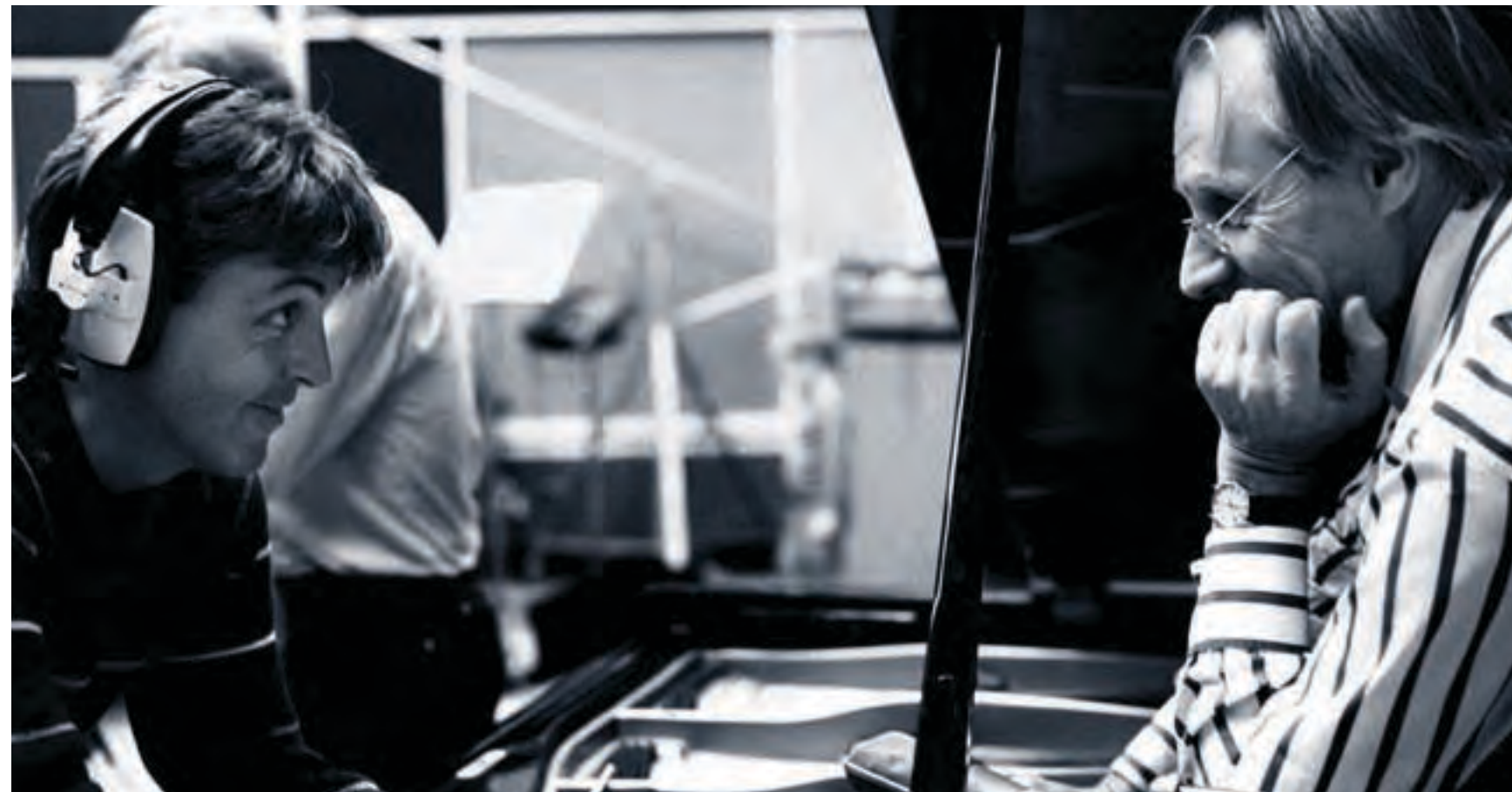
Given our approach, Paul McCartney's and Eric Clapton's words become central to the script, it will then be edited and shaped by script editors to lock in a final paper edit into which archival footage, George Martin, Kevin Spacey and others are married.

While we will know before hand, through extensive research and pre-interviews, what we want them to say - the words, stories and connections - all before we shoot - the final editing scripts are arrived at after the interviews have been shot.

The lion's share of the writing process will fall to the writers and script editors taking verbal, on-camera interviews and turning them into succinct, "scripted" moments. This is how we will arrive at a paper edit script going into post. The process itself is laid out in detail in the Production Time-Line. This approach was used to build the 30-minute promo film with Sir George Martin. It was scripted after the interviews were completed.

Research & Historical Authority

On Record's story and narrative is in place. Researched over the past 5 years by the Series Creator and Producer, it has been drawn from an acquired bibliography of hundreds of expert published, film, and music sources (available upon request). The production model and budget include a dedicated team of not less than eight people in support of the research elements required for the project. Specific expertise in narrative content, stock archive, stills archive, music A&R, fact checking, and licensing and clearances are all represented. In addition, numerous consulting historians have been budgeted, and will be engaged. It is this team, under the direction of the Series Producer, Series Director and Series Writer, who will provide the editorial lens. It should be understood that the series' editorial perspective is not an attempt to be encyclopedic, but rather to articulate the pivotal moments and events, through specific stories, that illustrate the connections between creative genius, technology, history, industry, and social change.



INTERVIEWS

Segments

- The Thematic Arc
- Yesterday (1877-1933)
- Somewhere Over The Rainbow (1933-1954)
- All Shook Up (1954-1964)
- Good Vibrations (1964-1981)
- Money For Nothing (1981-1997)
- Will The Circle Be Unbroken (1997 -)
- Pick Up Questions

Each segment defines the content area for interviews. The questions are driven by the content inside the Narrative Treatment Outlines. They are further married to the themes and narrative blocks broken out in each segment.

The Interview Lens

- The recording of music
- The distribution of music
- The consumption of music

Each of the above is attached to a story segment inside a specific episode.



The Filters

- Technology
- Creativity (musical genius)
- Culture/history
- Industry (business)

Through the interview process, the relationship of each to the other, how that equation changes over time, and its affect, will be explored. If, for example, in some segments one or more of these elements plays a more weighted role and/or is more important inside the story of recorded music, questions will be weighted accordingly.

The purpose of the interviews is to capture a sense of the connections between these elements, their impact, and how they have driven the changes in recording, distribution and consumption, giving us the Soundtrack of Our Lives music we have today.

The Questions

- Theoretical (thematic/philosophical)
- Historical (music, culture, industry)
- Anecdotal (personal stories)

Depending on the particular episode, theme, or segment, questions directed to the interviewees reflect and frame their changing role inside the larger story of recorded music:

- Historian (narrative and editorial)
- Storyteller (professional knowledge and landscape of his life and era(s))
- Actor (looking specifically at his own work as a musician and producer)



Interview Bible

Each interview question is supported by researched reference documentation. Specific research is advanced, informing and providing information that will go with each question. It is this detailed "question" research that is to be used for real time follow up and fact checking purposes. The research ensures the specific information we need is captured – at times, even the specific language.

Example: Sir George Martin Interview

Episode 4: Good Vibrations

Theme: 1965-1977

Segment 1: Producer as Artist – Painting with Sound

Sample Questions:

1. The first album you recorded with the Beatles you did in one day. "Sgt. Pepper" took over 700 hours. What was the process that took you from treating recording as simply capturing a performance to painting with sound?

- The first Beatles album had been recorded in less than 10 hours. "Sgt. Pepper" was their eighth album in five years, and had taken over 700 hours of studio time.

Summer of Love: "Pepper was the longest series of recording sessions we had ever completed, a marathon run that was a complete departure for us. According to Geoff Emmerick's calculation, we spent no fewer than 700 hours, or 29 complete days of our lives working on it in the studio. The 'Please Please Me' Album took 585 minutes to record."

Beatles Anthology: "I said- Let's record every song you've got. Come down to the studio and we'll just whistle through them in a day. We started about 11 in the morning-finished about 11 at night –and recorded a complete album during that time."

"I tend to think of orchestration in terms of painting a picture. An artist can do a brilliant outline sketch in sharp charcoal- Picasso, for example did the most beautiful line drawings. But when it comes to orchestration, what you do is to fill in all the subtle colorings, making the picture into a three-dimensional form."

All You Need Is Ears: "For me, making a record is like painting a picture in sound. I cannot over-emphasize it. That is exactly how I think of it, and I suppose the feeling started way back when I made those first records with Peter Sellers. Not only are we painting sound pictures, but our palette is infinite. We can, if we wish, use any sound in the universe, from the sound of a whale mating to that of a Tibetan wood instrument, from the legitimate orchestra to synthesized sounds. That may be why of all painters, my favourites are the Impressionists- Renoir, Degas, Cezanne, Monet, Van Gogh, Sisley. It's surely no coincidence that they seem to match so well almost as visual counterparts, the music of my favourite composers, Debussy and Ravel."

a) What caused you to see the difference in recording between that of merely taking a musical photograph as opposed to painting your own sound picture?

"When I joined EMI, the criterion by which recordings were judged was their faithfulness to the original. If you made a recording that was so good that you couldn't tell the difference between the recording and the actual performance, that was the highest goal. And I started questioning that. I thought O.K., we don't have to make a photograph; we can paint. And that prompted me to experiment"

All You Need Is Ears: "The real wonder of music and orchestration is that you can actually paint sound, yet no modern artist worth his salt tries to imitate Botticelli. Classical music was my first love, and I'm often asked what I'm doing working in the pop field."

All You Need Is Ears, Pg. 148-149: George likens recording to layering a cake- "start with a heavy sponge- or the rhythm track, then your second track (layer)- harmonies (which might be played by guitars, piano or something else). The lead voice follows and the 4th track or layer would be for extras, what today is called 'the sweetening'. Leaving you with 4 layers, linked together physically on tape and you could play around with the volume and the dynamic range of each track to achieve the balance you wanted. Finally, you put those four sets of sound on to a stereo record to create the 'sound picture' you wanted people to hear."



2. "Yesterday" was a departure from everything that had come before in your work with the Beatles. What was different in your approach to that song?

a) Tell us the story of "Yesterday," and how you came to hear it?

- Most recorded song ever ("Yesterday"- June 1965).

Melody Maker Interview, 1971: "Oh sure. What happened was that he had this song which had been kicking around for a long time. He'd play it to me on the piano, and it was called "Scrambled Eggs". He was looking for lyrics all the time, and we all thought it was a good tune. When he'd finished it and he wanted to record it, I said that I couldn't see what Ringo could do with a drumbeat on a song like this. I told him the best thing to do was to go down to the studio and just sing it, so he just played the guitar and sang. I honestly couldn't think what to do with it - except to put strings on it. Paul said "What ... Norrie Paramour stuff? Mantovani? No." Then I had the idea of using a string quartet, a very classical thing, and Paul thought it was a great idea."

b) Did the string arrangement seem like a big step at the time?

Melody Maker Interview, 1971: "It was. I spent a day with him, getting his ideas on how the strings should sound, and I went and wrote the score for the string quartet and recorded it."

Melody Maker Interview, 1971: "'Yesterday' is obviously Paul, and that's an interesting point because it was the first time we ever used anyone other than Beatles on a record. There was no one on that record but Paul and a string quartet."

c) What does arranging a song mean?

Making Music: "Arranging is precisely what the word suggests- the presentation of an original piece of music in a way that enhances the subject and pleases the listener. The success of an arrangement depends not only on the skill of the arranger, but more importantly, his taste. It ranges from the simplest of instruments to a full blown symphony orchestra, and the specific art of arranging for an orchestra is, of course, orchestration."

Making Music: "Quite often, arranging involves composition- the adding of fresh material to the work. An obvious example is the well-known version of 'Singing in the Rain' performed by Gene Kelly. The intro to this song, impeccably scored by Lennie Hayton, now seems to be an integral part of the song; indeed one can hardly think of the song without it, but it did not exist until the film was made in 1952 although the song was written many years before."

Making Music: "So how do we go about writing an arrangement? If we are starting with a pop song, all we usually have is a top line- the tune- and the chords that make up its harmonies. If you can read and write music, so much the better, but a lack of formal music need not stop you from making a good arrangement for a small group of, say, bass guitar, electric guitar, keyboard and drums."

Making Music: "Every piece of music has some sort of shape, and the arranger's responsibility (as well as the producer's) is to ensure that the shape from beginning to end is satisfying...creating interest at the beginning, bringing out the best elements of the song and building the interest right up to the end."





STYLE

The original scene aesthetic and the interview aesthetic are broken out as two separate, but complimentary mandates in support of the delivery of a particular style and look. Lighting, direction, camera work, shot selection & angles, wardrobe & make-up, will all reflect the defined shooting aesthetic.

Original Scene Aesthetic

The goal for the style of the original scenes is to create a visually dramatic look. The highest production values will be used to create a classic cinematic film palette that is elegant, warm, rich, and timeless. The movement and feel created will be one that supports both "sweeping", grand storytelling with a sense of import and history, past and present, while maintaining an intimate and authentic quality of emotional resonance. The viewer will have an aesthetic experience closer to the substantive and epic narrative style and movement of the great films of Hollywood cinema than a cool, hip, video or cinema verité look of contemporary exposé and pop culture programming.

Whether an actor or artist is playing a grand piano in the main studio at Abbey Road, or walking through rows of sound recording artifacts, the mandate is to create an elegant cinematic look. Camera movement will be smooth and subtle; lighting will favor rich, warm hues that will flatter both the subject and the location.

The wardrobe selection for both original scenes and the interview will reflect the artists' personal style. They will appear in clothing that befits each original scene. If interviews are held on multiple days, subjects will be wearing the same apparel. This way, any of the interview clips can be used in any order, and in any episode of the series ensuring continuity.

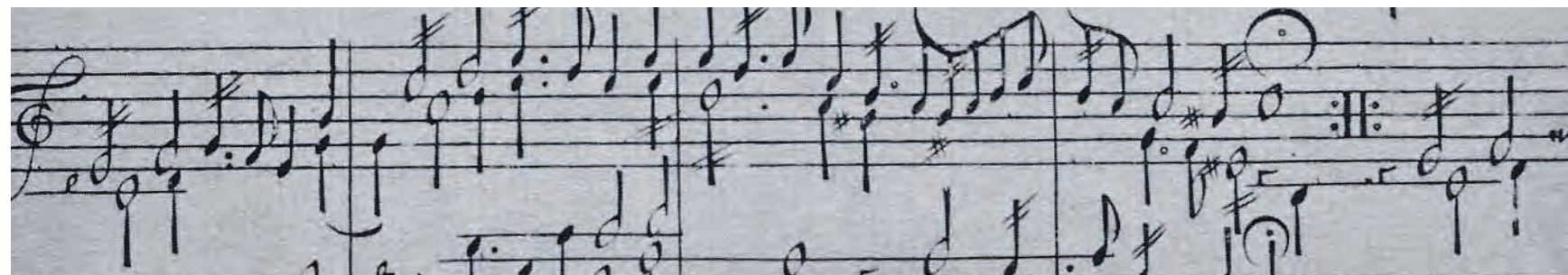
Interview Aesthetic

To further the quality of both timelessness and elegance, the sit-down interviews will be shot in front of a "green screen" in order to isolate the interview subject, and in the post process, place him in whatever environment ideally compliments the sequence. The creative handcuffs of conventional interview filming are removed, replaced by infinite possibility in the edit suite: the interview subject will be able to be placed anywhere in time and space.

In essence, the green screen process will allow the interview subject to be a malleable element to layer with an endless variety of backgrounds – still photographs, archival or original scenes, moving pictures - that can be responsive to the content of the interview. For example, George Martin can appear seamlessly integrated into a photograph of the very event he describes; or before a dramatically lit wax cylinder that spins in the background as he describes how it works. Neutral wardrobes will ensure on-camera talent will appear elegant before either a black and white photo, or a bright and colorful piece of stock footage.

The overall final effect will be one of layers that can be fluidly dissolved, image on image, creating an elegant rhythm. This layering of imagery will also serve to cover much more expository distance simultaneously. Distinctly different from traditional interview techniques of alternating interview clips with other footage, our method uses the maximum capacity of digital technique to drive a more compelling and dynamic viewer experience.

When the interviews are filmed, interviewees will be looking directly into the camera, speaking straight to the audience, as opposed to the conventional set-up, where the interviewee is speaking to an unseen presence. Using a specially-devised technique for the interview set-up, eye line will be guided directly to the camera lens. When they speak, they become a storyteller with an intimate connection with the audience, not simply a talking head providing exposition.



TECHNICAL SPECIFICATIONS

All technical processes for this project are driven by a two-pronged goal: to create the highest quality Master Source Tapes (both picture and sound) that will allow for maximum flexibility for use in post-production and any re-purposing of material captured.

Picture

All shooting will take place using 24 Frame Progressive High Definition (24P HD): the highest quality of electronic image capture available.

High Definition, the current benchmark in digital production, post production and broadcasting, is a format that creates an image almost four times the conventional broadcast-quality standard. Images shot on HD look richer, sharper and more dimensional, with a depth to the picture that video has never previously had. The footage will be captured in 24 Frame Progressive (24P), the same rate as motion picture film. (Regular video runs at 30 frames per second. The subtle distinction of 24P creates a more cinematic texture.) The natural format of HD is 'widescreen', with the cinematic aspect ratio of 16x9, as found on 35mm film and most European television. This makes it easier and less expensive when versioned for international markets.

Our camera will be of the class of the Sony F-900. This state-of-the-art camera integrates digital technology with the sharpest of traditional lenses, to give the Director of Photography an excellent tool to capture rich, textured imagery.

A camera of this standard, compared to older HD cameras, delivers much more limited video compression. Digital video is a three-dimensional array of color pixels. Because of the vast amount of information that must be stored digitally, these pixels are usually "compressed" (a digital process in which "redundant" information is discarded) in order for the images to be managed by the camera.

The Sony F-900, for example, has an advanced on-board computer that requires considerably less video compression to process digital information, thereby retaining the richness and integrity of the captured images. This becomes critical in the post-production process in enabling editors and effects specialists to manipulate the image size, color, movement, and placement without a loss of image quality.

The Director of Photography (DP) will have the necessary tools and personnel to execute shooting with full, cinematic production value. For example, a 'camera dolly' will create subtle camera movement, or a 'jib arm' will enable the DP to design an elegant floating shot during original scene shooting.

Green Screen

The sit-down interviews will be shot in front of a green screen. This technique will allow the interview subject to be placed as an element in virtually any environment. The production goal for green screen shooting will be to create as 'clean' an image as possible to allow for flexibility in the edit suite. The interview subject will be softly and elegantly lit, totally separate from his bright green background.

In post production, an advanced editing and digital effects platform called Discreet Smoke will be used to first isolate the image of the interview subject, eliminating all the 'green screen' and then 'composite' it with other layers of imagery. The Smoke technology gives the operator infinite choice as to what he can do with these image layers. The editor can add shadowing, additional lighting, and alter the color palette to seamlessly integrate the interview subject into various environments. Additionally, the editor can move, resize, or flip the direction of the interview subject to place him anywhere in the frame to create the most pleasing composition.

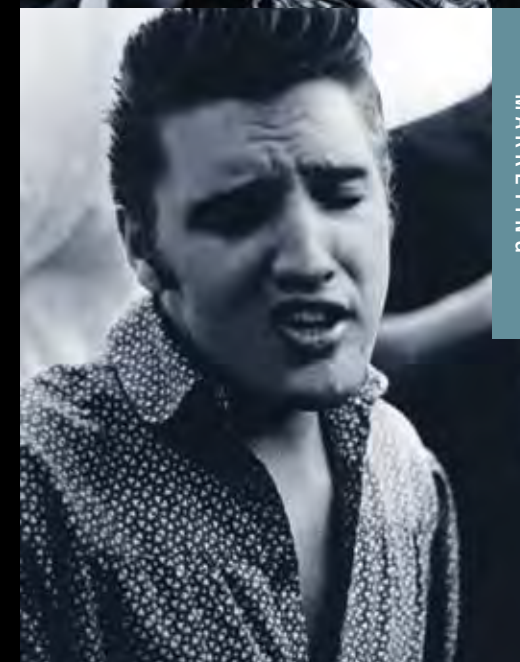
Sound

As with the image, special care will be taken in the process of sound recording to ensure a consistent, high quality end result. The interview subjects will be mic-ed 'tight', so that room ambience and background noise is kept to a minimum.

Two tracks of audio will be recorded to tape: one from a lavalier microphone attached discreetly to the lapel of the interview subject, and another from a stationary boom microphone positioned just out of the camera frame. These separate audio tracks will be blended in the post audio process to create aural richness and flexibility that will be essential for mixing to 5.1 surround sound, or in the production of radio broadcast. High definition is the only format that allows recording of sound onto two distinct audio tracks.



PRODUCTS AND MARKETING



PRODUCTS AND
MARKETING



WILDHEART
ENTERTAINMENT



On Record is conceived from the ground up and built, proactively, on a multi-tiered, revenue-generating model outside of television. *On Record* is not constructed to be a documentary television series alone.

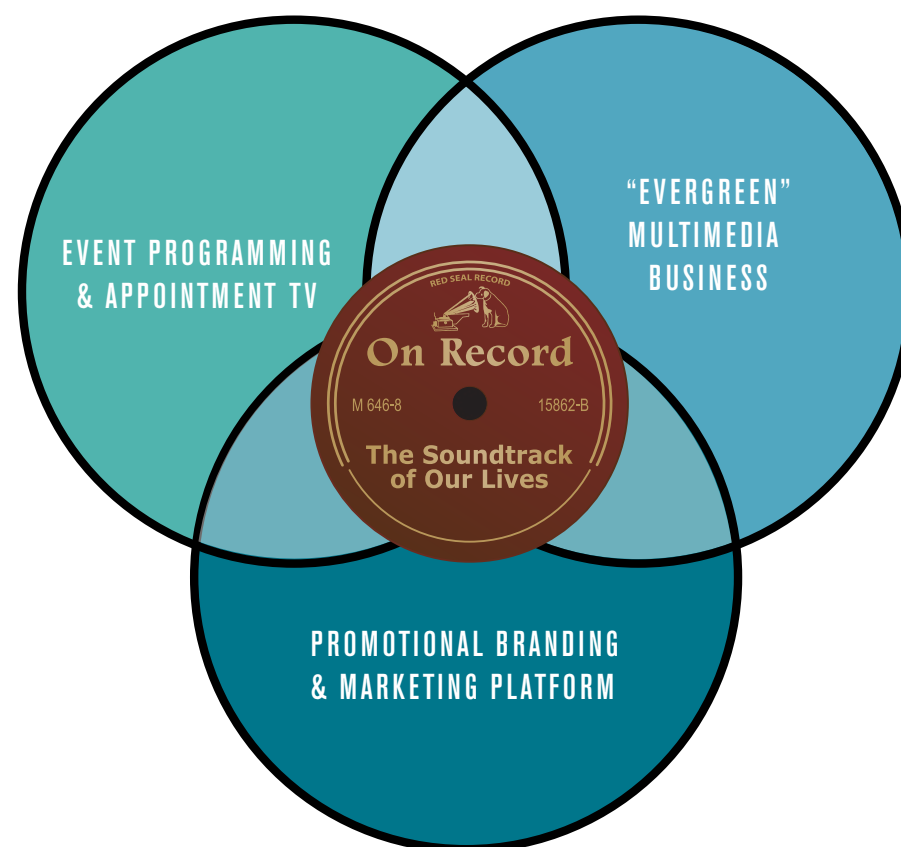
Most traditional documentaries are not conceived to generate revenue but, rather, to simply re-capture a portion of their licensing and production costs. *On Record's* track is more similar to Beatles Anthology or Ken Burn's Jazz, with attendant ancillary proven to generate significant revenue and marketing value.

The model is a convergence of content and commerce—a unique combination of entertainment assets designed to work as an exclusive brand marketing and promotional platform for a sponsor/marketing partner — and features:

- A global, multi-media event built around the prime-time television series broadcast throughout TV markets worldwide.
- Unique content with mass audience appeal. Music is the only universal language. It requires no translation in reaching any market worldwide.

- A branded business whose products include a DVD/Home Video series, CD Box-set & CD series, companion book(s), radio series, Internet content, associated merchandise, and products for education markets.
- Series will be leveraged and financed in partnership with music distributors, television broadcasters, mass-market book publisher, superstar music artists, and radio stations.
- A mass media, cross-marketed delivery system reaching millions worldwide through primetime television, radio programming, retail, catalog, and the Internet.

In summary, *On Record* is an array of entertainment assets that brings together unique content with an exclusive marketing platform to deliver emotional capital to our sponsors and marketing partners. This is the value proposition. The content—recorded music and the superstars who popularized it—is a direct and proven connection to the hearts and minds of millions around the world. *On Record* delivers this emotional connection for the sponsor to leverage.





MARKETING PARTNERS

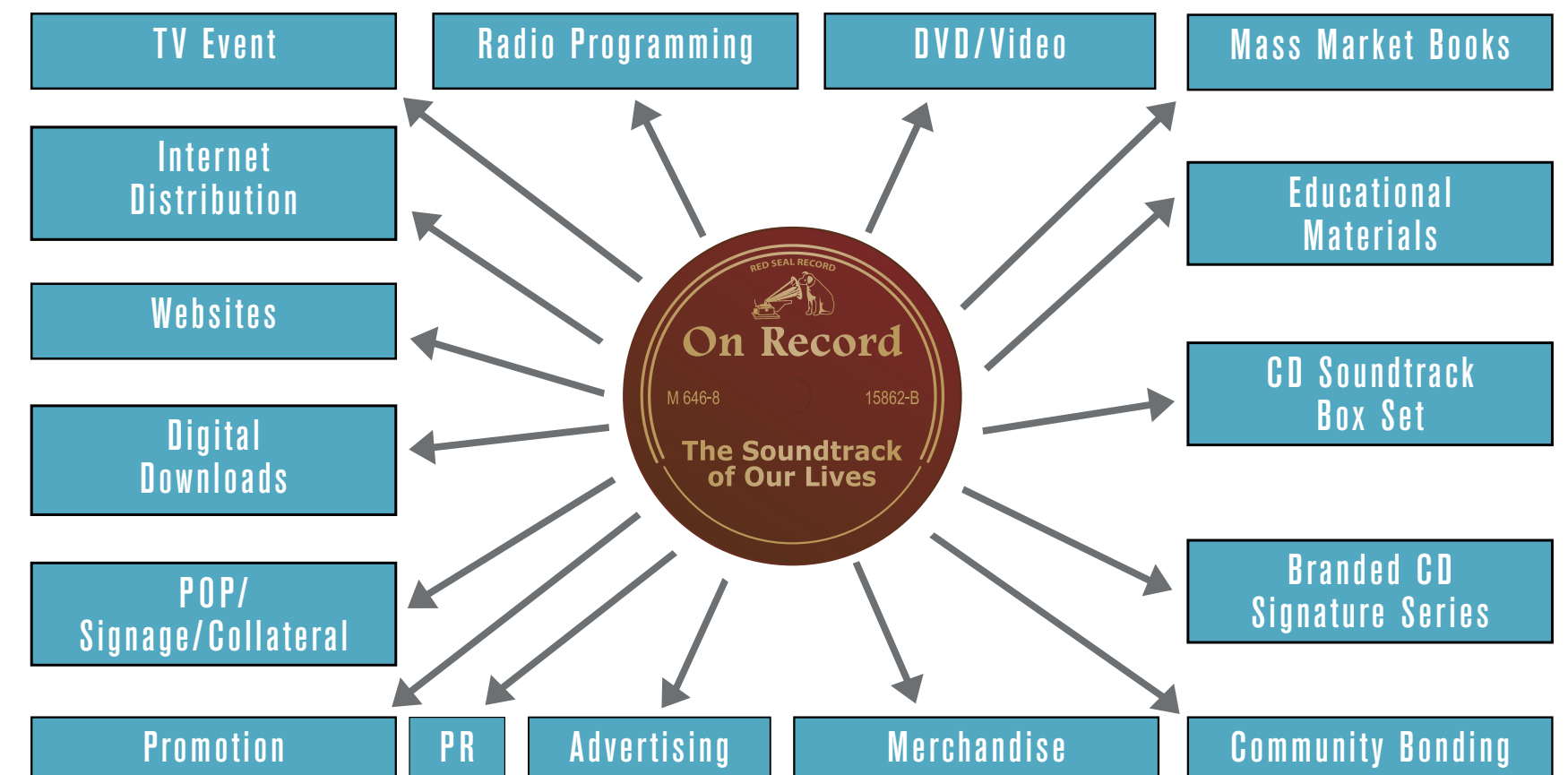
Our partners will bring their own markets, brand equity, marketing expertise, investment, and profile to the promotion of *On Record*, which will exponentially extend the impact and reach of the sponsor's own brand marketing.



BRAND VALUES

- Legacy
- Celebration
- Authenticity
- Connection
- Diversity
- Innovation
- Inspiration

A 360° BRANDED EXPERIENCE



THE PRODUCTS AND OPPORTUNITIES

- Worldwide Television
- DVD/Home Video Series
- Music CDs
- Mass Market Book(s)
- Internet: Interactive Website & Links
- Digital Downloads
- Radio
- Merchandise
- Education Initiative

A Landmark Television Event

- The magic and relevance of The Soundtrack of Our Lives—the great songs and moments.
- The broadest aggregate of superstar music talent ever assembled in one property.
- Hosted by Sir George Martin, legendary producer of the Beatles and of the most #1 hit songs ever. His recordings have sold more than 1 billion units, worldwide.
- Narrated by two-time Academy Award-winning actor, Kevin Spacey.
- A story that has never been told before.
- The programming is a series of signature landmark events that extend over 6 episodes and 8 hours of programming.
- The series is structured as one storyline. The story will be told by contemporary music superstars and will build over the course of the series, engaging people so they come back over and over again to get the whole story regardless of musical tastes. *Event Programming and Appointment TV.*
- With an exclusive sponsorship of a global television event – the sponsor will have not just a one-time ad buy, but an ongoing brand association.

- In addition, the sponsor can package expanded advertising and tie-in opportunities in television markets worldwide.

The DVD Series

- The expanded eight-hour series will be shot in high-definition format with 5.1 surround sound, for worldwide distribution by a major distributor. The DVD series will be made available in multiple languages, and all will include exclusive bonus material.

Every DVD in the series will be branded with the sponsor brand, with multi-media links and marketing vehicles embedded in the products themselves.



CD box set and branded CD series

- Elvis, Frank Sinatra, the Beatles, Elton John, Madonna, Stevie Wonder, Luciano Pavarotti, Norah Jones, Louis Armstrong, Garth Brooks, to name a few...all together in a co-branded series collection with major record label(s) and global distribution.

Every CD in every series will be branded with the sponsor brand, with multi-media links and marketing vehicles embedded in the products themselves.





Mass-market series companion book(s)

- The books, produced by major international publishers, will be based on the series and will speak, in part, from the voices of the artists themselves. Rather than just a recapitulation of the series in print form, the book will cover new ground, expanding on the themes presented in the television series.
- In addition to the text, the book will contain new, exclusive and iconic photographs.
- This book will be both the photo album of The Soundtrack of our Lives and an exploration of the story in greater depth.
- Targeted and written for a mass audience, the book will also be designed for use as an educational text in the classroom as part of the *On Record* Education Initiative.

In addition, a home reference book on "The Soundtrack of Our Lives" that reviews 500 of the best recordings of all time and the artists and producers who made them, is contemplated.

Every book will be branded with the sponsor brand.

Interactive website and links

- The website will enable consumers to explore the four central themes of *On Record*: history, technology, creativity, and culture within the context of recorded music and the unfolding of popular culture.
- The website will be developed, providing links between *On Record*, featured artists, Sir George Martin, PBS, music distributors, schools, the sponsor, etc.

The sponsor will be the exclusive corporate sponsor of the On Record website, and the site will include links to the sponsor sites, and all partner promotional and product assets.



Digital Downloads

- Mini-segments & songs for Cell Phones, iPhone, Blackberries, etc.

All with sponsor imbedded.

Radio program series

- A worldwide satellite, syndicated and/or NPR series that explores the themes and story that make up *On Record*.

The sponsor can be the presenting sponsor of the series.

Education Initiative

To inspire both students and teachers alike to discover and reconnect—through the universal language of music—our history and culture(s). Music is the only thread that binds and connects all aspects of the human experience, and recorded music is how we experience it.

It is the one constant and irrefutable presence in our lives, bringing us together regardless of age, gender, or race; it is the medium of our memories and the inspiration of our dreams. The vast emotional landscape that has both shaped, and at times been shaped by, our history – The Soundtrack of Our Lives.

Purpose:

The purpose of the educational outreach component of *On Record* is to provide:

- Educators and teachers with a core curriculum guide and source material for teaching.
- Provide students with a compelling and inspiring interactive learning and research platform that is both relevant and authoritative.

Education Target(s)

- Junior High
- High School
- College
- Continuing Education

Core Curriculum

- History / Pop Culture (Humanities)
- History / Music (Arts)

Underwritten with the sponsor.

Exhibits & Live Events

Both exhibits and live events, including branded concert series, are under consideration. They represent additional opportunities to brand and expand both the entertainment and educational reach of the project.

Other: Giving Back

Wildheart intends to partner with NARAS and/or other appropriate not-for-profit institutions that support the arts and humanities in providing materials and a percentage of revenues earned as a way of giving back to those who have provided us with so much insight and joy – and to provide, in however small a way, an opportunity for young people to experience the magic of music and our history.





THE PROMOTIONAL PLATFORM

On Record will be an exclusive medium around which an integrated, music-focused marketing program can be built. In this role, On Record will act as a force multiplier for the sponsor, bringing to bear the universal appeal of music, star power, historic relevance, the superstars' guaranteed markets, and the support of world-class partners to magnify the effectiveness of the sponsor brand communications associated with it.

Locally. Nationally. Globally.

In summary, the On Record sponsorship package includes:

- Sponsorship of a global television event.
- Sponsorship of a radio program series.
- Co-branding of the Sponsor with On Record and PBS on the website and all aftermarket materials: CD box set, DVD series, companion book, branded CD series, merchandise, educational materials, etc.
- Television and other advertising and promotional tie-in opportunities in US and international markets.



WHERE THE RUBBER MEETS THE ROAD

One-of-a-Kind Exclusivity

On Record is an exclusive vehicle only the sponsor can leverage. This platform cannot be utilized, duplicated or matched by any other business competitor. Exclusivity guarantees competitive advantage and ensures you will "own" the hearts and minds of the millions we reach.

Brand Building and Promotion

More than a traditional sponsorship opportunity, On Record delivers a ready-made branding and promotional platform that will reach worldwide markets.

Leverage

Joining the sponsor's brand marketing with On Record's unique content and multi-million dollar promotion & distribution network delivers unprecedented leverage and impact. No corporate marketing or advertising initiative on its own, regardless of quality, expertise, or dollars spent, can achieve the same sustained market penetration across so many synergized platforms – music – television – publishing – Internet – schools – news media.

Affinity, Attention & Influence

Through the universal appeal of music, unprecedented star power, historical relevance and sheer magnitude and news value, you will reach millions around the world in a substantive, sustained and emotionally impactful way; hours of television, millions of CD's...

Guaranteed Markets

Simultaneously, the music and the numerous stars deliver guaranteed markets—their own: not just potential or passive viewers, but active fans and the buyers of co-branded books, DVDs, CDs, home videos and more, purchased in markets world-wide—and not just one star, but the largest aggregate ever presented.



Guaranteed Reach

The sponsor will be coupled with world-class media and entertainment industry marketing and distribution partners whose own dollars, promotional support and market access will guarantee reach; music distributors, television broadcasters, a mass-market book publisher, Sir George Martin, Kevin Spacey...

Market Share Growth at a Lower Cost

For the sponsor, this game-changing platform delivers market share growth at a lower cost. Competitors can't create this unique vehicle. On Record's content and partners will deliver new markets, reach, and mind share the sponsor currently doesn't have; their marketing dollars will be embellished, worldwide, by some of the most powerful broadcasters, distributors, and marketers in both entertainment and business.

On Record delivers unprecedented competitive leverage, reach, and appeal: A force multiplier for the sponsor brand.



THE VALUE

The power of the music itself to connect with people across geographic boundaries; the historical relevance and importance of the subject matter; the excitement and charisma of the stars who will help tell the story and punctuate it with their music; and the credibility and relevance of Sir George Martin and Kevin Spacey as story guide and narrator, respectively... all these factors will combine to make *On Record* compelling content. Content that will create a powerful emotional connection with millions of people worldwide.

On Record will act as the focal point for an integrated, music-focused global marketing effort. *On Record* brings the benefit of the brand equities, guaranteed markets and promotional support of the numerous marketing partners: music distributors, television broadcasters, book publishers, the superstar music artists and more.

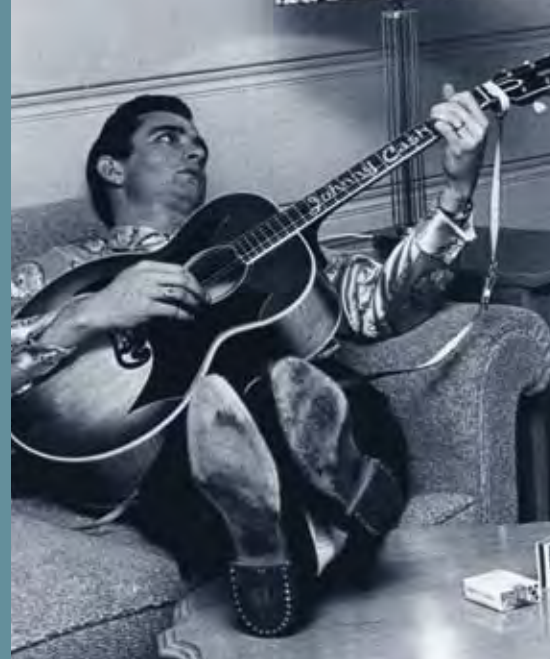
On Record will act as an exclusive medium joining its own inherent equities with those of its marketing partners—magnifying the impact and effectiveness of the marketing communications and making them far more relevant and impactful.

On Record provides a platform that will deliver what no advertising and/or sponsorship can: immediacy, historical context, relevance, power and magic—it is an emotional connection with visceral impact, it cannot be zipped or zapped. It will deliver active fans—not just a passive audience.

People forget what we say. They forget what we do. But they never forget how we make them feel.



F.A.Q.



F.A.Q.



WILDHEART
ENTERTAINMENT



FREQUENTLY ASKED QUESTIONS

How will you keep people interested in the early episodes?

It's all about storytelling and context. You may not be interested in Eminem, but the context created in the film "8 Mile" made his story riveting, even if you had no interest in rap.

While we will follow a chronological time line, the story is being told as a tapestry. Contemporary music icons will populate not just their own era, but will be seen on-screen bringing to life other time periods, music genres and historical legends. Eric Clapton will appear in the second episode bringing Robert Johnson to life. Likewise, Paul McCartney will appear in the episode in which Buddy Holly appears.

Why won't people just wait for the era they're interested in?

While the series is chronological, the storytelling is not. Viewers will be moved between eras inside individual episodes by virtue of the storytellers, the connections made, and resulting context. The series is about the connections between different artists, influences, genres, and historical events. It is not about individual eras, but the connections between them. It is the connections and resulting "wow" moments in the storytelling that draw the viewer in.

What makes this different from an 8 hour version of a VH1 or MTV type biop or album program?

On Record is not dependent on music fans. They are not even our target audience. Music fans will watch the series regardless. The program will draw in non-music fans interested more in the story and history, than in the artists. The music artists that populate the series are "actors" in the larger story. It is less about them than their influences and role in the larger story and themes surrounding *On Record*. While music artists will be celebrated and recordings profiled, the context will be to support larger story ideas and themes. *On Record* is not about rock 'n' roll, country music, rap, or pop, specifically. It is about the connections between them.

Hasn't this been covered before?

No. Programming involving popular music tends to focus on single genres. Jazz talks about itself, country music tells its own story, the Beatles talk about themselves. Rock 'n' roll is looked at in the context of the '60s or rock 'n' roll. There has never been a television series that reveals the connections between the different artists and genres of music. *On Record* explores and reveals a larger historical and social context that is not self-referential, making it much more relevant to a larger audience and not dependent on just fans of a particular style of music.

Who's providing the editorial perspective?

The broad editorial perspective has already been well established by the project's Creators and Series Producer. It is built on extensive research of the historical record over more than five years. The Thematic Arc as described in the Creative section defines the underlying editorial themes from which the series will be built. Specific story lines and final editorial choices will be made in a collaborative manner under the direction of the Executive Creative team including the Series Producer, Series Writer, Series Director, and the Book Author and Historian. All choices will be vetted, fact-checked, and reviewed for accuracy and relevance by the research team. Finally, the 15-hour Sir George Martin interview archive already filmed provides core editorial perspective from which the entire story line will be drawn.

How are you going to get the artists?

The *On Record* team has unprecedented and redundant access to all the major music artists. Further, the nature, scale and caliber of the programming will drive interest. Finally, as artists come on board, other artists will want to participate. We are, actually, more worried about managing the interest level of artists who want to be a part of The Soundtrack of Our Lives, as not everyone who might want to participate will fit into an 8-hour series.



FREQUENTLY ASKED QUESTIONS

Which artists do you have commitments from now?

Artists' commitments will be secured during the pre-production period, by the producers, as is the standard operating procedure in documentary film-making. We do not want commitments up front that might engender undue financial entanglements and expectations. It is a simply a question of scheduling.

Can you get the Beatles?

On Record is not about the Beatles. While they play an important role, their inclusion will be appropriate and proportional to the larger story. *On Record's* distribution relationship with EMI and other relationships with Apple and the Beatles are substantial and unprecedented.

How do you decide what songs will be on the CDs?

Songs chosen for the CDs will be based on very specific criteria. It is not enough that a song was popular or a #1 hit. The song must resonate with contemporary audiences today. It needs to have a place in the larger story that we are telling, informing some aspect of particular creative genius, audience passion, industry, technology, or social change. Further, songs will be selected that cover every major genre including blues, jazz, pop, rock, country, folk, urban, and tin pan alley.

Who decides?

The *On Record* team includes an in-house A&R capacity, a robust research team, and outside music consultants. Collectively, this group will guide the assembly of music selections to ensure focus and balance. But, in fact, the actual selections have long since been made by listeners. The songs that represent The Soundtrack of Our Lives, such as "Over the Rainbow", "Yesterday", "Like a Rolling Stone", etc., are well established and catalogued. We are drawing mostly on old catalog that, over time, informs us as to what resonates the most. Time has been our friend. Again, the selection of songs is based on very specific criteria as described above. What we are not doing is putting together another list and collection of songs based on personal opinions from self proclaimed music industry editors and writers – or record company marketers driven by strong personal bias.

How do you know you can get those songs? What do you do if you can't?

With the explosion of the digital age and music downloads, the long-standing proprietary protection by record companies and publishers of their artists has mostly vanished. Today, music is regularly licensed by and between all the major labels and publishers across a multitude of applications for film, television, downloading, catalog, direct, and traditional retail. Most of the songs we will be licensing are older catalog. Record companies and publishers need to earn revenue off of old catalog. *On Record* is a terrific branded solution for them. Nearly all of the songs we would be interested in have already been licensed in other contexts.

Finally, with very few exceptions, there is no single song we must have. If we can't get a certain song, we can find an alternative of the same caliber by a different artist that covers the same ground.

Who is going to write the book?

The companion book will be principally written by historian and author Dominic Sandbrook with direct support from the project creators, producers, and researchers. Much of the material will be drawn from the archive research and interviews conducted for the television series.

A music guide book of the 500 greatest recordings will be compiled by the Wildheart team. This book will be managed by Jay Warner.

Why Kevin Spacey?

There are few living actors of Kevin's generation with as broad, award-winning, and acclaimed careers. Kevin was chosen because he is not simply a Hollywood "flavor of the month". Juilliard trained, Kevin has a keen interest and passion for music. His talents aside, Kevin has strong cross-generational appeal. His films have regularly reached world-wide audiences with huge box office success, yet his presence will not distract or overwhelm the narrative. His role in the series is described in the Production section.



FREQUENTLY ASKED QUESTIONS

Why is much of the production being done in Canada?

Toronto uniquely marries a below-line and post-production capability and talent pool matched only by London, New York and Los Angeles – but at a significantly lower cost, regardless of the exchange rate. This matters because of the unusually high licensing and clearances costs. Money needs to be saved where it can in order to make the production affordable and competitive. Regardless, *On Record* is an American production based in the United States.

Why will it take so long to get this made?

This is a very big project in which a multitude of ancillary products must be produced and released simultaneously. The production model is built to support a single vision with specific narrative storytelling. The programming is much more sophisticated than a thematic documentary in which individual producers and directors can be assigned separate episodes. Many of the characters and music artists inside the story appear in multiple episodes, yet we will only get to interview them once. As such, all editorial needs to be coordinated and executed by a single team of researchers, writers, producers, and directors. Naturally, this approach takes longer. The result, however, as demonstrated by Ken Burns, produces a much more satisfying result, greater audiences and revenue. Finally, the time frame required to clear all the music and visual materials will take the full 30 months allotted.

Why is it so expensive to make?

The actual production costs, less licensing and clearance expenses, are very competitive for a program of this caliber. Nonetheless, the extreme commercial nature of the content that will need to be licensed (popular music), makes this project expensive by average documentary standards. It is simply the cost of doing business in order to tell this story.

Why do you think you can generate the revenue you project?

The revenue projections have been reached through the participation of a multitude of music industry, television, home video, and literary experts, specialists, and partner companies. It is they who provided the projections in each of the key areas. (See Production Team.) They tell us we can.

How are you going to include the full spectrum of different ethnic groups and artists inside the story?

The story of *On Record* will be based on the facts surrounding the history of recorded music. It is first and foremost an American story. We do not purport to tell a story about every ethnic group that ever recorded a record, simply because they did. The same holds true for artists. This is not simply about favorite artists or favorite records. It is also not an encyclopedic catalog of anything anyone has ever recorded around the world. We only have 8 hours. At the same time, it's worth noting that a core element of our editorial perspective with respect to the story of recorded music is the ascendancy of minority culture over mainstream culture. The story we tell will be weighted and balanced in a manner that appropriately reflects the historical importance of the contributions made.



FINANCIALS



WILDHEART
ENTERTAINMENT



REVENUE

Domestic TV	\$4,800,000
International TV	\$6,000,000
Audio/CDs	\$0
DVD/Home Video	\$0
Book	\$2,000,000
Sponsorship	\$8,000,000
Radio	\$300,000
Foundation Support	\$360,000
Private Equity	\$5,000,000
Total Revenue	\$26,460,000

EXPENSES

TV Production	\$10,641,610
Licenses & Clearances (film production)	\$4,082,000
DVD Extras	\$400,000
Education DVD	\$360,000
Book	\$392,000
Radio Series Production	\$1,300,000
Ancillary Production G&A	\$3,355,086
Wildheart Production Fee	\$666,379
Total Expenses	\$21,197,075
TOTAL NET	\$5,262,925

ASSUMPTIONS

- The revenues are only projected for three years and do not include any ancillary earnings (profit) from product sales.
- 8 hours of television programming are being produced along with a DVD set that includes 2-hours of DVD Extras, an Educational DVD, a 13 half-hour radio series, a companion book(s), and CDs.
- All-in, the project will take 33 plus 3 months to produce and clear. All content will be produced for delivery in High Definition with 5.1 Audio. Rights and clearances are for all uses worldwide (except theatrical) for 10 years.
- Licensing and Clearance costs of \$4.082MM do not include labor or third party costs as they are calculated in the Production Budget. Presented here they are net figures. The Production Budget L&C are gross numbers. The difference only affects the breakout not the total.
- Delivery date: July 2010.
- Premier broadcast: 4th Quarter 2010.

SOURCES OF INPUT

- The financial documentation for *On Record* has been created with input from Maxim Langstaff, Michele Langstaff (Wildheart Entertainment), Alan Benson, Karen Thomas (Odyssey Films), Tara Jan, Alex Olegnowicz (Imarion Studios), Ben Manilla (BMP Audio), Jill Meyers (Jill Meyers Music), Jay Warner (National League Music), Diamond Time Ltd., Jeffrey Peisch (Time Life), Mel Berger (William Morris Agency), John Ferriter (William Morris Agency), Gillian Kellie, Daniel Ho (Fuelling Capital), Andrea Stewart (Dog Leg Media), WGBH TV, Oregon Public Broadcasting (OPB) and Alex Gibney.
- The documentation has been furthered reviewed by Phil Quartararo (EMI), Cynthia Sexton (EMI), Steve Santangelo (FutureBrand), James Guerra, Esq. (Mitchell, Silberberg & Knupp), Bruce Grakal, Esq., and David Langstaff (Wildheart Entertainment).

For additional background on the above individuals please see The Team section.



FINANCIALS: 3-YEAR BUDGET SUMMARY

ON RECORD: Budget Summary

Acct#	Description	Television Production Costs		Ancillary Product Costs		Total Project Costs	
		Yrs 1 to 3	Yrs 1 to 3	Yrs 1 to 3	Yrs 1 to 3	Yrs 1 to 3	Yrs 1 to 3
01.00	STORY RIGHTS	\$	1	\$	-	\$	1
02.00	SCENARIO	\$	475,000	\$	-	\$	475,000
03.00	DEVELOPMENT COSTS	\$	51,125	\$	-	\$	51,125
04.00	PRODUCER	\$	1,013,000	\$	-	\$	1,013,000
05.00	DIRECTOR	\$	231,000	\$	-	\$	231,000
06.00	STARS	\$	308,000	\$	-	\$	308,000
12.00	PRODUCTION STAFF	\$	1,743,600	\$	-	\$	1,743,600
13.00	RESEARCH & ACQUISITION STAFF	\$	954,000	\$	360,000	\$	1,314,000
20.00	MAKE-UP/HAIR LABOUR	\$	28,000	\$	-	\$	28,000
22.00	CAMERA LABOUR	\$	219,400	\$	-	\$	219,400
23.00	ELECTRICAL LABOUR	\$	12,500	\$	-	\$	12,500
24.00	GRIP LABOUR	\$	11,250	\$	-	\$	11,250
25.00	SOUND LABOUR	\$	68,050	\$	-	\$	68,050
26.00	TRANSPORTATION LABOUR	\$	9,000	\$	-	\$	9,000
28.00	OFFICE EXPENSES	\$	1,224,600	\$	237,096	\$	1,461,696
30.00	LOCATION OFFICE EXPENSE	\$	63,000	\$	-	\$	63,000
31.00	SITE EXPENSES	\$	55,000	\$	-	\$	55,000
32.00	UNIT EXPENSES	\$	7,500	\$	-	\$	7,500
33.00	TRAVEL & LIVING EXPENSES	\$	498,750	\$	123,900	\$	622,650
34.00	TRANSPORTATION EXPENSES	\$	44,250	\$	-	\$	44,250
42.00	MAKE-UP/HAIR EXPENSES	\$	5,000	\$	-	\$	5,000
45.00	CAMERA EQUIPMENT & EXPENSES	\$	217,500	\$	-	\$	217,500
46.00	LIGHTING EQUIPMENT & EXPENSES	\$	82,500	\$	-	\$	82,500
48.00	SOUND EQUIPMENT & EXPENSES	\$	31,250	\$	-	\$	31,250
50.00	VIDEO TAPE STOCK	\$	55,000	\$	-	\$	55,000
60.00	EDITING LABOUR	\$	631,300	\$	-	\$	631,300
61.00	EDITING EQUIPMENT	\$	187,000	\$	-	\$	187,000
62.00	VIDEO POST PRODUCTION	\$	297,000	\$	-	\$	297,000
63.00	AUDIO POST PRODUCTION	\$	191,900	\$	-	\$	191,900
66.00	MUSIC	\$	2,970,000	\$	-	\$	2,970,000
67.00	TITLES/OPTICALS	\$	1,803,000	\$	-	\$	1,803,000
68.00	VERSIONING	\$	143,000	\$	-	\$	143,000
70.00	PUBLICITY	\$	165,000	\$	288,000	\$	453,000
71.00	GENERAL EXPENSES	\$	465,000	\$	2,149,500	\$	2,614,500
SUB-TOTAL PRODUCTION & UNALLOCATED		\$	14,261,476	\$	3,158,496	\$	17,419,972
80.00	CONTINGENCY (4%)	\$	462,134	\$	121,840	\$	583,974
	INFLATION ADJUSTMENTS (3%)	\$	-	\$	74,750	\$	74,750
TOTAL PRODUCTION & UNALLOCATED		\$	14,723,610	\$	3,355,086	\$	18,078,696
	WILDHEART PRODUCTION FEE	\$	666,379	\$	-	\$	666,379
	ANCILLARY PRODUCT DEVELOPMENT:						
	DVD EXTRAS	\$	-	\$	400,000	\$	400,000
	EDUCATION DVD	\$	-	\$	360,000	\$	360,000
	RADIO SERIES	\$	-	\$	1,300,000	\$	1,300,000
	BOOK	\$	-	\$	392,000	\$	392,000
SUB-TOTAL ANCILLARY & PRODUCTION FEE		\$	666,379	\$	2,452,000	\$	3,118,379
GRAND TOTAL		\$	15,389,989	\$	5,807,086	\$	21,197,075

FINANCIALS: ANCILLARY PRODUCT COST ASSUMPTIONS



RESEARCH & ACQUISITION STAFF (13.00)

Music A&R / Content Consultants:

- 3 consultants @ \$40,000/yr each for yrs 1-3 total.

OFFICE EXPENSES (28.00)

Office Rent & Utilities:

- Rental of 1,200 sq feet of office space @ \$30/sq foot = \$36,000/yr plus \$1,000/month for utilities = \$48,000/year x 3 years = \$144,000 for yrs 1-3 total.

Printing and Production:

- Printing and production @ \$200/month = \$2,400/yr for yrs 1-3 total.
- Stationery (letterhead, business cards, envelopes, etc.) \$6,000/yr for yrs 1-3 total.
- Total = \$25,200

Telephone:

- 2 terrestrial phone lines total @ \$100/month with answering service and messages @ \$150/month plus 2 mobile phones @ \$250/month for yrs 1-3 total.
- Total = \$18,000.

Office Supplies & Maintenance:

- Regular office supplies, ink and toner cartridges, coffee service: @ \$400/month for yrs 1-3 total.
- Regular maintenance and repairs of all office equipment: @ \$100/month = \$1,200/yr. for yrs 1-3 total.
- Dues and publications @ \$300/month for yrs 1-3 total.
- Total = \$28,800.

Postage and Delivery:

- Fed Ex – domestic delivery @ 20/month @ \$15 each for yrs 1-3 total = \$10,800.
- Fed Ex – international delivery @ 4/month @ \$30 each for yrs 1-3 total = \$4,320.

- Postage stamps @ one roll of one hundred stamps @ \$41.00/roll per month for yrs 1-3 total = \$1,476.
- Bulk mailings @ \$1,500/year for yrs 1-3 total = \$4,500.
- Total: \$7,032/year for yrs 1-3 total = \$21,096

TRAVEL & LIVING EXPENSES (33.00)

Travel & Lodging:

- Lodging 6 days/month x \$325/day x 6 months = \$11,700/year for yrs 1-3 total.
- Travel 3 RT/month @ \$600/trip x 6 months = \$10,800/yr for yrs 1-3 total.
- Train travel @ \$400 per month x 6 months = \$2,400/yr for yrs 1-3 total.
- Parking, car rental and taxis @ \$2,000/yr for yrs 1-3 total.

Meals and Entertainment:

- Allowance of \$200 per day for six days/month = \$1,200/month x 12 months = \$14,400 for yrs 1-3 total.

PUBLICITY (70.00)

PR / Marketing:

- Beginning in yr 3 through delivery and broadcast, \$9,600/month x 15 months.

Website:

- \$4,000/month cost for the development and operation of an interactive website for yrs 1-3 total.

GENERAL EXPENSES (71.00)

Furniture & Fixtures:

- Miscellaneous office furniture for 8 and repair and replacement @ \$25,000.





FINANCIALS: ANCILLARY PRODUCT COST ASSUMPTIONS

Capital Expenditures:

- Photocopier @ \$1,000 total for yrs 1-3 total.
- Fax machine @ \$500 total for yrs 1-3 total.
- Printers @ \$2,000 total for yrs 1-3 total.
- Computers: 2 stations @ \$5,000 each – Peripherals, software, and hardware = \$10,000 total for yrs 1-3 total.
- Telephone System @ \$5,000 total for yrs 1-3 total.

Corporate Taxes:

- \$275/month for yrs 1-3 total = \$9,900.

Business Insurance:

- \$15,000/yr for yrs 1-3 total.

Bank Charges:

- \$100/month for wires and other bank charges for yrs 1-3 total.

Legal Fees:

- \$90,000/yr for yrs 1-3 total.

Accounting Fees:

- \$2,000/month for yrs 1-3 total.

Salaries & Benefits:

- Benefits and payroll taxes based on an average of 25% of gross wages.
- CFO @ \$150,000 each/yr for yrs 1-3 total.
- Dir of Bus Development @ \$150,000 each/yr for yrs 1-3 total.
- Managing Producer of Ancillary @ \$150,000 each/yr for yrs 1-3 total.

IT Expenses:

- \$500/month for yrs 1-3 total for Internet fees and technical support

CONTINGENCY (80.00):

- 4% of ancillary product development costs and 4% of below-line B&C television production costs.

INFLATION ADJUSTMENT:

- 3% inflation adjustment for Overhead and G&A allocations only. No inflation adjustment has been added to Ancillary Product Development costs or Wildheart Production Fee.

WH PRODUCTION FEE:

- This 4% fee will be deferred until revenues are generated, estimated between months 36 and 40. It is calculated against gross production costs: television production budget (less contingency), the educational DVD, the radio series, book fees, DVD extras, and web, which in aggregate total \$16,659,476.

ANCILLARY PRODUCT DEVELOPMENT:

DVD Extras:

- A 2 hr bonus DVD of out-takes and exclusive additional material. This estimates a \$200,000/hr cost all-in to produce.

Educational DVD:

- A 1 hr bonus educational DVD that will serve as a curriculum guide on the use of the project elements in support of teaching in the humanities and arts. This estimates a \$360,000 all-in cost to produce.

Radio Series:

- \$100,000/episode all in x 13 episodes for the branded series.

Book:

- These fees cover writer and photographer costs not covered in the TV budget, in addition to rights clearances for 100 still photos @ \$500 each.

These Budgets and Assumptions contain forward-looking statements. Financial analysis contained within these documents that are not historical facts reflect anticipated costs and expense estimates, and are based on current assumptions and projections about our business, which may differ materially from our own results.

FINANCIALS: PRODUCTION BUDGET



On Record: Working Production Budget

Acct#	Description	Amount	Units	X	Rate \$US	Costs \$US
01.01	George Martin Film Archive Rights	1	allow	X	1	1
01.00	Total Story Rights/Acquisition					1
02.01	Co-creator/Series Writer	36	months	X	3,500	126,000
02.02	Co-creator	1	flat	X	90,000	90,000
02.05	Writer	36	months	X	2,750	99,000
02.20	Script Writer	32	weeks	X	2,500	80,000
02.25	Research Expenses	1	allow	X	75,000	75,000
02.27	Clearances/Searches	1	allow	X	5,000	5,000
02.00	Total Scenario					475,000
03.50	Survey/Scouting	1	allow	X	5,000	5,000
03.60	Travel Expenses	15	trips	X	700	10,500
03.65	Accommodation	75	nights	X	300	22,500
03.67	Per Diem	75	days	X	75	5,625
03.95	Staff Hire Expenses	1	allow	X	7,500	7,500
03.00	Total Development					51,125
04.01	Executive Producer	36	months	X	9,000	324,000
04.01	Executive Producer	36	months	X	3,500	126,000
04.02	Series Producer	36	months	X	4,000	144,000
04.06	Producer	36	months	X	3,000	108,000
04.60	Travel Expenses	1	allow	X	120,000	120,000
04.65	Accommodation	1	allow	X	105,000	105,000
04.66	Housing Expenses	18	months	X	2,000	36,000
04.70	Public Relations/Entertainment	1	allow	X	50,000	50,000
04.00	Total Producer					1,013,000
05.01	Series Director	33	months	X	4,000	132,000
05.95	Director	33	months	X	3,000	99,000
05.00	Total Director					231,000
06.01	Principal (Kevin Spacey)	1	flat	X	100,000	100,000
06.60	Travel Expenses (Kevin Spacey)	4	trips	X	15,000	60,000
06.61	Living Expenses (Kevin Spacey)	15	days	X	800	12,000
06.65	Travel Expenses (George Martin) x 2 people	2	trips	X	30,000	60,000
06.66	Living Expenses (George Martin)	20	days	X	800	16,000
06.95	Honorarium	60	fees	X	1,000	60,000
06.00	Total Stars					308,000
TOTAL ABOVE THE LINE "A"						2,078,126
12.01	Supervising Producer	32	months	X	10,000	320,000
12.07	Talent Coordinator	14	months	X	8,000	112,000





FINANCIALS: PRODUCTION BUDGET

On Record: Working Production Budget

Acct#	Description	Amount	Units	X	Rate \$US	Costs \$US
12.08	Associate Producer	31	months	X	7,200	223,200
12.08	Associate Producer	31	months	X	6,400	198,400
12.10	Production Manager	30	months	X	7,200	216,000
12.20	Script Supervisor	160	days	X	300	48,000
12.24	Studio/Office PA x 2	30	months	X	4,800	144,000
12.35	Executive Assistant	32	months	X	4,500	144,000
12.43	Production Coordinator	15	months	X	3,200	48,000
12.45	Production Office Manager	30	months	X	2,400	72,000
12.46	Series Producer PA	30	months	X	2,400	72,000
12.50	Production Accountant	34	months	X	4,000	136,000
12.60	Location Fixer	1	allow	X	10,000	10,000
12.00	Total Production Staff					1,743,600
13.01	Associate Producer Archive & Education	32	months	X	10,000	320,000
13.05	Senior Visual Researcher	30	months	X	5,600	168,000
13.06	Visual Researcher	30	months	X	4,400	132,000
13.07	Visual Research Assistant/Database Manager	30	months	X	3,000	90,000
13.10	Music Researcher & A&R Manager	30	months	X	4,400	132,000
13.20	Licensing & Clearance Manager	18	months	X	6,000	108,000
13.25	Consultants	4	allow	X	1,000	4,000
13.00	Total Research & Acquisition Staff					954,000
20.01	Make-up/Hair/ Wardrobe	80	days	X	350	28,000
20.00	Total Make-up/Hair Labour					28,000
22.01	D.O.P. Shoot Days	108	days	X	800	86,400
22.02	D.O.P. Travel Days	60	days	X	400	24,000
22.11	Assistant Cameraperson Shoot Days	105	days	X	400	42,000
22.12	Assistant Cameraperson Travel Days	60	days	X	200	12,000
22.15	Specialty Camera Operator	10	days	X	1,500	15,000
22.91	Stills Photographer (US/UK)	1	Allow	X	40,000	40,000
22.00	Total Camera Labour					219,400
23.01	Gaffer	25	days	X	400	10,000
23.20	Electrician	10	days	X	250	2,500
23.00	Total Electrical Labour					12,500
24.01	Key Grip	25	days	X	350	8,750
24.28	Jib Grip	10	days	X	250	2,500
24.00	Total Grip Labour					11,250
25.01	Mixer/Sound Recordist	108	days	X	475	51,300
25.02	Mixer/Sound Recordist Travel	60	days	X	238	14,250
25.95	Sound Assistant	10	days	X	250	2,500



FINANCIALS: PRODUCTION BUDGET

On Record: Working Production Budget

Acct#	Description	Amount	Units	X	Rate \$US	Costs \$US
25.00	Total Sound Labour					68,050
26.20	Drivers	60	days	X	150	9,000
26.00	Total Transportation Labour					9,000
28.01	Office Rental	36	months	X	12,500	450,000
28.03	Utilities	36	months	X	1,500	54,000
28.05	Office Furniture (30 persons)	1	allow	X	75,000	75,000
28.07	Office Equipment	36	months	X	2,500	90,000
28.08	Computer Equipment	30	stations	X	5,000	150,000
28.10	Photocopy	36	months	X	1,000	36,000
28.15	Stationery & Supplies	36	months	X	1,000	36,000
28.20	Telephone	36	months	X	3,500	126,000
28.30	Courier	30	allow	X	1,000	30,000
28.35	Computer Services (IT support)	36	months	X	3,000	108,000
28.40	Office Craft Services	30	allow	X	1,000	30,000
28.45	Cleaning	36	months	X	1,000	36,000
28.50	Security	36	months	X	100	3,600
28.00	Total Office Expenses					1,224,600
30.20	Cell Phones	18	months	X	3,500	63,000
30.00	Location Office Expenses					63,000
31.05	Site Rentals	15	sites	X	2,000	30,000
31.10	Site Access	1	allow	X	5,000	5,000
31.20	Repairs/Restoration	1	allow	X	5,000	5,000
31.50	Security	1	allow	X	5,000	5,000
31.52	Police Control	1	allow	X	5,000	5,000
31.60	Public Relations (Location Management)	1	allow	X	5,000	5,000
31.00	Total Site Expenses					55,000
32.10	Food Service	25	days	X	300	7,500
32.00	Total Unit Expenses					7,500
33.01	Fares x 5	150	trips	X	800	120,000
33.10	Hotels	810	nights	X	300	243,000
33.20	Per Diems	810	days	X	75	60,750
33.30	Taxis/Limousines	1	allow	X	10,000	10,000
33.35	Excess Baggage	1	allow	X	30,000	30,000
33.40	Shipping	1	allow	X	20,000	20,000
33.50	Customs/Carnet	1	allow	X	10,000	10,000
33.95	Duty	1	allow	X	5,000	5,000
33.00	Total Crew Travel & Living Expenses					498,750





FINANCIALS: PRODUCTION BUDGET

On Record: Working Production Budget

Acct#	Description	Amount	Units	X	Rate \$US	Costs \$US
34.01	Production Cars	150	days	X	55	8,250
34.30	Gas	1	allow	X	15,000	15,000
34.40	Taxis	1	allow	X	10,000	10,000
34.45	Parking	1	allow	X	6,000	6,000
34.50	Special Licenses/Permits	1	allow	X	5,000	5,000
34.00	Total Transportation Expenses					44,250
42.10	Make-up/Hair Kit Rentals	1	allow	X	1,000	1,000
42.95	Wardrobe Purchases (Kevin Spacey/ George Martin)	1	allow	X	4,000	4,000
42.00	Total Make-up/Hair Expenses					5,000
45.10	Basic Package Rentals - Interview	55	days	X	1,500	82,500
45.11	Basic Package Rentals - Original Scenes	50	days	X	1,500	75,000
45.12	Daily Rentals	50	days	X	500	25,000
45.15	Specialty Rentals	1	allow	x	30,000	30,000
45.30	Purchases	1	allow	X	5,000	5,000
45.00	Total Camera Equipment & Expenses					217,500
46.10	Basic Package Rentals - Interview	55	days	X	500	27,500
46.11	Basic Package Rentals - Original Scenes	40	days	X	1,000	40,000
46.12	Daily Rentals	1	allow	X	10,000	10,000
46.30	Purchases	1	allow	X	5,000	5,000
46.00	Total Lighting Equipment & Expenses					82,500
48.10	Basic Package Rentals - Interview	55	days	X	250	13,750
48.11	Basic Package Rentals - Original Scenes	50	days	X	250	12,500
48.12	Daily Rentals	1	allow	X	2,500	2,500
48.30	Purchases	1	allow	X	2,500	2,500
48.00	Total Sound Equipment & Expenses					31,250
50.10	HD Tape stock	550	tapes	X	50	27,500
50.20	DVD stock/ transfer	550	DVDs	X	50	27,500
50.00	Total Video Tape Stock					55,000
TOTAL PRODUCTION "B"						5,330,150
60.01	Executive in Charge of Post Production	20	months	X	5,000	100,000
60.01	Post Production Supervisor	56	weeks	X	2,000	112,000
60.05	Senior Picture Editor	34	weeks	X	2,500	85,000
60.06	Picture Editor x 3	96	weeks	X	2,300	220,800
60.12	Assistant Picture Editor x 2	76	weeks	X	1,000	76,000
60.70	Transcription(s)	500	tapes	X	75	37,500



FINANCIALS: PRODUCTION BUDGET

On Record: Working Production Budget

Acct#	Description	Amount	Units	X	Rate \$US	Costs \$US
60.00	Total Editing Labour					631,300
61.01	AVID Edit systems (4 basic offline suites)	134	weeks	X	1,000	134,000
61.20	HD Deck Acquisition	1	allow	X	45,000	45,000
61.30	Picture Editing Purchases	1	allow	X	8,000	8,000
61.00	Total Editing Equipment					187,000
62.15	On-Line	8	episodes	X	25,000	200,000
62.16	Colour Correction	8	episodes	X	10,000	80,000
62.60	Distribution Copies	1	allow	X	5,000	5,000
62.65	Master copies (includes protection copies)	8	episodes	X	1,500	12,000
62.00	Total Post Production (Picture)					297,000
63.01	ADR	8	episodes	X	500	4,000
63.10	Narration/Voice Over Record	8	episodes	X	2,500	20,000
63.15	Premix (Foley/FX/Dialogue)	8	episodes	X	4,000	32,000
63.25	Final Mix (5.1)	8	episodes	X	10,000	80,000
63.45	Stock (DA88, 2.6 GB M.O.s, etc.)	8	episodes	X	250	2,000
63.50	Layback	8	episodes	X	1,800	14,400
63.60	Sound Editing Purchases	1	allow	X	7,500	7,500
63.95	Sound F/X & Music Editor	8	episodes	X	4,000	32,000
63.00	Total Post Production (Sound)					191,900
66.10	Composer	1	allow	X	40,000	40,000
66.70	Music Rights (for all visual content applications)	8	programs	X	355,000	2,840,000
66.80	Music Licensing & Clearance Agency	8	programs	X	10,000	80,000
66.95	Library Music	1	allow	X	10,000	10,000
66.00	Total Music					2,970,000
67.01	Graphic Designer X 4	12	months	X	32,000	384,000
67.02	Graphic Stations x 4	12	months	X	6,000	72,000
67.06	Stock/Stills Suppliers Research Fees	1	allow	X	10,000	10,000
67.07	Stock Footage Screening Cassettes	1	allow	X	10,000	10,000
67.08	Stock Footage/Stills Masters for Online	1	allow	X	15,000	15,000
67.09	Stills Photo Rights Clearances	8	allow	X	40,000	320,000
67.30	Stock Footage Rights Clearances	8	allow	X	114,000	912,000
67.96	Clips & Stills Licensing & Clearance House	8	programs	X	10,000	80,000
67.00	Total Titles/Opticals					1,803,000
68.01	Versioning	8	allow	X	5,000	40,000
68.95	Closed Captioning	8	allow	X	3,500	28,000
68.97	PBS Broadcast	1	allow	X	75,000	75,000
68.00	Total Versioning					143,000





On Record: Working Production Budget

Acct#	Description	Amount	Units	X	Rate \$US	Costs \$US
TOTAL POST PRODUCTION "C"						6,223,200
70.01	Publicist	1	allow	X	75,000	75,000
70.05	Press expenses	1	allow	X	30,000	30,000
70.25	Press Copies	1	allow	X	10,000	10,000
70.45	Web	1	allow	X	50,000	50,000
70.00	Publicity					165,000
71.01	Insurance and E&O	1	allow	X	50,000	50,000
71.10	Legal Fees	1	allow	X	400,000	400,000
71.30	Bank Charges	30	months	X	500	15,000
71.00	Total General Expenses					465,000
72.01	Wildheart Production Fee	1	allow	X	0	0
72.30	DVD Extras	1	allow	X	0	0
72.95	Educational DVD	1	allow	X	0	0
72.00	Total Indirect Costs					0
TOTAL OTHER "D"						630,000
TOTAL ABOVE THE LINE "A"						2,078,126
TOTAL BELOW THE LINE "B" + "C" + "D"						12,183,350
TOTAL PRODUCTION (ABOVE & BELOW THE LINE)						14,261,476
80.00	CONTINGENCY (4%)					462,134
TOTAL PRODUCTION BUDGET						14,723,610
PER EPISODE (Production Cost)						1,782,685
PER EPISODE (Gross Budget Cost)						1,840,451



BUDGET ASSUMPTIONS

- The series will consist of 8 hours of content. There will be an additional 2-hour "Extras" DVD and an additional 1-hour Educational DVD (curriculum guide).
- All content will be produced for delivery in High Definition with 5.1 audio.
- The series will be shot primarily in the UK and the US.
- Production will be based in the United States and Canada.
- Total licensing and clearance costs in support of filmed content (incl. music) is \$4,452,000. This translates to \$556,500 per hour. This represents 31% of the per episode budget costs. (Licensing and Clearance costs are calculated inside the Production Budget as the aggregate of 66.70, 66.80, 66.95, 67.06, 67.09, 67.30, 67.96 and 50% of 71.10.)
- Actual production costs are \$1.23MM per hour or \$9,809,476 total.
- Total production costs, including all rights and clearances for the 8 hours are \$14,261,476 which is a per hour production cost of \$1,782,685. The gross production budget amount including contingency is \$14,723,610.
- The above-the-line costs represent 14.5% of total production.
- All calculations in this budget reflect the "PBS Broadcast Hour Formula" for program duration:
Hour Total Running Time: 56:46
Minus Mandatory Packaging and Credit Allotment: (3:15)
Net Content Running Time: 53:31

Assumptions By Line Item

- 01.01 This figure represents the license fee for the 20-hour George Martin Shoot archive.
- 02.01 This position is combined with 04.01 (@ \$3.5k), 04.02 and 05.95.
- 02.02 This position is combined with 04.01 (@ \$9k).
- 02.05 This position is combined with 04.06 and 05.01.
- 02.20 8 weeks treatment and 3 weeks/episode of writing x 8 episodes.

- 02.25 For research expenses already spent in earlier phases of development and anticipated research materials such as books, CDs, DVDs, transcripts, etc. that will be need to be purchased during development and pre-production. Research travel is included as well.
- 02.27 Clearances/Searches: This development cost will cover clearance costs related directly to script development (ie. Project title search, Library of Congress registration).
- 04.01 This position is combined with 02.02.
- 04.01 This position is combined with 02.01, 04.02 and 05.95.
- 04.02 This position is combined with 02.01, 04.01 (@\$4k) and 05.95.
- 04.06 This position is combined with 02.05 and 05.01.
- 04.60 Covers all travel for all above-line units (except stars), assuming 3 people x 50 trips @ \$800/trip plus additional pre-production travel.
- 04.65 Covers all accommodations for all above-line units (except stars), assuming 3 people x 50 trips x 2 hotel nights @ \$350/night plus additional pre-production travel.
- 04.66 For pre-production and post-production.
- 04.70 Producers' use for artists, staff and other; meals/entertainment, etc.
- 05.01 This position is combined with 02.05 and 04.06.
- 05.95 This position is combined with 02.01, 04.01 (@\$4k) and 04.02.
- 06.60 4 first class BA tickets from London.
- 06.65 2 first class BA tickets/trip.
- 06.66 10 hotel nights x 2 people @ \$800/night including meals.
- 06.95 60 fees paid to artists and/or support for their time.
- 12.01 Supervising Producer: Executive in Charge of Production (Line Producer).
- 12.07 Talent Coordinator: Booking and advancing talent.
- 12.08 1 senior Associate Producer, 1 Associate Producer. During the Post-production process they will serve in the capacity of Story Editors.
- 12.10 Principal responsibility is financial, payroll, and cash-flow and manages shooting schedule.
- 12.20 Series Director's PA with transcription responsibilities on production shoots.





FINANCIALS: PRODUCTION BUDGET ASSUMPTIONS

12.24	Two production PA's.	25.95	Sound assistant will be hired locally and therefore does not require travel days.
35.35	Manages and maintains communication between production and all elements of the project. Executive Assistant to the Executive Producers and Series Producer is also responsible for managing the office manager.	26.20	Needed for 50% of shoots.
		28.01	6,000 sq foot office @ \$25/sq ft. per year.
12.43	Reports to the Supervising Producer, principal responsibilities for all call sheets, contacts, etc.	28.03	Includes heat and electricity.
		28.05	This includes all desks, chairs, conference room, lighting, etc.
12.45	Secretarial position responsible for answering the phones, taking messages, maintaining Craft services/relationships, office supplies and equipment, etc.	28.07	Includes phone system for 30 people, equipment leases, water coolers, etc.
		28.08	Computers, monitors, printers, software, etc.
12.46	This PAs responsibilities are strictly production specific.	28.10	Leasing machine and making copies.
12.60	A local day hire.	28.20	Land lines.
13.01	Senior responsibility for managing all research activities and staff, and liaison with Producers and Editors. Responsibility also entails managing non-profit grants and PBS relations and conforms.	28.35	6 hours/week of service x \$125/hour.
		30.20	12 phones for Producers unit, APs and PAs only.
13.07	Responsible for creating and maintaining database library for all research materials and acquisitions.	31.00	Allocations for special needs for location shooting. For access and site management.
		31.60	On-Site Public Relations: This line item is for location-based expenses arising from shooting in potentially sensitive areas. (ie. Notices of Filming in residential areas, compensation for businesses effected during filming process).
13.10	In addition to music research, responsible for developing and maintaining music library and database.		
		32.10	For meals taken on-site due to timing constraints.
13.20	Responsible for clearances. Principal liaison with outside music clearance companies in both music and clips.	33.01	Fares: This figure reflects an allowance for 5 crew members for 30 trips. The below-line crew members traveling would be; DOP, Camera Assistant, AP, Script Supervisor, Sound Mixer. Local crew would be picked up as needed.
13.25	Honorarium for Academic Consultants.		
20.01	For artists/talent.		
22.01	20 Icons @ 2 days each = 40 days, 35 artists @ 1 day each = 35 days, Kevin Spacey for 10 days and B-roll for 20 days, plus 3 prep days.	33.10	108 shoot days @ 1.5 nights per shoot day = 162 nights x 5 people @ \$300/night.
		33.30	On location transportation.
22.02	30 trips x 2 travel days/trip. Travel rate = 50% of daily rate.	33.50	Fee for carrying gear in and/or out of the US and I-Visas.
22.11	Assistant camera person.	34.30	For production cars and other reimbursement.
22.15	Jib and Steadicam.	34.40	Crew location transportation.
22.91	This all-in figure represents 50% of total remaining costs paid from book budget.	34.45	\$100/month x 20 cars x 3 years.
		45.10	Basic Camera Package Rental: These figures represent the daily rate for a standard HD 24 Frame low compression camera and accessories for 20 Icon interview days and 35 artist interview days.
23.01	Spacey days and extra studio days.		
23.20	Major shoot days (with music).		
25.01	20 Icons @ 2 days each = 40 days, 35 artists @ 1 day each = 35 days, Kevin Spacey for 10 days and B-roll for 20 days, plus 3 prep days.	45.11	20 Icon B-roll days, 10 Kevin Spacey days and 20 B-roll days.
		45.12	Daily Rentals: This line item is a daily allowance for additional equipment (such as lenses or filters) on original scene shoot days.
25.02	30 trips x 2 travel days/trip. Travel rate = 50% of daily rate.		



FINANCIALS: PRODUCTION BUDGET ASSUMPTIONS

45.15	Specialty Rentals: This allowance is for the strategic use of specialty equipment that will enhance overall production value. This equipment could include: steadicam, jibs, cranes and specialized cameras.	66.70	Synchronization rights for compositions and Master rights for recordings. 38 compositions per episode. 30 recordings per episode (assuming 5 of the songs will come from clips) = 65 music copyrights to clear per episode. Assuming each song is used for no more than 30 seconds. Our offer to the copyright holders: \$2,500 per copyright X 65 = \$162,500. Factor in bumps for "featured songs" (1:00 to 3:00 use of the song), additional \$2500 per side for 3 songs per episode, Add \$15,000 Total Music = \$177,500. (This is a best-case scenario. We have doubled this music budget at \$355,000.) George Martin is going to help when we need him. This will be a Top-Down proposition, where Martin, Phil Quartararo and other executive level participants will step in to help the project at higher levels to ensure favorable licensing fees. This is a PBS series chock full of music, where bulk deals can be had. The series will feature positive stories about the music labels. Artists will want to participate as to be included in this important, landmark historical series. Fees will be MFN across the board. Grant of right are All Media (excluding theatrical), worldwide, 10 years. We will offer additional step-up rates of \$1,000 per copyright on Home Video when sales reach \$250,000, \$500,000 and \$750,000. This excludes any soundtrack or audio-only CD series rights. This allowance for licensing is on par with other PBS productions that featured music. For example, Martin Scorsese's "History of Blues" used 37 music cues per PBS hour. Ken Burns' "Jazz" used 25 music cues per hour.
46.10	20 Icon interview days and 35 artist interview days.	66.95	Library Music: This allowance is for pre-recorded background music to be used in lieu of more costly compositions as needed.
46.11	20 Icon B-roll days, 10 Kevin Spacey days and 20 B-roll days. For 10 of the original scene days, no additional lighting required.	67.01	4 designers x 12 months @ \$8,000 per month each.
46.12	Specialty	67.02	Animation Stations: This is the allowance for the computer systems that the full-time graphics team will work on. This includes computer equipment and extra drive space for rendering effects.
48.10	20 Icon interview days and 35 artist interview days.		
48.11	20 Icon B-roll days, 10 Kevin Spacey days and 20 B-roll days. For 10 of the original scene days.		
48.12	Specialty		
48.30	Batteries and incidentals needed for broken equipment.		
50.10	550 forty minute HD cam shoot tapes = 330 hours for 8 hours for finished programming. 5 shoot tapes/day (2.5 hours each).		
50.20	DVD stock is for screening copies of rushes; audio tape stock is for transcription copy.		
60.01	Full year post and set-up. Starts at beginning of post production (off-line) and is contracted until delivery of program.		
60.05	16 weeks/show x 2 shows plus 2 weeks.		
60.06	16 weeks/show x 6 shows.		
60.12	2 editors @ 38 weeks each (off-line and set-up).		
61.01	16 weeks x 8 shows and 6 extra weeks for digitizing = 134 weeks.		
30.30	Software and extras.		
15.15	Two weeks of on-line per episode.		
15.16	2.5 days per episode.		
63.00	Recognizes need for top line mixing needs of different sources and qualities into 5.1		
	All sound categories represent 10 full days of sound production per episode @ \$2,500 per studio day. All sound categories break down to two weeks of sound edit per episode, plus 2 days of voice-over recording/adr, 5 days of final sound mix, 1 day of restripe, plus misc. transferring and file management.		
66.10	Composer: A composer will be contracted to create <i>On Record</i> theme music as well as scoring for key scenes that do not include commercially-recorded music.		





- 67.09/30 An episode is 53 minutes long. 85% of this running time will include clips and stills. 70% of the show will include moving images, and 15% of the show will include still images. 26 minutes will consist of artist/performance footage (@ \$2,500/min. X 26 = \$65,000). 11 minutes will consist of stock footage (@ \$75/sec. X 660 sec. = \$49,500). 8 minutes will contain still images (@ 80 paid stills X \$500/each = \$40,000). It is assumed that an additional 40+ stills will be available at no cost. Total Clip & Still Budget = \$154,500 per episode. The stock and stills material ratio is so high because of the need for background content for the interviews that are filmed in front of green screen.
- 68.01 Versioning: This line item is for costs related to different masters that are required for different uses (broadcasters, DVD master etc.)
- 68.97 On-air promos, web site @ \$50,000 and remainder to publicity and promos.
- 71.01 Insurance: Insurance coverage will include comprehensive production insurance (equipment, general liability), Tape Masters and Cast Insurance policies.
- 10.10 Legal Fees: This includes legal costs for drafting all contracts for licensing footage and music, as well as those for sub-contractors and deal memos for crew.
- 30.30 Includes wire transfers.
- 72.00 Unallocated indirect costs, while production expenses, are picked up and covered by the separate *On Record* Operations Budget, as they are not, strictly, specific to the television budget.
- 72.01 Wildheart Production Fee is deferred and will be paid out in first position prior to revenue (royalty) disbursements (see *On Record* Operations Budget).
- 80.00 Contingency: Contingency is calculated to be 4% of the total Below The Line budget B & C. The contingency does not calculate Indirect Costs (72.00). Contingency for those items is calculated in the *On Record* Operations Budget as they are not allocated expenses inside the television budget.





FINANCIALS: SOURCES & USES 3-YEAR PRO-FORMA

2007-2010

2007-2010 Cashflow Proforma	Aug to Dec 2007	Q1 2008	Q2 2008	Q3 2008	Q4 2008	Q1 2009	Q2 2009
Revenue Sources							
Domestic TV	\$ 720,000	\$ 1,680,000	\$ 720,000	\$ -	\$ -	\$ -	\$ 960,000
International TV	\$ -	\$ -	\$ 2,400,000	\$ -	\$ -	\$ -	\$ 2,400,000
Audio/CDs	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
DVD/Home Video	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Book	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,000,000
Sponsor	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,666,667
Radio	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Foundation Support	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 180,000	\$ -
Private Equity	\$ 2,000,000	\$ -	\$ 2,000,000	\$ -	\$ -	\$ 1,000,000	\$ -
Quarterly Totals	\$ 2,720,000	\$ 1,680,000	\$ 5,120,000	\$ -	\$ -	\$ 1,180,000	\$ 8,026,667
Cumulative Totals	\$ 2,720,000	\$ 4,400,000	\$ 9,520,000	\$ 9,520,000	\$ 9,520,000	\$ 10,700,000	\$ 18,726,667
Expense Uses							
TV Production	\$ 1,064,160	\$ 1,064,160	\$ 1,862,281	\$ 798,121	\$ 798,121	\$ 798,121	\$ 709,441
Licenses & Clearances-film	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
DVD Extras	\$ -	\$ -	\$ 200,000	\$ -	\$ -	\$ -	\$ 200,000
Education DVD	\$ -	\$ -	\$ 180,000	\$ -	\$ -	\$ -	\$ 180,000
Book	\$ 34,200	\$ 34,200	\$ 34,200	\$ 34,200	\$ 34,200	\$ 34,200	\$ 34,200
Radio Series Production	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000
Ancillary Production G&A	\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084
Wildheart Production Fee (4%)**	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Quarterly Totals	\$ 1,456,444	\$ 1,198,360	\$ 2,376,481	\$ 932,321	\$ 932,321	\$ 932,321	\$ 1,223,641
Cumulative Totals	\$ 1,456,444	\$ 2,654,804	\$ 5,031,285	\$ 5,963,606	\$ 6,895,927	\$ 7,828,248	\$ 9,051,889
Quarterly Net Revenue	\$ 1,263,556	\$ 481,640	\$ 2,743,519	\$ (932,321)	\$ (932,321)	\$ 247,679	\$ 6,803,026
Cumulative Net Revenue	\$ 1,263,556	\$ 1,745,196	\$ 4,488,715	\$ 3,556,394	\$ 2,624,073	\$ 2,871,752	\$ 9,674,778

**Note:

Deferred Wildheart Production Fee to be paid after all direct expenses per above (see assumptions).

Wildheart cash contribution in support of production and development G&A for On Record to date is \$1.8mm



FINANCIALS: SOURCES & USES 3-YEAR PRO-FORMA

Q3 2009	Q4 2009	Q1 2010	Q2 2010	Q3 2010	Q4 2010	Totals	
\$ -	\$ 720,000	\$ -	\$ -	\$ -	\$ -	\$ 4,800,000	Domestic TV
\$ -	\$ -	\$ 1,200,000	\$ -	\$ -	\$ -	\$ 6,000,000	International TV
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	Audio/CDs
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	DVD/Home Video
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,000,000	Book
\$ 2,666,667	\$ 2,666,667	\$ -	\$ -	\$ -	\$ -	\$ 8,000,000	Sponsor
\$ -	\$ -	\$ -	\$ -	\$ -	\$ 300,000	\$ 300,000	Radio
\$ -	\$ -	\$ 180,000	\$ -	\$ -	\$ -	\$ 360,000	Foundation Support
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,000,000	Private Equity
\$ 2,666,667	\$ 3,386,667	\$ 1,380,000	\$ -	\$ -	\$ 300,000	\$ 26,460,000	Quarterly Totals
\$ 21,393,333	\$ 24,780,000	\$ 26,160,000	\$ 26,160,000	\$ 26,160,000	\$ 26,460,000	\$ -	Cumulative Totals
\$ 709,441	\$ 709,441	\$ 709,441	\$ 709,441	\$ 709,441	\$ -	\$ 10,641,610	TV Production
\$ -	\$ -	\$ -	\$ -	\$ 4,082,000	\$ -	\$ 4,082,000	Licenses & Clearances(film prod)
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 400,000	DVD Extras
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 360,000	Education DVD
\$ 34,200	\$ 34,200	\$ 84,200	\$ -	\$ -	\$ -	\$ 392,000	Book
\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 1,300,000	Radio Series Production
\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084	\$ 258,084	\$ 3,355,086	Ancillary Production G&A
\$ -	\$ -	\$ -	\$ -	\$ -	\$ 666,379	\$ 666,379	Wildheart Production Fee (4%)**
\$ 843,641	\$ 843,641	\$ 893,641	\$ 809,441	\$ 4,891,441	\$ 100,000	\$ 21,197,075	Quarterly Total
\$ 9,895,530	\$ 10,739,171	\$ 11,632,812	\$ 12,442,253	\$ 17,333,694	\$ 17,433,694	\$ -	Cumulative Totals
\$ 1,823,026	\$ 2,543,026	\$ 486,359	\$ (809,441)	\$ (4,891,441)	\$ 200,000	\$ 5,262,925	Quarterly Net Cashflow
\$ 11,497,804	\$ 14,040,829	\$ 14,527,188	\$ 13,717,747	\$ 8,826,306	\$ 9,026,306	\$ -	Cumulative Net Cashflow





ASSUMPTIONS: 3-YEAR CASHFLOW PRO-FORMA

Aug – Dec 2007

- \$720k = 15% of \$4.8MM
- 40% Private Equity cash delivered.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). Aug. – Dec. = 1/3 of 30% allocated for the pre-production phase.
- Book expenses are a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series costs are a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q1 2008

- \$1.68MM = 35% of \$4.8MM.
- 40% Private Equity cash delivered.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). 1/3 of 30% allocated for the pre-production phase.
- Book expenses are a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series costs are a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q2 2008

- \$720k = 15% of \$4.8MM.
- \$2.4MM = 40% of International television distribution fees.
- 40% Private Equity cash delivered.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). 1/3 of 30% allocated for the pre-production phase plus 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- DVD Extras represents 50% of total costs.
- Education DVD represents 50% of total costs.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q3 2008

- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). \$798,121 represents 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q4 2008

- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). \$798,121 represents 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.



Q1 2009

- Foundation support represents 50% of total.
- 20% Private Equity cash delivered.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). \$798,121 represents 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q2 2009

- \$960k = 20% of \$4.8MM.
- \$2.4MM = 40% of International television distribution fees.
- \$2MM book advance.
- 1/3 of \$8MM sponsor underwriting.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). 1/6 of the post-production allocation. Post production costs are allocated at 40% of budget.
- DVD Extras represents 50% of total costs.
- Education DVD represents 50% of total costs.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q3 2009

- 1/3 of \$8MM sponsor underwriting.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). 1/6 of the post-production allocation. Post production costs are allocated at 40% of budget.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q4 2009

- \$720k = 15% of \$4.8MM.
- 1/3 of \$8MM sponsor underwriting.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). 1/6 of the post-production allocation. Post production costs are allocated at 40% of budget.
- Book is a quarterly break-out of \$392,000 less licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q1 2010

- \$1.2MM = 20% of International television distribution fees.
- Foundation support represents 50% of total.
- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). \$798,121 represents 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- Book is a quarterly break-out of \$392,000 plus all the licensing and clearance costs of \$50,000.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.





Q2 2010

- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). \$798,121 represents 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q3 2010

- Television production costs are calculated against the total production budget of \$14,723,610 less licensing and clearance costs of \$4,082,000 (66.70, 66.95, 67.09, 67.30). \$798,121 represents 25% of production allocation. As with pre-production, production costs are allocated at 30% of budget.
- All licensing and clearance costs for filmed content.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.

Q4 2010

- \$300,000 of revenue from radio series licensing fees.
- Radio series is a quarterly break-out of \$1.3MM.
- Ancillary production G&A is a quarterly break-out x 13 quarters.
- Differed Wildheart production fee.

The On Record 3-year quarterly Cashflow Pro-Forma and Assumptions contain forward-looking statements regarding our anticipated revenues and expenses. These forward-looking statements are based on our current assumptions, estimates, and projections about our business, several of which are based on the reported experience of other producers, attorneys, and executives in the Entertainment industry, which may differ materially from our own results. Actual results could, and likely will, materially differ from those contained in any such statements as a result of our ability to produce a film on recorded music to be featured on television, negotiate certain distribution and other arrangements, assess certain markets (including international markets), and sell various after-market products directly.