

<p>Screen Actors Guild of America (SAG) Television Agreement 07/01/2005 - 06/30/2008</p>
<p><i>Initial Compensation</i></p>
<p>Initial compensation paid to the performer covers one run in each city in the U.S. and Canada.</p>
<p><i>Domestic Free Television Residuals</i></p>
<p>A program which has been telecast not more than once in any city in the U.S. and Canada is in its first run, and not more than twice in any city is in its second run. A similar test applies in determining when a program is in its third and succeeding runs.</p> <p>For additional runs of a program in the U.S. or Canada beyond run one, the actors are paid additional compensation as set forth below.</p> <p>Payments for network reruns are due within 30 days after telecast. Payments for reruns in other than network television are due 4 months after telecast.</p>
<p><u>Reruns in Network Prime Time</u></p>
<p>Each actor is paid one hundred (100%) of his “total actual compensation” for each rerun up to the network prime time ceiling (based on show length). “Total actual compensation” is all compensation paid to the performer except premium portions of overtime pay, penalties and allowances.</p>

<p>Directors Guild of America (DGA) Basic Agreement 07/01/2005 - 06/30/2008</p>
<p><i>Initial Compensation</i></p>
<p>Initial compensation paid to the director covers one run in each city in the U.S. and Canada. Also, initial compensation paid to the UPM, 1st AD and 2nd AD includes all exhibitions in Free TV & BC.</p>
<p><i>Domestic Free Television Residuals</i></p>
<p>A program which has been telecast not more than once in any city in the U.S. and Canada is in its first run, and not more than twice in any city is in its second run. A similar test applies in determining when a program is in its third and succeeding runs.</p> <p>For additional runs of a program in the U.S. or Canada beyond run one, the director is paid additional compensation as set forth below.</p> <p>Payments for network reruns are due within 30 days after telecast. Payments for reruns in other than network television are due 4 months after telecast.</p>
<p><u>Reruns in Network Prime Time</u></p>
<p>The director is paid one hundred (100%) of the network prime time base for each rerun.</p>

<p>Writers Guild of America (WGA) Theatrical and Television Basic Agreement 02/13/2008 - 05/01/2011</p>
<p><i>Initial Compensation</i></p>
<p>Initial compensation paid to the credited writer(s) covers one run in each city in the U.S. and Canada.</p>
<p><i>Domestic Free Television Residuals</i></p>
<p>A program which has been telecast not more than once in any city in the U.S. and Canada is in its first run, and not more than twice in any city is in its second run. A similar test applies in determining when a program is in its third and succeeding runs.</p> <p>For additional runs of a program in the U.S. or Canada beyond run one, the writer(s) who receive story and/or teleplay screen credit are paid additional compensation which, in the aggregate, cannot be less than the amounts calculated based on the formulas set forth below.</p> <p>Payments for network reruns are due within 30 days after telecast. Payments for reruns in other than network television are due 4 months after telecast.</p>
<p><u>Reruns in Network Prime Time</u></p>
<p>The writer(s) is paid one hundred (100%) of “applicable minimum compensation” for each rerun.</p>

Screen Actors Guild of America (SAG)
Television Agreement
07/01/2005 - 06/30/2008

Reruns in Network Non-Prime Time & Syndication *

Each actor is paid the applicable percentage of his “total applicable minimum” salary.

“Total applicable minimum” is the minimum salary for the type of contract under which the performer was employed for the period of the performer’s employment.

<u>Run</u>	<u>Network Non-Prime Time</u>	<u>Syndication</u>
2	50%	40%
3	40%	30%
4 - 6	25% for each run	25% for each run
7 - 10	15% for each run	15% for each run
11 - 12	10% for each run	10% for each run
13 and each run thereafter	5% for each run	5% for each run

*All reruns are paid in accordance with the formulas set forth above except: one-hour dramatic episodic programs and long-form TV motion pictures of the type listed below that qualify under the limited waivers granted by the Guild.

***Special One-Hour Formula**

Additional compensation for one-hour dramatic episodic programs which qualify for the limited waiver is computed by multiplying the fixed residual amount otherwise due by a ratio:

$$\frac{\text{Revenue Contracted for by Distributor(s)}}{\$650,000} = \text{Multiplier}$$

Residual payments under this formula cannot exceed 150% or be less than 50% of the fixed residual payment otherwise due, except series licensed only in markets which represent fewer than 1/3 of all U.S. TV households.

Directors Guild of America (DGA)
Basic Agreement
07/01/2005 - 06/30/2008

Reruns in Network Non-Prime Time & Syndication*

The director is paid the applicable percentage of the network non-prime time/syndication base.

<u>Run</u>	<u>Network Non-Prime Time</u>	<u>Syndication</u>
2	50%	40%
3	40%	30%
4 - 6	25% for each run	25% for each run
7 - 10	15% for each run	15% for each run
11 - 12	10% for each run	10% for each run
13 and each run thereafter	5% for each run	5% for each run

***Special One-Hour Syndication Formula**

The guild has granted a limited waiver for one-hour network prime time dramatic episodic programs exhibited in syndication. Under this provision, the director is paid 2.6% of the distributor’s gross receipts for exhibitions in syndication until the receipts exceed \$400,000. Thereafter, the director is paid 1.75%.

Residual payments under this formula cannot exceed 150% or be less than 50% of the fixed residual payment otherwise due, except series licensed only in markets which represent fewer than 1/3 of all U.S. TV households.

Writers Guild of America (WGA)
Theatrical and Television Basic Agreement
02/13/2008 - 05/01/2011

Reruns in Network Non-Prime Time & Syndication*

The writer(s) is paid the applicable percentage of his “applicable minimum compensation”.

<u>Run</u>	<u>Network Non-Prime Time</u>	<u>Syndication</u>
2	50%	40%
3	40%	30%
4 - 6	25% for each run	25% for each run
7 - 10	15% for each run	15% for each run
11 - 12	10% for each run	10% for each run
13 and each run thereafter	5% for each run	5% for each run

***Special One-Hour Syndication Formula**

The guild has granted a limited waiver for one-hour network prime time dramatic episodic programs exhibited in syndication. Under this provision, the additional compensation paid to the writer(s) is computed by multiplying the fixed residual amount otherwise due by a ratio:

$$\frac{\text{Revenue Contracted for by Distributor(s)}}{\$650,000} = \text{Multiplier}$$

Residual payments under this formula cannot exceed 150% or be less than 50% of the fixed residual payment otherwise due, except series licensed only in markets which represent fewer than 1/3 of all U.S. TV households.

<p align="center">Screen Actors Guild of America (SAG) Television Agreement 07/01/2005 - 06/30/2008</p>
--

<p align="center">Directors Guild of America (DGA) Basic Agreement 07/01/2005 - 06/30/2008</p>

<p align="center">Writers Guild of America (WGA) Theatrical and Television Basic Agreement 02/13/2008 - 05/01/2011</p>

<p><u>Reruns in Network Non-Prime Time & Syndication * -</u> <i>Continued</i> * <u>Special Long-Form TV Formula</u> Additional compensation for long-form (greater than 90 min in length) television motion pictures which qualify for the limited waiver is computed by multiplying the fixed residual amount otherwise due by a ratio: <u>Revenue Contracted for by Distributor(s)</u>= Multiplier \$650,000 Residual payments under this formula cannot exceed 150% or be less than 6% of the fees received by the Producer from licensing the picture in syndication or for “late night” network broadcasts.</p>
--

Empty box

Empty box

Screen Actors Guild of America (SAG)
Television Agreement
07/01/2005 - 06/30/2008

Foreign Free Television Residuals

If the program is telecast outside the U.S. and Canada, a percentage (up to a maximum of 35%) of his “total applicable minimum” is paid to the actor. *As shown below, the percentages payable after payment for the initial telecast are based on the Distributor’s foreign gross receipts (DGR).

When an aggregate of 35% of the residual minimum based on cumulative distributor’s gross receipts for the foreign television release has been paid, there are no additional residual obligations for this market until the gross receipts reach the applicable thresholds.

Program Length	Level One 15%	Level Two 10%	Level Three 10%
≤ 30 min	Initial Telecast	\$7,000 DGR	10,000 DGR
≤ 60 min	Initial Telecast	\$13,000 DGR	\$18,000 DGR
> 60 min	Initial Telecast	\$18,000 DGR	\$24,000 DGR

*A single payment of 35% rather than percentages based on the three levels, is due for shows which qualify under the limited waiver provision for domestic free TV residuals.

Payment for level one is due within 30 days of knowledge of the first foreign telecast but no later than 6 months after the first telecast. Payments for levels two and three are due within 30 days after the gross receipts reach the respective levels indicated.

After receiving 35% of the foreign residual base, all performers in the aggregate will be paid 3.6% of Dist. Foreign Gross on a bi-annual basis (2nd & 4th quarters) when gross receipts reach various plateaus.

7/1/2006 - PPD

30 min	365,000
60 min	730,000
60 min to 120 min	1,860,000
120 min to 180 min	3,120,000

Directors Guild of America (DGA)
Basic Agreement
07/01/2005 - 06/30/2008

Foreign Free Television Residuals

If the program is telecast outside the U.S. and Canada, a percentage (up to a maximum of 35%) of the applicable “base amount” is paid to the director. *As shown below, the percentages payable, after payment for the initial telecast are based on the distributor’s foreign gross receipts (DGR).

When an aggregate of 35% of the residual minimum based on cumulative distributor’s gross receipts for the foreign television release has been paid, there are no additional residual obligations for this market until the gross receipts reach the applicable thresholds.

Program Length	Level One 15%	Level Two 10%	Level Three 10%
≤ 30 min	Initial Telecast	\$7,000 DGR	\$10,000 DGR
≤ 60 min	Initial Telecast	\$13,000 DGR	\$18,000 DGR
> 60 min	Initial Telecast	\$18,000 DGR	\$24,000 DGR

*A single payment of 35% rather than percentages based on the three levels, is due for shows which qualify under the limited waiver provision for domestic free TV residuals.

Payment for level one is due within 30 days of knowledge of the first foreign telecast. Payments for levels two and three are due within 30 days after the gross receipts reach the respective levels indicated.

Additional 1.2% of Distributor’s Foreign Gross, plus P&W, which is in excess of various plateaus, after a total of 35% of applicable minimum has been paid. Distributor’s Foreign Gross includes both foreign free tv receipts and foreign basic cable receipts. Payment and reporting are due 60 days after the 2nd and 4th quarters in which foreign receipts are received.

7/1/2006 - PPD (Show Class: Dramatic)

30 min	365,000
--------	---------

Writers Guild of America (WGA)
Theatrical and Television Basic Agreement
02/13/2008 - 05/01/2011

Foreign Free Television Residuals

If the program is telecast outside the U.S. and Canada, a percentage (up to a maximum of 35%) of their “applicable minimum” is paid to the writers. *As shown below, the percentages payable after payment for the initial telecast are based on the distributor’s foreign gross receipts (DGR).

When an aggregate of 35% of the residual minimum based on cumulative distributor’s gross receipts for the foreign television release has been paid, there are no additional residual obligations for this market until the gross receipts reach the applicable thresholds.

Program Length	Level One 15%	Level Two 10%	Level Three 10%
≤ 30 min	Initial Telecast	\$7,000 DGR	\$10,000 DGR
≤ 60 min	Initial Telecast	\$13,000 DGR	\$18,000 DGR
> 60 min	Initial Telecast	\$18,000 DGR	\$24,000 DGR

*A single payment of 35% rather than percentages based on the three levels, is due for shows which qualify under the limited waiver provision for domestic free TV residuals.

Payment for level one is due within 30 days of knowledge of the first foreign telecast but no later than 6 months after the first telecast. Payments for levels two and three are due within 30 days after the gross receipts reach the respective levels indicated.

Additional 1.2% of Distributor’s Foreign Gross, plus P&W, which is in excess of various plateaus, after a total of 35% of applicable minimum has been paid. Distributor’s Foreign Gross includes both foreign free tv receipts and foreign basic cable receipts. Payment and reporting are due every 6 months (2nd & 4th quarters).

2/13/2008 – Contract Date (Show Class: Dramatic)

30 min	365,000
60 min	730,000

Screen Actors Guild of America (SAG) Television Agreement 07/01/2005 - 06/30/2008	
180 min to 240 min	4,170,000
240 min to 300 min	5,210,000
300 min to 360 min	6,250,000
>360 min (as originally aired)	The above applicable thresholds will increase proportionately.
For purposes of reaching these plateaus and in determining the amount the performers shall be paid, "Distributor's Foreign Gross" <u>will include</u> receipts from both foreign telecasting and exhibition on foreign basic cable.	
Payment of the 35% of minimum under the foreign telecasting formula continues to constitute payment for foreign basic cable however, as indicated above, the distributor's foreign gross for purposes of the 3.6% payment will include foreign basic cable receipts.	
Theatrical Residuals	
If a program is released theatrically outside the U.S. or in the U.S., 150% of the "total applicable minimum" is paid to the actor for a release in one area. If release occurs in the second area (U.S. or foreign), an additional 50% is paid to the actor.	

Directors Guild of America (DGA) Basic Agreement 07/01/2005 - 06/30/2008	
60 min	730,000
60 min to 120 min	1,860,000
120 min to 180 min	3,120,000
180 min to 240 min	4,170,000
240 min to 300 min	5,210,000
300 min to 360 min	6,250,000
>360 min	The above applicable thresholds will increase proportionately.
For other than dramatic programs , the 1.2% payment shall be triggered when the "Distributor's Foreign Gross" equals 50% of the amounts set forth above.	
Payment of the 35% of applicable minimum will continue to constitute payment for foreign basic cable, however, receipts in excess of the threshold will include foreign basic cable to calculate the 1.2% payment.	
For all one-hour network prime time dramatic series covered under the One-Hour Rule provision, the 15%, 10%, 10% payments will be collapsed into a single payment of 35% payable thirty days after knowledge of first foreign telecast and no later than six months after the first foreign telecast.	
Theatrical Residuals	
If a program is released theatrically outside the U.S. or Canada, 100% of the theatrical minimum is paid to the director. If the release occurs in the U.S. or Canada, 150% of the minimum is paid; however, if the release occurs in both areas (U.S.	

Writers Guild of America (WGA) Theatrical and Television Basic Agreement 02/13/2008 - 05/01/2011	
60 min to 120 min	1,860,000
120 min to 180 min	3,120,000
180 min to 240 min	4,170,000
240 min to 300 min	5,210,000
300 min to 360 min	6,250,000
>360 min	The above applicable thresholds will increase proportionately.
For other than dramatic programs , the 1.2% payment shall be triggered when the "Distributor's Foreign Gross" equals 50% of the amounts set forth above.	
For one-hour network prime time dramatic series covered under the sideletter waiving provisions of Article 15.B.1.b.(2)(c), the 15%, 10%, 10% are collapsed into a single payment of 35% of applicable minimum compensation	
Theatrical Residuals	
If a program is released theatrically outside the U.S., 100% of the theatrical minimum or television minimum, whichever is greater, is paid to the writer(s) receiving story and teleplay screen credit. If the release occurs in the U.S., 150% of the	

<p>Screen Actors Guild of America (SAG) Television Agreement 07/01/2005 - 06/30/2008</p>
<p>The maximum payable is 200%. (There is an alternative formula applicable for a limited theatrical release of long form motion pictures - refer to the basic agreement for details.) Payment is due within 90 days after the motion picture is placed in theatrical exhibition.</p>

<p>Directors Guild of America (DGA) Basic Agreement 07/01/2005 - 06/30/2008</p>
<p>and foreign) no more than 150% in the aggregate is paid. Payment for a theatrical exhibition is due whenever the motion picture is placed in theatrical exhibition.</p>

<p>Writers Guild of America (WGA) Theatrical and Television Basic Agreement 02/13/2008 - 05/01/2011</p>
<p>minimum is paid; however, if the release occurs in both areas (U.S. and foreign) no more than 150% in the aggregate is paid. Payment for a theatrical exhibition is due whenever the motion picture is placed in theatrical exhibition.</p>

<p>Screen Actors Guild of America (SAG) Television Agreement 07/01/2005 - 06/30/2008</p>

<p>Directors Guild of America (DGA) Basic Agreement 07/01/2005 - 06/30/2008</p>
--

<p>Writers Guild of America (WGA) Theatrical and Television Basic Agreement 02/13/2008 - 05/01/2011</p>
--

General Information
<p><u>Advance Payment for Residuals</u></p>
<p>No advance payment for residuals may be made to a day performer or term contract performer for reruns or foreign telecasts at any time prior to the time of the use for which payment is made. As to all other performers, advance payment for reruns, foreign telecasts or theatrical exhibition is permitted as long as the advance is separately and specifically listed and is paid in addition to the salary in the performer’s contract. Foreign buyouts only apply to levels 1 thru 3. Once foreign payments advance to thresholds, payment becomes due.</p> <p>Also, for non-prime time network, syndication, theatrical and foreign tv, the salary at which advances are permitted is \$7,000/wk or per episode. For network prime time reruns, advances are permitted only if the salary per week or per episode is no less than \$7,000 (1/2 hr show) or \$10,000 for shows 1 hour or longer.</p> <p>If no part of the performer’s performance is used in the version that is reused, then no additional compensation is payable to the performer.</p>

General Information
<p><u>Advance Payment for Residuals</u></p>
<p>Producer can negotiate with the Director to credit or off-set residuals against monies in excess of 200% of scale.</p> <p>No prepayment of residuals is permitted unless set forth in the “deal memorandum” in the specific amounts which are to be prepaid. Residual compensation shall not otherwise be prepaid. Any prepayment of residuals compensation is sent to the Director in care of the Guild and not combined with the other payments for his or her services.</p> <p>Foreign buyouts only apply to levels 1 thru 3. Once foreign payments advance to thresholds, payment becomes due.</p>

General Information
<p><u>Advance Payment for Residuals</u></p>
<p>Advance payment for reruns and foreign telecasts is permitted as long as it is set forth in the writer’s employment contract. No part of a writer’s initial compensation which is at or less than twice the applicable minimum compensation (as defined above in the section covering Reruns in Network Prime Time) may be applied against reruns and foreign telecasts. Foreign buyouts only apply to levels 1 thru 3. Once foreign payments advance to thresholds, payment becomes due.</p>