

**Film Investment Program
Outstanding Loans
Since Inception through September 30, 2008**

Project Name	Date Approved	Loan Amount	Outstanding Principal Due	Maturity Date	Participation Percentage	Total Film Budget	Guarantor	Borrower	Comments	Current Rating
<i>Bordertown</i>	06/28/05	\$12,650,000	\$12,650,000	11/14/08	10.00%	\$21,053,000	Union Bank of California LOC	Mobius Entertainment/Bordertown Productions, Inc.	Direct to DVD Released 1/29/08. Loan Declared in Default. Rating Downgraded from 1.	2
<i>Undead or Alive: A Zombedy (aka Wanted: Undead or Alive)</i>	01/25/06	\$3,798,410	\$2,350,000	12/22/08	17.00%	\$3,798,410	Comerica & JP Morgan Chase LOCs	UOA, LLC	\$1,448,410 Principal Repaid. DVD Released 12/11/07.	1
<i>Living Hell (The Horror Chronicles)</i>	01/25/06	\$3,858,646	\$2,325,000	12/30/08	17.00%	\$3,858,646	Comerica & JP Morgan Chase LOCs	Horror One, LLC	\$1,533,646 Principal Repaid. Sci-Fi Original Movie Premiere on 2/23/08.	1
<i>Buried Alive (The Horror Chronicles)</i>	06/27/06	\$3,450,001	\$435,276	01/06/09	17.00%	\$3,450,001	Comerica & JP Morgan Chase LOCs	Horror Two, LLC	\$3,014,725 Principal Repaid. DVD Released 10/23/07.	1
<i>Employee of the Month</i>	02/28/06	\$13,002,694	\$13,002,694	03/30/09	10.15%	\$13,002,694	Lionsgate	Lions Gate Entertainment	Released 10/6/06. DVD 1/16/07. \$55.3 MM Gross. Got \$500 K Advance Against Profits.	1
<i>Intervention (aka Funny Farm)</i>	10/25/05	\$12,420,000	\$12,420,000	04/17/09	20.00%	\$12,420,000	RBC Centura Bank LOC	Scion Productions Ltd. / Funny Farm Financing	Best Feature & Actress at San Diego Festival. Online Download Premiere. Downgraded from 1.	2
<i>Swing Vote</i>	6/26/07	\$15,000,000	\$15,000,000	11/01/09	8.50%	\$20,000,000	City National Bank LOC	Swing Vote - The Movie LLC	Released 8/1/08. \$17 MM Gross so Far.	1
<i>In the Valley of Elah</i>	10/24/06	\$15,000,000	\$15,000,000	02/27/10	10.25%	\$22,900,000	CitiBank LOC	Summit Entertainment	Released 9/14/07. Total US Gross \$3.6mm. DVD Release 2/19/08. Downgraded from 1.	2
<i>Wildfire - The Series - Season 1</i>	06/28/05	\$15,000,000	\$15,000,000	10/14/10	11.00%	\$16,687,000	Lionsgate	Lions Gate Entertainment	Completed first run September 2005. DVD Released 2/7/06.	1
<i>Game</i>	9/27/07	\$15,000,000	\$15,000,000	11/14/10	8.75%	\$50,954,700	JP Morgan LOC	Lakeshore Entertainment	In Post-Production. 2009 Release.	1
<i>Burrowers</i>	6/26/07	\$7,036,854	\$7,036,854	12/5/10	15.00%	\$7,036,854	Lionsgate and Short-Term AAA Rated	Lionsgate Entertainment	No Release Date Yet. Shown at Toronto Film Festival 9/08.	1
<i>Wildfire - The Series - Season 2</i>	11/22/05	\$15,000,000	\$15,000,000	03/28/11	11.00%	\$21,775,000	Lionsgate	Lions Gate Entertainment	Completed first run April 2006. DVD Released 11/6/07.	1
<i>Wildfire - The Series - Season 3</i>	06/27/06	\$15,000,000	\$15,000,000	09/18/11	11.00%	\$22,514,009	Lionsgate	Lions Gate Entertainment	Completed first run March 2007	1
<i>Wildfire - The Series - Season 4</i>	12/14/06	\$15,000,000	\$15,000,000	03/19/12	11.00%	\$23,241,985	JP Morgan Chase LOC	Lions Gate Entertainment	Completed first run May 2008	1
Totals		\$161,216,605	\$155,219,824			\$235,655,445				
Total Capacity[†]			\$238,646,395							
Total Outstanding + Total In Closing			\$170,219,824							
Remaining Capacity			\$68,426,571							

[†] 6 Per Cent of the Market Value of the Severance Tax Permanent Fund

Film Investment Program
Matured and Paid Loans
 Since Inception through September 30, 2008

Project Name	Date Approved	Loan Amount or Partial Repayment	Maturity Date	Participation Percentage	Total Film Budget	Guarantor	Borrower	Comments	Current Rating
<u>Matured or Fully Paid Loans</u>									
<i>Blind Horizon</i>	11/26/02	\$4,780,000	02/07/05	5.00%	\$5,500,000	Comerica Bank LOC	Blind Horizon Productions, Inc.	Released as Showtime Original Movie. DVD Released 3/29/05.	2
<i>Wildfire</i>	10/26/04	\$4,094,897	04/07/08	5.00%	\$4,094,897	Lionsgate	Lions Gate Entertainment	Paid Off Early . Shown as Two Hour Premiere Episode.	1
<i>Bordertown</i>	06/28/05	\$2,350,000	03/31/06	See Note ⁽¹⁾	See Page 1	Refundable Film Production Tax Credits	Mobius Entertainment/Bordertown Productions, Inc.	Principal Repaid on 6/8/07. Earned \$304,717.08 Interest. Direct to DVD Released 1/29/08.	FPTCL
<i>Cruel World (aka The Experiment)</i>	04/27/04	\$1,700,000	07/16/06	5.00%	\$1,700,000	Wells Fargo Bank LOC	The Experiment Productions, LLC	Not Yet Released. Replacing International Distributor.	2
<i>First Snow</i>	01/25/05	\$7,300,000	08/14/06	3.00%	\$7,300,000	Imperial Capital Bank	Bob Yari Productions/Happy Ending Productions/First Snow Productions	Released 3/23/07. Low Gross. DVD Released 11/27/07. Rating Downgraded from 1.	2
<i>The Flock</i>	09/19/05	\$2,300,000	11/10/06	See Note ⁽²⁾	\$32,000,000	Refundable Film Production Tax Credits	BMS Picture Two, Inc.	Paid Off Early . Earned \$93,330.10 Interest. Expected Release Date in 2008	FPTCL
<i>Suspect Zero</i>	07/23/02	\$7,500,000	12/12/06	2.50%	\$27,000,000	Union Bank of California LOC	SZ Productions, Inc. & IM Film Produktions and Vertriebs Gmbh & Co. KG	Released Theatrically Fall 2004. DVD Released 4/12/05.	2
<i>Elvis Has Left the Building</i>	08/26/03	\$7,500,000	10/31/07	6.00%	\$8,000,000	Union Bank of California LOC	Harmony Productions (UK) Limited	No Domestic Theatrical Release. DVD Released 8/2/05. Rating Downgraded from 1.	2
<i>Seraphim Falls</i>	10/25/05	\$15,000,000	02/01/08	5.00%	\$18,024,702	Comerica Bank LOC	Icon Productions	Released 1/26/07. US Gross \$418,296. DVD out 5/15/07. Rating Downgraded from 1.	2
<u>Partially Paid Loans</u>									
<i>Undead or Alive: A Zombedy (aka Wanted: Undead or Alive)</i>	01/25/06	\$1,448,410	12/22/08	17.00%	See Page 1	Comerica & JP Morgan Chase LOCs	UOA, LLC	Original Loan \$3,798,410. DVD Released 12/11/07.	1
<i>Living Hell (The Horror Chronicles)</i>	01/26/06	\$1,533,646	12/30/08	17.00%	See Page 1	Comerica & JP Morgan Chase LOCs	Horror One, LLC	Original Loan \$3,858,646. Sci-Fi Original Movie Premiere on 2/23/08.	1
<i>Buried Alive (The Horror Chronicles)</i>	06/27/06	\$3,014,725	01/06/09	17.00%	See Page 1	Comerica & JP Morgan Chase LOCs	Horror Two, LLC	Original Loan \$3,450,001. DVD Released 10/23/07.	1
Total Repaid		\$58,521,678			\$103,619,599				

Ratings Legend
for pages 1 through 4

1 - Returns Principal, Potential Upside Participation
 2 - Returns Principal, No Potential Upside Participation

N/A - Expired or Withdrawn Deal
FPTCL - Tax Credit Loan, Pays Interest, No Participation

Note⁽¹⁾ *Bordertown* paid simple interest of 4.32% to 3/31/06, no participation. Paid default rate of 9.32% after 3/31/06

Note⁽²⁾ *The Flock* paid simple interest of 4.98%, no participation

Film Investment Program
Loans In Closing
 As of September 30, 2008

Project Name	Date Approved	Loan Amount	Maturity Date	Participation Percentage	Total Film Budget	Guarantor	Borrower	Comments	Current Rating
<i>Crash (The TV Series)</i>	6/24/08	\$15,000,000	Five Years	18.00%	\$31,000,000	Lionsgate	Lions Gate Entertainment	Premieres on STARZ 10/17/08	1
Total In Closing		\$15,000,000			\$31,000,000				

Film Investment Program
Other Loans Approved but Never Closed
Since Inception through September 30, 2008

Project Name	Date Approved	Loan Amount	Maturity Date	Participation Percentage	Total Film Budget	Borrower	Comments	Current Rating
<u>Expired Loans</u>								
<i>Latin Queens of Comedy</i>	06/30/04	\$1,303,683	3 Years	6.00%	\$1,700,000	Payaso Entertainment, Inc.	Unable to find guarantor	N/A
<i>Walkout</i>	07/27/04	\$7,500,000	5 Years	First \$1mm profit then 50%. 3.67% Annual Interest	\$9,600,000	Esparza-Katz Productions, Inc.	Declined financing from SIC. Wanted lower interest rate.	N/A
<u>Withdrawn Loans</u>								
<i>A Night in Old Mexico</i>	04/27/04	\$7,500,000	3 Years	5.00%	\$12,000,000	A Night in Old Mexico, LLC	Unable to complete additional financing	N/A
<i>Believe In Me</i>	07/27/04	\$3,500,000	3 Years	5.00%	\$7,000,000	Believe Productions, LLC	Declined financing from SIC	N/A
<i>Zero Dark Thirty (The Horror Chronicles)</i>	02/28/06	\$3,199,722	2-1/2 Years	17.00%	\$3,300,000	Horror Three, LLC	Cancelled	N/A
<i>Love Lies Bleeding</i>	04/04/06	\$8,677,465	2 Years	25.00%	\$8,677,465	Samdel Pictures, LLC / Love Lies Bleeding, LLC	Lost Distributor. Reduced Budget & Will Film in New Mexico.	N/A
<i>Gideon's Gift</i>	10/24/06	\$5,034,824	3 Years	22.30%	\$5,034,824	Promenade Pictures / Global Creative Media	Cast Problems. Declined financing from SIC.	N/A

Film Investment Program

Economic Impact as of September 30, 2008

Project Name	Loan Amount	Total NM Below the Line Payroll	Total New Mexico Crew	Total Spent in New Mexico
<i>Suspect Zero</i>	\$7,500,000	\$1,500,000	121	\$5,400,000
<i>Blind Horizon</i>	\$4,780,000	\$787,000	107	\$3,100,000
<i>Elvis Has Left the Building</i>	\$7,500,000	\$1,268,000	132	\$4,600,000
<i>Cruel World (aka The Experiment)</i>	\$1,700,000	\$334,000	48	\$700,000
<i>Wildfire</i>	\$4,094,897	\$1,039,000	117	\$3,017,880
<i>First Snow</i>	\$7,300,000	\$968,000	85	\$1,903,003
<i>Bordertown</i>	\$15,000,000	\$2,455,000	137	\$10,317,934
<i>Wildfire - The Series - Season 1</i>	\$15,000,000	\$4,063,000	212	\$14,500,000
<i>The Flock</i>	\$2,300,000	\$4,201,022	235	\$17,042,467
<i>Intervention (aka Funny Farm)</i>	\$12,420,000	\$1,239,872	71	\$3,286,493
<i>Seraphim Falls</i>	\$15,000,000	\$2,987,866	263	\$9,486,516
<i>Wildfire - The Series - Season 2</i>	\$15,000,000	\$4,665,734	135	\$11,796,796
<i>Undead or Alive: A Zombedy</i> ⁽¹⁾	\$3,798,410	\$972,678	153	\$2,734,289
<i>Living Hell (The Horror Chronicles)</i>	\$3,858,646	\$1,192,737	139	\$2,664,525
<i>Buried Alive (The Horror Chronicles)</i>	\$3,450,001	\$990,534	119	\$2,120,279
<i>Employee of the Month</i>	\$13,002,694	\$1,677,970	237	\$8,132,265
<i>Wildfire - The Series - Season 3</i> ⁽²⁾	\$15,000,000	\$6,000,000	174	\$15,000,000
<i>Wildfire - The Series - Season 4</i> ⁽²⁾	\$15,000,000	\$6,200,000	184	\$15,000,000
<i>In the Valley of Elah</i>	\$15,000,000	\$3,250,039	224	\$11,054,308
<i>Swing Vote</i>	\$15,000,000	\$4,227,190	375	\$12,607,493
<i>The Burrowers</i>	\$7,036,854	\$1,415,733	227	\$3,826,848
<i>Game</i>	\$15,000,000	\$5,715,145	406	\$28,553,447
<i>Crash (The TV Series)</i> ⁽²⁾	\$15,000,000	\$7,170,423	239	\$15,597,418
Totals	\$228,741,502	\$64,320,943	4,140	\$202,441,961

⁽¹⁾aka Wanted: Undead or Alive

⁽²⁾Estimates

Note: All Dollar Amounts are Actual Dollars Spent. **No** Multiplier Effect Has Been Calculated.