

GROWING UP DEAD—THE MOVIE

THE STORY

Based on the acclaimed 2009 memoir, *Growing Up Dead* tells the story of two friends, Peter and Harry, who are confronted with difficult choices during their senior year of high school in 1988. Saddled with an abusive father, Harry is torn between leaving home and sticking around to protect his mom and little sister. Peter is trying to reconcile with his ex-girlfriend while deciding whether to go to college (as his parents want) or go on tour with the Grateful Dead (as Harry wants).

“ *An honest, articulate, celebratory, and inspiring account of life on Dead tour in the 1980s. Peter Connors does a great job of describing the magic.* ”

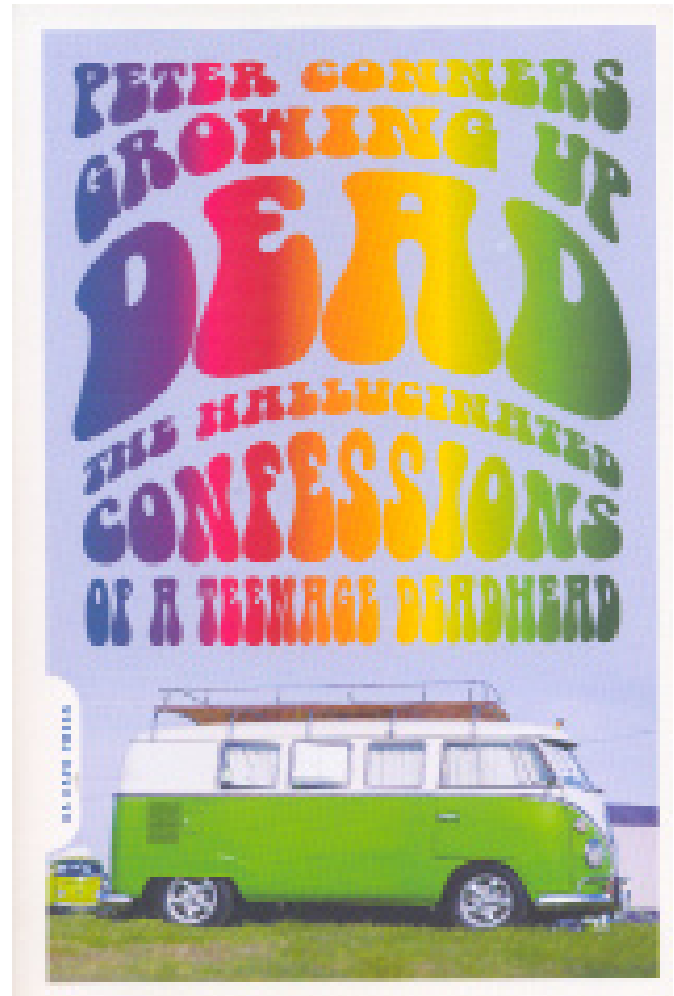
David Gans, host of *The Grateful Dead Hour*
Author of *Conversations with the Dead*

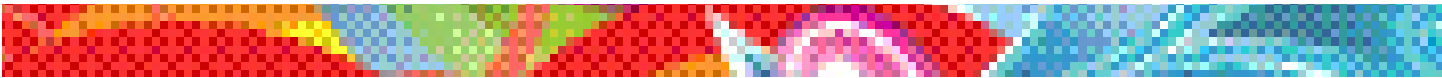
Meanwhile, short on cash, the duo goes into the pot-dealing business to finance their upcoming spring break trip to a series of Grateful Dead concerts.

Joining Peter and Harry are a cast of funny and poignant characters including the comic stoner duo of Chubb and Pat; the elder Deadhead mentor, Dave; the members of the local high school garage band; Harry's ill-fated love interest Mary Shiloh; and Peter's on-and-off again girlfriend, Kelly.

Growing Up Dead follows this cast of suburbanites as they negotiate the heady final days of high school and career toward the Grateful Dead concerts that will bring their future into sharper focus.

Because *Growing Up Dead* (the book) earned significant critical praise, gained attention from a broad and diverse audience base, and sold extremely well, an LLC was formed to create *Growing Up Dead* (the movie).





THE EXPECTATIONS

Growing Up Dead (the movie), possesses vital components that typically result in significant industry excitement that is enticing to national and global distribution channels:

Broad appeal

Growing Up Dead will gain interest and support from several market segments:

- The “free-spirit, on-the-road” plot, written in the same vein as *Dazed and Confused*, *Almost Famous*, and *Easy Rider* will appeal to 16-29 males and females. This segment has historically proven to be a lucrative demographic, as is evidenced by recent successes like *Old School*, *The Hangover*, *40 Year Old Virgin*, *Superbad*, etc.
- “Multi-Generational” Dead Heads: Grateful Dead baby boomers, genXers, and even people currently in their 20s will want to see and relive some of their past adventures. This is an active group when it comes to the Dead. Since 1965, approximately 10 million people have attended at least one live Grateful Dead concert. A movie with an underlying Dead theme will be very attractive to movie-goers in this group.
- The population at large: The movie chronicles a likeable protagonist who deals with his own identity while trying to find his place in the world. This story, even without the cultural backdrop, is compelling. **As proof of the story’s appeal, the book *Growing Up Dead* is in its third printing, with a fourth planned to coincide with the movie release.**

Cast is critical, and we plan to attain ideal talent to play the roles within the script and to attract a large number of viewers.

We are currently in negotiations with Tom Berenger, Tatum O’Neal, Jessica Stroup, Ana Lyn McCord, Logan Lerman, and others.

Credibility and promotion

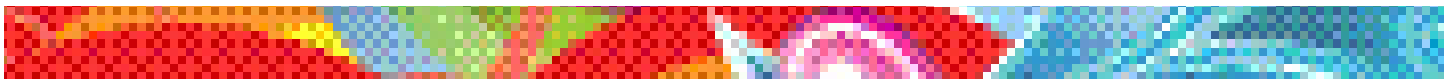
- Peter Connors has been able to promote his book through radio interviews across the nation, including San Fran’s KFOG, Sirius/XM’s Grateful Dead Channel, and David Gans’ Grateful Dead Hour. In addition, his print and audio interviews have been featured on the Grateful Dead’s official website. These channels will be used to promote the movie, as well.
- Praise and endorsements from respected members of the Grateful Dead “counter-culture” (including Phil Lesh) are fans of the book, and willing to support the movie, increasing the likelihood of distribution.

Tunes are vital - and we plan to license music from the Dead and utilize original score from top cover bands. Songs that have been built into the script include:

- *Might As Well*
- *Fire on the Mountain*
- *To Lay Me Down*
- *Friend of the Devil*
- *Attics of My Life*
- *Dark Star*
- *Feel Like a Stranger*
- *Never Trust a Woman*
- *Franklin’s Tower*
- *Good Lovin’*
- *Unbroken Chain*
- *Tom Thumb’s Blues*
- *Sugar Magnolia*
- *Going Down the Road Feeling Bad*
- *China Doll*
- *Brokedown Palace*
- *Money, Money*
- *Golden Road to Unlimited Devotion*
- *Alabama Getaway*

Execution

- The producer/director has experience with feature-length movies, and has a proven track record for completing projects on-time and on-budget; attaining recognizable cast that carry appeal for distributors; and attracting distributors capable of fulfilling the market potential for movies.
- Of the 24 films the producer/director has worked on, 23 have been picked up for distribution.



THE INVESTMENT

A total of \$1.25 to \$1.5 million will be raised for funds to produce and distribute this film in the US and international markets. Investment units of \$25,000 are available for individual investors. Multiple units may be purchased. Funds must be delivered via certified check within two weeks of signing the investment contract. Once we have raised at least \$750,000, we will commence with principal photography and produce a final deliverable element.

After a picture is completed, it will be ready to be licensed for domestic theatrical exhibition, domestic cable/pay television, network television, syndicated television (i.e., local television stations), foreign theatrical exhibition, foreign cable/pay, network and syndicated television, domestic and foreign home video markets, and other sources, such as music rights, airline and other non-theatrical exhibition and various merchandising rights.

When enough income is generated from initial sales to distributors and networks, and from ticket and retail sales to justify an initial payment, you will receive a lump sum repayment of your investment plus a return of 15% for the use of investment funds. Total payment will be \$28,750. It is estimated that this payment will be made in Year 2, 3 or 4 following completion of post-production. If insufficient funds are generated to cover all of the initial investment plus 15% interest by the end of the fifth year following completion of post-production, a single re-payment of the amount available will be made.

Subsequent to reimbursement of the initial investment (+15%), you will receive additional payments periodically that represent additional income earned. This will be calculated based upon a 50-50 split of the margin attained after investors are repaid.

This project is eligible for a tax credit for films produced in NY State. 30% of below the line expenses (crew, facilities, production, editing, etc.) are eligible for a tax credit that will be distributed to the LLC. As a result, the LLC will distribute a check estimated at \$5,000.00 to \$7,500.00 to the owners of each investment unit within 12 months of the beginning of this project.

The following schedule estimates the total payout received for each \$25,000 Unit if distribution is attained:

Scenario	Gross Margin	Budget	Profit	Payout/Unit	Tax Credit
Expected Sales	\$4.4M	\$1.5M	\$2.9M	\$48,492	\$5,000
Low Sales	\$1.2M	\$1.5M	(\$300K)	(\$4,741)	\$5,000
High Sales	\$7.1M	\$1.5M	\$5.6M	\$94,191	\$5,000

THE “GRAVY”

Naturally, return on investment is of the utmost importance and we will never lose sight of that. But there are many ways to make money. We’re asking you to invest in a way that you can be proud of, care about, and connects with your roots.

- *If you’ve ever experienced a Show first-hand...*
- *If you hear a Dead song and remember vividly a moment from your youth...*
- *If you’ve ever given (or gotten) a Miracle Ticket...*
- *If you can’t bear to throw away that old tie-dye because it’s a link to your past...*
- *Or even if you just want to claim that you had a hand in making a movie...*

... then this investment is about more than merely making money. It’s about making money while celebrating your youth.

Hop on the bus and get in on the fun!

BEHIND THE NUMBERS

If the movie attains distribution, it is very likely to yield at least a nominal return. If the movie succeeds as we believe it can, the return will be significant and in perpetuity (royalties will continue to arrive based on DVD releases, network airings, global sales, etc.)

If the film does not attain distribution, revenue will not be generated and there will not be payments made. Based on previous experience and the contributing factors of this project, we estimate the likelihood of this scenario to be very low.



THE PLAYERS

Producer, Director – Mike Kolko

Mike Kolko began his career as a licensing director representing Laurel & Hardy and Bozo the Clown worldwide, in film and merchandising. Mike successfully moved into production at HBO as Billy Crystal's production assistant, then as a production associate on the One Night Stand comedy network, and acclaimed series *Dream On*.

Mike was tapped by director John Landis to work as an assistant production accountant on his film, *Oscar*, which led to subsequent success in accounting and production on over a dozen motion pictures for all the major studios including Fox, Walt Disney, Sony, Universal, Warner Brothers, and Paramount. A partial list of Mike's studio credits include: *Speed*, *Nixon*, *Hoffa*, *Rising Sun*, *Beverly Hillbillies*, *Last Man Standing*, *Final Analysis*, and *When a Man Loves a Woman*. Mike Kolko has directed a number of independent features including *Sinners Need Company* distributed by Lifetime and *Legacy* distributed by Weinstein Company. Mike also has produced the independent features *Forbidden Warrior*, *Rave*, *Legacy*, *I Want Someone to Eat Cheese With*, *Dirty Deeds*, *From Mexico With Love*, and *Homecoming*.

Kolko's producing experience includes supervising production/post personnel and accountants, hiring and supervising staff, monitoring cash flow/funding and variance analysis, supervising payroll, setting-up banking requirements, reconciling account ledgers, and preparing budgets and negotiating contracts. Supervising studio/location productions domestically as well as internationally. Experience negotiating IATSE, SAG, DGA, and TEAMSTER employment agreements. Tax credit and bond recovery specialist. Representing JIM, LLC, 12 Corners Entertainment, and Fatal Femmes Fighting, as a partner and founder, Kolko has directed the organization's financial goals, objectives, and budgets. As CEO, CFO, and other host of c-suite positions, Kolko has overseen the disbursement of funds and managed associated risks, supervised cash management activities, executed capital-raising strategies to support the firm's expansion, and dealt with mergers and acquisitions, as a managing partner.

Writer, Co-Producer – Peter Connors

Peter Connors is author of the memoir, *Growing Up Dead: The Hallucinated Confessions of a Teenage Deadhead* (Da Capo Press, 2009). His new book, *White Hand Society: The Psychedelic Partnership of Timothy Leary & Allen Ginsberg*, will be published in October 2010 by City Lights America's most famous independent publisher. His other books include

“If this book was a film (and, man, could it ever be!) it would play like *Dazed and Confused* meets *Almost Famous*.”

John Dworkin
Book Reviewer

the prose poetry collection *Of Whiskey and Winter* and the novella *Emily Ate the Wind*. His next poetry collection, *The Crows Were Laughing in their Trees*, is forthcoming from White Pine Press in spring 2011. He is also editor of *PP/FF: An Anthology* which was published by Starcherone Books in April 2006. His writing appears regularly in such journals as *Poetry International*, *Mississippi Review*, *Brooklyn Rail*, *Fiction International*, *Salt Hill*, *Hotel Amerika*, *Mid-American Review*, *The Bitter Oleander*, and *Beloit Fiction Journal* and will be included in the *Yale Anthology of Younger American Poets* forthcoming from Yale University Press. He is also editor at the Pulitzer Prize-winning Rochester-based publishing house, BOA Editions.

Connors' non-fiction book projects are represented by Linda Roghaar of the Linda Roghaar Literary Agency.

Editor – Richard Halsey

Richard Halsey was born to be a film editor. While in junior high school, Richard Halsey volunteered to run the projectors (to get out of class), and the industry has been a driving force in his life ever since.

After graduating from Hollywood High School, Halsey got a job at Warner Brothers and moved from the mail department into the music editing department. He then began work with 20th Century Fox as a music editor, alongside professionals like Ken Hall.

Halsey was then drafted, and after 21 months and 16 days, he returned to the industry and got a job at 20th Century Fox in the editorial department. He worked on Peyton Place with Editor George Nicholson, who taught him the basics of film editing. And as he said “once you learn that the rest is up to your own personal creativity.” Halsey has plenty.

Richard then became an editor on Peyton Place at the age of 28 and moved into feature editing, winning the Oscar for *Rocky* at the age of 36. Some 60 pictures later, he continues to live in the Hollywood Hills and edit films.

If you are interested in investing, would like to review the financials and project plan, or if you have any questions, please contact Al Kinel, President of Strategic Interests, LLC at alk@strategicinterests.com or 585.414.2596.

Feel free to forward this to others that you feel may be interested in investing.