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Starting: October 31, 2012 - 8:00 pm PDT

Ending: October 31, 2012 - 9:00 pm PDT

On Behalf Of: L.A. Digital Post, Inc.

Location: Live Telephonic Auction

California Commercial Code section 9610 Bulk Foreclosure Sale of Assets of Post Production Solutions Provider known as "L.A. Digital Post" a California Corporation, and all its related subsidiaries.

Please Note:

Please take notice that secured party Salem Halifax Capital Partners, LP ("Secured Party") will sell in bulk to the highest bidder for cash or otherwise acceptable terms, at a public disposition in the manner described below, the collateral of L.A. Digital Post, Inc. and all its related subsidiaries (collectively, "Debtor"), which includes, but is not limited to, all of Debtor's rights, titles, and interests, whether now existing or hereafter acquired, in and to all of Debtor's receivables, inventory, machinery, equipment, fixtures, accessions, and property of every kind and nature. A list of property subject to the disposition is set forth in a virtual data room ("VDR"). You may gain access to the VDR provided you meet the criteria set forth below.

The list of Collateral in the VDR was provided to the Senior Secured Party by Debtor. The list represents property subject to the disposition as of June 30, 2012.

However, the Secured Party makes no representations or warranties, whether express or implied, regarding the completeness of the list of Collateral or the accuracy of information contained thereon. The Secured Party reserves the right to update and revise the list of Collateral up to the date of the auction. All auction sales will be made as-is and where is, without recourse, covenants, warranty relating to the title, possession, quiet enjoyment or the like, or representations express or implied, to satisfy the current indebtedness and obligations of the Debtor to the Senior Secured Party.

Senior Secured Party reserves the right to withdraw any of the Collateral from the auction at any time and without notice, to postpone and re-notice the time and date of the auction by oral or other announcement, and/or to make credit bids.

The Collateral will be sold to the highest qualified bidder in a public disposition as follows:

Date(s): October 19th, 2012

Starting Time: October 19th, 2012 - 10:00 a.m. PDT

Place: Live Telephonic Auction

The sale will be conducted pursuant to the California Commercial Code-Secured Transactions, Sections 9610-9613, and all other applicable laws of the State of California.

To gain access to the VDR, each prospective bidder should contact George Wandachowicz at gw@hgpauction.com. Subsequently, those interested parties wishing to bid at the auction must wire Twenty-Five Thousand Dollars (\$25,000.00) to the auctioneer ("Bidder Deposit"). This amount will be held in escrow and either applied toward the winning bid or, for those parties that are not the high bidder, refunded at the conclusion of the auction. A minimum placement bid at Two Million Three Hundred Thousand Dollars (\$2,300,000.00) has been entered by the "stalking horse bidder" (as that term is generally used) ("Minimum Bid").

The next incremental bid that can be entered to bid against the current stalking horse bid is set at Two Million Seven Hundred Thousand Dollars (\$2,700,000.00).

However, if a successful bid is placed against the stalking horse bid, and ultimately the stalking horse bidder beats the highest bid entered, the stalking horse bidder is subject to a 10% Buyer's Premium based on the difference from its original opening bid of Two Million Three Hundred Thousand Dollars (\$2,300,000.00) and the highest winning bid entered. If a new bidder beats the stalking horse bidder, a 10% Buyer's Premium charged by the auctioneer will be apply based on the **Total Bid Entered** by any party competing with the stalking horse bidder. This 10% Buyer's Premium will be added to the entire purchase price.

Please also note that, in addition to the Bidder Deposit, all prospective bidders will be required to wire transfer to the auctioneer a deposit equal to twenty-five percent (25%) of their respective bids no later than twenty-four (24) hours after placing their bid. The successful bidder will be required to provide full payment within five (5) business days of the conclusion of the auction and must execute and deliver an asset purchase agreement to the auctioneer (identified below) prior to the closing of the sale.

All deposits are fully refundable at the conclusion of the auction to those parties that are not the high bidder.

Key Assets:

This UCC Bulk Foreclosure sale of L.A. Digital Post, Inc. and all its related subsidiaries includes inventory & equipment to be sold in bulk. Below is a general summary as well as a *preliminary* inventory list for review. Please note that the documents have been provided to Heritage Global Partners by L.A. Digital Post, Inc. and that Heritage Global Partners also makes no representations or warranties as to the validity or accuracy of the information contained therein.

If you are interested in receiving the final list of assets once completed, or if you have any questions concerning this sale, please direct your questions or requests to George Wandachowicz (contact information listed below).

Inventory Summary:

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- Inventory Summary: 28-Sep-12
- System Type: Standard System Configuration:
- Avid Symphony Nitris DX 4 System Monitors (2)
Furman Line Conditioner
- Avid Symphony Nitris HD 3 Sony NTSC Monitor
APC UPS
- Avid MC Nitris DX 159 Kramer Video Router
Mackie Audio Mixer
- Avid MC Adrenaline HD 6 Edit Console & Bridge M-
Audio Powered Speakers
- Avid Mojo DX 1
- Avid MC Soft 10
- Digi Design Protocols 1
- Apple Final Cut Pro 23 System Configuration
Notes:
- Grand Total 207 Computer Platforms:
- Avid - 90% Hewlett Packard Series 8000/800/400
- Avid - 10% Apple Mac Pro Quad Core
- Final Cut Pro - 100% Apple Mac Pro Quad Core
- Network Storage: Notes:
- Avid Unity Media Engine 5 (16TB) 14
- Avid Unity Media Engine 5 (8TB) 3
- Avid XT Tower (16TB) 7
- Avid XT Tower (8TB) 2
- Avid Unity Classic (2GB) (1TB)5
- Avid VideoRAID Storage Towers (3.57TB) 11
- Avid LP Tower 2(2TB)
- Peripheral Equipment:
- High Definition:5000 Definition:
- Sony SRW-5500 HDCam SR 3 Sony DV DSR-2000
2
- Panasonic AJHD-3700 D5 1 Sony DV DSR-1800
46
- Panasonic 1700 DVC ProHD 1 Sony DV DSR-1500
16
- Sony PDW-1500 XDHD 8 Panasonic SD930
DvcPro 15
- Sony PDW-U2 10 Sony DVW-2000 DigiBeta 20
- Sony HVR-1500 HDV 6 Mac Book Pro 4
- Panasonic 1400 DVCPPro HD 5 Sony A-500
DigiBeta 9
- Sony JH-3 2 Sony J3/J30 Series 10
- Leader Scope 5100 (HD) 5 Sony 1800 Beta SP 78
- Leader Scope 5750 (HD) 4 Tektronics 601A Digital
Scope 14
- Sony LMD HD Monitor (24") 26 Harris Legalizer 5
- JVC HD Monitor (24") 125
- JVC 3-D Monitor (46") Professional 4
- Sharp Aquos HD Monitor (46") 10
- TV Logic HD Broadcast Monitor 24" 2

Contact:

Please contact George Wandachowicz to receive further information on the above or regarding the auction, at gw@hgpauction.com or (858) 847-0656. You may also access general auction information and an updated list of Collateral by visiting <http://www.hgpauction.com/?auctionid=232>.

