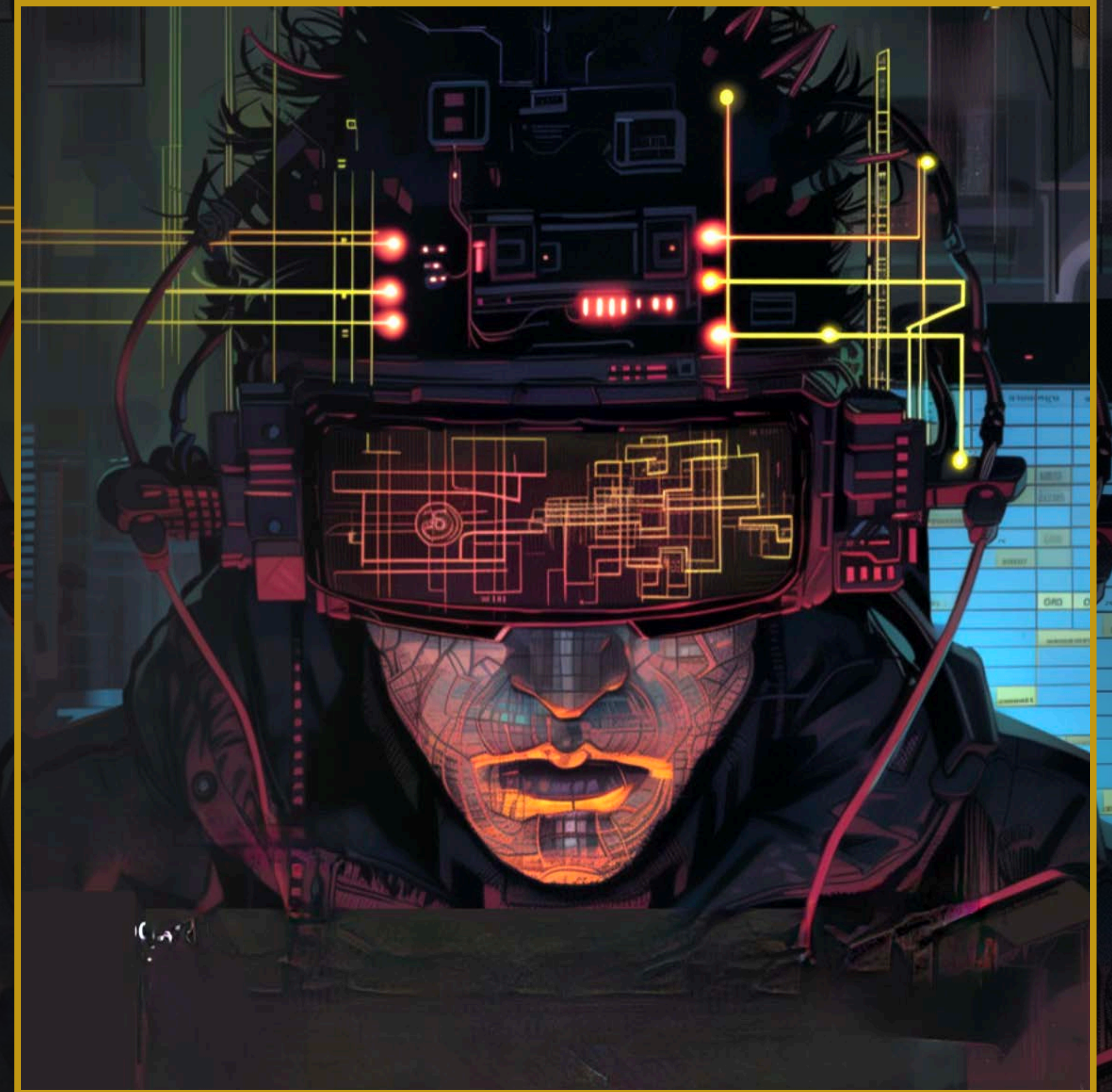


DREAMHACKERS

FEATURE FILM

**INVESTMENT OPPORTUNITY
FEATURING
SUBSTANTIAL TAX BENEFITS AND
RISK MITIGATION STRATEGIES**



The Investment Opportunity

THE OFFERING

250 Class A Preferred Membership Interests
at \$100,000 per Unit to Accredited Investors

TOTAL OPPORTUNITY FOR INVESTMENT

\$25,000,000

THE FILM

‘DREAM HACKERS’

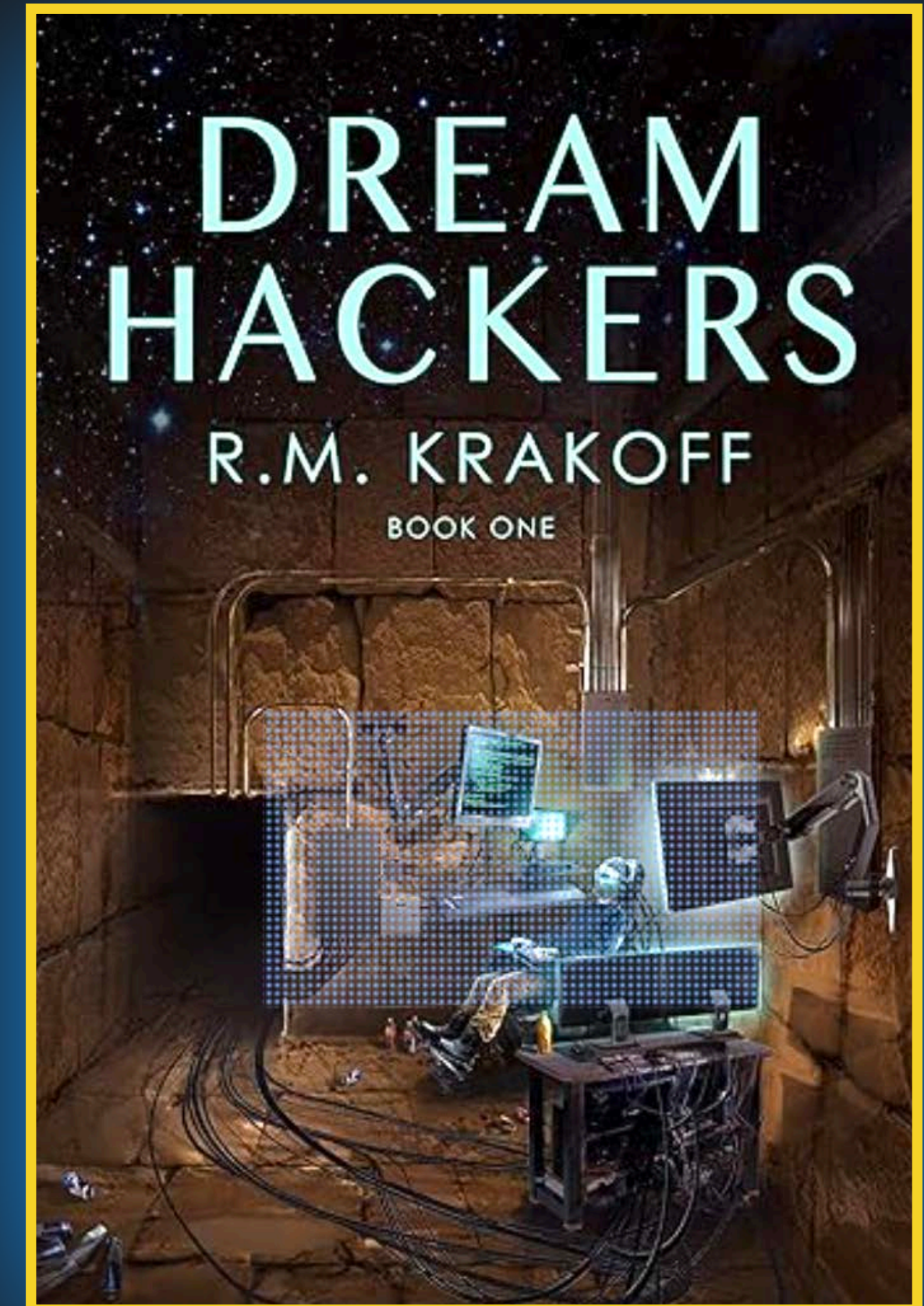
TAX BENEFITS

Internal Revenue Code § 181 Benefit Allowing
Full Investment to be Expensed in 2024



The Intellectual Property

- The film *Dream Hackers* is based on intellectual property created by R.M. “Razerguy” Krakoff.
- Mr. Krakoff is renowned as the visionary behind the first-ever gaming mouse, a groundbreaking innovation that revolutionized the gaming industry and set new standards for competitive play.
- As a trailblazer in gaming hardware, Krakoff's work transcended tech, as he also established himself as a prolific author, writing books that delved into both the gaming world and broader narratives.
- His creative journey continues with *Dream Hackers*, a futuristic sci-fi film that further cements his legacy as a multi-talented creator with a profound impact on technology and storytelling.



The Film Story

In a future where science has extended life to near eternity, the world is divided between ever-youthful, immortal, wealthy elders and impoverished young hackers.

Dream Hackers explores the stark divide between the "Haves" and the "Have-nots." As the young, tech-savvy underclass wages a war on the elder elite—hacking their finances, health records, and even dreams—four central characters, including a reluctant hero, a vengeful hacker, a former Navy SEAL, and a loyal domestic robot, are drawn into a thrilling battle that uncovers deeper forces of evil.

This fast-paced, thoughtful action-adventure story delves into the consequences of technological advances and societal division, weaving a prophetic tale of survival and conflict in a high-speed future.



The Producing Team



PRODUCER

JAMIE THOMPSON

During Jamie Thompson's prolific career in the film industry he has produced more than 35 films, many of which have featured renowned actors such as Aaron Eckhart, Nicolas Cage, Terrence Howard, and Christian Slater. His productions consistently deliver engaging narratives brought to life by well-known, accomplished directors. Combining his almost 25 years of experience as a sales agent with his practical production experience has made Jamie a unique Producer because of his experience from early development through finance and distribution, into production and through delivery.



EXECUTIVE PRODUCER

PATRICIA KRAKOFF, PSY. D

Executive Producer Dr. Patricia Krakoff is a retired psychologist with a background in writing. She lived 20 years in Paris where she was a fashion model and freelance writer. After graduating in San Diego with a doctoral degree in psychology, she married Robert M. Krakoff. What followed was a varied career; Patricia provided blogging and writing services for leadership professionals and is a Certified Ghostwriter. She also wrote and blogged about senior health and the brain. She has a natural supplement company, Mind-FX Science. Her involvement with Dream Hackers is deeply personal, as it was her husband Robert's final wish to see his creation produced as a feature film.



EXECUTIVE PRODUCER

JEFFREY G. MATHER

Jeffrey G. Mather brings a wealth of experience as a business consultant and leader across multiple industries. He currently is a Regional Director in a Business Consulting capacity supporting a large client base. He also previously worked for a Fortune 500 company. His teams are facilitating millions in economic growth with sustainable business practices. As an executive producer on this project, Mr. Mather's extensive background in strategic planning, financial analysis, and business development will provide invaluable insights and guidance, leveraging his proven track record of collaborating with high-caliber talent and generating significant results.

EXECUTIVE PRODUCER

J. STEPHEN HUTTON

J. Stephen Hutton has an extensive background in the marketing world of Madison Avenue from the 1980s. Later in the 90s and early 2000s, he was a pioneer in the expanding wireless communications industry. He successfully spearheaded various real estate developments in the USA and Canada. Hutton is known to bring a fresh and creative approach to projects that result in prosperity and positive outcomes.



The Market Opportunity

DREAMHACKERS

- The global film industry is experiencing substantial growth, driven by the increasing demand for diverse content across various platforms, including streaming services, traditional theaters, and international markets.
- According to a report by PwC, the global entertainment and media market is expected to grow at a compound annual growth rate (CAGR) of 4.3% over the next five years, reaching \$2.6 trillion by 2027. This growth is largely fueled by the rising consumption of film content and the expansion of digital distribution channels.
- *Dream Hackers* aims to capitalize on these trends by delivering a high-quality, compelling narrative, produced at a strategically designed price point, that appeals to both domestic and international audiences.



Competitive Advantages and Risk Mitigation



26 U.S.C. § 181 Tax Benefits to Investors

- The first \$20,000,000 investment in *Dream Hackers* will be eligible for tax treatment under 26 U.S.C. § 181 which allows the investment to be expensed 100% in the first year rather than depreciated over a number of years.
- This means investments made prior to December 31, 2024 can be deducted fully in tax year 2024.
- This upfront deduction is coupled with the profit-making potential of the film, as income generated in subsequent years is taxed as ordinary or passive income, depending on certain investor factors.
- This structure provides both an immediate tax advantage and the opportunity for financial gain, making it an attractive option for investors looking to support a profitable project while benefiting from a significant tax incentive.

DREAMHACKERS



Risk Mitigation

Production Cost Reduced by 25% Via Film Incentive Rebates

Competitive Advantage

- The film's producers are experienced at availing of state tax incentives.
- Dream Hackers will be structured so as to avail of State tax and other rebates which will have the effect of reducing the overall production budget by at least 25% of the total budget of the film.
- Thus on a \$25M budget, the production will realize at least \$6.25M in tax rebate revenue that will reduce the effective breakeven point from \$25M to \$18.75M on film and television industry revenue to be earned.



30%

Income tax credit of approved expenditures

35%

Incentive for Kentucky resident labor

35%

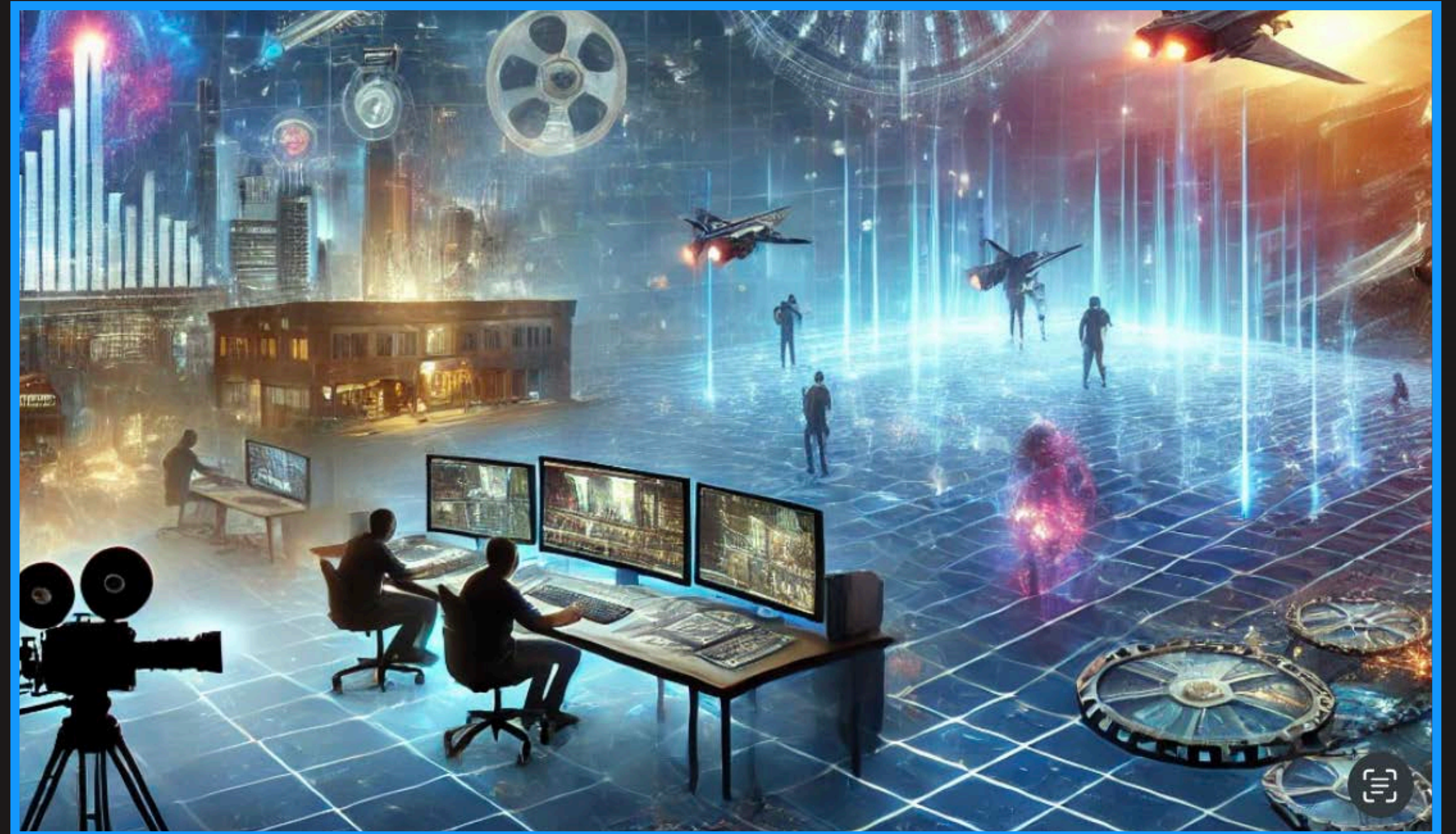
Incentive for filming in an enhanced incentive county

Low Cost, High Quality Digital FX

Provide Increased Production Value

Competitive Advantage

- As a carefully designed futuristic Science Fiction film, Dream Hackers is extremely well positioned to exploit recent advances in digital technology that will allow for the creation of stunning visual effects at exceptionally low cost.
- This drives a situation where the perceived production value for the film will be substantially greater than the actual cost.



DREAMHACKERS

Risk of Non-Completion Eliminated Through Completion Bond Insurance

Risk Mitigation

- **The film will be produced using a Completion Bond, which is a form of insurance that guarantees a film will be completed on time and within the budget agreed upon by the production company and its investors. Here is how it works:**
 - **Guarantee to Financiers:** The completion bond provides assurance to financiers that if the film encounters budget overruns or significant delays, the bonding company will either step in to provide additional insurance funds or take control of the production to ensure its completion.
 - **Oversight and Monitoring:** The bonding company monitors the production process closely. Before issuing the bond, the company reviews the script, production schedule, budget, and key personnel involved. During production, they continue to track progress to ensure everything stays on track.
 - **Enforcement of Budget & Schedule:** If the film exceeds the agreed-upon budget or falls behind schedule, the completion bond company has the authority to take measures to bring the project back on course. In extreme cases, they may replace personnel or modify the production to ensure it finishes within the original term

Strategic Distribution Partners

Risk Mitigation

Reduce Distribution and Market Risks

- Dream Hacker Partners LLC is positioned to form strategic distribution partnerships with leading digital platforms and distributors worldwide, positioning the film for optimal market penetration.
- These partnerships will enable the film to reach a wide audience while minimizing marketing costs, ensuring efficient capital utilization.
- A significant portion of the budget will be secured by advance distribution contracts with global distributors, ensuring certain Minimum Guaranteed income



DREAMHACKERS

Strategic Casting Provides a Branding Boost

- A key component to the strategy is that, in keeping with the film's futuristic, sci-fi themes, casting of lead roles will be carried out with the international market in mind.
- Actors will be selected not only for their strength in the US market, but overseas markets as well – including the careful, strategic casting of actors from key overseas markets, whose participation can significantly increase their “home-market” revenue.
- Of the \$25M budget, \$6-8M is allocated to secure participation by major leads and supporting talent.

DREAMHACKERS

PROSPECTIVE LEADS



CLIVE OWEN



JAMES MCAVOY



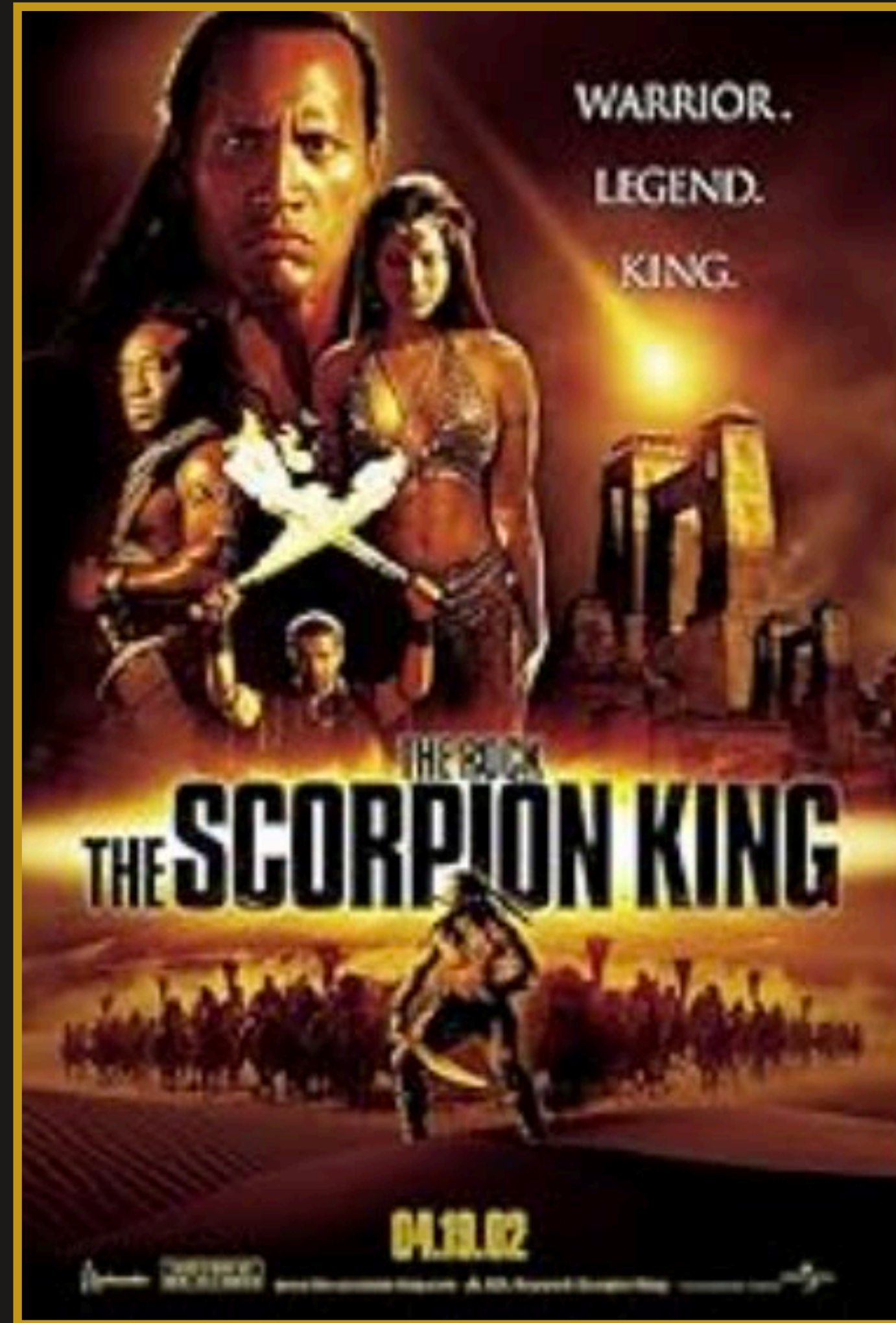
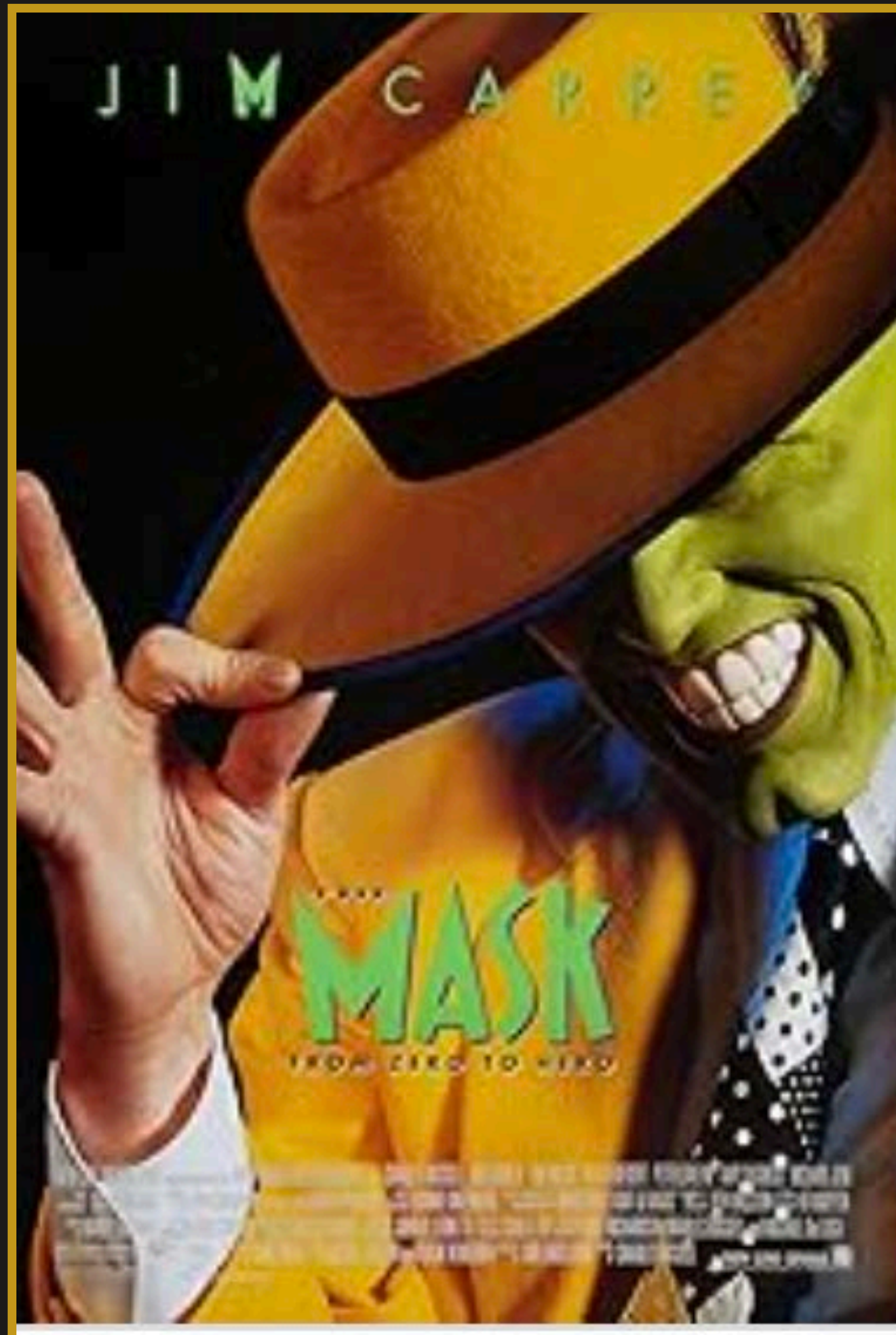
JAKE GYLLENHAL

Note: The actors shown are for reference only and are not attached to the project. They reflect the caliber of talent we intend to pursue for the lead role, consistent with the level of talent our producers have successfully signed in prior films. No casting decisions have been made at this time.

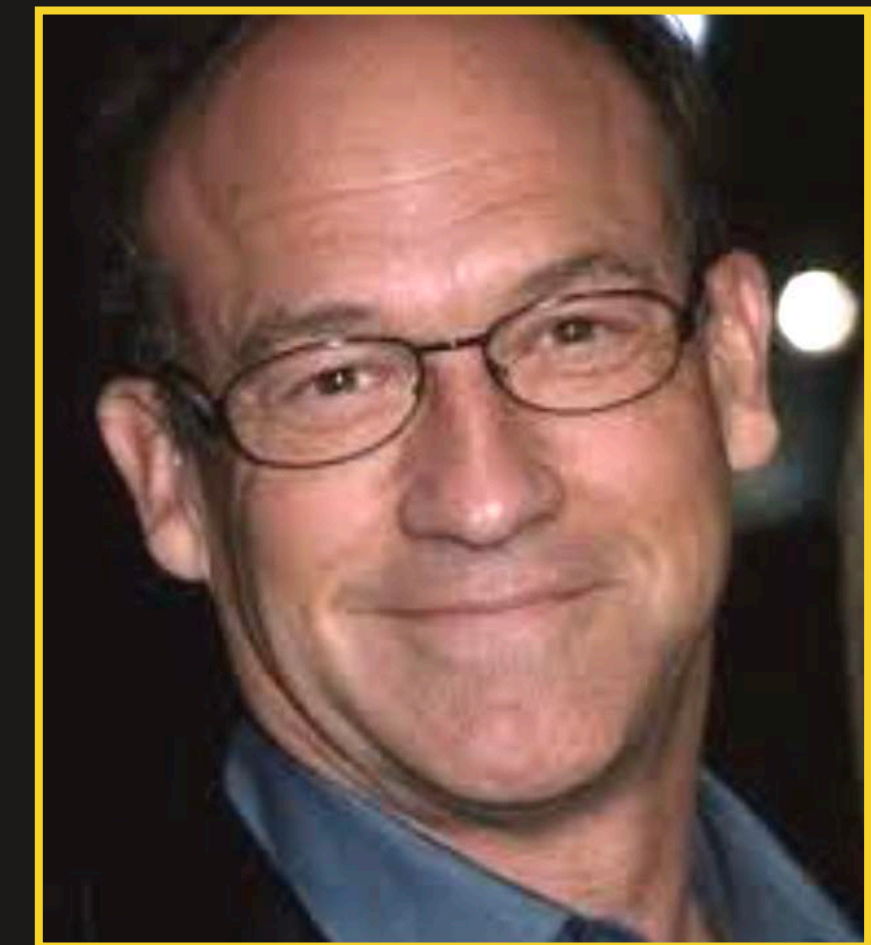
Risk Mitigation

Experienced Director Assures Product Viability

DREAMHACKERS



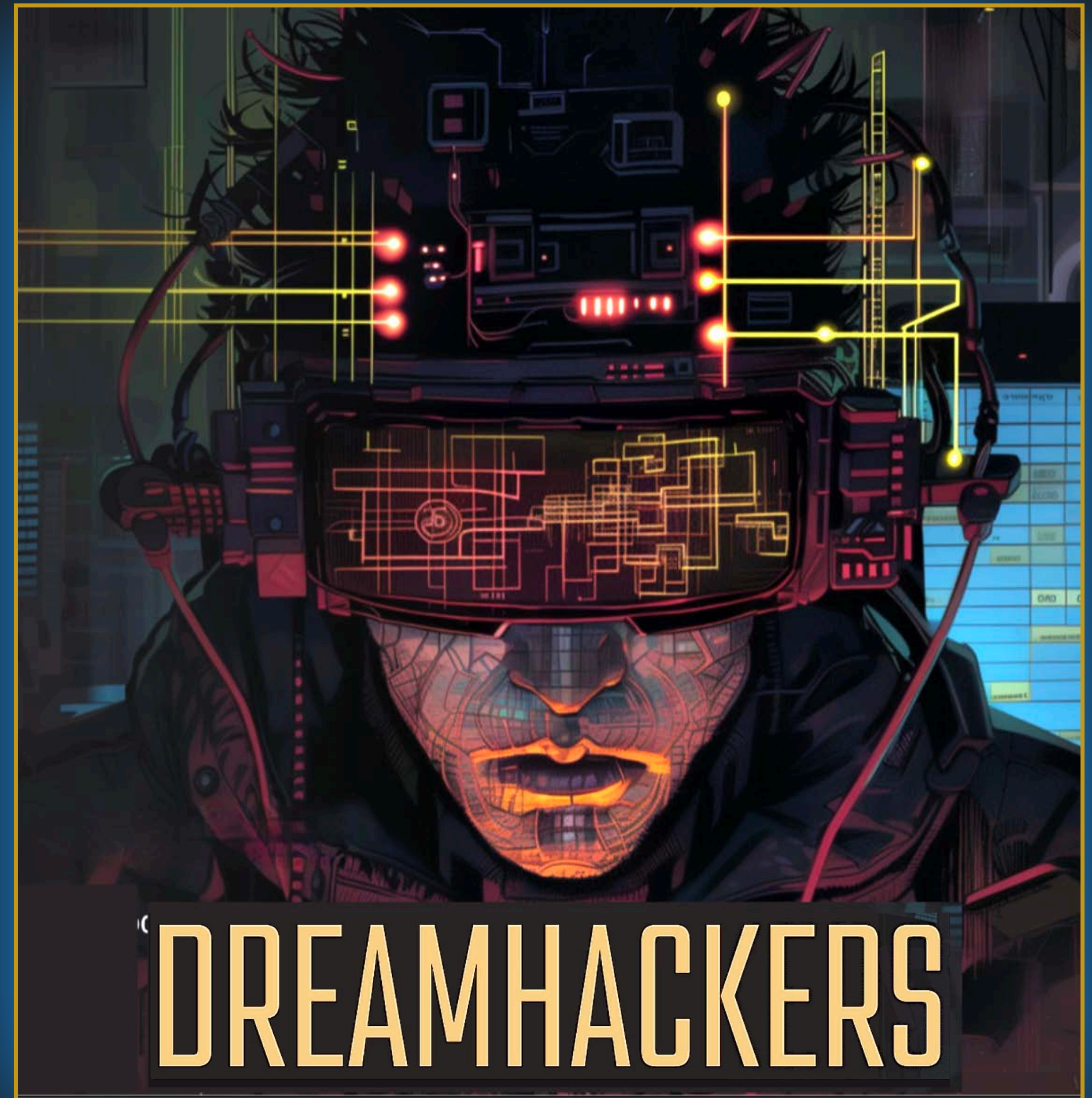
DIRECTOR CHUCK RUSSELL



**Director of The Mask,
and Scorpion King**

*Note: Producers are in discussions with
Chuck Russell but no contract has yet
been signed and Mr. Russell is not
officially "attached" to the project.*

The Investment



CONFIDENTIAL
PRIVATE PLACEMENT MEMORANDUM

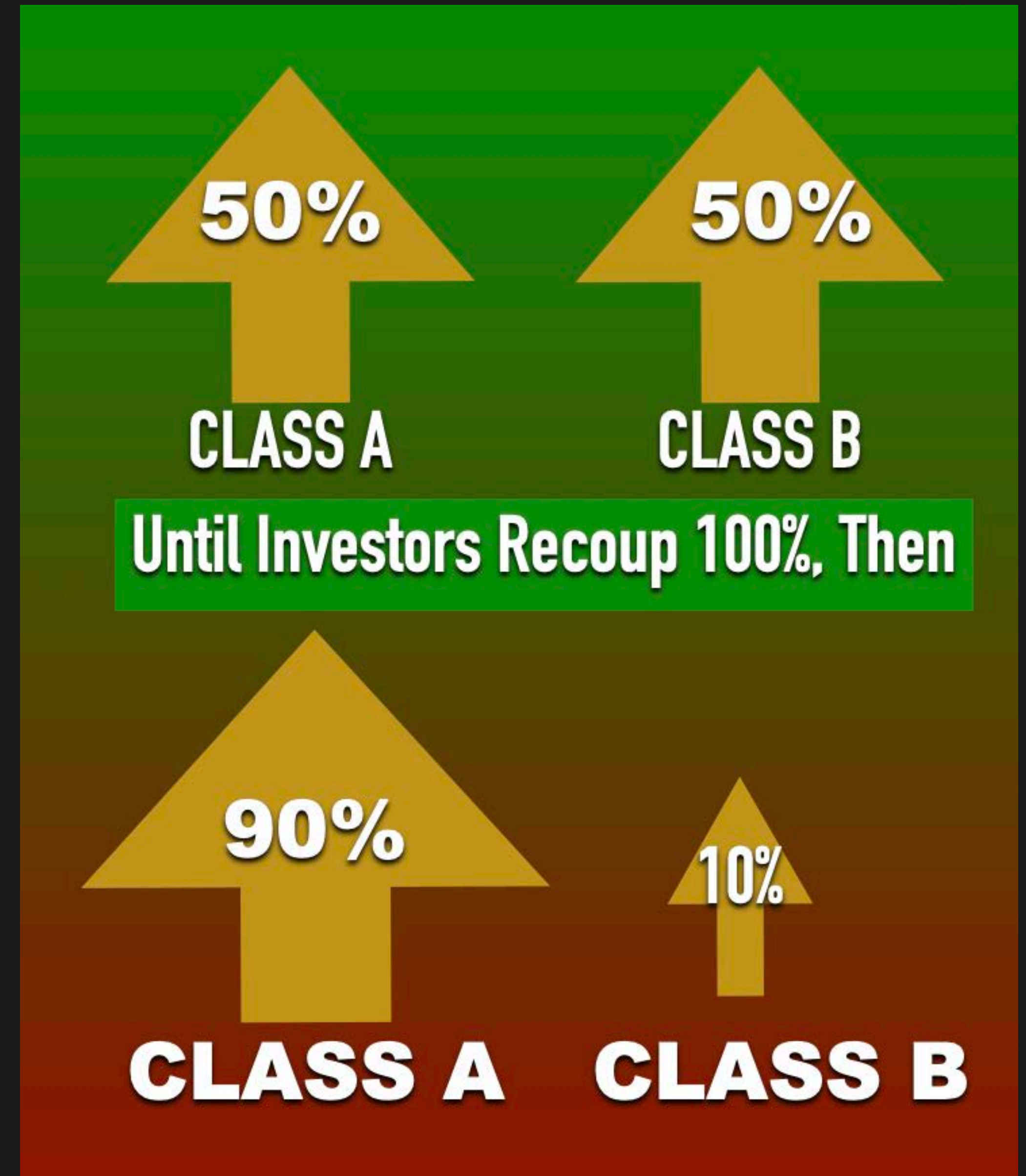
DREAM HACKER PARTNERS LLC

(a Delaware Limited Liability Company)

**US \$25,000,000 Class 'A' Preferred Membership Units of \$100,000 Each,
Representing 30% of the Membership Interest in Dream Hacker Partners LLC or 250 Units
Each Unit consists of a .12% Membership Interest in Dream Hacker Partners LLC.**

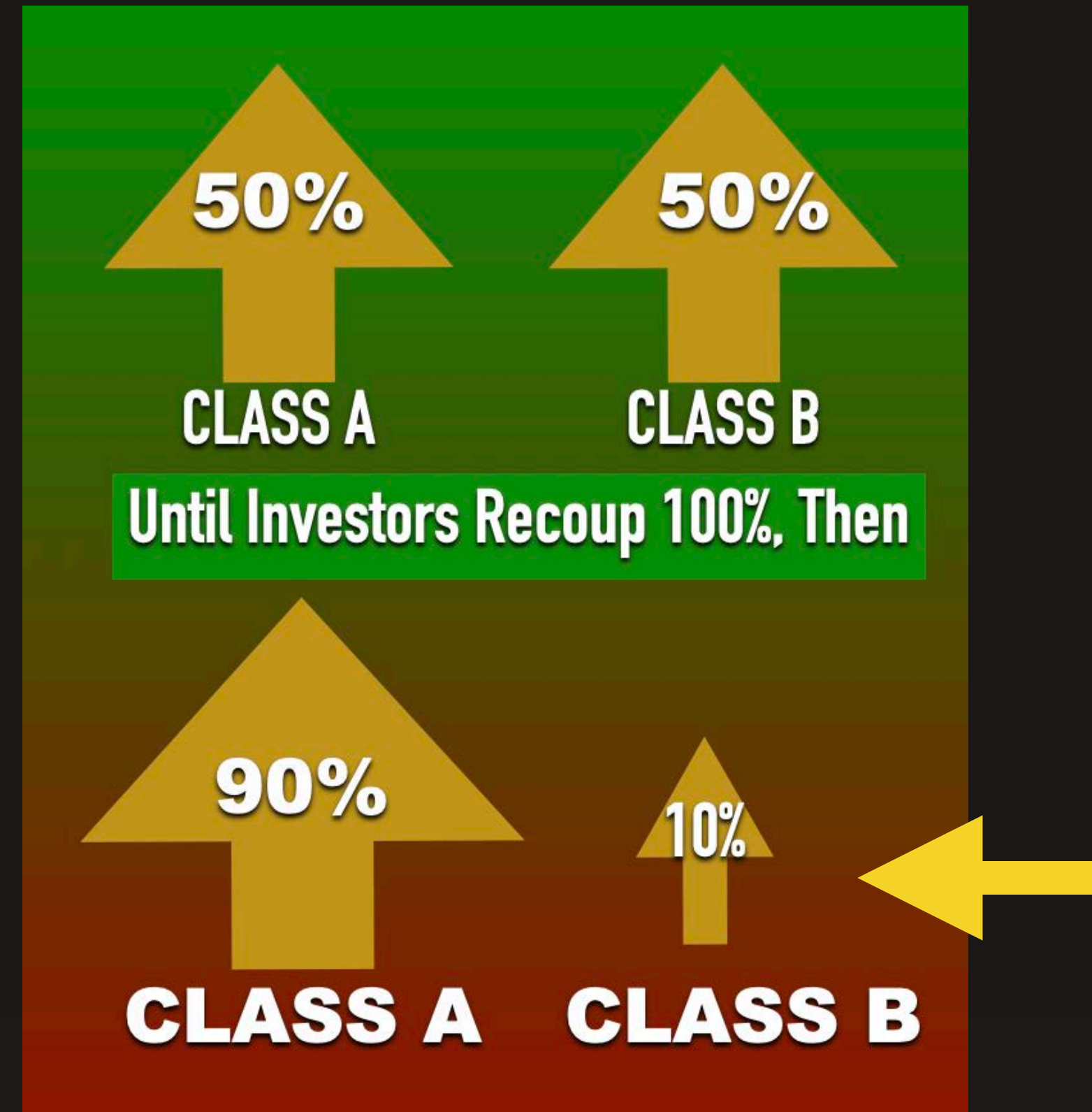
How Investors Earn

- All income from first dollar is distributed 90% to Class A (Investors) and 10% to Class B (Management, Producers, Artists) until investors have fully recouped 100% of their investment. Thereafter all income is distributed 50-50 between Class A and Class B.
- Under IRS Section 181 rules, Investors may write off the investment in year one, thus gaining a substantial tax deferment benefit.



Special Benefit to First \$5M Investors

- Additionally, as a special benefit, the first \$5M in investors will, in addition to earning a pro rata share of the 90% “Investor Corridor”, will also earn a pro rata 50% share of the Class B “Producer/Artist Corridor” until these investors receive 20% of their investment from this bonus corridor.
- The effect is that the first \$5M will recoup 120% of their investment, rather than 100%, before the 50-50 split occurs.



SPECIAL BENEFIT
“First \$5M”
Investors share 50% of the Class B Corridor until they earn a 20% bonus, effectively giving them 120% before the 50-50 split occurs

How Films are Licensed and Income Is Earned

DREAMHACKERS

- Independent Producers typically license the rights to a film for fixed rights (territory, type of right) for a fixed period, after which the rights revert to the owner/producer.
- Domestic and Foreign Buyers (Distributors) typically pay an advance Minimum Guarantee against income sharing (aka “overages”) if the film performs well.
- Figures shown on the following page are for Advance Minimum Guarantee payments only, and do not consider:
 - Overages which may be earned over time
 - Relicensing after the initial license period is over
 - The residual “library value” of the film, which is typically not less than 10% of budget.

Projected income from Minimum Guarantees

	TARGET	TAKE/MID	TAKE/LOW
ENGLISH SPEAKING			
United States and Can	12,500,000	10,000,000	7,500,000
United Kingdom	2,000,000	1,250,000	750,000
Australia/New Zealand	750,000	500,000	300,000
Airlines	1,250,000	750,000	300,000
South Africa	300,000	200,000	100,000
Sub-Total.	16,800,000	12,700,000	8,950,000
EUROPE			
Germany	2,500,000	2,000,000	1,500,000
France (FST)	2,500,000	2,000,000	1,500,000
Italy	1,000,000	750,000	500,000
Spain	1,250,000	1,000,000	750,000
Scandinavia (inc Iceland)	500,000	350,000	250,000
Benelux	450,000	300,000	225,000
Portugal	150,000	100,000	75,000
Greece/Cyprus	150,000	100,000	75,000
Sub-Total Europe	8,500,000	6,600,000	4,875,000

LATIN AMERICA			
Pan Latin America PTV	500,000	350,000	250,000
Argentina/Par/Uru/ Chile	350,000	250,000	150,000
Brazil	350,000	250,000	150,000
Central America	300,000	200,000	100,000
Colombia	350,000	200,000	150,000
Mexico	500,000	350,000	250,000
Peru/ Ecuador/ Bolivia	200,000	150,000	100,000
Venezuela	200,000	150,000	100,000
Sub-Total Latin America	2,750,000	1,900,000	1,250,000
ASIA			
China	1,000,000	750,000	500,000
Japan	1,000,000	750,000	500,000
South Korea	750,000	500,000	250,000
India	250,000	200,000	150,000
Pan Asian Pay TV	250,000	200,000	150,000
Hong Kong / Macao	150,000	100,000	50,000
Indonesia	150,000	100,000	50,000
Malaysia	150,000	100,000	50,000
Philippines	150,000	100,000	50,000
Thailand	150,000	100,000	50,000
Taiwan	250,000	200,000	150,000
Singapore	150,000	100,000	50,000
Sub-Total Asia	4,400,000	3,200,000	2,000,000
ASIA MINOR			
Middle East	1,000,000	750,000	500,000
Turkey	250,000	200,000	150,000
Israel	100,000	75,000	50,000
Sub-Total Asia Minor	1,350,000	1,025,000	700,000
EASTERN EUROPE			
CIS/Baltics	1,000,000	750,000	500,000
Poland	400,000	300,000	200,000
Hungary	400,000	300,000	200,000
Former Yugoslavia	250,000	200,000	150,000
Czech & Slovak Rep.	250,000	200,000	150,000
Romania	200,000	150,000	100,000
Bulgaria	200,000	150,000	100,000
Sub-Total East Europe	2,700,000	2,050,000	1,400,000

WHAT IS A ‘MINIMUM GUARANTEE?’

In international film distribution, a *minimum guarantee* (MG) is an upfront payment that a distributor commits to paying the film’s rights holder, regardless of the film’s performance. This payment guarantees a minimum income for the rights holder, acting as an advance against future royalties. If the film performs well and exceeds the MG amount, income sharing kicks in, allowing the rights holder to earn additional revenue. This structure provides a baseline financial security for the rights holder while also giving the distributor potential upside if the film achieves strong sales.

TOTAL	36,500,000	27,475,000	19,175,000
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INVESTOR INCOME AND ROI

INITIAL INCOME	Ask/Target	Take/Mid	Low
Tax Rebate	8,000,000	7,000,000	6,250,000
Minimum Guarantees	36,500,000	27,475,000	19,175,000
Total (2 -3 Year Timeframe)	44,500,000	34,475,000	25,425,000
Less Amount Invested	25,000,000	25,000,000	25,000,000
Profit	19,500,000	9,475,000	425,000
Initial ROI from MG's	78%	38%	2%
ADDITIONAL INCOME			
Overages	5,000,000	3,000,000	1,500,000
Library Value	2,500,000	2,500,000	2,500,000
Subtotal	7,500,000	5,500,000	4,000,000
Total Profit	27,000,000	14,975,000	4,425,000
Total ROI	108%	60%	18%

FORWARD-LOOKING STATEMENTS

These are forward-looking statements, which are subject to risks and uncertainties. Forward-looking statements involve certain risks and uncertainties that could cause actual results, performance or achievements to be materially different from any future results, performance or achievement expressed or implied by the Company's forward-looking statements. Forward-looking statements include, but are not limited to, statements about the progress of the Company's research and development, the timing of anticipated achievement of milestones, the impact of potential future litigation, changes in or failure to comply with governmental regulation, trends affecting the film industry, loss of key personnel, general economic conditions, performance by parties under contracts with the Company, and other risks described from time to time in this Memorandum.

Comparable Films

DREAMHACKERS

Film	Budget	Box Office	Other Income	Residual Value*
<i>Blade Runner</i> (1982)	\$30M	\$39M	\$50M+	\$20M
<i>Ex Machina</i>	\$15M	\$36.9M	\$30M	\$2M
<i>Her</i>	\$23M	\$48.3M	\$20M	\$2M
<i>Minority Report</i>	\$102M	\$358M	\$40M	\$5M
<i>I, Robot</i>	\$120M	\$353M	\$50M	\$4M

← **RESIDUAL VALUE** *

Estimated residual value, also known as “library value” of the film in 2024. Typically, this fluctuates between 3x and 10x recent yearly earnings. For a culturally impactful “classic” like *Blade Runner*, the value is relatively greater, but all viable films retrain some residual value.

- **SELECTION PROCESS** We chose these films for their focus on technology and societal themes within sci-fi, rather than on extraterrestrial elements, to align with *Dream Hackers*’ thematic approach.
- **CAUTION!:** While the above figures outline basic revenue, assessing profitability for the financier/copyright owner is more nuanced due to the involvement of exhibitors, distributors, and marketing expenses.
- **RELATIVE VALUE:** The relative value of different income streams is constantly evolving, with streaming now playing a significant role, albeit with volatility. Relicensing after the initial license period is over
- **PROFITABILITY FOCUS SHOULD BE ‘MINIMUM GUARANTEE’:** Unlike real estate comparables, film revenue projections are more complex. Minimum Guarantees offer a reliable metric by providing upfront income directly to the copyright owner, which is essential for projecting actual revenue

FOR ADDITIONAL INFORMATION

*For additional information, please consult the
Private Placement Memorandum or contact:*

DREAM HACKER PARTNERS LLC

Attn: Investor Info - Steve Brennen
51409 Doubletree Ct. Indio, CA 92201
Tel: 760-349-9000
Email: info@dreamhackersllc.com

