

DIRECTORS GUILD OF AMERICA
BASIC AGREEMENT OF 2008

THIS AGREEMENT, dated as of this first day of July, 2008, by and between the **DIRECTORS GUILD OF AMERICA, INC.**, a California non-profit membership corporation (hereinafter referred to as the “Guild”) with principal offices at 7920 Sunset Boulevard, Los Angeles, California 90046, and

300 Pictures, Inc.
2006 Film Services, LLC

Advanced Knowledge, Inc.
AEG Ehrlich Ventures, LLC
AGM Movie Production, LLC
AJA Productions, Inc.
Albemarle Productions, Inc.
Alive and Kicking, Inc.
Allenford Productions, Inc.
Alpine Productions, Inc.
Am Glad Productions
Andalasia Productions, Inc.
Arlington Productions, Inc.
Ashland Productions, Inc.
Atahualpa, Inc.
Auckland Productions, Inc.
Avery Pix, Inc.
The Avnet/Kerner Company
Avoca Productions, Inc.

Bell-Phillip Television Company
Belleville Productions, Inc.
BL4 Productions, Inc.
Black Christmas LLC
Blue Diamond Entertainment Inc.
Bob Weis Design Island Associates Inc.
Boss Productions, Inc.
B.O.T. Productions, Inc.
Brad Lachman Productions, Inc.
Bruce Nash Entertainment

The Burning Plain, LLC
BWDI Battlestations, Inc.

Califon Productions, Inc.
Canada Premiere Pictures Inc.
Canterbury Productions, Inc.
Carolina Pictures, LLC
Castle Rock Pictures, Inc.
Category 5 Productions, Inc.
CBS Films Inc.
CBS Studios Inc.
CD2 Pictures Inc.
Charles Evans
Chime Productions, LLC
Class Action Pictures, Inc.
Close It
Colony Way Productions, Inc.
Columbia Pictures Industries, Inc.
Corsica Productions, Inc.
Cosgrove-Meurer Productions, Inc.
Country Music Association, Inc.
The Couturie Co., Inc.
Crossroads Entertainment, Inc.
CPT Holdings, Inc.
Crawfish Productions, LLC

Dakota North Entertainment Inc.
Dan Wigutow Productions, Inc.
Danjaq LLC
Dark Country Productions, Inc.
Dean River Productions, Inc.
dick clark productions, inc.
Direct Court Productions, Inc.
Do You Trust Me Productions, Inc.
Documentary Broadcasting Company
Double Dutch Bus Productions Inc.
Dr. Manhattan Project Inc.
DW Dramatic Television L.L.C.
DW SKG TV L.L.C.
DW Studios Productions L.L.C.

DW Television L.L.C.

Earlham Productions, Inc.
ELP Communications
Entrada Productions, Inc.
E.O.B. Productions, Inc.
Eye Productions

Floresta Productions, Inc.
For Christ's Sake LLC
Fox Center Productions, Inc.
Fox Daytime Prod., Inc.
Fox Nitetime Prod., Inc.
Fox Square Productions, Inc.
Fox Television Studios, Inc.
FT, LLC

Gallant Entertainment Inc.
Garden Films Productions, LLC
Get A Life Productions, Inc.
Glenhill Productions, Inc.
Goldberg & O'Reily Enterprises, Inc.
Gone Baby Productions, Inc.
Gone Fission, Inc.
Good Night Good Luck LLC
Granada US Productions, Inc.
Grand Slam Productions Inc.
GT Films Inc.
The Gurin Company

Halberd Productions, Inc.
Handcuff Productions, Inc.
Happy Puppet Prod., Inc.
Harborlight Entertainment, Inc.
Harebrained Pictures, Inc.
Hats Off To Larry Productions, Inc.
Hazardous Productions, LLC
HDNM Entertainment LLC
Hearthlight Pictures, Inc.

Hillard Productions, Inc.
Hollyvista Productions, Inc.
Hostage Productions, Inc.
Hudson Productions, Inc.
Hurt Locker, LLC

I.B.C.C. Films, Inc.
In Bloom, LLC
In Oz Pictures, Inc.
Informant Productions LLC
It's A Laugh Prod. Inc.

January Enterprises, Inc.
Jeff Margolis Productions, Inc.
JJ Pictures, Inc.
The Jon Avnet Co. II
Jonna's Body Movie, LLC

Kaos Pictures, Inc.
Katja Motion Picture Corp.
K B & M Prod. UNLTD, Inc.
Kelley Productions, Inc. dba David E. Kelley Productions
Kent Gordis Productions, Inc.
Kidzhouse Entertainment LLC
King World Studios West Inc.
KWP Studios Inc.

La Mesa Productions, Inc.
Lafitte Productions, Inc.
Lakeshore Entertainment Group LLC
Laurelwood Entertainment, Inc.
Liberty Pictures, Inc.
Lightstorm Entertainment, Inc.
Liliana Productions Inc.
Llamame Loco Producciones, Inc.
Lucky You Pictures, Inc.

M Boy Productions, Inc.
Madison Productions, Inc.
Mall Cop Productions, Inc.

Maple Leaf Pictures, Inc.
Mardi Gras Louisiana, LLC
Max Avenue Productions, LLC
McFarlane Productions, Inc.
Media & Policy Center Foundation
f/k/a Wiland-Bell Productions
Merlot Film Productions, Inc.
Metro-Goldwyn-Mayer Pictures Inc.
MFV Productions LLC
MGM Television Entertainment Inc.
Michael Rose Productions, Inc.
Miss Universe L.P., LLLP
Monet Lane Prod., Inc.
Montrose Productions, Inc.
MSLO Productions, Inc.
MT Productions, LLC

Nashville Star Productions, Inc.
National Studios, Inc.
New Line Productions, Inc.
New Regency Productions, Inc.
Ninjutsu Pictures, Inc.
NS Pictures, Inc.

O13 Productions, Inc.
October Holdings, Inc.
Old Dogs Productions, Inc.
On The Brink Prod., Inc.
Open 4 Business Productions, LLC
Original Content Productions, Inc.
Orly Adelson Productions, Inc.

Pacific 2.1 Entertainment Group, Inc.
Parallel Television Productions, LLC
Paramount Pictures Corporation
Paul Brownstein Productions, Inc.
Peroxide Passion, Inc.
Pet II Productions, Inc.
Phoenix Pictures Inc.
Plaza Productions, Inc.

Prod. Co., Inc.
Production Partners, Inc.
Quadra Productions, Inc.

Ralph Edwards Productions
Ralph Edwards/Stu Billett Productions
Readcrest Productions, Inc.
Rebellion Pictures, LLC
Redemption Pictures, Inc.
Regency Television Productions, Inc.
Remote Broadcasting, Inc.
Rick Mill Productions, Inc.
River Road Entertainment Productions, LLC
The Road Productions, LLC
Rose City Pictures, Inc.
Rosecrans Productions, Inc.
Rozar Pictures, LLC
Rules Prod., Inc.

Saddle Peak Prod., Inc.
San Vicente Productions, Inc.
Sarah James Productions, Inc.
Second Mate Productions, Inc.
Seneca Productions, Inc.
Seven Pounds Productions, Inc.
Seymour K. Learly Prods.
Shafer Entertainment Pictures, LLC
Showtime Networks Inc.
Showtime Pictures Development Company
Singing Bee Productions, Inc.
SKE Productions, LLC
The SKPS Company
SLO Productions Inc.
Smallville Studios, Inc.
Snow Lion Interactive Media, Inc.
Solana Productions, Inc.
Somma Productions, Inc.
Spelling Bee Productions LLC
Spinnaker Films Inc.
Stage 6 Films, Inc.

Step Up 2 Productions, Inc.
Strike Entertainment, Inc.
Sudden Motion Prod. Inc.
Sunset Las Palmas Productions, Inc.
Sweet Tea Pictures, LLC

Taking Lives Pictures, Inc.
Team Douglas Productions, Inc.
Tenth Planet Productions Inc.
That's So Productions, Inc.
Thoreau LLC
Toluca Holdings, Inc.
Topanga Productions, Inc.
Touchstone Television Productions, LLC d/b/a ABC Studios
Trackdown Productions, Inc.
Tres Leches Films LLC
TriStar Pictures, Inc.
TriStar Television, Inc.
Turistas LLC
Turner Films, Inc.
Turner North Center Productions, Inc.
Turtle Rock Prod., Inc.
Twentieth Century Fox Film Corporation
Two Lovers, LLC

UA Development Inc.
United Artists Pictures Inc.
Universal City Studios LLLP
Universal Network Television LLC
Utica Productions, Inc.

Vampires-R-Us, Inc.
Vasanta Productions, Inc.
Very Funny Productions, Inc.
Visionaire Media

Walt Disney Pictures
Wanna Bet Productions, Inc.
Warner Bros. Pictures
Warner Bros. Television

Warner Bros. UK Services Ltd.
Warner Specialty Productions Inc.
Westholme Productions, Inc.
Wild Hogs Productions, Inc.
Wild Jams Productions, Inc.
WJH Productions, LLC
Woodridge Productions, Inc.
Wooster Productions, Inc.
Worksite, LLC
The Worldwide Maurice International Company, Inc.
WOTN, LLC

Zachary & Evie Prod., Inc.

all of which constitute a single multi-employer bargaining unit and each hereinafter referred to as the “Employer” and collectively referred to as “Employers.”

WITNESSETH:

In consideration of the mutual agreements herein contained, the parties hereto agree as follows:

For convenience, this Agreement may be referred to as the Directors Guild of America Basic Agreement of 2008 (hereinafter the “BA”). This Agreement shall be effective July 1, 2008, and shall be applicable only to motion pictures produced hereunder, the principal photography of which commences on or after July 1, 2008, and to services performed hereunder on and after July 1, 2008 (except as herein otherwise expressly provided).

When this BA is executed by more than one Employer, or by an agent on behalf of a multi-employer bargaining unit or an individual Employer, the BA will nevertheless be binding severally upon each Employer on whose behalf the BA is so executed.