



¡Azúcar!

Celia Cruz: The Movie

Executive Summary
By:



The information contained herein is provided solely for the purpose of providing information to the reader about MainStream Media Ent., Inc. and its theatrical motion picture mentioned here. Recipients agree to keep the contents in confidentiality and not reproduce or further distribute any portion hereof without the express prior written consent of an authorized officer of "Mainstream Media Ent., Inc." This document is not an offering circular or private placement memorandum and no company securities are being offered or sold here.

Table of Contents

- I. Film Investment Risk
- II. Mission Statement
- III. Executive Summary
- IV. Meet the Team
- V. Meet the Talent
- VI. Investment Structure
- VII. Financial Chart
- VIII. Contact Information

* *

Film Investment Risk

Any investment in film production involves a high degree of risk. This investment should not be made by anyone who cannot afford the loss of his or her entire investment. Before investments are made, the following risks must be carefully considered:

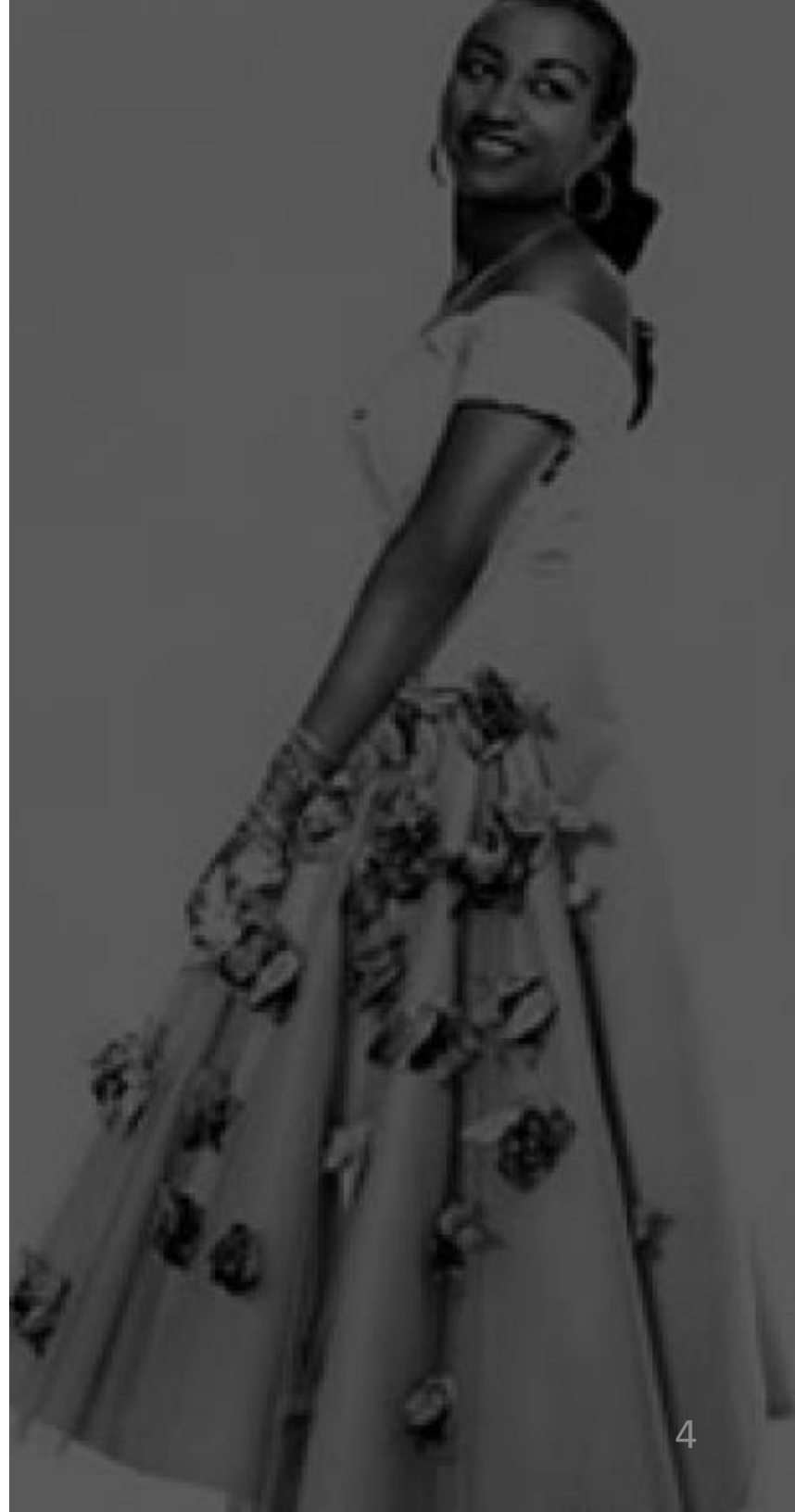
The success of any medium, whether film or television, depends on the public's tastes and opinions at any given time. The likes and dislikes of the public vary greatly from day to day and can never be confirmed. As a result, it is impossible to determine the success of this, or any, film. The release of a similar film may affect the popularity of this film. As a result of the above factors, and others not listed here, only one of every five films recoup their costs.

For the interest of the Limited Liability Company, the investors realize they may not dispose of their investment at any time and that they bear the financial risk of their investment for an indefinite period of time.

Mission Statement

Our goal as a team is to produce the most authentic Celia Cruz biopic that will enrich society and create maximum profits for our investors. We strive to efficiently develop the most appealing project with a wide appeal for mass audiences, thereby creating a greater marketing opportunity and greater financial viability.

We, the makers of the film, all have been touched by Celia in one way or another. Our producers were all influenced by her passion and many actually met her and were blessed by her presence. Celia Cruz's life example gave us a vision. We feel that once you see what we are doing in her honor, you will also know Celia the way we do.



Executive Summary

Production Companies:

MainStream Media Ent., Inc.
DCV Media Productions Inc.

Distribution Company:

TBA

Story Line Summary:

This is the legendary story of the Queen of Salsa, Celia Cruz, whose life transpires and transforms on-screen. Starting from her childhood, beginning with nothing, we see her life and the people she touched on her way to fame. She was a light to follow and an inspirational woman from beginning to end.

Title:

¡Azúcar! Celia Cruz (unauthorized biography)

Script:

First draft is ready



Executive Summary

Director:

Guillermo del Toro (requested)

Producer:

Colin Vaines

Creative Team:

Estella Vetrano, Zandra Rivera, Jose Yacaman

Format:

1:81:1 Sony HD Format 4:3 and 16:9. 4:4:4

Writer:

Based on the novel, *¡Azúcar!* By Eduardo Marceles

Cast:

In talks with Zoe Saldana, Antonio Banderas, John Leguizamo, Marc Anthony, Tito Puente Jr., etc.

Genre:

Biopic

Language:

English

Circa:

Time Piece 1940s-2003



Executive Summary

Production:

4-6 months

Production Locations:

Miami, New York, Cuba, Dominican Republic, and Colombia

Project Status:

In-Development

Principle Photography:

Fall-Winter 2016

Post-Production:

Spring 2017

Completion:

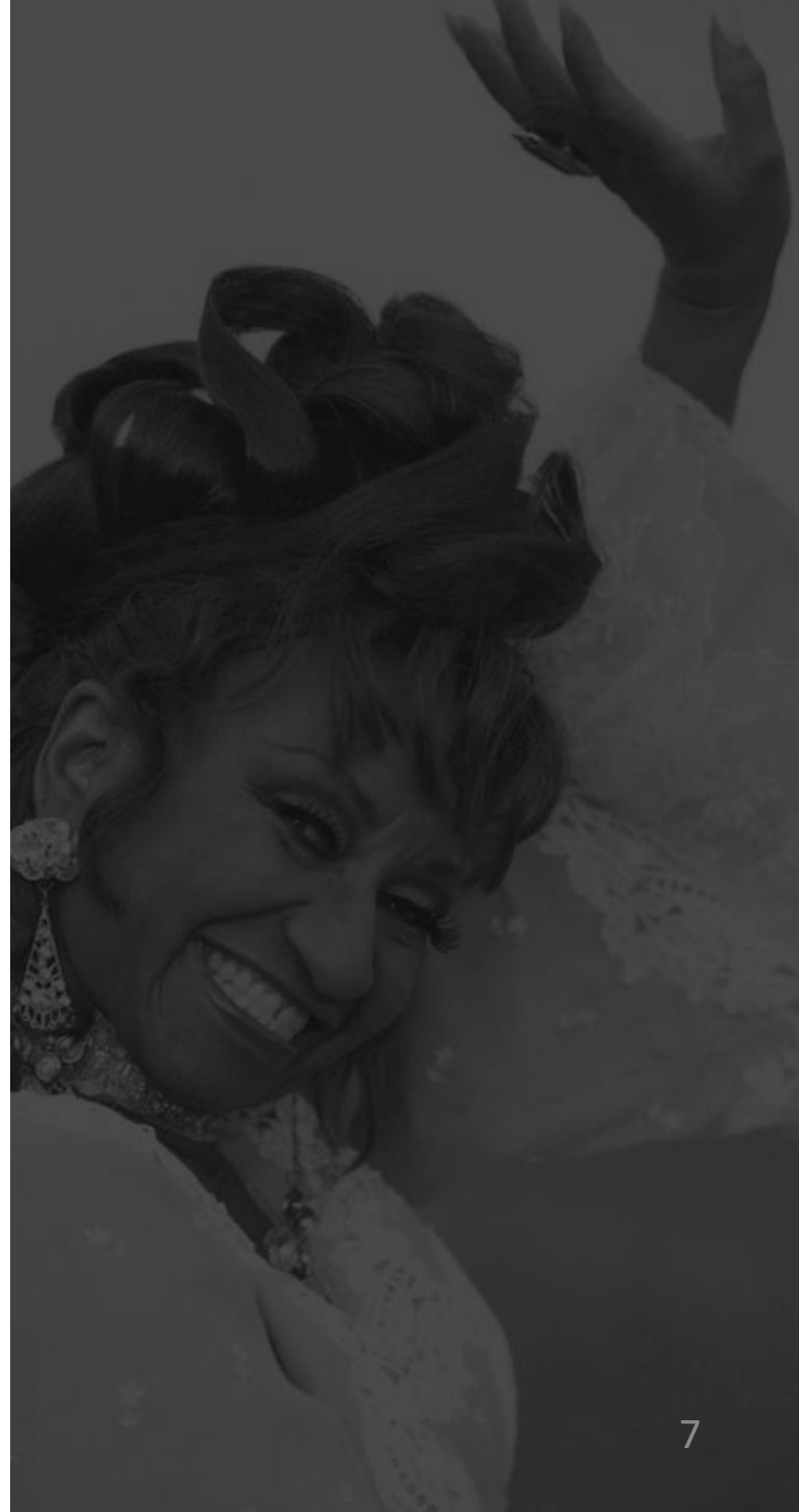
May 2017

Budget:

\$12-18,000,000 USD (subject to talent)

Non-Profit Scholarship Fund:

Celia Cruz Bronx School of Music



¡Azúcar!

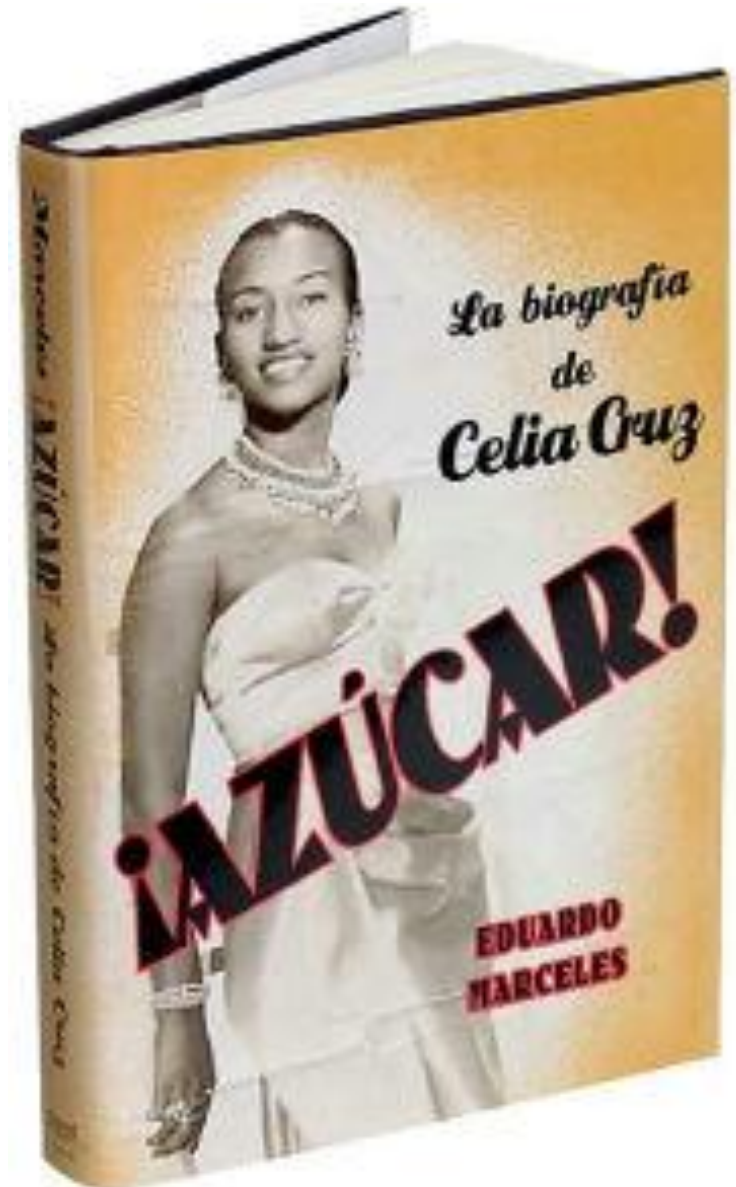
The Celia Cruz Biography (Unauthorized Biography)

By Eduardo Marceles

The unofficial biography of the legendary 7-time Grammy Award winning singer, Celia Cruz, also known as the Queen of Salsa, the Queen of Rumba or La Guarachera de Cuba. Celia was a child prodigy, born on October 21, 1925, in a humble tenement in Havana, the daughter of a railroad worker and a housewife with the same prodigious voice that her daughter inherited. In order to supplement her parents' income, she won singing contests on Havana radio stations, which led to her career as lead singer of local musical groups.

From the beginning she had to overcome the adversity of being black in a racist Cuban society, of being poor, and having limited access to a good education and social relationships. She was a woman in a country where the musical scene was male-dominated. Her tenacity finally paid off when she joined the Sonora Matancera in 1950, by far the most revered and acclaimed of all Caribbean musical bands, not only in Cuba but throughout Latin America, since its inception in 1924. Trumpet player, Pedro Knight, helped Celia to settle in her position as lead female singer. They would eventually develop one of the longest and most inspiring love stories in the volatile world of popular musicians.

At the triumph of the Cuban Revolution in 1959, the entertainment industry began to decline. As radio stations and television channels, traditionally devoted to musical programming, became state property, they focused more on political and social issues thus engagements for musicians and singers became increasingly scarce. Celia by that time was already a beloved singer throughout the world when, in view of these circumstances, Sonora Matancera accepted a contract to play in Mexico City where they stayed for many years hoping the communist regime in Cuba would collapse. They relocated to New York City upon an invitation Celia received from Jerry Masucci and Johnny Pacheco, owners of Fania Records, to sing at a concert at Yankee Stadium. This created the birth of the international phenomenon called Salsa. Celia Cruz was one of Latin music's most influential icons in the United States and worldwide. As the Queen of Salsa, Celia Cruz will be remembered always for her dynamic performances and her beautiful, generous charm.



A black and white photograph of a recording studio. In the foreground, there is a large, dark, rectangular vocal booth or isolation screen. To its right, there are several tables and racks of audio equipment. The background shows a large, open space with a high ceiling and various cables hanging from it. The overall atmosphere is professional and technical.

Meet the Team



Colin Vaines
Producer

Colin Vaines began his career in the film industry in 1977 as a journalist with the trade paper Screen International, which he went on to edit. In 1984, he left journalism to run the UK's National Film Development Fund, and act as consultant to parent body British Screen Finance. In 1987, he oversaw UK development for Columbia Pictures which subsequently led him to work for Enigma, working on films including *Memphis Belle*. He made his debut as a producer in 1992 with the Emmy-winning TV film *A Dangerous Man: Lawrence After Arabia*, which introduced Ralph Fiennes in the title role. During this time, in addition to developing projects as an independent producer, Vaines was artistic director of both the Performing Arts Screenwriting Lab in the UK and the writers' lab SCRAWL in South Africa. Among the writers he handpicked to develop were Simon Beaufoy (*The Full Monty*), John Hodge, (*Trainspotting*), Lee Hall (*Billy Elliot*), among others. The Film Consortium produced movies including *Hideous Kinky*, starring Kate Winslet. He was appointed Executive Vice-President, Development for New York-based Miramax Films in 1999, becoming Executive Vice-President, European Production and Development in 2002. He was Co-executive producer of Martin Scorsese's *Gangs of New York* (2002), and Executive in Charge of Production on Anthony Minghella's *Cold Mountain* (2003). He is also known as Executive Producer for *Miss Potter* (2006), *My Week With Marilyn* (2011), and *The Rum Diary* (2011).



Victor Daniel
Music Producer

"*La Vida Es Un Carnaval*" (Spanish pronunciation: [la 'βiða es un karn'βal]) is a song performed by Cuban recording artist Celia Cruz. The song was written by herself along with Sergio George and Victor Daniel, produced by George and released as the lead single from Cruz's studio album *Mi Vida Es Cantar* (1998). The song won the award for Tropical Song of the Year at the 2003 Lo Nuestro Awards. He was the composer on the feature films *Amores Perros* (2000), *Cronica de un desayuno* (2000), and *Antwone Fisher* (2002) featuring the song "*La Vida Es Un Carnaval*." The award-winning composer produces and records international artists for the new generations with his company, Music Star USA talent, based in Miami, FL.



MainStream Media Ent., Inc. is an American film and television production and transmedia company specifically (but not limited to) targeting the amalgamation of the American Latino audiences within the United States as well as the many varied Global Markets, some of which are rich and complex untapped markets.



Zandra Rivera
Producer & CEO Of
Mainstream Media

Zandra Rivera is a complete wiz at product conceptualizing, packaging, brand building, managing, marketing and understanding the distinct marketing trends and intricacies that surround the complex world of consumerism within Global Markets, including the varied markets within the United States and Latin America. Rivera has worked as a professional actor, producer, director and writer on various feature films, Television, Theater and Radio commercials and has written many theater pieces, commercials and screenplays both in English and Spanish. She has produced, directed, developed and written for national and international distribution, various Television programming packages targeted at the American Latino audiences. She has sat on the board for SAG/AFTRA and has participated with ALPFA Entrepreneurs, Chicago. She has worked along side David O'Connor Casting, as a casting director on various national and international projects. Rivera has trained and mentored many actors of various ages and backgrounds. Specialties: Provide exceptional content for the American Latino and global audiences in all media platforms. Produce, write and direct for all aspects of production for all varieties of media platforms.



Estella "Cessy" Vetrano is the founder and Executive Producer for DVC Media out of Miami and has obtained exclusive Global rights to the unauthorized biography of Celia Cruz, titled "AZUCAR!" by the acclaimed Latin American Author, Eduardo Marceles. She has been committed to this biopic for the last five years and has brought on MainStream Media Ent., Inc. as the lead production company.





Fractured Atlas
Fiscal Sponsor Partner

Fractured Atlas empowers artists, arts organizations, and other cultural sector stakeholders by eliminating practical barriers to artistic expression, so as to foster a more agile and resilient cultural ecosystem. Fractured Atlas's business model is based on a mix of earned and contributed revenue. The model has been developed to ensure that the company remains a resilient organization, squarely focused on the needs of the community. As a Fiscal Sponsor, they have accepted a partnership with the entity *Azucar! The Celia Cruz Story* and the team's producers to facilitate and streamline the fundraising and investment components into a transparent, manageable format for all participants. They also provide the 501(c)(3) status to the project so that individuals and companies have the option of providing a portion of their funds as a tax-incentive. Fractured Atlas' dynamic team has offered all of their services to ensure that *Azucar!* will be a trend-setting social statement for all filmmakers to give back to their communities and patrons in a tangible and meaningful way.



Celia Cruz High School
Scholarship Recipient

Celia Cruz Bronx High School of Music (CCBXHSM) is the first comprehensive high school of music in the Bronx New York. The current Principal is Mr. Jerrod Mabry, who became principal in March 2013 after having both taught English and acted as Assistant Principal since the school opened in 2003. The school boasts a graduation rate near 90% with high rates of college enrollment amongst graduating students. This is compared to the NYC graduation rate of 64.7% in June 2013. For the second time in ten years, The Celia Cruz Bronx High School of Music has been rated as a "Best High School" by U.S. News and World & World Report, earning a Silver rating.

Scholarship Information TBA

A black and white photograph of a recording studio. In the foreground, there is a large, dark, rectangular vocal booth or isolation screen. To its right, there is a table with various pieces of audio equipment, including what looks like a mixing console and other electronic devices. The background is filled with a dense array of vertical metal poles or stands, creating a grid-like structure. The overall atmosphere is technical and professional.

Meet the Talent



Guillermo del Toro
Director

Guillermo del Toro is known for his Academy Award nominated film *Pan's Labyrinth* (2006) and his wide range of work as a writer, director and producer. His movies include the two top-grossing series, *Hellboy* and *The Hobbit*. He has also been Executive Producer on such films as *Puss In Boot* (2011), *Rise of the Guardians* (2012), and is currently attached to *How To Train Your Dragon 3* (2018) and *Kung Fu Panda 3* (2017). His work on *Beautiful* (2010) with director Alejandro Gonzalez Inarritu (director) also earned the film 2 Oscar nominations. He is well known for his creative imagination, elaborate storytelling and his visual style makes his filmmaking award-winning and acclaimed worldwide.



Zoe Saldana
Celia Cruz

Zoe Saldana was born in 1978 in Passaic, New Jersey, to Asalia Nazario and Aridio Saldaña. She was raised in Queens, New York. When she was 10, her parents moved her to the Dominican Republic, where she studied with the prestigious *ECOS Espacio de Danza* Dance Academy. At 17, she performed with the Faces theater troupe, a company that provided positive messages for teens with themes dealing with issues such as substance abuse and sex. Since her professional career began, Zoe's talent and determination has awarded her the opportunity to be in some of the most awarded films, most notably, as Neytiri in the *Avatar* series. Zoe gained the respect and praise from industry greats such as Steven Spielberg, Tom Hanks, Bernie Mac, Keira Knightley, Ashton Kutcher, and many more. Zoe already has 42 film credits, including the long-awaited sequels for *Avatar* and *Star Trek* and has 11 industry awards.



Antonio Banderas
Gilberto Santa Rosa

Antonio Banderas one of Spain's most famous faces, was a soccer player until breaking his foot at the age of fourteen. Because of his "misfortune," he is now an international film star known for playing *Zorro* in the eponymous film series. In 1992, Banderas made his Hollywood debut with *Mambo Kings*, but was shot to international fame with his sensitive performances as a lover of Tom Hanks' AIDS-infected lawyer in *Philadelphia* (1993). He played opposite Tom Cruise and Brad Pitt in *Interview with the Vampire: The Vampire Chronicles* (1994). Banderas further established himself as one of Hollywood's leading men after co-starring in *Evita* (1996) opposite Madonna in the title role. In 1998 he won acclaim for the *Mask of Zorro*. In 2003, Banderas started a production company based in Spain called *Green Moon Producciones* (www.greenmoon.es) and has established himself as a producer and director as well.



John Leguizamo
Johnny Pacheco

John Leguizamo was born in 1964 in Bogotá, Colombia, At 4, his family emigrated to the U.S. where he was raised in Queens, New York, attended New York University and started working the comedy club circuit. He first appeared in front of the cameras in an episode of *Miami Vice* in 1984. In 1998, he started utilizing his distinctive vocal talents as the pesky rat in *Doctor Dolittle* (1998) before appearing in the dynamic Spike Lee-directed Summer of Sam (1999) as a guilt-ridden womanizer. He has gained notoriety as the voice of Sid in the animated series *Ice Age*. He co-starred alongside Arnold Schwarzenegger in *Collateral Damage* (2002) and directed and starred in the boxing film *Undeclared* (2003). He also starred in the remake of the John Carpenter's hit *Assault on Precinct 13* (2005). He has been doing stand-up comedy and theater for past ten years and has been awarded the Outer Critics Circle Award for his work in *Pimps, Hos, Playa Hatas*, and *All The Rest of My Hollywood Friends: My Life*.



Tito Puente Jr.
Tito Puente Sr.

Tito Puente Jr. was born in 1971 as the son of legendary mambo musician Tito Puente and is the brother of New York City meteorologist Audrey Puente. Puente, Jr. carries on his father's legacy by presenting, in his performances and recordings, much of his father's repertoire. He carries his father's legacy in his "looks, his joy and his music." Tito Jr. reveres the magnificent, lasting impact his father had on our musical lives. Audiences the world over agree there is nothing so perfect, pure or passionate than a tribute to a father from his son. "People who don't know anything about Latin music know my father and people always, always smile...it inspires and motivates me to bring his music to the world." He is also an actor and producer, known for *Engaging* (2009), *Seniorita Justice* (2004) and *The Sun Shines on the Other Side of the Street* (2008).



Marc Anthony
Jose Alberto
"El Canario"

Marco Antonio Muñoz, better known by his stage name, **Marc Anthony**, is an American actor, singer, record producer, and television producer. Anthony is also the top selling tropical sales artist of all time. The two-time Grammy and five-time Latin Grammy winner has sold more than 12 million albums worldwide. He is best known for his Latin salsa numbers and ballads. He has won numerous awards and his achievements have been honored through various recognitions. He was the recipient of the 2009 *Congressional Hispanic Caucus Institute* (CHCI) Chair's Award. He also received the "2009 CHCI Chair's Lifetime Achievement Award" on September 16, 2009.

Investment Structure

Investor Proposal

We seek a total investment of \$12,000,000 to fund the total budget of "Azucar." The full investment proposal is detailed within the Term Sheet. However, in outline we are offering the following:

Investment Requirement

We propose to offer a total of 12 investment units at \$1,000,000 each to equal the budget requirement of \$12,000,000. Please see breakdown below:

Split: 50% Production companies, 50% Investors Actors, Director, Writer and other parties.

50% Investors.

Units Available: 12

1 unit = \$1,000,000 USD

1 unit = 5% of "Azucar, LLC", Producer Net Profits until all rights are sold in entirety.

12 units available, which equals 50% of "Azucar, LLC" Net Profit for the duration of the term.

Investors' percentages will be up to 50% of producer's net profit. The percentage each investor gets will be determined by their equity participation in the total equity investment.

Ex 1. If investor invests \$3,000,000, he will receive 12.5% of world wide revenue of film. Ex 2. If investor invests \$12,000,000, he will receive 50% of world wide revenue of film.

- Investors will recoup principal plus 15% flat interest from the first dollars of the Producer's Net receipts from Distributors in direct proportion to its investment relative to the total investment in each film project.

- Returns from theatrical distribution, DVD sales and TV deals, as well as other sources of distribution will begin to be received in 2015 and will continue for the next year or two. After, these sales tend to slow down, at this point we will receive bi-yearly reports and distributions.

Investment Structure

Return on Investment

The film deal is structured to return 100% of the initial investment, \$12,000,000 plus an additional 15% flat interest that will be paid from Producer's Gross Profit from Azucar LLC until the entire \$13,800,000 is returned to investors. There will be no distribution of profits to any other shareholder that is not an investor.

After the investment has been paid in full, plus the 15% flat interest, the investor will receive 50% of all future producer net profit.

Division of Film Profits

Some investors may not be familiar with the way in which film profits are distributed. The following section describes the methodology and provides an example of how funds flow into the film company and its investment group. The following brief summary provides an overview.

Investors provide 100% of the cost of producing a motion picture. They receive 100% of all producers' gross profit until their investment is returned. In our model, investors will receive 115% of their original investment. Once the investment is returned, the proceeds, typically referred to as the Producer's Adjusted Gross Profit is divided between the production company and the investors.

The Producer's Adjusted Gross Profit is paid to Producers after the Distribution Company deducts its fee and pre-agreed costs from the proceeds it receives from Exhibitors, the movie theaters that exhibit the film. Distribution and negotiated costs are discussed in the following examples.



Financial Chart

Movie Example: "Under The Bed"

UNDER THE BED: Financial Estimates		Budget: \$3,000,000		
SCENARIOS	A	B	C	D
Domestic Box Office	\$15,000,000	\$25,000,000	\$40,000,000	\$60,000,000
International Box Office	\$20,000,000	\$35,000,000	\$55,000,000	\$90,000,000
Total Worldwide Box	\$35,000,000	\$60,000,000	\$95,000,000	\$150,000,000
Theatrical rental (50% of WWBO)	\$17,500,000	\$30,000,000	\$47,500,000	\$75,000,000
Less 15% distribution fee	\$2,625,000	\$4,500,000	\$7,125,000	\$11,250,000
P&A (Worldwide)	\$10,000,000	\$20,000,000	\$25,000,000	\$25,000,000
Misc. Distribution Expenses (Overages)	\$2,000,000	\$2,000,000	\$5,000,000	\$5,000,000
Misc. Expenses (bond, overhead, festivals, etc.)	\$1,500,000	\$1,500,000	\$1,500,000	\$1,500,000
Total Theatrical Distribution Expenses	\$33,625,000	\$58,000,000	\$86,125,000	\$117,750,000
Total Producer's Gross Receipts for Theatrical Distribution	\$1,375,000	\$2,000,000	\$8,875,000	\$32,250,000
Video, DVD, Blu-ray, Digital, etc. (1:1 with WWBO)	\$35,000,000	\$60,000,000	\$95,000,000	\$150,000,000
Retail Profit, Manufacturing & Distribution Costs (55%)	\$19,250,000	\$33,000,000	\$52,250,000	\$78,000,000
Total Video, DVD, Blu-ray, Digital, etc. Revenue	\$15,750,000	\$27,000,000	\$42,750,000	\$67,500,000
Domestic & International TV Rights	\$21,500,000	\$25,000,000	\$30,000,000	\$30,000,000
TV Rights Distribution Fee (50%)	\$10,750,000	\$12,500,000	\$15,000,000	\$15,000,000
Worldwide TV Revenue	\$10,750,000	\$12,500,000	\$15,000,000	\$15,000,000
Producers Gross Profit	\$27,875,000	\$41,500,000	\$66,625,000	\$114,750,000
Investment + 15%	\$3,450,000	\$3,450,000	\$3,450,000	\$3,450,000
Producers Net Profit	\$24,425,000	\$38,050,000	\$63,175,000	\$111,300,000

1) This assumes that domestic box office (US and Canada) will account for 40% of the worldwide total.

2) No distribution agreements are in place yet. We are assuming a Cash Break-even deal with a flat 15% distribution fee.

3) The exact number will depend on the specifics of the distribution agreement(s), but this could include things like interest on the P&A, collection costs, manufacturing, residuals, and other distribution-related expenses not included in P&A.

4) This split can't be known for sure until distribution agreements are in place. Another possibility is that the producer group takes a higher share until negative cost is recouped and a lower share (maybe 50/50) thereafter.

5) This could be in the form of backend participations or box office bonuses. We are estimating the value of such contingent compensation at 15% of the producer share, but this can't be known for sure until talent agreements are in place.

Contact Information

Direct Contact:

Mainstream Media Ent. Inc.

Zandra Rivera, CEO

Phone: 312-714-7124

Email: Zandra@mainstreammediaent.com

