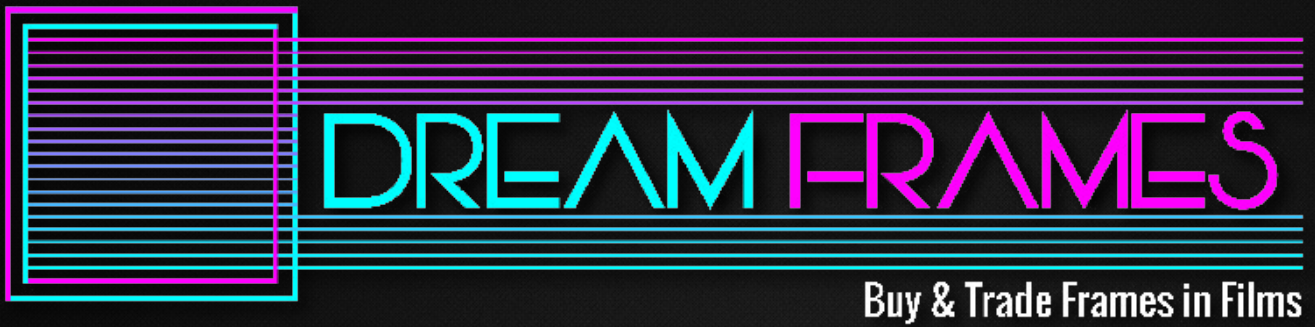


DreamFrames STO

Security Token Offering



Solving Film Financing

Copyright : Dream Coin LLC 1 April 2019
Jonny@dreamcoin.io

TABLE OF CONTENTS

| | |
|---|----|
| Disclaimer | 3 |
| DreamFrames Platform STO | 4 |
| <i>What is DreamFrames?</i> | |
| <i>DreamFrames STO</i> | |
| Invest in a Basket of Films | 5 |
| Trade Frames Like Trading Cards | 6 |
| What Problem are we Solving? | 7 |
| <i>Lack of Transparency</i> | |
| <i>Lack of Liquidity</i> | |
| <i>Lack of Investors</i> | 8 |
| <i>Marketing Budgets</i> | 8 |
| <i>The Game of Chicken and Egg</i> | 9 |
| Buy Frames with USD or Ethereum | 11 |
| How Does DreamFrames Solve the Problem? | 12 |
| DreamFrames is Regulated by SEC Regulation D | 14 |
| DreamFrames Token Model | 15 |
| <i>Summary</i> | 17 |
| Frames | 18 |
| <i>Frame Rush</i> | |
| <i>What Rights Do Frame Owners Have?</i> | |
| <i>How is the Frame Delivered?</i> | 19 |
| <i>Merchandise?</i> | |
| DreamFrames Marketplace | 20 |
| Managing Your Investments in DreamFrames | 21 |
| Platform Business Model & STO | 22 |
| The STO | 23 |
| <i>Structure of the Platform Token Sale</i> | |
| Token Model in Detail | 24 |
| <i>Frames – The Common Unit of Measurement</i> | |
| <i>The Value of a Frame</i> | |
| Tokenizing a Film | 25 |
| <i>How Many Frames are in a Film?</i> | |
| <i>What is the Film Budget?</i> | |
| Token Model | 26 |
| <i>How are Royalties Distributed?</i> | |
| <i>Fees</i> | |
| <i>How are Budgets Managed & Distributed?</i> | 27 |
| <i>Token Calculation</i> | 28 |
| <i>Royalty Distribution</i> | 30 |
| Distribution | 31 |
| Non Accredited Fans VS Accredited Investors | 32 |
| <i>How does a Fan Purchase Frames?</i> | 33 |
| Team DreamFrames | 34 |
| Register & Contact Info | 40 |
| Thank You | 41 |



DISCLAIMER

Forward Looking Statements

Certain information set forth in this white paper contains forward-looking information”, including future-oriented financial information” and financial outlook”, under applicable securities laws (collectively referred to herein as forward-looking statements).

Except for statements of historical fact, information contained herein constitutes forward-looking statements and includes, but is not limited to, the (i) projected financial performance of DreamFrames, DreamFrames or Pty. Ltd.; (ii) completion of, and the use of proceeds from, the sale of DreamFrames; (iii) the expected development of DreamFrames, DreamFrames or DreamFrames Pty. Ltd., including any projects or joint ventures; (iv) sources and availability of third-party financing; (v) completion of projects that are currently underway, in development or otherwise under consideration; and (vi) future liquidity, working capital, and capital requirements. Forward-looking statements are provided to allow potential token purchasers the opportunity to understand our beliefs and opinions in respect of the future so that they may use such beliefs and opinions as one factor in evaluating a purchase of DreamFrames. These statements are not guarantees of future performance and undue reliance should not be placed on them.

Such forward-looking statements necessarily involve known and unknown risks and uncertainties, which may cause actual performance and financial results in future periods to differ materially from any projections of future performance or result expressed or implied by such forward-looking statements. Although forward-looking statements contained in this white paper are based upon what we believe are reasonable assumptions, there can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. We undertake no obligation to update forward-looking statements if circumstances or management’s estimates or opinions should change except as required by applicable securities laws. The reader is cautioned not to place undue reliance on forward-looking statements.

TOKENS DO NOT PROVIDE OWNERSHIP

TOKENS WILL NOT PROVIDE ANY OWNERSHIP INTERESTS IN DreamFrames PTY. LTD. OR ANY AFFILIATED COMPANY. WHILE TOKENS MAY PROVIDE BENEFITS IN RELATION TO CERTAIN FILM FRAMES, TOKENS ARE NOT OWNERSHIP INTERESTS IN ANY COMPANY AND TOKEN HOLDERS WILL NOT BE ENTITLED TO VOTE ON OR PARTICIPATE IN ANY CORPORATE MATTERS.

DREAM FRAMES PLATFORM STO

Security Token Offering - Solving Film Financing

What is DreamFrames?

DreamFrames solves film financing by allowing Producers to pre sell individual 'frames' in films to investors and fans.

The DreamFrames platform issues a royalty token (ERC 20 TOKEN) for each frame in a film, allowing investors to purchase a pro rata royalty stake in the film. The model provides film investors with a transparent 'smart' contract where they can track royalties. Frames can then be traded inside a crypto collectibles marketplace where investors can own liquid assets across a number of films.



DreamFrames uses the power of blockchain to solve a major problem in film financing by making films liquid - allowing Producers to trade on the future royalties of the film before it is made.



DreamFrames STO

DreamFrames is offering accredited investors the chance to buy a stake in the DreamFrames platform through an STO (Security Token Offering). DreamFrames a platform wholly owned by DreamFrames an LLC company based in Hollywood California, United States.

DreamFrames is issuing a special Dream 'Royalty' Token (ERC20 Ethereum Protocol) to platform investors. Token holders receive equity in the platform by way of a security that can also pay dividends. DreamFrames is offering a bonus to investors as an incentive to invest early in the sales process.

INVEST IN A BASKET OF FILMS

DREAM FRAMES

SuperFly

Cocaine kingpin Youngblood Priest realizes that it's time to get out of the game after surviving a violent attack from a crazed rival.

[Buy Frames](#) 100% available

Films



Jurassic World: Fallen Kingdom

Three years after the destruction of the Jurassic World theme park, Owen Grady and Claire Dearing return to the island of Isla Nublar to save the...

[Buy Frames](#)

100% available



DreamChannel

The movie that started the VR World. Lorem ipsum dolor sit amet, consectetur adipiscing elit, sed do eiusmod tempor incididunt ut...

[Buy Frames](#)

90% available



Ocean's 8

Five years, eight months, 12 days and still counting, that's how long Debbie Ocean has been devising the biggest heist of her life.

[Buy Frames](#)

21% available



Deadpool 2

Wise-cracking mercenary Deadpool meets Russell, an angry teenage mutant who lives at an orphanage. When Russell becomes the target of Cable...

[Buy Frames](#)

24% available



TAG

One month every year, five highly competitive friends hit the ground running for a no-holds-barred game of tag -- risking their necks, their jobs and their...

[Buy Frames](#)

5% available



Hereditary

When Ellen passes away, her daughter's family begins to unravel cryptic and increasingly terrifying secrets about their ancestry. The more they...

[Buy Frames](#)

51% available



Adrift

Tomri Oldham and Richard Sharp couldn't anticipate that they would be sailing directly into one of the most catastrophic hurricanes in recorded history...

[Buy Frames](#)

40% available



What is DreamCoin?

Royalty Frames

Contact

FAQ

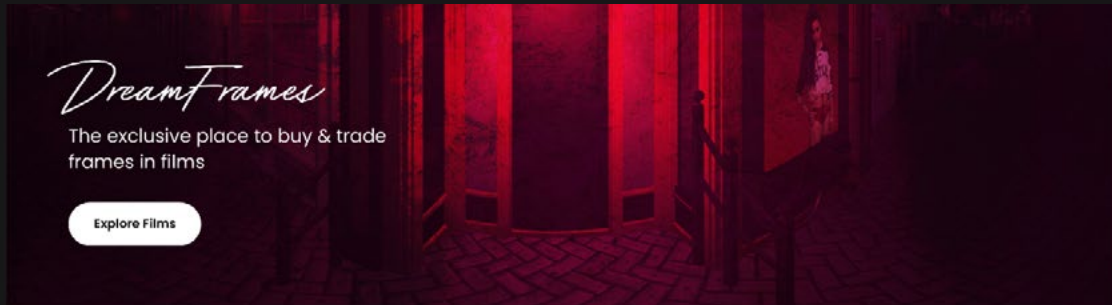
Privacy & Terms

Get on our Mailing List

Discover new & exciting movies when they launch.

[Sign up](#)

TRADE FRAMES LIKE TRADING CARDS



The Trading Card Game with Frames

Powered by the blockchain, you can collect, trade & own frames in films, all while funding the movies you're excited about.

1. Explore the films

We've got amazing films that need funding. When you purchase frames in a film, you are helping create the film that is set to be shot.

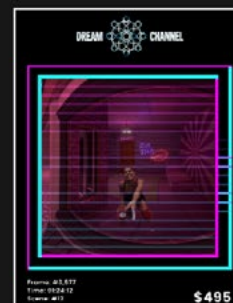
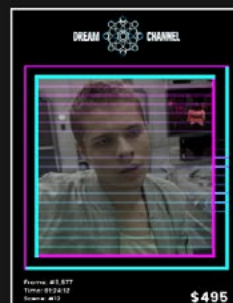
2. Buy Your Frames

Once you've found a film you want to help fund, you decide on the number of frames you'll want to buy. Dream Frames is a trading game, so the cards you are buying, are digital trading cards, and each film has a limited number for sale. Once a film is funded it's time to sit tight & let the pros make movie magic!

3. Get Your Frame Trading Cards

Once the film is finished, you'll receive an update that it's time to claim your frames. You'll be able to claim your digital trading card with actual frames from the film you helped fund! Below are a few examples of cards from our recent film Dream Channel.

Keep them or trade them, it's up to you how you play the game!



WHAT PROBLEM ARE WE SOLVING?

DreamFrames solves the film financing conundrum – a problem that has dogged the film industry for over 50 years.

The problem is summed up by George Lucas, the billionaire director of Star Wars who famously stated: “Never invest in a movie – in the movie business, they call those people suckers because you’ll never get your money back, ever”*. The non-existence of a financial model that is clear and transparent prevents participation from a broader investor market. This together with the lack of liquidity in the film investment market has led to a financial problem that prevents producers from being able to fund their films.

Let’s examine the problem in more detail.

◆ Lack of Transparency

Up until now, Investors put money into films without any clear understanding of the overly complex film investment structures. Many film investment contracts create a model where many films that do well at the box office will never generate any real return to the investors who funded it. If there was a transparent contract this would substantially widen the investment possibilities for films.



◆ Lack of Liquidity

There is no liquid film investment market – IE Films are not liquid assets. In fact, money invested in films is locked up for years before there is any return to investors. In the meantime, Producers have a huge liability sitting on their balance sheets to cover. This problem affects all the stakeholders in films including A list actors, writers and any other party who may have received ‘points’ in the film has part of their deal to be involved. DreamFrames solves this problem by allowing investors trade on the future royalties before the film has even begun shooting.



WHAT PROBLEM ARE WE SOLVING?

◆ **Lack of Liquidity** *(continued)*

This provides a solution not only for investors but also Producers, talent and other stakeholders in a film who traditionally are locked up from the day they contribute.

◆ **Lack of Investors**

All of the problems with the investment model lead to a lack of investor interest in films. This has led to a global film industry where there are only a few real players. For Film Producers there are really only a few places to go and get funding - namely the studios. National film bodies can only do so much with tax incentives for production and grants can only be given to a small few already established filmmakers. This has led to an industry that is extremely centralized exacerbating by an investment model that locks out broader investor involvement. The ongoing effect of this that the small number of players focus on safe bets which are usually films based on remakes. Lastly, the impact of digital platforms may have created new opportunities for filmmakers to make films, but Producers still need to sign over all rights as part of the deal.



◆ **Marketing Budgets**

The red herring in film contracts is the market (or P&A - Prints and Advertising) budget. When investors invest in films they are usually funding the production budget to shoot and edit the film. The marketing budget is then provided to the film separately and must be recouped from sales before there are any net profits to be distributed. The recouping process can even extend into other costs to point where a successful film at the box office does not make any 'official' profits.

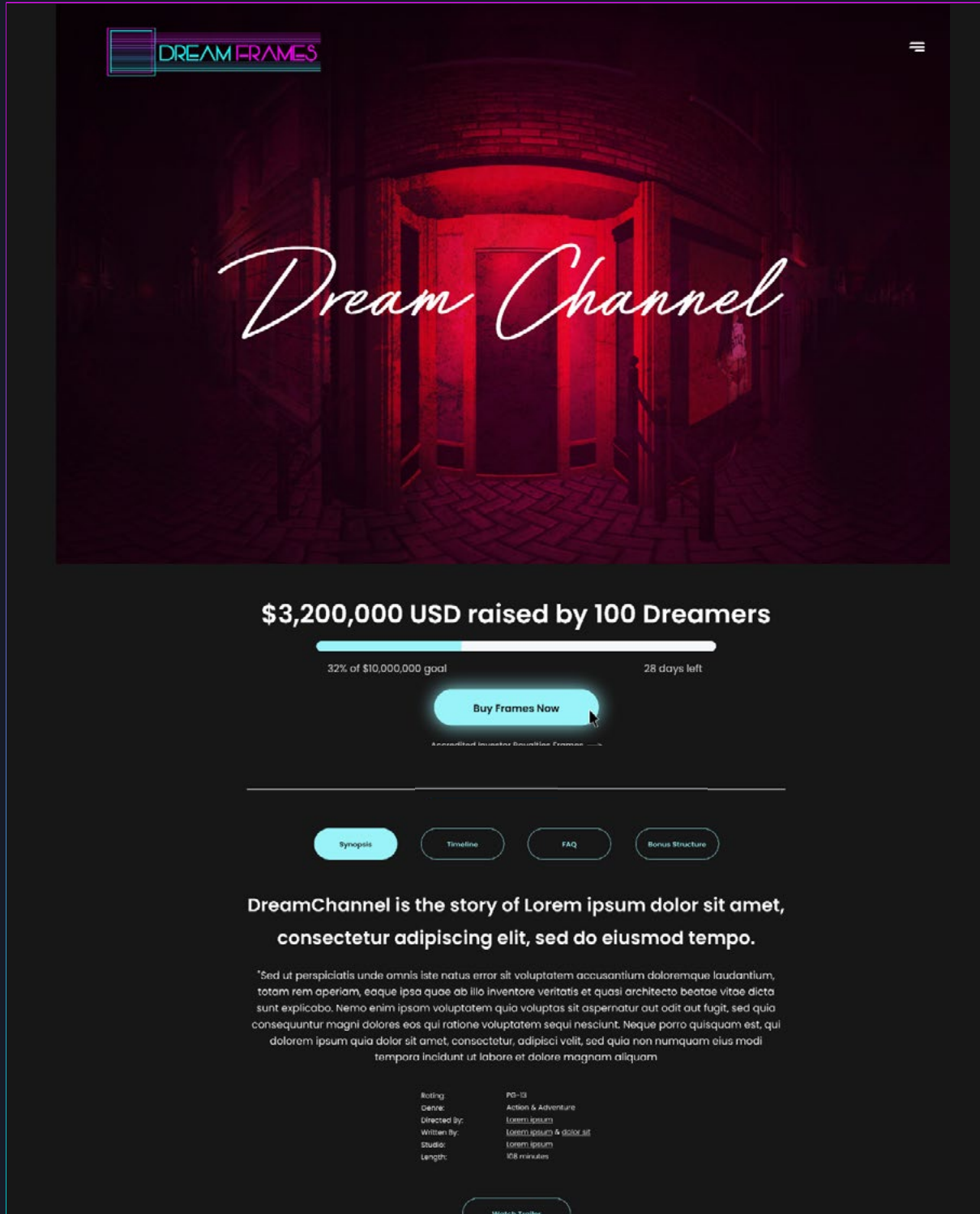
WHAT PROBLEM ARE WE SOLVING?

◆ The Game of Chicken and Egg

The current film investment models force Producers into playing a constant game of 'chicken and egg' when it comes to producing films. Producers must secure an A list cast in order to trigger funding. The game of chicken and egg begins with actors agents who usually starts with "if you have the money, we'll look at it". Turning to the studios they usually start with "who do you have attached already?" The next problem is with distributors, and with no cast attached Producers are left with very little power to negotiate any favorable deal. In fact with the current investment models Producers often find themselves having to give away any ability to make a profit to Distributors in order to get any guarantee that the film will be distributed once made - something that is also usually a requirement to trigger funding.



WHAT PROBLEM ARE WE SOLVING?



\$3,200,000 USD raised by 100 Dreamers

32% of \$10,000,000 goal 28 days left

[Buy Frames Now](#)

[Synopsis](#) [Timeline](#) [FAQ](#) [Bonus Structure](#)

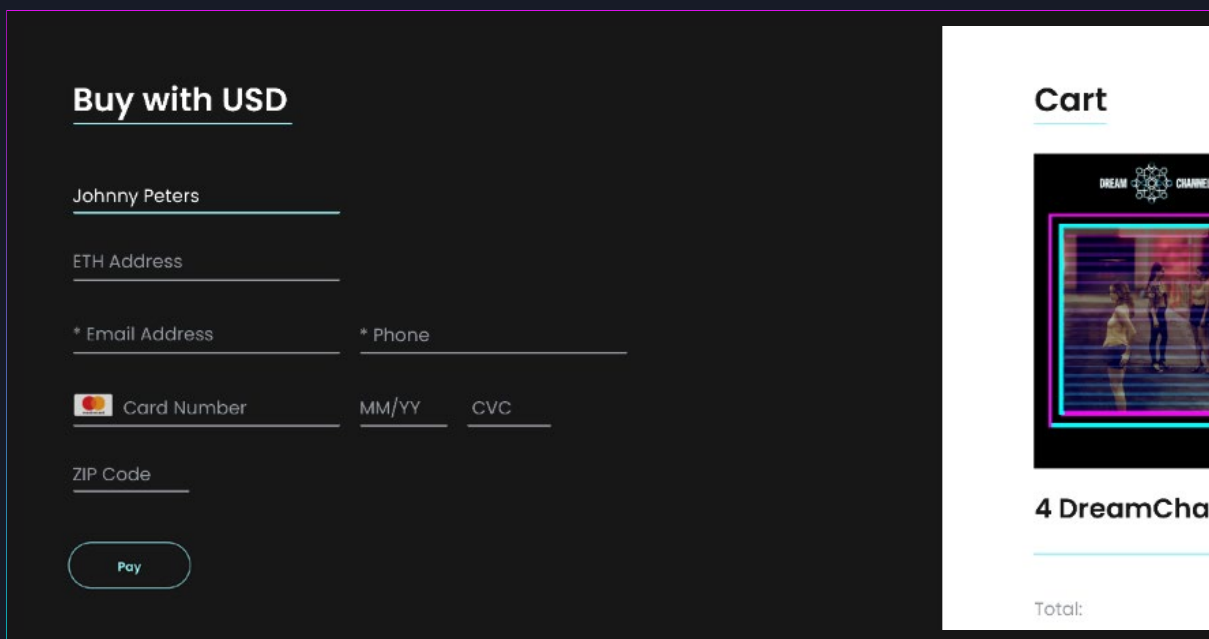
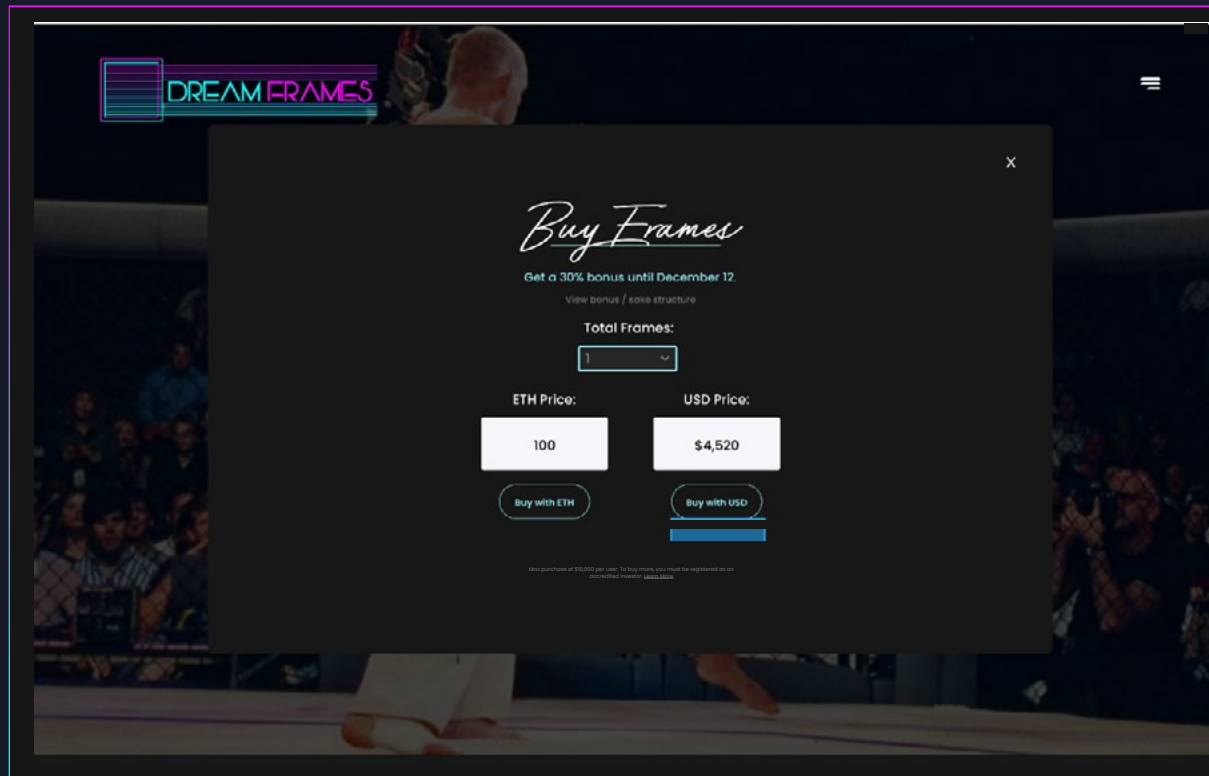
DreamChannel is the story of Lorem ipsum dolor sit amet, consectetur adipiscing elit, sed do eiusmod tempo.

"Sed ut perspiciatis unde omnis iste natus error sit voluptatem accusantium doloremque laudantium, totam rem aperiam, eaque ipsa quae ab illo inventore veritatis et quasi architecto beatae vitae dicta sunt explicabo. Nemo enim ipsam voluptatem quia voluptas sit aspernatur aut odit aut fugit, sed quia consequuntur magni dolores eos qui ratione voluptatem sequi nesciunt. Neque porro quisquam est, qui dolorem ipsum quia dolor sit amet, consectetur, adipisci velit, sed quia non numquam eius modi tempora incidunt ut labore et dolore magnam aliquam

Rating: PG-13
 Genre: Action & Adventure
 Directed By: Lorem ipsum
 Written By: Lorem ipsum & dolor sit
 Studio: Lorem ipsum
 Length: 108 minutes

[Watch Trailer](#)

BUY FRAMES WITH USD OR ETHEREUM



HOW DOES DREAM FRAMES SOLVE THE PROBLEM?

DreamFrames gives the Producers of a film the control they need to make the deals they need to give a film the greatest potential for success in terms of making returns to investors.

By allowing Producers to pre-sell 'frames' in their films just like shares, creates an investment model across all films that is very easy to understand - investors simply purchase a percentage of the frames and own a pro rata royalty stake in the movie.

Offering this model to investors via a smart contract (IE an immutable blockchain coded contract) allows both parties to finally enter into a transparent contract. This smart contract sends blockchain tokens (Ethereum ERC20 protocol) to investors which then becomes a mechanism for tracking royalties.

To aid transparency the smart contact also requires Producers to incorporate the whole budget for the film into the contract - so production budget PLUS the marketing / P&A budget. The result? Producers are now able to go out to a broader investment market than they currently are able to with an attractive offer where everybody wins. Once the film is funded Producers can enter casting and distribution meetings in a position of power, getting substantially better deals, translating to better returns to investors. And the advantages of the model don't stop there.

The model also creates a liquid film investment market by the fact that investors (and anyone with a royalty stake in the film) can trade royalty tokens on an open market as soon as three months after a film receives funding. This allows investors to have portfolios across a number of different films - once again providing the film industry with liquidity.

HOW DOES DREAM FRAMES SOLVE THE PROBLEM?

DreamFrames Solves The Film Financing Conundrum

In Summary:

Raising finance for films is a problem that even the most non film person understands exists. The problem stems from a few different sides:

The problem stems from a few different sides:

◆ **Lack of Investors**

All the power (investment and film selection decisions) rests with a small number of Hollywood studios.



◆ **Lack of transparency**

No investment model exists that allows investors to understand clearly the flow of funds and what this means for their investment. It's almost purposely a muddled model to the advantage of one party. Those who may be interested in investing in films have no visibility to their investment without a clear and transparent finance model in place.



◆ **Lack Of Liquidity**

To date, films are not liquid assets. I.E. no portion of a film can be traded. DreamFrames solves this problem by allowing investors trade on the future royalties before the film has even begun shooting. This provides a solution not only for investors but also Producers, talent and other stakeholders in a film who traditionally are locked up from the day they contribute.



DREAM FRAMES IS REGULATED BY SEC REGULATION D

Security Regulated in the US Under SEC Regulation D

SEC Regulation D

DreamFrames fully complies with United States SEC Regulation D – which allows accredited investors to participate in Dream Frames STO and also in the STO for each individual film on the platform. Initially Dream Frames is restricted to US residents only – to where SEC Regulation D applies.

For all details on Regulation D to go the following link

https://www.ecfr.gov/cgi-bin/text-idx?SID=e282de4f5c-69b6a69c70dd05d5b92d39&mc=true&node=sg17.3.230_1498.sg11&rgn=div7

The SEC's website for fast answers for Regulation D offerings is also here

<https://www.sec.gov/fast-answers/answers-regdhtm.html>

Lock Up Period & Trading

Under SEC Securities Laws Regulation D, DreamFrames tokens are fully locked up for 3 months after which investors can trade them privately. Investors can trade Dream Coins publicly after 12 months. By use of smart contracts The Dream Frames platform will lock all tokens purchase for 3 months – ie buyers will not be able to move them to other Ethereum accounts. Trading Dream Frames and related royalty tokens will be restricted to the Dream Frames platform – this is to protect both Dream Frames and token buyers from trading with non accredited investors.

DREAM FRAMES TOKEN MODEL

The following is a timeline of events showing how Producers use DreamFrames model to finance a feature film.

- 1. The film's Producer submits a film budget & length of film in minutes.**
 The budget must include all Production and Marketing (P&A) costs of the film.
- 2. Producer Calculates Cost Per Frame**
 Minimum purchase 25 frames 90 mins = 135,000 frames
- 3. DreamFrames Royalty Token Deployed**
 DreamFrames Royalty Tokens are deployed. Each coin is valued at USD \$1 each and is specific to each film.
- 4. Token Sale - DreamFrames ERC 20 Royalty Token Generation Event**
 Investors purchase the Dream Royalty Tokens specific to each film. They receive a pro rata royalty right to the film's revenues. NB: The maximum that investors can own in the film is 70% as 30% of royalties are allocated to the film's Producers.
- 5. Token Sale - DreamFrames ERC 20 'Crowd sale' Token Generation Event**
 All investors receive a DreamFrames 'Crowd sale' token equivalent to the amount they have invested. These are used to claim frames at a later date. In the case of an unaccredited investor, they are only issued DreamFrames ERC 20 'Crowd sale' token, instead of an ERC 20 Royalty Token. When they collect their ERC 721 Frames, their ERC 20 'Crowd sale' tokens are burned.
- 6. Private Trading**
 90 Days after the tokens are issued, tokens can be traded privately. Token owners are then able to trade their future royalties and the film is now a liquid asset.



DREAM FRAMES TOKEN MODEL

The following is a timeline of events showing how Producers use DreamFrames model to finance a feature film.

7. **Film Is Shot & Final Cut Is Submitted**

The final number of film frames is submitted.



8. **Claim Frames**

Investors can claim frames on a first come, first served basis. The most valuable frames (IE. lead actors, memorable scenes) will be the first claimed and this will create a secondary market collectible for DreamFrames.



Investors use their ERC 20 'Crowd sale' tokens to claim % of frames in the film. These tokens are burned while ERC 20 Royalty Tokens remain liquid.

9. **Trade Frames**

12 months after the ERC 20 Royalty Tokens have been issued, frame owners can trade and swap seconds (25 frames in each second) inside the DreamFrames marketplace.



DREAM FRAMES TOKEN MODEL

Summary

Dream Frames uses a token model that allows Producers to raise the maximum amount of money for their film while giving them the flexibility of not being locked into an exact length of the film in frames. - ie it allows for the fact that new scenes may need to be filmed and shaved / real factors that affect the actual film making process. The token model also allows for fans who may not be accredited investors to purchase frames as a collectible. This model allows for a secondary market where frames are traded as a collectible and royalties are traded as securities.

Each film sale is a token generated event. Each film issues DreamFrames ERC 20 'royalty' tokens equivalent to the amount they want to invest in the film up to a maximum number of the film's budget. Once the film is completed, investors receive the right to claim the frames they are entitled to based on the % of coins they own.

There are three types of tokens as follows:



i. Dream Frame Token ERC 721

- Unique tokens that represent each frame in the film.
- These are claimed by investors, according to the % of ERC 20 tokens (see below) they purchased. They can only be claimed once the final cut of the film is signed off by the film's Producer.



ii. Dream Royalty ERC 20 (with royalty rights)

- Investors purchase Dream Royalty ERC 20 Tokens (valued at US\$1 each) equivalent to the amount they want to invest in the film. The % of coins they own gives the investor a pro rata royalty stake in the film and the right to claim the same % of ERC 721 DreamFrames.
- 0 days after the sale is complete, investors can begin trading these coins privately.
- After 12 months, investors can trade these coins publicly inside the DreamFrames marketplace.



ii. Dream 'Crowd sale' ERC 20 (without royalty rights)

- Both accredited and non-accredited investors receive a DreamFrames 'Crowd sale' token equivalent to the % of frames they purchased.
- When the final cut of the film is delivered by the Producer, holders use these coins to claim their frames and the tokens are burned.

FRAMES

How Are They Selected? What Rights Do Investors Have?

Once films are completed token holder claim their frames by burning ERC 20 frames tokens for each frame. After burning fans receive an ERC 721 collectible frame in the form of a digital collectible trading card. This can be traded on the 'DreamFrames' secondary market for frames.



Frame Rush

Frames can be selected by fans in a number of ways – ultimately this will be up to each film's Producers to decide.



Initially, the Frames will be Selected Through a 'Frame Rush.'

All the frames will be available for viewing and those with ERC 20 Crowd sale tokens will be able to claim frames in blocks of 24 frames – IE they can claim seconds only through a DAPP (decentralized application) fully integrated with the Ethereum blockchain.

Frame owners will be able to select (IE click on) the frames they want and execute a transaction that converts their ERC 20 Crowd sale token into a unique ERC 721 frame token. The model is first in best dressed! ERC 721 is the Ethereum protocol for unique collectibles. Fans who possess the ERC 721 token for a specific frame are the only ones who can trade the frame or use it in any capacity (other than restricting the film's producer from exploiting the film).

FRAMES

How Are They Selected? What Rights Do Investors Have?

What Rights Do Frame Owners Have?

The frame owner cannot control the use of the frame by the film's Producer in his/ her efforts to generate royalties for all token holders.

Frame owners can do anything with their frame except preventing the film Producer from screening, promoting the film in any way they see fit – as such they don't own 100% rights.



How is the Frame Delivered?


Fans receive the frame in the form of a digital collectible trading card. They have the right to trade the frame as a collectible on the secondary market in the Dream Frame trading card game – like a baseball card.

Merchandise?

The Film Producer can sell merchandise that may include use of the frame in question without restriction.

TRADING FRAMES

Once frames are purchased they can be traded on DreamFrames Marketplace.




MY WALLET: \$10,495

Rank: 14
Frames Owned: 512
Valued: \$9134 USD

[Visit Profile](#)
[Add Money](#)


SELECTED FRAME



Current Value USD \$495

Frame # 3,475
Time 01:20:13
Scene 12
Rarity R

[Buyout](#)
[Bid](#)
[Trade](#)



DREAM FRAMES MARKETPLACE
Buy & Trade Frames in Films

FRAME FILTER

Sort By: Name Value Range: Exact Match Sort Alphabetically

Genre: Director: Frame #: Scene: Rarity:

[SEARCH](#) [RESET](#)

MARKETPLACE
MY FRAMES
OPEN TRADES

| Rarity | Frame | Film | Frame # | Time | Scene | Seller | Current Bid |
|--------|-------|---|---------|----------|-------|-------------------|--|
| R | | The Dream Channel Director: Jonny Peters | 1,332 | 00:34:12 | 02 | Movie_Guy123 | Current Offer: \$275 <input type="button" value="Bid"/> <input type="text" value="\$380"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$445 <input type="button" value="Trade"/> |
| R | | The Dream Channel Director: Jonny Peters | 4,111 | 02:01:21 | 07 | MasterUser_43 | Current Offer: \$543 <input type="button" value="Bid"/> <input type="text" value="\$600"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$645 <input type="button" value="Trade"/> |
| R | | GRACIE Director: Greg O'Connor | 4,332 | 02:45:01 | 12 | FrameCollector_9 | Current Offer: \$175 <input type="button" value="Bid"/> <input type="text" value="\$280"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$300 <input type="button" value="Trade"/> |
| R | | GRACIE Director: Greg O'Connor | 25 | 01:01:13 | 06 | DirectorOfFilms33 | Current Offer: \$755 <input type="button" value="Bid"/> <input type="text" value="\$760"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$1,000 <input type="button" value="Trade"/> |
| R | | SuperFly Director: Julien Christian Lutz | 05 | 00:01:13 | 01 | DirectorOfFilms33 | Current Offer: \$755 <input type="button" value="Bid"/> <input type="text" value="\$760"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$1,000 <input type="button" value="Trade"/> |
| R | | The Dream Channel Director: Jonny Peters | 1,332 | 00:34:12 | 02 | Movie_Guy123 | Current Offer: \$275 <input type="button" value="Bid"/> <input type="text" value="\$380"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$445 <input type="button" value="Trade"/> |
| R | | The Dream Channel Director: Jonny Peters | 4,111 | 02:01:21 | 07 | MasterUser_43 | Current Offer: \$543 <input type="button" value="Bid"/> <input type="text" value="\$600"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$645 <input type="button" value="Trade"/> |
| R | | GRACIE Director: Greg O'Connor | 4,332 | 02:45:01 | 12 | FrameCollector_9 | Current Offer: \$175 <input type="button" value="Bid"/> <input type="text" value="\$280"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$300 <input type="button" value="Trade"/> |
| R | | GRACIE Director: Greg O'Connor | 25 | 01:01:13 | 06 | DirectorOfFilms33 | Current Offer: \$755 <input type="button" value="Bid"/> <input type="text" value="\$760"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$1,000 <input type="button" value="Trade"/> |
| R | | SuperFly Director: Julien Christian Lutz | 05 | 00:01:13 | 01 | DirectorOfFilms33 | Current Offer: \$755 <input type="button" value="Bid"/> <input type="text" value="\$760"/> <input type="button" value="+"/> <input type="button" value="-"/> <input type="button" value="Buyout"/> \$1,000 <input type="button" value="Trade"/> |

Copyright © 2018 DreamCoin All Rights Reserved

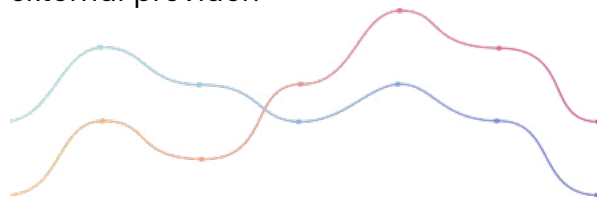
20

MANAGING YOUR INVESTMENTS IN DREAM FRAMES

KYC ./ AML

This is initially market place only open for accredited investors who have joined the Dream Frames platform – ie they have met KYC / AML regulations (see attached). The process of KYC is incorporated in the process of buying security tokens. The ability to trade tokens outside is initially restricted. KYC / AML functionality is managed through a white label solution provided by My Stake – an external provider. It is imperative for security reasons that Dream Frames does not hold any personal data of any of its customers. This information is managed on white lists provided by an external provider.

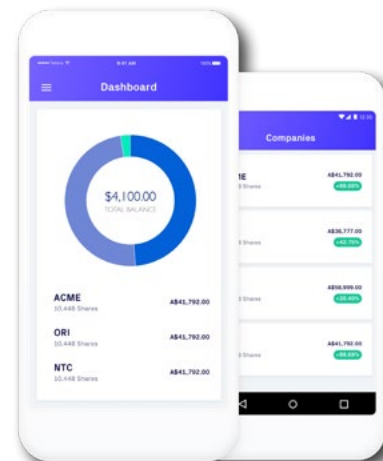
Managing Your Portfolio



DreamFrames platform includes functionality that allows investors to manage their film investment portfolios. They can quickly access how their royalty tokens are trading and the value of each of their investments. Once again this functionality has been provided by myStake.

About myStake

myStake delivers transparency, liquidity, and confidence to stakeholders. Powered by Smart Contracts, myStake ensures all ownership in a company is recorded, stored and made immutable with the Ethereum blockchain. myStake allows users to share certificates as cryptographic tokens, communicate privately and securely with shareholders, view transparent corporate actions and documents, and track your portfolio and verify documents on the myStake blockchain in real time.



PLATFORM BUSINESS MODEL & STO

Business Model

The DreamFrames platform earns 5% of all investment raised by films that use the platform PLUS 5% of royalties from each film. See Appendix B for details of revenue projections for the platform including projected numbers of films, average film budgets, and projected royalties.



THE STO

Structure Of The Platform Token Sale

DreamFrames will issue a fixed cap of 25 million Dream Coin tokens. The initial STO is aimed at the funding the first 18 months of the platform and will sell 5 million tokens to the market at a price of US\$1. Future sales of Dream Coin are reserved for when the platform requires expansion. For a complete breakdown of the token sale see 'Platform Token Sale'

Symbol

Each token will be designated as "DZZZ" with a unique identifier.

What currencies are accepted in the token sale?

USD\$ & Ethereum (ETH)

Date of Sale

October 31st 2019

Budget Allocation

Platform Build: 30%

Marketing & Public Relations: 50%

Staff: 20%

Time Frame

7 days

Token Cap

DreamFrames Token Model:

- Total Tokens : 25 million
- Max Sold to Market in this Sale : 5 million
- Min Cap : 2 million

Platform

Ethereum Blockchain

Token Allocation:

- Token Sale : 16%
- Founders : 20%
- Strategic Advisors : 20%
- Future Equity Rounds : 40%
- Staff : 4%

Minimum Financing

USD \$2m

Maximum Financing

USD \$5m

Price of Coins

US \$1.00



Dividend Payments

Investors may receive a dividend payment once platform is cash flow positive

TOKEN MODEL IN DETAIL

By allowing film Producers to pre-sell the frames in a film, the film is broken into a unit common to all films and made liquid - a process called 'tokenizing'. This allows film 'frame' to be traded before the film is made and transferring rights. For accredited investors, DreamFrames gives the owner of a frame the rights to a pro rata royalty in the film's proceeds. DreamFrames owners collect royalties from a 'DreamFrames pool', specific to each film. This 'pool' is created by the Producer when revenues are received. Royalties are then distributed to an investor's DreamFrames wallet in accordance with the specific film's coins they own.

FRAMES - THE COMMON UNIT OF MEASUREMENT

DreamFrames uses a unit of measurement that is common to all films - frames - to create an economic model for funding films that everyone can understand. By tokenizing each frame, a business model is created that allows each individual frame to become a collectible that can increase in value of time and can be traded.

THE VALUE OF A FRAME

Frames can have a specific and different value depending on a number of factors, including, but not limited to, whether or not the frames contains an actor, the status of the actor at that time (i.e. they may become more famous), and whether the frame is of a fight scene, a sex scene, the final scene or from the opening scene. As such individual frames in a film can have various value to an owner. Without any royalties, frames can have other rights that can also be of value. By giving frames a pro rata royalty value and allowing them to be liquid (i.e. traded) DreamFrames creates a potent investment vehicle for films that also solves a huge problem in film financing.

TOKENIZING A FILM

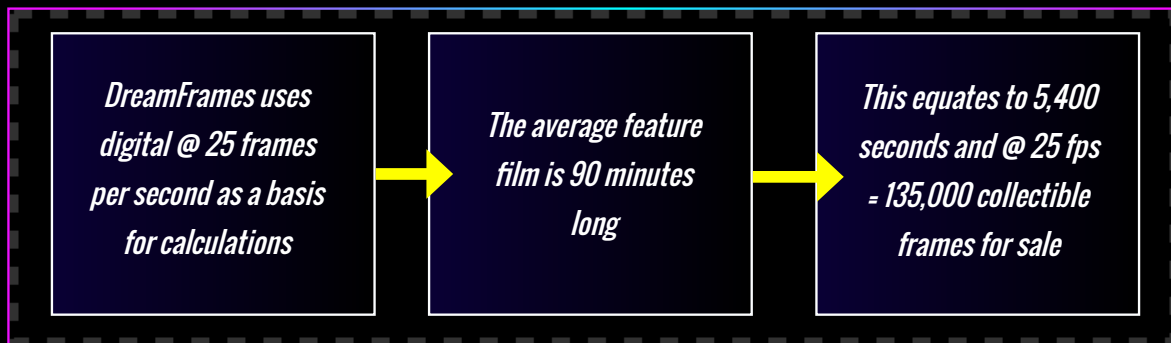
An Example

HOW MANY FRAMES ARE IN A FILM?

Traditional films were shot at 24 frames per second, while digital films are shot at 25 or 30 frames per second.

FILM IN SECONDS X 25 = TOTAL FRAMES

Example :



WHAT IS THE FILM BUDGET?

Producers must submit a film budget, that includes all marketing and production costs, to the film's smart contact. They must then select a price per frame based on the amount of money they need to raise.

In the example above:

If the total cost of producing a 90 minute film is US \$2.7m - then the price per frame (135,000 frames) = US \$20.

TOTAL COST ÷ FRAMES = PRICE PER FRAME

TOKEN MODEL

Tokenizing A Film

The DreamFrames model ensures that all revenues are profit - to be distributed to accredited Royalty token holders pro rata according to the percentage of tokens they own. Although the value of one frame might be more than another (one frame may have a famous actor in it, another may be of an empty field), the royalty calculation for each token is fixed.

Royalties earned by each frame in a film are split in the following manner:



HOW ARE ROYALTIES DISTRIBUTED?

Producers are responsible for royalty distribution and Producers must put all revenues back into the smart contract. This allows them to provide a blockchain tracked and transparent audit trail of money received and distributions to coin holders. Coin holders then draw from a pool of coins according to their share of the royalties.

FEES

DreamFrames is a film financing platform and DreamFrames takes a 5% fee on all money raised and royalties received. This must be factored into budgets and royalties by Producers.

TOKEN MODEL

How Are Budgets Managed & Distributed?

Film funds received are held in escrow (in both cash and ETH) until the film reaches its minimum funding target. On achieving this, all funds are released and any new funds are sent directly to the Film Producers (bank account & ETH address).

The Rules Are As Follows:


- ★ DreamFrames accepts USD\$, and Ethereum, Bitcoin and Gaze Coin
- ★ Producers must submit a minimum cap and maximum budget providing two options for making the film.
- ★ USD \$, BTC, ETH & Gaze Coin are held in escrow until a minimum funding target is reached.
- ★ Once the minimum is achieved, the money is released to the Producers of the film.
- ★ If the minimum is not reached by the time the sale period ends, the money is returned to investors.
- ★ While funds are held in escrow, there is the potential upside and downside risk if the price of Ethereum, Bitcoin or the USD\$ moves. DreamFrames is not liable for any exchange fluctuations. As with any film, the onus of exchange rate risk management falls on the film's Producers.

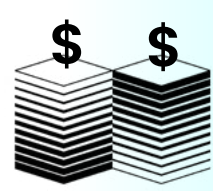
TOKEN MODEL


Token Calculation

The following example explains the DreamFrames token model for an accredited investor who receives film royalties for a 90-minute feature film. For non-accredited investors, the model is similar excluding the royalty element.

- 01. The Film Producer Submits a Film Budget & Length of Film in Minutes**
The budget must include all Production and Marketing (P&A) costs of the film.
 EG Length: 90 minute film
 Budget: \$10.8m


- 02. Producer Calculates Cost Per Frame**
 90 mins = 135,000 frames
 Cost per frame = USD \$80


- 03. DreamFrames Royalty Deployed**
DreamFrames Royalty Tokens are deployed. Each coin is valued at USD \$1 each and is specific to each film.


- 04. Token Sale - DreamFrames ERC 20 'Royalty Token' Generation Event**
Investors purchase the Dream Royalty Tokens specific to each film. They receive a pro rata royalty right to the film's revenues. NB: The maximum that investors can own in the film is 70% as 30% of royalties are allocated to the film's Producers.
 EG Investor purchases US\$250,000 of tokens
 = 2.3 % of total tokens
 = 2.3 % of the royalties that the film earns - less 30% (Producer)

All investors receive a DreamFrames 'Crowd sale' token equivalent to the amount they have invested. These are used to claim frames. 90 Days after the tokens are issued, tokens can be traded privately. Token owners are then able to trade their future royalties and the film is now a liquid asset.

TOKEN MODEL

Token Calculation

05. Film Is Shot & Final Cut Submitted

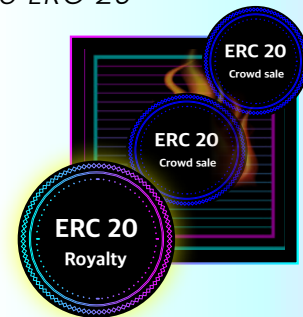
Final number of film frames / seconds / is submitted.
 EG Film shoots an extra scene adding 10 more seconds
 (= 250 extra frames)
 Total Frames = 135,250
 Total Seconds = 5,410



06. ERC 721 Dream Frame Tokens are Allocated to Investors

Investors use their ERC 20 'Crowd sale' tokens to claim % of frames in the film. These tokens are burned while ERC 20 Royalty Tokens remain liquid.

EG Investor has right to claim:
 2.3% of 135,250 Frames
 = 3100 frames (or 124 seconds) (rounded)
 Minus Producer's 30%

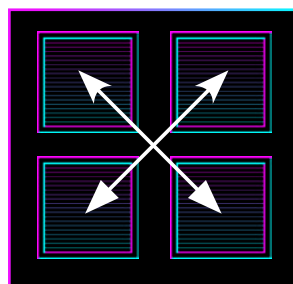


07. Claim Frames

Investors can claim frames on a first come, first engaged basis. The most valuable frames (IE. lead actors, memorable scenes) will be the first claimed and this will create a secondary film market for DreamFrames.

08. Trade Frames

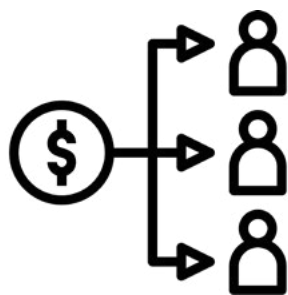
Frame owners can trade and swap seconds (25 frames in each second) inside the DreamFrames marketplace.



TOKEN MODEL

Royalty Distribution

FILM PRODUCER DISTRIBUTES REVENUES TO EACH FILMS TOKEN HOLDERS USING THE FILMS SMART CONTRACT

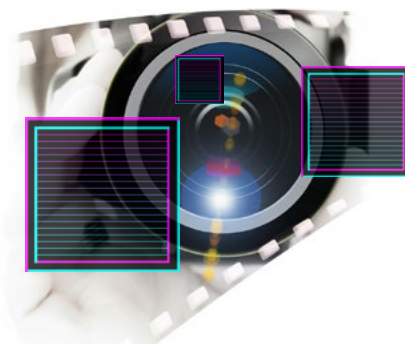


A films royalties come from the normal revenue generating cycle that traditional films follow:

- ★ Theatrical Distributors
- ★ Online / Digital Sales
- ★ Merchandise

It should be made clear that a films token holders royalties are calculated pro rata on these traditional revenue streams. It is NOT based on the use of any frame itself.

The smart contract between each films Producer and investors is a legally enforceable agreement that binds them to distribute royalties back to token holders pro rata. As each Film Producer collects royalties, they use the smart contract to automatically distribute royalties back to a film's token holders. This allows each token holder to receive a royalty payment direct to their cryptocurrency wallets.



DISTRIBUTION

How Is Each Film Distributed?

It is the Producers responsibility to distribute the film in a manner to achieve the greatest returns – of which they are incentivized through the DreamFrames 'royalty coin' structure to do so. Distributors take a percentage of the sale in their regions as payment – passing on the profits back to the Producer to distribute to the token holders.

WHAT IF THE DISTRIBUTOR OFFERS MONEY FOR MARKETING THE FILMS POTENTIAL IN THEIR REGION?

After a film is shot it may attract considerable attention from distributors (and even studios) in a particular region. IE a Japanese distributor may recognize that a film will sell in Japan but in order to do so there needs to be a specific budget for that territory. The Japanese distributor may offer to put forward this budget for a % of revenues from their territory in return. These deals must be transparent and to the advantage of token holders. The smart contract that Producers enter into outlines this.



NON ACCREDITED FANS VS ACCREDITED INVESTORS

DreamFrames creates a model where many individuals can participate in investing in a film. DreamFrames is also a tool for building and proving audience for a film before it is made. Please note, however, that for US Persons, they must be an accredited investor in order to purchase DreamFrames.

HOW ARE FRAMES ALLOCATED BETWEEN ACCREDITED AND NON ACCREDITED?

DreamFrames platform creates a user friendly system for distinguishing between the two type of investors. Logging in, investors will access frames they can purchase from a timeline of scenes, seconds and frames.

Frames are made available in the following manner:

- Accredited Investors* 80%

20% of frames in a film are made available to non accredited investors. These frames do not have right to royalties.
- Non Accredited Investors* 20%

20% of frames in a film are made available to non accredited investors. These frames do not have right to royalties.


CLAIM YOUR FRAMES


When the final cut of the film is delivered by the film's Producer, frame owners are invited to select their frames. This selection will be allocated on a first come, first served basis and allows the 'crowd' (fans) to grab the frames in the film that they feel have the most value (personally or to the market at large). The process ensures that the most enthusiastic fans are in no way impeded from getting their hands on the frames they want to the most.


NON ACCREDITED FANS VS ACCREDITED INVESTORS


How Does A Fan Purchase Frames? A Non Accredited Investor

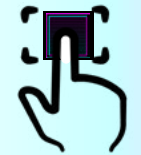
- 01. The Film**
90 Minute Indie Film = 135,000 frames
Film Budget: US\$2.7m

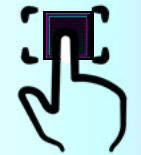

- 02. Frames Available**
Using the 80/20 accredited /non accredited frames split
= 1080 seconds available (27,000 frames)
Total funds allocated to fans = \$540,000



- 03. Investment**
Investor purchases \$1000 ERC 20 'Crowd sale'
Tokens = 2% of frames/ seconds


- 04. Film is Made**
Producer shoots an extra 20 seconds
Total frames added to the non accredited pool = 100
(4 seconds)


- 05. Allocation of Seconds / Frames**
Fan owns 2% of the 'fan' / non accredited frames 2% x
1084 seconds = 22 seconds (542 frames) are allocate to
claim


- 06. Claim Frames**
Investors can claim frames on a first come, first
engaged basis. Once claimed, the ERC 20 'Crowd sale'
Tokens are burnt.


- 07. Trade Frames**
Frames (ERC 721 tokens) can be traded inside
DreamFrames marketplace.



TEAM DREAM FRAMES



Jonny Peters

Founder of DreamFrames / CEO of GazeCoin

In addition to DreamFrames, Jonny Founded Gaze Coin in 2017, a coin aimed at monetising VR & AR by measuring eye tracking, with advertisers rewarding actual engagement. He expanded the technology to allow artists to create their own hyper-reality (AR/VR) worlds and currencies, including DJ Don Diablo's HEXCOIN. With over 20 years of leading-edge creative vision, Jonny Peters has heritage as an award-winning mixed-reality producer, director and world builder. Jonny has produced interactive formats throughout his career for BSkyB, Bravo TV, Private, Essential Media, Dream Channel, Dallus, Kgrind, with work including mobile and tethered VR experiences, virtual worlds, interactive reality TV and traditional film. Jonny holds an MFA in Virtual Worlds, a Graduate Diploma in Directing from Australian Film Television and Radio School and BE in economics from Macquarie University.

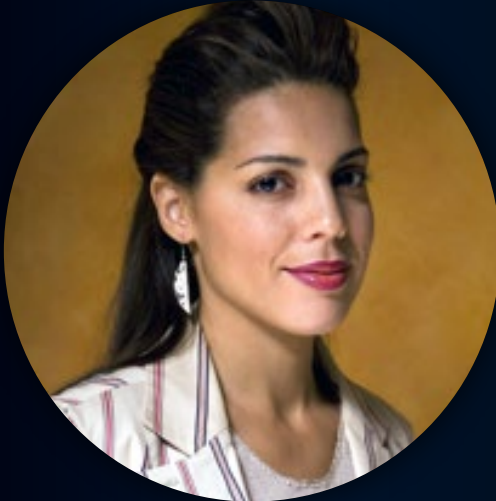


Bok Khoo - 'Bokky Poo Bah'

CTO/Chief Scientist

One of the world's premiere fintech experts and most sought-after Ethereum developers, Bok is a quantitative software developer who has worked with banking and corporate treasury clients, investment managers, exchanges, government agencies and financial soft vendors throughout the world for nearly three decades. An actuary by trade and also known as "BokkyPooBah" in the Ethereum community, StackExchange and r/Ethereum,

TEAM DREAM FRAMES



Lea Kozin

Marketing Director

A champion of applying leading-edge marketing strategies across media and entertainment, Lea Kozin is a leading consultant, evangelist and connector. Her passion at the intersection of brand activations and emerging technology has been a constant throughout her 15 years in technology, entertainment and action sports. Lea has lent her expertise to projects involving major brands including: Paramount Pictures, Mazda, Monster Energy, Samsung, Walmart and more. She is the founder of the UCLA Anderson VR/AR Collective, an influencer board member of the Digital Diversity Network; Los Angeles chapter, member of the prestigious Peer 150 Marketing collective, a contributor to VRScout and Group Y Network and a frequent speaker and event organizer in the space where technology, media and marketing meet. Lea holds an MBA from UCLA Anderson with a focus in entertainment marketing and is based in Los Angeles.



Peter Driscoll

Producer

Peter Driscoll is the chairman of Prestige Worldwide Financial Group. A company with clients in the USA, Canada, China, Hong Kong, The Netherlands, the United Kingdom, South Africa and Australia.

The clients of Prestige Worldwide Financial Group include a number of fast growing companies, large multi-national companies, and high wealth individuals including executives of companies like Google. Peter has access to high net worth individuals and numerous funding sources throughout the world that are seasoned in investing in emerging companies.

TEAM DREAM FRAMES



Murat Max Kilic

COO

Max spent 13 years working in financial markets with blue chip companies and fintech startups focused on trading systems and algorithm driven trading. After a career change, he began a successful career in the music industry contributing to the development and growth of the Australian music scene through his role as a music entrepreneur, producer, curator, label manager and radio host. Combining his experience in financial markets with his understanding in the creative industries, Max is responsible for operations, business development, partnerships and liquidity strategy. Max holds a Business degree (Finance & Marketing) and a Digital Media degree.



David Greene

Blockchain Strategist / Media Producer

Having recently gained a Mastery accreditation in Blockchain Strategy from the prestigious RMIT, Dave has augmented his media and music career with a deeper understanding of decentralization and its benefits for the creative industries including music and film. A career spanning almost 20 years in content creation, music production, recording, publishing, touring, Dave is Co-founder of award winning music act 'The Potbelleez' and Director of music publishing company MCDJ Music (in JV with Universal Publishing). As an artist, Dave has been awarded multi Platinum and Gold records by the Australian Record Industry Association (ARIA), as well as APRA/AMCOS awards for Best Dance Works in 2009 and 2012.

TEAM DREAM FRAMES



Jon Ziskind

Advisor

Jon Ziskind is the Chief Revenue Officer at Refereum. Jon is a consummate team builder and has been in sales and business development for over 15 years. Jon also has the unique experience of being a professional sailor competing in three America's Cup on the US Oracle Team. Jon also co-founded and was the CEO of one of the first geospatial platform companies, ZOS Communications, that invented device-to-device location sharing, location interactivity, and geofencing. Jon built a channel strategy with customers like AT&T. Since ZOS Jon has been focused on growing early-stage companies in IT, HealthCare and Blockchain. Jon focuses on product market fit, customer development, and growth. He lives to be in the trenches.



Ross Howden

Advisor

Ross Howden has strong strategy, operations, program and stakeholder management expertise within the film, new technologies and entertainment environments. He is an established feature film producer working with cutting edge filmmakers and specializing in maximizing the creativity in limited budget feature films and digital projects. Ross created the US office of Launch: Launch US and the VR Content Labs at Fox Studios and managed the complete video capture of the VIVID 2017 festival, including 360VR. Ross consults on VR/AR content capture for leading volumetric capture company Humense and leading NZ based VR company, Immersify. Ross has worked in strategic planning, program implementation and management roles within Foxtel and senior digital project management roles with Apple within the BBC and the Australian Broadcasting Corporation.

TEAM DREAM FRAMES



Adrian Guerrero

Blockchain Developer, Specialist in Security Tokens

Adrian is blockchain developer and founder of Deeypr Labs, specialising in token engineering and research on Ethereum. Trained by BokkyPooBah and having audited several smart contracts, his focus now is on Security Tokens and contributing on the ERC1400 Security Token Standard.

Previously a Big Data Engineer building Machine Learning pipelines for Australia's largest broadcaster, various banks, telcos, as well as consulting for the Australian Government.

Adrian has a degree in Chemical Engineering from UNSW and nominated for Young Engineer of the Year.



Geoff Lamperd

Blockchain Developer Payment Systems

Geoff has 35 years' experience in software development and implementation, working in Australia and abroad in a variety of industries. He specialised in industrial IoT implementations in the telecommunications industry for many years. Geoff has taken an interest in the emerging cryptocurrency revolution over many years, and now consults in this sector while also contributing to community and educational activities. He specialises in payment channel solutions. His other interests are IoT technology and zero-knowledge proof applications.

TEAM DREAM FRAMES



Erik Bravek

Advisor

I am a highly driven problem solver with over 20 years of professional experience as a CTO, V.P. of Engineering, Entrepreneur in Residence (EIR) and Managing Partner of multiple corporations in multiple industries. In that time I have help to designed, built, and run complex information processing systems (mostly Internet facing) for many "Global 2000" Companies and hundreds of "fast rising" smaller companies and startups. While I do stay technically relevant to all projects that I work on (I love hands on keyboard time) my focus is on advisory to, and management of, technically driven teams. I stress working smart and I have two primary goals on any project: "mission success" and "economic efficiency." To accomplish this I typically automate everything possible, and where not possible I build a unitized work structure where team members can be seamlessly cross trained and, with minimal productivity loss, become redundant and replicable.

Current focus areas: Disinformation, Machine Learning (AI), Blockchain Technologies, Security and Science.

Register for the STO or submit inquires here :

Website : <https://DreamFrames.io>

Email : info@DreamFrames.io



Thank you.

We would love to keep in touch and send you updates about the platform STO. Dream Frames is the solution that the film industry has been looking for – engineered by film producers for a new global film market

