

PRIVILEGED & CONFIDENTIAL

To: Potential Additional Initial Partners

Re: Proposal for Creation of Active Partnership Utilizing The Unique Resources & Knowledge of The Select Invited Partners ("The Project")

Date: May 7, 2017

SUMMARY MEMORANDUM REGARDING
OVERVIEW OF PROPOSED BENDER STREET ENTERTAINMENT PROJECT

I. Introduction

"Come with me, and you'll be, in a world of pure Imagination."-- Willie Wonka

The Niagara Entertainment Consortium consists of: (1) event/brand marketing guru Scott Greenwood of the company known as, Touch Unexpected Thinking; (2) theme ride attraction designer and builders Mirage Entertainment/DesertRock Entertainment (led by Buffalo, NY native Mike Wech); (3) Beverly Hills entertainment attorney David Albert Pierce (also originally from western New York with a family history rooted in the Niagara tourist industry); (4) Bill Zehme, comedy historian and a consummate comedy industry insider; and (5) Eggplant Pictures & Sound, a Virtual Reality production house based in Toronto, Ontario (collectively "the Entertainment Consortium").

Solmar Homes is a preeminent Canadian commercial real estate developer based in Ontario, Canada. Solmar's recent commercial development projects include the award-winning Two Sisters Winery in the Niagara Region of southern Ontario. Solmar Homes owns two full city blocks of prime real estate directly adjacent to the tourist zone commonly referred to as Clifton Hill, directly across from Casino Niagara on Bender Street, one hundred meters from the Rainbow Bridge, the gateway to Canada. This real estate is set to be developed to include a nine-story boutique hotel with unparalleled views of Niagara Falls.

The Niagara Entertainment Consortium is teaming with Solmar Homes to develop this propose Bender Street Entertainment project with plans for the first three floors of the Solmar Homes developed hotel being reserved for an entertainment complex that will offer restaurants, themed attractions, a 350 seat multi-purpose night club with a theater stage, plus additional retail and tourist attractions in one central entertainment complex. Certain specific key individuals and entities are being sought to serve as active initial founding partners/exploratory team members to help further imagine, create, develop and ultimately operate this proposed entertainment complex ("The Project") which is intended to hold a long-term tenancy in the lower levels of the Bender Street structure and act as the major draw and anchor for the overall property.

Solmar Homes desires to team up with the Entertainment Consortium to develop the Project. Solmar Homes contemplates a tenancy relationship with the Niagara Entertainment Consortium and its initial project partners (the "Initial Project Partners") while the financing and construction of the hotel itself is acheived by Solmar Homes in conjunction with an established boutique hotel operator. However, Solmar is receptive to the possibility of the Entertainment Consortium or any

Initial Project Partners entering into a joint venture with Solmar for the overall construction, development and management of the hotel property, should that option ultimately be attractive to any Initial Project Partners.

The Entertainment Consortium now seeks a select number of Initial Project Partners to assist in the further planning in regard to how best to exploit and monetize the available real estate space with the intent to create a world-class, 21st century entertainment complex with multiple activities for tourists-- akin to a futuristic Maple Leaf Village, the amusement and entertainment complex which graced Clifton Hill in the 80s and 90s, now occupied by Casino Niagara. In specific, the Entertainment Consortium now seeks Initial Project Partners capable of: (1) confirming & further developing the initial economic projections for the Project; (2) providing further connections and competitive insider information about any unique aspects of the Niagara tourist industry; and/or (3) seed money to further fund the initial legal and logistical planning for the Project.

Competition from current Clifton Hill attractions are antiquated and do not embody the state-of-the-art entertainment technologies that the Project will provide. A preliminary feasibility study completed by the Project developers concluded that this proposed entertainment venue, as a "one off" model, could reasonably generate \$30-\$40 million dollars in gross annual base revenue with a mere 3% penetration rate of the present 12-15 million tourists who visit the region annually. With projected growth expected to reach 19-20 million tourists and over 2000 hotel room permits granted in 2016, exponential growth is a reality, and there does not appear to be any type of competing projects with this type of technological sophistication in the region. Nothing appears to be developing in the region that will compete with the Project for consumer entertainment revenue generated by the proposed attractions outlined in this letter.

II. Phase One: Development Strategy For The Comedy Experience, Comedy Hall of Fame & Niagara VR Fun Zone

"If opportunity doesn't knock, build a door."-- Milton Berle

The Entertainment Consortium members responsible for creating the primary site attractions have a long and proven track record for delivering theme-park, live entertainment and next generation experiences of this type around the globe. Attached to this Memo are brief bios of the Entertainment Consortium, including those members responsible for the technological 21st theme park style experiences (with website links further illustrating some of their past entertainment attraction projects scattered around China, Germany and other international locales). The Entertainment Consortium believe that Niagara Falls is ready for such a unique tourist generating attraction and that the newest plans and designs for the Project is in prime position to exceed the financial expectations outlined in the initial feasibility study.

In addition to obligatory small souvenir stores, coffee house, carnival-type food booths, and the requisite Niagara Falls fudge shop, the Entertainment Consortium proposes the following value-added attractions that will define the Project:

- (1) **The Comedy Experience:** This experiential venue will chronicle the history of comedy via mind blowing "4-D" state-of-the-art audio, visual and tactile technologies, creating next-generation exhibits that entertain, excite, and immerse viewers, replacing the antiquated "glass showcase" museums of Niagara's past.

We intend for holograms of famous historic comedians from Milton Berle to Jay Leno interact with you in real time with jokes and insults. Virtual Reality and interactive displays will guide you through multiple paths and ever-changing actions driven by your own choices, conceived with multiple language programs to accommodate our growing international tourist base. From being slimed by a Ghostbuster ghost to driving The Blues Brothers' Blues-mobile, whatever can be imagined, can be created. Through technology, the Project can transport you on to the set of the Ed Sullivan Show as Ed introduces you on stage. Recreate famous comedy routines with your family on the vaudeville stage. With sketches and routines ranging from Abbot & Costello's "Who's On First" to Saturday Night Live's litany of memorable catch phrase characters-- you are the star of the comedy experience. Purchase keepsake mementos that chronicle your unforgettable adventure at one of the Project's many point of purchase take-aways available to customers as they exit through the gift shop.

Given Canada's profound and well established contributions to comedy, Niagara Falls, Canada is perfectly suited for this venue. Lorne Michaels, the legendary creator of Saturday Night Live is Canadian: Jim Carrey, Howie Mandel and Paul Schaeffer, the iconic Late Nite band leader, all hail from Canada. The comedy troupes Kids In the Hall and SCTV both originated in Toronto. Ivan Reitman, producer of Ghostbusters is proud Canadian with strong continued ties to the southern Ontario region. The list goes on and on demonstrating the synergy and enduring legacy of Canadian comedy contributors. It is time to honor their legacy, along with comedians from around the world at a tourist destination that already draws in international visitors.

- (2) **The International Comedy Hall of Fame:** Immersed within The Comedy Experience is the International Comedy Hall of Fame. Niagara Falls is an ideal site for the world's first *bona fide* International Comedy Hall of Fame, which will generate the same level of publicity and enthusiasm for Niagara Falls, as the Pro Football Hall of Fame provides to Canton, the Baseball Hall of Fame provides to Cooperstown, and the Rock & Roll Hall of Fame provides to Cleveland. Each year, there will be a publicized live induction of comedians at the Comedy Hall of Fame. A select list of comedy industry leaders from Hollywood will serve on our advisory board. David Albert Pierce, one of the initial founding partners and members of this exploratory team is a Beverly Hills entertainment attorney who has worked extensively in the comedy industry for over 20 years and has close connections to the agents, managers and respected comedy industry leaders to insure credibility of the Hall of Fame and its list of inductees.

We believe with the Entertainment Consortium's strong and multi-level connections to the world of comedy and the comedy power brokers in Hollywood, we can make this International Comedy Hall of Fame a centerpiece at Niagara which will garner worldwide attention and in itself be a driving reason alone for a large number of tourists to visit the region for this shrine to the world of comedy. Our connections to comedy icons and the ability to change out exhibits and bring living comedy greats to Niagara will make this venue stand far apart from the typical museums located on Clifton Hill.

- (3) **"The World Famous Comedy Store" Theater¹:** In furtherance of the comedy theme, the Project intends to house a 350 seat comedy club. This club is currently contemplated to be designed as a replica of the world famous Comedy Store® in Hollywood, California. A licensing opportunity with The Comedy Store exists by virtue of David Pierce's relationship with The Comedy Store in serving as its general counsel for the last 16 years.

¹ Name contemplated but not yet contractual.

The Comedy Store has played an instrumental role in the development of modern stand-up comedy and launched the careers of most of the world's biggest comedians since its doors opened in 1972. It naturally fits with the International Comedy Hall of Fame. The Comedy Store has also maintained a trademark of its name in Canada in anticipation of growth opportunities, but has yet to exploit such an opportunity. The Entertainment Consortium believes the Project can provide the proper type of trusted arrangement that The Comedy Store seeks north of the border.

The theater will also be built so that it can serve multiple functions. During nights in which the venue does not operate as a comedy club, it can be used for legitimate theater stage shows, music concerts or a dance club. During the day, we anticipate magic shows, family-friendly programs and workshops for kids to maximize the utility of this portion of the Project space and all financial opportunities available to it.

- (4) **The Comedy EATSperience (4D Restaurant):** In furtherance of the Project's comedy theme, we intend to include a restaurant which will incorporate high tech elements of the 4D Comedy Experience. In particular, the restaurant will have holograms of famous comedians sitting in the lobby, walking past tables, and even dining with guests at tables when downloaded.

The restaurant is presently intended to be called The Comedy EATSperience. However, one potential option which has recently been identified by the Entertainment Consortium is for this restaurant is to be rendered as a replica of The Friars Club® in New York City via negotiating a license arrangement with The Friars Club. The Entertainment Consortium has already established that licensing opportunities with The Friars Club can exist. The Friars Club is the legendary private supper club which has historically reserved membership for comedians and other entertainers. The question to be further studied is whether the added name recognition from this tie-in with the theme restaurant would be cost beneficial in regard to whatever the license fee may ultimately be to acquire use of that name.

- (5) **Virtual Reality Complex & High Tech Fun Zone:** While interest in comedy has never been at a higher level throughout the world and is the driving force behind much of today's packaged entertainment, to fully maximize the value and utility of the entire two city-block project space and provide something for everyone among the 12 – 15 million visitors to Niagara each year, the entertainment complex will also devote a portion of the space to house a Virtual Reality Complex of constantly evolving high tech interactive games and attractions that play upon both the comedy theme and the general regional themes of Niagara and thrill seeking.

While the Comedy Experience (and the International Comedy Hall of Fame encompassed within it) is contemplated as the type of venue that a visitor would want to devote a half day or more to explore, the VR Complex & High Tech Fun Zone can be accessed entirely separate from the Comedy Experience and provide multiple attractions which could be enjoyed while still having time to explore the Falls, the casinos and the other sights and sounds of Clifton Hill. It will also allow the venue to capitalize on multiple types of successful "GROUPON" ticket opportunities which visitors to the region tend to enjoy. It will be a state of the art fun zone where you can pop in to experience one ride or multiple rides. The ever changing themed attractions and interactive games will have visitors and local residents alike returning again and again.

Some of the more permanent exhibits contemplated for this Fun Zone area will include 21st century state-of-the-art experiences for those visitors interested in a unique take on Niagara's awe-inspiring thundering majesty and from viewpoints that would be incredibly dangerous in a real-world setting, but which can be safely simulated and achieved in a virtual world. For example the Fun Zone will use the latest technology to have exhibits utilizing relatively small square footage that can transform the visitor into experiencing:

- Virtual Reality Daredevil activities, such as: Tightrope walking, paragliding, zip lining or flying over and around The Falls (and other selected worlds through simple program changes).
- True thrill seekers can engage in indoor sky diving over Niagara Falls (or any other programmed world attractions) in an actual indoor sky dive vertical wind tunnel that actually lifts visitors several meters in the air. This technology is already in operation in a very few select entertainment venues around the world, and the Project will be the next great location for this attraction. To view how this technology looks and works, see <https://www.iflyworld.com/hollywood/> which depicts the indoor sky diving facility presently in operation at Universal City Walk Hollywood.
- In addition, the Virtual Reality Fun Zone will house what can best be described as the videogame arcade of the future. Such futuristic arcades are slowly appearing across the world. To view how this technology looks and works, see <https://virtualplayzone.com/> which depicts the Virtual PlayZone facility currently operating in San Diego, California.
- Finally, to round out the VR Experience, a Virtual Reality Theater will offer an ever-changing selection of films shot in Virtual Reality. This constantly changing offering of films viewed with VR goggles in high tech "Dark Rooms" reflects the next innovation of motion picture theaters. In particular, these types of innovative theaters reflect the type of date activity which teens and young adults now prefer to traditional movie theaters. Thus, the theaters should anticipate year round business, not just from tourists, but also local residents of Western New York and Southern Ontario.

The entire Virtual Reality Fun Zone Complex will be attractive for repeat visits by tourists and local residents alike. Industry studies show today's teens, twenties and even those in their 30s prefer a night out with a VR component rather than simply having a traditional movie date. Thus, the Project will have something for all ages, interests and demographics. The Niagara Region has dramatically changed. But for the last 50 years, the Niagara/Clifton Hill entertainment model has not. The Project offers a unique opportunity for those who see Niagara Falls future to capitalize on this new generation of tourists.

These five primary areas located within this one venue as described above represent Phase 1 of the Project. The belief is these 5 primary attractions will provide diverse offerings to generate substantial business and revenues for the site.

III. Proposed Phase Two: Development Strategy For Further Build Out Of The Niagara Virtual Experience

"One constant in entertainment is ideas that worked once in one format will work equally well in new formats, just tell old stories anew with new technologies."-- Hollywood conventional wisdom

Ultimately, the Virtual Reality Complex referenced in Phase 1 can have the ability to be further built out and expanded to reflect a space that is equal in blueprint space and technological wizardry as that of the Comedy Experience. A proposal for an eventual Phase 2 of the Project, would involve creating a companion space further utilizing and expanding upon the concept embodied by the name “The Niagara Virtual Experience.” Under such a plan, the Niagara Virtual Experience can be developed and maintained by the same developers and maintenance teams as The Comedy Experience to deliver a one-of-a-kind environment showcasing Niagara Falls, its history and geological wonder in a unique way and with the hope of permitting maximum returns to the Project’s financial partners.

- (1) **The Niagara Virtual Experience:** In the early 1960s, respected local tourist industry entrepreneur Malcom D. Pierce converted 2 floors of his boutique Clifton Hotel on old Falls Street in Niagara Falls, New York and created a time-travel attraction known as Niagarama. Utilizing then-state-of-the-art animatronics first developed by Disney, Niagarama provided a historical adventure of Niagara Falls whereby guests entered a room shaped like a barrel that slowly rocked back and forth with water splashing on a porthole as a tape recorded narrator explained that they had just gone over the Falls and in so doing had journeyed back in time to the age of the glaciers and the very beginning creation of the gorge and the Falls. A door on the other end of the barrel shaped room then opened and the visitors began their museum trek witnessing the history of Niagara up to the time of the early Twentieth century daredevils.

With next-generation and VR technologies at our disposal, we can re-create and reformat this iconic adventure and amp it up for the future. In this modern day update of that past successful storytelling technique, visitors that enter the attraction will meet a hologram of famed inventor Nikola Tesla as he tinkers with a time travel machine built into a daredevil’s barrel. Tesla invites his guests to join him, guiding them through time to experience the ice age and the creation of the Falls. Then as the group pulses through history, they are immersed among the Native Americans prior to the arrival of Europeans. The guests will walk on the Rock of Ages alongside Father Louis Hennipen as he first gazes upon the roaring cataracts. They will discover how electricity changed mankind through the power of the Falls in this epic and immersive historical experience. While other attractions retell these stories, only The Niagara VR Experience will actually transport you there and immerse you among holograms, mist, rumbling ground and other treats for your senses.

This educational thrill ride can also generate much interest among field trip seeking elementary and high schools throughout both western New York and southern Ontario which should again assist in generating steady foot traffic during the off-tourist season. And once again, with the Entertainment Consortium’s connections to Hollywood, the Niagara Experience contemplated under Phase 2 could have commercial ties with entertainment companies such as the National Geographic Channel or other educational channels— all of which seek to extend their brand into non-traditional marketing and merchandising outlets.

Recently, the Entertainment Consortium’s attraction developers created and implemented a time travel 4-D tourist attraction called “Time Alley Shanghai” in Shanghai, China. To view this ongoing attraction in Shanghai in which a time tunnel takes you back to 19th century China, please see: <http://www.desertrockentertainment.com/news/time-alley-opening/>. For the behind the scenes video visit: <https://vimeo.com/194985119> With Niagara always attracting a large delegate of Chinese tourists, those familiar with Time Alley Shanghai will likely be intrigued to visit the Project when they realize the same developers created The Niagara Virtual Experience. The Project developers responsible for building the attractions have a strong name and reputation in China. We believe China’s interest in new entertainment technologies coupled with the name recognition in China of the Entertainment Consortium’s attraction developers may potentially lead to significant financing and

investment opportunities for the Project among Chinese investors looking for entertainment investments in North America.

And according to recent area news reports, our belief has been further confirmed. Chinese investors are most interested in multi-million dollar investment opportunities at Niagara Falls, and this Project Phase 2 would fall squarely in line with that interest.

In addition to the “4-D” Niagara Virtual Experience ride that tells the story of the Falls, elaborate amusement rides would also be a part of the Project Phase. These rides for which both the technology and know-how presently exists among the members of the Entertainment Consortium include:

- a. **Daredevil Barrel Drop:** Inspired by Annie Taylor’s great barrel plunge and the daredevils who followed after her, now tourists can experience the plunge themselves, similar to an amusement park log flume ride driven by the power of eccentricity! Tourists will board a historic barrel and ride up the side of the entire outside of the Project’s complex to experience a beautiful view of the city and Falls, before plunging down a replica of the Falls in a real-life adventure. Keepsake photos of this experience will not be the photo of yesteryear where the tourist stands behind a cut out of a barrel in front of a backdrop. It will look incredibly authentic and the look of terror in the tourist’s eyes may even be real!
- b. **P.S. I Love You:** Inspired by Niagara’s historic moniker as a “Honeymoon Capital,” an indoor/outdoor observation deck will support a coffee bar/ quaint cafe with poetry and artwork inspired by Niagara. From the building’s observation deck, customers can express their personal messages to the world by paying to shoot computer generated messages into the night sky and high above the cataracts. Twitter and other social media sights can also be incorporated into this experience.
- c. **Niagara Legends Exhibit:** A wing of the Niagara Virtual Experience can also be set aside and dedicated to those who have made the region so very special. This would be somewhat of a mirror image of the Comedy Hall of Fame on the other side of the Project’s complex and again can utilize the same technology as that Hall of Fame to tell the story of region’s leaders and heroes. Visitors may purchase dedication plaques commemorating their own experiences at Niagara or a special event for their family, friends and loved ones.

IV. **Closing Thoughts & What Next?**

“It seems that I have always been ahead of my time.”-- Nikola Tesla.

With an eye toward the future of Niagara Falls, “the Project” will encompass the best of entertainment and activity to create a truly unique and unrivaled world-class entertainment destination for years to come. Different levels of thrills programed for each visiting tourist.

This document reflects a mere brief summary of the exploratory team’s vision and intentions. The Project presently seeks additional active partners to complement the current team’s Initial Project Partners. The current members of the Entertainment Consortium has both the actual know how, experience and connections to make this project a reality. Those that join the list of Initial Project Partners have the opportunity to give real and meaningful insights and contributions to the actual manner in which this Project takes shape. Both active venture capitalists providing initial seed

money and those with an astute understanding and insider knowledge of the Niagara tourist industry are sought to round out our list of Initial Project Partners in preparation for determining budgets and fiscal needs, charting realistic profit projections, and refining operations and logistics. At which point the Project with the augmented Initial Project Partners serving as the corporate promoters will then be prepared to draft a formal Private Placement Offering for attracting outside investors.

Only those individuals in a position to serve as an active Initial Project Partner are sought at this present time and this Memorandum is intended only for those suitable for rounding out our initial team.

If you have interest in joining our team as either a venture capitalist or simply as an advisor bringing “tourism industry” expertise and knowhow, please contact David Pierce at 310-274-9191 or david@piercellp.com, and we will establish a mutually convenient time for the Entertainment Consortium members to fly out to meet with you to answer questions and deliver a multi-media presentation showing what the attractions would like via computer generated graphics.

CONFIDENTIAL

THE EXPLORATORY TEAM

TOUCH – UNEXPECTED THINKING

Scott Greenwood of Touch – Unexpected Thinking (an experiential agency) is the creative force behind the Project. Scott originally proposed that a majority of the Project space be used for a museum (which unlike any of the other sorely outdated museums on Clifton Hill) utilizes the latest and most breathtaking technological innovations to create an interactive “4-D experience” that focuses on the history of comedy which would also house an International Comedy Hall of Fame (similar to the Rock & Roll Hall of Fame in Cleveland or any of the assorted professional sports hall of fames).

Scott is a true visionary and “idea man” with an unwavering passion for understanding what compels people to gravitate toward concepts and event attractions. His unconventional thinking and takes on marketing & branding, push the creative team and the envelope on every project he undertakes. Scott’s creative energy combined with over 30 years’ experience launching global brands throughout the world with Fortune 100 brands to deliver experiential marketing programs, some brands include Guinness, Newseum (Washington D.C.), Waterloo, SAP, Hewlett Packard, Ford, Hyundai, BMW, Infiniti, Cirque du Soleil, and a multitude of festivals (highlighted in TOUCH LIVE website). His experience in putting together large stage events, concerts, and conferences ensure that he considers the target audience’s engagement, Scott is now uniquely focused on delivering a world masterpiece that will become the Canadian Comedy Experience | Home of The International Comedy Hall of Fame.

Recent Awards and recognition: Named on Event Market Magazine’s ‘It’ List, Hermes Awards – Platinum Winner 2015 Design Excellence Exhibit Design, Hermes Gold Winner 2015 for Original Score. Scott resides in Toronto.

www.touchtheunexpected.com

www.touchlive.ca

DAVID ALBERT PIERCE

David Albert Pierce is Managing Member of Pierce Law Group LLP, an entertainment law firm which has served as production counsel for entertainment studios, such as: Lionsgate, MGM and Fox, Cartoon Network, and Harpo Productions, as well as numerous independent production companies of all sizes. David also serves as General Counsel & Business Affairs for the world famous Comedy Store and over the years he has also represented highly successful and beloved comedic writers, directors and performers, such as: Leslie Jones (*Saturday Night Live*, *Ghostbusters*), Brian Moses (creator and host of Comedy Central’s “*Roast Battle*”), Willie Hunter (co-creator of NBC’s “*The Carmichael Show*”), Stephen Kramer Glickman (Nick-at-Nite’s “*Big Time Rush*” WB’s “*Storks*”), Fred Stoller (“*Everybody Loves Raymond*” and “*Seinfeld*”), Jeff Garlin (“*Curb Your Enthusiasm*” “*The Goldbergs*”), Gabriel Iglesias (“*Fluffy*”), Penelope Spheeris (director of “*Wayne’s World*” and “*Beverly Hillbillies*”) Tony Hinchcliffe (Comedy Central’s “*The Burn*” Netflix’ “*One Shot*”), Bruce Fine (writer “*My Wife & Kids*”), Allan Stephan (Executive Producer “*Roseanne*,” “*Arliss*”), David Spade (“*Saturday Night Live*,” “*Rules of Engagement*”), Dana Carvey (“*Saturday Night Live*,” “*Wayne’s World*”), Scott Thompson (“*Kids In The Hall*”), Ian Gurvitz (showrunner of CBS’ “*Becker*”), Kiki Melendez (“*Hot Tamles Live*”), Mark Ellis (“*Schmoes Knows*”), Pauly Shore (80’s icon), and the estate of Milton Berle (legendary comedy icon).

He has served as an executive producer on the comedy film by Jeff Garlin entitled, “*I Want Someone To Eat Cheese With*,” as well as, executive producer credits on: the comedy documentary “*Journey of Female Comic*,” the Showtime special “*Hot Tamles Live*,” and “*Hot Tamales Live Presents*.” He is presently the Secretary of the Beverly Hills Bar Association’s Entertainment Law Section, and a Former Board Member

of The Friars Club of Beverly Hills. David teaches a course each year at UCLA-Extension on “*Running An Entertainment Production Company*,” as well as “*Media Law & Ethics*” for Elon University’s Semester in LA Program. He also delivers an annual lecture on recent developments in entertainment law for the Academy of Television Arts & Sciences’ “*Visiting Professors Program*.”

David is originally from Niagara Falls, New York. David was born into the tourist industry and was giving guided tours when he was merely 7 years old. He is the son of the late Malcom D. Pierce, owner and operator of The Cave of the Winds Scenic Tours in the 70s and 80s, and prior to that venture was the owner and operator of The Clifton Hotel and Niagrama Wax Museum.

David’s genuine love and knowledge of both the Niagara tourism industry and the Hollywood comedy industry, renders him uniquely situated to be a part of this Project.

www.piercellp.com

MIRAGE ENTERTAINMENT/ DESERTROCK ENTERTAINMENT

Mirage Entertainment was founded in 1990 as a live entertainment company and has evolved into a worldwide group of top creative partners, integrating all aspects of design, planning, consultation, management, production and operation into a single package with demonstrated success. Meeting the increasing demands of the leisure & entertainment industry on three continents, Mirage is a leading influence in first-class entertainment throughout the global marketplace.

More than a standard production or design company, we combine imagination and international resources with the latest in performance technology to cover the full spectrum of entertainment possibilities. For over 20 years, Mirage has been making entertainment dreams come true, with over 500 original productions and attractions comprising of over 300,000 performances for clients worldwide, including Universal, Disney, Warner Brothers, Olympics, and Marvel Comics. Headquartered at the center of the entertainment industry in Los Angeles, California, we maintain branch offices in Germany, China, and Taiwan, with expansions planned for Korea and Canada. www.mirageent.com

DESERTROCK ENTERTAINMENT

DesertRock Entertainment has worked in conjunction with Mirage Entertainment as part of the creative team for over 20 years creating projects worldwide. DesertRock Entertainment, Inc. has provided comprehensive creative vision, production and post production services for Fortune 500 Companies, film, television and new media clients. In addition to our creative ventures, DesertRock Entertainment has been developing and working exclusively with new technologies for film, video and live entertainment experiences. Desert Rock Entertainment’s two principals are Tim Lowry and Mike Wech.

---**TIM LOWRY** For over 20 years, Tim Lowry, Owner/operator of DesertRock Entertainment, Inc has provided comprehensive creative vision, production and post production services to his clients. From highly classified government bids to national commercial campaigns, Tim has generated over 1 billion dollars in sales for his clients and to date, Tim’s television experience includes staff management, producing, editing and directing television shows airing on FOX, ABC, NBC, CBS, FOX Sports plus creative services for Reebok, Yum Brands, IHOP, Ford, Nissan, Coca-Cola company, BMW Designworks USA, BMW of North America, Raytheon and Pioneer.

----**MIKE WECH** is an award-winning Producer, Film Editor and International Best Selling Author, Mike Wech's career spans 25 years in creative development for top companies and networks around the world. Mike's recent focus has been on creating immersive entertainment franchises and experiences utilizing Next Generation Technologies, iOS and Android Apps, gaming, and Live Theatrical and Theme Park experiences. At the center of this recent innovations is the SEVEN-X franchise based on Mike's International Best Selling novel, Seven X. The development also includes the creation of new patent-pending 3D technologies.

Mike has utilized his acumen as a natural storyteller and creativity for the feature films *Beyond The Mask*, *90 Minutes in Heaven*, *Dead Drop*, *The Exodus of Charlie Wright*, *South Dakota* and *The Moment After 2*; as well as for Broadcast Television programming for ABC, FOX, FYI, VH1, MTV, CBS, A&E plus numerous Commercials and Corporate work for fortune 500 companies, Raytheon, Taco Bell, IHOP, MDR, the US Fighter Squadrons, BMW Motorworks among others. Mike is originally from Buffalo, New York, but now resides in Los Angeles, California.

www.desertrockentertainment.com

BILL ZEHME

Bill Zehme is the author of the critically acclaimed book titled *Lost in the Funhouse: The Life and Mind of Andy Kaufman*. Bill is a respected historian of comedy and author of some of the most insightful profiles of comedians of the 20th century (including Steve Martin, Robin Williams, Eddie Murphy, Lily Tomlin, John Candy, Dan Ackroyd, and David Letterman) many of which appear in his book *The Rolling Stone Book of Comedy*. Additional essays and interviews by Bill have been published in the literary collection titled, *Intimate Strangers: Comic Profiles and Indiscretions of the Very Famous*.

Bill is a recipient of the prestigious ASME Award for Profile Writing, he has written for *Esquire*, *Rolling Stone*, *Playboy*, and *Vanity Fair*, as well as. He was a personal confidant and the authorized biographer of Johnny Carson, and is one of the nation's premiere authorities on Carson and comedy legacy. Zehme's rolodex, connections and direct access to the biggest names in comedy will play a helpful role in the establishment of the Comedy Hall of Fame at Niagara Falls and its accompanying historical chronicle of comedy at the Comedy Experience venue.

EGGPLANT PICTURES & SOUND

Eggplant Pictures and Sound is a boutique postproduction facility that has grown into a robust full service creative studio covering video and audio post, motion graphics, animation, VFX and 360/VR. Eggplant Picture & Sound, located downtown in the heart of Toronto's production community, is one of Canada's leading Post Production facilities offering best-in-class talent, creativity and the most advanced technologies.

As a sought-after specialty post company since it was established in 1996, Eggplant Picture & Sound is a unique and dynamic destination, offering a vital combination of video, audio, motion graphics, animation and VFX, all in one vibrant and convenient location. Eggplant provides full-service or an à la carte menu of media solutions for producers, broadcasters, marketers and advertisers, Eggplant Picture & Sound services feature film, factual and scripted genres, as well as broadcast and digital advertising.

Our proven comprehensive Optimized Digital Production Workflow is an industry driven standard and delivers maximum efficiency for our clients adhering to all cinematic, broadcast specifications and digital deliverables. Eggplant is based in Toronto, Ontario.

<http://www.eggplantps.com/>

SOLMAR HOMES

Solmar Homes is a preeminent Canadian commercial real estate developer based in Ontario, Canada. Recent developments include the award-winning Two Sisters Winery in the Niagara Region of Southern Ontario. Solmar Homes owns two full city blocks of prime real estate directly adjacent to the tourist zone commonly referred to as Clifton Hill, directly across from Casino Niagara on Bender Street, one hundred meters from the Rainbow Bridge, the gateway to Canada. This real estate is set to be developed to encompass a nine-story boutique hotel with unparalleled views of Niagara Falls.

OTHER INTENDED/CONTEMPLATED ADVISORS & CONSULTANTS

L.A. Design Associates, Inc. is a physical design firm founded in 2002 by Bradley J. Biben after 20 years in general practice for the entertainment, hospitality and corporate design industry. The firm develops a broad range of highly stylized projects including high-concept entertainment projects, housing and estates, retail projects, hospitality, mixed-use developments, and education projects with a speciality in Entertainment Design (Area Development); Educational Design and Themed Area Development for Attraction/Entertainment. Bradley Biben is a graduate of the prestigious Rhode Island School of Design. And he has said that a quote from Matisse that he first encountered while at RISD runs continuously in the background of his thoughts during each project he undertakes, that quote is- *"I do not think the way I thought yesterday. My fundamental thoughts have not changed but have evolved and my modes of expression have followed my thoughts. I do not repudiate any of my paintings but I would not paint any of them again. My destination is always the same but I work out a different route to get there."*

Garfinkle Biederman LLP is a prestigious full service corporate law firm in Toronto, Ontario composed of barristers and solicitors. The firm describes its practice as a cohesive, efficient, and forward-thinking law firm composed of experts at navigating the Canadian legal system, leveraging relations and negotiating to win. Avrom Brown has been a partner at Garfinkle Biderman since 1975 with an expertise in commercial real estate. His expertise in commercial real estate has afforded him long and respected relationships with institutional lenders, land developers and owner builders. Avrom has negotiated multiple deals “on the other side of the table” from Solmar Homes and its principal Benny Marotta, for well over 30 years representing financiers and lenders on Solmar Home projects, including the acclaimed Two Sisters Winery project in the Niagara Region of Southern Ontario. The Entertainment Consortium intends to secure the representation of Avrom Brown’s firm for purposes of finalizing the actual financing contract aspects which will need to be completed with Solmar Homes as part of this venture, as well as securing that law firm for advice and guidance on all issues related to the laws of Canada and the province of Ontario.
