

NOTE: This statement must be filed within 120 days after the plan is adopted [D.O.L. Reg. Sec. 2520.104-23(b)(2)]. If the employer fails to comply with this requirement, the plan must distribute and file a Summary Plan Description and meet other applicable reporting and disclosure requirements. The statement should be mailed to:

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
Room N-5644  
U.S. Department of Labor  
200 Constitution Ave. N.W.  
Washington, DC 20210

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ERISA REPORTING AND DISCLOSURE STATEMENT

To the Secretary of Labor:

In order to comply with the requirements of the alternative reporting and disclosure method under ERISA, Title I, Part 1, as provided for an unfunded or insured pension plan for a select group of management or highly compensated employees in D.O.L. Reg. Sec. 2520.104-23, the following information is provided by the undersigned plan administrator:

The name of the employer is: United States Artists, Inc.

The employer's mailing address is: 5757 Wilshire Blvd., Suite 580; Los Angeles, CA 90036

The employer's federal identification number (EIN) is: 22-3903993

The plans of employer and the number of participants covered in each plan is:

403(b) Plan, covering all 5 employees; 457 Plan – 1 employee participating; 3 eligible.

(specify plan, effective date and number of employees covered)

The above-named employer maintains (this or these) plan(s) primarily for the purpose of providing nonqualified deferred compensation benefits to a select group of management or highly compensated employees. The employer will provide a copy of the agreement(s) to the Secretary of Labor upon request.

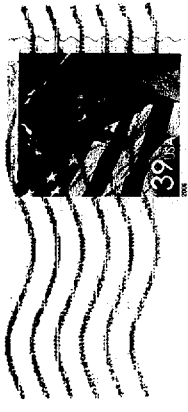
United States Artists  
(Name of Employer)

By: [Signature] Date: 12-22-06  
Authorized Representative

John Kenner, CFO  
323-857-5857 x706

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**USA**  
United States Artists

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