Company Information and Disclosure Statement

3D Entertainment Holdings, Inc.
(D/B/A 3D EYE SOLUTIONS, INC.)

OTCPK: TDEY

Quarterly Report
Nine Months Ended September 30, 2014

OTC Pink Basic Disclosure Guidelines

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

3D Entertainment Inc,.(D/B/A 3D Eye Solutions, Inc. (hereinafter referred to as the "Company" or "3D Eye"), is a Florida Corporation. 3D Eye Solutions, LLC, was acquired by the Company, formerly known as AFA Music Group, Inc., in July 2008. Thereafter, the Company changed its name to 3D Eye Solutions, Inc.

Name used by predecessor entities in the past five years:

(a) Formerly= AFA Music Group, Ltd. until September 2008;
(b) Formerly= SuperPro Vending Group, Inc. until October 2007;
(c) Formerly= Harbour Capital Corp. until September 2006.

2) Address of the issuer's principal executive offices

Company Headquarters
Address: 3D Eye Solutions, Inc.
1400 West Northwest Highway
Suite 100
Grapevine, TX 76051
Phone: 817-845-6244
E-mail: clarkortiz@me.com

3) Security Information

Trading Symbol: TDEY
Exact title and class of securities outstanding: Common Stock
CUSIP: 88580K 108
Par or Stated Value: $0.0001
Total shares authorized: 6,000,000,000 as of: 09/30/2014
Total shares outstanding: 4,254,106,682 as of: 09/30/2014

Additional class of securities:
Exact title and class of securities outstanding: Preferred Stock Class A
CUSIP: N/A
Par or Stated Value: No Par Value
Total shares authorized: 10,000,000 as of: 09/30/2014
Total shares outstanding: 9,316,161 as of: 09/30/2014

Additional class of securities:
Exact title and class of securities outstanding: Preferred Stock Class B
CUSIP: N/A
Par or Stated Value: No Par Value
Total shares authorized: 10,000,000 as of: 09/30/2014
Total shares outstanding: 4,500,000 as of: 09/30/2014

Transfer Agent
Name: Standard Registrar & Transfer Agency
Address 1: 12528 South 1840 East
Address 2: Draper, UT, 84020

Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

N/A

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

Date	Name of Person or Entity	Nature of Each Offering	Jurisdiction	Number of Shares	Price shares were offered	Amount paid to the Issuer	Trading Status of the shares	Legend
07/12/2012	Fairhills Capital	Rule 144 - Preferred Series A Conversion	N/A	14,170,040	0.007136	N/A	Free trading shares	None
08/07/2012	RODZ Holdings, Ltd	Pursuant to Acquisition Agreement	N/A	50,000,000	0.01	N/A	Restricted Shares	Restricted
08/07/2012	Investor	Rule 144 - Note Conversion	N/A	20,000,000	0.003	N/A	Free trading shares	None
08/20/2012	Investor	Rule 144 -Note Conversion	N/A	10,000,000	0.003	N/A	Free trading shares	None
09/07/2012	Investor	Rule 144 -Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/07/2012	Investor	Rule 144 -Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/07/2012	Investor	Rule 144 -Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/25/2012	Investor	Rule 144 -Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/25/2012	Investor	Rule 144 -Note Conversion	N/A	11,000,000	0.003	N/A	Free trading shares	None

09/25/2012	Investor	Rule 144 -Note Conversion	N/A	9,000,000	0.003	N/A	Free trading shares	None
10/09/2012	Investor	Rule 144 -Note Conversion	N/A	30,000,000	0.003	N/A	Free trading shares	None
10/19/12	Investor	Rule 144 -Note Conversion	N/A	33,000,000	0.003	N/A	Free trading shares	None
11/07/12	Investor	Rule 144 -Note Conversion	N/A	36,000,000	0.003	N/A	Free trading shares	None
11/29/12	Investor	Rule 144 -Note Conversion	N/A	36,000,000	0.003	N/A	Free trading shares	None
12/17/12	Investor	Rule 144 -Note Conversion	N/A	24,000,000	0.003	N/A	Free trading shares	None
8/13/13	Investor	Rule 144 -Note Conversion	N/A	28,000,000	0.003	N/A	Free trading shares	None
9/9/13	Investor	Rule 144 -Note Conversion	N/A	90,000,000	0.003	N/A	Free trading shares	None
9/25/13	Investor	Rule 144 -Note Conversion	N/A	95,000,000	0.003	N/A	Free trading shares	None
10/14/13	Xavier Calderon	Services	N/A	5,000,000	N/A	N/A	Restricted Shares	Restricted
10/23/13	Investor	Rule 144 -Note Conversion	N/A	24,000,000	0.003	N/A	Free trading shares	None
10/25/13	Investor	Rule 144 -Note Conversion	N/A	100,000,000	0.003	N/A	Free trading shares	None
10/28/13	Investor	Rule 144 -Note Conversion	N/A	60,000,000	0.003	N/A	Restricted Shares	Restricted
10/29/13	Clark Ortiz	Rule 144 - Compensation	N/A	100,000,000	.0001	N/A	Restricted Shares	Restricted
10/29/13	Edward Vakser	Rule 144 - Compensation	N/A	100,000,000	.0001	N/A	Restricted Shares	Restricted
12/3/13	Jasper Group	Services	N/A	37,500,000	N/A	N/A	Restricted Shares	Restricted
12/16/13	Investor	Rule 144 -Note Conversion	N/A	10,714,286	0.003	N/A	Free trading shares	None
12/16/13	Investor	Rule 144 -Note Conversion	N/A	50,000,000	0.003	N/A	Free trading shares	None
12/19/13	Investor	Rule 144 -Note Conversion	N/A	60,000,000	0.003	N/A	Free trading shares	None
12/19/13	Investor	Rule 144 -Note Conversion	N/A	53,000,000	0.003	N/A	Free trading shares	None
01/06/14	Investor	Rule 144 -Note Conversion	N/A	10,714,286	0.003	N/A	Free trading shares	None

01/21/14	Investor	Rule 144 -Note Conversion	N/A	50,000,000	0.003	N/A	Restricted Shares	Restricted
02/11/14	Investor	Rule 144 -Note Conversion	N/A	57,142,857	0.003	N/A	Free trading shares	None
02/11/14	Investor	Rule 144 -Note Conversion	N/A	57,142,857	0.003	N/A	Free trading shares	None
02/25/14	Investor	Rule 144 -Note Conversion	N/A	50,000,000	0.003	N/A	Free trading shares	None
02/28/14	Investor	Rule 144 -Note Conversion	N/A	57,142,857	0.003	N/A	Free trading shares	None
03/03/14	Investor	Rule 144 -Note Conversion	N/A	57,142,857	0.003	N/A	Free trading shares	None
03/19/14	Investor	Rule 144 -Note Conversion	N/A	50,000,000	0.003	N/A	Free trading shares	None
03/19/14	Investor	Rule 144 -Note Conversion	N/A	50,000,000	0.003	N/A	Free trading shares	None
4/25/14	Investor	Rule 144 -Note Conversion	N/A	100,000,000	0.003	N/A	Free trading shares	None
06/06/14	Investor	Rule 144 -Note Conversion	N/A	148,648,648	0.003	N/A	Free trading shares	None
06/20/14	Investor	Rule 144 -Note Conversion	N/A	60,000,000	0.003	N/A	Free trading shares	None
06/20/14	Investor	Rule 144 -Note Conversion	N/A	60,000,000	0.003	N/A	Free trading shares	None
07/01/2014	Investor	Rule 144 -Note Conversion	N/A	80,263,000	0.003	N/A	Free trading shares	None
07/01/2014	Investor	Rule 144 -Note Conversion	N/A	80,263,000	0.003	N/A	Free trading shares	None
07/07/2014	Investor	Rule 144 -Note Conversion	N/A	61,111,110	0.003	N/A	Free trading shares	None
07/07/2014	Investor	Rule 144 -Note Conversion	N/A	105,432,700	0.003	N/A	Free trading shares	None
07/10/2014	Investor	Rule 144 -Note Conversion	N/A	46,551,724	0.003	N/A	Free trading shares	None
07/16/2014	Investor	Rule 144 -Note Conversion	N/A	111,111,110	0.003	N/A	Free trading shares	None
07/17/2014	Investor	Rule 144 -Note Conversion	N/A	11,111,111	0.003	N/A	Free trading shares	None
07/28/2014	Investor	Rule 144 -Note Conversion	N/A	100,698,630	0.003	N/A	Free trading shares	None
07/28/2014	Investor	Rule 144 -Note Conversion	N/A	100,698,630	0.003	N/A	Free trading shares	None

08/13/2014	Investor	Rule 144 -Note Conversion	N/A	250,000,000	0.003	N/A	Free trading shares	None
08/20/2014	Investor	Rule 144 -Note Conversion	N/A	200,000,000	0.003	N/A	Free trading shares	None
08/28/2014	Investor	Rule 144 -Note Conversion	N/A	150,000,000	0.003	N/A	Free trading shares	None
09/22/2014	Investor	Rule 144 -Note Conversion	N/A	200,000,000	0.003	N/A	Free trading shares	None
09/22/2014	Investor	Rule 144 -Note Conversion	N/A	118,264,840	0.003	N/A	Free trading shares	None
09/22/2014	Investor	Rule 144 -Note Conversion	N/A	118,264,840	0.003	N/A	Free trading shares	None

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

The most recent information for the Issuer's applicable period ending Sept. 30, 2014, is available on OTCMarkets.com as "2014 Quarterly Report Financial Statements", and is hereby incorporated herein by reference. This Financial Report was prepared in accordance with US GAAP by persons with sufficient financial skills and posted to otciq.com on December 15, 2014.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

The Company markets and sells 3D conversion technology under a 10 Year license agreement.

Digital Signage:
Many of the Company's hardware and software applications are currently marketed to the digital signage industry. 3D Eye Solutions signed an agreement with the Las Vegas Hilton where the Las Vegas Hilton agreed to place 3D Eye Solutions' 42" auto stereoscopic screens and technology in strategic locations throughout the hotel, including the main entrance inside the hotel into the Las Vegas Convention Center. 3D Eye Solutions will be generating revenue from the agreement through the sale of advertising space to both the vendors of the Las Vegas Hilton, as well as exhibitors, sponsors, and attendees from the conventions held at the Las Vegas Convention center. At this time, the Company has placed the initial screen at the Hotel entrance into the Las Vegas Convention Center (also known as the "Hub"), and is in discussions with various sales agencies to begin selling the advertising space.

3D Eye Solutions has also signed a Memorandum of Understanding (MOU) with Scala. Scala is a leading global digital signage company providing software and advertising management solutions. By combining digital and traditional signage systems, Scala has become the world's first connected signage company, offering the leading platform for content creation, management and distribution in digital signage networks, and the first unified platform for advertising management of both traditional and digital signage networks. The company's solutions are used in retail, education, entertainment, government and other industries for diverse applications such as retail advertising networks, corporate communications (employee TV), traditional and digital billboards, digital menu boards, digital posters, cable TV, hotel lobby signage, gas pump toppers, outdoor advertising, interactive kiosks, etc.

B. Date and State (or Jurisdiction) of Incorporation:

January 2008, Florida

C. the issuer's primary and secondary SIC Codes;

7373

D. the issuer's fiscal year end date;

December 31st

E. principal products or services, and their markets;

The Company is currently focused on generating ad revenues and gaining additional valuable real estate for its 3D Auto-stereo signs.

- Service conversions of existing media to enable end users to showcase standard (flat 2D) properties in 3D and multi-view format
- Production and processing of media content for corporate venues and trade show events; including content in large format, 20", 42" & 57" auto-stereoscopic displays for advertisers. Also available is a 132" video wall auto-stereoscopic display
- Services and techniques as a content creator in auto-stereoscopic applications, such as in LCD flat panel TVs and mobile devices

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

3D Eye Solutions is currently using the facilities of MG Studios, as a real-working environment, to develop and test the ultimate effect of stereoscopic techniques. Here, the Company has the ability to test measures that will insure viewing will not irritate the eyes, as would a more conventional stereoscopic process.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Mr. Edward Vakser: Chairman

Name & Address	Number & Percentage of Beneficially Shares Owned		
	Common	Preferred Series A	Preferred Series B
Name: Clark Ortiz **Address:** 9858 Clint Moore Road SUITE C -111 #144 BOCA RATON, FL 33496	100,000,000 (2.35%)	N/A	N/A
Name: Edward Vakser **Address:** 1400 West Northwest Highway Suite 100 Grapevine, TX 76051	100,000,000 (2.35%)	N/A	N/A
Name: South Ridge Construction **Address:** 676 Knob Hill CT Argyle, TX 76226	200,000,000 (6.70%)	N/A	N/A
Name: MG Studios **Resident Agent:** Michael Gibilisco **Address**: 2005 Tree Fork Ln Ste. 113 Longwood, FL 32750	N/A	2,545,000 (27.32%)	N/A
Name: Big Apple Consulting USA, Inc. **Resident Agent:** Marc Jablon **Address**: 2101 West State Road 434, Ste. 100, Longwood, FL 32779	5,000,540 (0.12%)	2,277,600 (24.45%)	500,000 (11.11%)

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

   Mr. Vakser has a pending felony trial in Texas.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

   The Securities and Exchange Commission filed a complaint (the "Complaint") against Big Apple Consulting USA, Inc. ("Big Apple"), a shareholder of 3D Eye Solutions, and three principals of Big Apple including Marc Jablon, the President and CEO of Big Apple Consulting and the former Chairman of 3D Eye Solutions, Inc. The Complaint, filed on November 18, 2009, case number 6:09-cv-01963-JA-GJK, alleging possible violations of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended, all in connection with the filing of false press releases and other activities of a former client of Big Apple, starting in November 2005 through March 19, 2007. Big Apple and the principals believe that the allegations are unfounded and are vigorously contesting the Complaint and the bases thereof, and have filed an Answer denying any liability for all alleged violations. The Court has subsequently ruled against the Defendants, however, Big Apple and its CEO have filed additional motions contesting the verdict and plan to appeal. For further details regarding the Complaint, please see Litigation Release No. 21305 issued on November 18, 2009 on the Securities and Exchange Commission website.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

   See 2, above.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

   None

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Name & Address	Number & Percentage of Beneficially Shares Owned		
	Common	Preferred Series A	Preferred Series B
Name: MG Studios **Resident Agent:** Michael Gibilisco **Address**: 2005 Tree Fork Ln Ste. 113 Longwood, FL 32750	N/A	2,545,000 (27.32%)	N/A
Name: Big Apple Consulting USA, Inc. **Resident Agent:** Marc Jablon **Address**: 2101 West State Road 434, Ste. 100, Longwood, FL 32779	5,000,540 (0.12%)	2,277,600 (24.45%)	500,000 (11.11%)

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

N/A

10) Issuer Certification

I, Edward Vakser, certify that:

1. I have reviewed this Q3-2014 Disclosure Statement of 3D Eye Solutions;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

[Date] December 12, 2014

[Signature] /s/ Edward Vakser
Chairman / Director