

INFORMATION STATEMENT AND DISCLOSURE STATEMENT

ANNUAL REPORT

DECEMBER, 31 2016

TLD3 ENTERTAINMENT GROUP, INC.
(A FLORIDA CORPORATION)

8194 Glades Road
Boca Raton, FL 33434
Phone: (561) 487-0451
Fax: (561) 487-0452

PART A GENERAL COMPANY INFORMATION

Item 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSOR (IF ANY).

Issuer: On December 15, 2014, **PERFECT WEB TECHNOLOGIES, INC.** acquired Ovation Music & Studios, Inc., and then changed its name to **OVATION MUSIC & STUDIOS, INC.**, on November 17, 2016, changed its name to TLD3 Entertainment Group, Inc. (“us”, “we”, “our” the “Company”).

Item 2. THE ADDRESS OF ITS PRINCIPAL EXECUTIVE OFFICES.

- i. Executive Office:
8194 Glades Road
Boca Raton, FL 33434
Phone : (561) 487-0451
Fax: (561) 487-0452
- ii. URL: www.ovationmusicstudios.com
- iii. Investor Relations:
The Issuer

Item 3. SECURITY INFORMATION

TRADING SYMBOL: OVMSD

EXACT TITLE AND CLASS OF SECURITIES OUTSTANDING:

Exact title and class of securities outstanding: **Class A Common Stock**
CUSIP: **87256B103**
Par or Stated Value: **\$.001**
Total shares authorized: **1,000,000,000** as of: **12/31/2016**
Total shares outstanding: **220,795,001** as of: **12/31/2016**
Total shares outstanding: 1,103,975 as of January 19, 2017

Exact title and class of securities outstanding: **Class B Common Stock**
Par or Stated Value: **\$.01**
Total shares authorized: **150,000,000** as of: **12/31/2016**
Total shares outstanding: **21,057,511** as of: **12/31/2016**
Total shares outstanding; 105,288 as of January 19, 2017

Exact title and class of securities outstanding: **Class C Common Stock**

Par or Stated Value: **\$.0001**

Total shares authorized: **149,500,000** as of: **12/31/2016**

Total shares outstanding: **12,440,000** as of: **12/31/2016**

Total shares outstanding; 12,440,000 as of January 20, 2017

Capital Stock

The Corporation shall have the authority to issue 1,000,000,000 shares of \$.001 par value Class A Common Stock (the "Class A Common Stock"), 150,000,000 shares of \$.01 par value Class B Common Stock, and 149,500,000 shares of \$.0001 par value Class C (the "Class A Common Stock," and together with the Class B Common Stock and the Class C Common Stock, the "Common Stock") and Preferred Stock (the "Preferred Stock"). The number of authorized shares of any class or classes of stock may be increased or decreased by the affirmative vote of the holders of a majority of the voting power of the stock of the corporation entitled to vote.

A statement of the designations of each class and the powers, preferences and rights, and qualifications, limitations or restrictions thereof is as follows:

A. Class A Common Stock

- i. Dividends. The holders of the Class A Common Stock shall be entitled to receive, share for share with the holders of shares of Class B Common Stock, such dividends if, as and when declared from time to time by the Board of Directors. In the event that such dividend is paid in the form of shares of Common Stock, holders of Class A Common Stock shall receive Class A Common Stock and holders of Class B Common Stock shall receive either Class A Common Stock or Class B Common Stock at the holders of Class B Common Stock discretion.
- ii. Liquidation. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding-up of the Corporation, the holders of the Class A Common Stock shall be entitled to receive, share for share with the holders of shares of Class B Common Stock, all the assets of the Corporation of whatever kind available for distribution to stockholders, after the rights of the holders of the Preferred Stock have been satisfied.
- iii. Voting. Each holder of Class A Common Stock shall be entitled to one vote for each share of Class A Common Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation. Except as otherwise provided herein or by the General Corporation Law of the State of Florida the holders of Class A Common Stock and the holders of Class B Common Stock shall at all times vote on all matters (including the election of directors) together as one class.

B. Class B Common Stock

- i. Dividends. The holders of the Class B Common Stock shall be entitled to receive, share for share with the holders of shares of Class A Common Stock, such dividends if, as and when declared from time to time by the Board of Directors. In the event that such dividend is paid in the form of shares of Common Stock, holders of Class A Common Stock shall receive Class A Common Stock and holders of Class B Common Stock shall receive either Class A Common Stock or Class B Common Stock at the holders of Class B Common Stock discretion.
- ii. Liquidation. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding-up of the Corporation, the holders of the Class B Common

Stock shall be entitled to receive, share for share with the holders of shares of Class A Common Stock, all the assets of the Corporation of whatever kind available for distribution to stockholders, after the rights of the holders of the Preferred Stock have been satisfied.

iii. Voting. Each holder of Class B Common Stock shall be entitled to ten votes for each share of Class B Common Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation. Except as otherwise provided herein or by the General Corporation Law of the State of Florida, the holders of Class A Common Stock and the holders of Class B Common Stock shall at all times vote on all matters (including the election of directors) together as one class. Vote a total of 210,575,110 votes.

iv. Conversion.

(a) Each share of Class B Common Stock shall be convertible into one fully paid and nonassessable share of Class A Common Stock at the option of the holder thereof at any time.

(b) Each share of Class B Common Stock shall automatically be converted into one fully paid and nonassessable share of Class A Common Stock upon any sale, pledge, conveyance, hypothecation, assignment or other transfer (a "Transfer") of such share, whether or not for value, by the initial registered holder (the "Initial Holder") thereof, other than any such Transfer by such holder to (i) a nominee of such holder (without any change in beneficial ownership, as such term is defined under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act")) or (ii) another person that, at the time of such Transfer, beneficially owns shares of Class B Common Stock or a nominee thereof; provided that, notwithstanding the foregoing, (A) any Transfer by the Initial Holder without consideration to (1) any controlled affiliate of such Initial Holder which remains such, (2) a partner, active or retired, of such Initial Holder, (3) the estate of any such Initial Holder or a trust established for the benefit of the descendants or any relatives or spouse of such Initial Holder, (4) a parent corporation or wholly-owned subsidiary of such Initial Holder or to a wholly-owned subsidiary of such parent unless and until such transferee ceases to be a parent or wholly-owned subsidiary of the Initial Holder or a wholly-owned subsidiary of such parent, or (5) the spouse of such Initial Holder, in each case, shall not result in such conversion or (B) any bona fide pledge by the Initial Holder to any financial institution in connection with a borrowing shall not result in such conversion; and provided, further, that in the event any Transfer shall not give rise to automatic conversion hereunder, then any subsequent Transfer by the holder (other than any such Transfer by such holder to a nominee of such holder (without any change in beneficial ownership)) or the pledgor, as the case may be, shall be subject to automatic conversion upon the terms and conditions set forth herein.

(c) The one-to-one conversion ratio for the conversion of the Class B Common Stock into Class A Common Stock in accordance with Section 4(a) and 4(b) of this Article V shall in all events be equitably adjusted in the event of any recapitalization of the Corporation by means of a stock dividend on, or a stock split or combination of, outstanding Class A Common Stock or Class B Common Stock, or in the event of any merger, consolidation or other reorganization of the Corporation with another corporation.

(d) The Corporation shall at all times reserve and keep available out of its authorized but unissued shares of Class A Common Stock, solely for the purpose of effecting the conversion of the shares of Class B Common Stock, such number of its shares of Class A

Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of Class B Common Stock.

(e) If any shares of Class B Common Stock shall be converted pursuant to this Section 4, the shares so converted shall be retired and returned to the authorized but unissued shares of Class B Common Stock.

v. **Other Matters Affecting Shareholders of Class A Common Stock and Class B Common Stock**

In no event shall any stock dividends or stock splits or combinations of stock be declared or made on Class A Common Stock or Class B Common Stock unless the shares of Class A Common Stock and Class B Common Stock at the time outstanding are treated equally and identically, except that such dividends or stock splits or combinations shall be made in respect of shares of Class A Common Stock and Class B Common Stock in the form of shares of Class A Common Stock or Class B Common Stock, respectively.

C. Class C Common Stock

- i. **Dividends.** The holders of the Class C Common Stock will not be entitled to receive dividends unless when declared by authorization of the Board of Directors.
- ii. **Liquidation.** In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding-up of the Corporation, the holders of the Class C Common Stock will only be entitled to receive, the assets of the Corporation of whatever kind available for distribution to stockholders after Board of Director approval and, after the rights of the holders of the Preferred Stock have been satisfied.
- iii. **Voting.** Each holder of Class C Common Stock shall be entitled to twenty five vote for each one share of Class C Common Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation. Except as otherwise provided herein or by the General Corporation Law of the State of Florida, the holders of Class A Common Stock, the holders of Class B Common Stock and the holders of Class C Common Stock shall at all times vote on all matters (including the election of directors) together as one class. Vote a total of 311,000,000 votes.
- iv. **Conversion.**
 - (a) Each share of Class C Common Stock will only be convertible into a number of fully paid and nonassessable shares of Class A Common Stock only upon authorization of the Board of Directors.

(b) With Board of Directors authorization each share of Class C Common Stock shall be converted into fully paid and nonassessable share of Class A Common Stock upon any sale, pledge, conveyance, hypothecation, assignment or other transfer (a "Transfer") of such share, whether or not for value, by the initial registered holder (the "Initial Holder") thereof, other than any such Transfer by such holder to (i) a nominee of such holder (without any change in beneficial ownership, as such term is defined under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or (ii) another person that, at the time of such Transfer, beneficially owns shares of Class C Common Stock or a nominee thereof; provided that, notwithstanding the foregoing, (A) any Transfer by the Initial Holder without consideration to (1) any controlled affiliate of such Initial Holder which remains such, (2) a partner, active or retired, of such Initial Holder, (3) the estate of any such Initial Holder or a trust established for the benefit of the descend-

ants or any relatives or spouse of such Initial Holder, (4) a parent corporation or wholly-owned subsidiary of such Initial Holder or to a wholly-owned subsidiary of such parent unless and until such transferee ceases to be a parent or wholly-owned subsidiary of the Initial Holder or a wholly-owned subsidiary of such parent, or (5) the spouse of such Initial Holder, in each case, shall not result in such conversion or (B) any bona fide pledge by the Initial Holder to any financial institution in connection with a borrowing shall not result in such conversion; and provided, further, that in the event any Transfer shall not give rise to automatic conversion hereunder, then any subsequent Transfer by the holder (other than any such Transfer by such holder to a nominee of such holder (without any change in beneficial ownership)) or the pledgor, as the case may be, shall be subject to automatic conversion upon the terms and conditions set forth herein.

(c) The conversion of the Class C Common Stock into Class A Common Stock will occur in accordance with Section 4(a) and 4(b) of this Article V and shall in all events be authorized by the Board of Directors.

(d) The Corporation shall at all times reserve and keep available out of its authorized but unissued shares of Class A Common Stock, solely for the purpose of effecting the conversion of the shares of Class C Common Stock, such number of its shares of Class A Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of Class C Common Stock.

(e) If any shares of Class C Common Stock shall be converted pursuant to this Section 4, the shares so converted shall be retired and returned to the authorized but unissued shares of Class C Common Stock.

Other Matters Affecting Shareholders of Class A Common Stock, Class B Common Stock and Class C Common Stock.

In no event shall any stock dividends or stock splits or combinations of stock be declared or made on Class A Common Stock or Class B Common Stock unless the shares of Class A Common Stock and Class B Common Stock at the time outstanding are treated equally and identically, except that such dividends or stock splits or combinations shall be made in respect of shares of Class A Common Stock and Class B Common Stock in the form of shares of Class A Common Stock or Class B Common Stock, respectively. Class C Common Stock is not affected by stock dividends or stock splits or combinations of stock unless authorized by the Board of Directors.

D. Preferred Stock

The Board of Directors shall, by resolution, fix the powers, designations, preferences, rights and qualifications, limitations and restrictions of any class or series of the Preferred Stock which shall not have been fixed by the Certificate of Incorporation.

NAME AND ADDRESS OF THE TRANSFER AGENT:

TRANSFER AGENT:

Olde Monmouth Stock Transfer
200 Memorial Parkway
Atlantic Highlands, NJ, 07716
(732) 872-2727-office
(732) 872-2728-fax

The transfer agent is registered under the exchange act.

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

N/A

Item 4. ISSUANCE HISTORY

- A.** The Issuer is utilizing Section 4(a)2 of the Securities Act of 1933, as amended ("Securities Act"). Section 4(a)(2) of the Securities Act exempts from registration "transactions by an issuer not involving any public offering." To qualify for this exemption, which is sometimes referred to as the "private placement" exemption, the purchasers of the securities must:

- either have enough knowledge and experience in finance and business matters to be "sophisticated investors" (able to evaluate the risks and merits of the investment), or be able to bear the investment's economic risk;
- have access to Issuer information; and
- agree not to resell or distribute the securities to the public.

In general, public advertising of the offering, and general solicitation of investors, is incompatible with the non-public offering exemption

- B.** Any jurisdictions where the offering was registered or qualified:

N/A

- C.** The number of shares sold and issued by year end 2015 were 27,940,000, 10,000,000 were issued for services for a total of 37,940,000 shares. At year-end there were 338,840,001 shares issued and outstanding.

The price at which the shares were offered, and the amount actually paid to the issuer was \$.005 per share, \$89,700.00 was delivered to Issuer for a total of 17,940,000 shares.

- i. 10,000,000 shares were issued in 2015 @ \$.005 for \$50,000.00 delivered to issuer in 2014.
- ii. 10,000,000 shares were issued for services.
- iii. 200,000 shares were sold @ \$.01 and \$2,000.00 was delivered to the issuer in 2015, the shares were issued in 2016.
- iv. 1,500,000 shares were issued to an investor for the conversion of debt @ \$.01 per share for a total of \$15,000.00. These shares were issued to the investor in 2016.
- v. 300,000 shares were issued to an investor for the conversion of debt @ \$.01 per share for a total of \$15,000.00. These shares were issued to the investor in 2016.

- D.** At year-end 2016 there were 220,795,001 shares issued and outstanding. The number of shares sold or issued for services during 2016 are as follows,.

- i. In May the CEO, Thomas L. DiStefano III loaned the Company \$2,000.00.
- ii. In July 2016 the Company sold 90,000 shares of Class C stock for \$9,000.00.

- iii. In July the Company raised \$4,000.00 in a 10% convertible note.
- iv. In August the Company sold 65,000 shares of Class C stock for \$6,500.00.
- v. In September the Company sold 433,500 shares of Class C stock for \$43,350.00.

During 2015 and 2016 the Company raised \$166,200.00 from the sale of Class A Common stock and \$43,350.00 from the sale of Class C Common stock for a total of \$209,550.00.

Item 5. FINANCIAL STATEMENTS

See Attachment and filing date December 31, 2016

Item 6. THE NATURE OF THE ISSUER'S BUSINESS.

A. Business Operations.

The Company develops businesses for future franchise opportunities and is currently developing Ovation Music & Studio Boca Raton as a potential franchise. The Company is preparing to enter the restaurant pizzeria space with a developed business model as a franchise opportunity.

Ovation Music & Studios of Boca Raton is a music education business driven by its lessons, showcased by its Rock Shop™ and Jazz Jam™ ensembles and practiced in its rehearsal and professional recording studios to the beginner and accomplished musician.

Currently the Company has one operating location in Boca Raton, Florida.

The Company is expanding into two different restaurant opportunities.

Ovation Music & Studios, Inc. was founded in 2008 as a center for providing music lessons and initially attached to a local landmark Boca Raton, Florida music store. In 2012 Ovation Music & Studios, Inc. launched its first store front music studio in Boca Raton, Florida.

Many public school education systems had over the past 20 years slowly cut the budget for music education. At the same time the private sector had not filled the music education gap. Music education is provided in fewer public and private schools and music lessons are available at distant locations, found by word of mouth or in-home lesson which are expensive and in many areas the only option.

Ovation Music & Studios music education, rehearsal, professional recording studios, and live performances with Rock Shop™ and Jazz Jam™ is developed for students of all ages. Our unique method provides professional musicians and teachers in one-to-one voice and instrument lessons. When the student has developed skill in the instrument as well as in music theory and ear training they are combined into rock band and/or jazz ensembles.

The Company is preparing to enter the restaurant and pizzeria business as a franchise opportunity.

The following summary is qualified in its entirety by the information appearing elsewhere in this Memorandum and attached as exhibits hereto.

The Company: Momma Di Pizza, Inc. (“Momma Di Pizza, Inc.”) a Florida based corporation with restaurant and manufacturing locations, will operate restaurants designed for very different market demographics as well as a fresh refrigerated pizza and sauce manufacturing company.

The Company plans to roll out its Momma Di Pizza™ and Roman’s Italian Feast™ restaurants and manufactured fresh refrigerated pizza with the plan to immediately begin to franchise/license the restaurant concept.

Restaurants

Momma Di Pizza™ is an upscale meet and go, small size restaurant with seating of 150 - 200, serving authentic Italian foods in the Italian style of a pizzeria to include pizza, scacciata, baked goods, sandwiches, salad bar, and deserts in an Italian street setting.

Romans Italian Feast™ is an upscale meeting place, destination location, large restaurant with seating of 200 or more serving authentic Italian foods in the style of a family holiday feast with all hot and cold menu items served as an all you can eat buffet with chefs and cooks serving to the patrons from eight distinct food stations in an Italian street setting.

Momma Di Pizza, Inc., Food Manufacturing offers fresh refrigerated Pizza and Sauces is a manufacturing operation with regional manufacturing facilities. Momma Di Pizza, Inc. produces a line of traditional pizza and low carb pizza as well as other baked products.

The restaurants utilize the same sauce and pizza recipes produced by the Momma Di Pizza, Inc. manufacturing and offer the jarred sauces and fresh refrigerated pizza for sale at each location. The Momma Di Pizza, Inc. manufacturing facilities act as a commissary and distribute the finished products to each location.

Momma Di Pizza, Inc. Pizza Trucks is a fleet of trucks that are stationed around Momma Di Pizza, Inc. The food manufacturing locations which will act as the commissary and distribute the food products daily and weekly to each truck.

B. The year that the issuer (or any predecessor) was organized and state of incorporation;

TLD3 Entertainment Group, Inc. is a Florida “C” corporation.

The Company was organized on July 31, 1997.

C. Primary and Secondary SIC codes;

6719: Offices of Holding Companies, Not Elsewhere Classified
5736 - Musical Instrument Stores
5812- Eating Places

D. Issuer’s fiscal year end date;

The Issuer maintains is fiscal year end of December 31.

E. Principle Products and Services, and markets;

Ovation Music & Studios-Boca Raton, Inc.

The Ovation Music & Studios business model is built around its music lessons. Ovation’s music curriculum includes; basic music theory and ear training to some of the most complex chords,

scales, and reading music notation and tablature. The instructors help bridge the gap between today's challenges and tomorrow's success with lesson plans that are customized to fit each student's interests and learning curve. Ovation's voice and instruments instruction includes; piano, guitar, bass guitar, drums, and brass instruments including trumpet, trombone, as well as sax, flute, clarinet, ukulele, mandolin, banjo, and all string instruments.

Rock Shop™ and Jazz Jam™

A signature feature of Ovation are the Rock Shop™ and Jazz Jam™ live performance ensembles. Rock Shop™ and Jazz Jam™ showcase Ovations students in a professional gig. Ovation records all the live Rock Shop™ and Jazz Jam™ performances and the student musicians receive a digital video and sound recording. The Rock Shop™ and Jazz Jam™ bands and ensembles teach each student musician to listen to each other, learn to work together, fosters teamwork, builds self-esteem, and motivates students to perfect their musicianship through practice.

Rock Shop™ and Jazz Jam™ are eight week programs that culminate with the students on stage and performing in front of a live audience. When the student has developed skill in the instrument as well as in music theory and ear training they are combined into rock band and/or jazz ensembles. Ovation teachers act as mentors for each band and play with the group. The students name the band and help select the song list-set list- culminating in a live performance at an area music venue.

Recording and Rehearsal

Ovation Music & Studios rents its recording and sound studios and rehearsal studios on an hourly basis and in block time packages.

As laid out each of our recording studios is a facility for sound recording and mixing. Both the recording and monitoring spaces are specially designed by an acoustician to achieve optimum acoustic properties (acoustic isolation or diffusion or absorption of reflected sound that could otherwise interfere with the sound heard by the listener).

The studios are rented out to record musicians, voice-over artists for advertisements or dialogue replacement in film, television or animation, or to record their accompanying musical soundtracks. A typical recording studio consists of a room called the "studio" or "live room", where instrumentalists and vocalists perform; and the "control room", where sound engineers operate consoles or computers with specialized software suites to manipulate and route the sound for analogue or digital recording. We also offer smaller rooms called "isolation booths" present to accommodate loud instruments such as drums or electric guitar, to keep these sounds from being audible to the microphones that are capturing the sounds from other instruments, or to provide "drier" rooms for recording vocals or quieter acoustic instruments.

Instrument, equipment and accessories sales and leasing

Ovation Music & Studios offers music equipment sales and leasing for the professional to beginner musician. Ovation stocks their new and pre-owned instruments, accessories, and equipment rentals including; Acoustic & Electric Guitars, Bass Guitars, Ukuleles, Drum Sets, P.A. Sound Equipment, Woodwinds, Brass, Violins, and various other music equipment and accessories.

Ovation Music & Studios also provides school and band instrument rentals and accessories such as Flute, Clarinet, Trumpet, Trombone, Alto Saxophone, Tenor Saxophone, French Horn, Baritone, Oboe, Violin, and Percussion Kits. We strive for the highest quality in an instrument and only carry the best brands such as Yamaha, Buffett, Jupiter, Gemeinhardt, Selmer, Mapex, Vito, Bach, King, Conn, Holton, Besson, Armstrong, and Cooper.

All new or slightly used Brass, Woodwind, String, and Percussion Kits can either be rented monthly or purchased depending on the student's needs. As well Ovation has in stock all of the necessary accessories and music books required by its teachers as local band directors.

Repair

Ovation Music & Studios provides professional repair services and instrument craftsmen. Each location has skilled technicians with decades of experience working on guitars, bass guitars, drums, as well as brass instruments, violins and percussion, also amplifiers, sound equipment and electronics.

Marketing

A significant portion of our cash flows are earmarked for advertising and marketing. With our rollout we are using and plan to use TV commercials and radio spots in geographic locations on specific market cable and local networks. We believe we can hit a more targeted audience and reach through cable TV advertising. We are researching advertising during programs such as Pal-ladia, VH1 and MTV as well as other small market and non-primetime programming. Our lesson target market will be reached by working with the local school systems within each locations geography to introduce the Ovation Music & Studios music education program. Additionally many of the local music instructors are and become Ovation Music & Studio teachers and Rock Shop™ and Jazz Jam™ mentors. Much of our rehearsal and recording studio clientele will be reached in non-primetime cable TV advertising.

Competition

The after school music education industry is made up primarily individual instructors and teachers and small local businesses. The public middle and high school system's cost cutting efforts have in many instances eliminated music and art education and in some cases made athletics pay to play activities.

The music education vacancy has opened a new and increasingly large market opportunity for private enterprise and entrepreneurs. Our goal is to fill this void.

There are notable players in the music education industry, some are franchise opportunities and others are company owned locations. Very few of the current companies provide music education as the primary business.

Who they are

School of Rock

School of Rock is the leading after-school music education franchise in the US. School of Rock (formerly known as The Paul Green School of Rock Music) is a music education program. This for-profit educational company operates and franchises after-school music instruction schools in the United States, Canada, Mexico and the Philippines, serving nearly 10,000 students in 121 locations. Though they offer a pre-school introduction to music for children age two through six, the majority of their students are in a performance-based program where students are accepted at any skill level, with the goal getting them on stage, playing a concert before a paying audience. The most skilled students in each school form a band and play concerts in their city, and the top students from each school compete to become a member of an "All-Star" band and tour regionally. They have recently expanded to offering career development for working bands, and "Grad School" for adult amateur musicians. Successful musicians occasionally serve as "Guest Professors". The CNN Money web site featured School of Rock as one of their *Five Hot Franchises* on February 12, 2013, stating that there are "more than 10,000 kids enrolled in 105 locations in 31 states, as well as Mexico."

Back to Rock

Bach to Rock is a new music education franchise opportunity initially based in Maryland and Virginia. Currently they have 5 locations and 5 signed franchise agreements. Bach to Rock bases their method of music instruction on “the knowledge that students learn best when they play the music they enjoy most.” They use special arrangements of contemporary music to help students become proficient instrumentalists or vocalists as well as seasoned performers.

Bach to Rock’s individual music instruction is combined with band instruction that leads to regularly scheduled public performances, "Battles of the Bands," and recording sessions in their sound studios. <https://franchise.b2rmusic.com/the-b2r-method>.

Sam Ash Music

Sam Ash Music’s primary business is in music equipment sales and leasing. They offer music lessons in their Sam Ash Learning Centers. They offer music lessons at 27 of their 45 locations.

Sam Ash Music Corp. was founded in 1924, and is the largest family owned chain of musical instrument stores in the United States. Sam Ash sells musical instruments, recording equipment, DJ and lighting equipment, and professional sound equipment.

Guitar Center

Guitar Center has incorporated a music education program at select locations. Guitar Center is the largest chain of musical instrument retailers in the world with 256 locations throughout the United States. Its headquarters is in Westlake Village, California.

Guitar Center's sister companies/subsidiaries incorporate Music & Arts, Musician's Friend, GuitarCenter.com, LMI, Giardinelli, Musician.com, Private Reserve Guitars, Woodwind and Brasswind, Music 123, and Harmony Central.

Momma Di Pizza, Inc. (“Momma Di Pizza, Inc.”)

Momma Di Pizza™ is a Florida based corporation with restaurant and manufacturing in out-of-state locations, will operate restaurant concepts designed for very different market demographics as well as a fresh refrigerated pizza and sauce manufacturing company.

The Company plans to roll out its Momma Di Pizza™ and Roman’s Italian Feast™ restaurants and manufactured fresh refrigerated pizza with the plan to immediately begin to franchise/license the restaurant concept.

Restaurants

Momma Di Pizza™ is an upscale meet and go, small size restaurant with seating of 150 - 200, serving authentic Italian baked foods in the Italian style of a pizzeria to include pizza, scacciata, baked goods, sandwiches, salad bar, and deserts in an Italian street setting.

Romans Italian Feast™ is an upscale meeting place, destination location, large restaurant with seating of 200-400 or more serving authentic Italian foods in the style of a family holiday feast with all hot and cold menu items served as an all you can eat buffet with chefs and cooks serving to the patrons from eight distinct food stations in an Italian street setting.

Momma Di Pizza, Inc., Food Manufacturing offers fresh refrigerated Pizza and Sauces is a manufacturing operation with regional manufacturing facilities. Momma Di Pizza, Inc. plans to produce a line of traditional pizza and low carb pizza as well as other baked products.

The restaurants utilize the same sauce and pizza recipes produced by the Momma Di Pizza, Inc. manufacturing and offer the jarred sauces and fresh refrigerated pizza for sale at each location.

The Momma Di Pizza, Inc. manufacturing facilities act as a commissary and distribute the finished products to each location.

Momma Di Pizza, Inc. Pizza Trucks is a fleet of trucks that are stationed around Momma Di Pizza, Inc. The food_Manufacturing_locations which will act as the commissary and distribute the food products daily and weekly to each truck.

Target Market Locations

Momma Di Pizza, Inc. is looking to open and adapt Momma Di Pizza™ and Roman's Italian Feast™ in high traffic, college town, and upscale population centers. Roman's Italian Feast™ may be more well suited for stand-alone locations. Initially we plan to start in locations just outside of metropolitan areas in bedroom and commuter communities.

Initially we are looking to open locations in and around south Florida, Los Angeles, California, Washington, DC and Fairfield, Connecticut.

The four selected locations share similar demography's including; large populations to provide educated work force within target location, upscale populace, large outside work places that include hospitals, universities, financial districts, high tech and manufacturing centers and, destination locations for eateries.

For Momma Di Pizza™ we are exploring locations with approximately 3-4,000 sq/ft that can accommodate 200 seats, that have the demographics to generate approximately \$2.4 million in gross revenue or a minimum of \$600 per sq/ft.

For Roman's Italian Feast™ we are exploring locations with approximately 5,000 sq/ft that can accommodate 300 seats that have the demographics to generate approximately \$2.6 million in gross revenue or a minimum of \$520 per sq/ft.

Item 7. DESCRIBE THE ISSUERS FACILITIES

On August 10, 2016 and reported on September 6, 2016 Ovation Music & Studios, Inc. sold its Gallatin, TN location to its former CEO as part of a termination agreement. The former CEO paid fifty million shares (50,000,000 shares) at a discounted market value of one hundred thousand dollars (\$100,000.00) for the purchase and retired 125,000,000 shares of stock pursuant to the termination agreement.

Currently the company operated the Boca Raton, Florida location which has approximately 1,800 sq/ft of retail space that houses all its corporate as well as lesson, equipment sales and leasing and studio and rehearsal space.

Item 8. NAMES OF THE CHIEF EXECUTIVE OFFICERS AND MEMBERS OF THE BOARD OF DIRECTORS AND CONTROL PERSONS

The following persons currently serve on the Company's Board of Directors and are executive officers of the Company.

A. Executive Officers and Directors.

On April 1, 2016, Keith De Tone and Cheri De Tone resigned and were terminated as CEO/Chairman and Director respectively and their corporate responsibilities, control, influence and management were terminated. The Company withholds all remedies available to it to enforce or take any action against Keith De Tone and Cheri De Tone that may arise due to corporate and business malfeasance as the Company becomes aware of any.

Thomas L DiStefano III was voted by a majority of the vote as Chairman and CEO of the Company.

Pursuant to the April 1, 2016 corporate resolution and approval by the board of directors on August 10, 2016, Mr. De Tone and Mrs. De Tone retired 125,000,000 shares of his Class A common stock to the treasury of the Company pursuant to their resignation and termination.

On August 10, 2016, Mr. De Tone via corporate resolution purchased the Gallatin, Tennessee store front location from the Company for 50,000,000 Class A shares. The Company has authorized its transfer agent to place a stop transfer on the shares owned by De Tone.

All the following officers and directors business address is the Company's principle office.

Thomas L. DiStefano III/Chairman/CFO/President- Mr. DiStefano founded numerous public and private companies and has worked in merger and acquisitions from 1994 to 2016. Mr. DiStefano was a Series 7 and 63 Registered Representative.

Prior to his investment banking and technology career Mr. DiStefano was a known chef and restaurateur. Mr. DiStefano, Tom, started is restaurant career in 1982 with the design and opening of a night club sports bar called, Challengers Café in Madison, Ct. As well Mr. DiStefano founded Gina Marie's Pizza located in Middletown Ct and Willimantic, Ct starting in 1983. In 1990, Mr. DiStefano a frozen pizza line under the name Gina Marie's Foods, Inc. The frozen pizza was sold through the Xtra Super Foods chain of supermarkets throughout the state of Florida.

Tom, founded Sticky Web, Inc. in 1997, and began writing software specifications for Sticky Web, Mail Wiz and The Uptick. In 2002, Mr. DiStefano developed Sticky Web, Inc. which became Perfect Web Technologies, Inc. as a public company. Mr. DiStefano is the inventor of electronic document, software and business method related technologies and patents.

Mr. DiStefano received a BA Economics degree in 1979 from Eastern Connecticut State University.

Christopher L. Monteleone/Director- Mr. Monteleone founded numerous public and private companies and has worked in merger and acquisitions from 1994 to 2016. Mr. Monteleone was a Series 7 and 63 Registered Representative.

Mr. Monteleone was the co-founder of Sticky Web, Inc. in 1997, and began designing websites and applications for Sticky Web, Mail Wiz and The Uptick. Mr. Monteleone is a software developer and web master. Mr. Monteleone has designed and developed hundreds of e-commerce websites in the travel, sports, entertainment, education, real estate, and general retail.

B. Legal/Disciplinary History

None

C. Beneficial Shareholders

The following table sets forth the ownership for each class of equity securities of the Issuer owned beneficially and of record by all directors and officers of the Issuer as of December 31, 2015 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.

D. Former Management and Shareholder return of stock.

- i. Pursuant to corporate resolution and approval by the board of directors Mr. De Tone has retired 125,000,000 shares of his Class A common stock to the treasury of the Company and assign back to the board of directors the issued and outstanding Class B shares.
- ii. Mr. De Tone purchased via corporate resolution the Gallatin, Tennessee store front location from the Company for 50,000,000 additional Class A shares. The transaction was completed August 10, 2016.

E. On May 6, 2016, the Board of Directors authorized to issue 12,440,000 shares of Class C stock.

- i. Exact title and class of securities outstanding: **Class A Common Stock**
 Total shares authorized: **1,000,000,000** as of: **12/31/2016**
 Total shares outstanding: **220,795,001** as of: **12/31/2016**
Total shares outstanding: 1,103,975 as of January 19, 2017
Total shares voting: 1,103,975

Exact title and class of securities outstanding: **Class B Common Stock**
 Par or Stated Value: **\$.01**
 Total shares authorized: **150,000,000** as of: **12/31/2016**
 Total shares outstanding: **21,057,511** as of: **12/31/2016**
Total shares outstanding; 105,288 as of January 19, 2017
Total shares voting: 1,052,880 as of January 19, 2017

Exact title and class of securities outstanding: **Class C Common Stock**
 Par or Stated Value: **\$.0001**
 Total shares authorized: **149,500,000** as of: **12/31/2016**
 Total shares outstanding: **12,440,000** as of: **12/31/2016**
Total shares voting: 311,000,000 as of January 19, 2017

Total Voting shares of all classes as of 12/31/2016: 552,852,512
Total Voting shares of all classes as of 1/19/2017: 312,052,880

Voting Shares as of January 19, 2017

NAME OF DIRECTOR , OFFICER or CONTROL PERSON	CLASS A COMMON STOCK	%	Voting Shares	% Voting Shares
Thomas L. DiStefano III-Director/Officer	163,072	17.13	163,072	.005%
Christopher L. Monteleone	51,975	5.7	51,975	.0017%
	CLASS B COMMON STOCK			
Thomas L. DiStefano III-Director/Officer	105,288	100%	1,052,880	.03%
	CLASS C COMMON STOCK			

Thomas L. DiStefano III-Director/Officer	11,000,000	88.4	275,000,000	88.1%
Christopher L. Monteleone	1,000,000	8.03	25,000,000	8%
Thomas L. DiStefano III-Director/Officer	Total Voting Shares		276,215,952	88.5%
Christopher L. Monteleone			25,051,975	8.02%

Item 9.

Third Party Providers

Legal Counsel

Don A. Paradiso Esq.
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Suite E
Fort Lauderdale, Florida 33312
954-801-3573

Accountant

J David Lappin
Padgett Business Service
1700 N. Dixie Hwy, Suite 100
Boca Raton, FL 33432
Tel: 561-361-0115 / Fax: 561-361-3118
Email: jdlappin@padgettbo.com

TRANSFER AGENT:

Matt Troster
Olde Monmouth Stock Transfer
200 Memorial Parkway
Atlantic Highlands, NJ, 07716
(732) 872-2727-office / (732) 872-2728-fax

Item 10.

SUBSEQUENT EVENT(S)

On January 19, 2017 the Company completed a reverse split of its Class A and Class B Common stock by exchanging 200 shares of old Ovation Music & Studios, Inc. shares for 1 new TLD3 Entertainment Group, Inc. share.

The Company has requested to FINRA that its stock symbol be changed to TLDE.

Item 11. ISSUER CERTIFICATION

I, Thomas L. DiStefano III certify that:

1. I have reviewed this Information and Disclosure Statement of TLD3 Entertainment Group, Inc.
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.

January 27, 2017

A handwritten signature in blue ink, appearing to read 'TLD DiStefano III', is written over a horizontal line.

Thomas L. DiStefano III
CEO/Chairman