



**ISSUER INFORMATION AND DISCLOSURE STATEMENT  
PURSUANT TO RULE 15C2-11  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**QUARTERLY INTERIM REPORT  
FOR THE PERIOD ENDED  
DECEMBER 31, 2012**

# **BIG SCREEN ENTERTAINMENT GROUP**

## **ISSUER AND DISCLOSURE STATEMENT**

### **QUARTERLY INTERIM REPORT FOR THE PERIOD ENDED DECEMBER 31, 2012**

#### **DISCLOSURE STATEMENT**

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**ISSUER DISCLOSURE STATEMENT**

**QUARTERLY INTERIM REPORT  
FOR THE PERIOD ENDED DECEMBER 31, 2012**

**BIG SCREEN ENTERTAINMENT GROUP, INC.**

**DATED: March 18, 2013**

**ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF BIG SCREEN ENTERTAINMENT GROUP, INC. (“COMPANY”) IN ACCORDANCE WITH RULE 15c2-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.**

**NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.**

**DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS ISSUER INFORMATION AND DISCLOSURE STATEMENT.**

**Item 1:        The Exact Name of the Issuer and its Predecessor ( If Any)**

Big Screen Entertainment Group, Inc. We were originally incorporated under the name Blue Shadows, Inc. on August 15, 1995. Our name was changed to Beverly Hills Film Studios, Inc on November 6, 2003 and finally to our current name on August 22, 2005.

**Item 2:        The Address of its Principal Executive Offices**

Big Screen Entertainment Group  
5300 Melrose Avenue  
Bungalow B124  
Los Angeles, CA 90038  
Tel: 323-960-3410  
[big@bigscreenent.com](mailto:big@bigscreenent.com)  
[www.bigscreenent.com](http://www.bigscreenent.com)

No investor relations contact other than communications directly with the Issuer.  
Contact Kimberley Kates or Rosslyn Hornsby

**Item 3:**

## Security Information

**Trading Symbol:** BSEG

<b>Exact Title and Class of Securities Outstanding:</b>	Class A Common Stock
	Class B Common Stock
	Series A Preferred Stock

**CUSIP:** 08953T 106

**Par Value:** \$0.001

<b>Total Shares Authorized:</b>	385,000,000 Common Stock
	50,000,000 Preferred Stock

<b>Total Shares Outstanding:</b>	87,593,508	Class A Common Stock
	35,000,000	Class B Common Stock
	5,000,000	Series A Preferred Stock

**Transfer Agent:** Colonial Stock Transfer Company, Inc.  
66 Exchange Place, Suite 100  
Salt Lake City, UT 84111  
Tel: 801-355-5740  
Fax: 801-355-6505

**Is the Transfer Agent registered under the Exchange Act?** Yes x No   

There are no restrictions on the transfer of security other than may apply under SEC Rule 144. There have been no trading suspension orders issued by the SEC in the past 12 months.

**Item 4:        Issuance History**

<b>Date Issued</b>	<b>Purchaser</b>	<b>Shares Issued</b>	<b>Price Per Share</b>	<b>Status</b>	<b>State</b>
04/04/10	Michael Donovan Horn	200,000	.040	Restricted	Illinois
04/20/10	Patrick Giraudi	350,000	.040	Restricted	Nevada
04/09/10	Andrew King	250,000	.040	Restricted	So. Carolina
08/02/10	Andrew King	250,000	.040	Restricted	So. Carolina
08/27/10	Thomas Gilchrist	100,000	.040	Restricted	California
10/01/10	David Dunn	150,000	.040	Restricted	UK
10/29/10	Nick Browning	500,000	.050	Restricted	California
11/10/10	Fred Gernand	80,000	.050	Restricted	Texas
11/10/10	Bruce Lee	375,000	.050	Restricted	California
01/27/11	Elmer Sather	50,000	.050	Restricted	B.C, Canada
02/03/11	Michael Gardiner	500,000	.040	Restricted	California
03/14/11	Andrew King	500,000	.050	Restricted	So. Carolina
04/25/11	Walter Joe Clenney	350,000	.050	Restricted	Florida
11/21/11	Bruce Lee	1,000,000	.060	Restricted	California
12/19/11	Antonio Chacon	1,250,000	.060	Restricted	California
12/19/11	Richard Celeste	1,250,000	.060	Restricted	California
1/18/11	Richard Celeste	1,250,000	.060	Restricted	California
01/18/12	Antonio Chacon	1,250,000	.060	Restricted	California
04/04/12	Fairhill Capital	1,000,000	.010	Unrestricted	Delaware
05/11/12	Fairhill Capital	1,300,000	.010	Unrestricted	Delaware

All shares were issued 01/18/12 for various services incidental to the films in production at the time of the share issuances. These services consisted of script, music, games, production, marketing and/or advertising services. All shares were issued as private offering exempt from registration pursuant to Section 4(2) of the Securities Act of 1933 and all certificates for the shares contain a legend (1) stating that the shares have not been registered under the Securities Act of 1933, as amended (*"1933 Act"*) and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the 1933 Act. The shares issued to Fairhill Capital were issued pursuant to Regulation D Rule 504 (b)(1)(iii) as transactions with an "accredited investor" under the Delaware Securities Act. The shares were issued for cash consideration.

**Item 5: Interim Financial Statements**

The financial statements for the third quarter December 31, 2012 are attached hereto and incorporated in this Disclosure Statement by reference.

**Item 6: Describe the Issuer's Business, Products and Services**

We are a full service entertainment company designed to develop, produce, purchase, exhibit and distribute products in all media formats, including motion pictures, television, music, video games and publishing.

Our Primary SIC Code is 7822 - Motion Pictures and Video Production  
Our Secondary SIC Code is 7812- Motion Picture and Tape Distribution

Our fiscal year end is on March 31.

At the present time, we have eight (8) employees, of which four (4) are full-time and four (4) are part-time.

We are a full service entertainment company designed to develop, produce, purchase, exhibit and distribute products in all media formats, including motion pictures, television, music and publishing.

Our mission is to become a leader in the independent film and television industry through the development, production and distribution of commercially viable, high-quality entertainment products that will provide short-term return on capital and long-term residual income to our investors and partners.

Headquartered at our corporate offices in West Hollywood, California and Rochester Hills, Michigan, our films have premiered at the world's most prestigious independent film festivals and played at the largest theatrical chains in the United States, the United Kingdom, and Germany. Our films have been exhibited in America's top retail outlets, including Blockbuster Video, Wal-Mart, Showtime, The Movie Channel, Red Box, iTunes, Comcast, DISH and Video-On-Demand. Our relationships with top Hollywood studios and talent, as well as our corporate distribution alliances in films and games, have positioned us to continue our growth in the coming years.

The Company has shown an increase of assets of \$436,180 for the last year, and has operated on a positive net income due to sales of its film library. Over the past year, the Company continues to successfully run a film sales division and has acquired the sales rights to completed films. The Company's sales division has had a presence at several major film markets over the past several years, including Cannes and the American Film Market, selling the rights to various films in multiple territories generating revenue as well as establishing a presence in the independent film sales sector.

The Company also shows an impressive stability over the past year with regard to payables. Deferred salaries remained the same from 2008 to 2012. These figures reflect that the Company continues to prudently manage its liabilities, while strengthening its

asset base. Several new titles are scheduled for release in 2013.

The Company is in the process of partnering with another successful production company and creating a film fund for 5 additional, commercial feature films to be produced over the next 36 months.

The following is a list of a few of the festivals and markets in which our films have been involved:

<b>Name</b>	<b>Location</b>
Cannes Film Market	Cannes, France
Weekend of Fear	Nuremberg, Germany
American Film Market	Santa Monica, CA
Sundance Film Festival	Park City, Utah
Fantasporto Film Festival	Porto, Portugal
Sitges Film Festival	Sitges, Spain
Malaga International Film Festival	Malaga, Spain
Edmonton International Film Festival	Edmonton, Canada
Fantasia Film Festival	Montreal, Canada
Bloody Disgusting Horror Fest	Chicago, Illinois
Nashville Film Festival	Nashville, TN

We generate revenues from our products and services in several ways:

- As a film production company retaining a studio fee to produce our films;
- By producing materials in-house;
- By being a domestic distributor for films and music;
- By having a visual effects division in-house;
- By having an in-house marketing division;
- By producing products including commercials, music videos and training videos for other vendors in-house;
- By being a post-production facility;
- By being a one-stop shop for film development through production to sales and manufacturing;
- By owning not less than 50% of all of the films that we produce in most cases or receiving a Studio Fee;
- By selling our own films;
- By selling films produced by other production companies;
- Through our Gaming division with Scientifically Proven Entertainment, an established gaming company.
- By selling music, artists or projects that we distribute through our Music Division with Warner Music Division;
- By our direct distribution deal with DISH that was signed this last year;
- Through our distribution deal with The Orchard for digital sales all over the world also signed in the last year.
- By earning management fees from services rendered on behalf of actors, directors, visual effects artists whom we represent through our Artist Management Division;

- By selling, distributing or producing television programming both in the reality television programming and drama/comedy scripted shows; and
- By developing a new Simulation division which will be launched in the near future with SPE (Scientifically Proven Entertainment) wherein we work with various large companies creating simulators for various industries.

## **OUR PROPRIETARY FILM LIBRARY**

We have a substantial proprietary film library comprised of movies we have produced, developed and distribute. Most of the film projects listed below remain available for sales both internationally and domestically. Our Sales and Distribution Division sells these films internationally, while domestic sales are accomplished through our distribution relationship with Warner Music Group/WEA, DISH and THE ORCHARD domestically. Our business relationship with Warners allows us to have our own branded “Big Screen Entertainment Group” label, and as many different labels both in film and music as may be necessary for each film or music project that we distribute.

We have produced, developed and will be distributing the following nine movies, all of which have been produced and/or will be distributed through Big Screen Entertainment Group:

## **TITLES CURRENTLY IN DISTRIBUTION AND SALES:**

*SUCKER* – A comic book/action/adventure film which is almost completed and being pre-sold at the film markets. Directed by Michael Manasseri, the director of our successful and critically acclaimed production, *BABYSITTER WANTED*, and utilizing the talents of The Deka Bros., the acclaimed directors and special effects team behind *SODIUM BABIES*, *SUCKER* will be distributed by Big Screen Distribution. Starring Michael Manasseri, Monty Bane, Jordan Trovillion, Lloyd Kaufman, Danny Mooney, Ricky Wayne.

*DIRTY LOVE* – one of the funniest comedies of the decade and growing into a cult classic, starring Jenny McCarthy, Carmen Electra, Eddie Kay Thomas and Kathy Griffin.

*HIDDEN AFFAIRS* – starring Kelly LeBrock, Erin Cahill, Thaa Penghlis, Bryan Callen and Shiloh Strong. This is a crime mystery, to be released at the end of 2013.

*BABYSITTER WANTED* – an award winning horror film, starring Sarah Thompson, Matt Dallas, Bill Moseley, Kristen Dalton, Bruce Thomas, Nana Visitor.

*WILLIAM SHATNER’S GONZO BALLET* – starring William Shatner, Ben Folds, Henry Rollins, Elizabeth Shatner, and Joe Jackson.

*FORGET ABOUT IT* – an award winning comedy, starring Burt Reynolds, Raquel Welch, Charles Durning, Robert Loggia, Phyllis Diller, Richard Grieco.

*LIGHTFIELD’S HOME VIDEOS* - (currently in post-production) – starring Juliette Lewis, Giovanni Ribisi (Avatar), Cuba Gooding, Jr., James Caan, Clint Eastwood, Leah Remini, John Travolta, Jeff Bridges and Robert Redford.

In addition, we work with several companies on selling a library of older film titles via digital distribution.

## **OUR FILM LIBRARY ACQUIRED FROM THIRD PARTIES**

Distinct from our own proprietary film library, we have acquired various film projects from third parties which we are distributing through Warner Music Group/WEA domestically and through our Big Screen Distribution division internationally. we receive a 20-30% distribution fee for our sales in the United States through our recent agreement with WEA which includes DVD, Blu-Ray, Digital Distribution such as iTunes, Amazon.com, we also have relationships wherein we sell aggregators for Xbox, Wii, Netflix, Redbox hotels, airlines and numerous new platforms opening up to exhibit movies.

Revenue streams being generated for movies in the digital marketplace is growing exponentially. Big Screen Entertainment is actively acquiring new films for distribution and sales both domestically and internationally.

*SINGULARITY PRINCIPLE* - A new Sci-Fi thriller film acquired for sales and distribution starring William B. Davis (The Smoking Man from THE X-FILES movies and TV shows), John Diehl (STARGATE, JURASSIC PARK) – the film was written and directed by renowned physicist Dr. David Robert Deranian and his partner Austin Hines.

*SODIUM BABIES* – A critically acclaimed, award-winning visual masterpiece. Visit [www.bigscreent.com](http://www.bigscreent.com) for more information on this title. (Released in 2011 by us domestically on DVD).

*TARGET PRACTICE* – An action/adventure film and winner of over 20 film festival and industry awards. (Released in Fall 2010 through our label domestically). Sales are underway internationally – 2011 and was sold to Australia in November 2011 at the American Film Market.

*RULE OF THREE* – A superb thriller which also won numerous awards Released Fall 2010 in U.S. under our own label. International sales are currently underway.

*MEN aka HOW STELLA FOUND LOVE* – A love story starring Sean Young, Dillon Walsh and John Heard.

*FELONS* – A crime thriller/mystery starring Erika Eleniak, C. Thomas Howell, James Russo, Karen Black and Jack Scalia, directed by Stephen Eckelberry.

*ANGELS* – From director Wych Kaosayananda (*Fah*, *Ballistic: Ecks vs. Sever*) comes this new thriller starring Dustin Nguyen and Sahajak Boonthanakit who must roam the streets of Bangkok searching for the murderers of a dead girl.

*DEAD STOP* – A new horror thriller from Hurwitz Creative, the behind the scenes filmmakers for *The Hunger Games*, *The SAW Series*, *Sweeney Todd*, and *The Expendables*.

*A THOUSAND CUTS* – A dramatic thriller with numerous festival acceptances starring academy award nominee Michael O’Keefe and Michael A. Newcomer.

*I DIDN’T COME HERE TO DIE*- A new horror feature that has received stellar reviews from Bradley Scott Sullivan.

#### **FILM PRODUCTION FACILITIES, SERVICES, FILMS IN DEVELOPMENT:**

We also serve as a movie production facility from the initial development of film scripts through the final post-production and delivery/distribution process. Our Film Production Division is administered in Los Angeles by Kimberley Kates, Stephen Eckelberry, Adam Cushman, Patty Stevens, Torii Collins, and by Michael Manasseri from our Michigan offices.

We currently have the following films in development:

*UNTITLED INTERNATIONAL HEIST FILM* - A new film by acclaimed writer Adam Cushman is in development with Big Screen's Kimberley Kates, centering on one of the world's largest heists. Action/adventure film. Big budget. Slated for 2012/2013.

*UNTITLED ADVENTURE/THRILLER FILM* - A new film in development with David Cintron, author of Quantum Physics and writer of several produced screenplays, this film is based off partially true stories. Will be produced under the Big Screen banner.

*GIRL ZERO* - A suspense/thriller taking place in a world where most of the world's women have disappeared with only a few remaining. Written and directed by award winning filmmakers Eric Shapiro and Rhoda Jordan.

*CODE NINJA* – The Hunt for the Black Diamond - A family film and adventure franchise which we will begin shooting this summer. We intend to develop this film into a series of four films and merchandize its characters and themes. The first film is privately financed and will be released and distributed through Big Screen Distribution.

*ONE MILLION MONSTERS* – A recently optioned, high-budget comic book action picture which we intend to develop into a studio level film.

*ROAD TO CHRISTMAS* – A family/adventure film which could generate a continuous revenue stream for years to come.

*UNTITLED TELEVISION SHOW FOR CABLE - HBO/SHOWTIME/FX*- Working with a top doctor in a specialized field, Big Screen is developing a new show geared toward off-network (HBO/Showtime/FX) programming.

*TWO UNTITLED REALITY TELEVISION SHOWS WITH ANITA GREGORY* – Anita is very active in the Reality TV show world selling numerous ideas to some of the leaders in reality TV.

## **MUSIC DIVISION**

We have recently formed a Music Division. Our Big Screen label will be distributed through Warner Music Group/WEA. We are in the development process of identifying and signing bands to our new Big Screen Music label. We intend to hire staff during the next 24 months in order to expand this division through our Warner Music Group label, thereby increasing another source of revenue for us and further branding the “Big Screen” name.

## **MANAGEMENT DIVISION**

The Management Division is currently managed by Patty Stevens and Kimberley Kates. The management scope includes writers, directors and actors. Currently under contract are the talented brothers, Julien Decaillon and Benoit Decaillon, aka The Deka Bros. the directors of the internationally acclaimed film SODIUM BABIES and several award winning music videos. The Deka Bros. have been quite busy working on SUCKER as the Director of Photographers, Visual Effects Artists and Color Graders.

## **GAMING DIVISION**

We are working with Scientifically Proven Entertainment (“SPE”) to co-produce more films, television, video games projects in Michigan. We will distribute projects domestically through our distribution label and internationally through our in-house Sales Division. Our partnership with SPE will be administered by Michael Manasseri and SPE’s CEO, Nathaniel "Than" McClure. Mr. McClure is a video game industry veteran, formerly of Activision where he worked on *Call of Duty*, one of the most profitable video game franchises in history. Mr. McClure formed Epicenter Studios in Los Angeles with partner Bryan Jury where they developed and produced Real Heroes - Firefighter for the Nintendo Wii console and recently completed *Rock of the Dead*.

SPE provides us with a proven partner in the lucrative video gaming industry, while BSEG provides SPE with an entry into distribution for co-production ventures.

## **MICHIGAN and DISTRIBUTION DIVISION**

We have currently have opened a production and distribution division in southeastern Michigan to take advantage of the Michigan Film Incentive program which currently offers a 32 percent rebate on all Michigan production and distribution expenditures. Michael Manasseri administers our Michigan facilities.

Many profitable production opportunities exist for us in Michigan. A single \$3 million investment, for example, can finance up to six motion pictures that we can distribute through our DVD/TV/PPV/Ancillary Sources (iTunes, Red Box, Netflix) pipeline with our current domestic partnerships. We expect that each of our film productions in Michigan will qualify for the state’s 32 percent cash rebate. We then intend to utilize the rebate to cover all marketing and delivery costs for each picture.

Through our partnership with SPE, we also intend to develop Nintendo Wii, Sony Playstation and Xbox console games through our Michigan production facilities. These games will also qualify for the 32 percent rebate.

As discussed in the foregoing, we have acquired various film projects from third parties which we are distributing through our own label domestically and through our new Big Screen Sales division internationally. We receive a 20-30% distribution fee for our sales in the United States which includes DVD, Blu-Ray, Digital Distribution such as iTunes, Amazon.Com, Xbox, Playstation, Wii, Netflix, hotels, airlines and numerous new platforms opening up to play movies.

We also have recently signed a five-year contract with DISH NETWORK on all of our projects which we can release for VOD, PPV and a new streaming division.

In addition to a five-year contract with DISH NETWORK, we also have a four-year contract with THE ORCHARD, a leader in digital content.

We operate in a competitive environment that is characterized by rapid technological change. We are competing with major domestic and international entertainment companies which have substantially greater resources than our own.

Our major competitors include well-funded public companies. Our competitors likely have greater market recognition and substantially greater financial, technical, marketing, distribution, purchasing, manufacturing, film production and personnel resources than we do. Many of our current and potential competitors are developing and currently producing films with substantially greater budgets, and have significantly longer operating histories, greater name recognition, access to capital, and customer and consumer bases. As a result, they may be able to respond more quickly to changing consumer and customer demands or to devote greater resources to the development, promotion and sales of entertainment products and services than we can.

There can be no assurance that we will be able to compete against current and future competitors. If we are unable to compete effectively, or if competition results in a deterioration of market conditions for our entertainment products or services, our business and results of operations would be adversely affected. However, as each film has the potential to generate income in perpetuity, a well produced, quality product can compete quite effectively with many of the major studios.

We acquire film titles, projects, and screenplays from various entertainment companies and individuals. We also develop, produce and distribute film titles and music projects internally through our own facilities. We are subject to then-prevailing market prices for the film titles acquired from third parties that we distribute, which are subject to fluctuation. We cannot ensure that the prices charged by the persons and entities from whom we acquire film titles, projects and screenplays will not increase because of changes in market conditions or other factors beyond our control.

We are not dependent on just a few major customers for our products and services. Rather, consumers of our film and music projects are numerous and reside both domestically and internationally.

We do not have any patents, trademarks, licenses, franchises, concessions or labor contracts. We do own, however, intellectual property rights under applicable state and federal laws in each of the films and musical projects which we internally produce or acquire.

We do not have any pending permits or government approvals. We are now and will be pursuing film production business opportunities in the states of Michigan and Louisiana which provides substantial rebates to film producers like us who make films in these various states. Film production is generally subject to oversight and regulation in accordance with national and local ordinances, zoning, environmental protection regulations, intellectual property, trademark and patent protections and regulations, labor and union laws, and other rules and regulations. If we fail to observe these shifting requirements on a national, state, or local level in producing or distributing our music and film products and services, we may incur claims or reputational damage.

The Company intends to boost its sales division both internationally and domestically, pre-selling films, and selling completed films. We will be putting more resources into our sales division in hopes of generating more revenue for the company and strengthening its foundation.

**Item 7: Description of Issuer Facilities**

Our administrative and executive headquarters are located at Raleigh Studios, 5300 Melrose Avenue, Bungalow B124, Hollywood, CA 90038. We occupy 890 sq. ft. on a month-to-month lease with a monthly lease payment of \$2,013. We also utilize facilities at Oakland University in Rochester Hills, Michigan for our projects.

**Item 8: Officers, Directors and Control Persons**

***Names of Officers, Directors and Control Persons***

***Kimberley Kates.*** Ms. Kates is our Chief Executive Officer and Chair of our Board of Directors. She oversees all aspects of our business, including negotiations, drafting of agreements for the production and distribution of motion pictures and television productions from beginning to end, the servicing, delivery, distribution, production, and negotiation of transactions with actors, directors, writers, producers, investors, merchandising, domestic distribution, acquisitions of films and distribution rights, financing, casting, script development, talent management, hiring of talent on a motion picture, casting of directors, music supervisors, set production, foreign sales, shareholder relations, editing, post-production supervision, marketing, website design, and the formation of alliances with other film companies. In 2000, she formed Smash Productions with director John Asher (Diamonds for Miramax), actress/writer Jenny McCarthy (MTV's *Singled Out*, *Scream 3*, *Scary Movie 3*) and our Senior VP, Michael Manasseri. The Smash Team created and sold the project "America's Movie" to Fremantle Media, the producers of the Fox hit, *American Idol*. They also developed the project, *Dirty Love*, written by Ms. McCarthy, which Ms. Kates greenlit and produced for the Company.

As an actress, Ms. Kates appeared in numerous films and television shows. Ms. Kates is paid \$100,000 per year as compensation for her services in either stock or cash. Ms. Kates beneficially holds 600,000 shares of Class A Common Stock, 25,000,000 shares of Class B Common Stock and 1,750,000 of our Series A Convertible Preferred Stock.

**Michael Manasseri.** Michael Manasseri is our Senior Vice President and is also a director. He is also President of our affiliated company Big Screen Michigan. Mr. Manasseri has a long career in acting, directing and producing. He is the Co-Director and Producer of the Company's critically acclaimed horror/thriller, *Babysitter Wanted*, which had a theatrical domestic release. Lions Gate Entertainment released the film on DVD in the United Kingdom; the United States DVD release is set for May 2010. As a teenager, Mr. Manasseri appeared on Broadway in the revival of *Oliver*, toured the United States in *The King and I* with Yul Brenner, and starred in three Off-Broadway theatrical productions. He also appeared in over 40 national commercials. Michael made his silver screen debut in the 20th Century Fox film, *License to Drive*, starring opposite Corey Haim, Corey Feldman and Heather Graham. Michael also had starring roles in four television series: *Raising Miranda* and *Peaceable Kingdom* for CBS, *Charlie Hoover* for FOX, and from 1994 to 1998 Michael played the lead role in the USA Network comedy *Weird Science* produced by John Landis (Director/Producer of *Animal House*, *Trading Places* and *Coming to America*). *Weird Science* is still in worldwide syndication, having aired in over 40 countries. In 2000, he formed Smash Productions with director John Asher (Diamonds for Miramax), actress/writer Jenny McCarthy (MTV's *Singled Out*, *Scream 3*, *Scary Movie 3*) and our Chairman, Kimberley Kates. The Smash Team created and sold the project "America's Movie" to Fremantle Media, the producers of the Fox hit, *American Idol*. They also developed the project, *Dirty Love*, written by Ms. McCarthy, which Mr. Manasseri produced for the Company.

Mr. Manasseri also produced *The Mirror, aka Nina and the Mystery of the Secret Room*, directed by Stephen Eckelberry, and edited and produced *Forget About It*. Mr. Manasseri produced the documentary, *William Shatner's Gonzo Ballet*, with Melis Productions. Recently, Mr. Manasseri produced, directed and starred in the comic book adventure film *Sucker* to be released in 2013.

Mr. Manasseri has forged a partnership in Michigan with game developer Epicenter Studios and its sister companies, Scientifically Proven Entertainment and Floor 84 Studios, to create a Michigan-based production and distribution hub for video games, films and television. He also works closely with Oakland University in an advisory capacity on their film program. Mr. Manasseri currently is paid \$65,000 per year in stock or cash from the Company as compensation for his services. Mr. Manasseri beneficially owns 300,000 shares of our Class A Common Stock and 1,000,00 shares of our Series A Convertible Preferred Stock.

**Stephen Eckelberry.** Mr. Eckelberry is our President of Production. He joined us in 2004. Mr. Eckelberry is a filmmaker with over 25 years experience. His latest film, which he wrote and directed for us, *HIDDEN AFFAIRS*, won accolades at several film festivals, including the Hollywood and Portuguese Fantasporto Film Festivals and garnered him the Directors Award at the Macon Film Festival.

His short film, *Going Home*, won the Golden Plaques at the Chicago International Film

Festival for best short over 15 minutes. Mr. Eckelberry's first feature film as a director premiered at the Austin Film Festival and he was nominated for Best Director at the Nashville Film Festival. He recently completed *Double Duty*, a TV movie comedy starring Tom Sizemore and action star Mimi Lesseos, which chronicles the adventures of a female marine trying to adjust to civilian life. The film premiered on The Showtime Networks.

As a producer he made *My Brother the Pig*, starring Scarlet Johansson and Eva Mendes for Nickelodeon Pictures, and *Malaika* for HBO Kids. For the Company, he was co-producer on *Forget About It*, and a producer on *Babysitter Wanted*, which was accepted at the prestigious Sitges International Film festival and he served as producer and editor on the recently completed our film *Sucker*.

Mr. Eckelberry's experience in post-production includes big-budget studio films and quality independent films. Highlights include Vincent Gallo's *Buffalo 66* (Sundance '98), and *This World, Then The Fireworks* (Sundance '97) starring Billy Zane and Gina Gershon. Mr. Eckelberry edited *Men*, directed by Zoe Clark Williams, which won the Best Young Filmmaker award at the Hollywood Film Festival, *Mirage* starring Sean Young and Edward Olmos for MCA/Universal, and *The November Men*, both directed by Paul Williams. Recently he edited a series of TV Shows entitled *Baby Geniuses*. Mr. Eckelberry currently earns \$ 55,000 per year in cash or stock from the Company as compensation for his services. Mr. Eckelberry beneficially owns 150,000 shares of Class "A" Common Stock and 500,000 shares of our Series A Convertible Preferred Stock.

***Patty Stevens*** – Patty Stevens is our President of Acquisitions and Development. With over 15 years partnered with one of the top management firms in Hollywood, Patty Stevens has developed her skills and network to a fine point. Ms. Steven's duties and responsibilities include, Hands on management, counseling and guiding the careers of actors and writers, creating and implementing promotional programs as well as our various projects. She will be acting as a liaison to casting directors, agents and potential clients and negotiating contracts for clients along with organizing and handling production companies and networks.

***Adam Cushman*** - Adam Cushman is our Vice President of Development. He handles our feature film development, the acquiring of intellectual properties, and overseeing in-house script development. With a background in fiction writing, screenwriting, directing, and producing, Adam is deeply involved in shaping good ideas into great stories. Adam holds an MFA degree from Columbia University, has several of his own screenplays in development, is a widely published fiction writer, an award winning filmmaker, and is co-President of Red 14 Films, a full service, high-end book trailer company which he founded with Co-President Michael Sandow. Adam is currently scripting the *Untitled International Heist Film* for us with Kimberly Kates.

***Legal/Disciplinary History***

None of our officers or directors have not been convicted in any criminal proceeding or named as a defendant in a pending criminal proceeding. None of them have been the subject of an order, judgment or decree permanently or temporarily enjoining, barring, suspending or otherwise limiting their involvement in any type of business, Securities, commodities or banking activities. No finding or judgment by a court of competent jurisdiction, the SEC, CFTC or a state securities regulator or a violation of federal or state securities or commodities laws against any of them. There is no order of self-regulatory organization that permanently or temporarily bars, suspends or otherwise limits their respective involvement in any type of business or securities activities.

***Beneficial Shareholders***

Title of Class	Name & Address	Beneficial Ownership	Percent of Class
Class A Common Stock	Kimberley Kates 8228 W. Sunset Blvd Suite 100 W, Hollywood, CA 90046	600,000	less than 1%
Class B Common Stock		25,000,000	71.4%
Series A Preferred Stock		1,750,000	35.0%
Class A Common Stock	Michael Manasseri 8228 W. Sunset Blvd. Suite 100 W. Hollywood, CA 90046	300,000	less than 1%
Series A Preferred Stock		1,000,000	20.0%
Class A Common Stock	Stephen Eckelberry 8228 W. Sunset Blvd. Suite 100 W. Hollywood, CA 90046	150,000	less than 1%
Series A Preferred Stock		500,000	10.0%
Class A Common Stock	Robert Reyes 910 La Sendra Rd. Hillsborough, CA 94010	6,250,000	10.1%
		1,250,000	
		1,250,000	

**Item 9:           Third Party Providers**

**Legal Counsel**

Robert C. Laskowski  
520 SW Yamhill, Suite 600  
Portland, OR 97204-1329  
Telephone: 503-241-0780  
Email: rcl@roblaw.us

**Accountant or Auditor**

NOW CFO  
2424 S. E. Bristol Street, Suite 280  
Newport Beach, CA 92660  
Telephone: (801) 834-7987  
Email: sbryant@nowcfo.com  
Contact: TJ Delight and Sean Bryant

**Investor Relations Consultant**

None

**Item 10:           Certification**

I, Kimberley Kates, certify that:

1.           I have reviewed this Quarterly Interim Report of Big Screen Entertainment Group, Inc.
2.           Based on my knowledge, this disclosure statement does not contain any untrue statements of material fact or omit to state a material fact necessary to make the statements made, in the 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, cash flows of the issuer as of, and for, the periods presented in the disclosure statement.

Dated:           March 18, 2013

*Kimberley Kates*

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/s/ Kimberley Kates

Name: Kimberley Kates

Title: Chief Executive Officer