

***Company Information and Disclosure Statement***  
***Section One: Issuers' Quarterly Disclosure Obligations***  
***For Period Ended September 30, 2013***

**3D Entertainment Holdings, Inc . (D/B/A 3D EYE SOLUTIONS, INC. )**  
**OTCPK: TDEY**

**1) The name of the issuer and its predecessor (if any).**

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) The address of the issuer’s principal executive offices.**

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: No Par Value

Total Shares Authorized: 2,200,000,000 as of Sept. 30, 2013

Total Shares Outstanding: 1,241,187,339 as of Sept. 30, 2013

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 April 1, 2013

Total Shares Outstanding: 9,316,161 as of April 1, 2013

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 April 1, 2013

Total Shares Outstanding: 4,500,000 as of April 1, 2013

Transfer Agent

Standard Registrar & Transfer Agency

12528 South 1840 East

Draper, UT, 84020

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

List any restrictions on the transfer security: None

Describe any trading suspension orders issued by the SEC In the last 12 months: None

### 4) Issuance History

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	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	20,000,000	0.003	N/A	Free trading shares	None

08/20/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	10,000,000	0.003	N/A	Free trading shares	None
09/07/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/07/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/07/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/25/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	8,000,000	0.003	N/A	Free trading shares	None
09/25/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	11,000,000	0.003	N/A	Free trading shares	None
09/25/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	9,000,000	0.003	N/A	Free trading shares	None
10/09/2012	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	30,000,000	0.003	N/A	Free trading shares	None
10/19/12	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	33,000,000	0.003	N/A	Free trading shares	None
11/07/12	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	36,000,000	0.003	N/A	Free trading shares	None
11/29/12	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	36,000,000	0.003	N/A	Free trading shares	None
12/17/12	Bluelife, Inc.	Rule 144 - Note Conversion	N/A	24,000,000	0.003	N/A	Free trading shares	None
09/15/13	Clark Ortiz	Rule 144 - Compensation	N/A	100,000,000	.0001	N/A	Restricted Shares	Restricted
09/15/13	Edward Vakser	Rule 144 - Compensation	N/A	100,000,000	.0001	N/A	Restricted Shares	Restricted

**5) Financial Statements**

- a) balance sheet
- b) statement of income
- c) statement of cash flows

The Financial Statements are attached hereto as an exhibit and incorporated herein by reference.

**6) Describe the Issuers Business, Products and Services**

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

**A. Description of the issuer's business operations**

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 Issuers Primary SIC Code**  
7373

**D. The issuer's fiscal year end**  
December 31

**E. Principal products and 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;

## **Material Events**

Subsequent to the year end the following material events took place:

The Company increased its number of authorized Common Shares to 900,000,000 (Nine Hundred Million)

- Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

Mr. Robert Zysblat resigned as a CEO and was replaced by Mr. Clark Ortiz

Mr. Edward Vakser became chairman of the board.

Mr. Duke Owen resigned as a director.

The company was re-domiciled to Wyoming, on July 5<sup>th</sup>, 2013.

The company changed its name to 3D Entertainment Holdings Inc.

The Company increased its number of authorized Common Shares to 2,200,000,000 (Two Billion, Two Hundred Million)

## **7) Describe the Issuers Facilities**

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**

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

Mr. Clark Ortiz: CEO

Name & Address	Number & Percentage of Beneficially Shares Owned		
	Common	Preferred Series A	Preferred Series B
<b>Name:</b> Clark Ortiz <b>Address:</b> 9858 Clint Moore Road SUITE C -111 #144 BOCA RATON, FL 33496	100,000,000 (8.06%)	N/A	N/A
<b>Name:</b> Edward Vakser <b>Address:</b> 1400 West Northwest Highway Suite 100 Grapevine, TX 76051	100,000,000 (8.06%)	N/A	
<b>Name:</b> MG Studios <b>Resident Agent:</b> Michael Gibilisco <b>Address:</b> 2005 Tree Fork Ln Ste. 113 Longwood, FL 32750	N/A	2,545,000 (27.32%)	N/A
<b>Name:</b> Big Apple Consulting USA, Inc. <b>Resident Agent:</b> Marc Jablon <b>Address:</b> 2101 West State Road 434, Ste. 100, Longwood, FL 32779	5,000,540 (0.4%)	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);

None

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
<b>Name:</b> MG Studios <b>Resident Agent:</b> Michael Gibilisco <b>Address:</b> 2005 Tree Fork Ln Ste. 113 Longwood, FL 32750	N/A	2,545,000 (27.32%)	N/A
<b>Name:</b> Big Apple Consulting USA, Inc. <b>Resident Agent:</b> Marc Jablon <b>Address:</b> 2101 West State Road 434, Ste. 100, Longwood, FL 32779	5,000,540 (0.4%)	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:

None



## **10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

I, Clark Ortiz, certify that:

1. I have reviewed this either annual 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] November 14, 2013

[Signature] /s/ Clark Ortiz  
CEO/CFO