

# EXHIBIT A

MICHAEL C. O'BRIEN, ESQ.  
Direct Dial: 801-237-0243  
E-mail: mobrien@vancott.com



February 18, 2011

**Via E-Mail and First Class Mail**

Incentive Capital, LLC  
c/o Joseph Pia  
Pia Anderson Dorius Reynard Moss  
299 South Main Street, Suite 1710  
Salt Lake City, Utah 84111

VANCOTT, BAGLEY,  
CORNWALL &  
MC CARTHY, P.C.  
ESTABLISHED 1874

**Re: Objection to Proposed Disposition of Assets**

Ladies and Gentlemen:

On behalf of our clients, Camelot Film Group, Inc. ("CFG"), Camelot Entertainment Group, Inc. ("CEG"), and Camelot Distribution Group, Inc. ("CDG" and, collectively with CFG and CEG, "Camelot"), we hereby object to the proposed disposition of assets described in the enclosed notices.

First, as previously noted, Incentive Capital, LLC ("IC") has been paid in full in respect of the relevant obligation by reason of the CEG Class F Preferred Stock issuance of February 1, 2011 and prior cash payments.

Second, even if IC disagrees with the foregoing, the proposed public sale of the assets is woefully inadequate as to commercial reasonableness, for a variety of reasons, including, but not limited to, the following: (i) Holding the sale on a legal holiday (Presidents Day); (ii) holding the sale in Salt Lake City instead of Southern California, where most likely buyers are located; (iii) inadequate advertising of the sale; (iv) inadequate time period for marketing (less than two weeks); and (v) proposing to sell assets in violation of the applicable loan documents.

For the foregoing reasons, any purported sale of the assets at issue will be void, voidable and/or without legal effect. Thus, we demand that you cancel the proposed sale and provide us with notice of the same immediately. Failure to do so will subject IC to additional damages claims.

Camelot has instituted legal proceedings against IC in California to clarify and enforce its rights to the assets. Any disputes related to the assets will be settled in that forum.

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LAW OFFICES  
SALT LAKE CITY  
OGDEN  
PARK CITY  
LAS VEGAS

INDEPENDENT  
LEXIS-NEXIS  
"A COMMITMENT TO EXCELLENCE"  
WE ARE THE FUTURE OF THE LAW

Incentive Capital, LLC  
February 18, 2011  
Page 2



Please contact me at 801-237-0243 or via e-mail if you have any questions regarding the foregoing.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael C. O'Brien", with a long horizontal flourish extending to the right.

Michael C. O'Brien

Enclosures (Disposition Notices)

cc: Mr. Robert Atwell  
Jonathan M. Levitan, Esq.  
Derek Anderson, Esq.



PIA  
ANDERSON  
DORIUS  
REYNARD  
MOSS

February 9, 2011

**\*\*DELIVERED VIA CERTIFIED MAIL \*\***

Camelot Film Group, Inc.  
10 Universal City Plaza NBC/Universal Building  
Floor 20 Universal City, CA 91608

Camelot Entertainment Group, Inc.  
8001 Irvine Center Drive  
Suite 400  
Irvine, CA 92618

**NOTICE OF DISPOSITION OF COLLATERAL BY PUBLIC SALE**

**Debtors:** Camelot Film Group, Inc. and Camelot Entertainment Group, Inc.

**Secured Party:** Incentive Capital, LLC

**Collateral:** All of Debtor's personal property assets and interests as more particularly described in the Asset Purchase Agreement (the "Asset Purchase Agreement") dated April 28, 2010 between Camelot Film Group, Inc., a Nevada corporation, on the one hand, and CMBCG Advisors, Inc., a California corporation in its sole and limited capacity as assignee for the benefit of creditors of Liberation Group, Inc., on the other hand, and all products and proceeds thereof, including without limitation (a) that certain film library referred to as the Liberation Assets (as defined in the Asset Purchase Agreement); (b) all accounts, negotiable instruments, chattel paper and electronic chattel paper, general intangibles, proceeds, and monies derived from the disposition or other exploitation of the Liberation Assets in all media, from all sources, worldwide during the term hereof; and (c) other assets of the Debtor as set forth in the Asset Purchase Agreement.

To be a qualified bidder, one must be prepared to tender to the secured party or its designee conducting the sale a \$10,000.00 cashier's check at the sale and a cashier's check for the balance of the purchase price within 24 hours after the sale. We will sell the above described collateral to the highest qualified bidder at a public sale to be held as follows:

**Date:** Monday, February 21, 2011

**Time:** 9:00 a.m.

**Place:** Offices of Pia Anderson Dorius Reynard & Moss, 299 S. Main St., Suite 1710, Salt Lake City, UT 84111

THIS NOTICE IS AN ATTEMPT TO COLLECT A DEBT, AND ANY INFORMATION  
OBTAINED WILL BE USED FOR THAT PURPOSE.

PIA ANDERSON DORIUS REYNARD & MOSS

By:   
Nathan S. Dorius



PIA  
ANDERSON  
DORIUS  
REYNARD  
MOSS

February 9, 2011

**\*\*DELIVERED VIA CERTIFIED MAIL\*\***

Camelot Distribution Group, Inc.  
10 Universal City Plaza NBC/Universal Bldg.  
20<sup>th</sup> Floor  
Universal City, CA 91608

Camelot Entertainment Group, Inc.  
8001 Irvine Center Drive  
Suite 400  
Irvine, CA 92618

# **NOTICE OF DISPOSITION OF COLLATERAL BY PUBLIC SALE**

Debtors: Camelot Distribution Group, Inc. and Camelot Entertainment Group, Inc.

Secured Party: Incentive Capital, LLC

Collateral: All of Debtor's rights to the film library described herein below and referred to as the "Distribution Assets", along with all products and proceeds of or from (a) the Distribution Assets; and (b) all accounts, negotiable instruments, chattel paper and electronic chattel paper, general intangibles, proceeds, and monies derived from the disposition or other exploitation of the Distribution Assets in all media, from all sources, worldwide during the term hereof. The Distribution Assets include without limitation the following films, and all of Debtor's right, title and interest therein, including distribution rights, royalty interests, and contract/account payments: Samurai Avenger; First Strike; Screwball; The Ted Whitfield Story (aka The Wiffler); The Fallen; One Lucky Dog (aka Weiner Dog Nationals); Never Sleep Again; Hellraiser Unleashed; Pink!; Nude Nuns With Big Guns; Zombie Culture; National Lampoons Dirty Movie; Who Is KK Downey; and Next of Kin.

To be a qualified bidder, one must be prepared to tender to the secured party or its designee conducting the sale a \$10,000.00 cashier's check at the sale and a cashier's check for the balance of the purchase price within 24 hours after the sale. We will sell the above described collateral to the highest qualified bidder at a public sale to be held as follows:

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By:   
Nathan S. Dorius