PRESTON DuFAUCHARD
California Corporations Commissioner
WAYNE STRUMPFER
Deputy Commissioner
ALAN S. WEINGER
Lead Corporations Counsel
AFSANEH EGHBALDARI (CA BAR NO. 250107)
Corporations Counsel
DEPARTMENT OF CORPORATIONS
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San Diego, California 92101
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Attorneys for Complainant

BEFORE THE DEPARTMENT OF CORPORATIONS
OF THE STATE OF CALIFORNIA

In the Matter of
THE CALIFORNIA CORPORATIONS
COMMISSIONER,

Complainant,
v.
Silver Screen Productions, Music Box The
Movie, LLC and Joseph E. Duchinsky, as an
individual,

Respondents.

IT IS HEREBY STIPULATED AND AGREED between Silver Screen Productions, Music
Box The Movie, LLC and Joseph E. Duchinsky (hereafter collectively "Respondents") and the
California Corporations Commissioner ("Commissioner"), as follows:

WHEREAS, Respondents admit the jurisdiction of the California Department of
Corporations over their persons and over the subject matter of this Stipulation.

WHEREAS, Respondents waive the right to any hearing, including that provided by
California Corporations Code Sections 25532 subdivision (d) and 25609. Further Respondents

STIPULATION TO ORDER TO DESIST AND REFRAIN
waive any and all review by a court of law, including that provided by California Government Code section 11523.

WHEREAS, all terms used, but not defined herein, shall have the meaning assigned to them by the California Corporations Code.

WHEREAS, Respondents represent that no promises of any kind or nature whatsoever were made to induce them to enter into this Stipulation, and that this Stipulation is a voluntary act on the part of Respondents.

WHEREAS, Respondents stipulate to the issuance of the Desist and Refrain Order ("Order"), in the form attached hereto as Exhibit A, directing Respondents to desist and refrain from the further offer and sale of securities in this state by means of oral and written communications, which omitted to state material facts.

WHEREAS, Respondents, without admitting or denying any of the findings contained within the Order or this Stipulation, hereby agree and stipulate to the Order.

WHEREAS, Respondents agree and acknowledge that nothing in this Stipulation shall preclude the Commissioner, his agents, officers, or employees, to the extent authorized by law, from referring any evidence or information regarding this matter to any other state or federal law enforcement official, or from assisting cooperating, or co-prosecuting with regards to any investigation and/or action.

WHEREFORE, Respondents Joseph E. Duchinsky, Silver Screen Productions and Music Box The Movie, LLC stipulate and agree to the finality of the Commissioner's Order. Respondents understand and agree not to represent that this Stipulation is a settlement or a withdrawal of the Commissioner's Order. Respondents further understand and agree that the Order remains in effect and that they cannot deny the violations cited in the Commissioner's Order to make any statement or representation that is inconsistent with this Stipulations or the Order. Respondents further understand and agree this Stipulation does not prevent the Commissioner from taking future action in regard to this matter.
PRESTON DuFAUCHARD,
California Corporations Commissioner

By ______________________________________________________
Kameneh Behbaldari,
Corporations Counsel

By ______________________________________________________
Joseph E. Duchinsky, Individually and on behalf of
Silver Screen Productions and Music Box The Movie,
LLC

Approved as to Form

By ______________________________________________________
Josh Lawler,
Attorney for Respondents

Dated: 4/29/08

Dated: 4/24/08

Dated: 4/25/08

STIPULATION TO ORDER TO DESIST AND REFRAIN
STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Joseph E. Duchinsky, President, Secretary, Treasurer
Silver Screen Productions
Music Box The Movie, LLC
3250 Wilshire Blvd, Suite 805
Los Angeles, CA 90010
or
418 N. Third Street
Alhambra, CA 91801

DESIST AND REFRAIN ORDER
(For violations of section 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. Silver Screen Productions ("Silver Screen") was a Nevada corporation and its status was revoked on August 1, 2006.

2. At all relevant times herein, Silver Screen has an active status in California at 418 N. Third Street, Alhambra, CA 91801.

3. At all relevant times herein, Music Box The Movie, LLC ("Music Box") is an active California Limited Liability Corporation with its principal place of business at 3250 Wilshire Blvd., Suite 805, Los Angeles, CA 90010.

4. At all relevant times herein, Joseph E. Duchinsky ("Duchinsky") was the president, secretary and treasurer of Silver Screen and managed and controlled Silver Screen.

5. At all relevant times herein, Silver Screen has through its principal Duchinsky acted as the manager of Music Box.

6. Beginning at least as early as 2007, Silver Screen, Music Box and Duchinsky offered or sold securities in the form of investment contracts, notes or evidences of indebtedness. Silver Screen,
Music Box and Duchinsky referred to these securities as investment agreements, promissory notes and evidences of indebtedness.

7. The investment contracts, notes and evidences of indebtedness are securities pursuant to California Corporations Code section 25019.

8. In connection with the offers and sales of securities, Silver Screen, Music Box and Duchinsky omitted to disclose to investors that:
   a. On January 29, 1986, the State of New Mexico Securities Division issued a Cease and Desist Order against Duchinsky. Duchinsky was ordered to cease and desist from soliciting, offering and selling securities of any kind in New Mexico, without first complying with all the registration requirements.
   b. On September 17, 1987, Duchinsky pled nolo contendere to two counts of criminal violations of section 25110 in California and was sentenced to three years of probation.
   c. In October 2005, Duchinsky petitioned for Chapter 7 bankruptcy; and on July 7, 2006, the court discharged Duchinsky’s debts under section 727 of title 11 of the United States Code.

Based upon the foregoing, the California Corporations Commissioner is of the opinion that the securities issued by Joseph E. Duchinsky, Silver Screen Productions and Music Box The Movie, LLC were offered and sold in this state by means of oral and written communications which omitted to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in violation of section 25401 of the Corporate Securities Law of 1968.

Pursuant to section 25532 of the Corporate Securities Law of 1968 Joseph E. Duchinsky, Silver Screen Productions and Music Box The Movie, LLC are hereby ordered to desist and refrain from offering or selling or buying or offering to buy any securities in the State of California, including but not limited to, investment contracts, notes or evidences of indebtedness, by means of any written or oral communication which omits to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading.
This Order is necessary, in the public interest, for the protection of investors and consistent
with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

Dated: April 18, 2008
Los Angeles, California

PRESTON DuFAUCHARD
California Corporations Commissioner

By:
ALAN S. WEINGER
Lead Corporations Counsel