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FilmL.A. Issues New Feature Film Production Report

California Ranks Fourth in Total Live Action Film Project, Job and Spending Counts

LOS ANGELES – March 6, 2014 – FilmL.A., the not-for-profit film office serving the Greater Los Angeles region, today announced the release of a new report prepared by its research division. The **2013 Feature Film Production Study** analyzes a sample of 108 U.S. feature films released theatrically last year, identifying where they were filmed, how much was spent to produce them and how many jobs they sustained during production. The report also analyzes California's current attractiveness to feature film producers.

By FilmL.A. calculations, last year California ranked fourth behind Louisiana, Canada and the United Kingdom in total live-action feature projects, total related film jobs and total related production spending. California's significantly diminished share of global feature film production is illustrated by some of the report's other findings:

- Fifteen years ago, California's share of the top 25 live-action films was a commanding 64 percent. By 2013, California's share of the same had fallen to just 8 percent.
- When it comes to commercially successful big-budget films, California-produced animated films outnumber California-produced live-action films by more than 2-to-1.
- Of the 26 sampled live-action films with production budgets over \$100 million, just two (*The Hangover Part III* & *Star Trek: Into Darkness*) were made primarily in California.
- Without exception, California's most successful competitors for new feature film projects offer significant, uncapped film incentive programs.

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“The film and entertainment industries are absolutely essential to California's middle class, and this underscores the importance of our work to level the playing field against the other states and countries who are luring our jobs away,” remarked Los Angeles Mayor Eric Garcetti. “These jobs not only support California families, they generate revenues that pay for schools, infrastructure, and other state services.”

“Considering California’s vast filmmaking talent, the state should be exporting films for global audiences, not jobs to global competitors,” said FilmL.A. President Paul Audley. “State policymakers have the opportunity to make a difference this year by expanding California’s film and television tax credit. We hope they give the strongest possible signal to the film industry that they want to keep film jobs in California.”

About FilmL.A.

FilmL.A. is Los Angeles’ regional film office, serving the City and County of Los Angeles and an ever-increasing roster of local municipalities. Providing streamlined permit processing, comprehensive community relations, marketing services, film policy analysis and more to these jurisdictions, FilmL.A. works to attract and retain film production in Greater Los Angeles. Learn more about FilmL.A. at www.filmla.com.



2013 Feature Film Production Report

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About this Report

This report is the product of independent research conducted by FilmL.A, Inc. FilmL.A. is Los Angeles' regional film office, serving the City and County of Los Angeles and an ever-increasing roster of local municipalities. Providing streamlined permit processing, comprehensive community relations, marketing services, film policy analysis and more to these jurisdictions, FilmL.A. works to attract and retain film production in Greater Los Angeles.

Integral to FilmL.A.'s work is ongoing research into the benefits that local filming brings to the Los Angeles region. To that end, the company maintains an internal research division devoted to the production, collection and dissemination of information regarding the U.S. film production economy.

On behalf of everyone at FilmL.A. and those who depend on local entertainment production for their livelihoods, we thank you for your interest in this report. If you have any questions about the content herein, the authors welcome your inquiries.

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Executive Summary

This study is the result of approximately six months of independent research performed by FilmL.A., Inc., the film office for the greater Los Angeles region. It began with a desire to better quantify the negative effects of runaway production on California's signature feature film industry.

FilmL.A. Research endeavored to track the movies released in 2013 to determine where they were filmed, why they filmed in the locations they did, and how much was spent to produce them. To prepare the report, FilmL.A. aggregated information presented in media reports and published studies, most particularly reports from U.S. states and foreign jurisdictions that operate publicly transparent film incentive programs. Other information was sourced from film production companies and studios themselves, as well as interviews with industry professionals.

This report provides evidence to demonstrate that the availability of film incentives heavily influences feature producers' choice of filming location. It further argues that the proliferation of out-of-state film incentive programs has eroded California's one-time dominance of the feature film production industry.

The report concludes with a discussion of the changing employment prospects of California-based film workers, particularly below-the-line physical production employees, film production vendors, recording musicians, visual effects artists and animators. Case studies illustrating the increasingly global scope of feature film production are also included.

Study Methodology

- This study focused on films that were produced by the six major studios in Southern California ("Majors", including Disney, Warner Bros., NBCUniversal, Paramount, Sony and 20th Century Fox) and five of the best-known independent studios ("Mini Majors", including Dreamworks, Lionsgate, Weinstein Co., FilmDistrict and Relativity).
- A total of 108 live-action and animated movies released in 2013 were tracked for this study.

Top Filming Locations

- From a national perspective, the United States hosted principal production for 70 of the films in the study, which represents a share of 65 percent. Canada was a very distant second with 15 movies, which represents a 15 percent share.
- Ranking locations in terms of the most number of films that were primarily produced in each, Louisiana ranked first with 18 movies. Canada and California tied with 15 movies apiece, followed closely by the United Kingdom, which hosted 12. Rounding out the top five locations was the State of Georgia, which hosted 9 films.

- Of the 10 animated features in the study, the United States hosted six (California: 4, Texas: 1, Connecticut: 1). Of the four animated films produced outside the United States, two were made in British Columbia, one was made in India and one was produced in France.

Runaway Production Impact on California

- Without exception, every competing production center that hosted primary production on one or more films offered significant, uncapped, film incentive programs. The most common form of film incentive is refundable or transferable tax credits that can offset a large portion of total project spend.
- In 1997, Canadian Provinces were the first locations to offer significant film tax credit incentives. The Canadian model was quickly copied around the world. By 2013, more than 40 US states and a dozen foreign countries offered film incentive programs.
- Fifteen years ago, California's share of the top 25 movies (including both animated & live-action) at the worldwide box office was a commanding 68 percent. After 15 years of unabated runaway production, California's market share of the top 25 animated and live-action films dropped to just 24 percent in 2013.
- Excluding animated features, California's market share for top 25 live-action films suffered even sharper declines. In 1997, 64 percent of the top 25 live-action movies at the worldwide box-office were wholly or primarily produced in California. By 2013, California's share of the top 25 live-action movies had fallen to just 8 percent.
- Of the 26 live-action movies in this study with budgets over \$100 million, just two (*The Hangover Part III* & *Star Trek: Into Darkness*) were made primarily in California.

Post Production and Visual Effects

- One of the common myths about runaway production is that California remains the beneficiary of the bulk of post-production and visual effects work, regardless of where principal photography takes place. This belief is incorrect.
- According to the Visual Effects Society, 44 of the top 50 movies of all-time were VFX-driven films.
- Over 15 years ago, a majority of the top visual effects (VFX) companies were based mainly or entirely within California. Because of international competition and the lure of film incentives tailored specifically for animation and visual effects, California's VFX industry has collapsed.

- The only major VFX house left in California capable of employing 1,000 effects artists is Industrial Light & Magic in the San Francisco Bay Area. In early 2014, ILM announced it was doubling the size of its workforce in Vancouver, British Columbia to 200 people. In addition, ILM announced the opening of a new facility in London that will employ 200 artists for work on the forthcoming *Star Wars* films.

Introduction:

2013 was a year for the record books. Hollywood quietly set a new annual record at the U.S. domestic box-office by taking in \$10.9 billion. Worldwide, box-office receipts exceeded \$30 billion from 622 feature films released theatrically within the 2013 calendar year.

But not all feature films are created equal. Roughly half of the global box-office revenues for 2013 stem from the year's top 50 films. Of the 622 movies released in 2013, fewer than 160 had production budgets exceeding \$1 million and fewer than 100 had budgets exceeding \$15 million. In short, relatively few 2013 films accounted for the majority of 2013 box-office revenues. In most cases, the top grossing feature films also had the largest production budgets.

In a first-of-its-kind study, FilmL.A. Research endeavored to track the movies released in 2013 to determine where they were filmed (see Appendix B for location maps), why they filmed in the locations they did and how much was spent to produce them. To narrow our field of study, FilmL.A. focused on films that were produced by the six major studios in Southern California ("Majors", including Disney, Warner Bros., NBCUniversal, Paramount, Sony and 20th Century Fox) and five of the best-known independent studios ("Mini Majors", including Dreamworks, Lionsgate, Weinstein Co., FilmDistrict and Relativity). This yielded a study sample of 108 feature films (10 animated & 98 live-action). Most of the films were produced in 2012 or 2013, but 23 were shot in 2011 or earlier.

Of the 108 movies (see Appendix C for complete list) released by the Majors and Mini-Majors, reported production budgets ranged from \$1.25 million to \$225 million. The average production budget in the sample was \$71 million.

Viewed strictly as business ventures, these are the films that matter most, not only to the studios behind them, but also to the local economies where they are produced. For the dozens of states and nations now competing for a share of the film production industry, these 108 films represent over \$7.6 billion in direct production spending and tens of thousands of high-wage jobs in a wide array of professions.

Filming Locations:

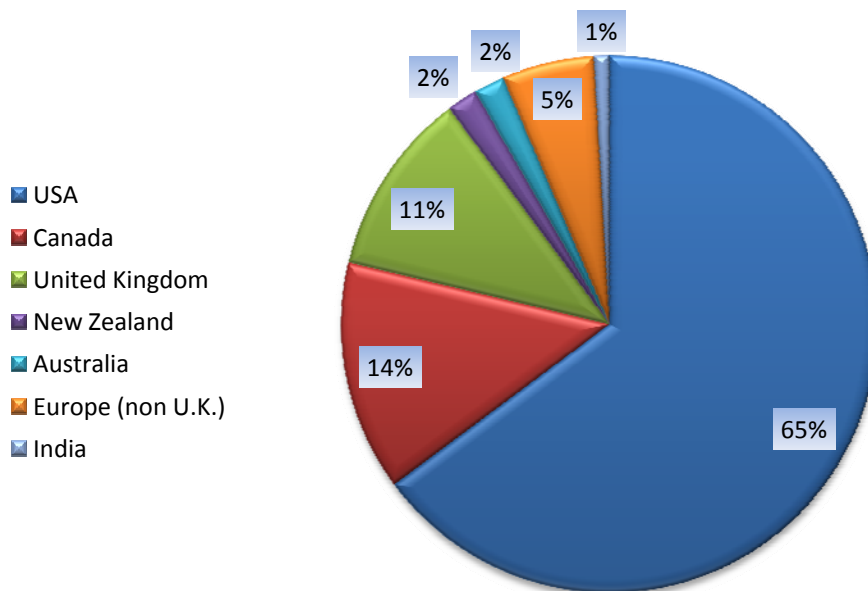
Worldwide film audiences often think of California as the home of the film and television industry, but today this belief is rooted more in history than in fact with respect to feature films. Today, feature films produced by U.S. companies are filmed throughout the globe.

Even on an individual film, principal photography can--and often does--span more than one location. Accordingly, FilmL.A. worked to identify both *primary production locations* and *secondary production locations* for studied films. For reasons described ahead, this was a difficult task.

In the end, our research determined that nearly 20 different U.S. states and foreign countries were used as primary production locations among this study's 108 films.

From a national perspective, the good news is that the United States served as the primary production location for 65 percent (70 count) of the 108 films FilmL.A. studied. From a California perspective, things look a little different. Just 14 percent (15 count) of the films were primarily produced in California, causing the state to slip behind Louisiana in total tracked projects.

Intl. Share of 108 Surveyed Films, 2013



Louisiana's emergence as a film production center happened quickly. After just 10 years of investment in the film industry, the Pelican State surged ahead of California, the nation's one-time film production capital.

Louisiana, which some have taken to calling "Hollywood South," is now outpacing the real Hollywood by a key measure of film production volume.

Production Center	Movies
Louisiana	18
Canada	15
California	15
United Kingdom	12
Georgia (USA)	9
Other US & Puerto Rico	9
Massachusetts	5
New York	4
North Carolina	4
New Mexico	3
Connecticut	3
New Zealand	2
Australia	2
France	1
Germany	1
Hungary	1
Bulgaria	1
India	1
Belgium	1
Malta	1

Canada also hosted a large number of films in this study. Since the late 1990's, Canada has been one of California's strongest film production competitors. California and Canada (as a whole) each landed 15 tracked projects (British Columbia, Ontario and Quebec each hosted five films). Rounding out the top five production centers were the United Kingdom with 12 films and the state of Georgia with nine.

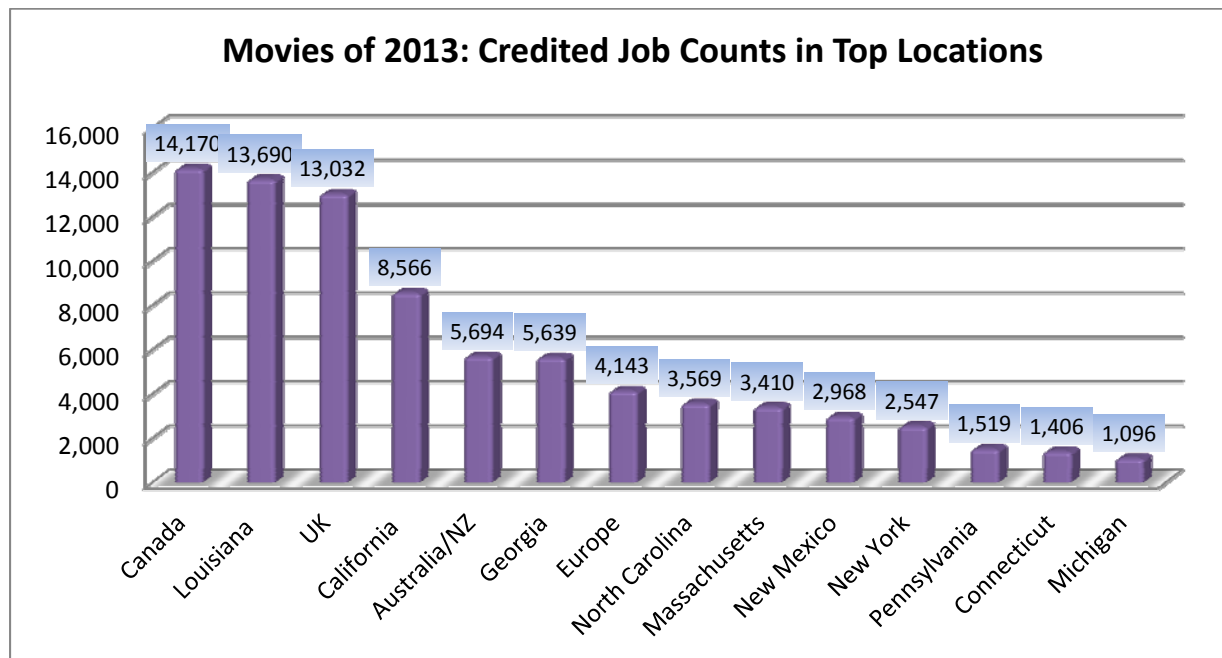
Surprisingly, New York was the primary filming location for just four films in the study, but it was used as a secondary location for seven. Conversely, California served as a secondary filming location for ten films in the study.

Filming Employment:

Determining the total employment impact of the 108 films in this study proved an unexpectedly difficult task.

Differences in how motion picture jobs are tracked from region to region make inter-jurisdictional job creations comparisons near-impossible.

To estimate the number of people who worked on each tracked project, FilmL.A. employed counts of credited cast & crew roles listed for each film by Baseline Studio System and IMDbPro. In all, FilmL.A. found that more than 84,000 credited roles (film jobs) were created by the 108 films in this study.



One important caveat to bear in mind is that one person may fill a credited role on more than one project in this study. Actor Hugh Jackman, for example, was a cast member on three of the movies in the study (*The Wolverine*, *Prisoners* and *Movie 43*). Hence, Mr. Jackman held three of the 84,000 credited roles.

The same job counting challenge surfaces with key production vendors, like visual effects or post-production houses. A perfect example of this is Burbank, California-based Stereo D, which specializes in 3D conversion. Stereo D served as a post-production house for nine of the films in this study and employed anywhere from a few dozen to 200 or more people on projects like *Pacific Rim* and *Star Trek: Into Darkness*. In some cases, individuals who work at Stereo D are credited with working on as many as five to seven tracked films. Clearly, a more robust and uniform way to measure film production job growth is needed, but experts disagree about which yardstick to use.

What's in a Film Job: Differences in How Employment from Filming is Calculated

In the United States, most jurisdictions seeking to attract film projects make some kind of effort to track the jobs they create in the process. Unfortunately, the number of different counting methods in use makes comparing job growth across jurisdictions near impossible.

While various jurisdictions report employment counts for specific projects (or report total job counts in the aggregate), they differ in their job count methodologies.

For example, North Carolina officials report the total number of people who work on film projects in their state, regardless of how long those jobs last. A background actor who worked a single day on *Iron Man 3* would be counted as holding one job, the same as the director, who worked on the film every day and was paid substantially more. Nevertheless, from a total job count perspective, many would count this as two jobs.

Officials in some states, like Pennsylvania, attempt to do one better by calculating the number of Full Time Equivalent (FTE) jobs created by local filming. Using this method, although a total of 4,057 people worked on 2009's *Law Abiding Citizen* in Pennsylvania, the number of FTE jobs created was 544.

New Mexico uses a different approach altogether and reports the number of film "worker days." While this is similar to the FTE approach in terms of obtaining a more accurate employment picture, the state only reports the number in the aggregate, making it impossible to know how many worker days a movie like *The Lone Ranger* racked up while shooting in the state.

Production Spending:

Being able to estimate the number of direct production jobs filming creates is helpful, but so is knowing how much producers spend when filming on-location.

In addition to film crew wages, expenditures offer insight into how local production vendors and suppliers benefit from a production's presence. Money spent on film production circulates within a local economy, eventually providing benefits to individuals and businesses that are unaffiliated with the film production directly.

Of course, serving as a primary shooting location for a \$100 million film project does not mean a given jurisdiction will see the film's entire budget spent within their borders. Even for California-based films, this would today be a rare occurrence.

Determining where filmmakers spend their budgets is very difficult, given that full production budgets are never disclosed, except to hired auditors. Complicating matters further, most feature films produced today use multiple jurisdictions throughout every stage of development (for examples, refer to Appendix A: Case Studies in Global Film Production).

Location-specific spending information for movies that shot in one or more locations is only readily available for films produced in states or countries that:

- A) offer film incentives;
- B) require audits of qualified production spending, and;
- C) choose to make that information publicly available.

Location	Movies	Budget Value (millions)	Amount/Percent Spent in Location
Canada	15	\$1,267	\$887 million (70%)
U.K.	12	\$1,171	\$843 million (72%)
California	15	\$1,083	\$1.001 billion (91%)
Louisiana	18	\$976	\$750 million (77%)
Georgia	9	\$415	\$261 million (63%)
North Carolina	4	\$274	\$145 million (53%)
Michigan	1	\$200	\$105 million (53%)
Pennsylvania	2	\$185	\$109 million (59%)
Florida	1	\$25	\$21 million (84%)

The proliferation of government programs designed to attract film production has led to one very useful development for film industry researchers. Today, it is possible--although still rather difficult--to compare production spending across different jurisdictions.¹

Our efforts started in Louisiana. Louisiana is among

the handful of states that report on local film production spending. It does this by reviewing audited financials submitted by film producers as a condition of obtaining the Louisiana Motion Picture Investor Tax Credit.

According to the Louisiana Office of Economic Development (LED), 15 of the 18 tracked movies produced in Louisiana submitted complete audits by the end of 2013.

According to FilmL.A.'s research, the total budget value of these 15 films was approximately \$764 million. Louisiana's reported share of that spending totaled \$587 million, or 77 percent of total budget value.

California Project	Budget	Incentive	Jobs
<i>Monsters University</i>	\$200	Ineligible	1117
<i>Star Trek: Into Darkness</i>	\$185	Ineligible	2074
<i>Frozen</i>	\$150	Ineligible	426
<i>The Croods</i>	\$135	Ineligible	350
<i>Turbo</i>	\$135	Ineligible	350
<i>The Hangover III</i>	\$103	Ineligible	553
<i>Gangster Squad</i>	\$75	Yes	616
<i>Saving Mr. Banks</i>	\$35	Yes	351
<i>The Incredible Burt Wonderstone</i>	\$30	Yes	340
<i>Battle of the Year</i>	\$20	No	317
<i>The Call</i>	\$15	Yes	421
<i>Movie 43</i>	\$6	No	979
<i>Insidious Chapter 2</i>	\$5	Yes	320
<i>The Purge</i>	\$3	No	194
<i>Filly Brown: This is My Life</i>	\$1.25	No	158

Assuming that percentage holds for all Louisiana filming, estimated total spending would reach \$750 million if all of Louisiana's 18 tracked films were included. The same technique can be applied to estimate production spending in other states.

Obtaining a similar number for California requires a different approach. First, according to the Los Angeles Economic Development Corporation (LAEDC), 92 percent of all production spending in California is wholly sourced from within the state. This figure applies to live-action films. Because of the state's massive infrastructure and deep vendor supply base, very few goods or people need to be imported

¹ Percentage sources: 2012 British Columbia Film Commission Production Statistics; CMPA Profile 2012 Report; 2013 British Film Institute Statistical Yearbook. Georgia's spending estimate stems from a 2010 economic impact report commissioned by the MPAA and prepared by Meyer's Norris Penny (MNP).

into California to sustain local feature film production.

For bigger-budget animated movies, production occurs mostly in California.² While California’s share of production spending on these animated movies may be at or near 100 percent, FilmL.A. has chosen to apply a more conservative estimate of 90 percent.

The Lure of Incentives:

Industry experts widely agree that film tax incentives are the primary cause of runaway production. Without exception, the top filming locations are recognized production centers with modest to robust film industry infrastructure and talent. However, with the exception of California, all of the top five locations also offer substantial uncapped film incentive programs.

Location	Film Incentive	Type of Benefit
Louisiana	30% of qualifying local spend including the payroll for residents and nonresidents, and 5% additional for resident payroll	Partially refundable, fully transferable film tax credits; can be transferred to the state of Louisiana for 85% of face value
Georgia	20% of the base investment in the state, plus 10% if the qualified production activities include a Georgia promotional logo in credits.	Fully transferable tax credit
United Kingdom	20-25% of all qualifying local UK spend	Refundable tax credit
British Columbia (Canada)	33% of qualifying British Columbia (BC) labor expenditures; Digital Animation or Visual Effects (DAVE) Credit bonus: 17.5% additional credit on qualifying DAVE labor	Refundable tax credit
Ontario (Canada)	25% of qualifying Ontario expenditures (not limited to ON labor); Bonuses: Computer Animation and Special Effects- 20% of qualifying labor related to digital animation and special effects work	Refundable tax credit
Quebec (Canada)	25% of qualifying Quebec (QC) expenditures (not limited to QC labor); Bonuses: QC Computer Animation and Special Effects Tax Credit = 20% additional credit on qualifying animation and special effects QC labor	Refundable tax credit

California has its own Film & Television Tax Credit Program, enacted in 2009. In comparison to the programs offered by other states, the California Film & Television Tax Credit Program is subject to two substantial limitations.

First, as of the time of this report, California's program has an annual cap of \$100 million in available tax credits. Second, feature film projects with budgets in excess of \$75 million are completely ineligible for the program. For a program intended to help reverse runaway production, California’s incentive entirely ignores film projects carrying the greatest economic value with the greatest propensity to run away: big-budget features.

² The primary studio facilities for Pixar, Walt Disney Animation and DreamWorks are all located in California.

Other than *Star Trek: Into Darkness* and *The Hangover Part III*, California hosted just nine other live-action movies in this study, which enjoyed a combined budget value of \$194 million in spending. Five of these films (accounting \$161 million in spending) were only able to film in California because of the state’s tax credit program.

There is a misperception that runaway production happens because California is too expensive and locations like Georgia or British Columbia are simply “cheaper.” But as Vans Stevenson, senior vice president for government affairs at the MPAA noted in January 2014, California is actually less expensive to film than most of its competitors on a level playing field free of government incentives:

“Let’s say the gross total budget of a big tent-pole is \$251 million. If you take that film to Vancouver, for example, that same picture before credit would be \$259-\$260 million. You’ve got the (extra) cost of hotels and housing for cast and key crew you bring from L.A., as well as people you hire on the ground. But the incentive there is worth about \$18 million. So you’re reducing that budget from \$251 to \$241 million. That’s a big savings.

In Pontiac, Michigan, it would be \$270 million to go there. But the credit is almost \$35 million, so instead of \$251 you’re down to \$235 million. And in California, any movie over \$75 million doesn’t qualify for the credit, so if you’re shooting a tent-pole you get no credit in California.”

Film incentive award amounts to individual productions were available for 38 of the movies in this study. In all, these 38 movies received at least \$495 million in credits from various state and national governments.

<u>Movie</u>	<u>Incentive Amount (millions)</u>	<u>Primary Location</u>	<u>Secondary</u>	<u>Budget</u>	<u>Jurisdiction Reported Spending (millions)</u>
<i>The Great Gatsby</i>	\$85	Australia		\$190	
<i>The Wolverine</i>	Australia: \$26	Australia	Japan	\$100	Australia: \$80
<i>Peeples</i>	Connecticut: \$2.85	Connecticut	New York	\$11	Connecticut: \$9.5
<i>The Big Wedding</i>	\$8.3	Connecticut		\$30	\$27.70
<i>Pain & Gain</i>	\$2.97	Florida		\$35	\$14.8
<i>Beautiful Creatures</i>	\$12.3	Louisiana		\$50	\$39.30
<i>Bullet to the Head</i>	Louisiana: \$10.6	Louisiana	New York	\$40	Louisiana: \$34.4
<i>G.I. Joe: Retaliation</i>	Louisiana \$30.4	Louisiana	British Columbia	\$155	Louisiana: \$98
<i>12 Years a Slave</i>	\$4.9	Louisiana		\$22	\$15.48
<i>2 Guns</i>	Louisiana: \$17.63	Louisiana	New Mexico	\$61	Louisiana \$57.5
<i>Broken City</i>	\$8.4	Louisiana	New York	\$35	Louisiana: \$27.5
<i>Enders Game</i>	Louisiana: \$17.85	Louisiana	California	\$110	Louisiana: \$58.24
<i>Escape Plan</i>	\$16.6	Louisiana		\$40	\$53.80
<i>The Butler</i>	\$7.9	Louisiana		\$30	\$24.90
<i>Now You See Me</i>	Louisiana: \$14.37	Louisiana	New York, Nevada	\$75	Louisiana \$46.3
<i>Olympus Has Fallen</i>	\$17.7	Louisiana		\$70	\$57.57
<i>Parker</i>	Louisiana: \$8.16	Louisiana	Florida	\$31	Louisiana: \$26.66

Movie	Incentive Amount (millions)	Primary Location	Secondary	Budget	Jurisdiction Reported Spending (millions)
<i>August: Osage County</i>	Oklahoma: \$5	Oklahoma		\$37	\$37
<i>Lone Survivor</i>	New Mexico: \$4.5	New Mexico		\$40	New Mexico \$18 (estimated)
<i>Snitch</i>	\$4.4	Louisiana		\$25	\$14.30
<i>Texas Chainsaw 3D</i>	\$4.9	Louisiana		\$20	\$15.77
<i>Oldboy</i>	\$5.3	Louisiana		\$30	\$17
<i>R.I.P.D.</i>	\$26.6	Massachusetts		\$130	\$106.36
<i>Oz the Great and Powerful</i>	\$39.8	Michigan		\$200	\$104.80
<i>The Hobbit: The Desolation of Smaug</i>	\$25.8	New Zealand		\$217	
<i>Iron Man 3</i>	North Carolina: \$20; Florida: \$1.6	North Carolina	Florida, Los Angeles	\$200	North Carolina: \$81 Florida: \$6.25
<i>Safe Haven</i>	\$4.2	North Carolina		\$17	\$17.20
<i>The Conjuring</i>	\$4.2	North Carolina		\$20	\$16.99
<i>Paranoia</i>	\$6.8	Pennsylvania		\$35	
<i>After Earth</i>	Pennsylvania: \$20.4 ; Utah: \$1	Pennsylvania	Costa Rica, CA, UT	\$150	Utah: \$4.8 million; PA: \$82 million; CA: \$2
<i>Gangster Squad</i>	\$9.9	California		\$75	\$75
<i>The Incredible Burt Wonderstone</i>	\$4.8	California	Las Vegas	\$34	California: \$33
<i>The Call</i>	\$1.4	California		\$15	\$12
<i>Saving Mr. Banks</i>	\$2.4 (est)	California	London	\$36	N/A
<i>Insidious Chapter 2</i>	\$1.2	California		\$5	N/A
<i>47 Ronin</i>	Hungary: \$3.8	UK	Hungary, Japan	\$175	Hungary: \$19
<i>Thor: The Dark World</i>	UK: \$17.3	UK	Iceland	\$170	
<i>Rush</i>	UK/Germany: \$9	UK	Germany	\$54	

The Lure of Locations:

Are exotic locations still a lure for filmmakers? It seems unlikely. In today's feature film business, creative concerns and realism in film setting are trumped by economic realities. Films that are set in California (or any other location) are filmed in alternate locations worldwide.

Furthermore, the natural advantages for filming in California like a diverse landscape, good weather, a skilled workforce and network of local support services are now seen as irrelevant or available from one of California's many competitors.

Projects Set in California	Primary Filming Location	Budget (millions)
<i>Battle: Los Angeles</i> (2011)	Louisiana 30% incentive	\$100
<i>Rise of the Planet of the Apes</i> (2011)	Vancouver, British Columbia 33% incentive	\$93
<i>Rock of Ages</i> (2012)	Florida 20% incentive, \$8 million project cap.	\$75
<i>This is the End</i> (2013)	New Orleans, Louisiana	\$32
<i>Elysium</i> (2013)	Vancouver, British Columbia 33% incentive	\$115
<i>Iron Man 3</i> (2013)	North Carolina 25% incentive	\$200
<i>The Internship</i> (2013)	Georgia 30% incentive	\$58
<i>Godzilla</i> (2014)	Vancouver, British Columbia 33% incentive	\$160 (est.)
<i>Taken 3</i> (2014)	Georgia 30% incentive	\$50 (min. est)

For California state policymakers, this presents a special challenge. For example, one popular but weak criticism of the California Film & Television Tax Credit Program is that it is somehow wasteful, because of fears that it may benefit projects that “would just film in California anyway.” This view is demonstrably false.

For example, the producers of *Saving Mr. Banks* originally planned to shoot substantial

portions of their film in Australia, but unexpectedly failed to qualify for the 40 percent producer’s offset incentive offered there.

The film was eventually awarded a tax credit in California. Had it not been awarded the California incentive, it’s unlikely the production would have remained in the state.

Or consider *The Call*, a movie featuring a 911 call center operator that is set wholly in Los Angeles. After being waitlisted for film credits in California, the filmmakers commenced pre-production work in

Location	Movies	Set in Location	Partially Set	Set Elsewhere
Louisiana	18	2	2	14
Canada	15	0	0	15
California	15	9	0	6
U.K.	12	5	2	5
Georgia	9	1	0	8
Massachusetts	5	3	0	2
North Carolina	4	1	0	3
New Mexico	3	0	0	3
New York	4	4	0	0

Toronto, Ontario to take advantage of incentives there. The film eventually came to Los Angeles, but only after it was pulled off California's incentive wait list at the 11th hour.

As the chart shows, movies set in California can easily be filmed in other states or nations. Like producers on *The Call*, when films set in California are unable to utilize the state’s film incentive, most film outside the state, taking hundreds of millions in production spending and thousands of jobs to other locations.

According to data provided to FilmL.A. by the California Film Commission (CFC), from 2010-2013 a total of 77 film projects applied for but were not awarded a California state film incentive and then went on to complete production. Most of these projects fled the state; more than 66 percent (51 count) of these projects eventually filmed outside of California in places where incentives were available.

The combined budget value of these 77 projects was \$1.08 billion, with 85 percent of that spent by projects filmed outside California. The loss for the California economy exceeded \$914 million.

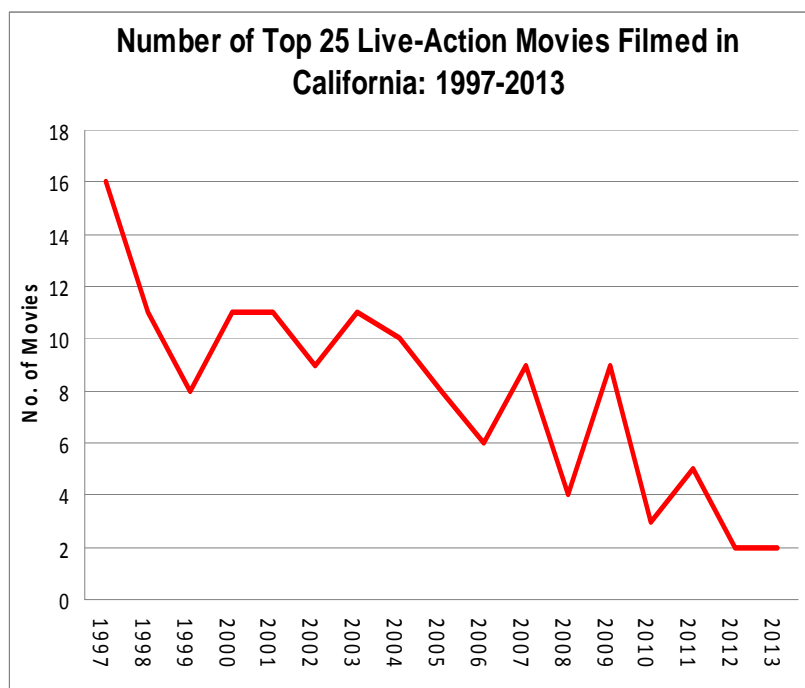
California's Diminishing Returns:

Excluding animated movies, 31 of the 108 films tracked in this study had budgets over \$75 million. Just two of these filmed in California: *Star Trek: Into Darkness* (\$185 million) & *The Hangover Part III* (\$103 million). Given the financial success of the *Hangover* franchise and (mostly) California setting for the third film, *The Hangover Part III* was not forced to chase lucrative incentives and film elsewhere.

The primary reason *Star Trek: Into Darkness* filmed in California was due to the insistence of Director J.J. Abrams. Now that Abrams is also directing the new *Star Wars* movies in the United Kingdom, Paramount has signaled they will shoot the next *Star Trek* film outside California as well.

Looking ahead to 2014 releases, just two live-action movies with estimated budgets above \$100 million shot primarily in California: *Captain America: The Winter Soldier* and *Interstellar*.

So just when did California lose its grip on big-budget features? The collapse unfolded quickly, over a period of a little more than a decade.



In 2013, roughly 75% of the box office market share belonged to the Majors. Adding in the Mini Majors, movies produced by these 11 studios accounted for over 93% of the worldwide box office in 2013. The movies produced by these studios have the largest budgets and, typically, the highest grosses. In 2013, 21 of the top 25 movies at the worldwide box office had budgets over \$100 million. Only one movie in the top 25 had a budget below \$75 million, which was *The Conjuring* at \$20 million.

For competing filming centers across the world, hosting a share of principal production of these top 25 movies promises massive economic benefits. The combined budgets of the top 25 movies totaled more than \$3.5 billion in 2013.

Fifteen years ago, California's share of the top 25 movies (including both animated & live-action) at the worldwide box office was a commanding 68%; for live-action only, California's share was 64%.

After 15 years of unabated runaway production, California's market share of the top 25 animated and live-action movies dropped to just 24% in 2013. Excluding animated films, California's share of the top 25 movies in 2013 collapsed to just 8%.

This is a breathtakingly steep and rapid decline.

California's market share in 2013 compared to 1997 is abysmal by other measures as well. In 1997, of just the top 25 movies at the box-office, 17 were made in California. That's two more than were made in California (15) out of all 108 movies included in this report.

FilmL.A.'s analysis of the top 25 movies at the worldwide box office echoes the finding of a December 2013 study conducted by the *Los Angeles Times*. According to the *Times*, which looked at primary and secondary filming locations for the top 100³ box office movies for 1997 & 2012, California's share dropped by 60%, from 57 movies wholly or partially shot in the state in 1997 to just 23 in 2012.

The analysis above serves to highlight a very basic, yet fundamentally important, point: big budget movies are simply not being made in California anymore. This isn't runaway production, it's "ran away production."

A. On-Location Feature Production

In the Los Angeles region, one of the main measures of film production activity is FilmL.A. Research's Quarterly On-Location Production Report. The reports detail the number of Permitted Production Days (PPDs) for on-location filming in areas served by FilmL.A. While the number of feature PPDs was up to 6,996 in 2013 from an all-time low of just 4,976 in 2009, the 2013 levels are still 50 percent below the peak high in 1996, the year before the first significant Canadian film tax credits took effect.

A closer look at the live-action feature filming permit data reveals a decline in the economic value of the average L.A. based feature. Of the 584 unique feature films that shot on-location in the Los Angeles region in 2013, just 21 had crews of 100 people or more. More than 500 of the projects employed crews of just 40 or fewer people. The 21 movies with crews of 100 or more accounted for 8% (533 PPDs) of all on-location feature filming in L.A. in 2013. Underscoring the impact of the California Film & Television Tax Credit Program was the fact that four of the 21 movies with crews over 100 people were state-incentivized. Of the 533 PPDs attributed to the 21 movies with crews of 100 or more, 38% of the activity was from the four incentivized movies.

According to the Independent Film & Television Alliance (IFTA), roughly 400 independent films are produced each year with budgets of \$50 million or less, and for these projects the average crew size is 30 people. Although this may not look like much on a per-project basis compared with a large-budget feature, the cumulative job impact of independent film production is significant, as is the cumulative benefit of independent production spending.

³ The *Los Angeles Times* study excluded animated movies, in addition to re-releases, documentaries and live performances.

Unfortunately, as with larger-budget projects, the majority of independent films with budgets between \$1 million to \$50 million are filmed outside of California. One of the few exceptions was 2011's *Drive*, a critically acclaimed independent film that was able to shoot in California under the Film & Television Tax Credit Program. *Drive* filmed extensively on-location in Los Angeles, pouring \$16 million into the California economy and employing a crew of 110 and a cast of 60.

B. Animated Feature Production

Many animated feature films are produced each year in California, and they are included in this study because they would be conspicuous by their absence, and because they sustain numerous California-based enterprises. In 2010, for the first time on record, the number of top-25 animated films produced within California exceeded the number of top 25 live-action movies produced in California, a trend that continued in 2012 and 2013.

And while the presence of animated movies produced within California has buoyed the state's overall feature production market share, this advantage is beginning to diminish. Of the 10 animated movies released in 2013 that were part of this study, just four were produced in California.

Movie	Principal Location	Budget
<i>Frozen</i>	California	\$150
<i>Monsters University</i>	California	\$200
<i>Turbo</i>	California	\$135
<i>The Croods</i>	California	\$135
<i>Epic</i>	Connecticut	\$100
<i>Free Birds</i>	Texas	\$55
<i>Planes</i>	Mumbai, India	\$50
<i>Despicable Me 2</i>	France	\$78
<i>Escape From Planet Earth</i>	Vancouver, British Columbia	\$40
<i>Cloudy With a Chance of Meatballs 2</i>	Vancouver, British Columbia	\$78

Competing animation studios in other US states (e.g., Reel FX Creative Studios in Texas and Blue Sky Studios in Connecticut) and nations (e.g., Prana Studios in India, Illumination Studios in France and Rainmaker Studios in Canada) are chipping away at California's animation leadership position.

In addition to new animation studios in other parts of the world, California is also facing competition from state and national governments seeking to relocate existing animation facilities away from California. Extremely generous subsidies in Vancouver, British Columbia enticed Pixar Animation and Sony Pictures Imageworks to open satellite locations in the Province in 2010. While Pixar announced plans to close its 100-person Vancouver facility in 2013, Sony Imageworks decided double the size of its studio space in the city and grow its Vancouver workforce from 100 people to more than 250. In January 2014, Sony Imageworks announced layoffs at its Southern California facility and that it was shifting more positions to Vancouver. As the workforce in British Columbia grows, it shrinks in California.

In 2012, DreamWorks Animation announced plans to open a studio in Shanghai, China with the formation of Oriental DreamWorks, a joint venture with two state-owned Chinese media companies. Roughly one-third of the work on 2015's *Kung-Fu Panda 3* will occur in China, and Oriental DreamWorks'

first original animated movie will follow in 2017. DreamWorks CEO Jeffrey Katzenberg said the size of the studio in China could eventually surpass DreamWorks' headquarters in Glendale, California, which employs more than 2,000 people. It appears that job growth is happening in the animation world, but it's happening in places like China, not California.

C. Visual Effects Work (VFX)

FilmL.A. is aware of a widely held belief that while California may lose out on principal photography due to runaway production, the state is still the beneficiary of the bulk of post-production and visual effects work. Simply stated, many believe that somehow, "film work just comes back" to California. Mounting evidence demonstrates that this is not true. The UK and Canada have both usurped California (and the United States) as global centers for VFX work. This is a concern for California because the biggest-budget features spend much of their production budgets on post and VFX. An analysis of the 25 live-action movies with budgets over \$100 million reveals that almost half of the total jobs on these movies went to VFX artists.

Tracking and counting VFX jobs is particularly challenging. Both the VFX industry and the major VFX companies themselves have gone global. Historically, the bulk of the VFX industry and the major VFX houses were concentrated in Southern California, but this is no longer the case. Most of the major VFX houses now operate with multiple satellite locations all over the world. The hot locations for VFX work are all outside of California (and the US). Vancouver, Montreal, London, Singapore, India, Australia and New Zealand are just some of the locations booming with growth while California's VFX sector withers away.

Consider an example. In 2012, Industrial Light & Magic (ILM), the largest remaining California visual effects company, opened a new office in Vancouver and hired roughly 100 VFX artists to work on several contracted projects in British Columbia. In January 2014, ILM announced it would double the size of its Vancouver workforce from 100 to 200 employees. ILM also confirmed it was opening a facility in London to perform work on *The Avengers: Age of Ultron*, followed by the forthcoming *Star Wars* sequels, which will film primarily in the United Kingdom.

While ILM insists it has no intention of eroding its core workforce in California by opening branches in Vancouver and London, most reported growth at the company is occurring overseas in incentive-rich destinations, instead of in California.

With the recent collapse of other California VFX companies like Rhythm & Hues and Digital Domain, which each employed more than 1,000 people at their peak, ILM is now California's only remaining VFX powerhouse in a state where the VFX industry was pioneered.

VFX and animation companies like ILM and Pixar Animation are both located in Northern California, where – at least for now – they continue to employ thousands of high-skill and high-wage workers.

Movie	Total Jobs⁴	VFX Jobs	Primary VFX Locations/Jobs	Secondary VFX Locations/Jobs
<i>The Lone Ranger</i>	1478	394	California, 241	London/Vancouver, 141
<i>Man of Steel</i>	2215	1438	New Zealand, Weta: 359	MPC, London/Vancouver, 308; Double Negative, London, 290; California, Legend 3D, 150
<i>The Hobbit: The Desolation of Smaug</i>	2720	1153	New Zealand, Weta: 1153	
<i>Oz the Great and Powerful</i>	1096	520	Sony Pictures Imageworks - Vancouver/California: 283	Luma Pictures, California, 40; Third Floor, London/California, 60
<i>Iron Man 3</i>	2,500	1,322	New Zealand, Weta, 511	California: 260; Vancouver: 123; Germany: 87; UK: 102; Australia: 24
<i>Jack the Giant Slayer</i>	1605	607	Digital Domain Vancouver / California	Vancouver; UK
<i>World War Z</i>	1899	606	UK	California
<i>Pacific Rim</i>	1938	1158	ILM California & Singapore: 464; Stereo D (Burbank): 189	Montreal; Canada; China
<i>The Great Gatsby</i>	1282	556	Australia: 314	California; UK; Vancouver
<i>Star Trek Into Darkness</i>	2074	1081	ILM - California 207; Stereo D (Burbank): 247	ILM Singapore, Baton Rouge, Frankfurt, Burbank, London, Berlin, Shanghai and Base Fx, China
<i>47 Ronin</i>	1793	825	UK: 599	California; Vancouver
<i>Thor: The Dark World</i>	2142	1142	UK: 672	Luma Pictures – L.A. & Melbourne; Method Studios – L.A./Vancouver; Double Negative - Singapore; Prana Studios - Mumbai
<i>Fast & Furious 6</i>	1282	606	UK: 400	Singapore; Vancouver; California; China
<i>White House Down</i>	986	359	UK; Vancouver; Montreal	California; India; Germany
<i>After Earth</i>	1102	318	California; Germany; Australia	Pennsylvania; Mexico
<i>Oblivion</i>	1260	441	California	
<i>R.I.P.D.</i>	1269	653	California	Vancouver
<i>Gravity</i>	848	488	UK: 392	Australia
<i>The Hunger Games: Catching Fire</i>	1869	595	New Zealand-Weta: 121; Double Negative-UK/Singapore: 242	Australia; Montreal; California
<i>G.I. Joe: Retaliation</i>	1626	681	California; UK; Vancouver	Singapore; China
<i>Elysium</i>	940	346	Vancouver: 264	California; New Zealand
<i>Enders Game</i>	1041	490	Vancouver: 319	Spain; California
<i>The Smurfs 2</i>	872	495	Vancouver	France; Montreal; India
<i>The Hangover Part III</i>	553	36	California	
<i>The Wolverine</i>	1,391	560	New Zealand-Weta: 233	Australia; California
Total:	37,781	16,870		

D. Music & Scoring Work

Just as with principal photography and VFX, California does not have a lock on the jobs and spending that go toward creating film scores. On a large-budget movie, musical scoring can generate \$250,000 or more in wages and provide jobs for 80-100 or more studio musicians. Fewer than half of the film

⁴ Baseline Studio System, supplemented with information from IMDBpro, was used to calculate total job counts and VFX job counts.

projects in this study (43) were scored in California. At least 26 movies were scored in London, making the U.K. California’s closest competitor for music and scoring work.

Scoring for a single medium-budget movie can have a significant economic impact for the local economy and put hundreds of people to work either preparing equipment for the scoring session or performing in the orchestra for the score itself.

<i>Saving Mr. Banks</i>	Jobs	Wages
Music Preparation	16	\$26,278
Scoring Musicians	104	\$167,390
Total	120	\$193,668

Tracking these jobs is near-impossible, as musicians are rarely included in a film’s final credits. For the \$35 million *Saving Mr. Banks*, filmmakers put 120 musicians and support personnel to work for a total of 178 hours of scoring.

E. Film Production Vendors

When California loses live-action movies, it also begins to lose the vendor companies that make up the core of the state’s film business. There are thousands of such firms in California. Many are small businesses with fewer than ten employees.

One vendor used on *Saving Mr. Banks* was Chef Robért Motion Picture Catering. While working on *Saving Mr. Banks*, this single vendor utilized 83 sub-vendors over the course of the production. Like many film industry vendors in Southern California, Chef Robért Motion Picture Catering has been compelled to operate in competing locations like Georgia and Louisiana.

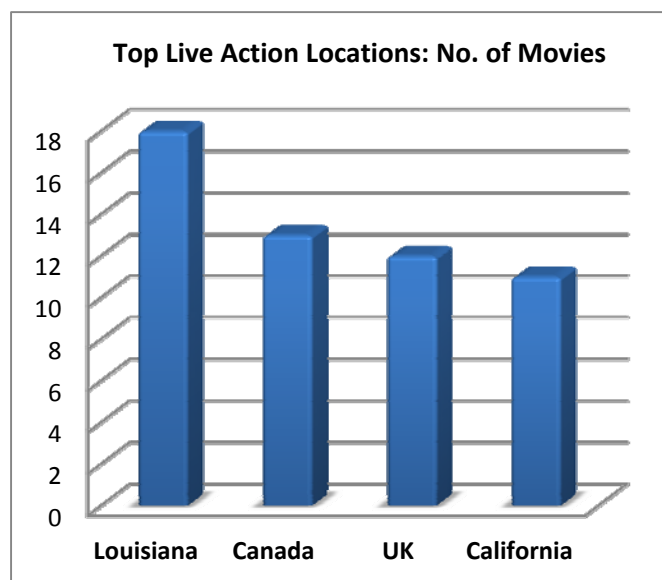
Star Waggon, whose trailer vehicles used to be synonymous with filming on California streets, now has satellite operations in New Mexico, Louisiana and Georgia.

California-based Independent Studio Services (ISS), which specializes in prop rentals and graphic work, has opened satellite locations in six competing states and a facility in the United Kingdom as well. According to ISS, the company now derives over 50 percent of its revenue from its satellite locations outside California.

Conclusion

All sectors of California’s film industry are under heavy assault from domestic and international competitors, all eager to permanently capture a slice of the Hollywood pie. The negative economic impact for California is well into the billions of dollars on an annual basis. The speed at which runaway production is happening and the subsequent erosion of a state industry composed of over 6,000 core businesses is dizzying.

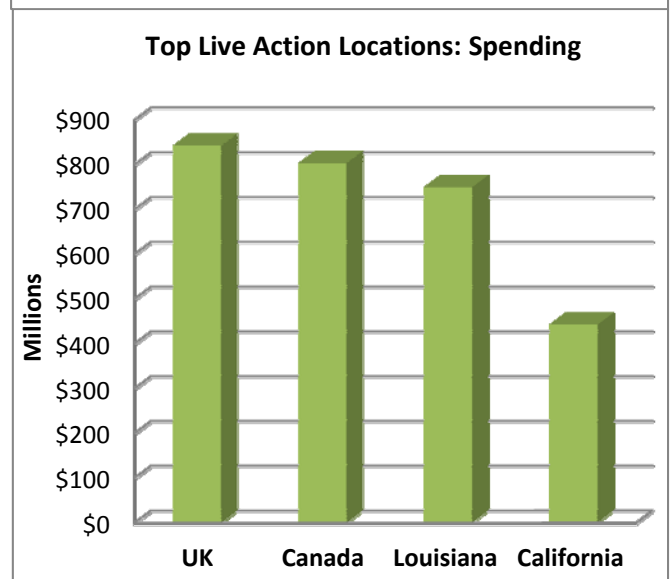
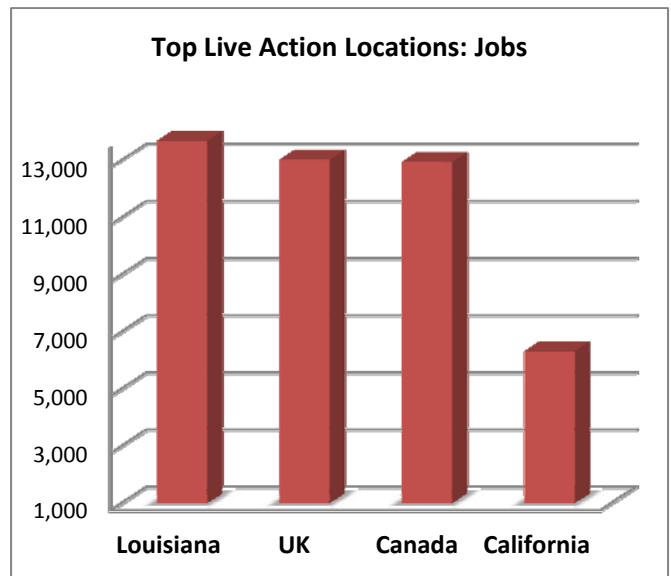
Fifteen years ago, California could claim more top 25 box office films than one can find



among all 108 films included in this study. In 2013, California's remaining production share is wholly propped up by the production of big-budget animated features. To be sure, the spending and jobs from these animated movies are critical to the state's eroding film industry, and we in no way wish to discount them. However, the indirect impact of animated film production is relatively small compared to live-action movie production.

By FilmL.A. estimates, leaving out animated movies (and their associated jobs & spending), California does not rank in the top three jurisdictions in total live-action feature projects, spending or jobs.

California now ranks a distant fourth place player in all three measures. This is clearly not the Hollywood ending that California film pioneers had in mind.



Study Methodology:

The goal of this study was to determine where each of our 108 tracked films was produced, why they filmed in a particular location(s), how much they spent, where they spent it and the local economic impact they created, when known. That proved to be no easy task.

Tracking Overseas Feature Production

Given the tremendous economic importance of the 100+ big budget movies released by the Majors and Mini-Majors each year, there is little publicly-available information about where and how the billions of dollars it takes to produce these projects are spent. In places like Canada, the UK and others, regular reporting and tracking of film & television production (much of it from the US) is a government concern at the national level.

Project level data for the 108 specific movies included in this study was not disclosed to FilmL.A. by the relevant government agencies in the various foreign nations that hosted them, specifically the UK and Canada. However, the sheer volume of spending data and detailed aggregate breakouts for different types of activity reported by Canada, the UK, Australia and New Zealand provided a wealth of information that was useful for this study.

Tracking Domestic Feature Production

Historically, film production was not well tracked in the United States, either at the federal or state level. Fortunately for researchers, the proliferation of domestic film incentive programs resulted in the formation of new state authorities to oversee them. This has created a patchwork of highly detailed, publicly available filming reports that did not previously exist.

The quality and transparency of film industry data varies considerably, however, from state to state. Fortunately, detailed information from key states (including California, Louisiana, Massachusetts, Pennsylvania, North Carolina, Connecticut and Michigan) that hosted many of the 108 movies in the study was available. Without this core information, producing a useful study would have been extremely difficult, if not impossible.

Some states (Louisiana, North Carolina or Michigan are examples) require rigorous audits and openly report specifics including how much a specific film spent in the state, reliable budget numbers, how many resident or non-resident workers and/or businesses productions hire or pay, and even how much state money was paid under the incentive program to specific productions by name.

Louisiana's Department of Economic Development (DED) was extremely helpful in responding to multiple data requests. While the information obtained from Louisiana is not readily available online, it is readily available to anyone who contacts DED directly.

At the other end of the spectrum are states like New Mexico, which unhelpfully only report on film production spending and employment in the aggregate.

The State of Georgia, which recently surpassed Louisiana in annual production spending, is perhaps the worst offender in terms of reporting and transparency. The only information Georgia releases are the

titles of select projects that filmed in the state and the aggregate amount of all production spending from major movies down to TV commercials. Lack of concrete data may stem partly from the fact that Georgia's film incentive program doesn't require a spending audit. Of the top 10 states for film and television production activity in the US, Georgia is the only state lacking an audit requirement.

Tracking Using Online Databases & Media Outlets:

There are now several robust, credible and valuable online databases that offer employment information, budget estimates, shooting locations, studio involvement and box-office performance. Typically, these databases require paid subscriptions. All online databases (paid or unpaid) our researchers consulted for this study are listed in the sources section below.

In addition, various spending amounts, budget information and film incentive award amounts for several of the movies in this study was reported by credible media outlets and/or disclosed by filmmakers themselves. Accordingly, this information was included to help supplement the study.

Sources:

Annual Film Tax Credit/Transparency Reports:

British Columbia
Colorado
Connecticut
Florida
Louisiana
Massachusetts
Michigan
New York
New Zealand
North Carolina
Ontario
Pennsylvania
Quebec
Texas
United Kingdom
Utah

Online databases:

Baseline Studio System
Box Office Mojo
IMDbPro

Other:

Amanda-Lee McDonald
Allen Maris, Visual Effects Producer
The Animation Guild, I.A.T.S.E. Local 839
American Federation of Musicians, Local 47
British Columbia Film & Media

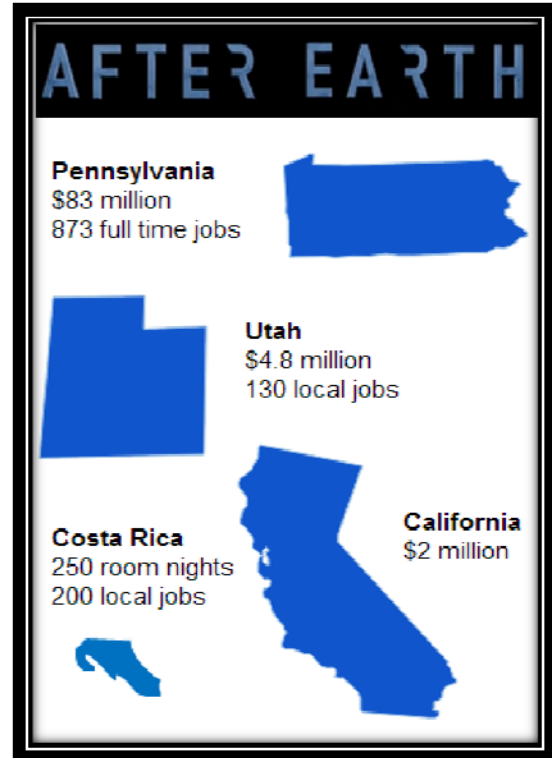
British Film Institute
California Film Commission
Canadian Media Production Association
Chef Rob ert Motion Picture Catering
Connecticut Department of Economic Development
DreamWorks Animation
Illinois Film Office
Industrial Light & Magic
Los Angeles Economic Development Corporation
Louisiana Department of Economic Development
Luma Pictures
Major news & media outlets
Motion Picture Association of America
Screen Australia
Warner Bros.

APPENDIX A: Case Studies in Global Film Production

After Earth

According to a recent *Los Angeles Times* report, Sony's *After Earth* filmed in Northern California for nearly two weeks and spent roughly \$2 million in Humboldt County. Since the score for the movie was recorded in Los Angeles and some of the VFX work was done by California-based VFX houses, it's likely the total amount of money spent by the production in California exceeded the \$2 million the *Times* reported. But not by much.

Filming on *After Earth* occurred primarily in Pennsylvania, with secondary filming in Utah and Costa Rica in addition to California. Since Pennsylvania and Utah offer film tax credits and disclose who receives them, the exact amount of in-state spending and the number of jobs created is a matter of public record. Costa Rica, on the other hand, lacks an incentive and has no way of tracking how much a movie like *After Earth* spent while shooting there.



Finally, the amount of *After Earth's* budget that was spent on visual effects at credited VFX houses in Mexico, Germany and Australia is not publicly available, but it's probably quite substantial.

With an estimated budget of \$130 to \$150 million, and only \$90 million in production spending accounted for, the full production picture for *After Earth* remains a global mystery.

Man of Steel

Another big-budget movie that filmed partially in California was Warner Bros. \$225 million *Man of Steel*.

For *Man of Steel* (filmed primarily in Vancouver, British Columbia), location filming in California occurred over 10 days at Edwards Air Force base and the Mojave Desert. According to Warner Bros., the production spent \$1.8 million for the 10-day shoot, or \$180,000 per day.

The other secondary filming location for *Man of Steel* was the state of Illinois. Even though Illinois

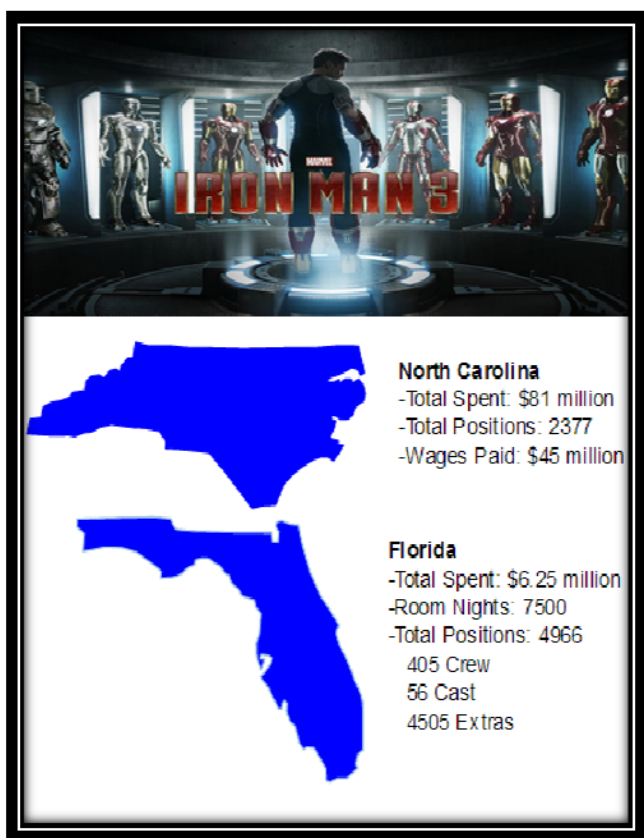


did not host primary production for a single surveyed film in this study, the state showed that serving as a secondary filming location for a big-budget movie can be lucrative.

Man of Steel shot on-location in Northern Illinois from early August to mid-September in 2011. In less than two months, the production pumped \$25 million into the local economy and supported 1,605 Illinois jobs, including 720 crew, 54 cast, 30 production office staff and 801 background actors.

Iron Man 3

Perhaps the most perfect example of the new global film production model is *Iron Man 3*, the highest grossing movie worldwide in 2013. Although the vast majority of the film's principal photography occurred in North Carolina, less than half (\$81 million) of its estimated \$200 million budget was spent there. Secondary filming locations included Miami, Los Angeles and China.

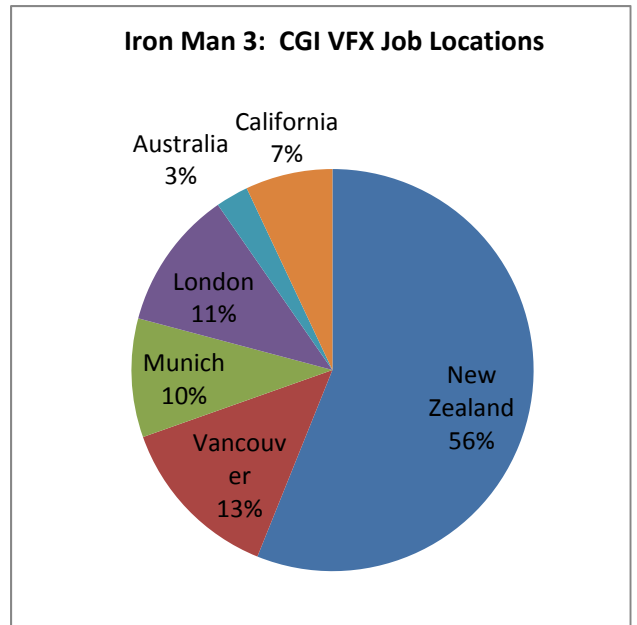


While shooting in Miami, Florida for a total of 20 production days, *Iron Man 3* spent over \$6 million, including \$1.2 million on lodging for a total of 7,500 room nights. According to the Florida Office of Film & Entertainment, the production supported a total of 4,966 positions, with most of them going to 4,505 background players.

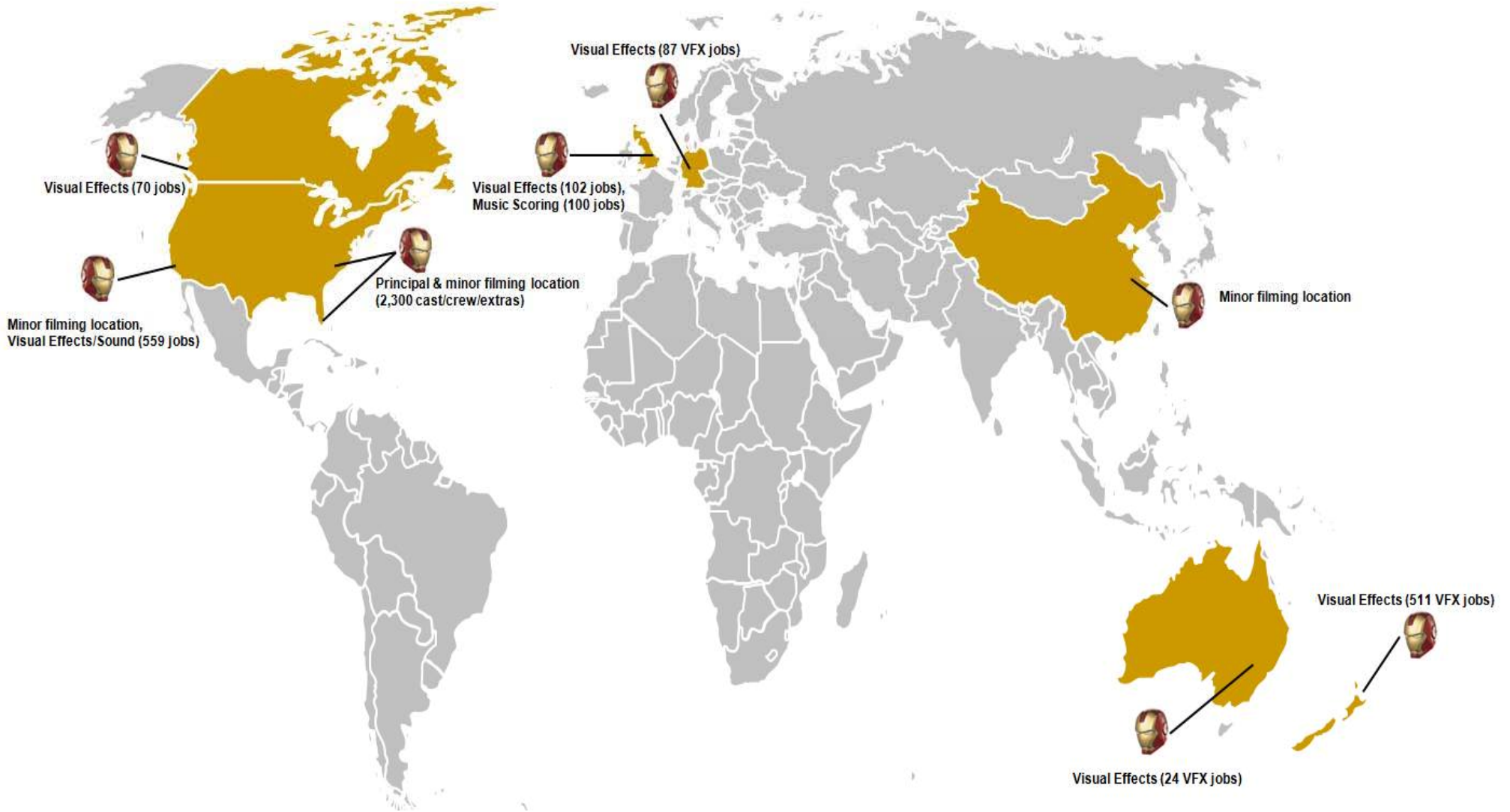
The majority of the film's extensive VFX work took place in New Zealand, British Columbia and Los Angeles. Secondary VFX work also occurred with vendors in Sydney, Australia; Munich, Germany; London, England and Los Angeles. The music for *Iron Man 3* was written by a composer in Los Angeles and then scored by musicians in London, England. The dismantling of production on this movie to domestic and international locations is particularly disconcerting considering that both *Iron Man* and *Iron Man 2* were filmed almost wholly within California.

For a movie like *Iron Man 3*, the vast majority of the money spent on the budget can happen in far flung locations where the production's cameras won't capture a single frame. For an effects-laden big-budget movie like *Iron Man 3*, roughly 30-40 percent of the budget and jobs commonly go toward computer-generated VFX. In extreme cases, for a movie like *Avatar*, VFX can consume up to 50 percent of the budget.

Of the roughly 1,019 VFX jobs credited on *Iron Man 3*, just 21 percent (231 jobs) were California-based. Most of those jobs, roughly 148 positions, were filled by Digital Domain's Venice, California facility. As of December 2013, Digital Domain closed its film division in California. Those 148 jobs enjoyed by Californians would belong to someone in some other state or country if *Iron Man 3* were to film now.

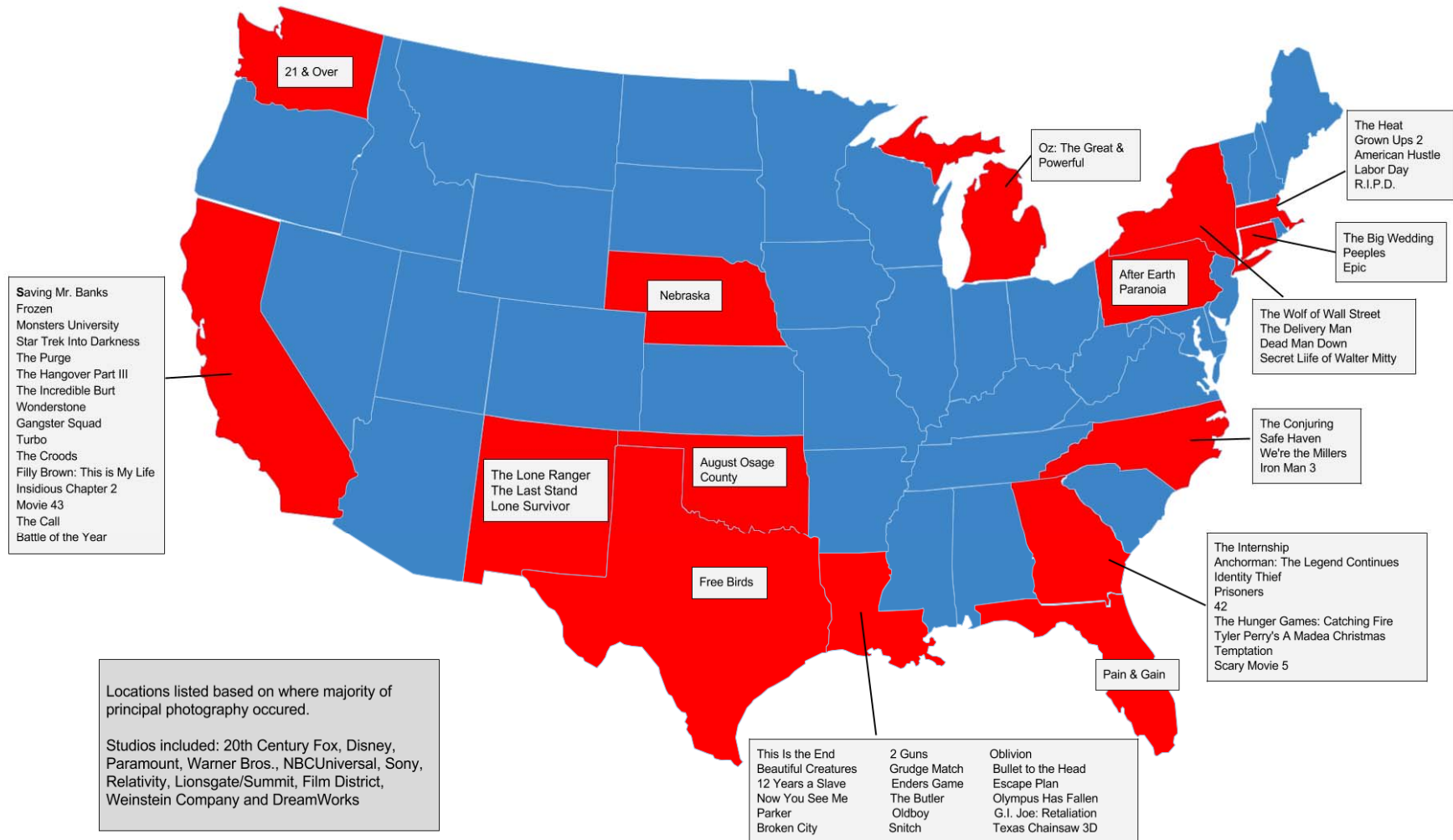


Iron Man 3: Global Production Locations

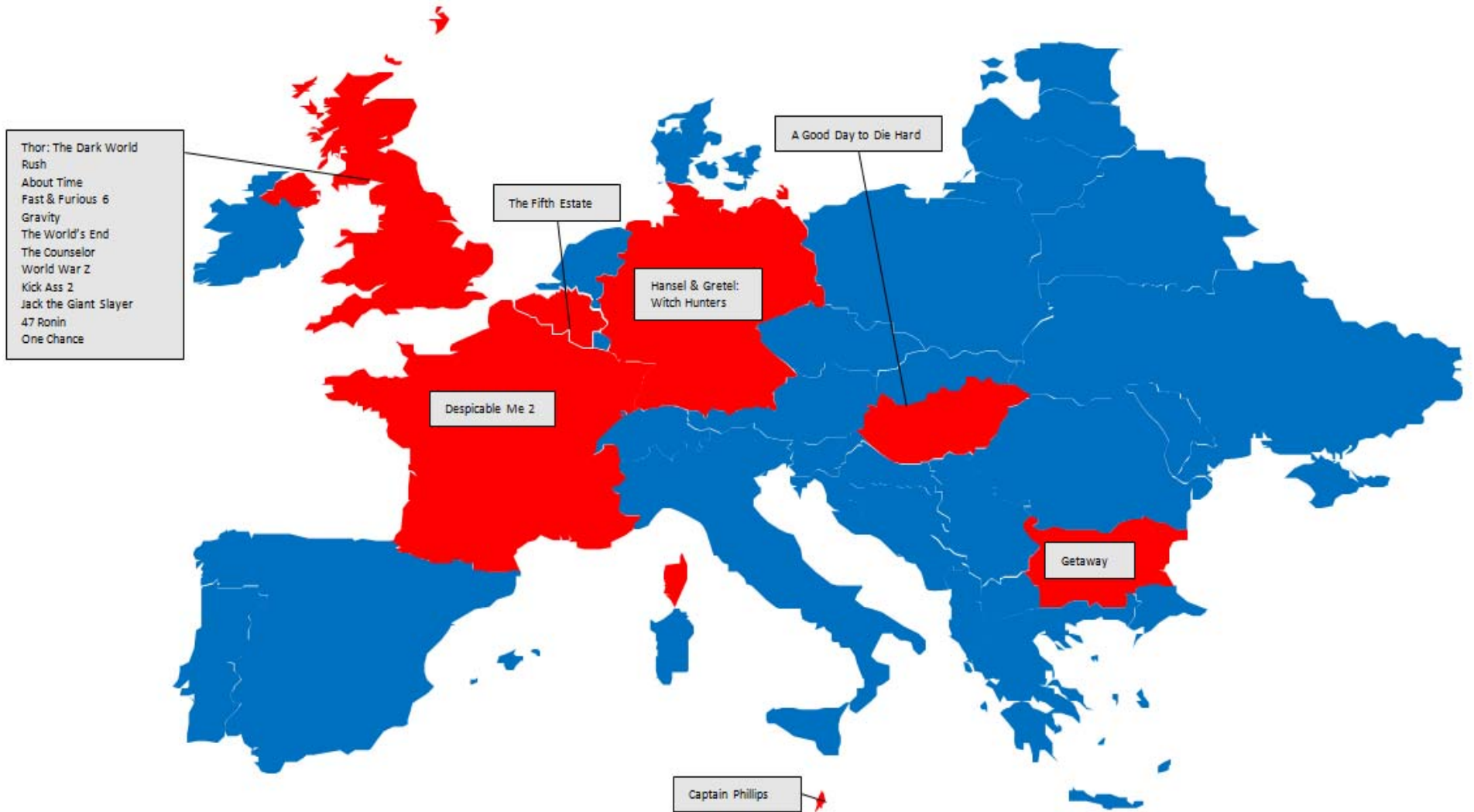


Appendix B:

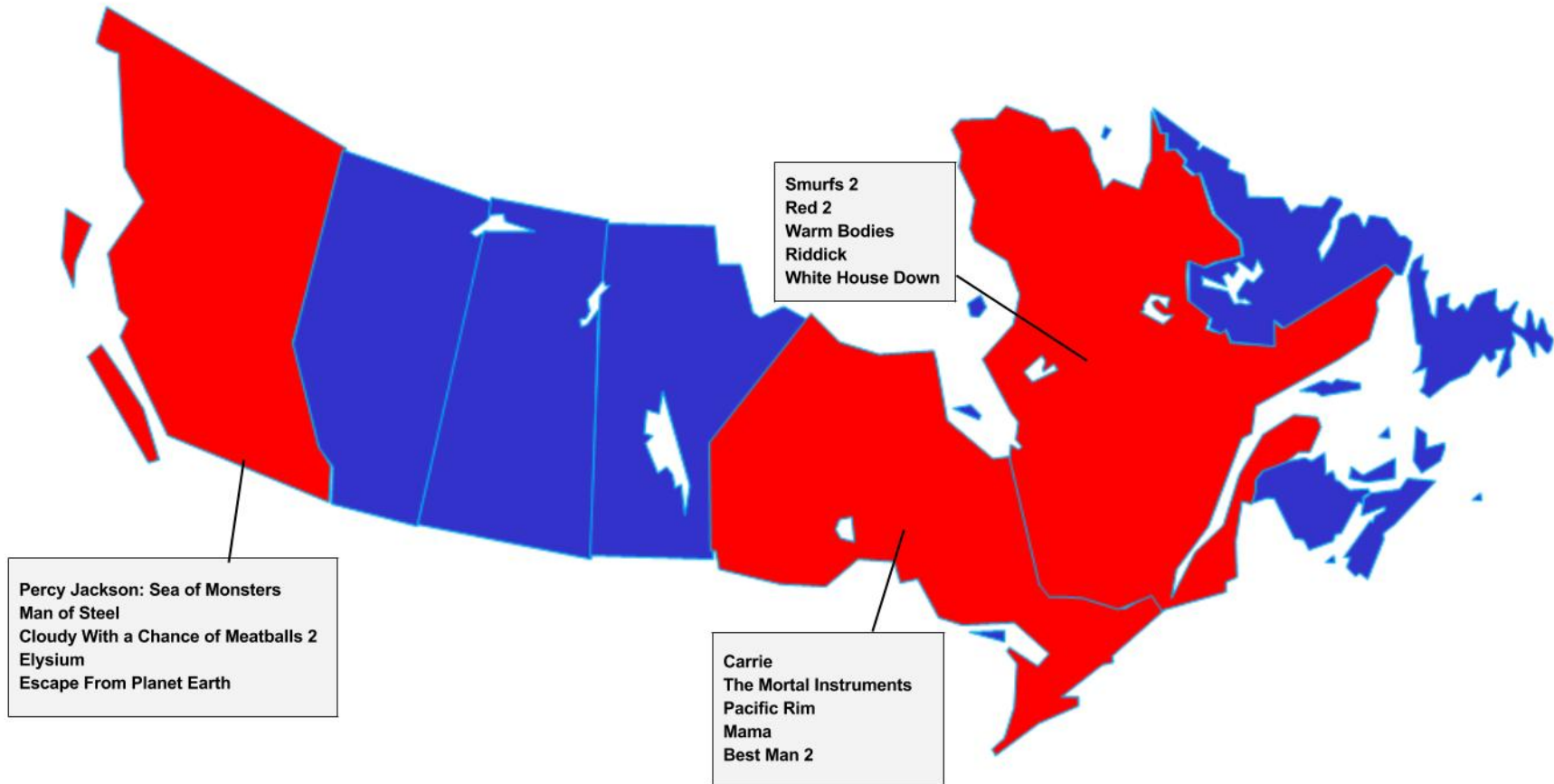
Movies of 2013 in the United States



Movies of 2013 in Europe



Movies of 2013 in Canada



Appendix C:

Movie	Year Made	Budget	Primary Location	Secondary Locations	Film Incentive	Credited Jobs	Primary VFX Locations/Jobs	Secondary VFX Locations/Jobs	Music Scoring Locations	Setting
<i>12 Years a Slave</i>	2012	\$22	Louisiana		Yes	366	New Orleans, Wildfire VFX -- This should be under Fox Searchlight.	Crafty Apes LA, CA		Louisiana
<i>2 Guns</i>	2012	\$61	Louisiana (06/25/2012 - 08/16/2012);	Albuquerque, New Mexico, USA (08/20/2012); Santa Fe, New Mexico, USA (08/20/2012)	Louisiana & NM	1009	Prime Focus India			Mexico, US Southwest
<i>21 and Over</i>	2011	\$10	Washington	China	Yes, WA	594				Washington State
<i>42</i>	2012	\$31	Georgia	Alabama	Yes--GA & AL	687	Hammerhead - Sherman Oaks, CA		UK	
<i>47 Ronin</i>	2011	\$175	UK	Hungary, Japan	Yes, UK & Hungary	1793	UK, 599	Digital Domain Venice & Vancouver, MPC UK, Framestore UK, Milk (London)	UK	Japan
<i>A Good Day to Die Hard</i>	2012	\$92	Hungary	Serbia	Hungary	846	Method studios - Vancouver, BC; Fox Studios in house unit - Burbank, CA	Pixomondo (Burbank, Los Angeles, Beijing, Shanghai)- UPP Prague, Scanline VFX L.A / Vancouver	Los Angeles AFM 47	Russia
<i>About Time</i>	2012	\$12	UK		Yes	333	Prime Focus, London			UK
<i>After Earth</i>	2012	\$150	Pennsylvania, (04/09/2012 - 04/18/2012);	Costa Rica (02/06/2012 - 02/22/2012); Northern California, USA (04/23/2012 - 05/02/2012); Utah	PA; UT; Australia	1102	California, Germany, Australia	Pennsylvania, Mexico	Los Angeles AFM 47	futuristic Earth
<i>American Hustle</i>	2013	\$40	Massachusetts	New York City	Yes, MA.	637		Crafty Apes - LA, CA		New Jersey
<i>Anchorman: The Legend Continues -</i>	2013	\$50	Georgia	New York City	Yes, GA	467			Los Angeles AFM 47	NYC
<i>August: Osage County</i>	2012	\$37	Oklahoma	Los Angeles	Yes, OK	228			UK	Oklahoma
<i>Battle of the Year</i>	2011	\$20	California	Germany, France	France, Germany	317	Los Angeles, CA 2 houses			Los Angeles, France

<u>Movie</u>	<u>Year Made</u>	<u>Budget</u>	<u>Primary Location</u>	<u>Secondary Locations</u>	<u>Film Incentive</u>	<u>Credited Jobs</u>	<u>Primary VFX Locations/Jobs</u>	<u>Secondary VFX Locations/Jobs</u>	<u>Music Scoring Locations</u>	<u>Setting</u>
<i>Beautiful Creatures</i>	2012	\$50	Louisiana		Yes	607	Method, Santa Monica, CA	Pixomondo various offices worldwide, Pixel Magic Burbank and Baton Rouge, Scanline Los Angeles	UK	South Carolina
<i>Broken City</i>	2012	\$35	Louisiana (11/27/2011 - 01/26/2012)	New York, New York, USA (11/02/2011 - 11/26/2011)	Yes: Louisiana	470	Digikore VFX, India			New York
<i>Bullet to the Head</i>	2011	\$40	Louisiana	New York	Yes, Louisiana	518		Method - Los Angeles		New Orleans, Louisiana
<i>Captain Phillips</i>	2012	\$55	Malta	Massachusetts, Virginia	Yes, Malta; MA & Virginia	780	Double Negative - UK	Nvizable, UK	Los Angeles AFM 47	Somalia
<i>Carrie</i>	2012	\$30	Toronto, Canada		Yes	490	Toronto, Ontario			Maine
<i>Cloudy with a Chance of Meatballs 2</i>	2012-2013	\$78	Vancouver, BC	California		635	Sony Pictures Imageworks - Vancouver, BC, Culver City, CA		UK	fictional world
<i>Dead Man Down</i>	2012	\$30	New York		Yes	399	reliance mediaworks - Mumbai and Los Angeles			New York
<i>Despicable Me 2</i>	2011-2013	\$76	France			539	Illumination Mcguff - France		Los Angeles AFM 47	fictional world
<i>Elysium</i>	2011	\$115	Vancouver, British Columbia, Canada (07/25/2011 - 10/17/2011);	Mexico City, Mexico (09/28/2011 - 12/12/2011)	Yes, BC	940	Vancouver, 264	California, New Zealand	UK	Los Angeles & space
<i>Enders Game</i>	2012	\$110	Louisiana (02/24/2012 - 06/09/2012)	Los Angeles, California, USA (Motion Capture) (06/10/2012 - 06/15/2012)	Louisiana	1041	Vancouver, 319	Spain, California	UK	space
<i>Epic</i>	2009-2011	\$100	Connecticut			815	BlueSky, Connecticut		Los Angeles AFM 47	fictional world
<i>Escape from Planet Earth</i>	2012	\$40	Vancouver, BC		Yes	578	Rainmaker, BC		UK	animated/fictional
<i>Escape Plan</i>	2012	\$54	Louisiana		Louisiana	600	Hydraulx	Vancouver		floating prison
<i>Evil Dead</i>	2012	\$17	New Zealand		Yes	301				East Coast US
<i>Fast & Furious 6</i>	2012	\$160	UK	Spain, Germany	Yes--UK & Spain	1282	UK, 400	Singapore, Vancouver, Los Angeles, Beijing		UK, Spain

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<i>Filly Brown: This is My Life</i>	2011	\$1.25	California		N/A	158				Los Angeles
<i>Free Birds</i>	2012	\$55	Texas			550	Dallas, Texas			fictional animated
<i>Frozen</i>	2012-2013	\$150	California	NA	N/A	426	Walt Disney Feature Animation - Burbank, CA		Los Angeles AFM 47	Fictional world
<i>G.I. Joe: Retaliation</i>	2011	\$155	Louisiana	Vancouver, British Columbia, Canada (08/05/2011 - 08/09/2011);	Yes--BC & Louisiana	1626	California, UK, Vancouver	Singapore, China	Los Angeles AFM 47	Washington DC; South Carolina
<i>Gangster Squad</i>	2011	\$75	California		Yes	616	Hammerhead - Sherman Oaks, CA	zoic	Los Angeles AFM 47	L.A.
<i>Getaway</i>	2012	\$18	Bulgaria	Georgia	Yes	725				Sofia, Bulgaria
<i>Gravity</i>	2011	\$130	UK		Yes	848	UK, 392	Australia	UK	Space
<i>Grown Ups 2</i>	2012	\$70	Massachusetts		MA	735	Zoic - ?, R&H - 40 shots, Creative Cartel		Los Angeles AFM 47	MA
<i>Grudge Match</i>	2013	\$40	Louisiana		Yes	479			Los Angeles AFM 47	Pittsburgh
<i>Hansel & Gretel: Witch Hunters -</i>	2011	\$50	Germany		Yes	825	Hammerhead - Sherman Oaks, CA	Pixomondo - LA, Burbank, Germany Stereo D (Burbank, India) did 3d conversion	Los Angeles AFM 47	fictional world
<i>Identity Thief</i>	2012	\$34.60	Georgia		Yes	388	Vancouver, BC		Los Angeles AFM 47	Colorado & Florida
<i>Insidious Chapter 2</i>	2013	\$5	California		Yes	320	Fractured FX, Los Angeles			Los Angeles
<i>Iron Man 3</i>	2012	\$200	North Carolina	Florida, Los Angeles, China	North Carolina & Florida	2,500	New Zealand, Weta, 511	123 Vancouver 87 Munich 102 London 24 Australia 260 California	UK	California; Miami; Tennessee
<i>Jack the Giant Slayer</i>	2011	\$195	UK	Iceland	Yes—UK	1605	Digital Domain Vancouver / California	Vancouver, UK	UK	Fictional land
<i>Kick-Ass 2</i>	2012	\$28	UK	Toronto, Ontario, Canada (09/06/2012 - 09/23/2012);	UK; Ontario	582	Nvibile - London		Los Angeles AFM 47	New York
<i>Labor Day</i>	2012		Massachusetts		Yes	329				New Hampshire

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<i>Lee Daniels The Butler</i>	2012	\$30	Louisiana		Yes	427	Pixel Magic, The Molecule			Washington DC
<i>Lone Survivor</i>	2012	\$40	New Mexico		Yes	590		ILM Singapore		Afghanistan
<i>Mama</i>	2011	\$15	Toronto, Ontario		Yes	525	Mr. X (Toronto), Cubica (offices in Madrid and Barcelona)	CustomFx Barcelona, Deluxe Toronto, User T38 (Madrid)	Hungary	Pennsylvania
<i>Man of Steel</i>	2011-2012	\$225	British Columbia, Canada (09/21/2011 - 01/20/2012);	Plano, Illinois, USA (08/01/2011 - 09/08/2011); Sugar Grove, Illinois, USA (08/08/2011 - 08/12/2011); Chicago, Illinois, USA (09/07/2011 - 09/17/2011); Edwards Air Force Base, California, USA	Yes: Illinois, BC	2215	New Zealand, Weta: 359	MPC, London/Vancouver, 308; Double Negative, London, 290; California, Legend 3D, 150	Los Angeles AFM 47	Kansas, fictional city of Metropolis
<i>Monsters University</i>	2012-2013	\$200	California		No	1117	California		Los Angeles AFM 47	Fictional world
<i>Movie 43</i>	2010	\$6	California	New York	N/A	979	Prime Focus - India; Hydraulx - Santa Monica			Los Angeles
<i>Nebraska</i>	2012	\$13.50	Nebraska	South Dakota	Montana	163			<i>Los Angeles & Oregon</i>	Nebraska
<i>Now You See Me</i>	2012	\$75	Louisiana, USA (01/16/2012 - 03/26/2012)	New York City, New York, USA (03/27/2012 - 04/08/2012) Las Vegas, Nevada, USA (04/09/2012)	Louisiana	1600	Modus FX, Montreal	ILM Singapore, Rodeo FX Montreal, Image Engine - Vancouver, BC	UK	Las Vegas, Paris, New Orleans
<i>Oblivion</i>	2012	\$160	Louisiana Baton Rouge (03/16/2012 - 05/25/2012); New Orleans, Louisiana, USA (03/26/2012 - 04/10/2012)	New York, New York, USA (06/11/2012 - 06/22/2012); Iceland (06/23/2012 - 07/03/2012); Mammoth, California, USA	Yes--Louisiana	1260	Digital Domain - Venice; Pixomondo - Baton Rouge, London, Los Angeles, Shanghai, Stuttgart, Toronto		Los Angeles AFM 47	future earth
<i>Oldboy</i>	2012	\$30	Louisiana (10/08/2012 - 11/29/2012)		Yes	414			Slovakia	unnamed US city
<i>Olympus Has Fallen</i>	2012	\$70	Louisiana		Louisiana	1009	WWFX Bulgaria/Baton Rouge, Louisiana	Scanline - Ghost VFX (Denmark) - Base Fx (China)		Washington DC
<i>One Chance</i>	2012	\$12	UK	Italy	UK	267				UK

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<i>Oz the Great and Powerful</i>	2011	\$200	Detroit, Michigan		Yes-MI	1096	Sony Pictures Imageworks - Vancouver/California 283	Luma Pictures, California, 40; Third Floor, London/California, 60	Los Angeles AFM 47	Kansas, fictional land of Oz
<i>Pacific Rim</i>	2011-2012	\$190	Toronto, CA		Yes	1938	ILM US and Singapore, 464; Stereo D, 189	Montreal, Canada; Beijing, China	Los Angeles AFM 47	San Francisco, China
<i>Pain & Gain</i>	2012	\$35	Florida		Yes	450	ILM, BaseFX, Rodeo		Los Angeles AFM 47	Florida
<i>Paranoia</i>	2012	\$35	Pennsylvania		Yes	417	Australia, New York			New York City
<i>Parker</i>	2011	\$31	New Orleans, Louisiana, USA (08/01/2011 - 09/19/2011) Baton Rouge, Louisiana, USA (08/05/2011 - 08/09/2011)	Boca Raton, Florida, USA (09/20/2011 - 09/20/2011) Palm Beach, Florida, USA (09/22/2011 - 09/30/2011)	Louisiana, Florida	786		Modus FX, Montreal	Hungary	Florida, Ohio
<i>Peeples</i>	2011	\$11	Connecticut	New York	Yes, CT	244	2G Digital LA			The Hamptons, NY
<i>Percy Jackson: Sea of Monsters</i>	2012	\$90	British Columbia	New Orleans, Louisiana, USA (06/29/2012 - 07/12/2012)	Yes, BC & Louisiana	1498	Rhythm & Hues - El Segundo, CA (Really they had their work taken away(actually, plenty of it was completed there))(Rhythm delivered close to 700 shots)	Framestore UK MPC Weta Digital - Wellington, Embassy - Vancouver, Method - Los Angeles	Los Angeles AFM 47	New York, fictional lands
<i>Planes</i>	2011-2012	\$50	India	California	N/A	685	Prana Studios, Mumbai, India	Disneytoon Studios, Glendale, CA (Prana studios did all of the shots)	Los Angeles AFM 47	Fictional world
<i>Prisoners</i>	2013	\$30	Georgia	Pennsylvania, Connecticut	Yes, GA	500	Luma Pictures - Santa Monica, CA		UK	Pennsylvania
<i>R.I.P.D.</i>	2011-2012	\$130	Massachusetts		Yes, MA	1269	California	Vancouver	Los Angeles AFM 47	Boston, MA
<i>Red 2</i>	2012	\$84	Montreal, Quebec, Canada; UK, France		Quebec, UK	1400	ILM San Francisco, CA	Method Studios - Vancouver, BC; MPC - UK and Bangalore Luma Pictures - Santa Monica, CA	UK	London, Paris

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<i>Riddick</i>	2012	\$38	Montreal, Quebec		Quebec	575	Method Studios - Vancouver/LA; Mokko - Montreal; Entity FX, Vancouver, Los Angeles	Method Studios - Los Angeles; Comen VFX - Santa Monica, CA; Modus FX - Montreal		Space
<i>Runner, Runner</i>	2012	\$30	Puerto Rico		Yes	548				Costa Rica
<i>Rush</i>	2011-2012	\$54	UK	Germany	UK, Germany	1196	Double Negative - UK	pixomondo, Stuttgart		UK, Germany
<i>Safe Haven</i>	2012	\$17	North Carolina		Yes	289	Comen VFX - Santa Monica CA			North Carolina
<i>Saving Mr. Banks</i>	2012	\$35	California	London, England-- 1 day	Yes	351	Luma Pictures - Santa Monica, CA		Los Angeles AFM 47	Los Angeles
<i>Scary Movie 5</i>	2012	\$20	Georgia		Yes	390	Zoic, Atmosphere, Solid (Montreal), Rez-Illusion			N/A
<i>Snitch</i>	2011-2012	\$25	Louisiana		Yes	334	Lion Visual Effects, Los Angeles			Missouri
<i>Star Trek Into Darkness</i>	2012	\$185	California	San Francisco Bay Area, California	N/A	2074	ILM - San Francisco, 207; Stereo D, 247	ILM Singapore, Baton Rouge, Frankfurt, Burbank, London, Berlin, Shanghai and Base Fx, China	Los Angeles AFM 47	San Francisco, Ca; outer space
<i>Temptation</i>	2011	\$37	Georgia		Yes, GA	462	Crafty Apes LA, CA		Louisiana	Washington D.C.
<i>Texas Chainsaw 3D</i>	2011	\$20	Louisiana		Yes	564				Texas
<i>The Best Man Holiday</i>	2013	\$17	Toronto, Ontario		Yes	193	This was a screen Gems show. Mr. X (NY/Toronto)		Los Angeles AFM 47	New Jersey
<i>The Big Wedding</i>	2011	\$30	Connecticut		Yes	347				New England
<i>The Call</i>	2012	\$15	California		Yes	421	ArsenalFX, Los Angeles			Los Angeles
<i>The Conjuring</i>	2012	\$20	North Carolina		Yes	419	Pixel Magic, Lafayette, Louisiana AND Los Angeles, CA		Los Angeles AFM 47	Rhode Island
<i>The Counselor</i>	2012	\$25	UK	Spain	UK	485		MPC - Bangalore	UK	Mexico, Texas, London, Chicago
<i>The Croods</i>	2011-2012	\$135	California		N/A	350	Glendale, CA		UK	fictional world
<i>The Delivery Man</i>	2012	\$22	New York, New York		Yes	427			Los Angeles - home studio (AFM 47)	New York

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<i>The Fifth Estate</i>	2013	\$26	Belgium, Germany, Iceland		Germany, Iceland	428	Phosphene - NYC	Brainstorm Digital - NYC	NY	Various European nations
<i>The Great Gatsby</i>	2011	\$190	Australia		Yes	1282	Australia, 314	California, UK, Vancouver	UK	New York
<i>The Hangover Part III</i>	2012	\$103	California	Las Vegas, NV; Arizona		553	California		Los Angeles AFM 47	California, Mexico, Las Vegas
<i>The Heat</i>	2012	\$40	Massachusetts		Yes	440	FuriousFX, Burbank, CA; Brainstorm Digital, NY		Los Angeles AFM 47	Boston, MA
<i>The Hobbit: The Desolation of Smaug</i>	2011-2012	\$217	New Zealand		Yes	2720	New Zealand, WETA: 1153		UK	fictional land of Middle Earth
<i>The Hunger Games: Catching Fire</i>	2012-2013	\$130	Georgia (09/10/2012 - 11/20/2012)	Oahu, Hawaii, USA (11/2012 - 12/2012); Ringwood State Park, New Jersey, USA		1869	New Zealand, UK, Singapore	Australia, Montreal, California	UK	fictional world
<i>The Incredible Burt Wonderstone -</i>	2012	\$30	California	Las Vegas (5 days)	Yes—CA	340	Australia		Los Angeles AFM 47	Las Vegas
<i>The Internship</i>	2012	\$58	Georgia	San Francisco Bay Area, California	Yes, Georgia	456	Factory VFX, New Orleans, Louisiana		Los Angeles AFM 47	Bay Area
<i>The Last Stand</i>	2011-2012	\$45	New Mexico		Yes, NM & Utah	900		Base Fx, Crafty Apes LA, CA		Arizona
<i>The Lone Ranger</i>	2012	\$215	New Mexico	Utah (15 days), Colorado, California , Arizona	Yes, NM & Utah	1478	California, 241	London/Vancouver, 141	Los Angeles AFM 47	Texas
<i>The Mortal Instruments: City of Bones</i>	2012	\$60	Toronto, Canada		Yes	590	Toronto, Ontario 4 houses			New York City
<i>The Purge</i>	2012	\$3	California		N/A	194		Method Studios Los Angeles (when it was Vigilandia)		Los Angeles
<i>The Secret Life of Walter Mitty</i>	2012	\$90	New York, New York	New York, Iceland	NY, Iceland	1019	Framestore, NY and London	MPC Vancouver including Supe taking over the client side. Rhythm & Hues (handful of shots)	Los Angeles	New York
<i>The Smurfs 2</i>	2012	\$105	Montreal, Quebec;	Paris, France	France; Quebec	872	Vancouver	France, Montreal, India	Los Angeles AFM 47	France
<i>The Wolf of Wall Street</i>	2012-2013	\$100	New York, NY		Yes	702	Scanline VFX - Los Angeles, CA, Vancouver			NYC

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<i>The Wolverine</i>	2012	\$100	Australia (07/30/2012 - 08/24/2012); Kurnell, Australia (07/30/2012 - 08/24/2012);	Tokyo, Japan (08/25/2012 - 09/2012); Tamamura, Japan (08/25/2012 - 09/2012)	Yes--Australia	1,391	New Zealand, 233	Australia, California	Los Angeles AFM 47	Japan
<i>The World's End</i>	2012	\$20	UK		Yes	600	Double Negative - London		UK	UK
<i>This Is the End</i>	2012	\$32	Louisiana		Yes	580	Modus FX, Montréal, QC, Canada, a few shots in LA	Hammerhead - Sherman Oaks, CA	Los Angeles AFM 47	Los Angeles
<i>Thor: The Dark World</i>	2012-2013	\$170	UK	Iceland	Yes--UK, Iceland	2142	UK, 672	Luma Pictures - Santa Monica Luma Pictures - Melbourne Method Studios - Los Angeles/Vancouver Double Negative - Singapore Prana Studios - Mumbai	UK	Fictional realms of Asgard; London
<i>Turbo</i>	2012-2013	\$135	California		N/A	350	Glendale, CA		UK	Fictional world
<i>Tyler Perry's A Madea Christmas</i>	2012-2013	\$25	Georgia			420	Crafty Apes LA, CA		Los Angeles	Atlanta, Georgia
<i>Warm Bodies</i>	2011	\$30	Montreal, Quebec		Yes	725	LookFX Vancouver			Pennsylvania
<i>We're the Millers</i>	2012	\$37	North Carolina (07/23/2012 - 09/15/2012)	New Mexico, USA (09/20/2012 - 10/03/2012)	Yes, NC & NM	361			Los Angeles AFM 47	Arizona, Colorado, Mexico, New Mexico
<i>White House Down</i>	2012	\$150	Montreal, Quebec	Washington D.C	Quebec	986	UK, Vancouver, Montreal	California, India, Germany	Los Angeles AFM 47	Washington DC
<i>World War Z</i>	2011	\$190	UK (07/11/2011 - 08/14/2011) Glasgow, Scotland, United Kingdom (08/15/2011 - 08/31/2011); Edinburgh, Scotland, United Kingdom (08/15/2011 - 08/31/2011)	Valletta, Malta (06/19/2011 - 07/10/2011); Three Cities, Malta (06/19/2011 - 07/10/2011); Hungary;	Yes--UK; Malta, Hungary	1899	UK	San Francisco	UK	Pennsylvania; South Korea; Israel; UK