

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:

CINEMA PARTNERS LLC)
FILMS UNLIMITED LLC)
SCOTT EINBINDER)
RESPONDENTS)

ADMINISTRATIVE ORDER
NO. CD-2009-0001

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities, into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. CINEMA PARTNERS LLC ("CINEMA") is a Nevada Limited Liability company managed by Films Unlimited LLC with a business address of 10061 Riverside Drive, Suite 160 Toluca Lake, California 91602.
2. FILMS UNLIMITED LLC, ("FILMS") is the parent company of Cinema Partners LLC and a Nevada limited Liability Company, with a business address of 10061 Riverside Drive, Suite 160 Toluca Lake, California 91602.
3. SCOTT EINBINDER ("SCOTT") at all times relevant, was the owner of Cinema Partners LLC and the Founder/Manager of Films Unlimited LLC, with a business address of 10061 Riverside Drive, Suite 160 Toluca Lake, California 91602.

STATEMENT OF FACTS

4. The Commission is in receipt of information that in August 2008, a representative of Cinema Partners LLC who identified herself as "DINA", "cold called" an Alabama resident and engaged in the offer and/or sale of unregistered securities, to wit: (membership interest) Units in Cinema Partners.

5. The Alabama resident stated he had no prior business relationship with the RESPONDENTS. Additionally, the Alabama resident did not have sufficient knowledge nor experience capable of evaluating the merits and risks of the investment.

6. All checks and any other acceptable payments was to be made payable to Cinema Partners LLC. All Checks and documents were to be sent directly to Films Unlimited and not to any other party.

7. Cinema Partners LLC, memorandum number 244016003 described the investment as the purchase of a percentage of membership interest in the company at \$75,000.00 per unit. The membership interest or units being offered was in connection with the production of the movie "Bobby Gold". Investment funds were to be utilized to pay for the expenses of the movie.

8. A review of the registration files of the Commission revealed no registration for the RESPONDENTS as a Broker Dealer, Securities Agent, Investment Advisor (IA) or Investment Advisor Representative (IAR) in the state of Alabama.

9. A review of the registration files of the Alabama Securities Commission revealed no registration or exemption from registration for the "Membership Interest in Cinema Partners LLC being solicited by RESPONDENTS. Registration files also reveal no filing under Reg D Rule 506 with the Commission.

CONCLUSIONS OF LAW

10. Section 8-6-2 (10), Code of Alabama 1975, includes in the definition of a security any certificate of interest or participation in any profit-sharing agreement, subscription, or investment contract. The "membership interest" offered by RESPONDENTS to the Alabama resident are securities as defined by the Act.

11. Pursuant to Section 8-6-3(a), Code of Alabama 1975, it is unlawful for any person to transact business in this state as a dealer or agent for securities unless he is registered under the Act. SCOTT EINBINDER acting as the principal/owner of CINEMA PARTNERS and, FILMS UNLIMITED allowed the offer for sale of Membership Interest in the film project to an Alabama resident. Neither CINEMA PARTNERS LLC, FILMS UNLIMITED LLC, nor SCOTT EINBINDER were registered as a securities dealer or agent. The offer of the Membership Interest to an Alabama resident by CINEMA PARTNERS LLC, FILMS UNLIMITED LLC, and SCOTT EINBINDER is a violation of Section 8-6-3(a), Code of Alabama 1975.

12. Pursuant to Section 8-6-4, Code of Alabama 1975, it is unlawful for any person to offer or sell any security in this state unless it is registered under the Act; the security is exempt from registration under Section 8-6-10; or the transaction is exempt under Section 8-6-11. The membership interest in CINEMA PARTNERS LLC was not registered under the act or subject to any perfected securities or transactional exemption. The offer of the membership interest in CINEMA PARTNERS LLC without proper registration is a violation of Section 8-6-4, Code of Alabama 1975.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that are available to it under the Act.

This Order is appropriate in the public interest for the protection of investors and is consistent with the purposes of the Act.


ACCORDINGLY, IT IS HEREBY ORDERED that RESPONDENTS, CINEMA PARTNERS LLC, FILMS UNLIMITED LLC, and SCOTT EINBINDER immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, Alabama, this 6th day of January, 2009.

ALABAMA SECURITIES COMMISSION
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(334) 242-2984



BY:


JOSEPH P. BORG
Director