

EXHIBIT A

REQUISITION NO. 3\_\_\_\_

Rhode Island Economic Development Corporation  
\$75,000,000 Job Creation Guaranty Program Taxable Revenue Bonds  
(38 Studios, LLC Project), Series 2010

To: The Bank of New York Mellon Trust Company, N.A.  
Trustee under Loan and Trust Agreement dated as of November 1, 2010.

This Requisition is made pursuant to Section 4.05 of the above Loan and Trust Agreement, as defined in the Loan and Trust Agreement.

The Trustee is directed to pay sums out of The Rhode Island Economic Development Corporation, 38 Studios, LLC Project Fund as follows:

<u>Payee</u>	<u>Purpose of Payment</u>	<u>Amount</u>
Standard & Poor's	Analytical Services	\$16,320

The undersigned hereby certify on behalf of 38 Studios, LLC (the "Obligor") that with respect to each obligation for payment set forth above, or payment thereof:

(a) the payment of such obligation is a proper expenditure of moneys in Rhode Island Economic Development Corporation, 38 Studios, LLC Project Fund in accordance with the Trust Agreement,

(b) the payment is currently due and payable, and has not been previously paid or reimbursed (as applicable), and

(c) the payment(s) being requisitioned have not been the basis of any previous withdrawal from Rhode Island Economic Development Corporation, 38 Studios, LLC Project Fund,

38 STUDIOS, LLC

By \_\_\_\_\_  
Authorized Representative

Approved:

RHODE ISLAND ECONOMIC  
DEVELOPMENT CORPORATION

By \_\_\_\_\_  
Authorized Representative