

Digital Music Group, Inc.

Form 3

November 15, 2007

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Â Dimensional Associates, LLC

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/13/2007

3. Issuer Name **and** Ticker or Trading Symbol

Digital Music Group, Inc. [ORCD]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line)

____ Form filed by One Reporting
Person_X_ Form filed by More than One
Reporting Person

1091 BOSTON POST ROAD

(Street)

RYE,Â NYÂ 10580

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

8,127,829 ⁽¹⁾ ⁽²⁾

D

Â

Series A Preferred Stock

446,918 ⁽²⁾

D

Â

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Edgar Filing: Digital Music Group, Inc. - Form 3

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
---------------------	--------------------	-------	----------------------------------	----------	--

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dimensional Associates, LLC 1091 BOSTON POST ROAD RYE, NY 10580	^	^ X	^	^
JDS CAPITAL LP 1091 BOSTON POST ROAD RYE, NY 10580	^	^ X	^	^
JDS CAPITAL MANAGEMENT LLP 1091 BOSTON POST ROAD RYE, NY 10580	^	^ X	^	^
SAMBERG JOSEPH D 1091 BOSTON POST ROAD RYE, NY 10580	^	^ X	^	^

Signatures

/s/ Marianne Sarrazin for Joseph D. Samberg, Managing member of JDS Capital Management, LLC, general partner of JDS Capital L.P., managing member of Dimensional Associates, LLC	11/15/2007
__Signature of Reporting Person	Date
/s/ Marianne Sarrazin for Joseph D. Samberg, managing member of JDS Capital Management, LLC, general partner of JDS Capital, L.P.	11/15/2007
__Signature of Reporting Person	Date
/s/ Marianne Sarrazin for Joseph D. Samberg, managing member of JDS Capital Management, LLC	11/15/2007
__Signature of Reporting Person	Date
/s/ Marianne Sarrazin for Joseph D. Samberg	11/15/2007
__Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Share amount does not reflect the one for three reverse stock split effective November 14, 2007. Giving effect to the stock split,
- (1) Dimensional Associates, LLC, directly owns 2,709,276 shares of common stock, and JDS Capital L.P., JDS Capital Management LLC and Joseph D. Samberg beneficially own 2,709,276 shares of common stock.
- These securities are being filed as part of a group consisting of Dimensional Associates, LLC, JDS Capital, L.P., JDS Capital Management, LLC and Joseph D. Samberg. All of these securities are owned directly by Dimensional Associates, LLC. These securities
- (2) may be deemed to be beneficially owned by JDS Capital L.P., as the managing member of Dimensional Associates, LLC, JDS Capital Management, LLC, as the general partner of JDS Capital L.P., and by Joseph D. Samberg as the managing member of JDS Capital Management, LLC.

Edgar Filing: Digital Music Group, Inc. - Form 3

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.