

Digital Music Group, Inc.  
 Form 3  
 November 15, 2007

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

OMB APPROVAL

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**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 *			2. Date of Event Requiring Statement		3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Dimensional Associates, LLC			(Month/Day/Year)		Digital Music Group, Inc. [ORCD]	
(Last)	(First)	(Middle)	11/13/2007		4. Relationship of Reporting Person(s) to Issuer	
1091 BOSTON POST ROAD					5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street)					(Check all applicable)	
RYE,Â NYÂ 10580					6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)			___ Form filed by One Reporting Person	
					_X_ Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. 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 <sup>(1)</sup> <sub>(2)</sub>	D	Â
Series A Preferred Stock	446,918 <sup>(2)</sup>	D	Â

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

SEC 1473 (7-02)

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**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 Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## 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.

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