

(c) To purchase and acquire the business good will, property and assets or capital stock of any individual, firm or corporation as a going concern, and assume its debts, contracts and obligations, provided said business is authorized by the powers contained herein, and to pay for same in cash, stock, bonds or other securities of this corporation, or otherwise.

(d) To engage in the business of general entertainment or motion pictures, buy, sell, let or handle equipments, service and supplies connected with, or related to the operation of such public entertainment, and to engage in the business of conducting or operating hotels, cafes, and restaurants for public entertainment, accommodation and service.

(e) To purchase, lease, or otherwise acquire, hold, convey and dispose of all kinds of property, both real and personal; to construct, equip and maintain stores, buildings, works, and plants; to maintain and operate machinery and appliances by steam, water, electric or other motive power and generally to do and perform all acts which may be necessary or expedient for the proper and successful prosecution of the objects and purposes for which the corporation is created.

The foregoing clauses of this Article IV shall be construed as powers, as well as objects and purposes, and the matters expressed in each clause shall, except as otherwise expressly provided, be in no wise limited by reference to or inference from the terms of any other clause of this Article IV (or any other matter within the same clause) or any other Article or provision in these Articles and Agreement of Merger, but shall be regarded as independent objects, purposes and powers; and the enumeration of the specific objects, purposes and powers shall not be construed to exclude, limit or restrict in any manner any power, right or privilege given to the Surviving Corporation by law, or to limit or restrict the meaning of the general terms used in this Article IV or the general powers of the Surviving Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

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The total number of shares of stock which the Surviving Corporation shall have authority to issue is 504,000 shares of which 500,000 shares shall be Common Stock of the par value of \$5.00 per share, and 4,000 shares shall be 5% Preferred Stock of the par value of \$100 per share.

The designations and the powers (including voting powers) preferences and rights of each class of stock of the Surviving Corporation, and the

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