

STATE OF GEORGIA
COUNTY OF MUSCOGEE

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The undersigned Frank L. Brady and Morris Sher do hereby certify that they are the duly elected and acting President and Secretary, respectively, of Martin Theatres of Georgia, Inc., and are authorized to execute this verification; that each of the undersigned for himself does hereby further certify that he has read the foregoing document, understands the meaning and purport of the statements therein contained and the same are true to the best of his information and belief.

Dated at Columbus, Georgia, this 18th day of December, 1972.



Frank L. Brady, President

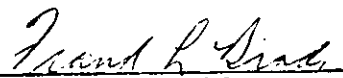


Morris Sher, Secretary


STATE OF GEORGIA
COUNTY OF MUSCOGEE

The undersigned Frank L. Brady and Morris Sher do hereby certify that they are the duly elected and acting President and Secretary, respectively, of Star Theatres, Inc., and are authorized to execute this verification; that each of the undersigned for himself does hereby further certify that he has read the foregoing document, understands the meaning and purport of the statements therein contained and the same are true to the best of his information and belief.

Dated at Columbus, Georgia, this 18th day of December, 1972.



Frank L. Brady, President



Morris Sher, Secretary

Articles of Merger Recorded January 4, 1973 at 11:56 A.M., # 19047