

dated December 9, 1975 pursuant to which ABC Gulf Theatres, Inc., a Delaware corporation, and ABC Southeastern Service Corporation, a Florida corporation, were merged with and into Southeastern with Southeastern being the surviving corporation, said merger being effective December 31, 1975. Evidence of the filing of the Certificate of Ownership and Merger with the Secretary of State of Delaware is attached to Exhibit D.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of Southeastern this 16<sup>th</sup> day of October, 1978.

Jeffery W. Foxley  
Assistant Secretary

Lia Johanesen  
Witness

Evely Mell  
Witness

Exhibit A attached  
and ...