

DAVENPORT COUNTY

7-21-12-27-5000

VOL 1889 PAGE 467

ASSIGNMENT AND ASSUMPTION AGREEMENT dated as of the
12 day of October, 1978, by and between:

ABC SOUTHEASTERN THEATRES, INC., a Delaware corporation having an office at 1330 Avenue of the Americas, New York, New York 10019 (the "Assignor"); and

PLITT SOUTHERN THEATRES, INC., a Delaware corporation having an office c/o 2020 Avenue of the Stars, Los Angeles, California 90067 (the "Assignee").

WITNESSETH

WHEREAS, the Assignor is the lessee under the Lease described in Exhibit A hereto (the "Lease") demising the premises described in Exhibit B hereto; and

WHEREAS, the Assignor desires to assign to the Assignee all of the Assignor's right, title and interest in and to the Lease; and

WHEREAS, the Assignee is willing to accept such assignment and to assume and be bound by, and to perform, the terms, covenants and agreements on the part of the lessee to be performed under the Lease;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. The Assignor hereby assigns to the Assignee all of the Assignor's right, title and interest in and to the Lease, but shall remain liable to the lessor under the Lease for all of its obligations under the Lease. The Assignor warrants that it is the sole owner of the leasehold estate under the Lease, free and clear of all liens, charges and encumbrances except Permitted Encumbrances (as defined in the Agreement dated as of June 15, 1978 between American Broadcasting Companies, Inc., as Seller, and Plitt Southern Theatres, Inc. and Plitt Properties, Inc., as Buyer), and has the lawful right and power to make this assignment.

GCTD -----2 CC24 78 869

3.5001

4328 RV-2