

(7) The address of the proposed registered office in the state of South Carolina is 184 Daniel Morgan Avenue, N.E. in the city of Spartanburg, SC 29301
 *Mailing: P. O. Box 306, Spartanburg SC 29304
 (8) The name of the proposed registered agent in this state at such address is James O. Thomason

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(9) The aggregate number of shares which the corporation has authority to issue is One Million (1,000,000) shares at \$1.00 par value.
 b. Total authorized capital stock \$1,000,000.00
 (10) The aggregate number of shares which the corporation has issued is as follows: (itemize by class, par value and series if any)
 One Hundred Twenty Thousand Seven Hundred Shares (120,700)

(11) The stated capital of the corporation is \$ 120,700.00
 April 21, 1981 MULTI-CINEMA, LTD.
 (Date) (Name of Corporation)
 L. S. Themer By (Signature)
 (Secretary or Assistant Secretary) (President or Vice President)

CERTIFICATE OF ATTORNEY

(12) I, JAMES O. THOMASON, an attorney licensed to practice in the State of South Carolina, certify that in my opinion the corporation, to whose application for authority this certificate is attached, has complied with the requirements of Chapter 23, Title 33 of the 1976 Code, as amended, relating to the qualification of Foreign Corporations.

Date April 23, 1981

(Signature)

SCHEDULE OF FEES
 (payable at time of filing application with Secretary of State)

Fee for filing application.....\$	5.00
in addition to the above, \$.40 for each \$1,000.00 of the aggregate value of shares which the corporation is authorized to issue, but in no case less than.....	40.00
nor more than.....	1,000.00

JAMES O. THOMASON
 (Type or Print Name)
 Address P. O. Box 306
 Spartanburg, SC 29304

NOTE
 This form must be completed in its entirety before it will be accepted for filing and accompanied by a copy of its articles of incorporation and all amendments thereto or in lieu thereof, if provided for by its jurisdiction of incorporation, the corporation may furnish a restated or consolidated articles or charter duly authenticated by the proper officer of its jurisdiction of incorporation.

STATE OF NORTH CAROLINA
 COUNTY OF MECKLENBURG

SS:
 The undersigned C. C. Talbert and L. L. Theimer do hereby certify that they are the duly elected and acting President and Secretary respectively, of Multi-Cinema, Ltd. corporation and are authorized to execute this verification; that each of the undersigned for himself does 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 Charlotte, NC, this 21st day of April, 1981.

(Signature)
 (President or Vice President)
 L. S. Themer
 (Secretary or Assistant Secretary)

NOTE:
 This certificate has been prepared for execution by the president (or vice president) and secretary (or assistant secretary). It may be executed by any of the persons enumerated in section 1.4 (12-11.4 Supplement Code 1962) of the South Carolina Business Corporation Act under the circumstances indicated. If anyone other than the president (or vice president) and secretary (or assistant secretary) executes the form, the wording of this verification should be changed accordingly.

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