

(7) The address of the proposed registered office in the state of South Carolina is 409 East North Street,
(Street and No.)

in the city of Greenville, South Carolina 29602

VOL 1219 PAGE 703

(8) The name of the proposed registered agent in this state at such address is _____

C T CORPORATION SYSTEM

(9) The aggregate number of shares which the corporation has authority to issue is 1405 consisting
of 1,000 shares common stock (no par value) and 405 shares of preferred stock
(\$1.00 par value)

b. Total authorized capital stock \$ \$405 preferred stock, 1,000 common shares w/out par value

(10) The aggregate number of shares which the corporation has issued is as follows: (itemize by class,
par value and series if any)

1,000 shares common stock
405 shares preferred stock

(11) The stated capital of the corporation is _____

April 19, 1982
(Date)
David W. Zalaznick
(Secretary or Assistant Secretary) By [Signature]
(President or Vice President)

MARTIN THEATRES, INC.
(Name of Corporation)

(12) **CERTIFICATE OF ATTORNEY**

I, C. Lewis Rasor, Jr., an attorney licensed to practice in the State of South
Carolina, certify that in my opinion the corporation, to whose application for authority this certi-
ficate is attached, has complied with the requirements of Chapter 13, of the South Carolina Busi-
ness Corporation Act of 1962. (12-23.2 b-2 Supplement Code 1962) relating to the qualification of
Foreign Corporations.

Date May 13, 1982

[Signature]
(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

C. Lewis Rasor, Jr.
(Type or Print Name)

409 East North Street
Address P.O. Box 2048

Greenville, Sc 29602

NOTE

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

STATE OF NEW YORK

COUNTY OF NEW YORK

ss:

The undersigned John W. Jordan II and David W. Zalaznick do hereby certify
that they are the duly elected and acting President and Secretary,
respectively, of Martin Theatres, Inc. corporation 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 New York, New York, this _____

19 day of April, 19 82

X [Signature]
(President or Vice President)
X [Signature]
(Secretary or Assistant Secretary)

NOTE: This certificate has been prepared for execution by the president (or vice president) and secretary (or assis-
tant secretary). It may be executed by any of the persons enumerated in section 14 (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.

(CONTINUED ON NEXT PAGE)