



OFFICE OF SECRETARY OF STATE

The Office of the Secretary of State of the
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S. Ben W. Burton, Jr., Secretary of State of the

State of Georgia, do hereby certify, that the articles
of incorporation of "MARTIN THEATRES OF GEORGIA, INC." have been
duly amended under the laws of the State of Georgia changing its
name to "MARTIN THEATRES, INC." on the 6th day of July, 1979, by
the filing of articles of amendment in the office of the Secretary
of State and the fees therefor paid, as provided by law, and that
attached hereto is a true copy of said articles of amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the seal of my office, at the Capitol, in the City of
Atlanta, this **6th** day of **July** in the year
of our Lord One Thousand Nine Hundred and Seventy
Nine and of the Independence of the United States
of America the Two Hundred and **Four**.

David B. Burton, Jr.
SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

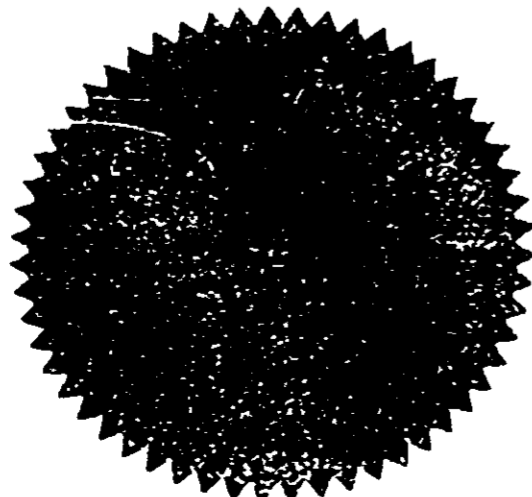


EXHIBIT "B"

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