

to be duly executed under seal as of the day and year first hereinabove written.

Signed, sealed and delivered in the presence of:

Walter Fox
James P. [unclear]

ABC SOUTHEASTERN THEATRES, INC.

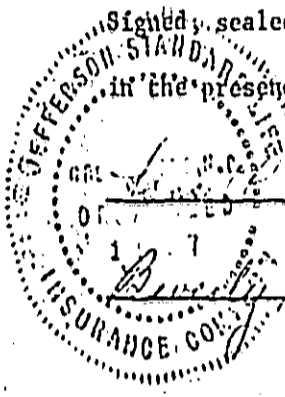
By: [Signature]
Vice President

Attest: [Signature]
Secretary



Signed, sealed and delivered in the presence of:

[Signature]
Beverly H. Higgins



JEFFERSON STANDARD LIFE INSURANCE COMPANY

By: [Signature]
Vice President

Attest: [Signature]
Assistant Secretary