

**B07000000135**

Florida Department of State  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA/FOREIGN LP/LLP**

**The Grand Theatre Operating Company, L.P.**

Certificate of Status	0
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Page Count	05
Estimated Charge	\$1,000.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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07 APR 25 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP  
TO TRANSACT BUSINESS IN FLORIDA

1. The Grand Theatre Operating Company, L.P.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)  
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.  
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.  
or L.L.P.

TGTOC, LP

(If name unavailable, name under which the limited partnership or limited liability limited partnership  
proposes to register to transact business in Florida; must contain acceptable suffix.)

2. Louisiana

(State or Country of Formation)

3. December 21, 2005

(Date of Formation)

4. CT Corporation System

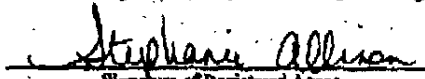
(Name of Registered Agent for Service of Process)

5. 1200 South Pine Island Rd.

(Florida street address for Registered Agent)

Plantation, FL 33324

6. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Signature of Registered Agent

7. 305 Baronne Street Ste. 900

(Principal office address)

New Orleans, LA 70112

8. If limited partnership is a limited liability limited partnership, check box

Page 1 of 3

9. 305 Baronne Street Ste. 900

(Mailing address)

New Orleans LA 70112

10. Name, principal office address, and mailing address of each general partner:

GTOC General Partner, L.L.C.

(Name)

MD7-2380

305 Baronne Street Ste. 900

(Street Address)

New Orleans LA 70112

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

Page 2 of 3

(Name)	(Street Address)
	(Mailing Address)
(Name)	(Street Address)
	(Mailing Address)

11. Effective date, if other than the date of filing: \_\_\_\_\_

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized

Signed this 20th day of April 2007

Signature of a general partner

*T. George Boldman, Jr.*  
 T. George Boldman, Jr.  
 Manager, V88-Southern Theatres LLC  
 sole member of GTCC General Partner, L.L.C.

Filing Fees: \$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)  
 Certified Copy (optional): \$82.50  
 Certificate of Status (optional): \$8.75

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 07 APR 25 AM 9:00  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA  
State of Louisiana



Jay Bardenne  
SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*

THE GRAND THEATRE OPERATING COMPANY, L.P.

A LOUISIANA Partnership whose principal place of business is  
NEW ORLEANS, LOUISIANA,

Filed partnership documents and registered to do business in  
this State on December 21, 2005.

I further certify that no certificate of termination has  
been issued.

*In testimony whereof, I have hereunto set  
my hand and caused the Seal of my Office  
to be affixed at the City of Baton Rouge on,  
April 20, 2007*



*Jay Bardenne*

ATH 36077061J

*Secretary of State*