



Executive Offices:

231 W. Cherry Hill Ct., P.O. Box 1056
Reisterstown, MD 21136-7056
Telephone 410-526-4774
Fax 410-526-6871

FO1000000443

November 21, 2000

Ms. Brenda Tadlock
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-01/22/01--01080--009
****428.75 *****87.50

Dear Ms. Tadlock,

The partnership that I am attempting to register in the state of Florida is a Maryland Limited Liability Limited Partnership that is going to operate movie theatres in Florida.

The name of the partnership is A&C Florida Cinemas LLLP. The general partner of A&C is another LLLP by the name of R/C Theatres Management LLLP. This LLLP (R/C) has a number of partners but only one general partner which is a corporation by the name of R/C Theatres Management Corporation.

As I understand it I need to register the corporation and the two LLLP's. To accomplish this I have enclosed:

- 1 application by a foreign corporation for authorization to transact business in Florida
- 1 certificate of good standing for said corporation
- 2 applications by foreign limited partnership for authorization to transact business in Florida (one for each LLLP)

- 2 affidavits of capital contributions for a foreign limited partnership

I check in the amount of \$428.75 for the following:

- Registration of R/C Theatres Management Corporation \$70.00
- Registration of R/C Theatres Management LLLP \$52.50
- Registration of A&C Florida Cinemas LLLP \$52.50
- Registered agent for R/C Theatres Management LLLP \$35.00
- Registered agent for A&C Florida Cinemas LLLP \$35.00
- Certified copy of R/C Theatres Management Corporation registration \$52.50
- Certified copy of R/C Theatres Management LLLP registration \$52.50
- Certified copy of A&C Florida Cinemas LLLP registration \$52.50
- Certificate under seal for R/C Theatres Management Corporation \$ 8.75
- Certificate under seal for R/C Theatres Management LLLP \$ 8.75
- Certificate under seal for A&C Florida Cinemas LLLP \$ 8.75

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DIVISION OF CORPORATIONS

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Ask that you review the various documents and direct any questions to me at 410 526 4774

| | |
|-------------------------------|-----------------------|
| Name | |
| Available for your assistance | |
| Document Examiner | David G. Phillips, VP |
| Updater | |
| Updater | |
| Verifier | |
| Acknowledgement | |
| A. P. Verifier | |

FA (P)
Uncal
1001-1516

- cert.

Dept. of Assessments & Taxation

(410) 767-1340

1/24

FF #70

certs 17.50

OP 43.75

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RLC Theatres Management Corp
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

David G. Phillips
(Name of Person)
RLC Theatres
(Firm/Company)
P.O. Box 1056
(Address)
Reisterstown MD 21136
(City/State and Zip code)

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For further information concerning this matter, please call:

David Phillips at 410, 526 4774
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy
- see enclosed letter.*

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. R/C Theatres Management Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Maryland 3. 52-1517336
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4-7-87 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 231 West Cherry Hill Ct. Reisterstown MD 21136
(Principal office address)
P.O. Box 1056 Reisterstown MD 21136
(Current mailing address)
8. Serve as general Partner of an LLLP
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Mr. John Wingfield
Office Address: 7200 U.S. Hwy 19 N. Suite 608
Pinellas Park, Florida FL 33781
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.

John T. Wingfield
(Registered agent's signature)

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

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

p Chairman: J. Wayne Anderson
Address: 2751 Stone Road
Westminster, MD 21158

Vice Chairman: _____
Address: _____

Director: Jan Anderson
Address: 2751 Stone Road
Westminster MD 21158

vp Director: David Phillips
Address: 2500 Apache Circle
Baltimore MD 21209

B. OFFICERS

President: J. Wayne Anderson
Address: _____

Vice President: Dennis Daniels
Address: 994 Wilda Drive, Westminster, MD 21157

Secretary: Richard Hershel
Address: 7818 Wendover Ave, Baltimore MD 21234

vp Treasurer: David G. Phillips
Address: 2500 Apache Circle Baltimore MD 21209

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

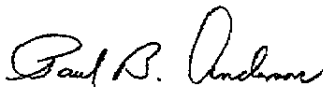
14. David G. Phillips, Director
(Typed or printed name and capacity of person signing application)

STATE OF MARYLAND
Department of Assessments and Taxation

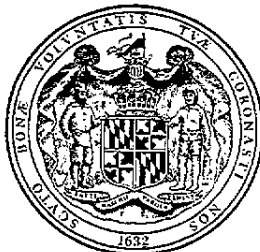
I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT R/C THEATRES MANAGEMENT CORP. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS FEBRUARY 01, 2001.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941 0001107848
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097