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**LIMITED LIABILITY COMPANY**

**SunStar Cinemas, LLC**

Certificate of Status	1
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**HODGSON RUSS  
ANDREWS  
WOODS &  
GOODYEAR LLP**  
ATTORNEYS AT LAW

2000 Glades Road, Suite 400  
Boca Raton, Florida 33431  
561-394-0500  
Fax: 561-394-3862

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A Registered Limited Liability Partnership Including Professional Associations

Please deliver the following pages to:

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Must be Sent by: November 3, 2000 Time: Before 5:00 p.m.

From: Hazel A. Gianatiempo

Ext: 3020

Total Pages: 4 (including cover page)

Today's Date: November 3, 2000

Comments: Attached are the Articles of Organization for SunStar Cinemas, LLC. Any questions, please contact me immediately. Thank you!

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Brief Description of Document Sent: Articles of Organization

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**ARTICLES OF ORGANIZATION  
FOR  
SUNSTAR CINEMAS, LLC**

**ARTICLE I  
NAME**

The name of the limited liability company is SUNSTAR CINEMAS, LLC (the "LLC").

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office of the LLC is  
2000 Glades Road, Suite 400, Boca Raton, Florida 33431-8599.

**ARTICLE IV  
INITIAL REGISTERED AGENT**

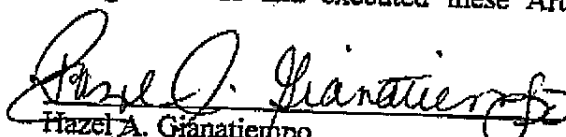
The name and the street address of the initial registered agent of the LLC in the State of  
Florida are:

HRAWG CORP.  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431-8599

**ARTICLE VII  
MANAGEMENT**

The LLC is to be a member-managed company.

IN WITNESS WHEREOF, the undersigned made and executed these Articles of  
Organization this 3rd day of November, 2000.

  
Hazel A. Granatiempo  
Organizer

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**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is SUNSTAR CINEMAS, LLC.
2. The name and the Florida street address of the registered agent and office are:

HRAWG CORP.  
2000 Glades Road, Suite 400  
Boca Raton, Florida 33431-8599

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accept the obligations of its position as registered agent.*

HRAWG CORP.

By:   
James M. Hankins, Vice President

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