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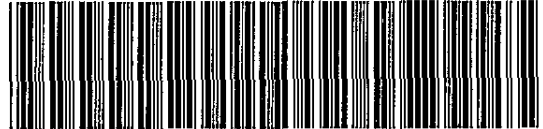
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ACCOUNT NO. : 072100000032  
REFERENCE : 826653 4188E  
AUTHORIZATION : *Patricia Pizot*  
COST LIMIT : \$ 130.00

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ORDER DATE : November 19, 2002

ORDER TIME : 10:21 AM

ORDER NO. : 826653-005

CUSTOMER NO: 4188E

CUSTOMER: Ms. Rebecca Bartels  
Bryan Cave LLP  
1200 Main Street  
Suite 3500  
Kansas City, MO 64105

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FOREIGN FILINGS

NAME: RAVE MOTION PICTURES DESTIN,  
L.L.C.

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XXXX QUALIFICATION (TYPE: LL)

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XX \_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

November 21, 2002

CSC  
ATTN: GINGER SIMMONS

SUBJECT: RAVE MOTION PICTURES DESTIN, L.L.C.  
Ref. Number: W02000033232

**RESUBMIT**  
Please give original  
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We have received your document for RAVE MOTION PICTURES DESTIN, L.L.C. and the authorization to debit your account in the amount of \$130.00. However, the document has not been filed and is being returned for the following:

Your application did not include the second page of the application. A blank application is enclosed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 502A00063008

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. RAVE MOTION PICTURES DESTIN, L.L.C.  
(Name of foreign limited liability company)
2. Delaware 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. November 12, 2002 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 333 Welborn Street, Suite 100  
Dallas, Texas 75219  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The usual business addresses of the managing members or managers are as follows:

Rave Reviews Cinemas, L.L.C., Sole Member 3333 Welborn Street, Suite 100, Dallas, Texas 75219

\_\_\_\_\_  
\_\_\_\_\_  
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10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Movie theatre business

RAVE MOTION PICTURES DESTIN, L.L.C.  
By: Rave Reviews Cinemas, L.L.C., its Sole Member  
By: Peter A. Nelson

Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Peter A. Nelson, Executive Vice President/CFO/Secretary

Typed or printed name of signee

**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:

RAVE MOTION PICTURES DESTIN, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL 32301-2525

City/State/Zip

*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, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

CORPORATION SERVICE COMPANY

*Laura D. Mudra*  
(Signature)

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

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# Delaware

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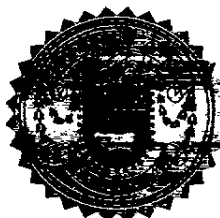
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RAVE MOTION PICTURES DESTIN, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF NOVEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RAVE MOTION PICTURES DESTIN, L.L.C." WAS FORMED ON THE TWELFTH DAY OF NOVEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2098299

DATE: 11-19-02