

N98000000043

RAHDERT, ANDERSON, MCGOWAN & STEELE, P.A.

ATTORNEYS AT LAW

THE ALEXANDER BUILDING  
535 CENTRAL AVENUE  
ST. PETERSBURG, FLORIDA 33701

GEORGE K. RAHDERT  
PATRICIA FIELDS ANDERSON  
THOMAS H. MCGOWAN  
ALISON M. STEELE  
PENELOPE T. BRYAN  
KIM H. VANCE

TELEPHONE  
(813) 823-4191  
FACSIMILE  
(813) 823-6189

April 30, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002509900--3  
-05/04/98--01092--013  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Palladium Theater, Inc.

Dear Sir or madam:

Please file the enclosed original Articles of Amendment to Articles of Incorporation of Palladium Theater, Inc. and return your certificate with the enclosed copy showing date filed. Our check in the amount of \$35.00 is enclosed to cover costs of filing.

Thank you for your attention to this matter.

Very truly yours,  
*Kim H. Vance*  
Kim H. Vance

KHV:mjf  
Encl.

FILED  
98 MAY -4 PM 12: 50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Kim Vance*  
AUTHORIZATION BY PLINE TO  
CORRECT take out initials  
DATE 5-1  
EXAM DRS

*AM DRS/11*

ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of  
PALLADIUM THEATER, INC.

98 MAY -4 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**FILED**

Pursuant to Section 617.1006 of the Florida Statutes, the undersigned, PALLADIUM THEATER, INC., a Florida not for profit corporation, hereby adopts the following Articles of Amendment to the Articles of Incorporation:

1. Article VIII of the Articles of Incorporation of PALLADIUM THEATER, INC. is hereby deleted as it now reads and is amended to read as follows:

ARTICLE VIII - BOARD OF TRUSTEES

A. The corporate powers shall be exercised by and the business and affairs of the Corporation shall be managed under the direction of a Board of Trustees, the members of which shall be hereinafter referred to as Trustees.

B. The Board of Trustees of the Corporation shall consist of six (6) Trustees whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
PAUL B. STAVROS	535 Central Avenue St. Petersburg, Florida 33701
GUS STAVROS	535 Central Avenue St. Petersburg, Florida 33701
WILLIAM R. HOUGH	535 Central Avenue St. Petersburg, Florida 33701

HAZEL C. HOUGH

535 Central Avenue  
St. Petersburg, Florida 33701

GEORGE K. RAHDERT

535 Central Avenue  
St. Petersburg, Florida 33701

MARY WYATT ALLEN

535 Central Avenue  
St. Petersburg, Florida 33701

C. The number of Trustees shall be as provided in the Bylaws of the Corporation, but shall not be less than three (3).

D. Trustees shall be elected, hold office, and be removed in accordance with the procedures provided in the Bylaws.

2. In all other respects, the Articles of Incorporation shall remain as they were prior to the adoption of this Amendment.

3. The date of adoption of the amendment by the Members and Board of Trustees was January 21, 1998.

4. The amendment was adopted by the Members and the number of votes cast for the amendment was sufficient for approval.

5. The amendment was also adopted by the Board of Trustees.

IN WITNESS WHEREOF, the Managing Director and Secretary of PALLADIUM THEATER, INC. have signed these Articles of Amendment.

Paul B. Stamps  
Managing Director

Paul B. Stamps  
Secretary