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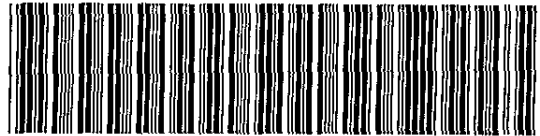
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09-12-03  
15

LAW OFFICES  
**THURLOW & THURLOW, P.A.**

17 MARTIN L. KING, JR. BLVD.  
POST OFFICE BOX 106  
STUART, FLORIDA 34995-0106

THOMAS H. THURLOW  
1905-2001  
THOMAS H. THURLOW, JR.  
THOMAS H. THURLOW III  
FERNANDO M. GIACHINO

PHONE (772) 287-0980  
FAX (772) 220-0815

August 29, 2003

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Zota Theatres, Inc.  
Our File No. 03-074.1

Dear Sir:

We are enclosing herewith the following:

1. Two copies of proposed Articles of Incorporation of Zota Theatres, Inc.
2. Check in the amount of \$78.75, payable to Department of State, in payment of the \$35.00 filing fee, \$35.00 registered agent fee, and \$8.75 certified copy fee.

If you will require anything further with respect to this filing, please contact the undersigned by telephone.

Please mail the Certificate of Incorporation and a certified copy of the Articles of Incorporation directly to:

Robert A. Blackwood, III, Esq.  
Attorney at Law  
5809 York Road  
Richmond, VA 23226

Sincerely,

THURLOW & THURLOW, P.A.



Thomas H. Thurlow, Jr.

cc: Robert A. Blackwood, III, Esq.

**ARTICLES OF INCORPORATION  
OF  
ZOTA THEATRES, INC.**

In compliance with the requirements of Section 607.0202, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE ONE**

The name of the corporation is: **ZOTA THEATRES, INC.**

**ARTICLE TWO**

The address of the principal office is:

977 Carter Drive  
N.E., Atlanta, GA 30319

The mailing address of the corporation is:

977 Carter Drive  
N.E., Atlanta, GA 30319

**ARTICLE THREE**

The aggregate number of shares which the corporation is authorized to issue is 50,000 shares of common stock having a par value of \$1.00 per share.

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**2003 SEP -8 PM 3:26**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

#### ARTICLE FOUR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Robert A. Blackwood, III  
5809 York Road  
Richmond, VA 23226

#### ARTICLE FIVE

The initial Board of Directors shall consist of three members. The names and addresses of the persons who will serve on the initial Board of Directors are:

John H. Stembler, Jr.  
977 Carter Drive  
N.E., Atlanta, GA 30319

Larry F. Amderson  
9637 Craigs Mill Drive  
Glen Allen, VA 23060

Robert A. Blackwood, III  
5809 York Road  
Richmond, VA 23226

#### ARTICLE SIX

The initial street address of the corporation's registered office is 17 Martin L. King, Jr. Blvd., Stuart, Florida 34994. The initial registered agent for the corporation at that address is:


Thomas H. Thurlow III

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 4<sup>th</sup> day of September, 2003.

  
Robert A. Blackwood, III

### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ZOTA THEATRES, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Section 607.0501(3), Florida Statutes.



Thomas H. Thurlow III

Registered Agent

Dated: September 3, 2003