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TALLAHASSEE, FLORIDA

08-16-08

EASTPOINT THEATER, INC.  
Post Office Box 590  
Eastpoint, Florida 32328  
Telephone (850) 670-1687

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

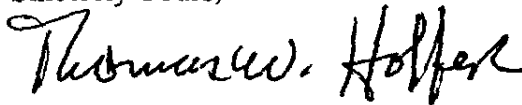
Re: Articles of Incorporation - EASTPOINT THEATER, INC.

Dear Division of Corporations:

Enclosed are the Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent upon Whom Process May Be Served for recording.

Enclosed also is my check in the amount of \$78.75 for Filing fees, Registered Agent Designation, and a Certified Copy of the registered Articles of Incorporation.

Sincerely Yours,

A handwritten signature in black ink that reads "Thomas W. Hoffer". The signature is written in a cursive style with a large, stylized 'T' and 'H'.

THOMAS W. HOFFER

Encl

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CLERK OF CIRCUIT  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
EASTPOINT THEATER, INCORPORATED

The undersigned subscriber to these Articles of Incorporation, a person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be EASTPOINT THEATER, INCORPORATED.

ARTICLE II - TERM OF EXISTENCE

The duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To engage in the business of a motion picture theater.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is five hundred (500) at a par value of one dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED AGENT

The name of the corporation's initial registered agent is:  
THOMAS WILLIAM HOFFER

ARTICLE VI - INITIAL REGISTERED OFFICE ADDRESS

The street address of the initial registered office of the corporation is:  
33 Begonia Street  
Eastpoint, Fl 32328  
and whose mail address is P.O. Box 590, Eastpoint, FL 32328.

ARTICLE VII - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is:  
33 Begonia Street, Eastpoint, Florida 32328  
and the mail address is P.O. Box 590, Eastpoint, FL 32328.

#### ARTICLE VIII - DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is one.

The name and mail address of each person who is to serve as a member of the initial Board of Directors are:

NAME	ADDRESS
Thomas William Hoffer	P.O. Box 590, Eastpoint, FL 32328

#### ARTICLE IX - INCORPORATORS

The name and mail address of each Incorporator are:

NAME	ADDRESS
Thomas William Hoffer	P.O. Box 590, Eastpoint, FL 32328

#### ARTICLE X - PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by an amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof and whether issued for cash, labor done, personal property or leases thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

#### ARTICLE XI - STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL

No shareholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net value thereof. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each shareholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THE ARTICLES OF INCORPORATION OF THE CORPORATION. A COPY OF SUCH ARTICLES IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION."

The date of incorporation will be the earliest date permitted by law.

EXECUTED by the undersigned on this 11 day of August, 2004.

Thomas William Hoffer

THOMAS WILLIAM HOFFER

STATE OF FLORIDA  
COUNTY OF FRANKLIN

The foregoing instrument was acknowledged before me this date,

August 11<sup>th</sup>, 2004, by

THOMAS WILLIAM HOFFER

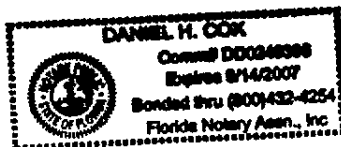


[Signature]  
NOTARY PUBLIC

My Commission Expires: 9/14/07  
My Commission No.: 000248396

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_



\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
My Commission Expires:  
My Commission #

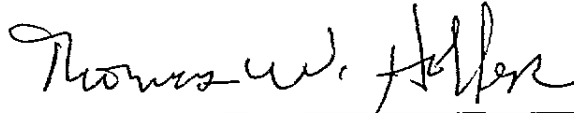
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Florida Statutes section 48.091, the following is submitted:

That desiring to organize under the laws of the State of Florida with its principal office as indicated in the ARTICLES OF INCORPORATION, at the City of Eastpoint, County of Franklin, State of Florida, has named THOMAS WILLIAM HOFFER, as its Registered Agent and its Registered Office is at 33 Begonia Street, Eastpoint, Florida 33710 to accept services of process within this State, and its mailing address is P.O. Box 590, Eastpoint, FL 32328.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



THOMAS WILLIAM HOFFER  
Registered Agent

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