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Account Name : C T CORPORATION SYSTEM
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FLORIDA PROFIT/NON PROFIT CORPORATION

Wallace Theater Corporation

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
WALLACE THEATER CORPORATION**

**ARTICLE 1
NAME**

The name of the corporation is Wallace Theater Corporation (the "Corporation").

**ARTICLE 2
PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 919 SW Taylor Street, Suite 800, Portland, Oregon 97205.

**ARTICLE 3
AUTHORIZED SHARES**

The Corporation shall have authority, to be exercised by the Board of Directors, to issue no more than one hundred thousand (100,000) shares of capital stock. These shares shall be one class, no par value, and shall be designated as "Common Stock." The holders of Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

**ARTICLE 4
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of the Corporation at the registered office is C T Corporation System.

**ARTICLE 5
INCORPORATOR**

The name and address of the incorporator is:

Farrar J. Barker
Alston & Bird LLP
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

**ARTICLE 6
LIMITATION OF DIRECTOR LIABILITY**

The liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act. If the Florida Business Corporation Act is amended to further eliminate or limit the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

**ARTICLE 7
BOARD OF DIRECTORS**

The initial Board of Directors shall consist of four (4) members whose names and addresses are:

Scott C. Wallace
919 SW Taylor Street
Suite 800
Portland, Oregon 97205

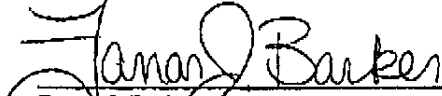
Eric R. Sondag
919 SW Taylor Street
Suite 800
Portland, Oregon 97205

David A. Donnini
919 SW Taylor Street
Suite 800
Portland, Oregon 97205

Donald J. Edwards
919 SW Taylor Street
Suite 800
Portland, Oregon 97205

[Signature on following page]

IN WITNESS WHEREOF, the undersigned executes these Articles of
Incorporation of Wallace Theater Corporation this 22nd day of December, 2010.


Farral J. Barker
Incorporator

ACCEPTANCE OF INITIAL REGISTERED AGENT

Having been named as the initial registered agent to accept service of process for Wallace Theater Corporation at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

CT CORPORATION SYSTEM

Date: 12/22/2010

By: *Danny Verdecchia, Jr.*
Name: Danny Verdecchia, Jr. Asst. Secretary
Title:

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