

Ernest Seaman
 Requestor's Name
 200 W. Pine Ave
 Address
 Tallahassee FL 32301
 City/State/Zip / Phone # 222-3515

74623

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Lincoln Cinemas, Inc.
 (Corporation Name) / (Document #)
2. _____
 (Corporation Name) / (Document #)
3. _____
 (Corporation Name) / (Document #)
4. _____
 (Corporation Name) / (Document #)

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- Walk in
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 Mail out
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 Photocopy
 Certificate of Status

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 DIVISION OF CORPORATION

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Examiner's Initials

**ARTICLES OF INCORPORATION
OF
LINCOLN CINEMAS, INC.**

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TALLAHASSEE FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

LINCOLN CINEMAS, INC.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the Corporation shall be:

**Ross A. McVoy, Esquire
Eckert Seamans Cherin & Mellott
200 West College Avenue
Tallahassee, Florida 32301**

ARTICLE VI

This corporation shall have one director initially. The name and address of the initial directors of the corporation, who shall hold office until his successor(s) is/are elected and qualified or until his earlier resignation or removal from office is:

**Mark Kottler
2650 North Military Trail, Suite 230
Boca Raton, Florida 33431**

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

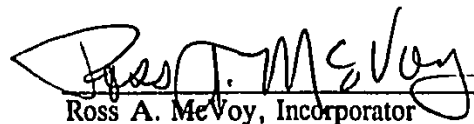
**Ross A. McVoy, Esquire
Eckert Seamans Cherin & Mellott
200 West College Avenue
Tallahassee, Florida 32301**

ARTICLE VIII

The mailing address of the corporation is:

**Carter N. McDowell, Esquire
c/o Eckert Seamans Cherin & Mellott
701 Brickell Avenue, Suite 1850
Miami, Florida 33131**


Executed at Tallahassee Florida, this 27 day of August, 1997.


Ross A. McVoy, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Lincoln Cinemas, Inc., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 27 day of August, 1997.


Printed Name: Ross A. McVoy

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