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ACCOUNT NO. : 072100000032

REFERENCE : 532874 81272A

AUTHORIZATION : *Patricia Piquito*

COST LIMIT : \$ 70.00

ORDER DATE : September 17, 1997

ORDER TIME : 2:32 PM

ORDER NO. : 532874-005

CUSTOMER NO: 81272A

300002296443--8

CUSTOMER: Kirk Bauer, Esq.
BIERNACKI & BAUER, P.A.

223 South Woodland Boulevard

Deland, FL 32720

DOMESTIC FILING

NAME: SUN THEATRES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
97 SEP 17 AM 9:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
97 SEP 17 PM 4:10
DIVISION OF CORPORATION

SN SEP 18 1997

ARTICLES OF INCORPORATION
OF
SUN THEATRES, INC.

FILED

97 SEP 17 AM 9:02

Sec. 1
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUN THEATRES, INC.

The address of the principal office of this corporation shall be 1798 South Woodland Boulevard, Deland, Florida 32720, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Harold Spears Pres.	1798 South Woodland Boulevard Deland, Florida 32720
Frank Demarsh V.Pres.	Same
Clint Demarsh Sec.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on September 17, 1997.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

TSY/tch

FILED
SEP 17 AM 9:02
TALLAHASSEE, FLORIDA