

**Charter Number** 87257

**Requestor's Name** Tucker, Damoorqian & Nenezian

**Address** 1312 East Broward Blvd.

**City** Fort Lauderdale **State** FL **ZIP** 33301 **Phone**

954 522-8886

954 522-0041  
**CORPORATION(S) NAME**

VALIDATION ONLY

400002316054--8  
-10/09/97--01059--024  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

400002316054--8  
-10/09/97--01059--023  
\*\*\*\*122.50 \*\*\*\*122.50

AMC Resorts Inc.

FILED  
97 OCT -9 PM 12:23  
TALLAHASSEE, FLORIDA

Florida Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                            |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                              |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                             |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent        |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input checked="" type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                        |
| <input checked="" type="checkbox"/> Walk-In        | <input type="checkbox"/> Will Wait       | <input type="checkbox"/> Mail Out                          |
| <input checked="" type="checkbox"/> Pick-Up        |  |  |

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W.R. Verifier	

*Certified copy.*

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DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**

**OF**

**AMC RESORTS, INC.**

**ARTICLE I**  
**Corporate Name**

The name of this corporation shall be: **AMC RESORTS, INC.**

**ARTICLE II**  
**Nature of Corporate Business**

This corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**  
**Capital Stock**

This corporation is authorized to issue a maximum of One Thousand (1000) shares of stock. The shares of stock authorized shall be common stock, having a par value of \$.01 per share.

**ARTICLE IV**  
**Term of Existence**

This term of existence of the corporation shall commence at 12:01 a.m. on the date of filing of these Articles of Incorporation and shall continue to exist in perpetually.

**ARTICLE V**  
**Initial Registered Agent and Initial**  
**Registered Office**

This corporation's initial Registered Agent shall be Michael J. Grimme' and the Registered Agent's Principal Office for the corporation in the State of Florida shall be:

**1312 East Broward Boulevard  
Fort Lauderdale, FL 33301**

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**97 OCT -9 PM 12:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

ARTICLE VI  
Directors

The number of Directors may be altered from time to time by By-Laws adopted by the stockholders. However, this corporation shall have no less than (1) Director at any time. The name and post office address of the initial Board of Directors of this corporation is:

Michael J. Grimme'	1312 East Broward Boulevard
President/Secretary-	Fort Lauderdale, FL 33301
Treasurer	

The members of the first Board of Directors shall hold office until the first annual meeting of the stockholders of the corporation.

ARTICLE VII  
Incorporator

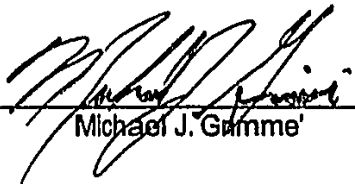
The name and post office address of the initial subscriber to these Articles of Incorporation is:

Michael J. Grimme'	1312 East Broward Boulevard
President/Secretary-	Fort Lauderdale, FL 33301
Treasurer	

ARTICLE VIII  
Amendments

These Articles of Incorporation may be amended in the manner provided by law.

THE undersigned incorporator, for the purpose of forming a corporation to do business within or without the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

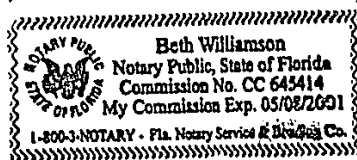
  
\_\_\_\_\_  
Michael J. Grimme'

STATE OF FLORIDA        )

COUNTY OF BROWARD    )

The foregoing Articles of Incorporation was acknowledged before me by the said Michael J. Grimme', who is personally known to me or who has produced Florida Driver's Licenses as identification, at Broward County, Florida on this \_\_\_\_ day of October, 1997.

My Commission Expires: 5/8/2001



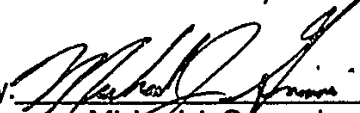
NOTARY PUBLIC

Print Name: Beth Williamson

CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR SERVICE OF PROCESS

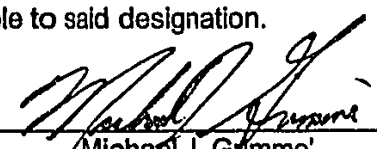
Pursuant to Chapter 607.034, Florida Statutes, the undersigned hereby designates Michael J. Grimme' as its Registered Agent to accept service of process within this State.

AMC RESORTS, INC.

By:   
Michael J. Grimme'  
President

REGISTERED AGENT ACCEPTANCE

THE UNDERSIGNED hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida and agrees to comply with the provisions of law applicable to said designation.

  
Michael J. Grimme'

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OCT -9 PM 12:23  
RECEIVED  
CLERK OF DISTRICT COURT  
FLORIDA