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TRANSMITTAL LETTER

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and one (1) co \$78.75 Filing Fee & Certificate	\$122.50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate	98 IALL
			MAR -5 NAR -5 Aliassee,
Gainesvil	Address		D PM 2: 55 FLORIDA
GAVE Daytime			
	showing, Inc. coposed corporate responsed corp	and one (1) copy of the articles of \$78.75 Filing Fee & Certificate & Certified Copy Additional Cop Lynn Schackow Name (printed or typed) 112 NW 33rd Court Address Gainesville, FI. 32607 City, State & Zip (352) 371-3000 CAVE Daytime Telephone number	Showing, Inc. chowing, Inc. chowing, Inc. coposed corporate name - must include suffix) and one (1) copy of the articles of incorporation at the second sufficient of t

NOTE: Please provide the original and one copy of the articles.

ne 3/6/98

3-4-98

ARTICLES OF INCORPORATION OF NOW SHOWING, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby subscribe to, and form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is NOW SHOWING, INC.

ARTICLE II - ADDRESS

The principal office for this corporation is located at 112 NW 33rd Court, Gainesville, Florida 32607. The mailing address is the same.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 112 NW 33rd Court, Gainesville, FL 32607, and the initial registered agent of this corporation at such office shall be Lynn M. Schackow who, upon accepting this designation, agrees to comply with the provisions of 607.0501 and 607.0505, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

Accepted this 4th day of Morch, 1998, by Lynn M. Schackow, as Registered Agent.

LYNNOM SCHACKOW

ARTICLE V - INCORPORATORS

The name and address of the persons subscribing to these Articles of Incorporation are: GERALD SCHACKOW and LYNN M. SCHACKOW, 112 NW 33rd Court, Gainesville, FL 32607.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than five (5). The name and address of the Directors constituting the initial Board of Directors is:

NAME	æ	ADDRESS
GERALD SCHACKOW		112 NW 33rd Court Gainesville, FL 32607
LYNN SCHACKOW		112 NW 33rd Court Gainesville, FL 32607
MARGARET SCHACKOW		1900 NW 46th Street Gainesville, FL 32605

ARTICLE VII - EFFECTIVE DATE OF INCORPORATION

The effectice date of incorporation for this corporation shall be March 4, 1998.

GERALD SCHACKOW, PRESIDENT

LYNN(\$CHACKOW, SECRETARY

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4th day of 1998.

STATE OF FLORIDA COUNTY OF ALACHUA

Before me, personally appeared GERALD SCHACKOW, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed the same for the purposes therein expressed.

Witness by hand and official seal this 4th day of 1

DIANNE A. RICE
MY COMMISSION # CC 571384
EXPIRES: July 22, 2000
Bonded Thru Notary Public Underwriters

Notary Public,

State of Florida at Large

My Commission Expires:

STATE OF FLORIDA COUNTY OF ALACHUA

Before me, personally appeared LYNN SCHACKOW, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed the same for the purposes therein expressed.

Witness by hand and official seal this 4th day of

DIANNE A. RICE

MY COMMISSION # CC 571384 EXPIRES: July 22, 2000 Bonded Thru Notary Public Underwriters Notary Public

State of Florida at Large

My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

	f.)	· · · · · · · · · · · · · · · · · · ·		
i.	The name of the corporation is;	Now Showing, Inc.		
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2.	The name and address of the regis	tered agent and office is:		
			FALL SEC	
	Lynn Schack	OW	55 =	
		(NAME)		
			SST. 6	, [
	112 NW 33rd	Court,	in c	1 1
	(P.O. Bo	ox or Mail Drop Box NOT ACCEPTABLE)	TO THE	<u> </u>
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	Gainesville		E S	1 7
		(CITY/STATE/ZIP)	'	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

J (SIGNATURE) 3/3/98 (DATE)