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EFFECTIVE DATE

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TALLAHASSEE, FLORIDA

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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: RICARDO MARTINEZ-CID, P.A.  
CONTACT: RICARDO MARTINEZ-CID  
PHONE: (305)859-7494

ACCT#: 076640001666

FAX #: (305)858-2513

NAME: APOLLO CINEMAS IV, INC.

AUDIT NUMBER.....H98000023289

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. 5

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H98000023289

**ARTICLES OF INCORPORATION  
APOLLO CINEMAS IV, INC.**

Article I - Name

The name of this corporation is APOLLO CINEMAS IV, INC.

Article II - Purpose

This corporation is organized to purchase, develop, manage and otherwise deal in quality cinemas and theaters, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is 1222 Sevilla Avenue, Coral Gables, Florida 33134.

The name of the initial Registered Agent of this corporation is CESAR R. SOTO of 1222 Sevilla Avenue, Coral Gables, Florida 33134.

Article VI - Initial Board of Directors and Officers

This corporation shall have two (2) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145  
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initial directors of this corporation are CESAR R. SOTO and CARMEN A. SOTO, 1222 Sevilla Avenue, Coral Gables, Florida 33134, who shall also serve respectively as the initial president and vice/president/treasurer/secretary of the corporation.

Article VII - Incorporator

The name and address of the person signing these Articles is CESAR R. SOTO, 1222 Sevilla Avenue, Coral Gables, Florida 33134.


Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this December 14, 1998.

  
CESAR R. SOTO

STATE OF FLORIDA           )  
                                  ) S.S.  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned Notary Public, personally appeared CESAR R. SOTO, who provided his Florida driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this December 14, 1998.

  
NOTARY PUBLIC  
STATE OF FLORIDA



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CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

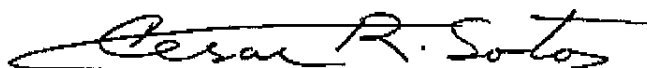
That APOLLO CINEMAS IV, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named CESAR R. SOTO, located at 1222 Sevilla Avenue, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

**APOLLO CINEMAS IV, INC.**

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this December 14, 1998.

  
CESAR R. SOTO  
Registered Agent

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