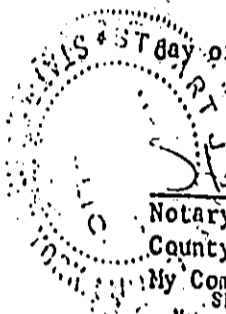


NEW YORK
STATE OF NORTH CAROLINA)
NEW YORK) SS.:
COUNTY OF MECKLENBURG)

PERSONALLY appeared before me the undersigned witness and made oath that (s)he saw the within named ABC SOUTHEASTERN THEATRES, INC., by its duly authorized officers, sign, seal, with its corporate seal and as the act and deed of said Corporation deliver the foregoing instrument, and that (s)he, with the other witness subscribed below, witnessed the execution thereof.

SWORN TO before me this 2nd)



day of MAY, 1973.)

Stuart J. Hotelson (LS)
Notary Public for Mecklenburg County, North Carolina NEW YORK)
My Commission Expires: _____)

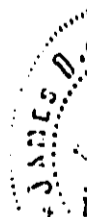
[Signature]

STUART J. HOTELSON
Notary Public, State of New York
No. 03-8940225
Qualified in Bronx County
Certificate Filed in New York County
Term Expires March 30, 1974

STATE OF SOUTH CAROLINA)
COUNTY OF RICHLAND) SS.:

PERSONALLY appeared before me the undersigned witness and made oath that (s)he saw the within named SOUTH CAROLINA NATIONAL BANK, Columbia Office, by its duly authorized officers, sign, seal with its corporate seal and as the act and deed of said Corporation deliver the foregoing instrument, and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

SWORN TO before me this 2nd)



day of MAY, 1973.)

James D. Walters (LS)
Notary Public for Richland County, South Carolina)
My Commission Expires: 10-7-81)

[Signature]

Agreement Recorded May 11, 1973 at 3:03 P. M., # 32282