

STATE OF NORTH CAROLINA

Department of The Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (15 sheets) to be a true copy of

ARTICLES OF MERGER

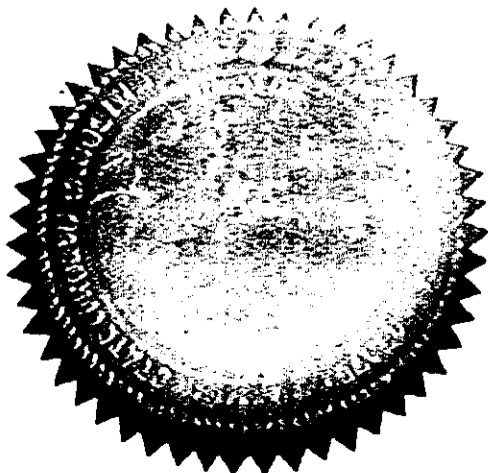
OF

AUGUSTA ROAD DRIVE-IN THEATRE CORPORATION INTO CONSOLIDATED THEATRES INCORPORATED

the original of which is now on file and a matter of record in this office.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 5th day of March in the year of our Lord 1974



Thad Eure
Secretary of State

By *Clyde Smith*
Deputy Secretary of State

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