

Class "C" Stock; and

WHEREAS, said Strand was duly organized under and by virtue of the laws of the State of North Carolina, its certificate of incorporation having been filed in the office of the Secretary of State of North Carolina on July 27, 1917 under the name "Strand Amusement Company", which name was changed to "Strand Theatre, Incorporated" pursuant to a certificate of amendment to the charter of Strand Amusement Company filed in the office of the North Carolina Secretary of State on March 18, 1935; and

WHEREAS, said Strand by its certificate of incorporation has an authorized capital stock consisting of one hundred (100) shares of common stock of the par value of one hundred dollars (\$100.00) each, all of one class, amounting in the aggregate to ten thousand dollars (\$10,000.00) of which stock fifty (50) shares are now issued and outstanding; and

WHEREAS, the registered office of said ABC Southeastern in the State of Delaware is located at 100 West 10th Street in the City of Wilmington, County of New Castle, and the name of its registered agent at such address is The Corporation Trust Company; the registered office of said Carolina Amusement in the State of South Carolina is located at Palmetto Theatre Building, 1417 Main Street, in the City of Columbia, County of Richland, and the name of its registered agent at such address is Warren Irvin; the registered office of said Charlotte Amusement in the State of North Carolina is located at 800 Johnston Building in the City of Charlotte, County of Mecklenburg, and the name of its registered agent at such address is R. L. Huffman; the name and address of the registered agent of said Charlottesville-Perry in the State of Tennessee is C T Corporation System, Hamilton National Bank Building, Knoxville, Tennessee 37902; the registered office of said Dominion in the State of Delaware is located at 100 West 10th Street in the City of Wilmington, County of New Castle, and the name of its registered agent at said address is The Corporation Trust Company; the name and address of the registered agent of said Eastenn, in the State of Tennessee is C. T. Corporation System, Hamilton National Bank Building, Knoxville, Tennessee 37902; the registered office of said Greenville in the State of South Carolina is located at the Palmetto Theatre Building, 1417 Main Street in the City of Columbia, County of Richland, and the name of its registered agent at said address is Warren Irvin; the name and address of the registered agent of said Kingsul in the State of Tennessee is C T Corporation System, Hamilton National Ba Building, Knoxville, Tennessee 37902; the name and address of the

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