

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

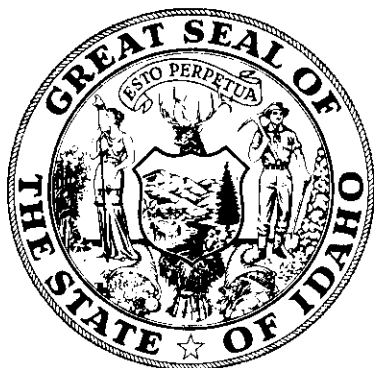
MOUNTAIN STATES THEATRES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **MOUNTAIN STATES THEATRES, INC.**

_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **MOUNTAIN STATES THEATRES, INC.**
to transact business in this State under the name **MOUNTAIN STATES THEATRES, INC.**
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 9, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is MOUNTAIN STATE THEATRES, INC.
2. The name which it shall use in Idaho is MOUNTAIN STATE THEATRES, INC.
- (To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of the state of Colorado.
4. The date of its incorporation is Feburary 14th, 1983 and the period of its duration is perpetual.
5. The address of its principal office in the state or country under the laws of which it is incorporated is P.O.Box 1109 Sterling, Colorado 80751
6. The address to which correspondence should be addressed, if different from that in item 5.
P.O. Box 357 Mountain Home, Idaho 83647
7. The street address of its proposed registered office in Idaho is _____
165 South Second East, Mountain Home, Idaho, and the name of its proposed registered agent in Idaho at that address is Alan D.J. Nove
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To operate theatres and cinemas; to engage in general investment
and or income producing businesses.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Alan D.J. Nove	President	Box 357 Mountain Home, Id. 83647
Stanley J. Sudan	Vice-President	Box 1109 Sterling, Co. 80751
Mary H. Nove	Treasurer	Box 357 Mountain Home, Id 83647
Cindy G. Sudan	Securtary	Box 1109 Sterling, Co. 80751

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
50,000.		no-par-value

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
50,000.		no-par-value

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 23rd 1983

By

Alan D. J. Nove

Its President/Vice President (please specify)

and

Mary H. Nove

Its Secretary/Assistant Secretary (please specify)

STATE OF Idaho)
)ss
COUNTY OF Elmore)

I, Sharon Leatherwood, a notary public, do hereby certify that on this 8th day of September, 19 83, personally appeared before me Alan D. J. Nove, who being by me first duly sworn, declared that he is the President of Mountain States Theatres, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Sharon Leatherwood
Notary Public

[illegible]

34. The period of duration is

1. The purpose of this project is to determine the effect of the use of the word "and" in the title of a document on the number of times the document is read.

For 1978: The aggregate number of shares which the Corporation shall have the right to issue is 10,000,000 and the par value of each share shall be 25 cents.

File 174 Cumulative voting of shares of stock is ~~not~~ authorized.

859-11 Provisions limiting or denying to the shareholders the percentage rights of vote and the treasury shares of the corporation, if any, are

REMARKS: The address of the initial registered office of the corporation is
 1104, Springfield, Vermont.
 Address of the first building number Street (if none) State number Town or City County and State

and the name of its initial registered agent at such address is _____

RECAPITAL Address of the place of business _____

_____ in and to, _____

ARTICLE 10. The number of directors constituting the board of directors of the corporation shall be 10, and the names and addresses of the persons who are to serve as directors until their successors are elected and become qualified are:

Name	Address	City	State	Zip	Phone	Age	Sex	Marital Status	Occupation	Education	Religion	Political Party	Other
1. Name	2. Address	3. City	4. State	5. Zip	6. Phone	7. Age	8. Sex	9. Marital Status	10. Occupation	11. Education	12. Religion	13. Political Party	14. Other
1. Name	2. Address	3. City	4. State	5. Zip	6. Phone	7. Age	8. Sex	9. Marital Status	10. Occupation	11. Education	12. Religion	13. Political Party	14. Other

...and the

...and the

11. The name and address of each incorporator is (List below):

NAME	DATE	TIME	LOCATION	REMARKS
John Doe	10/10/10	10:00	1000	1000

Signed: Adrian C. Smith

STATE OF Colorado Signed _____
COUNTY OF Denver ss. _____

Page 1 of 1

The foregoing instrument was acknowledged before me this 27th day of January, 1964.

_____ (name of each investigator)

WITNESS WHEREOF I have hereunto set my hand and seal

TOTAL OF PAGES \$24.75

MUST BE TYPEWRITTEN (BLACK)
THREE ORIGINALS AND ONE COPY

[Handwritten signature]

2078 500 468

for office use only

MAIL TO
Colorado Secretary of State
Corporations Office
1575 Sherman St. 2nd Fl.
Denver, CO 80201
CRO 200 2301

51565 3 12

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR OF REGISTERED AGENT OR BOTH

STANDARD FORM NO. 100-101
Prescribed by GSA FPMR (41 CFR) 101-11.6

To the Secretary of State
of the State of Colorado

Pursuant to the provisions of the Colorado Corporation Act and the Limited Partnership Act of 1981, the undersigned corporation or Limited Partnership organized under the laws of the State of Colorado submits the following statement for the purpose of changing its registered office or its registered agent, or both in the State of Colorado:

First: The name of the corporation or Limited Partnership is
MOUNTAIN STATE THEATRES, INC.

Second: the address of its REGISTERED OFFICE is **313 Poplar Box 110V
Sterling, Co. 80751**

Third: The name of its REGISTERED AGENT is **Alan D. J. Nove**

Fourth: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical **313 Poplar and 10653 Hwy 14
Sterling, Co. 80751**

Fifth: The address of its place of business in Colorado is **MOUNTAIN STATE THEATRES, INC.**

By Stanley J. Sider (Note 1)
its **Vice** President
its Registered Agent (Note 2)
its General Partner

Subscribed and sworn to before me this 2 day of April
1982

My Commission Expires
**NOTARY PUBLIC
STATE OF COLORADO
LORENE E. RIGEL**

Lorene E. Rigel
Notary Public (State #)
My Commission Expires Feb. 27, 1987
220 Ninth Street, Sterling, CO 80751
Address

- Notes: 1. Exact name of corporation or Limited Partnership making the statement
2. Signature and title of officer signing for the corporation, must be President or Vice President for a Limited Partnership, must be a General Partner
3. For the Limited Partnership: This statement may be executed by the registered agent which is located only a registered address change. A copy of this statement has been forwarded to the corporation by the registered agent.
4. Signature of Notary Public must be exactly as shown on Notarial Seal, and must agree with notarial commission.

COMPUTER UPDATE COMPLETE