

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/25/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Century Theatres, Inc.		09/16/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	California Century Theatres, Inc.
Street Address:	150 Pelican Way
City:	San Rafael
State/Country:	CALIFORNIA
Postal Code:	94901
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2693359	CINEARTS
Registration Number:	2583400	THE RHYTHM ROOM
Registration Number:	1831626	CENTURY THEATRES

CORRESPONDENCE DATA

Fax Number: (312)660-0471
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-861-6371
 Email: rprescan@kirkland.com
 Correspondent Name: Renee Prescan
 Address Line 1: 200 E. Randolph Drive
 Address Line 2: Kirkland & Ellis LLP
 Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	41988-1 RMP
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CH \$90.00 2693359

NAME OF SUBMITTER:	Renee M. Prescan
Signature:	/Renee M. Prescan/
Date:	11/03/2006
Total Attachments: 2 source=Century Theatres (DE) to Century Theatres (CA)#page1.tif source=Century Theatres (DE) to Century Theatres (CA)#page2.tif	

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 25 2003

KEVIN SHELLEY
Secretary of State

**CERTIFICATE OF OWNERSHIP
MERGING
CENTURY THEATRES, INC.
INTO
CALIFORNIA CENTURY THEATRES, INC.**

We, Joseph Syufy, the President, and, Andrew C. McCullough, the Secretary, of Century Theatres, Inc., do hereby certify:

1. That they are the President and the Secretary of this corporation.
2. That this corporation is duly organized and existing under the laws of the State of Delaware, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.
3. That this corporation owns 100 percent of the outstanding shares of California Century Theatres, Inc., a corporation duly organized and existing under the laws of the State of California.
4. That the following resolutions were duly adopted and approved by the board of directors of this corporation:

RESOLVED that Century Theatres, Inc. merges, and does hereby merge, into its subsidiary, California Century Theatres, Inc., and that California Century Theatres, Inc. assumes all of its obligations pursuant to Section 1110 of the California Corporations Code.

FURTHER RESOLVED that California Century Theatres, Inc. change its name by amending Article I of its Articles of Incorporation to read as follows:


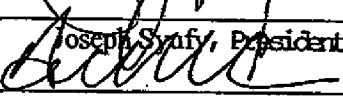
"I. The name of this corporation shall be Century Theatres, Inc."

5. That the entire resolutions relating to the merger were duly adopted and approved by the board of directors of this corporation and the board of directors of California Century Theatres, Inc. Such adopted and approved resolutions include the following resolution specifically related to conversion:

RESOLVED, upon the effective date of the merger, each share of this corporation's Common Stock (or fraction thereof) issued and outstanding immediately prior thereto shall, by virtue of the merger and without any further action by this corporation, their stockholders or any other person, be converted into, exchanged for one hundred thousand (or portion thereof) fully paid and nonassessable shares of California Century Theatres, Inc. Common Stock and issued on a pro-rata basis, to the holders of the stock of this corporation's Common Stock on surrender of any stock certificates of this corporation. No fractional share shall be issued upon the exchange of any share or shares of this corporation's Common Stock for California Century Theatres, Inc. Common Stock (although California Century Theatres, Inc.'s Common Stock may be issued for fractional shares of this corporation's Common Stock as provided above).

6. The entire resolutions relating to the merger (which include the principal terms of the merger) were also duly adopted and approved by 100% of the shareholders of this corporation and 100% of the shareholders of California Century Theatres, Inc.

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed at San Rafael, CA, on September 16, 2003.

By 
Joseph Syafy, President
By 
Andrew C. McCullough, Secretary

10/31/2001 C T System Online



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RECORDED: 11/03/2006

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REEL: 003421 FRAME: 0376