

UNITED STATES OF AMERICA
State of Louisiana

James H. "Jim" Brown
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

a copy of the Articles of Incorporation of

PLAZA THEATRE CONDOMINIUMS, INC.,

Domiciled at New Orleans, Louisiana, Parish of Orleans,

A corporation organized under the provisions of R.S. 1950,
Title 12, Chapter 2, as amended,

By Act executed on July 10, 1984, and acknowledged on July
10, 1984, the date when corporate existence began,

Was filed and recorded in this Office on July 12, 1984, in
the Record of Non-Profit Corporations Book 341,

And all fees having been paid as required by law, the
corporation is authorized to transact business in this
State, subject to the restrictions imposed by law, including
the provisions of R.S. 1950, Title 12, Chapter 2, as
amended.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,
July 12, 1984.*

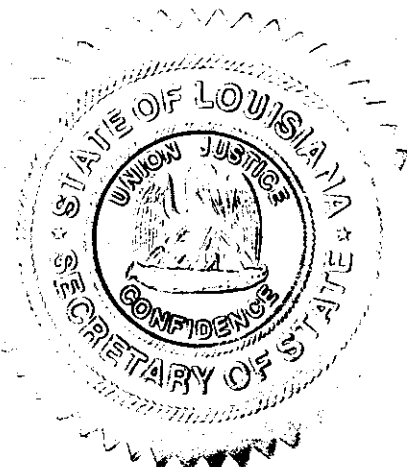
Jim Brown

Secretary of State

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ARTICLES OF INCORPORATION
OF
PLAZA THEATRE CONDOMINIUMS, INC.

The undersigned incorporator does hereby organize and form a non-profit corporation under Chapter 2, Section 201-269 of the laws of the State of Louisiana and certifies as follows:

ARTICLE I

NAME

The name of the Corporation shall be:

PLAZA THEATRE CONDOMINIUMS, INC.

hereinafter for convenience referred to as the "Association."

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 9, Sections 1121-1142, Laws of the State of Louisiana, hereinafter referred to as the "Condominium Act" for the operation and administration of the condominium property regime known as Plaza Theatre Condominiums, hereinafter referred to as the "Condominium," located in the State of Louisiana, Parish of Orleans, on Lots 10 and 11, No. 13 of the Sixth District of the City of New Orleans.

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ARTICLE III

INCORPORATOR

The incorporator and her address is: Jacqueline McPherson, Suite 1500, 1010 Common Street, New Orleans, Louisiana 70112.

RECORDED IN THE NOTARIAL OFFICE
BOOK 2462 VOL. NO. 567
NEW ORLEANS, LA. 7/20 1984
S. Lyane D.R.

ARTICLE IV

DOMICILE

The domicile of this Corporation shall be 5936 Magazine Street, New Orleans, Louisiana 70115.

ARTICLE V

POWERS

The Association shall have: (1) all the common law and statutory powers of a non-profit corporation except those which conflict with the provisions of these Articles; (2) all the powers and duties set forth in the Condominium Act except to the extent that they may be limited by these Articles and by the Declaration creating Plaza Theatre Condominiums, hereinafter referred to as the "Condominium Declaration;" and (3) all the powers and duties reasonably necessary to operate the Condominium as set forth in the Condominium Declaration, and as it may be amended from time to time.

ARTICLE VI

MEMBERS

This Corporation is to be organized on a non-stock basis. There shall be only one class of membership. The members of the Association shall consist of all the record owners of units in the Condominium. Membership in the Association shall be established by recordation in the conveyance records of the Parish where the condominium property is located, of a deed or other instrument translative of title establishing a record title to a unit in the Condominium and the delivery to the Association of a certified copy of such instrument, the owner designated by such instrument thereby automatically becoming a member of the Association. The percentile share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner

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except as an appurtenance to his unit. The exact number of votes to be cast by record owners of units and the manner of exercising voting rights, shall be according to the By-Laws of the Association.

ARTICLE VII

DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of such number of directors as shall be determined by the By-Laws, but not less than three (3) directors.

ARTICLE VIII

BY-LAWS

The Board of Directors shall adopt the first By-Laws of the Association.

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation shall be amended by a majority vote of the members, or in the manner as may be set out in the By-Laws adopted from time to time by the Board of Directors. A copy of each amendment shall be certified by the Secretary of State and recorded in the public records of the Parish where the condominium property is located.

ARTICLE X

TERM OF ASSOCIATION

The Association shall continue to exist for the life of the Condominium unless the members terminate the Association sooner by their unanimous consent. The termination of the Condominium in accordance with the provisions of the Master Deed shall terminate the Association.

ARTICLE XI

REGISTERED OFFICE

The registered office of the Corporation shall be: 5936 Magazine Street, New Orleans, Louisiana 70115.

ARTICLE XII

REGISTERED AGENT

The registered agent of the Corporation shall be: Jon Edwards, 7701 Hampson, New Orleans, Louisiana.

ARTICLE XIII

FIRST DIRECTORS

The names and addresses of the First Directors of this Corporation shall be:

Jon Edwards
7701 Hampson
New Orleans, Louisiana

Peter Streit
7701 Hampson
New Orleans, Louisiana

Don Landry
7701 Hampson
New Orleans, Louisiana

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IN WITNESS WHEREOF, I have hereunto set my hand this 10 of

July, 1984.

Jaqueline McPherson
JACQUELINE McPHERSON

A C K N O W L E D G M E N T

STATE OF LOUISIANA

PARISH OF ORLEANS

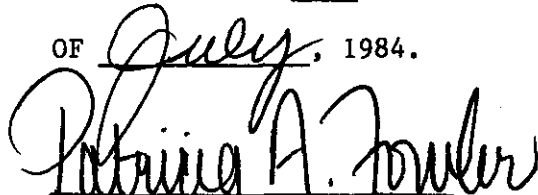
BEFORE ME, the undersigned Notary Public, in and for the Parish and State aforesaid, on this 10 day of July, 1984, personally came and appeared JACQUELINE McPHERSON, who declared and acknowledged to me, Notary that she is the identical person who executed the foregoing instrument in writing; that her signature thereon is true and genuine, and that she executed said instrument of her own free will and accord and for the uses, purposes, and considerations therein expressed.


JACQUELINE McPHERSON

SWORN TO AND SUBSCRIBED

BEFORE ME THIS 10 DAY

OF July, 1984.


PATRICIA A. FOWLER
NOTARY PUBLIC

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