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RECORDING REQUESTED BY
AND WHEN RECORDED RETURN TO:

SHEPPARD, MULLIN, RICHTER & HAMPTON
333 South Hope Street, 48th Floor
Los Angeles, California 90071

Attention: Nancy S. Schwappach

4848594
15 NOVEMBER 89 03:17 PM
KATIE L. DIXON
RECORDER, SALT LAKE COUNTY, UTAH
METRO NATIONAL TITLE
REC BY: REBECCA GRAY , DEPUTY

FIRST AMENDMENT TO LEASE
AND MEMORANDUM OF LEASE

THIS FIRST AMENDMENT TO LEASE AND MEMORANDUM OF LEASE ("First Amendment") is executed as of October 31, 1989, between BROADWAY CENTRE LIMITED, a Utah Limited Partnership ("Landlord") and PLITT THEATRES, INC., a Delaware corporation ("Tenant").

RECITALS

A. Pursuant to that certain Lease (the "Lease") dated as of May 31, 1989, by and between Landlord and Tenant, Landlord leased to Tenant and Tenant leased from Landlord certain real property described in the Lease as the "Premises."

B. A Memorandum of Lease (the "Memorandum of Lease") dated as of May 31, 1989, by and between Landlord and Tenant and evidencing the Lease was recorded on June 21, 1989, as Entry No. 4790970, in Book 6137, at Page 1509 of the Official Records of Salt Lake County, Utah.

C. Landlord and Tenant desire to amend the Lease and the Memorandum of Lease to revise the legal description of the real property described therein.

AGREEMENT

1. Exhibit "A" of the Lease and Exhibit "A" of the Memorandum of Lease are hereby amended and restated in their entirety to read as described in Exhibit "A" attached hereto.

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2. Except as specifically modified herein, the Lease and the Memorandum of Lease remain unmodified and in full force and effect.

IN WITNESS WHEREOF, Landlord and Tenant have caused this Amendment to be duly executed as of the date first written above.

"Landlord:"

BROADWAY CENTRE LIMITED,
a Utah Limited Partnership

By: Pentalon Corp.,
a Utah corporation

By: [Signature]
Fred L. Morris - Pres. Pentalon Corp.
[Printed Name and Title]

By: [Signature]
Richard C. Workman - Vice Pres. Pentalon Corp.
[Printed Name and Title]

"Tenant:"

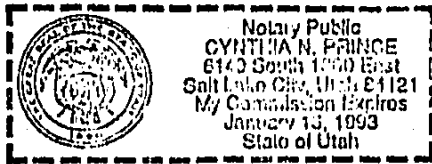
PLITT THEATRES, INC.,
a Delaware corporation

By: [Signature]
Mark R. Kaplan
Vice President

Acknowledgements

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On ~~October~~ ^{November} 6, 1989, before me, the undersigned, personally appeared Fred L. Morris, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument as President of the corporation therein named and acknowledged to me (1) that said corporation executed it pursuant to its bylaws or a resolution of its board of directors, as a general partner of the partnership therein named, and (2) that said partnership executed it.

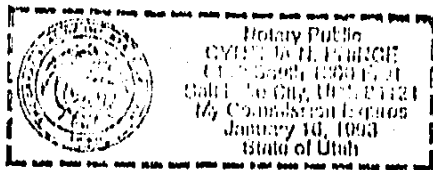


Cynthia N. Prince
Notary Public in and for
said County and State

My commission expires: 1-10-93

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On ~~October~~ ^{November} 6, 1989, before me, the undersigned, personally appeared Richard C. Workman personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument as Vice President of the corporation therein named and acknowledged to me (1) that said corporation executed it pursuant to its bylaws or a resolution of its board of directors, as a general partner of the partnership therein named, and (2) that said partnership executed it.



Cynthia N. Prince
Notary Public in and for
said County and State

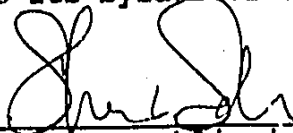
My commission expires:

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STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

)
) SS.
)

On October 31, 1989, before me, the undersigned, personally appeared MARK R. KAPLAN, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument as Vice President of the corporation therein named and acknowledged to me that said corporation executed it pursuant to its bylaws or a resolution of its board of directors.



Notary Public in and for
said County and State

My commission expires:

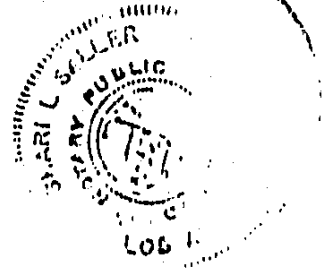


EXHIBIT "A"

BROADWAY CENTRE LEGAL DESCRIPTION

PARCEL 1:

Commencing at the Southwest corner of Lot 4, Block 56, Plat "A", Salt Lake City Survey; and running thence North 188 feet; thence East 243 feet; thence South 188 feet; thence West 243 feet to the point of beginning.

ALSO:

The South 188 feet of the West half of Floral Avenue, as located within Lot 3, Block 56, Plat "A", Salt Lake City Survey being more particularly described as follows:

Beginning at a point 78 feet East from the Southwest corner of Lot 3, Block 56, Plat "A", Salt Lake City Survey; and running thence North 188 feet; thence East 5 feet; thence South 188 feet; thence West 5 feet to the point of beginning.

PARCEL 2:

Beginning at the Southeast corner of Lot 3, Block 56, Plat "A", Salt Lake City Survey; thence West 77 feet; thence North 196 feet; thence East 77 feet; thence South 196 feet to the point of beginning.

TOGETHER WITH one-half the vacated street abutting said property on the West.

PARCEL 3:

Beginning 177 feet North from the Southwest corner of Lot 2, Block 56, Plat "A", Salt Lake City Survey; and running thence North 20 feet; thence East 51 feet, more or less, to the West line of Edison Street; thence South 20 feet; thence West 51 feet, more or less, to the point of beginning.

PARCEL 4:

Beginning at the Southwest corner of Lot 2, Block 56, Plat "A", Salt Lake City Survey; and running thence North 177 feet; thence East 51 feet, more or less, to the West line of Edison Street; thence South along said West line of Edison Street 177 feet; thence West 51 feet, more or less, to the Southwest corner of said Lot 2 and the point of beginning.

PARCEL 5:

Part of Lots 2 and 3, Block 56, Plat "A", Salt Lake City Survey; commencing 100 feet South from the Northwest corner of Lot 2, Block 56, Plat "A", Salt Lake City Survey; and running thence East 50 feet, more or less, to the West line of Edison Street; thence South 33 feet; thence West 50 feet, more or less, to the West line of Lot 2; thence South 1 foot; thence West 79 feet; thence North 33 feet; thence East 79 feet; thence North 1 foot to the place of beginning.

ALSO, a right of way over:

Beginning 77 feet West of the Southeast corner of Lot 3, Block 56, Plat "A", Salt Lake City Survey; and running thence North 196 feet; thence West 10 feet; thence South 196 feet; thence East 10 feet to the place of beginning.

ALSO a right of way over:

Beginning 79 feet West and 34 feet South of the Northeast corner of said Lot 3, Block 56, Plat "A"; and running thence South 100 feet; thence West 16 feet; thence North 100 feet; thence East 16 feet to the place of beginning.

ALSO a right of way over:

Commencing 88 feet West of the Northeast corner of Lot 3, Block 56, Plat "A", Salt Lake City Survey; and running thence South 34 feet; thence East 6-1/2 feet; thence North 34 feet; thence West 6-1/2 feet to the place of beginning.

Property Address:

300 SOUTH STATE STREET
SALT LAKE CITY, UTAH 84111

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