

**RESOLUTION ADOPTED IN UNANIMOUS CONSENT
OF THE BOARD OF DIRECTORS OF
DICKINSON THEATRES, INC.**

Whereas, it is in the best interest of Dickinson Theatres, Inc. ("DTI"), to file a Voluntary Bankruptcy Petition in the United States Bankruptcy Court for the District of Kansas, pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Ronald J. Horton, as CEO/President of DTI, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 Voluntary Bankruptcy Petition on behalf of DTI; and

Be It Further Resolved, that Ronald J. Horton, as CEO/President of DTI, is authorized and directed to appear in all Bankruptcy proceedings on behalf of DTI, and to otherwise do and perform all acts and deeds, and to execute and deliver all necessary documents on behalf of DTI in connection with such bankruptcy case; and

Be It Further Resolved, that Ronald J. Horton, as CEO/President of DTI, is authorized and directed to employ Paul M. Hoffmann an attorney for the law firm of Stinson Morris Hecker, LLP, and the law firm of Stinson Morrison Hecker LLP, and Robert J. Rayburn, III, another attorney, to represent DTI in such bankruptcy case.

Date: 9/21/12

Signed: 
Ronald J. Horton, Sole Director