

STATE OF NEW YORK)

COUNTY OF NEW YORK)

FULL SATISFACTION OF RECORDED LIEN

KNOW ALL MEN BY THESE PRESENTS, THAT: the undersigned acknowledges full payment of the indebtedness secured by that certain Mortgage, Leasehold Mortgage, Fixture Filing and Financing Statement (the "Mortgage"), dated as of May 28, 2004, executed by Rave Motion Pictures Birmingham III, L.L.C., as grantor (the "Grantor"), in favor of The Bank of New York, as mortgagee, in its capacity as agent (the "Agent") under that certain Amended and Restated Secured Guaranteed Credit Agreement (the "Amended and Restated Credit Agreement"), dated as of May 28, 2004, executed by Rave Reviews Cinemas, L.L.C. (the "Borrower"), the Agent and the Banks (as such term is defined in the Amended and Restated Credit Agreement), as amended and restated by that certain Second Amended and Restated Secured Guaranteed Credit Agreement (the "Second Amended and Restated Credit Agreement"), dated as of November 30, 2005, executed by the Borrower, the Agent and the Banks (as such term is defined in the Second Amended and Restated Credit Agreement), which said Mortgage, recorded in the Office of Shelby County, Alabama (the "Probate Office") as Instrument No. 20040713000385760, was amended by that certain First Amendment to Mortgage, Leasehold Mortgage, Fixture Filing and Financing Statement, dated as of October 7, 2005 and recorded in the Probate Office as Instrument 20060310000112360, and was further amended by that certain Second Amendment to Mortgage, Leasehold Mortgage, Fixture Filing and Financing Statement, dated as of November 30, 2005 and recorded in the Probate Office as Instrument 20060310000112380. The undersigned does further hereby release and satisfy said Mortgage, as amended, and surrender the same as canceled, together with that certain Collateral Assignment of Leases and Contracts, dated as of May 28, 2004, from the Grantor, as assignor, to the Agent, as assignee, and recorded in the Probate Office as Instrument 20040713000385770, as amended by that certain First Amendment to Collateral Assignment of Leases and Contracts, dated as of October 7, 2005 and recorded in the Probate Office as Instrument 20060310000112370, and as further amended by that certain Second Amendment to Collateral Assignment of Leases and Contracts, dated as of November 30, 2005 and recorded in the Probate Office as Instrument 20060310000112390.

20070103000001470 2/2 \$19.00
Shelby Cnty Judge of Probate, AL
01/03/2007 02:23:47PM FILED/CERT

IN WITNESS WHEREOF, the undersigned has caused these presents to be executed this 10th day
of October, 2006.
December

MORTGAGEE / AGENT:

THE BANK OF NEW YORK

By: *Laura Neenan*
Name: Laura Neenan
Title: Vice President

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CORPORATE ACKNOWLEDGEMENT

I, the undersigned, Notary Public, in and for said county in said state, hereby certify that Laura Neenan, whose name as Vice President of The Bank of New York, a New York banking corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 10th day of October, 2006.

Carol Attmore

Carol Attmore, Notary Public

CAROL ATTMORE
Notary Public, State of New York
No. 01AT6016145
Qualified in New York County
Commission Expires Nov. 9, 2009