

MORRIS THEATRE COOPERATIVE

MEMBERSHIP UNIT SUBSCRIPTION FORM



This form accompanies the Morris Theatre Cooperative Class A Unit Offering and Subscription Agreement described in the Confidential Private Placement Memorandum dated December 10, 2007.

**MORRIS THEATRE COOPERATIVE
Membership Unit Subscription Form**

Send form and payment to: Morris Theatre Coop – Membership, P.O. Box 552, Morris MN 56267

RELIANCE BY COMPANY

The Subscriber understands that the Company is relying on the representations, warranties and other information provided by the Subscriber in this Subscription Agreement with respect to the offer and sale of the Units. By signing below, the Subscriber certifies that all information provided by the Subscriber in this Subscription Agreement is accurate and complete as of the date listed below and, if not an individual, that the Subscriber is duly organized, validly existing and in good standing and has full authority to execute and agree to this Subscription Agreement. The Subscriber understands and agrees that this Subscription Agreement is irrevocable. Subject to the terms of this Subscription Agreement, the Company will return the Subscriber's Subscription Agreement and cash payment only if the Company rejects this Subscription Agreement.

CAUTION!

This Subscription Agreement is a legal contract between the Subscriber and the Company concerning the purchase of Units. The Company urges the Subscriber to read carefully this entire Subscription Agreement and the Memorandum, including each of its Appendices, for a complete description of an investment in the Units. The Subscriber should obtain the Subscriber's own professional advice with respect to the risks inherent in an investment in the Units, and the suitability of an investment in the Units in light of the Subscriber's financial condition and investment needs.

SUBSCRIPTION AND SUBSCRIBER INFORMATION AND SIGNATURES

Subscription for Units

- A. Number of Units Subscribed For:** _____
(Minimum subscription is 1 Share (\$250))

- B. Total Purchase Price for Units:** _____
(Multiply total on Line A by \$250)

Commitment to Purchase over time: **TOTAL Commitment:** \$ _____
amount per payment: \$ _____ *# of payments:* _____ *monthly / quarterly / annually / other* _____

Subscription for Pre-paid Advertising **amount:** \$ _____

Subscriber Name and Form of Ownership (*Units will be registered as shown in the name(s) printed below*)

Name(s) of Subscriber(s): _____

Form of Ownership – check applicable box:

- Individual
- Individual by Custodian (for minors under 18 years of age)
- Joint Tenants with Right of Survivorship (all signatures must appear below)
- Tenants in Common (all signatures must appear below)
- Individual Retirement Account (signatures of both account owner and trustee or custodian are required)
- Corporation, Limited Liability Company, Partnership or other entity (corporate or limited liability company resolutions or partnership agreement must be enclosed)
- Trust (title and signature pages of trust agreement and all amendments must be enclosed):
Trustee Name(s): _____
Date of trust agreement or last amendment: _____
- Other: Provide detailed information: _____

_____ **Initial here to confirm that you have received a copy of the Prospectus and are a current resident of Minnesota.**

Subscriber Address and Tax Information

Subscriber:

Name: _____

Address: _____

City State Zip

(_____) _____

Telephone Number (include area code)

Email address (optional) _____

Social Security or Taxpayer Identification Number *

State of Residence: _____

Date of Birth (if under 18): _____

(*Note: If more than one social security number is required to be provided, the Company will deliver notices to the Subscriber and address associated with the first social security number.)

Joint or Additional Subscriber or Custodian (or IRA owner):

Name: _____

Address: _____

City State Zip

(_____) _____

Telephone Number (include area code)

Social Security or Taxpayer Identification Number *

State of Residence: _____

Signature(s)

By signing below each Subscriber represents, warrants and agrees as provided in the foregoing Subscription Agreement and that the information provided in this Subscription Agreement, including the Subscription, Subscriber Information and Signature pages is true, correct and complete.

Individuals:

(Includes joint tenants, tenants in common and individual IRA beneficiaries)

Name of Individual Subscriber

Signature of Individual Subscriber

Name of Joint Individual Subscriber or Custodian

Signature of Joint Individual Subscriber or Custodian

Date

Entities:

(Includes corporations, limited liability companies, partnerships, cooperatives, trusts and IRA custodians)

Name of Entity Subscriber

Authorized Signature

Print Name

Title

Date

Acceptance by Company:

This Subscription Agreement has been accepted and agreed to this _____ day of _____, 200____.

MORRIS THEATRE COOPERATIVE

By: _____

Title: _____

Date: _____