

P01000036342

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From:
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BASIC AMENDMENT

RUFUS PRODUCTIONS, INC.

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Amended & Restated
Articles
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August 10, 2001

RUFUS PRODUCTIONS, INC.
TWO DATRAN CENTER SUITE 1609
9130 S DADELAND BLVD
MIAMI, FL 33156

SUBJECT: RUFUS PRODUCTIONS, INC.
REF: P01000036342

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Darlene Connell
Corporate Specialist

FAX Aud. #: H01000088955
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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective August 9, 2001 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: RTV Productions Inc.

Old Name: Rufus Productions, Inc.

Article II. Address. The Corporation's mailing address is:

RTV Productions Inc.

3149 Center Street

Miami FL 33133

Article III. Registered Agent. The Corporation's registered agent is:

Corporate Creations Network Inc.

941 Fourth Street #200

Miami Beach FL 33139

Article IV. Officers. The Corporation's officers are:

President	Frank Droescher
Secretary	Horst R. Ferchl
Treasurer	Frank Droescher
Vice President	Horst R. Ferchl
Vice President	Michael Lichte

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Corporate Creations International Inc.

941 Fourth Street #200

Miami Beach FL 33139

(305) 672-0686

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Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:

Horst R. Ferchl
Frank Droescher
Michael Lichte

Article VI. Capital Stock. The Corporation shall have the authority to issue 2,100 shares of common stock, par value \$1.00 per share.

Article VII. Corporate Existence. The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Rufus Productions, Inc.
RTV Productions Inc.

By: 

Name: Frank Droescher

Title: President

Date: August 9, 2001

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

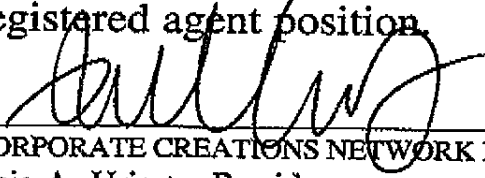
CORPORATION:

RTV Productions Inc.

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**CORPORATE CREATIONS NETWORK INC.
Luis A. Uriarte, President**

Date: 8/9/2001

**Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686**

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