

P04000074866

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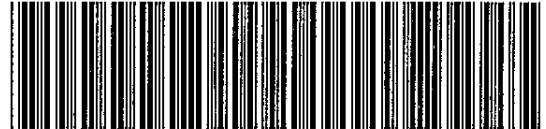
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Amend.

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MIAMI ENTERTAINMENT TELEVISION, INC.

DOCUMENT NUMBER: P04000074866

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DAVID M. LAZARUS, ESQUIRE

(Name of Contact Person)

LAW OFFICE OF DAVID M. LAZARUS

(Firm/ Company)

18901 N.E. 29th Avenue, Suite 100

(Address)

Aventura, FL 33180

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

David M. Lazarus, Esquire

(Name of Contact Person)

at (305) 933-2000

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2004 DEC 30 AM 8:39

Articles of Amendment
to
Articles of Incorporation
of

MIAMI ENTERTAINMENT TELEVISION, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P04000074866

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SEE EXHIBIT "A" ATTACHED HERETO

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

EXHIBIT "A"

**TO ARTICLES OF AMENDMENT OF
MIAMI ENTERTAINMENT TELEVISION, INC.**

Article IV- Capital Stock is hereby amended as follows:

ARTICLE IV-CAPITAL STOCK

To the greatest extent permitted under law, the Board of Directors, without the need for Shareholder approval, shall have the authority to take action or inaction with respect to the securities of the Corporation, including issuance, authorization, suspension or change of any rights or interests, substitution and cancellation.

The capital stock of the Corporation shall consist of a total of Three Hundred Million (300,000,000) shares of Common Stock as follows:

A total of Three Hundred Million (300,000,000) shares of common Stock, par value \$.0001 per share, each share having one vote.

In addition, the Corporation shall have the right to issue a total of an additional Twenty Million (20,000,000) shares of Preferred Stock, par value \$.0001 as follows:

The Preferred Stock shall be issuable, in the discretion of the Board of Directors, in one or more series, to be designated also in the discretion of the Board of Directors. Further, in addition to establishing the series, the Board shall, in its discretion, have the right to fix the number of shares in such series, and in preference, rights and restrictions which apply, including, without limitation, any voting rights, dividend rights, liquidation rights, conversion rights, transfer rights, and redemption rights.

Article V- Capital Stock is hereby amended as follows:

ARTICLE V-BOARD OF DIRECTORS

The board of directors shall consist of at least one member and may have up to seven members. The board of directors shall have, to the fullest extent permitted by law, the authority to set the number of positions on the Board, and to change the same from time to time. The current directors are Michael Sherman and Erik Masters.

Article VI- Capital Stock is hereby amended as follows:

ARTICLE VI-OFFICERS

The Corporation shall have at least one Officer as President. The Board of Directors shall have, to the fullest extent permitted by law, the authority to set the number of Officer positions in the Corporation and to change the same from time to time, provided there is at least one Officer. The current Officers are: Michael Sherman as President and Erik Masters as Vice President and Secretary.

The date of each amendment(s) adoption: 12/17/04

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of December, 2004.

Signature Erik Masters
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Erik Masters
(Typed or printed name of person signing)

Vice President
(Title of person signing)

FILING FEE: \$35