

PO4000100711

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

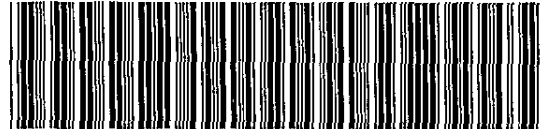
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/27/04--01010--021 **52.50

RECEIVED
04 AUG 27 AM 9:38
DIVISION OF CORPORATION

FILED
04 AUG 27 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend, Rest.
C. Coulton AUG 27 2004

Sunstate Research

Requester's Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Wake Up Productions, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment / Restated
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
WAKE UP PRODUCTIONS, INC.**

WAKE UP PRODUCTIONS, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby amends and restates its Articles of Incorporation in their entirety to read as follows:

ARTICLE I - NAME

The name of this Corporation is WAKE UP PRODUCTIONS, INC., and its address is c/o RJS, 1500 Miami Center, 201 South Biscayne Blvd., Miami, FL 33131.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of one cent (\$.01) par value common stock, which shall be designated "Common Shares."

ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the registered agent of this corporation is Corporation Company of Miami (RJS), 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have three (3) Directors. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than three (3). The names and addresses of the Directors of this Corporation are:

FILED
04 AUG 27 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME

ADDRESS

Jonathan D. Lewis

4649 Ponce de Leon Blvd.
Suite 304
Coral Gables, FL 33146

Brian Feit

4649 Ponce de Leon Blvd.
Suite 304
Coral Gables, FL 33146

Maria Millares

4649 Ponce de Leon Blvd.
Suite 304
Coral Gables, FL 33146

ARTICLE VII – BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII – INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX – INCORPORATOR

The name of the Incorporator of this Corporation is Ricardo J. Souto and his address is 201 South Biscayne Boulevard, Suite 1500, Miami, Florida 33131.

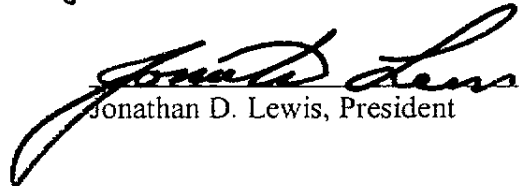
ARTICLE X – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Amended and Restated Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act."

* * * * *

These Amended and Restated Articles of Incorporation have been duly adopted in accordance with the Florida Business Corporation Act by the written consent of the sole shareholder of the Corporation effective August 18, 2004, which constituted all of the votes necessary for approval of the Amended and Restated Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 18th day of August, 2004.

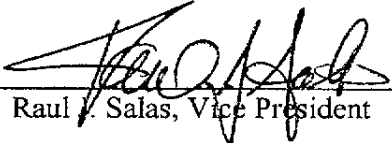

Jonathan D. Lewis, President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS EXECUTED THIS ACCEPTANCE BY REGISTERED AGENT ON THIS 26th DAY OF AUGUST, 2004.

CORPORATION COMPANY OF MIAMI

By: 
Raul J. Salas, Vice President

CERTIFICATE OF SECRETARY

The undersigned hereby certifies that he is the duly elected and acting Secretary of WAKE UP PRODUCTIONS, INC., a Florida corporation (the "Corporation"); that Exhibit "A" attached hereto is a true and exact copy of the resolutions adopted by the sole shareholder of the Corporation approving the execution and filing of the Amended and Restated Articles of Incorporation of the Corporation as of the 18th day of August, 2004, in conformity with the Articles of Incorporation and the Bylaws of said Corporation; and that such resolutions have not been rescinded or modified and remain in full force and effect. The amendments were authorized and approved by the written consent of the sole shareholder of the Corporation.

WITNESS my hand and seal of WAKE UP PRODUCTIONS, INC., as of the 18th day of August, 2004.

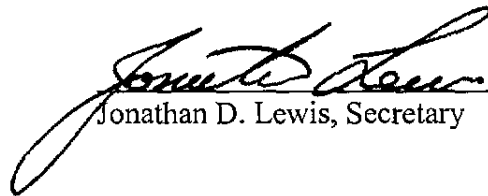

Jonathan D. Lewis, Secretary

EXHIBIT "A"

Amended and Restated Articles of Incorporation

RESOLVED, that the officers of the Corporation shall execute and file Amended and Restated Articles of Incorporation of the Corporation with the Florida Department of State, which shall include the provisions set forth below.

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