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Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
UMF PRODUCTIONS INC**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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MAY 13 2013

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May 13, 2013

VIA FACSIMILE
1-850-617-6380

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: UMF Productions Inc
Document No. P06000109068

Dear Sir/Madam:

The attached **Articles of Amendment to the Articles of Incorporation of UMF Productions Inc** were faxed to the Department of State, Division of Corporations, for filing on May 10, 2013. We were subsequently informed on Monday, May 13, 2013, that the document was rejected because it was not legible. Accordingly, we are re-faxing the document and hereby **request that the original file date of May 10, 2013** be noted as confirmation of your receipt and filing of the attached.

Should you have any questions or comments, I look forward to hearing from you.

Very truly yours



Ronald Albert, Jr.

RA/cl
Attachment

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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
UMF PRODUCTIONS INC**

Pursuant to Chapters 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of UMF PRODUCTIONS INC, a Florida corporation (the "Corporation"), are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is UMF PRODUCTIONS INC.

SECOND: ARTICLE IV of the Articles of Incorporation is amended in its entirety as follows:

"Article IV

The number of shares the corporation is authorized to issue is 1,000 shares of common stock, no par value per share. The corporation, at its option, shall have the right to redeem any or all of the shares of the corporation owned by any one or more of the following: (a) any person or entity who has knowledge of or information about the business operations, business contacts, confidential business information or trade secrets of the corporation, which knowledge or information could be used against the interests of the corporation, and such person or entity is no longer involved in the business operations of the corporation, (b) any person or entity who has provided services to the corporation, whether as an employee or otherwise, but who no longer provides such services to the corporation, and who has, in the determination of the corporation's board of directors, competed, or acted in such a way as may reasonably be construed as an intention to compete, with the corporation or otherwise has taken action, and has the potential to take further action, which is harmful and/or potentially harmful and/or disruptive to the corporation, (c) any person or entity who has provided services to the corporation, whether as an employee or otherwise, but who no longer provides such services to the corporation, and who has competed with the corporation, (d) any person or entity who has provided services to the corporation, whether as an employee or otherwise, but who no longer provides such services to the corporation and/or (e) any person or entity. The redemption price to be paid for each share of the corporation's common stock upon redemption shall be the greater of (i) the fair value per share of common stock, as determined by the corporation's board of directors, or (ii) the book value per share of common stock, as determined by the corporation's board of directors."

THIRD: The foregoing amendment was adopted by unanimous written consent of the Board of Directors and by shareholders owning a majority of the issued and outstanding common stock of the Corporation, in accordance with Chapters 607.1003, 607.0704 and 607.0821 of the Florida Statutes, on May 10, 2013, constituting a sufficient number of director and shareholder votes to approve the amendment.

[SIGNATURE FOLLOWS ON NEXT PAGE]

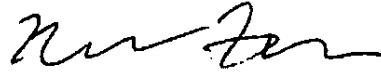
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IN WITNESS WHEREOF, the undersigned has executed this instrument this 10th day of May, 2013.



Russell C. Faibisch, President

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