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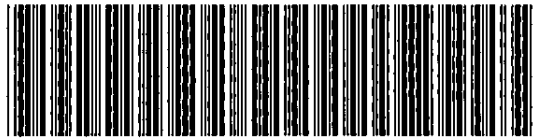
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts DEC 31 2007

HARK | BURKHALTER, PL
ATTORNEYS AT LAW

3301 NW BOCA RATON BLVD., SUITE 200
BOCA RATON, FLORIDA 33431
E-mail: Cliff@harklegal.com

CLIFFORD B. HARK
LAURA BOURNE BURKHALTER
MATTHEW F. YON

Palm Beach: (561) 955-0093
Hollywood: (954) 925-7795
Facsimile: (561) 955-0094

December 21, 2007

VIA FEDEX EXPRESS TRACKING NO. 7988 3817 0047

Florida Department of State
Division of Corporations
Corporation Filings
2661 Executive Center
Clifton Building
Tallahassee, Florida 32301

Re: Laura Mae Productions, Inc.
Filing of Amended and Restated Articles of Incorporation

Dear Division of Corporations Representative:

I am pleased to enclose the Amended and Restated Articles of Incorporation of Laura Mae Productions, Inc., along with a Certificate of Approval of the Restated Articles of Incorporation of Laura Mae Productions, Inc. Please see that these documents are filed and have a certified copy returned to me confirming the filing.

I am also enclosing my firm's Trust Account check number 1544 in the amount of \$43.75, which includes the filing fees [\$35.00] and the fee for the authenticated copy [\$8.75].

I am enclosing a self-addressed stamped envelope for your convenience in returning these documents back to me. Thank you.

Very truly yours,

HARK | BURKHALTER, PL



Clifford B. Hark, Esq.
For the Firm

CBH/cw

Enclosures

Cc: Gary Sorenson
Laura Mae Sorenson

**AMENDED & RESTATED
ARTICLES OF INCORPORATION OF
LAURA MAE PRODUCTIONS, INCORPORATED**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, **LAURA MAE SORENSON**, the undersigned director of this corporation pursuant to Section 607.1007, Florida Statutes, as amended, do hereby amend and restate the Articles of Incorporation as follows.

ARTICLE I - NAME

The name of this corporation is **LAURA MAE PRODUCTIONS, INCORPORATED**

ARTICLE II - PURPOSE AND NATURE OF BUSINESS

The general purposes of for which this corporation is organized are as follows:

1. The transaction of any and all lawful business for which corporations may be organized to transact under Chapter 607, *Florida Business Corporation Act*; and, more specifically,
2. The investment, participation, development, licensing, acquisition and sale of intellectual properties including, but not limited to literature and other types of books and print media, as well as music and films of any and all types, nature or character.

ARTICLE III - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be at 3301 N.W. Boca Raton Blvd., Suite 200, Boca Raton, FL 33431.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 3301 N.W. Boca Raton Blvd., Suite 200, Boca Raton, FL 33431 and the name of the Initial Registered Agent of this corporation is **CLIFFORD HARK**, whose address is 3301 N.W. Boca Raton Blvd., Suite 200, Boca Raton, FL 33431.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The name and address of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-laws and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are

elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
LAURA MAE SORENSON	3301 N.W. Boca Raton Blvd., #200 Boca Raton, Florida 33431

ARTICLE VI - CAPITAL STOCK

There shall be only one (1) class of shares. The maximum number of shares of capital stock which this corporation is authorized to have outstanding at any one time shall be as follows:

**20 Million (20,000,000.00) Shares
of Common Stock
[no par value stock]**

ARTICLE VII – STATED CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than One Thousand and 00/100 Dollars [\$1,000.00].

ARTICLE VIII - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of shares each has elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
LAURA MAE SORENSON	3301 N.W. Boca Raton Blvd., #200 Boca Raton, Florida 33431	10,000,000

ARTICLE IX - DIRECTORS

The initial number of directors of this Corporation shall be one (1). The number of directors may either be increased or decreased from time to time by vote of the stockholders in conformity with the By-laws of the Corporation, but shall never be less than one (1).

ARTICLE X – EXERCISE OF CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

ARTICLE XI – QUALIFICATION AND COMPENSATION OF DIRECTORS

Directors need not be residents of the State of Florida or shareholders. The compensation of the members of the board of directors shall be fixed by the Board of Directors.

ARTICLE XII – REMOVAL OF DIRECTORS

Any or all directors may be removed in accordance with the provisions of Section 607.0808, Florida Statutes.

ARTICLE XIII. EXECUTIVE COMMITTEES

The board of directors, by resolution adopted by a majority of the full board of directors, may designate from among its members, an executive committee and one or more committees, each of which to the extent provided in such resolution, may exercise all of the authority of the board of directors, except such acts set forth in Section 607.0825, Florida Statutes.

ARTICLE XIV. ACTION BY DIRECTORS WITHOUT A MEETING

Any action which may be taken at a meeting of the directors or a committee thereof may be taken without a meeting, provided that a consent in writing setting forth the action so to be taken, signed by all of the directors or all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the board of directors or of the committee.

ARTICLE XV. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time in accordance with the provisions of Section 607.1003, Florida Statutes.

ARTICLE XVI. GENERAL POWERS

This corporation shall have all powers which a corporation of this nature under the laws of the State of Florida may legally exercise, including but not limited to all of those powers enumerated an set forth in Section 607.0302, Florida Statutes.

ARTICLE XVII. OFFICERS

The officers of this corporation shall consist of a president, a secretary and a treasurer, each of whom shall be elected by the board of directors in the manner and at the time prescribed in the by-laws of the corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the board of directors or chosen in such other manner as may be prescribed by the by-laws. Any two or more offices may be held by the same person.

ARTICLE XVIII - DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE XIX - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XX - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she/it already holds, shall have the right to purchase his/her/its *pro rata* share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XXI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XXII - ADDITIONAL RIGHTS AND POWERS

The corporation shall have the further right and power to:


A. From the time determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

B. The Corporation may, in its by-laws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

C. Both stockholders and directors shall have power, if the by-laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

D. The corporation reserves the right to amend, alter, change or appeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

DATED this 20 day of December, 2007.


LAURA MAE SORENSON
3301 N.W. Boca Raton Blvd., #200
Boca Raton, Florida 33431

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 20 day of December, 2007, by LAURA MAE SORENSON, who personally appeared before me at the time of notarization, and who is personally known to me or produced identification in the form of CA D I C and who did take an oath.

NOTARY PUBLIC: 

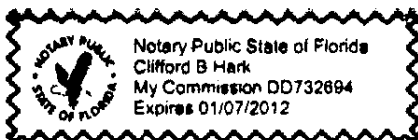
sign

print

CLIFFORD B. HARK
State of Florida at Large

(Seal)

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH Section 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST, that **LAURA MAE PRODUCTIONS, INCORPORATED** desires to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, have named, as its Registered Agent, **CLIFFORD B. HARK**, whose address is 3301 N.W. Boca Raton Blvd., #200, Boca Raton, Florida 33431, to accept service of process within Florida.

Signature: _____


LAURA MAE SORENSON

DATED this 20 day of December, 2007.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: _____


CLIFFORD B. HARK, Registered Agent

DATED this 20 day of December, 2007.

**CERTIFICATE OF APPROVAL OF RESTATED ARTICLES OF
INCORPORATION OF
LAURA MAE PRODUCTIONS, INCORPORATED,
A FLORIDA CORPORATION**

IN COMPLIANCE WITH SECTION 607.1007, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, that LAURA MAE PRODUCTIONS, INCORPORATED, a Florida corporation, desires to file the *AMENDED & RESTATED* ARTICLES OF INCORPORATION OF LAURA MAE PRODUCTIONS, INCORPORATED, a Florida corporation. The foregoing *AMENDED & RESTATED* ARTICLES OF INCORPORATION OF LAURA MAE PRODUCTIONS, INCORPORATED, a Florida corporation, have been authorized and approved by the Shareholders and the Board of Directors in accordance with Florida Statutes §607.1006, 607.1002 and 607.1003.

SECOND, the foregoing *AMENDED & RESTATED* ARTICLES OF INCORPORATION OF LAURA MAE PRODUCTIONS, INCORPORATION, a Florida corporation, supersede the original Articles of Incorporation filed on January 29, 2007 and any amendments thereto.

Signature: _____

 12/20/07²⁴
LAURA MAE SORENSON, Dir