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FILED

In the office of the Secretary of State of the State of California

MAR 1 1967

FRANK H. JORDAN, Secretary of State

[Signature]
Deputy

CERTIFICATE OF AMENDMENT OF ARTICLES

No. chg. to PRODUCERS GUILD OF AMERICA, INC.

OF INCORPORATION OF

SCREEN PRODUCERS' GUILD, INC.

LOUIS F. EDELMAN and FRANK MCCARTHY certify:

1. That they are the president and the secretary, respectively, of SCREEN PRODUCERS' GUILD, INC., a California corporation.

2. That at a meeting of the board of directors of said corporation, duly held at Beverly Hills, California on November 21, 1966, the following resolution was adopted:

"RESOLVED: That Article 1. of the Articles of Incorporation of Screen Producers' Guild, Inc. is hereby amended to read as follows:

'The name of this corporation is PRODUCERS GUILD OF AMERICA, INC.'";

3. That the members have adopted said amendment by written consent, and that the wording of the request for written consent as submitted to the members was as follows:

"Should the Articles of Incorporation and the by-laws of the Screen Producers Guild, Inc. be amended to change its name to the PRODUCERS GUILD OF AMERICA, INC."

YES

NO

4. That the number of members who approved said amendment by their written consent is 162 and that the number of members having voting power is 233; and that all members entitled to vote have equal voting power.

[Signature]
Louis F. Edelman, President

[Signature]
Frank McCarthy, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct. Executed at Beverly Hills, California, on February 24, 1967.

[Signature]
Louis F. Edelman, President

[Signature]
Frank McCarthy, Secretary



I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAR 22 2018 (NBS)

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

245246

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FILED

In the office of the Secretary of State of the State of California

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

X JUL 18 1967 FRANK M. JORDAN, Secretary of State

By [Signature] Deputy

DAVID DORTORT and FRANK MC CARTHY certify:

1. That they are the President and the Secretary, respectively, of PRODUCERS GUILD OF AMERICA, INC., a California corporation.

2. That at a meeting of the Board of Directors of said corporation, duly held at Los Angeles, California, on November 21, 1966, the following resolution was adopted:

RESOLVED: That Article 2 of the Articles of Incorporation of this corporation be amended to read as follows:

"The purposes for which this corporation is formed are:

- (a) The specific and primary purposes are to represent persons engaged in the motion picture, television and allied industries, as producers, and to engage in collective bargaining on their behalf; to promote the professional interests of such persons and to improve the quality of their productions; to afford such persons adequate representation in connection with motion picture, television and allied industry matters directly or indirectly affecting their efficiency, wages, hours and working conditions; to cooperate, where necessary, with other groups or organizations having objectives or interests in common with this corporation; and to protect and preserve the rights and property of such persons and this corporation both at law and under the provisions of

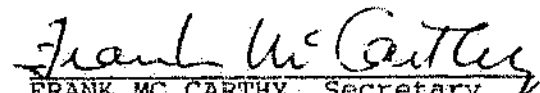
these Articles of Incorporation and Constitution and Bylaws.

(b) The general purposes and powers are to do any and all things necessary, desirable or proper to promote the welfare and interests of this corporation and its members, and to carry into effect or to further any of the foregoing purposes."

3. That the members have adopted said amendment by resolution at a meeting held at Los Angeles, California on November 21, 1966. That the wording of the amended article, as set forth in the members' resolution, is the same as that set forth in the directors' resolution in Paragraph 2 above.

4. That the number of members who voted affirmatively for the adoption of said resolution is 165, and that the number of members constituting a quorum is 78.


DAVID DORTORT, President



FRANK MC CARTHY, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing Certificate are true and correct.

Executed at Los Angeles, California on June 30, ,

1967.


DAVID DORTORT, President


FRANK MC CARTHY, Secretary



I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAR 22 2018 *ns*

Date: _____

Alex Padilla
ALEX PADILLA, Secretary of State