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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**FORM 8-K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 7, 2014

**RESTORGENEX CORPORATION**

NEVADA  
(State or other jurisdiction of incorporation)

000-24477  
(Commission File Number)

86-0776876  
(IRS Employer Identification No.)

1800 Century Park East  
6<sup>th</sup> Floor  
Los Angeles, California 90067  
(Address of principal executive offices)

(310) 526-8700  
(Registrant's telephone number, including area code)

Stratus Media Group, Inc.  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act of 1933 (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(e) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On March 7, 2014, the Company filed an Amended and Restated Articles of Incorporation with the Secretary of State of Nevada (the “Amendment”) pursuant to which the Company effected a 1-for-100 reverse stock split of its common stock and a change in its name from “Stratus Media Group, Inc.” to “RestorGenex Corporation.” The Amendment became effective as of March 7, 2014.

The Company’s stockholders had approved a proposal authorizing the Company’s Board of Directors, in its discretion, to implement a reverse stock split at a ratio of not less than 1-for-50 and not more than 1-for-100. Subsequently, the Board of Directors approved the reverse stock split at a ratio of 1-for-100.

At the effective time of the reverse stock split, every 100 shares of the Company’s pre-split common stock were automatically combined into one share of common stock. No fractional shares are being issued as a result of the reverse stock split. Instead, any fractional share resulting from the reverse stock split will be rounded up to the nearest whole share.

As a result of the reverse stock split, any options, warrants and rights outstanding as of the effective time that are subject to the reverse stock split will be adjusted consistent with the terms of those options, warrants and rights.

The reverse stock split does not alter the par value of the common stock or modify any voting rights or other terms of the commons stock.

The Amended and Restated Articles of Incorporation is filed as Exhibit 3.1 to this report and is incorporated by reference herein.

A news release issued by the Company on March 7, 2014 is filed as Exhibit 99.1 to this report and is incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits**

(d) *Exhibits*

<u>Exhibit No.</u>	<u>Description</u>
3.1	Amended and Restated Articles of Incorporation of the Company.
99.1	News Release, dated March 7, 2014, of the Company.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 7, 2014

**RESTORGENEX CORPORATION**

By: /s/ Tim Boris

Tim Boris, General Counsel & VP Legal Affairs

## Index of Exhibits

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION**

Stratus Media Group, Inc., a corporation organized and existing under the laws of the State of Nevada, hereby certifies as follows:

1. The name of the corporation is hereby being changed in this restatement to "RestorGenex Corporation" This corporation was originally incorporated under the name of Mojave Financial Services, Inc., and the original Articles of Incorporation of the corporation were filed with the Secretary of State of Nevada on January 10, 1995 , as amended by the Certificate of Amendment filed on June 14, 2005; the Certificate of Amendment filed on July 20, 2005; the Certificate of Correction filed on September 22, 2005; the Certificate of Amendment filed on June 13, 2008; the Certificate of Amendment filed on March 13, 2013; and the Certificate of Amendment filed on August 13, 2013 (as amended, the "Original Articles").

2. Pursuant to Chapter 78, Title 7 of Nevada Revised Statutes (the "NRS"), these Amended and Restated Articles of Incorporation restate in its entirety and integrate and further amend the provisions of the Original Articles of this corporation.

3. These Amended and Restated Articles of Incorporation have been approved in the manner required by the NRS, the Original Articles and the corporation's Bylaws. These Amended and Restated Articles of Incorporation were approved and adopted by the Board of Directors of the corporation, and by the holders of at least a majority of the outstanding shares of the Corporation entitled to vote thereon.

**The text of the Amended and Restated Articles of Incorporation as heretofore restated in its entirety is hereby restated and further amended to read as follows**

**ARTICLES OF INCORPORATION  
OF  
RESTORGENEX CORPORATION**

The undersigned, pursuant to and by virtue of Chapter 78 of Nevada Revised Statutes, hereby adopt and acknowledge the following Restated Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is RestorGenex Corporation.

**ARTICLE II**

**RESIDENT AGENT AND REGISTERED OFFICE**

The name of the resident agent and the street address of the registered office in the State of Nevada where process may be served upon the corporation is Incorp Services, Inc. of 2360 Corporate Circle, Suite 400, Henderson, Nevada 89074-7722. The corporation may, from time to time, in the manner provided by law, change the resident agent and the registered office within the State of Nevada. The corporation may also maintain an office or offices for the conduct of its business, either within or without the State of Nevada.

## ARTICLE III

### CAPITAL STOCK

3.1 Authorized Shares. This corporation is authorized to have two classes of stock, designated "Common Stock" and "Preferred Stock". The number of Shares of Common stock authorized to be issued is 1,000,000,000 with Par value of \$.001 per share. The number of Preferred Stock authorized to be issued is 5,000,000 with a par value of \$.001 per share.

3.2 Authority of the Board of Directors with Respect to Preferred Stock. The Board of Directors of the corporation is authorized to determine the number of series into which shares of Preferred Stock may be divided, to determine the designations, powers, preferences and voting and other rights, and the qualifications, limitations and restrictions granted to or imposed upon the Preferred Stock or any series thereof or any holders thereof, to determine and alter the designations, powers, preferences and rights, and the qualifications, limitations and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock or holders thereof, to fix the number of shares of that series and to increase or decrease, within the limits stated in any resolution of the Board of Directors originally fixing the number of shares constituting any series (but not below the number of such shares then outstanding), the number of shares of any such series subsequent to the issuance of shares of that series.

3.3 Reverse Split. Effective as of the filing of these Amended and Restated Articles of Incorporation with the Secretary of State of the State of Nevada (the "**Effective Time**"), every one hundred (100) shares of this Corporation's previously authorized Common Stock, par value \$0.001 (the "**Old Common Stock**") outstanding or held in treasury, shall be automatically combined and reclassified into one (1) validly issued, fully paid and nonassessable share of Common Stock, par value \$0.001 (the "**New Common Stock**"). Each certificate representing shares of the Old Common Stock shall thereafter automatically and without the necessity of presenting the same for exchange, represent the number of shares of the New Common Stock into which the shares of the Old Common Stock represented by such certificate are reclassified and converted hereby; provided, however, that each person of record as of the Effective Time, holding a stock certificate or certificates that represents shares of the Old Common Stock shall receive, upon surrender of stock certificate or certificates, a new certificate or certificates representing the number of shares of the New Common Stock to which such person is entitled. No cash will be paid or distributed as a result of that reverse stock split of this corporation's outstanding shares of Common Stock, and no fractional shares will be issued. All fractional shares which would otherwise be required to be issued as a result of that reverse stock split will be rounded up to the nearest whole share.

## ARTICLE IV

### DIRECTORS AND OFFICERS

4.1 Number of Directors. The members of the governing board of the corporation are styled as directors. The number of directors may be changed from time to time in such manner as shall be provided in the bylaws of the corporation.

4.2 Limited Liability of Directors and Officers. No director or officer of the corporation shall be personally liable to the corporation or any of its stockholders for damages for breach of fiduciary duty as a director or officer; provided, however, that the foregoing provision does not eliminate or limit the liability of a director or officer of the corporation for (a) acts or omissions which involve intentional misconduct, fraud or a knowing violation of law, or (b) the payment of distributions in violation of Nevada Revised Statutes §78.300.

4.3 Payment of Expenses. In addition to any other rights of indemnification permitted by the law of the State of Nevada as may be provided for by the corporation in its bylaws or by agreement, the expenses of officers and directors incurred defending a civil or criminal action, suit or proceeding, involving alleged act or omissions of such officer or director in his or her capacity as an officer or director of the corporation, must be paid by the corporation or through insurance purchased and maintained by the corporation or through other financial arrangements made by the corporation, as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he or she is not entitled to be indemnified by the corporation.

4.4 Repeal and Conflicts. Any repeal or modification of Section 4.2 or 4.3 approved by the stockholders of the corporation shall be prospective only. In the event of any conflict between Section 4.2 or 4.3 and any other Article of the corporation's Articles of Incorporation, the terms and provisions of Section 4.2 or 4.3, as the case may be, shall control.

The undersigned does make and file these Amended and Restated Articles of Incorporation, hereby declaring and certifying that the facts stated here are true and accordingly has set his hand hereto on March 4, 2014.

**RESTORGENEX CORPORATION**

By: /s/ John F. Moynahan  
John F. Moynahan  
Chief Financial Officer

**Stratus Media Group Announces Name Change  
to RestorGenex and Reverse Split of Common Stock**

LOS ANGELES, California (March 7, 2014) - Stratus Media Group, Inc., (OTCBB: SMDI) announced today a name change to RestorGenex Corporation (RestorGenex), as well as a 1 for 100 reverse split of its common stock. Both corporate actions were approved previously by the company's stockholders.

The name change to RestorGenex and the 1 for 100 reverse stock split will be effective at the start of trading on Monday, March 10, 2014. The reverse stock split applies to all of the outstanding shares of Stratus Media Group's common stock, reducing the number of current outstanding shares from 571,348,758 to approximately 5,713,488 shares.

The Company's common stock will trade under the symbol "SMDID" for a period of 20 trading days as a result of the reverse stock split, and common shares will also trade under a new CUSIP number.

"These corporate actions are part of the company's strategy to build a biopharmaceutical company of increasing value to our stockholders as well as a company that will deliver new products to patients and consumers in need," said Sol J. Barer, chairman of the board of RestorGenex.

The Company anticipates that stockholders holding common shares in book form with registered brokerage firms and investment advisors will have the name change and reverse split processed automatically to their accounts without further action required on their part. The Company's shareholders of record will receive a letter of transmittal and instructions from the transfer agent, Registrar and Transfer Company, regarding procedures for submitting their stock certificates in connection with the reverse split. No fractional shares shall be issued in conjunction with the reverse split.

**Forward-Looking Statements**

Statements in this news release relating to plans, strategies, projections of results, and other statements that are not descriptions of historical facts may be forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and the Securities Acts of 1933 and 1934. Forward-looking information is inherently subject to risks and uncertainties, and actual results could differ materially from those currently anticipated due to a number of factors. Although the company's management believes that the expectations reflected in the forward-looking statements are reasonable, it cannot guarantee future results, performance or achievements. The company has no obligation to update these forward-looking statements.

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