

U10000007353

Legal Filings Inc

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APPROVED
AND
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11 FEB 22 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amor
2/22/11
TC

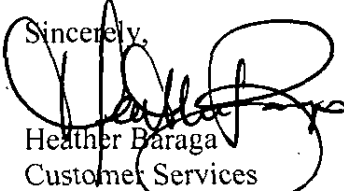
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed please find two copies of Articles of Amendment for **S.M.I.L.E. Photography, Inc.**, enclosed please find a check made out to Florida Department of State for the amount of \$43.75 (\$35.00 for the amendment filing fee and \$8.75 for the certified copy fee).

Please send a stamped copy of the articles to:

Legalfilings.com, Inc
16830 Ventura Blvd, Suite 360
Encino CA 91436

Sincerely,

Heather Baraga
Customer Services

Articles of Amendment
to
Articles of Incorporation
of

S.M.I.L.E. PHOTOGRAPHY, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N10000007353

(Document Number of Corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ (Florida street address)

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

(attach additional sheets, if necessary). (Be specific)

Article III is amended - see the Attachment

[illegible]

The date of each amendment(s) adoption: 2/10/2011
(date of adoption is required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 2/10/2011

Signature Alexia Khella
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Alexia Khella
(Typed or printed name of person signing)

Director, President/CEO
(Title of person signing)

**Attachment to Articles of Amendment to Articles of Incorporation
of**

S.M.I.L.E. PHOTOGRAPHY, INC.

ARTICLE III

- A. This corporation is organized and operated exclusively for one or more of the following purposes: Charitable, Religious, Scientific and/or Educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The specific purpose is give back to local non-profit organizations by capturing in a photograph the smile they bring to faces everyday.
- B. Upon the dissolution or winding up of the organization, its assets remaining after payment, or provision for payment, of all debts and liabilities of this organization shall be distributed to a nonprofit fund, foundation or corporation which is organized exclusively for charitable purposes and which has established its tax exempt status under 501(c)(3), Internal Revenue Code.
- C. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.