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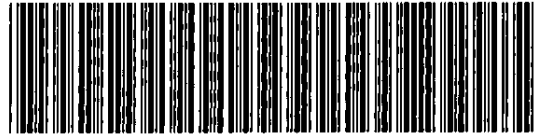
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RECEIVED  
08 MAY 20 AM 11:51  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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08 MAY 20 AM 9:50  
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**DATE: 05-20-08**

**NAME: MYFANCAM.COM, INC**

**TYPE OF FILING: ARTICLES OF INCORPORATION**

**COST: CK FOR \$78.75 ATTACHED**

**RETURN: CERTIFIED COPY**

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**ACCOUNT: FCA0000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

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**ARTICLES OF INCORPORATION**

**OF**

**MyFanCam.com, Inc.**

**FILED**

**08 MAY 20 AM 9:50**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I -- NAME**

The name of the Corporation is **MyFanCam.com, Inc.**

**ARTICLE II -- PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 1800 S. Ocean Dr., Penthouse 2, Hallandale Beach, FL 33009.

**ARTICLE III -- CAPITAL STOCK**

3.1 The Corporation is authorized to issue 100,000,000 shares of Common Stock, par value \$0.0001, and 25,000,000 shares of Preferred Stock, par value \$0.0001. The Preferred stock shall be issuable in series with the rights and obligations of the holders to be determined by the Board of Directors prior to the issuance of such shares.

3.2 The Corporation shall not be subject to the provisions of Florida Statute §607.0902 (Control Share Acquisition).

**ARTICLE IV -- INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial Registered Agent is:

Jonathan D. Leinwand, P.A., 101 NE 3rd Ave., Suite 1500, Fort Lauderdale, FL 33301

**ARTICLE V -- PURPOSE**

This corporation is organized for the purpose of transacting any lawful business.

**ARTICLE VI -- INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be either

increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

| <u>Name</u>     | <u>Address</u>   |
|-----------------|--|
| Robert Grinberg | 1800 S. Ocean Dr. Penthouse 2<br>Hallandale Beach, FL 33009. |
| Benjamin Kaplan | 1800 S. Ocean Dr. Penthouse 2<br>Hallandale Beach, FL 33009  |
| Ivan cohen      | 1800 S. Ocean Dr. Penthouse 2<br>Hallandale Beach, FL 33009  |

#### **ARTICLE VII -- BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

#### **ARTICLE VIII -- INDEMNIFICATION**

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

#### **ARTICLE IX -- AMENDMENTS**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

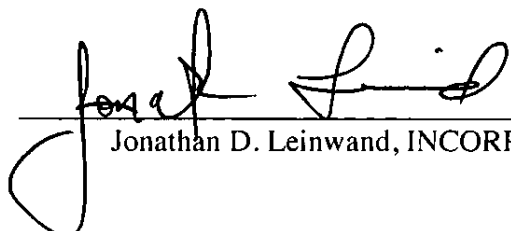
#### **ARTICLE X -- INCORPORATOR**

The name and address of the person signing these Articles is:

| <u>Name</u>          | <u>Address</u>   |
|----------------------|--|
| Jonathan D. Leinwand | 101 NE 3rd Ave., Suite 1500<br>Fort Lauderdale, FL 33301 |

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

19 day of May, 2008.

  
\_\_\_\_\_  
Jonathan D. Leinwand, INCORPORATOR

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is: MyFanCam.com, Inc.
2. The name and address of the Registered Agent and office is:

JONATHAN D. LEINWAND, P.A.  
101 NE 3rd Ave., Suite 1500  
Fort Lauderdale, FL 33301

Signature: \_\_\_\_\_

Title: Incorporator

Date: May 19, 2008

**FILED**  
08 MAY 20 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: \_\_\_\_\_

Jonathan D. Leinwand

Date: May 19, 2008