

**Electronic Articles of Incorporation
For**

P11000001824
FILED
January 06, 2011
Sec. Of State
psmith

PHOTOS FOR CHANGE INCORPORATED

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHOTOS FOR CHANGE INCORPORATED

Article II

The principal place of business address:

3285 NW 63 ST.
BOCA RATON, FL. 33496

The mailing address of the corporation is:

3285 NW 63 ST.
#1
BOCA RATON, FL. US 33496

Article III

The purpose for which this corporation is organized is:

PHOTOS FOR CHANGE IS A REVOLUTIONARY ONLINE MARKETPLACE
WHERE □□□□□□□□ CONSUMERS PURCHASE HUMANITARIAN ARTWORK TO
FUND NON-PROFIT □□□□□□□□ ORGANIZATIONS.

Article IV

The number of shares the corporation is authorized to issue is:

1

Article V

The name and Florida street address of the registered agent is:

JONATHAN STONE
3285 NW 63 ST.
BOCA RATON, FL. 33496

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JONATHAN STONE

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Article VI

The name and address of the incorporator is:

JONATHAN STONE
175 BLEECKER ST.
#1
NEW YORK, NY

Electronic Signature of Incorporator: JONATHAN STONE

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
JONATHAN STONE
3285 NW 63 ST.
BOCA RATON, FL. 33496 US

Article VIII

The effective date for this corporation shall be:

01/01/2011