

The STATEMENT BY INCORPORATORS OF ACTION TAKEN IN LIEU OF ORGANIZATION MEETING, together with a copy of the By-Laws which were adopted in said statement, was then presented to the meeting by the secretary. Thereupon, on motion duly made, seconded and unanimously carried, it was

RESOLVED, that the STATEMENT BY INCORPORATORS OF ACTION TAKEN IN LIEU OF ORGANIZATION MEETING, Dated 12th of May 2011 which has been presented to this meeting, be and hereby is in all respects approved, ratified and confirmed and further

RESOLVED, that the By-Laws in the form adopted by the incorporators in the aforementioned statement be and hereby are adopted as and for the By-Laws of this corporation. The secretary then presented and read to the meeting a copy of the certificate of incorporation of the corporation and reported that on 4th of May 2011 the original thereof was duly filed in the office of the Secretary of State and that a certified copy thereof was recorded on 4th of May 2011 in the office of the Recorder of the County dover. Upon motion duly made, seconded and carried said report was adopted and the secretary was directed to append to these minutes a certified copy of the certificate of incorporation. The chairman presented and read, article by article, the proposed by-Laws for the conduct and regulation of the business and affairs of the corporation. Upon motion duly made, seconded and carried, they were adopted and in all respects, ratified, confirmed and approved, as and for the By-Laws of the corporation. The secretary was directed to cause them to be inserted in the minute book. The secretary submitted to the meeting a seal proposed for use as the corporate seal of the corporation. Upon motion duly made, seconded and carried; it was

RESOLVED, that the seal now presented at this meeting, an impression of which is directed to be made in the margin of the minute book, be and the same hereby is adopted as the seal of the corporation. The chairman then suggested that the secretary of the corporation be authorized to procure the necessary books and that the treasurer of the corporation be authorized to pay all expenses and to reimburse all persons for expenses made in connection with the organization of this corporation. After discussion, on motion duly made, seconded and unanimously carried, it was

RESOLVED, that the secretary of this corporation be and he hereby is authorized and directed to procure all corporate books, books of account and share certificate books required by the statutes of the State of Delaware or necessary or appropriate in connection with the business of this corporation; and it was further

RESOLVED, that the treasurer of this corporation be and he hereby is authorized to pay all charges and expenses incident to or arising out of the organization of this corporation and to reimburse any person who has made any disbursements therefore. The secretary then presented to the meeting a proposed form of certificates for fully paid and non-assessable shares of stock of this corporation. The chairman directed that the specimen copy of such form of certificate be annexed to the minutes of the meeting. Upon motion duly made, seconded and unanimously carried it was;

RESOLVED, that the form of certificate for fully paid and non-assessable shares of stock of this corporation submitted to this meeting, be and it hereby is adopted as the certificate to represent fully paid and non-assessable shares of stock and that a specimen of such certificate be annexed to the minutes of the meeting.

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Henry Miller

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Vharles Stuart