

June 20, 2013.

Panama, Republic of Panama

We, **ATC ADMINISTRATORS INC.**, DO HEREBY ACKNOWLEDGE AND DECLARE that the beneficial interest in and ownership of the 100 fully paid-up shares, represented by Share Certificate number 1 of WILLERBY TRADE INC.. with registered address at Akara Bldg. 24 Decastro Street, P.O. Box 3136 Road Town Virgin Islands (British), and in respect of which we are registered as the holder, are exclusively vested in favour of Brian Tonna, with address at Pebbles Plot 22A Trq Il-Mahsel Marsaskala, Malta, (hereafter called "the client") and that such shares (together with all other shares hereafter issued to us in respect of such shares by way of capitalization of profits or reserves or in any other manner, are and will at all times be held in our name upon trust for the client and WE UNDERTAKE AND DECLARE that we will upon request dully account or and pay to the client, all the dividends and other monies or rights paid or accruing to which we may be entitled by virtue of our holding of the said shares and further undertake and agree that we will execute a transfer thereof or exercise the voting powers thereby conferred or otherwise deal with the said shares in such manner as we may from time to time be directed by the client.

Dated this June 20, 2013.

For and on behalf of
ATC ADMINISTRATORS INC.


Marta Edghill


Yvette Rogers


Luis Quiel
Attorney

WILLERBY TRADE INC.
(the "Company")

Minutes of a Meeting of the Directors held on 19th day of March 2013.

NOTICE: Notice to this Meeting was waived by all persons entitled thereto.

RE/PRESENTED WERE:

GISELLE OCAMPO
JAQUELINE ALEXANDER

CHAIRMAN OF THE MEETING:

GISELLE OCAMPO, Director of the Company, was elected Chairman of the Meeting.

SECRETARY OF THE MEETING:

JAQUELINE ALEXANDER, Director of the Company, was elected Secretary of the Meeting and acted as such, recording the minutes thereof.

IT WAS RESOLVED:

1. That the Company's Memorandum and Articles of Association had been registered at the Registry of Corporate Affairs;
2. That the Registered Agent to the Memorandum and Articles of Association has appointed the Company's first directors;
3. That the Company is authorized to issue a maximum of 50,000 no par value Shares of a single class;
4. That the first Registered Office of the Company is situated at Akara Building, 24 De Castro Street, Wickhams Cay I, Tortola, British Virgin Islands;
5. That the first Registered Agent of the Company is Mossack Fonseca & Co. (B.V.I.) Ltd.
6. That the following person has been appointed Director of the Company with immediate effect. Consent letter to act as director have been received and forms part of the records of the Company:

GISELLE OCAMPO
JAQUELINE ALEXANDER

7. To authorize, as it is hereby authorized, the issuance of the following share certificate for the consideration of US\$1.00 each, to wit:


CERT. NO.	SHARES	MEMBER
1	50,000	ATC ADMINISTRATORS INC.

8. That the original Register of Directors and original Register of members will be kept The Penthouse, Suite 2, Capital Business Centre, Entrance C, Triq Taz-Zwejt ,San Gwann Sgn3000, Malta Island
9. That the records and underlying documentation of the compan will be kept at The Penthouse, Suite 2, Capital Business Centre, Entrance C, Triq Taz-Zwejt , San Gwann Sgn3000, Malta Island.
10. To authorize as is hereby authorized the Registered Agent to up-date the Register of Members by entering the issuance of the following share(s) in the Register of Members:


Share certificate numbered 1 for 50,000 shares issued to ATC ADMINISTRATORS INC.
11. That the Company's common seal be and is hereby adopted, and an impression of Which is made in the margin of this resolution for the purpose of identification;

TERMINATION:

There being no other business, the Meeting ended.



GISELLE OCAMPO – Director
Chairman of the meeting



JAQUELINE ALEXANDER – Director
Secretary of the meeting



WILLERBY TRADE INC.

MEMBER	CERTIFICATE No.	DATE OF ISSUE	No. OF SHARES	NUMBER OF SHARES TO BE ISSUED
ATC ADMINISTRATORS INC.	1	19th March, 2013	100	50,000

Certificate No.: 1

WILLERBY TRADE INC.

Existing under the BVI Business Company Act, 2004

Number of Shares: 50,000

Number of shares authorised to be issued:

A maximum of 50,000 no par value shares of a single class

This is to Certify that:

ATC ADMINISTRATORS INC., is entitled

To FIFTY THOUSAND (50,000) share of the above

Named Company, issued for the consideration of US\$1.00 each, subject to the Memorandum and Articles of Association of the said Company

IN WITNESS WHEREOF the Company has authorised this certificate to be issued this 19th day of March, 2013

G. Laub
GISELLE OCAMPO - Director

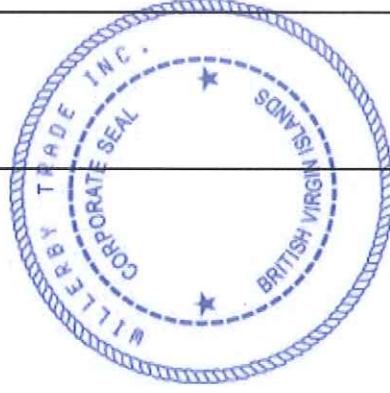
Jaqueline Alexander
JAQUELINE ALEXANDER - Director



WILLERBY TRADE INC.
(Tortola, British Virgin Islands)

REGISTER OF MEMBERS

MEMBERS NAME & ADDRESS	Cert. No.	No. & Class/Series of Shares	Date of Issue	Ceased to be member on:	Transfer/Exchange		
					Date of Transfer	No. & Class/Series of Shares	New Cert. No.
ATC ADMINISTRATORS INC. Mossfon Building, Second Floor East 54 Street, Panama.	1	50,000	19-mar-13				



Original Register Kept at: Akara Building, 24 de Castro Street, Wickhams Cay I, Road Town, Tortola, British Virgin Island