

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TILGATE INC.**

A meeting of the Board of Directors of TILGATE INC., was held at Mossfon Building, 54th Street, Panamá, Republic of Panamá, on 21st July 2015 at 9:00 a.m.

NOTICE: Notice to this meeting as to the date, time, place and purpose was waived by all persons entitled thereto.

PRESENT: The majority of the Directors of the Corporation, there being thus the required quorum, to wit:

**RICARDO SAMANIEGO
YAKELINE PEREZ
YENNY MARTINEZ**

CHAIRMAN OF THE MEETING: RICARDO SAMANIEGO, President of the corporation.

SECRETARY OF THE MEETING: YAKELINE PEREZ, in the absence of the Secretary of the corporation.

RESOLVED:

1. To cancel, as it is hereby cancelled, the following share certificate:


Certificate No.	Shareholders	Number of Shares	Nominal value and Currency
1	ATC ADMINISTRATORS INC.	1	US\$100


2. To authorize, as it is hereby authorized, the issuance of new share certificates in replacement of the above-mentioned and to authorize the issuance of new shares being the total of the authorized share capital, which altogether will be represented by the following share certificate:

Certificates Nos.	Shareholders	Number of Shares	Nominal value and Currency
2	ORION TRUST (NEW ZEALAND) LIMITED as Trustee of HAAST TRUST	100	US\$10,000

3. To authorize, as they are hereby authorized, the President and the Secretary of the Corporation to sign and deliver the respective stock certificates.

TERMINATION: There being no other business, the meeting ended.


RICARDO SAMANIEGO
 Chairman of the Meeting


YAKELINE PEREZ
 Secretary of the Meeting

TILLGATE INC.

SHAREHOLDER	CERTIFICATE NO.	DATE OF ISSUE	NUMBER OF SHARES	AUTHORIZED CAPITAL
ORION TRUST (NEW ZEALAND) LIMITED as Trustee of HAAST TRUST	2	July 22 nd , 2015	100	US\$10,000.00

Certificate No.: 2

Number of Shares: 100

TILLGATE INC.

Panama, Republic of Panama

The Articles of Incorporation of this corporation are duly registered at the Mercantile Section of the Public Registry at Microjacket 808516, Document 2425726.

Authorized Capital

TEN THOUSAND DOLLARS (US\$10,000.00), legal tender of the United States of America, divided into ONE HUNDRED SHARES (100), which may be nominative or bearer shares, of a nominal value of ONE HUNDRED DOLLARS (US\$100) each.

It Is Hereby Certified:

That ORION TRUST (NEW ZEALAND) LIMITED as Trustee of HAAST TRUST is the owner of ONE HUNDRED (100) shares of this corporation's capital. The shares represented by this share certificate are fully paid and non-assessable.

IN WITNESS WHEREOF the corporation has authorized this certificate to be issued this 22nd day of July, 2015


RICARDO SAMANIEGO
Director


YAKELINE PEREZ
Director