

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "VETERANS WATCHMAKER INITIATIVE INC.", A CORPORATION CREATED AND EXISTING UNDER THE LAWS OF NEW YORK FILED IN THIS OFFICE, THE FIRST DAY OF MARCH, A.D. 2013, AT 12:53 O'CLOCK P.M., A CERTIFICATE ISSUED BY AN AUTHORIZED OFFICER OF THE JURISDICTION OF ITS INCORPORATION EVIDENCING ITS CORPORATE EXISTENCE, TOGETHER WITH A SWORN STATEMENT SETTING FORTH "SAMUEL CANNAN", IN THE CITY OF DOVER, AS A REGISTERED AGENT IN THIS STATE, AND ALL THE INFORMATION REQUIRED BY SECTION 371(B) (2), AND IS ENTITLED TO DO BUSINESS IN THIS STATE.


PROVIDED, HOWEVER, THAT THE SAID "VETERANS WATCHMAKER INITIATIVE INC." SHALL NOT WITHIN THE LIMITS OF THIS STATE, BY ANY IMPLICATION OR CONSTRUCTION, BE DEEMED TO POSSESS THE POWER OF DISCOUNTING BILLS, NOTES, OR OTHER EVIDENCE OF DEBT, OF RECEIVING DEPOSITS, OF BUYING AND SELLING BILLS OF EXCHANGE, OR OF ISSUING BILLS, NOTES OR OTHER EVIDENCE OF DEBT UPON LOAN FOR CIRCULATION AS MONEY.

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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0277957

DATE: 03-12-13