

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 922-4003

From:
Account Name : GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)
Account Number : 076077002561
Phone : (305) 376-6023
Fax Number : (305) 376-6010

FOREIGN PROFIT QUALIFICATION

BOLIVAR GOLDFIELDS LTD. INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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Corporate Filing

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 26 AM 10:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 26 PM 12:12

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10/26

FAX AUDIT NO.: H00000056434

TRANSMITTAL LETTER**TO:** Registration Section
Division of Corporations**SUBJECT:** Bolivar Goldfields Ltd. Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ms. Michelle Sanderson, Certified Legal Assistant
(Name of Person)Gunster Yoakley
(Firm/Company)2 S. Biscayne Blvd., Suite 3400
(Address)Miami, Florida 33131
(City/State and Zip code)

For further information concerning this matter, please call:

Ms. Michelle Sanderson, CLA at (305) 376-4181
(Name of Person) (Area Code & Daytime Telephone Number)**STREET ADDRESS:**
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399**MAILING ADDRESS:**
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☒ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FLORIDA

FAX AUDIT NO.: H00000056434

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Bolivar Goldfields Ltd. Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Yukon Territory, Canada
(State or country under the law of which it is incorporated)
3. N/A
(FEI number, if applicable)
4. September 14, 1993
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1 Dundas Street West, Suite 2500, Toronto, Ontario M5G 1Z3 Canada
(Principal office address)
1 Dundas Street West, Suite 2500, Toronto, Ontario M5G 1Z3 Canada
(Current mailing address)
8. Any lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Valdes-Fauli Corporate Services, Inc.
Office Address: 2 S. Biscayne Blvd., Ste 3400
Miami, Florida 33131
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

VALDES-FAULI CORPORATE SERVICES, INC.

By: [Signature]
(Registered agent's signature)
Mark J. Scheer, Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

~~Members:~~ Serafino IaconoAddress: 1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 Canada~~Members:~~ Miguel de la CampaAddress: 1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 CanadaDirector: Mauro CoppolaAddress: 1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 CanadaDirector: Juan Francisco ClericoAddress: 1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 Canada

** See attached addendum for additional directors

B. OFFICERS

CEO
~~Members:~~ Serafino IaconoAddress: Same as aboveVice President: of business development - Manfred KrugerAddress: 1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 CanadaSecretary: and Legal Counsel - Peter VolkAddress: 1 Dundas Street West, Suite 2500, Toronto, Ontario M5G 1Z3 CanadaActing CFO
~~Members:~~ Don FordAddress: 1 Dundas Street West, Suite 2500, Toronto, Ontario M5G 1Z3 Canada
** See attached addendum for additional officers

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors:

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Peter Volk, Corporate Secretary
(Typed or printed name and capacity of person signing application)FILED
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**ADDENDUM TO APPLICATION FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA FOR
BOLIVAR GOLDFIELDS LTD. INC.**

1. Chris Pyle - Director
1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 Canada
2. Miguel de la Campa - Executive Director
1 Dundas Street West, Suite 2500
Toronto, Ontario M5G 1Z3 Canada

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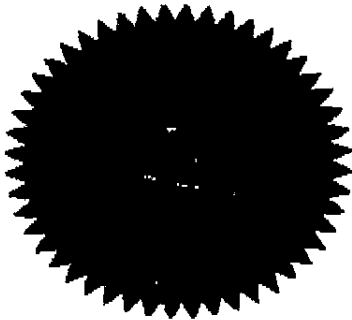
BUSINESS CORPORATIONS ACT
FORM 15

Certificate of Status


BOLIVAR GOLDFIELDS LTD.

was continued under the Business Corporations Act of Yukon on 1993-09-14 and is in good standing with respect to the filing of all required annual returns.

Given under my hand and seal of office in the Yukon.



Corporate Access Number: 23750
Dated: 2000-10-23


M. Richard Roberts
Registrar of Corporations

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