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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: AVYD SOLUTIONS 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," or "Certificate of Good Standing" 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:

KARINA UGALDE

Name of Person

SRX GROUP

Firm/Company

1050 LEE WAGENER BLVD STE 105

Address

FORT LAUDERDALE FL 33315

City/State and Zip code

k.ugalde@srx.aero

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KARINA UGALDE

Name of Person

at (754) 235-4889

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

**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. AVYD SOLUTIONS INC

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. MEXICO

(State or country under the law of which it is incorporated)

3. N/A

(FEI number, if applicable)

4. NOVEMBER 11, 2009

(Date of incorporation)

5. 99 YEARS (2110)

(Duration: Year corp. will cease to exist or "perpetual")

6. JULY 1, 2011

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1050 LEE WAGENER BLVD STE 105, FORT LAUDERDALE, FL 33315

(Principal office address)

Horacio # 542-2, Col. Chapultepec Morales, Mexico D.F. C. P. 11570

(Current mailing address)

8. ANY AND ALL 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 NOT acceptable)

Name: Karina Ugalde

Office Address: 1050 Lee Wagener Blvd. 105

Fort Lauderdale

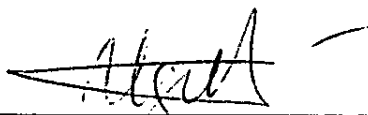
(City)

, Florida 33315

(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.



(Registered agent's signature)

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.

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

A. DIRECTORS

Chairman: HECTOR GUERRERO

Address: Horacio # 542-2, Col. Chapultepec Morales
Mexico D.F. C.P. 11570

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. *Hector Guerrero*

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. HECTOR GUERRERO GENERAL DIRECTOR

(Typed or printed name and capacity of person signing application)



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Indianapolis FL 32903

888.745.4031 - services@uscts.com

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ATTORNEY JUAN M. ALVAREZ MORENO
FEDERAL DISTRICT PUBLIC BROKER Nº 46

CERTIFIED COPY

AGREEMENT Nº 25,157

DATE MAY 2, 2011

EXTRACTED FROM THE AGREEMENT CONTAINING THE
FORMALIZATION OF THE ACT OF GENERAL EXTRAORDINARY
SHAREHOLDERS' MEETING OF "AVYD SOLUTIONS", VARIABLE
CAPITAL CORPORATION.



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FEDERAL DISTRICT PUBLIC BROKER N° 46

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M. ALVAREZ MORENO
Public Broker]

BOOK NUMBER **THREE** OF COMMERCIAL COMPANIES, AGREEMENT
NUMBER **TWENTY FIVE THOUSAND ONE HUNDRED FIFTY
SEVEN.**

Mexico, Federal District, **May second, two thousand eleven.**

I, Attorney **JUAN MARTIN ALVAREZ MORENO**, Holder of Public
Broker's Office Number Forty Six, of the Federal District, I herein
attest to:

A) The formalization of the Minutes of Extraordinary General Meeting
of Shareholders **"AVYD SOLUTIONS", VARIABLE CAPITAL
CORPORATION**, dated April fourteenth, two thousand eleven,
conducted at the request of Mr. **HECTOR GUERRERO LARA**, in his
capacity of Special Representative of the aforementioned meeting,
which has the following content:

-----FINDINGS-----

I.- Mr. HECTOR GUERRERO LARA, representing **"AVYD
SOLUTIONS", VARIABLE CAPITAL CORPORATION**, declares
under oath that his principal is a legal entity which has legal
capacity, duly formed in compliance with the laws that govern the
Mexican Republic and that the status and capacities by virtue of
which he is acting have not been to date revoked, modified nor
changed in any form, which accredits me with the following public
document.

I.- FORMING OF THE CORPORATION. Based on agreement
number twenty thousand nine hundred fifty seven, dated July thirty
first, two thousand nine, concluded before the undersigned public
broker, a commercial corporation was established and named **AVYD
SOLUTIONS", VARIABLE CAPITAL CORPORATION**, which was
duly registered with the Public Registry of Commerce of the Federal
District, in the electronic business file number four hundred six
thousand five hundred fifty three hyphen one, dated November
eleventh, two thousand nine, with an address in Mexico City, Federal
District, duration of ninety nine years, with a clause on the exclusion



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of foreigners, having as the preponderant business objectives: sale, manufacturing, processing, conversion, production supply, distribution, storage, import, export and marketing of any class of goods and products; as well as entering into any kind of contracts, tenders and bids with the federal, state, municipal government and all types of branches of the government, especially the Department of the Navy, Navy of Mexico and Department of National Defense, for the distribution of products and goods for marketing. From the aforementioned document, the following has been literally copied:

-----CORPORATE BYLAWS-----

-----CLAUSES-----

-----CHAPTER III-----

-----CORPORATE CAPITAL, SHAREHOLDERS AND SHARES-----

EIGHT. Corporate Capital.

Corporate capital is variable.

A. The minimum established capital which is not subject to withdrawal is the amount of **(\$50,000.00 M. N.) FIFTY THOUSAND PESOS, ZERO CENTS, NATIONAL CURRENCY** and it shall be represented by **(100)** one hundred common, registered, paid-in shares with a nominal value of **(\$500.00 M.N.)** five hundred pesos, national currency each.

B. The variable part of the corporate capital shall be unlimited and represented by registered shares with a nominal value **(\$500.00 M.N.)** five hundred pesos, national currency each.

-----CHAPTER IV-----

-----GENERAL SHAREHOLDERS' MEETINGS-----

FOURTEEN.- Shareholders' Meeting.

The highest corporate body is the General Shareholders' Meeting.

1. The General Ordinary Meeting shall be held at least once a year, at the corporation address on the date set by the board of directors or the sole administrator, whichever is applicable, within four months that follow the end of the fiscal year. In addition to the issues



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included in the agenda, the ordinary annual meeting will hear and discuss, approve or modify the administrators' report, and the trustees' report, on the immediately foregoing fiscal referenced in articles 172 (one hundred seventy two) and 166 (one hundred sixty six) section IV (Roman four), respectively of the General Law on Commercial Corporations.

[Signature]

2. Extraordinary meetings can be held at any time, also at the corporate address, when it is necessary to deal with an issue specified in article 182 (one hundred eighty two) of the General Law on Commercial Corporations or of the excision of the corporation.

FIFTEEN.- Announcement.

Meetings shall be announced by the Board of Directors, the sole administrator, whichever is applicable, or by one of the trustees, as well as by shareholders who represent 33% (thirty three per cent) of shares with right to vote in compliance with articles 168 (one hundred sixty eight), 184 (one hundred eighty four) and 185 (one hundred eighty five) of the General Law on Commercial Corporations. The announcement shall indicate the date, time and place of meeting, and shall include the agenda, it will be signed by the summoning party, or if unavailable, by the board of directors, by its Chairman, or by the secretary and shall be published in the Official State Newspaper for the location of the corporation or in any of the principal newspapers with nationwide distribution at least fifteen calendar days prior to the day of the meeting. During the aforementioned timeframe, documents related to the report which are mentioned in articles 172 (one hundred seventy two) and 173 (one hundred seventy three) of the General Law on Commercial Corporations shall be at the disposal of the shareholders in the corporate offices.

Should a meeting be unable to take place on the determined day, it will be held within the following thirty days, for which second or subsequent announcement shall be issued with a statement of the



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circumstances of the case, having to comply with the requirements established for the first announcement.

Valid meetings may be held without previous announcement, if all the circulating shares with the right to vote on issues that are to be dealt with at the meeting are represented therein.

SIXTEEN.- Accreditation of Shareholders.

In order to accredit their capacity as shareholders and right to attend the meetings, holders of shares will submit to the Secretary of the Board of Directors or the sole administrator at the address of the corporation, no later than two business days prior to the date set for the meeting:

- a) Titles of corresponding shares; or
- b) Records of deposit, which have been issued to them in this regards by credit institution or institutions, whether they are from Mexico or foreign, in places specified by the respective announcement duly authorized for this purpose.

If the shares are deposited in offices located away from the corporate address, the institutions receiving them must provide a notification to the corporation via mail or cablegram, telegraph or facsimile in the name of the depositing party, amount of deposited shares and day on which the deposit was made.

In the herein referred records, the name of the shareholder will be indicated, amount of deposited shares, numbers of the titles, date of the meeting and condition under which the aforementioned shares will remain within the authority of the depositary until after the end of the meeting in question.

Once delivery is made, the secretary of the Board of Directors or the sole administrator, whichever is applicable, shall issue to the interested parties corresponding entry cards on which the name of the shareholder will be indicated and the number of votes to which he is entitled, as well as if applicable the denomination of the depositary.

Shareholders will not have to prove their rights of attendance in the meeting through the aforementioned deposit, with regard to the



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shares that are inscribed in their name in the book of the registry of shares.

[Signature]

Shareholders can be represented at the meetings by a proxy which is accomplished by a simple letter of authorization or a commission agreement contract, which will also be submitted to the Secretary of the Board of Directors in accordance with the above described rules. In any event proxies may not represent for these purposes the directors or trustees of the corporation.

SEVENTEEN.- Ordinary Meetings.

In order for a valid General Ordinary Meeting to be held in accordance with the first announcement, at least 50% (fifty per cent) of corporate shares must be represented, any resolutions, then shall be valid, by majority vote. If the General Ordinary Meeting is held based on a second or subsequent announcement, it shall be valid with the attending shareholders, no matter how many shares are represented and no matter what type of resolutions taken, they shall be valid if they are passed by the majority of those present or represented shares in the aforementioned Meeting.

EIGHTEEN.- Extraordinary Meetings.

Extraordinary Shareholders' Meetings held in accordance with the first announcement will be considered legally established if at least three quarters of the corporate shares are represented and resolutions passed will be valid if they are passed by at least the majority of shares into which the corporate capital is divided.

Extraordinary Shareholders' Meetings held on a second or subsequent announcement will be considered legally established if at least the majority of the corporate capital is represented, and resolutions passed will be valid, if they are passed by at least the majority of shares into which the corporate capital is divided.



NINETEEN.- Voting.

Voting at the general meetings shall be based on economic value, unless one of the attendees requests that they be nominal.

If for any reason, a meeting cannot be legally formed, this fact then and its causes shall be recorded in the book of minutes complying with clause twenty two of these bylaws.

TWENTY.- Development.

The Chairman of the Board of Directors or the Sole Administrator shall preside over the meetings, and in their absence another director in the order of their appointment. If for any reason none of the aforementioned attended the meeting, the person presiding will be designated by the shareholders by simple majority vote. Anyone from the board or in their absence the deputy secretary or person designated by the meeting through simple majority may act as secretary.

The Chairman shall appoint from among the attendees one or more vote counting officials who will validate the list of attendees with an indication of the number of shares represented by every attendee and they shall submit their report to the meeting which shall be added to the respective minutes. An issue that is not included in the agenda of the day shall not be discussed nor resolved, unless all shares of the corporate capital are present or represented.

Independently from the possibility of a deferment referred to by article 199 (one hundred ninety nine) of the General Law on Commercial Corporations, if not all items included in the agenda of the day are dealt with on the determined date, the meeting may continue its agenda in subsequent sessions which will take place on the date that they will determine, without the need for new announcement with a quorum required for second announcement.



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TWENTY ONE.- Resolutions Outside the Meeting.

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Resolutions taken outside the meeting through unanimity of shareholders who represent all shares in relation to the issue in question, shall have, for all legal purposes, the same validity as if they were adopted at a formal general meeting, as the case may be, always when the passing votes are confirmed in writing.

[Signature]

The Secretary of the Board of Directors or the Sole Administrator whichever is applicable, shall attach the respective record and make corresponding annotations in the corporate books of the company.

TWENTY TWO.- Meeting minutes.

The minutes of the meetings shall be added to the book of meeting minutes and signed by whoever is presiding thereof, by the secretary or by the trustee or trustees who are attending.

There shall be an appendix to each minutes which will contain a copy of the minutes, list of attendees with an indication of the number, category and series of shares that they represent, supporting documents on the capacity of the shareholders and if applicable, the accreditation of their representatives, a copy of the newspapers in which the announcements are published and reports, opinions and other documents that may have been presented during the meeting or prior to it.

Resolutions adopted based on the basis of clause twenty one of these bylaws, attested by the secretary or the deputy secretary shall be added to the same book of minutes.

II.- The appearing party presents to me the Minutes of a General Extraordinary Shareholders' Meeting of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION**, which took place on April fourteen, two thousand eleven, consisting of five notarial pages, legal size, written only on the front, with a respective list of attendees, the document which I added to this agreement, as well as a photocopy to the archive of the broker's office under my custody, as well as each one of the many which are issued; marked under



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letter "A", forming an integral part thereof, and petitions me to formalize it with the following literal wording:

**GENERAL EXTRAORDINARY MEETING
OF SHAREHOLDERS OF**

AVYD SOLUTIONS, VARIABLE CAPITAL CORPORATION

In Mexico, Federal District, at 2:00 o' clock p.m., on April 14, 2011, at the corporate address of AVYD SOLUTIONS, VARIABLE CAPITAL CORPORATION, the shareholders of the corporation who are listed below met for the purpose of conducting a General Extraordinary Shareholders' Meeting.

By unanimous decision of the shareholders it has been decided that the meeting be chaired by Mr. **HECTOR GUERRERO LARA**, who designated as secretary, Mr. **CARLOS GUERRERO CICILIANO**.

The Chairman designated as a vote counting official Mr. **CARLOS GUERRERO CICILIANO** who accepted the responsibility and proceeded to perform it faithfully and legally; and when exercising his functions he certified that the entirety of the shares issued by the corporation were represented in accordance with the following:

"LIST OF ATTENDEES"

Of the General Ordinary Shareholders' Meeting of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION** which took place on April 14, 2011.

SHAREHOLDERS	SHARES
	SERIES "A"
HECTOR GUERRERO LARA	90
CARLOS GUERRERO CICILIANO	10
TOTAL	100

The undersigned Vote Counting Official and Secretary to which this list refers certifies that 100% (one hundred per cent) of shares are represented with the right to vote representing the capital of the corporation.

Mexico, Federal District on April 14, 2011, the Vote Counting Official and Secretary; **CARLOS GUERRERO CICILIANO** (signature)."



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M. ALVAREZ MORENO
Public Broker]

The Vote Counting Official certified that all of the shares with the right to vote are represented into which the subscribed and paid capital of the corporation is divided and on the basis of this certification, the Chairman of the Meeting declared it legally assembled and the resolutions adopted during thereof as valid, in accordance with Article One Hundred Eighty Eight of the General Law on Commercial Corporations.

[Signature]

Continuing, the Secretary proceeded to read the agenda of the General Ordinary Meeting which was approved by unanimous vote, and contained the following items:

AGENDA

I.- PROPOSAL, DISCUSSION AND POSSIBLE APPROVAL OF AN INCREASE OF FIXED CORPORATE CAPITAL AND CONSEQUENT CHANGE TO CLAUSE EIGHT OF THE CORPORATE BYLAWS.

II.- DESIGNATION OF THE MEETING DELEGATE TO EXECUTE AND FORMALIZE ADOPTED AGREEMENTS.

Having presented the issues for deliberation at this Meeting and there being no comments regarding them, the presentation of the Agenda proceeded in the following manner:

I.- PROPOSAL, DISCUSSION AND POSSIBLE APPROVAL OF AN INCREASE OF FIXED CORPORATE CAPITAL AND CONSEQUENT CHANGE TO CLAUSE EIGHT OF THE CORPORATE BYLAWS.

In presentation of the **FIRST POINT OF THE AGENDA**, the Chairman of the Meeting informed the shareholders on the advisability of increasing the corporate capital of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION**, to a fixed amount of **\$19,000.00.00 M.N. (NINETEEN MILLION PESOS, NATIONAL CURRENCY)**, represented by **38.000 (THIRTY EIGHT THOUSAND)**, nominative shares with a nominal value of **\$500.00 M.N. (FIVE HUNDRED PESOS, NATIONAL CURRENCY)**, each,



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series "A" representing the set capital which when added to the previous set capital gives a total of **\$19,050.000.00 (NINETEEN MILLION FIFTY THOUSAND PESOS, NATIONAL CURRENCY)**.

When taking the floor the shareholders Messrs.: **HECTOR GUERRERO LARA** and **CARLOS GUERRERO CICILIANO**, declare their wish to acquire the shares which are issued based on the same proportions within the corporate capital.

The shareholders adopted by unanimous vote the following:

AGREEMENTS:

FIRST.- In this act, the fixed portion of corporate capital of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION** is increased to the amount **\$19,000.000.00 M.N. (NINETEEN MILLION PESOS, NATIONAL CURRENCY)**, represented by **38,000 (THIRTY EIGHT THOUSAND)**, shares with a nominal value of **\$500.00 M.N. (FIVE HUNDRED PESOS, NATIONAL CURRENCY)**, each, series "A" representing the fixed capital, which when added to the previous fixed capital yields a total of **\$19,050.000.00 (NINETEEN MILLION FIFTY THOUSAND PESOS, NATIONAL CURRENCY)**.

SECOND.- At this point the shareholders subscribe and pay **\$38.000 (THIRTY EIGHT THOUSAND)**, shares in accordance with the proportion of their assets.

THIRD.- Consequently, corporate capital from the present date is reflected as follows:

SHAREHOLDERS	SHARES
	SERIES "A"
HECTOR GUERRERO LARA	34,290
CARLOS GUERRERO CICILIANO	3,810
TOTAL	38,100

FOURTH.- The Sole Administrator is herewith instructed to make corresponding annotation in the Registry Book of Nominative Shares which is maintained by the Corporation and issue corresponding titles reflecting the previously approved increase.



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JUAN ALVAREZ MORENO

FEDERAL DISTRICT PUBLIC BROKER No. 46

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Public Broker]

FIFTH.- Consequently, clause eight of the corporate bylaws is changed as follows:

[Signature]

EIGHT Corporate Capital.

The corporate capital is variable.

A. The minimum set capital which is not subject to withdrawal is the amount of **(\$19,050.000.00 M.N.) NINETEEN MILLION FIFTY THOUSAND PESOS NATIONAL CURRENCY** and it shall be represented by **(38,100) THIRTY RIGHT THOUSAND ONE HUNDRED SHARES** which are ordinary, nominative, paid-up, with a nominal value of **(\$500,00 M.N.) FIVE HUNDRED PESOS, NATIONAL CURRENCY**, each.

B. The variable portion of the corporate capital shall be unlimited and represented by nominative shares with a nominal value of **(\$500,00 M.N.) FIVE HUNDRED PESOS, NATIONAL CURRENCY**, each.

II. DESIGNATION OF THE MEETING DELEGATE IN ORDER TO EXECUTE AND FORMALIZE THE ADOPTED AGREEMENTS.

In discussing the **SECOND AND LAST POINT** of the Agenda of the Day, it has been proposed to designate one or more special delegates of this Meeting in order to formalize the resolutions adopted here and inscribe them in the Public Registry of Commerce, should it be necessary.

After a short deliberation regarding thereof, the Meeting by unanimous vote of the shareholders decided:

FIRST.- Mr. **HECTOR GUERRERO LARA** is designated to appear before the Notary Public of his choosing so as, if applicable, to formalize the resolutions of the minutes of this Meeting and implement all the necessary acts for the execution of agreements achieved in this Meeting.

There are no other issues to be decided, it is 3:00, it has been completed and minutes been put in writing, after approval, it was signed by those who were present, authorizing it with their signatures the Chairman and the Secretary.



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(TWO ILLEGIBLE SIGNATURES)".

The appearing party states under oath that the above transcribed minutes and signatures that are affixed are authentic.

In consideration of the foregoing, the appearing party formalizes what is contained in the following:

CLAUSES:

FIRST.- The Minutes of the General Extraordinary Shareholders' Meeting are herewith formalized for all legal purposes that there may be as well as the agreements adopted during the same, which took place on April fourteenth, two thousand eleven by the corporation names **"AVYD SOLUTIONS", VARIABLE CAPITAL CORPORATION**, based on terms of the above transcribed minutes which in there relevant part are deemed reproduced therein that is held to be incorporated by reference.

-----INSERTED-----

ARTICLE TWO THOUSAND FIVE HUNDRED FIFTY FOUR OF THE FEDERAL CIVIL CODE.

"ARTICLE 2554.- In all the general powers for lawsuits and collections, it is sufficient that all general powers are granted as well as the special ones requiring a special clause based on the law, in order for them to be understood as granted without any limitation.

In the general powers to administer goods, it is sufficient to express that they are given in this character, in order for the representative to have all types of administrative powers.

In the general powers to exercise acts of ownership, it is sufficient to be presented in this capacity in order for the representative to have all the capacities of an owner, both related to the property as well as for all categories of management to defend them.



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Should they wish to limit the powers of the representatives in the three aforementioned cases, the limitations shall be recorded or the powers shall be of special character.

The notaries shall insert this article into the transcripts of the powers that are granted."

I, THE PUBLIC BROKER, CERTIFY AND ATTEST:

I.- That the insert and all else listed truthfully corresponds with the originals of reference which I have seen.

II.- That based on section four (roman) of the article fifteen of the Federal Law on Public Brokerage, the appearing party in my view has legal capacity to enter into contracts and assume obligations and knowledge related to the value and legal consequences of this act, not having found any evident manifestations of natural incapacity nor any notifications on being subjected to a prohibition.

III.- The appearing party having been advised about the penalties for those who make false statements, stated in general to be:

HECTOR GUERRERO LARA: Mexican, native of Mexico, Federal District where he was born on February eighth, nineteen sixty five, married, businessman, with an address at the street of Horacio number five hundred forty two, apartment six, Colonia Chapultepec, Morales, District Miguel Hidalgo, in this city.

IV.- That based on article thirty two section six (roman) of the Federal Law on Public Brokerage, the appearing party has identified himself before me by virtue of personal knowledge of him.

V. That in compliance with current fiscal dispositions, I requested that the appearing party present to me the Cards of the Federal Shareholders' Taxpayers Registry, he stated that he did not have them with him physically at the present moment, but that he would provide a corresponding notification to the Tax Authority.

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]

[Signature]



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VI.- That after having read and explained to the appearing party the content of this document, he declared his agreement with it and signed it in my presence on the same day as the date thereof.

-----SIGNATURES-----

HECTOR GUERRERO LARA

SIGNATURE

JUAN MARTIN ALVAREZ MORENO, PUBLIC BROKER NUMBER
FORTY SIX OF THE FEDERAL DISTRICT.

SIGNATURE

AUTHORIZING SEAL.

THIS IS A **CERTIFIED COPY**, EXTRACTED FROM THE AGREEMENT
WHICH I ISSUE FOR "**AVYD SOLUTIONS**", **VARIABLE CAPITAL
CORPORATION** CONSISTING OF **FOURTEEN** NOTARIAL PAGES.
MEXICO, FEDERAL DISTRICT ON **MAY SECOND, TWO THOUSAND
ELEVEN.**

I ATTEST.

[Signature]

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]



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**GENERAL EXTRAORDINARY MEETING
OF SHAREHOLDERS OF
AVYD SOLUTIONS, VARIABLE CAPITAL CORPORATION**

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]

[Signature]

In Mexico, Federal District, at 2:00 o' clock p.m., on April 14, 2011, at the corporate address of AVYD SOLUTIONS, VARIABLE CAPITAL CORPORATION, the shareholders of the corporation who are listed below met for the purpose of conducting a General Extraordinary Shareholders' Meeting.

By unanimous decision of the shareholders it has been decided that the meeting be chaired by Mr. **HECTOR GUERRERO LARA**, who designated as secretary, Mr. **CARLOS GUERRERO CICILIANO**.

The Chairman designated as a vote counting official Mr. **CARLOS GUERRERO CICILIANO** who accepted the responsibility and proceeded to perform it faithfully and legally; and when exercising his functions he certified that the entirety of the shares issued by the corporation were represented in accordance with the following:

"LIST OF ATTENDEES"

Of the General Ordinary Shareholders' Meeting of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION** which took place on April 14, 2011.

SHAREHOLDERS	SHARES
	SERIES "A"
HECTOR GUERRERO LARA	90
CARLOS GUERRERO CICILIANO	10
TOTAL	100

The undersigned Vote Counting Official and Secretary to which this list refers certifies that 100% (one hundred per cent) of shares are represented with the right to vote representing the capital of the corporation.

Mexico, Federal District on April 14, 2011, the Vote Counting Official and Secretary;
CARLOS GUERRERO CICILIANO (signature)."



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The Vote Counting Official certified that all of the shares with the right to vote are represented into which the subscribed and paid capital of the corporation is divided and on the basis of this certification, the Chairman of the Meeting declared it legally assembled and the resolutions adopted during thereof as valid, in accordance with Article One Hundred Eighty Eight of the General Law on Commercial Corporations.

Continuing, the Secretary proceeded to read the agenda of the General Ordinary Meeting which was approved by unanimous vote, and contained the following items:

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]

AGENDA

[Signature]

I.- PROPOSAL, DISCUSSION AND POSSIBLE APPROVAL OF AN INCREASE OF FIXED CORPORATE CAPITAL AND CONSEQUENT CHANGE TO CLAUSE EIGHT OF THE CORPORATE BYLAWS.

II.- DESIGNATION OF THE MEETING DELEGATE TO EXECUTE AND FORMALIZE ADOPTED AGREEMENTS.

Having presented the issues for deliberation at this Meeting and there being no comments regarding them, the presentation of the Agenda proceeded in the following manner:

I.- PROPOSAL, DISCUSSION AND POSSIBLE APPROVAL OF AN INCREASE OF FIXED CORPORATE CAPITAL AND CONSEQUENT CHANGE TO CLAUSE EIGHT OF THE CORPORATE BYLAWS.

In presentation of the **FIRST POINT OF THE AGENDA**, the Chairman of the Meeting informed the shareholders on the advisability of increasing the corporate capital of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION**, to a fixed amount of **\$19,000.00.00 M.N. (NINETEEN MILLION PESOS, NATIONAL CURRENCY)**, represented by **38.000 (THIRTY EIGHT THOUSAND)**, nominative shares with a nominal value of **\$500.00 M.N. (FIVE HUNDRED PESOS, NATIONAL CURRENCY)**, each, series "**A**" representing the set capital which when added to the previous set capital gives a total of **\$19,050.000.00 (NINETEEN MILLION FIFTY THOUSAND PESOS, NATIONAL CURRENCY)**.

When taking the floor the shareholders Messrs.: **HECTOR GUERRERO LARA** and **CARLOS GUERRERO CICILIANO**, declare their wish to acquire the shares which are issued based on the same proportions within the corporate capital.



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The shareholders adopted by unanimous vote the following:

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]

AGREEMENTS:

[Signature]

FIRST.- In this act, the fixed portion of corporate capital of "**AVYD SOLUTIONS**", **VARIABLE CAPITAL CORPORATION** is increased to the amount **\$19,000.000.00 M.N. (NINETEEN MILLION PESOS, NATIONAL CURRENCY)**, represented by **38,000 (THIRTY EIGHT THOUSAND)**, shares with a nominal value of **\$500.00 M.N. (FIVE HUNDRED PESOS, NATIONAL CURRENCY)**, each, series "**A**" representing the fixed capital, which when added to the previous fixed capital yields a total of **\$19,050.000.00 (NINETEEN MILLION FIFTY THOUSAND PESOS, NATIONAL CURRENCY)**.

SECOND.- At this point the shareholders subscribe and pay **\$38.000 (THIRTY EIGHT THOUSAND)**, shares in accordance with the proportion of their assets.

THIRD.- Consequently, corporate capital from the present date is reflected as follows:

SHAREHOLDERS	SHARES
	SERIES "A"
HECTOR GUERRERO LARA	34,290
CARLOS GUERRERO CICILIANO	3,810
TOTAL	38,100

FOURTH.- The Sole Administrator is herewith instructed to make corresponding annotation in the Registry Book of Nominative Shares which is maintained by the Corporation and issue corresponding titles reflecting the previously approved increase.

FIFTH.- Consequently, clause eight of the corporate bylaws is changed as follows:

EIGHT Corporate Capital.

The corporate capital is variable.

A. The minimum set capital which is not subject to withdrawal is the amount of **(\$19,050.000.00 M.N.) NINETEEN MILLION FIFTY THOUSAND PESOS NATIONAL**



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CURRENCY and it shall be represented by **(38,100) THIRTY RIGHT THOUSAND ONE HUNDRED SHARES** which are ordinary, nominative, paid-up, with a nominal value of **(\$500,00 M.N.) FIVE HUNDRED PESOS, NATIONAL CURRENCY**, each.

B. The variable portion of the corporate capital shall be unlimited and represented by nominative shares with a nominal value of **(\$500,00 M.N.) FIVE HUNDRED PESOS, NATIONAL CURRENCY**, each.

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]

II. DESIGNATION OF THE MEETING DELEGATE IN ORDER TO EXECUTE AND FORMALIZE THE ADOPTED AGREEMENTS.

[Signature]

In discussing the **SECOND AND LAST POINT** of the Agenda of the Day, it has been proposed to designate one or more special delegates of this Meeting in order to formalize the resolutions adopted here and inscribe them in the Public Registry of Commerce, should it be necessary.

After a short deliberation regarding thereof, the Meeting by unanimous vote of the shareholders decided:

SINGLY.- Mr. **HECTOR GUERRERO LARA** is designated to appear before the Notary Public of his choosing so as, if applicable, to formalize the resolutions of the minutes of this Meeting and implement all the necessary acts for the execution of agreements achieved in this Meeting.

There are no other issues to be decided, it is 3:00, it has been completed and minutes been put in writing, after approval, it was signed by those who were present, authorizing it with their signatures the Chairman and the Secretary.

[Signature]

HECTOR GUERRERO LARA
CHAIRMAN

[Signature]

CARLOS GUERRERO CICILIANO
SECRETARY



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LIST OF ATTENDEES

List of Attendance of the Extraordinary Shareholders' Meeting of "**AVYD SOLUTIONS**",
VARIABLE CAPITAL CORPORATION which took place on April 14, 2011.

SHAREHOLDERS

SHARES

SERIES "A"

[Round seal of the JUAN
M. ALVAREZ MORENO
Public Broker]

HECTOR GUERRERO LARA

90

[Signature]

[Signature]

CARLOS GUERRERO CICILIANO

10

[Signature]

TOTAL

100

The undersigned Vote Counting Official and Secretary to which these minutes refer, I certify that 100 shares representing the fixed capital are present which constitute 100% of the corporate capital of the company.

Mexico, Federal District, April 14, 2011.

_____[Signature]_____
[Signature]

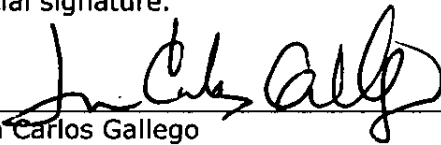
CARLOS GUERRERO CICILIANO
VOTE COUNTING OFFICIAL AND SECRETARY



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Certification of Translation Accuracy

I hereby certify that I am competent to translate in the Spanish-English language pair, and that the above translation, which I have prepared, the original of which is held by US Certified Translation Service, is a true and exact word-for-word English translation of the Mexican Corporate Articles and Minutes of Avyd Solutions. In witness thereof, I sign this with my official signature.



Juan Carlos Gallego
Spanish-English Translator
US Certified Translation Service
ATA Corporate Member # 243653

**STATE OF FLORIDA
COUNTY OF BREVARD**

I attest that this document is a true, exact, complete and unaltered copy of the Spanish to English translation of the Mexican Corporate Articles and Minutes of Avyd Solutions, and that to the best of my knowledge this copy is not a document of public record available from any other official source. In witness thereof, I sign in my official capacity as a Notary Public of the State of Florida, on Wednesday, June 22, 2011.

