2009 LIMITED LIABILITY COMPANY REINSTATEMENT

DOCUMENT# L07000019967

Entity Name: MELBOURNE VENTURES FUND LLC

FILED Nov 24, 2009 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

C/O CORPDIRECT AGENTS, INC. 515 EAST PARK AVENUE TALLAHASSEE, FL 32301

Current Mailing Address: New Mailing Address:

C/O CORPDIRECT AGENTS, INC. 515 EAST PARK AVENUE TALLAHASSEE, FL 32301

FEI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

CORPDIRECT AGENTS, INC. 515 EAST PARK AVE TALLAHASSEE, FL 32301 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: KATIE WONSCH, ASSISTANT SECRETARY

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGR () Delete Title: MEMB (X) Change () Addition

 Name:
 DE BRITO, PAULO C
 Name:
 CARPATHIAN GOLD INC.

 Address:
 520 BRICKELL KEY DRIVE SUITEO-305
 Address:
 365 BAY STREET, SUITE 500

 City-St-Zip:
 MIAMI, FL 33131 US
 City-St-Zip:
 TORONTO, ON M5H 2V1 CN

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: LINDA PRAGER MEMB 11/24/2009