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FLORIDA PROFIT/NON PROFIT CORPORATION
HACKDAY FOUNDATION, INC.

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**ARTICLES OF INCORPORATION
OF
HACKDAY FOUNDATION, INC.
(A Florida Corporation Not for Profit)**

**ARTICLE I
Name**

The name of this corporation is HackDay Foundation, Inc. (hereinafter called the "Corporation").

**ARTICLE II
Principal Place of Business and Mailing Address**

The address of the principal office of the Corporation shall be 14641 SW 94 Terrace, Miami, Florida 33186.

**ARTICLE III
Purpose**

The Corporation's exclusive purpose shall be to create a series of events around the world that will bring together leading local and global technology companies, so that local engineers and entrepreneurs can utilize their platforms to create services that can foster development, innovation and entrepreneurship within their local economies. The Corporation has not been organized and shall not be organized for the benefit of any particular member or other person.

**ARTICLE IV
Manner of Election of Directors**

The activities and affairs of the Corporation shall be managed by a Board of Directors (hereinafter called the "Directors" and collectively as the "Board"). The number and method of election of the Directors of the Corporation who shall serve following the terms of the initial Directors of the Corporation shall be as set forth in the Bylaws of the Corporation, but in no case shall the Corporation have less than three (3) Directors. The initial Board shall be as follows:

Demian M. Bellumio

Juan Pablo Cappello

Jose Tolosa

**ARTICLE V
Initial Registered Agent and Street Address**

The street address of the Company's initial registered office is c/o Aunken Ventures, LLC, 14641 SW 94 Terrace, Miami, Florida 33186, and the name of its initial registered agent at such office is Demian M. Bellumio.

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ARTICLE VI
Incorporator

The name and mailing address of the incorporator is Demian M. Bellumio, c/o Aunken Ventures, LLC, 14641 SW 94 Terrace, Miami, Florida 33186 (the "Incorporator"). The powers of the Incorporator are to terminate upon filing of the Articles of Incorporation. All necessary expenses incurred by the Incorporator in creating the Corporation shall be reimbursable by the Corporation to the Incorporator.

ARTICLE VII
Membership

The Corporation shall have members.

ARTICLE VIII
Duration of Corporation

The period of the duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE IX
Amendment of Articles

These Articles of Incorporation shall be amended and/or restated only by an action of a majority of the members of the Board of Directors of the Corporation.

ARTICLE X
Amendment of Bylaws

The Bylaws may be amended, altered, or repealed and new Bylaws may be adopted only by the affirmative vote of a majority of the members of the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE XI
Liability of Directors

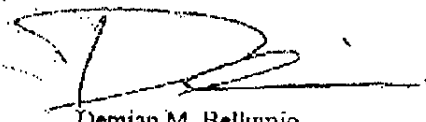
Directors of the Corporation shall not be liable to the Corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a Director's duty of loyalty to the Corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of law; or (3) a transaction from which the Director derived an improper personal benefit.

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IN WITNESS WHEREOF, the undersigned, being the Incorporator for the purpose of forming a corporation pursuant to the Florida Not For Profit Corporations Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of Incorporation on this 14th day of April, 2011.



Demian M. Bellunio
Incorporator

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for HackDay Foundation, Inc., at the place designated in the Articles of Incorporation of such Corporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: April 14, 2011

By:


Demian M. Bellumio

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