

# CERTIFICATE OF INCORPORATION

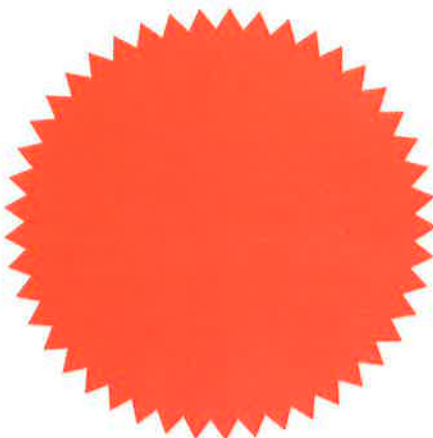
*BUSINESS CORPORATIONS ACT*

I Hereby Certify that PEMBROKE CAPITAL CORP. was incorporated under the Business Corporations Act on May 6, 2010 at 09:32 AM Pacific Time.

*Issued under my hand at Victoria, British Columbia  
On May 6, 2010*



**RON TOWNSHEND**  
*Registrar of Companies*  
Province of British Columbia  
Canada



**CERTIFIED COPY**  
Of a Document filed with the Province of  
British Columbia Registrar of Companies

## Notice of Articles

*BUSINESS CORPORATIONS ACT*



RON TOWNSHEND  
May 6, 2010

*This Notice of Articles was issued by the Registrar on: May 6, 2010 09:32 AM Pacific Time*

*Incorporation Number:* **BC0880377**

*Recognition Date and Time:* Incorporated on May 6, 2010 09:32 AM Pacific Time

### NOTICE OF ARTICLES

**Name of Company:**

PEMBROKE CAPITAL CORP.

### REGISTERED OFFICE INFORMATION

**Mailing Address:**

1210 - 777 HORNBY STREET  
VANCOUVER BC V6Z 1S4  
CANADA

**Delivery Address:**

1210 - 777 HORNBY STREET  
VANCOUVER BC V6Z 1S4  
CANADA

### RECORDS OFFICE INFORMATION

**Mailing Address:**

1210 - 777 HORNBY STREET  
VANCOUVER BC V6Z 1S4  
CANADA

**Delivery Address:**

1210 - 777 HORNBY STREET  
VANCOUVER BC V6Z 1S4  
CANADA

## DIRECTOR INFORMATION

st Name, First Name, Middle Name:

ORACE, VINCE

**Mailing Address:**

135 DAVIE STREET  
PO BOX 98005  
VANCOUVER BC V6Z 2Z7  
CANADA

**Delivery Address:**

135 DAVIE STREET  
PO BOX 98005  
VANCOUVER BC V6Z 2Z7  
CANADA

## AUTHORIZED SHARE STRUCTURE

|       |            |                  |                                                 |
|-------|------------|------------------|-------------------------------------------------|
| 1.    | No Maximum | Common Shares    | Without Par Value                               |
|       |            |                  | With Special Rights or<br>Restrictions attached |
| <hr/> |            |                  |                                                 |
| 2.    | No Maximum | Preferred Shares | Without Par Value                               |
|       |            |                  | With Special Rights or<br>Restrictions attached |