

DUPLICATE

Number: BC0978884



CERTIFICATE OF AMALGAMATION

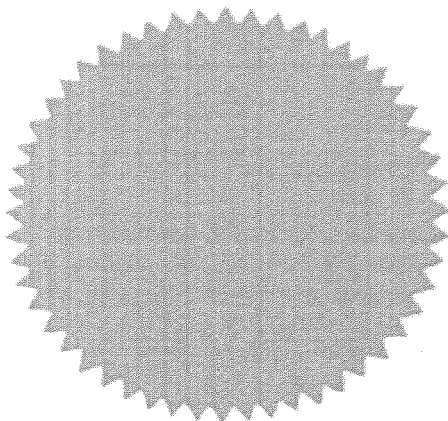
BUSINESS CORPORATIONS ACT

I Hereby Certify that FOLKSTONE CAPITAL CORP., incorporation number BC0899668, and SOPHIA CAPITAL CORP., incorporation number BC0886336 were amalgamated as one company under the name FOLKSTONE CAPITAL CORP. on August 27, 2013 at 12:32 PM Pacific Time.

*Issued under my hand at Victoria, British Columbia
On August 27, 2013*



CAROL PREST
Registrar of Companies
Province of British Columbia
Canada





BC Registry
Services

Mailing Address:
PO Box 9431 Stn Prov Govt
Victoria BC V8W 9V3
www.corporateonline.gov.bc.ca

Location:
2nd Floor - 940 Blanshard Street
Victoria BC
250 356-8626

Notice of Articles

BUSINESS CORPORATIONS ACT

This Notice of Articles was issued by the Registrar on: August 27, 2013 12:32 PM Pacific Time

Incorporation Number: **BC0978884**

Recognition Date and Time: August 27, 2013 12:32 PM Pacific Time as a result of an Amalgamation

NOTICE OF ARTICLES

Name of Company:

FOLKSTONE CAPITAL CORP.

REGISTERED OFFICE INFORMATION

Mailing Address:

PO BOX 49290
1000-595 BURNARD STREET
VANCOUVER BC V7X 1S8
CANADA

Delivery Address:

1000-595 BURNARD STREET
VANCOUVER BC V7X 1S8
CANADA

RECORDS OFFICE INFORMATION

Mailing Address:

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CANADA

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VANCOUVER BC V7X 1S8
CANADA

DIRECTOR INFORMATION

Last Name, First Name, Middle Name:
MIRANDA, MARIO

Mailing Address:
2462 VALLEYRIDGE DRIVE
OAKVILLE ON L6M 5G9
CANADA

Delivery Address:
1000-595 BURRARD STREET
VANOCUVER BC V7X 1S8
CANADA

Last Name, First Name, Middle Name:
CANOVA, EDDY

Mailing Address:
1355 RUE DUFOUR, ST. FAUSTIN
LAC CARRE QC J0T 1J2
CANADA

Delivery Address:
1000-595 BURRARD STREET
VANOCUVER BC V7X 1S8
CANADA

Last Name, First Name, Middle Name:
OWENS, ERIC

Mailing Address:
298 WAVERLEY ROAD
TORONTO ON M4L 3T6
CANADA

Delivery Address:
1000-595 BURRARD STREET
VANCOUVER BC V7X 1S8
CANADA

AUTHORIZED SHARE STRUCTURE

1.	No Maximum	COMMON Shares	Without Par Value
			Without Special Rights or Restrictions attached



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250 356-8626

Amalgamation Application

FORM 13
BUSINESS CORPORATIONS ACT
Section 275

FILING DETAILS: *Amalgamation Application for:*
FOLKSTONE CAPITAL CORP.

Incorporation Number: **BC0978884**

Filed Date and Time: **August 27, 2013 12:32 PM Pacific Time**

Recognition Date and Time: **August 27, 2013 12:32 PM Pacific Time as a result of an Amalgamation.**

AMALGAMATION APPLICATION

The amalgamated company is to adopt, as its name, the name of the following amalgamating company:
FOLKSTONE CAPITAL CORP.. The Incorporation Number associated with this Company is: BC0899668.

AMALGAMATION EFFECTIVE DATE:

The amalgamation is to take effect at the time that this application is filed with the Registrar.

AMALGAMATING CORPORATION(S) INFORMATION

Name of Amalgamating Corporation(s)	Incorporation Number in BC
FOLKSTONE CAPITAL CORP.	BC0899668
SOPHIA CAPITAL CORP.	BC0886336

AMALGAMATION STATEMENT

This amalgamation has been effected without court approval. A copy of all of the required affidavits under section 277(1) have been obtained and the affidavit obtained from each amalgamating company has been deposited in that company's records office.

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COMMON Shares

Without Par Value

Without Special Rights or
Restrictions attached