

State of Florida

Department of State

ESCANEAR

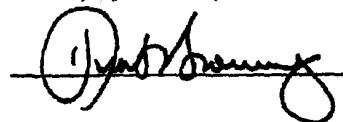
I certify from the records of this office that HELM HOLDINGS INTERNATIONAL, INC. is a corporation organized under the laws of Delaware, authorized to transact business in the State of Florida, qualified on March 18, 1993.

The document number of this corporation is F93000000920.

I further certify that said corporation has paid all fees due this office through December 31, 2010, that its most recent annual report was filed on January 20, 2010, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

*Given under my hand and the Great Seal of
Florida, at Tallahassee, the Capital, this the
Twentieth day of January, 2010*



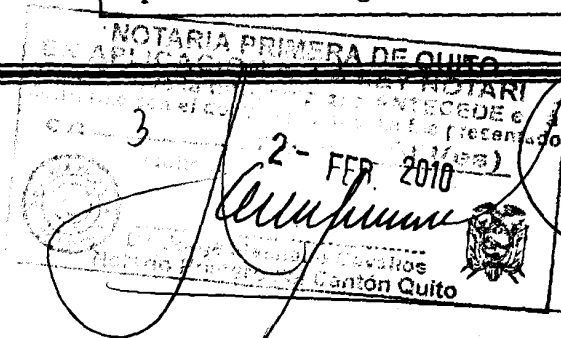
Secretary of State



Authentication ID: 300166727243-012010-F93000000920

To authenticate this certificate, visit the following site, enter this ID, and then follow the instructions displayed.

<https://efile.sunbiz.org/certauthver.html>



Estado de la Florida

Departamento de Estado

Por medio de la presente certifico que de acuerdo a los registros de esta oficina, que HELM HOLDINGS INTERNATIONAL, INC. es una sociedad incorporada bajo las leyes de Delaware, autorizada para realizar actividades comerciales en el Estado de la Florida, calificada el 18 de marzo de 1993.

El número del documento de esta sociedad es el F93000000920.

Además certifico, que dicha sociedad está al día por todo concepto en cuanto a cargos con esta oficina hasta el 31 de diciembre de 2010, que su informe anual más reciente fue tramitado el 20 de enero de 2010, y que el estatus de la sociedad es activo.

También certifico, que dicha sociedad no ha tramitado un Certificado de Disolución.

Otorgado por el suscrito y el Gran Sello de la
Florida en Tallahassee, la capital, a los 20 días
de enero de 2010.

[Firma ilegible]

Secretario de Estado

[Sello Oficial]

GRAN SELLO DEL ESTADO
DE LA FLORIDA

* EN DIOS CONFIAMOS *

Identificación de la autenticación: 300166727243-012010-F93000000920

Para autenticar este certificado, visite el siguiente sitio, ingrese este
número de identificación, y siga las instrucciones dadas.

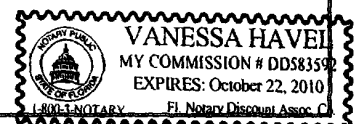
<https://efile.sunbiz.org/certauthver.html>

CERTIFICATION OF TRANSLATION ACCURACY: The undersigned, acting as Manager of Cititran.com LLC a Translation Company with ATA (American Translators Association) Member No. 218144, hereby certifies that the foregoing 1-page Certificate containing the corporation document number of HELM HOLDINGS INTERNATIONAL, INC., expedited by the Secretary of State of the State of Florida in Tallahassee on January 20, 2010 was translated from English into Spanish by an Accredited Translator, fluent in Spanish and English, and is accurate, true, and complete, to the best of my knowledge, ability and belief.

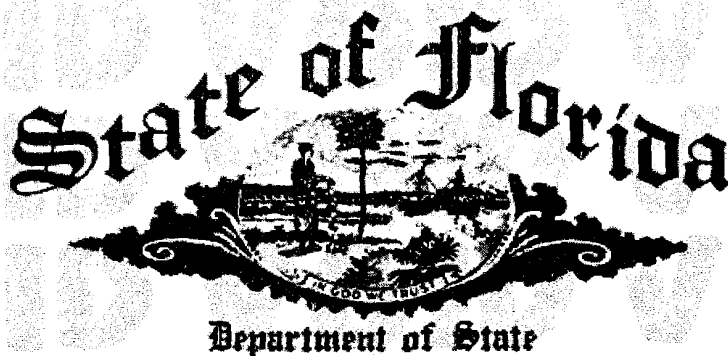
Rodrigo Velez
Manager

The foregoing certificate was sworn to and subscribed before me in **DADE COUNTY, FLORIDA** this 22nd Day of January, 2010 by **RODRIGO VELEZ** who is personally known to me and has produced the following as identification: **FL Driver's License No. V420-720-56-338-0.**

Vanessa Havel
Signature of person making acknowledgement
Notary Seal (Rubber Stamp and Expiration)



Only valid if signed, sealed and printed watermark of Certified Translation seal is visible in background



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: United States of America

This public document

2. has been signed by VANESSA HAVEL

3. acting in the capacity of Notary Public of Florida

4. bears the seal/stamp of Notary Public, State of Florida

Certified

5. at Tallahassee, Florida

6. the Twenty-Fifth day of January, A.D., 2010

7. by Secretary of State, State of Florida

8. No. 2010-6793

9. Seal/Stamp:



10. Signature:

Secretary of State

DSDE 99 (3/03)

The original document has a reflective line mark on paper. Hold at an angle to view when checking.

If photocopied or chemically altered, the word "VOID" will appear.

"State of Florida" appears in small letters across the face of this 8 1/2 x 11" document.