

RESOLUTION OF THE FIRST DIRECTORS

OF

GOODEN PERFECT CORPORATION
(the "Corporation")

Issuance of Class A Common Shares

RESOLVED that:

1. The subscription of Colossal Holdings Inc. for 1,000,000 Class A Common shares in the capital of the Corporation, which subscription is annexed hereto, is accepted;
2. The consideration for the allotment and issue of the said 1,000,000 Class A Common shares subscribed for as aforesaid is fixed at \$1,000.00;
3. 1,000,000 Class A Common shares in the capital of the Corporation are allotted to Colossal Holdings Inc.; and
4. The Corporation having received the sum of \$1,000.00 in full payment of the subscription price for the said 1,000,000 Class A Common shares, such shares are issued and shall be held as fully paid and non-assessable and a written notice shall be given to Colossal Holdings Inc. containing the information required to be stated on a share certificate, pursuant to applicable law governing uncertificated securities, and confirming that the said shares have been issued to, and are registered in the name of, Colossal Holdings Inc..

Issuance of Class B Common Shares

RESOLVED that:

1. The subscription of Empirical Holdings Limited for 1,000,000 Class B Common shares in the capital of the Corporation, which subscription is annexed hereto, is accepted;
2. The consideration for the allotment and issue of the said 1,000,000 Class B Common shares subscribed for as aforesaid is fixed at \$1,000.00;
3. 1,000,000 Class B Common shares in the capital of the Corporation are allotted to Empirical Holdings Limited; and
4. The Corporation having received the sum of \$1,000.00 in full payment of the subscription price for the said 1,000,000 Class B Common shares, such shares are issued and shall be held as fully paid and non-assessable and a written notice shall be given to Empirical Holdings Limited containing the information required to be stated on a share certificate, pursuant to applicable law governing

uncertificated securities, and confirming that the said shares have been issued to, and are registered in the name of, Empirical Holdings Limited.

The undersigned, being all of the first directors of the Corporation, hereby sign the foregoing resolution pursuant to the provisions of the *Business Corporations Act* (Ontario).

DATED this 1st day of January, 2015.

Victoria Gooden

Peter S. Perfect

SpeedMatters for Corporate Law
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