

RESOLUTIONS OF THE SHAREHOLDERS

OF

**GOODEN PERFECT CORPORATION**  
(the "Corporation")

**Number of Directors**

RESOLVED, AS A SPECIAL RESOLUTION, that the number of directors of the Corporation and the number of directors of the Corporation to be elected at an annual meeting of shareholders is 2.

**Authorization to Determine Number of Directors**

RESOLVED, AS A SPECIAL RESOLUTION, that the number of directors of the Corporation and the number of directors of the Corporation to be elected at an annual meeting of shareholders shall be such number as is from time to time determined by the directors.

**Resignation of First Directors**

RESOLVED that effective upon the election of their successors, the resignations of the following persons as first directors of the Corporation are accepted:

Victoria Gooden

Peter S. Perfect

**Election of Directors**

RESOLVED that the following persons be and they are hereby elected directors of the Corporation to hold office until the next annual meeting of the Corporation or until their successors have been duly elected:

Victoria Gooden

Peter S. Perfect

**New General By-law**

RESOLVED that the making of By-Law No. 1, being a by-law relating generally to the transaction of the business and affairs of the Corporation, is hereby confirmed.

**Appointment of Accountant**

RESOLVED that Ahsum & Thorough, Chartered Accountants is hereby appointed accountant of the Corporation to hold office until the next annual meeting of shareholders at such remuneration as may be fixed by the directors and the directors are hereby authorized to fix such remuneration.

The undersigned, being all of the voting Shareholders of the Corporation, hereby sign the foregoing resolutions pursuant to the provisions of the *Business Corporations Act* (Ontario).

DATED this 1st day of January, 2015.

**COLOSSAL HOLDINGS INC.**

**EMPIRICAL HOLDINGS LIMITED**

Per: \_\_\_\_\_ c/s  
Victoria Gooden, Chair

Per: \_\_\_\_\_ c/s  
Peter S. Perfect, Chief Executive Officer

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