

REPUBLIC OF GUYANA
COUNTY OF DEMERARA

THE COMPANIES ACT 29 of 1991
CERTIFICATE OF INCORPORATION
REPUBLIC OF GUYANA

TO ALL WHOM THESE PRESENTS SHALL COME!

I, CAROLYN PAUL, Deputy Registrar of Joint Stock Companies, Republic of Guyana, DO HEREBY CERTIFY that HELP & SHELTER INC. formerly HELP & SHELTER LIMITED which name was changes by a special resolution on the 1st day of March, 1997 was duly incorporated on the 24th November, 1994 under the Companies Act Chapter 89:01 of the Laws of Guyana as a limited liability company.

IN FAITH AND TESTIMONY WHEREOF

I have here unto subscribed my name
and office and have caused to be thereof
affixed the seal of the said office
this *24th* day of *June*,
1997.

QUOD ATTESTOR



Carolyn Paul
.....
DEPUTY REGISTRAR OF JOINT STOCK COMPANIES *[Signature]*

Office of the Registrar of Joint Stock Companies
Republic of Guyana.