

State of Idaho

Office of the Secretary of State

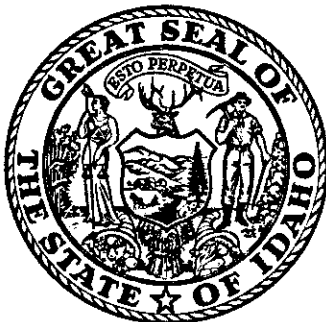
**CERTIFICATE OF AUTHORITY
OF
GOLDCORP HOLDINGS CO.**

File Number C 175170

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: September 24, 2007



Ben Yursa

SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

07 SEP 24 AM 9: 04

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
GoldCorp Holdings Co.
- The name which it shall use in Idaho is: same
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: May 25, 1989
- The address of its principal office is:
5709 Manatee Ave. West, Bradenton, FL 34209
- The address to which correspondence should be addressed, if different from item 5, is:
same
- The street address of its registered office in Idaho is: 1111 West Jefferson St, #530, Boise, ID 83704
and its registered agent in Idaho at that address is: Business Fillings Incorporated
- The names and respective business addresses of its directors and officers are:

| Name | Office Held | Business Address |
|-------------------------|------------------------------|---|
| <u>Pierre Quilliam</u> | <u>Pres., Sec., Director</u> | <u>2373 Landings Cir., Bradenton, FL 34209</u> |
| <u>Allan Breitkreuz</u> | <u>V.Pres., Director</u> | <u>1613 2nd Ave. RR#3, St-Catherines,</u> <u>Ontario, CA L2R 6P9</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

Dated: Sept. , 2007

Signature: _____

Typed Name: Pierre QuilliamCapacity: President

(The signer must be a director or an officer of the corporation.)

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

9175170

IDAHO SECRETARY OF STATE

09/24/2007 05:00
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Web Form

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOLDCORP HOLDINGS CO." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF SEPTEMBER, A.D. 2007.

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070990272

AUTHENTICATION: 5978786

DATE: 09-06-07



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State