

State of Idaho

Office of the Secretary of State

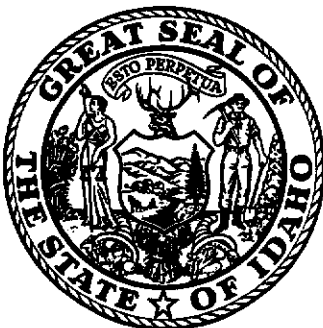
**CERTIFICATE OF AUTHORITY
OF
FREEAIRFARE.COM LIMITED**

File Number C 188250

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: August 25, 2010



Ben Yursa

SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

10 AUG 25 AM 8:43

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

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

FreeAirfare.com Limited

2. The name which it shall use in Idaho is: N/A

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: February 12, 2010

5. The address of its principal office is:

1513 Tyrell Lane, Suite 130, Boise, ID 83706

6. The address to which correspondence should be addressed, if different from item 5, is:

Same as Above

7. The street address of its registered office in Idaho is: 1513 Tyrell Lane, Suite 130, Boise, ID 83706

and its registered agent in Idaho at that address is: D. Blair Clark

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>John P. Ferry</u>	<u>President/Director</u>	<u>1513 Tyrell Lane, Suite 130, Boise, ID 83706</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: August 19, 2010

Signature: _____

Typed Name: John P. Ferry

Capacity: President/Director

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corporate\corp
forms\appforauthority_profit.pmd
Revised 06/2005

Web Form

IDAHO SECRETARY OF STATE
08/25/2010 05:00
CK: 2331 CT: 250669 BH: 1236143
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C180250

Delaware

PAGE 1

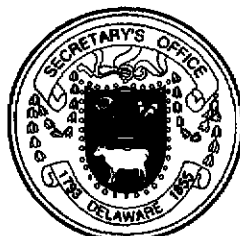
The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FREEAIRFARE.COM LIMITED" 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 NINETEENTH DAY OF AUGUST, A.D. 2010.

4787935 8300

100843989

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8183109

DATE: 08-19-10