State of Idaho

Office of the Secretary of State

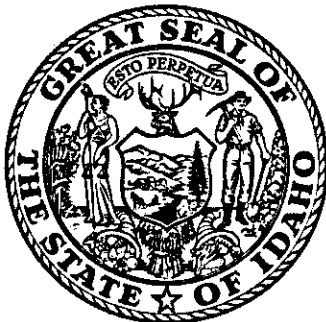**CERTIFICATE OF AUTHORITY**

OF

WELLINGTON FUND

dba WELLINGTON FUND INC.

File Number C 176413

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: December 24, 2007

Ben Ysursa

SECRETARY OF STATE

By _____

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)
(Instructions on Back of Application)

FILED EFFECTIVE

07 DEC 24 PM 1:01
SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is:

   Wellington Fund

2. The name which it shall use in Idaho is: Wellington Fund Inc.

3. It is incorporated under the laws of: Wyoming

4. Its date of incorporation is: 7/27/06

5. The address of its principal office is:

   2710 Thomes Ave Cheyenne, WY 82001

6. The address to which correspondence should be addressed, if different from item 5, is:
   2710 Thomes Ave Cheyenne, WY 82001

7. The street address of its registered office in Idaho is:, 1111 W. Jefferson, Ste 530, Boise, ID 83702

   and its registered agent in Idaho at that address is: Business Filings Incorporated

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

Name	Office Held	Business Address
Gerald Pitts	Director/Secretary	2710 Thomes Ave. Cheyenne, WY 82001

Dated: 12/19/07

Signature:

Typed Name: Gerald Pitts

Capacity: Director/Secretary
[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

C176413
IDAHO SECRETARY OF STATE
12/26/2007 05:00
CK: 1372 CT: 220853 DH: 1091548
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Revised 06/2005

Web Form

STATE OF WYOMING
Office of the Secretary of State

I, MAX MAXFIELD, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

Wellington Fund

is a

Profit Corporation

formed or qualified under the laws of Wyoming did on **July 27, 2006**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2006-000519006**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 19th day of December, 2007 at 12:22 PM. This certificate is assigned 002235212.

_____
Secretary of State