

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

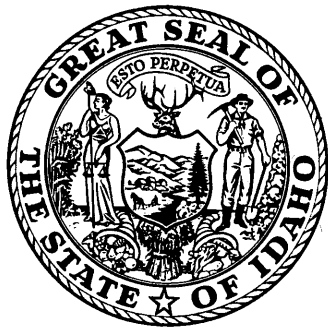
RED FACTOR, INC.

File Number C 196439

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: November 5, 2012



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2012 NOV -5 AM 10: 03

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:
Red Factor, Inc
2. The name which it shall use in Idaho is: _____
3. It is incorporated under the laws of: Nevada
4. Its date of incorporation is: Aug 5, 2011
5. The address of its principal office is:
16333 S Montana Ave; Caldwell, ID 83607
6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 16333 S Montana Ave; Caldwell, ID 83607
and its registered agent in Idaho at that address is: Charles R Dimick, President
8. The names and respective business addresses of its directors and officers are:

| Name | Title | Business Address |
|-------------------------|-------------------------------|---|
| <u>Charles R Dimick</u> | <u>President</u> | <u>16333 S Montana Ave; Caldwell ID 83607</u> |
| <u>Marilyn Dimick</u> | <u>Secretary</u> | <u>16333 S Montana Ave; Caldwell ID 83607</u> |
| <u>Cheryl Sprauve</u> | <u>Treasurer</u> | <u>16333 S Montana Ave; Caldwell ID 83607</u> |
| <u>Nicky A Sprauve</u> | <u>Director of Operations</u> | <u>16333 S Montana Ave; Caldwell ID 83607</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

Dated: Oct 25, 2012

Signature: *Charles R. Dimick*

Typed Name: Charles R Dimick

Capacity: President

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

Customer Acct # :

(if using pre-paid account)

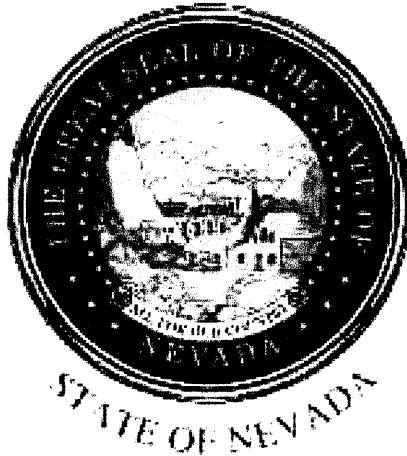
Secretary of State use only

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Revised 06/2005

IDAHO SECRETARY OF STATE
11/05/2012 05:00
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C196439

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **RED FACTOR, INC**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 5, 2011, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on October 24, 2012.

ROSS MILLER
Secretary of State



Electronic Certificate
Certificate Number: C20121024-1154
You may verify this electronic certificate
online at <http://www.nvsos.gov/>