STATE OF VERMONT OFFICE OF SECRETARY OF STATE

Nonprofit Certificate of Incorporation

The Office of Secretary of State hereby grants a

Certificate of Incorporation

to

ONION RIVER EXCHANGE INC.

a Vermont domestic nonprofit corporation, effective February 04, 2008

February 06, 2008

Given under my hand and the seal of the State of Vermont, at Montpelier, the State Capital

Deborah Markowitz Secretary of State

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