**APOSTILLE**

**(Convention de la Haye du 5 octobre 1961)**

1. **Country:** REPUBLIC OF SOUTH AFRICA

**This public document**

2. **has been signed by** VUSUMZI NGQOKOMASHE

3. **acting in the capacity of** SIGNATORY

4. **bears the seal/stamp of** HIGH COURT
GRAHAMSTOWN

**Certified**

5. **at** GRAHAMSTOWN 6. **the** 15th SEPTEMBER 2014

7. **by** JANET VIRGINIA WILSON, REGISTRAR OF THE
HIGH COURT OF SOUTH AFRICA (ECD, GRAHAMSTOWN)

8. **No:** 84/2014

9. **Seal / stamp:**



10. **Signature:**

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The Logical Progression

TAX. AUDIT. B-BBEE VERIFICATION. ADVISORY

**INDEPENDENT ELECTORAL CERTIFICATION**

**OF CORPORATE ACTIONS AND GUARANTEES**

Republic of South Africa S.S.

Pretoria, Gauteng

On this 15th day of September 2014. I, VUSUMZI NGQOKOMASHE, am an Independent Electoral Inspector and Non-Affiliate, do hereby certify, acknowledge and guarantee that the election of the Plan of Merger with the non-surviving Tennessee, U.S.A. Corporation of GreenGold Ray Energies, Inc. into the Surviving Corporation name of **AU MIN AFRICA** incorporated in the Republic of South Africa were unanimously executed and passed by the members of the Founding Board of Directors and its Officers which was approved by the 2/3 votes from the shares entitled to vote held by the shareholders of GreenGold Ray Energies, a Tennessee U.S.A. Publicly-Traded Corp. and of Au Minerals Africa LTD, a South African Corporation were resolved, executed and passed by the members of the Board of Directors and its officers' own free will, voluntary acts and deeds.

This foregoing Independent Electoral Certification on the Special Board of Directors Meeting that was held on June 20, 2014, was made on the matter of the change of country of domicile and jurisdiction from the U.S.A. to the new and surviving country of jurisdiction in the **Republic of South Africa** and with the change of name to **AU MIN AFRICA** [CUSIP No. S3141A 101 ISIN No. ZAU000013799] is a for Profit corporation duly organized under the laws from the office of the Companies and Intellectual Property Commission of the Republic of South Africa (CIPC), Registration No. 2014/113831/07 and File No. 720527477. The principal place of business of the Surviving Corporation is *4th Floor, Hilda Chamber, Hilda Street, Hatfield Pretoria, Gauteng, South Africa 0083*; **Executive Office**: *Brooklyn Bridge Office Park, 3rd Floor, Bldg.2, 570 Fehrsen St., Pretoria, Gauteng, South Africa 0083.*

I therefore hereby certify and confirm that the Corporate Actions and Resolutions passed by the Board, which were unanimously approved by 2/3 votes from the shares entitled to vote held by the shareholders of GreenGold Ray Energies, a Tennessee U.S.A. Publicly-Traded Corp. and of Au Minerals Africa LTD, a private South African Mining Corporation are verified as follows:

1. The Plan of Merger of U.S.A. Corporation of GreenGold Ray Energies, Inc. and Au Minerals Africa (Pty) Ltd (EIN # 98-1173718) mutually agreed that the Surviving Corporation Name of the Merger shall be **AU MIN AFRICA** [CUSIP No. **S3141A 101** & ISIN No. **ZAU000013799]** a for profit South African Corporation was made effective on July 8, 2014 by the SOS of Tennessee, U.S.A.;

2. The termination and the ceasing to exist of the USA Corporation of GreenGold Ray Energies, Inc. and its changed of domicile out of the State of Tennessee, U.S.A. into the new and surviving Republic of South Africa Corporation under the name of AU MIN AFRICA, a for profit South African Corporation;
3. The change of name to AU MIN AFRICA as the Surviving Corporation Name, a Republic of South Africa corporation;
4. The Surviving Corporation Name of AU MIN AFRICA is Authorized to issue *Five Billion* (5,000,000,000) Total Classes of Stocks: 4,990,000,000 for the Common Class with a Par and Nominal Value of $0.10 each share and 10,000,000 for the Preferred Super Voting Class equivalent to 100 common votes per preferred share and are non-convertible to common, with a Par and Nominal value of $1.00;
5. The assigned **CUSIP No. S341A 101** & **ISIN # ZAU 000013799** for the common shares of AU MIN AFRICA per confirmation from the CUSIP'S Bureau U.S.A. and the JSE Listing Bureau of South Africa.
6. The keeping of the current U.S.A. **Transfer Agent No. 36709** of GreenGold Ray Energies Transfer Division of the surviving corporation name of AU MIN AFRICA;
7. The overall total number of shares voted and entitled to vote from GreenGold Ray Energies Shareholders on the Board's Corporate Actions and Resolutions held on June 20, 2014 were **3,119,497,500**;
8. Whilst the total number of shares that Voted Against or did not Vote from GreenGold Ray Energies Shareholders on the Boards' Corporate Actions and Resolutions held on June 20, 2014 hereon were 436,286,422 common vote.
9. The overall total number of shares that Voted For and entitled to vote from AU MINERALS AFRICA LTD, a private for profit South African Corporation, on the Boards' Corporate Actions and Resolutions held on June 20, 2014 thereon were **362,247,500** common votes;
10. Whilst the total number of shares that Voted Against or did not Vote AU MINERALS AFRICA LTD, a private for profit South African corporation, on the Boards' Corporate Actions and Resolutions held on June 20, 2014 and was made effective on July 8, 2014, thereon were zero common vote.

I certify that the Amendments to the Articles of Incorporation and the Board of Directors' Corporate Actions and Resolutions are congruent and subsequent to the termination, ceasing to exist and merging of the Tennessee, U.S.A. Corporation of GreenGold Ray Energies, Inc. into the Surviving South African Corporation under the Merger Name of AU MIN AFRICA to be completely in effect on July 31, 2014 and that the undersigned corporation adopted the Articles of Amendments to the Memorandum and Articles of Incorporation of the new and surviving South African Corporation of AU MIN AFRICA.

Also, I certify that the Board of Directors and its Officers unanimously resolved, passed and approved of these re-organization, corporate actions and resolutions in particular the change of the domicile of its country of jurisdiction to the new and surviving Republic of South Africa and the change of name to AU MIN AFRICA, in order to benefit not only the Company but also all of its existing and future shareholders with very promising good return on their investment. Furthermore, I Certify that the intention of the Members of the Board of Directors & its Officers were pure and sincere. It is their vision that the Company's move to the new country of jurisdiction and the change of its name were for its expansion, growth, success & profitability and is of paramount importance that will benefit all of its existing and future stockholders, the host communities and most of all the Company's Enterprises being implemented worldwide.

Sworn on: at GRAHAMSTOWN.

Certified and Acknowledged By;

JANET VIRGINIA WILSON., REGISTRAR OF HIGH COURT

101-105 HIGH STREET GRAHAMSTOWN.

REGISTRAR
IN THE HIGH COURT OF SOUTH AFRICA
2014 -09- 15
EASTERN CAPE DIVISION
GRAHAMSTOWN

Name: VUSUMZI NGXOKOMASHE

Independent Electoral Inspector

Pretoria, Gauteng

Republic of South Africa

## Notary Signature Guarantee

WITNESS MY HAND AND SEAL



Sait Member of the South African Institute of Tax Professionals