INFORMATION BURN ENTERTAINMENT CORPORATIONSOL INTERNATIONAL CORPORATION THROUGH THE ACQUISITION OF GREEN SYNERGY, LLC COMMON STOCK FOR THE BENEFIT OF E-SOL INTERNATIONAL CORPORATION COMMON SHAREHOLDERS

Court Approved Merger on June 10, 2015

Information Statement as of June 11, 2015

To Our Shareholders:

This Information Statement is being sent to you due to a reorganization in Nevada's 8th Judicial District, case #A-14-703071-C, whereby, shareholders of the common stock of E-Sol International Corporation will receive shares of Green Synergy, LLC, an Illinois corporation ("Green Synergy"). Along with this reorganization E-Sol Intl. will be renamed Burn Entertainment Corporation, a Nevada corporation (or "BurnTV"). The BurnTV shares will be merged post-reverse split post FINRA effective date also described herein. See "Business – The Merger" in the Information Statement. and trade under the symbol BTVN on OTC.

Pursuant to the merger, Burn Entertainment Corporation will be engaged in the business of creating, promoting and licensing media and entertainment content focused on target audiences related to the legal cannabis industry delivered via television, social and visual media platforms from their own network and/or out-licensing to other outlets. The E-Sol Intl. Board of Directors has determined that it would be in the best interests of the E-Sol Intl. shareholders to separate Green Synergy from E-Sol Intl. Following the reorganization and the Merger, E-Sol Intl. will acquire 100% of the outstanding common stock of Green Synergy, which means that Green Synergy will be a fully independent, publicly traded company.

No vote of the E-Sol Intl. shareholders is required in connection with the reorganization as approved by the court of the Nevada, and you are not required to take any action. This Information Statement contains details about the terms of the reorganization, the Merger, and certain tax consequences of the reorganization and the acquisition BurnTV common stock. It is for your information only.

Neither the Securities and Exchange Commission nor any state securities regulators have approved or reviewed this transaction, and we are relying upon an exemption provided for reorganizations provided under 15 U.S.C. § 77c(a)(10). Any representation to the contrary is a criminal offense.

THIS MATTER WAS APPROVED BEFORE A JUDGE OF THE 8TH JUDICIAL COURT OF CLARK COUNTY, NEVADA, AT A HEARING ON JUNE 10, 2015.

We appreciate your continued interest in Burn Entertainment Corporation.

Very truly yours,

/s/ Jason Santos
Jason Santos
Chairman, CEO and President

INFORMATION ABOUT THE SPIN-OFF

The court in Nevada's 8th Judicial District will hold a hearing to approve the reorganization and merger of E-Sol Intl. and Green Synergy. To effect this transaction, the E-Sol Intl. receiver approved the acquisition of 100% of the Green Synergy common stock. These shares represent 100% percent of the outstanding common shares of Green Synergy, LLC.

You will **not** be required to pay any cash or other consideration for the shares of BurnTV common stock distributed to you or to surrender or exchange your shares of the E-Sol Intl. common stock to receive the distribution of the BurnTV common stock.

Capitalization Structure Pre and Post Transaction

The Receiver has approved a reverse stock split in the ratio of 1000:1 with a minimum retention of 100 shares. The table below outlines outstanding shares subsequent to reverse-split and court approved merger:

Approximate Shares out and percent ownership

	E-Sol Intl.	%	Green Synergy, LLC	%
Pre-merger	85,049	100%	---	0%
Post merger	85,049	0.1%	100,000,000	99.9%

Minimum shares, 100 for each record and beneficial shareholder

Each beneficial holder, which means any record holder or any shareholder who owns shares in "street name" / shares held at a brokerage firm, as of the effective date, will receive a minimum of 100 shares in the transaction as described, with all fractional shares rounded up. Each record holder will also receive a minimum of 100 shares; all fractional shares will round up.

Shareholders of E-Sol Intl. are not required to exchange their shares for Green Synergy, LLC shares.

Should a shareholder wish to effect a manual change for the new form of certificate, they may do so by contacting our transfer agent at First American Stock Transfer, 4747 N 7th Street, Suite 170, Phoenix, AZ 85014, (602) 788-0423. (http://www.firstamericanstock.com). All transfer fees are the responsibility of the shareholder.

Street Name Holders. For any shareholders holding shares through their brokers the reverse split will be paid out on a "beneficial holder" level.

Fractional Shares. Fractional shares will be rounded up to the nearest whole share and down to the beneficial level.

Trading in the reorganized Stock

The common stock prior to this transaction trades on the OTC Markets under the ticker "ESIT" we anticipate retaining listing on present exchange under a new ticker symbol of "BTVN", but no assurances can be made that a "trading market" will persist post-merger.

Dissenters' Rights

Common shareholders do not have dissenter's right in the Receiver action and the transaction as described will be subject to a "Fairness Hearing" prior to approval by Nevada's 8th Judicial District.

U.S. FEDERAL INCOME TAX CONSEQUENCES

The following is a discussion of certain federal income tax considerations that may be relevant to holders of our stock as a result of the reorganization. No state, local, or foreign tax consequences are addressed herein.

The following description of the material federal income tax consequences of the reorganization to our common shareholders is based on the Internal Revenue Code, applicable Treasury Regulations promulgated thereunder, judicial authority and current administrative rulings and practices as in effect on the date of this Information Statement. Changes to the laws could alter the tax consequences described below, possibly with retroactive effect. We have not sought and will not seek an opinion of counsel or a ruling from the Internal Revenue Service regarding the federal income tax consequences of the reorganization. This discussion is for general information only and does not discuss the tax consequences that may apply to special classes of taxpayers (*e.g.*, non-residents of the United States, broker/dealers or insurance companies). The state and local tax consequences of the reorganization may vary significantly as to each common shareholder, depending upon the jurisdiction in which such shareholder resides. You are urged to consult your own tax advisors to determine the particular consequences to you.

Tax-Free Status of the Reorganization. We are of the opinion that our acquisition of whole shares of BurnTV common stock in connection with the reorganization will be tax-free to E-Sol Intl. and to our common shareholders for U.S. federal income tax purposes.

This means that for U.S. federal income tax purposes:

- E-Sol Intl. common shareholders will not recognize a gain or loss by reason of the receipt of whole shares of BurnTV common stock as a result of the reverse-split or merger; and

- E-Sol Intl. will not recognize a gain or loss by reason of the reorganization.

We are not aware of any facts or circumstances that would cause any of our opinions to be incorrect in any material respect. Nevertheless, if the IRS subsequently held the reorganization to be taxable, the above consequences would not apply; and our common shareholders and we could be subject to tax.

Subsequent Sale of Stock. If you sell your shares of E-Sol Intl. common stock after the distribution, you will recognize gain or loss on such sale based on the difference between the proceeds you receive from the sale and the tax basis allocated to the shares you sold as described below under "Allocation of Tax Basis." In most cases, this gain or loss will be a capital gain or loss, assuming that you held such shares as a capital asset, and will be a long-term or short-term gain or loss based on your holding period for such shares as described below under "Holding Period."

Allocation of Tax Basis. Your tax basis for the BurnTV common stock received in the reorganization will be determined based on your holding period in the E-Sol Intl. common or in the case of the merger your holding period in BurnTV common stock if you are a shareholder in BurnTV pre-merger. Following the reorganization, your aggregate tax basis in your shares of the E-Sol Intl. common stock and the BurnTV common stock, will be the same as your tax basis in your shares of the E-Sol Intl. common stock immediately prior to the reorganization. The aggregate tax basis in your shares of the E-Sol Intl. common stock immediately prior to the reorganization.

Holding Period. The holding period for capital gains purposes of shares of BurnTV common stock received in the distribution will include the holding period of the E-Sol Intl. common stock in respect of which the distribution was made, provided the shareholder holds the E-Sol Intl. common stock as a capital asset on the merger date.

State, Local and Foreign Tax Consequences. You should consult your own tax advisor regarding the state, local and foreign tax consequences of your receipt of shares of BurnTV common stock and any payment for fractional shares.

The summary of U.S. federal income tax consequences set forth above is for general information purposes only. Shareholders are advised to consult their own tax advisors as to the particular tax consequences to them of the reorganization, including the state, local, and (if applicable) foreign tax consequences.

INFORMATION ABOUT BURN ENTERTAINMENT CORPORATION

RISK FACTORS

This investment has a high degree of risk. Before you invest you should carefully consider the risks and uncertainties described below and the other information in this Information Statement. If any of the following risks actually occur, our business, operating results and financial condition could be harmed and the value of our stock could go down. This means you could lose all or a part of your investment.

Risks Relating to Our Business

Green Synergy, LLC, was incorporated in Illinois on May 29, 2014, and in connection with the Merger, was re-named in Nevada on March 26, 2015 as Burn Entertainment Corporation. The change in the name was the result of our desire to continue with the use of the name "BurnTV" following the Merger.

We will encounter difficulties as an early stage company in the media and entertainment business focused on a niche market.

We may experience difficulties developing programming and content for our proprietary and third-party media outlets.

We could incur net losses in the foreseeable future if we are unable to anticipate market trends and match our product offerings to consumer buying patterns.

We do not currently have licensing or advertising revenue and to implement our business plan, we will be required to obtain additional financing. We have not yet located additional financing**.**

Our prospects must be considered speculative, considering the risks, expenses, and difficulties frequently encountered in the establishment of a new business, specifically the risks inherent in developmental stage companies.

We have yet to develop sufficient experience regarding actual revenues to be received from our business model and new products and services.

You must consider the risks and uncertainties frequently encountered by early stage companies in new and rapidly evolving markets. If we are unsuccessful in addressing these risks and uncertainties, our business, results of operations and financial condition will be materially and adversely affected.

An investor in our securities must consider the risks, uncertainties, and difficulties frequently encountered by companies in new and rapidly evolving markets. The risks and difficulties we face include challenges in accurate financial planning as a result of limited historical data and the uncertainties resulting from having had a relatively limited time period in which to implement and evaluate our business strategies as compared to older companies with longer operating histories.

If we do not generate adequate revenues to finance our operations, our business may fail.

Since there can be no assurances that revenues will be sufficient to cover operating costs for the foreseeable future, it may be necessary to raise additional funds. Due to our limited operating history, raising additional funds may be difficult. Our ability to achieve and maintain profitability and positive cash flow is dependent upon our ability to create content that advertisers and media outlets are willing to pay or sponsor and our ability to generate revenues based on our business focus as well as managing expenses.

Based upon current plans, we expect to incur operating losses in future periods because we will be incurring expenses and not generating sufficient revenues. We expect our operating costs to range between $1,000,000 and $10,000,000 for the fiscal year ending December 31, 2015. We cannot guarantee that we will be successful in generating sufficient revenues or other funds in the future to cover these operating costs. Failure to generate sufficient revenues will cause us to go out of business.

We must compete in a highly competitive industry.

There can be no assurance that additional participants will not enter the market or that we could compete effectively with such entrants.

Aspects of our business have a fluctuation in sales, which can develop fluctuating quarterly results in our operational revenue.

Future operating results and cash flows will continue to be subject to quarterly fluctuations based on a wide variety of factors.

We expect our products to be subject to changes in customer tastes and interest.

The markets for our end products are subject to changing customer tastes and the need to create and market new products. Demand for our developed content and the platforms we distribute through may not attract consumers, advertisers or strategic partners. We may not always be able to respond quickly and effectively to changes in customer taste and demand due to the amount of time and financial resources that may be required to bring alternative products, content and delivery platforms to market. The inability to respond quickly to market changes could have a material adverse effect on our financial condition and results of operations.

We expect to be directly affected by fluctuations in the general economy.

Demand for media delivered by television or cable, internet or other medium is dynamic and subject to consumer's discretionary income. In addition, we may experience more competitive pricing pressure during economic downturns. Therefore, any significant economic downturn or any future changes in consumer spending habits could have a material adverse effect on our financial condition and results of operations.

Changes in economic conditions in the U.S., U.K. and other international markets we serve may depress demand for our products and services Our operating results depend on the relative strength of the economy in our principal television, publishing and digital markets as well as the strength or weakness of regional and national economic factors. A decline in economic conditions in the U.S. and U.K. could have a significant adverse impact on our businesses, particularly publishing, and could significantly impact all key advertising revenue categories.

Competition from alternative forms of media may impair our ability to grow or maintain revenue levels in core and new businesses

Advertising produces the predominant share of our broadcasting, publishing and digital revenues, with affiliated web site, mobile and tablet revenues being an important component. With the continued development of alternative forms of media, particularly electronic media including those based on the Internet, our businesses may face increased competition. Alternative media sources may affect our ability to generate circulation revenues and our television audience. New and emerging technologies such as subscription streaming media services and mobile video are increasing competition for household audiences and advertisers. This competition may make it difficult for us to grow or maintain our print advertising, circulation and broadcasting revenues, which we believe will challenge us to expand the contributions of our online and other digital businesses.

Our intellectual property rights are valuable, and any inability to protect them could reduce the value of our products, services, and brand.

Our patents, trademarks, trade secrets, copyrights, and other intellectual property rights are important assets for us. Various events outside of our control pose a threat to our intellectual property rights, as well as to our products, services and technologies. For example, effective intellectual property protection may not be available in every country in which our products and services are distributed or made available through the internet. Also, the efforts we have taken to protect our proprietary rights may not be sufficient or effective.

Our business is influenced by industry rules and regulations

Our broadcasting, publishing and digital operations are subject to government regulation. Changing regulations, particularly FCC Regulations which affect our television stations (including changes to our shared services and similar agreements), may result in increased costs, reduced valuations for certain broadcasting properties or other impacts, all of which may adversely impact our future profitability. All of our television stations are required to hold television broadcasting licenses from the FCC; when granted, these licenses are generally granted for a period of eight years. Under certain circumstances the FCC is not required to renew any license and could decline to renew either our current license applications that are pending or those submitted in the future.

Our business operations will be highly dependent upon our continued ability to attract and maintain key employees. We must be able to attract and retain key personnel to effectively staff our operations, create content, manage our external relationships and develop new outlets.

The ultimate success of our business operations will be highly dependent upon our ability to attract and maintain key employees with experience in the entertainment and media industry as related to our target market niche. The process of hiring employees with the combination of skills and attributes required to carry out our business plan is extremely competitive. However, to date, we have been successful in hiring skilled personnel to perform necessary operations. We cannot guarantee that we will be able to identify and/or hire qualified personnel as and when they are needed for our operations in the future.

Our business is currently regulated by the federal and state governments.

The nature of the industries in which we operate may be under scrutiny by the governmental agencies and/or certain municipalities that may wish to enforce regulation in the future. As regulatory standards and expectations develop, we may be exposed to increased litigation, compliance costs and other unforeseen expenses, which may negatively affect our financial condition and results of operations in the future.

The share control position of Management will limit the ability of other shareholders to influence corporate action.

Current shareholders of Green Synergy, LLC will beneficially own and control 100,000,000 shares (of approximately 100,085,049) and thereby control the majority of our outstanding common shares. Because the management of Green Synergy, LLC, will beneficially control more than a majority of the outstanding shares, other shareholders, individually or as a group, will be limited in their ability to effectively influence the election or removal of our directors, the supervision and management of our business or a change in control or sale of our company, even if they believed such changes were in the best interest of our shareholders generally.

We may not be successful in the implementation of our business strategy or our business strategy may not be successful, either of which will impede our development and growth.

Our business strategy is to develop, create, produce and distribute media content including but not limited to television, radio, print and other forms of audio and visual media. Our ability to implement this business strategy is dependent on our ability to:

- Predict consumer buying, viewing and interest habits;
- Identify and create content and deliver media and content through various mediums;
- Establish brand recognition and customer loyalty; and
- Manage growth in administrative overhead costs during the initiation of our business efforts.
- Raise the necessary capital to adequately fund the business.

We do not know whether we will be able to continue successfully implement our business strategy or whether our business strategy will ultimately be successful. In assessing our ability to meet these challenges, a potential investor should take into account our lack of operating history and brand recognition, our management's relative experience, the competitive conditions existing in our industry and general economic conditions and consumer discretionary spending and viewing habits. Our growth is largely dependent on our ability to successfully implement our business strategy. Our revenues may be adversely affected if we fail to implement our business strategy or if we divert resources to a business strategy that ultimately proves unsuccessful.

Our entertainment offerings may not be accepted.

We constantly seek to anticipate and upgrade our product offerings to match consumer buying trends. As is typically the case involving product offerings, anticipation of demand and market acceptance is subject to a high level of uncertainty. The success of our product offerings primarily depends on the interest of consumers in purchasing our particular assortment of products. In general, achieving market acceptance for our products will require substantial

marketing efforts and the expenditure of significant funds, which we may not have available, to create awareness and demand among consumers.

We have limited financial, personnel and other resources to undertake extensive marketing activities. Accordingly, we are uncertain as to the acceptance of any of our products or our ability to generate the revenues necessary to remain in business.

Our inability to obtain sufficient financing will harm our development and growth strategy.

We will require substantial amounts of working capital to fund our business. Our current available funds will not be sufficient to meet our anticipated needs for working capital and capital expenditures through the next 12 months. Our anticipation of the time through which our financial resources will be adequate to support our operations is a forward-looking statement that involves risks and uncertainties, and actual results could vary as a result of a number of factors, including those described in these Risk Factors and elsewhere in this Information Statement. We are uncertain that additional financing will be available to us on favorable terms when required, or at all. If we are unable to obtain sufficient additional capital when needed, we could be forced to alter our business strategy, delay or abandon some of our development plans. Any of these events would harm our business, financial condition and results of operation. In addition, if we raise additional funds through the issuance of equity, equity-inked or debt securities, such securities may have rights, preferences or privileges senior to those of the rights of our common stock and our stockholders may experience additional dilution.

Risks associated with our ability to manage expansion as a result of acquisitions.

The growth of our business depends in large part on our ability to manage expansion, control costs in our operations. This strategy will entail reviewing and potentially reorganizing acquired operations, corporate infrastructure and system and financial controls. Unforeseen expenses, difficulties, complication and delays frequently encountered in connection with the rapid expansion of operations could inhibit our growth and adversely affect our financial condition, results of operations or cash flow.

We may fail to protect adequately our proprietary technology, which would allow competitors to take advantage of our research and development efforts.

Our long-term success largely depends on our ability to market technologically competitive products. If we fail to obtain or maintain these protections, we may not be able to prevent third parties from using our proprietary rights. In the United States, patent applications are confidential until patents issue, and because third parties may have filed patent applications for technology covered by their pending patent applications without our being aware of those applications, our patent applications may not have priority over any patent applications of others. In addition, the patents that we license may not contain claims sufficiently broad to protect us against third parties with similar technologies or products or provide us with any competitive advantage. If a third party initiates litigation regarding the patents we license, and is successful, a court could revoke those patents or limit their scope of coverage. We also rely upon trade secrets, proprietary expertise and continuing technological innovation to remain competitive. However our trade secrets, expertise and other technology may otherwise become known or be independently discovered by our competitors.

We may incur substantial costs as a result of litigation or other proceedings relating to patent and other intellectual property rights.

A third party may sue us, or one of our strategic collaborators for infringing a third-party's patent rights. Likewise, we may need to resort to litigation to enforce patent rights or to determine the scope and validity of third-party proprietary rights. The cost to us of any litigation or other proceeding relating to intellectual property rights, even if resolved in our favor, could be substantial, and the litigation would divert our management's efforts. Some of our competitors may be able to sustain the costs of complex patent litigation more effectively than we can because they have substantially greater resources. If we do not prevail in this type of litigation, we or our strategic collaborators may be required to pay monetary damages, stop commercial activities relating to the affected products or services, obtain a license in order to continue manufacturing or marketing the affected products or services, or compete in the market with a substantially similar product. Uncertainties resulting from the initiation and continuation of any litigation could limit our ability to continue some of our operations. In addition, a court may require that we pay expenses or damages and litigation could disrupt our commercial activities.

We may be liable for product liability claims not covered by insurance.

End users of our products may bring product liability claims against us. While we will take what we believe are appropriate precautions, we may be unable to avoid significant liability exposure. We intend to obtain and keep in force product liability insurance; however, such insurance may not be sufficient to protect us from all claims. In addition, we may be unable to obtain insurance in the future, or we may be unable to do so on acceptable terms. Any additional insurance we obtain may not provide adequate coverage against any asserted claims. In addition, regardless of merit or eventual outcome, product liability claims may result in diversion of our management's time and attention, expenditure of large amounts of cash on legal fees, expenses and payment of damages, decreased demand for our products and services, and injury to our reputation.

Our ability to succeed will depend on research and development.

Our future success will depend on successful research and development and our ability to identify, hire, and retain additional qualified personnel. Currently, there is significant competition for qualified personnel for our business, and we do not know if we will be able to attract and retain the personnel necessary for the development of our business.

Our future financial results are uncertain and our operating results may fluctuate, due to, among other things, consumer trends, seasonal fluctuations and market demand.

As a result of our lack of operating history, it is difficult to accurately forecast our revenue and we have little historical financial data upon which to base planned operating expenses. We base our current and future expense levels on our operating plans and estimates of future expenses. Our expenses are dependent in large part upon expenses associated with our proposed marketing expenditures and related overhead expenses, and the costs of hiring and maintaining qualified personnel to carry out our respective services. Sales and operating results are difficult to forecast because they will depend on the growth of our customer base, changes in customer demands based on consumer trends, the degree of utilization of our advertising services as well as the mix of products and services sold. As a result, we may be unable to make accurate financial forecasts and adjust our spending in a timely manner to compensate for any unexpected revenue shortfall. This inability could cause our net losses in a given quarter to be greater than expected.

We may encounter substantial competition in our business and failure to compete effectively may adversely affect our ability to generate revenue.

We believe that existing and new competitors will continue to improve their products and introduce new products with competitive price and performance characteristics. We expect that we will be required to continue to invest in product development and productivity improvements to compete effectively in our markets. Our competitors could develop a more efficient product or undertake more aggressive and costly marketing campaigns than ours, which may adversely affect our marketing strategies and could have a material adverse effect on our business, results of operations and financial condition. Important factors affecting our ability to compete successfully include:

- Sales and marketing promotions;
- Rapid and effective development of new, unique products;
- Branded name advertising; and
- Pricing.

In periods of reduced demand for our products, we can either choose to maintain market share by reducing our selling prices to meet competition or maintain selling prices, which likely sacrifice market would share. Sales and overall profitability could be reduced in either case. In addition, competitors may enter our existing markets, or we will be unable to compete successfully against existing or new competition.

We may not be able to hire and retain qualified personnel to support our growth and if we are unable to retain or hire such personnel in the future, our ability to improve our products and implement our business objectives could be adversely affected.

If one or more of our senior executives or other key personnel are unable or unwilling to continue in their present positions, we may not be able to replace them easily or at all, and our business may be disrupted and our financial condition and results of operations may be materially and adversely affected. Competition for senior management and senior entertainment and media personnel is intense, the pool of qualified candidates is very limited,

and we may not be able to retain the services of our senior executives or senior technology personnel, or attract and retain high-quality senior executives or senior entertainment and/or media personnel in the future. Such failure could materially and adversely affect our future growth, business plan and financial condition.

We may have difficulty in attracting and retaining management and outside independent members to our board of directors as a result of their concerns relating to their increased personal exposure to lawsuits and stockholder claims by virtue of holding these positions in a publicly held company.

The directors and management of publicly traded corporations are increasingly concerned with the extent of their personal exposure to lawsuits and stockholder claims, as well as governmental and creditor claims which may be made against them, particularly in view of recent changes in securities laws imposing additional duties, obligations and liabilities on management and directors. Due to these perceived risks, directors and management are also becoming increasingly concerned with the availability of directors' and officers' liability insurance to pay on a timely basis the costs incurred in defending such claims. We currently do carry limited directors' and officers' liability insurance. Directors' and officers' liability insurance has recently become much more expensive and difficult to obtain. If we are unable to continue or provide directors' and officers' liability insurance at affordable rates or at all, it may become increasingly more difficult to attract and retain qualified outside directors to serve on our board of directors.

We may lose potential independent board members and management candidates to other companies that have greater directors' and officers' liability insurance to insure them from liability or to companies that have revenues or have received greater funding to date which can offer more lucrative compensation packages. The fees of directors are also rising in response to their increased duties, obligations and liabilities as well as increased exposure to such risks. As a company with a limited operating history and resources, we will have a more difficult time attracting and retaining management and outside independent directors than a more established company due to these enhanced duties, obligations and liabilities.

Our future revenues are unpredictable and our quarterly operating results may fluctuate significantly.

We cannot forecast with any degree of certainty whether any of our proposed products or business activity will ever generate revenue or the amount of revenue to be generated by any of our proposed products. In addition, we cannot predict the consistency of our quarterly operating results. Factors which may cause our operating results to fluctuate significantly from quarter to quarter include:

- Our ability to attract new and repeat customers;
- Our ability to keep current with the evolving requirements of our target market;
- The ability of our competitors to offer new or enhanced products; and
- Unanticipated delays or cost increases with respect to research, development, content creation and delivery.

We may fail to establish and maintain strategic relationships.

We believe that the establishment of strategic partnerships will greatly benefit the growth of our business, and we intend to seek out and enter into strategic alliances. We may not be able to enter into these strategic partnerships on commercially reasonable terms, or at all. Even if we enter into strategic alliances, our partners may not attract significant numbers of customers or otherwise prove advantageous to our business. Our inability to enter into new distribution relationships or strategic alliances could have a material and adverse effect on our business.

Legislative actions and potential new accounting pronouncements are likely to impact our future financial position and results of operations.

There have been regulatory changes, including the Sarbanes-Oxley Act of 2002, and there may potentially be new accounting pronouncements or additional regulatory rulings, which will have an impact on our future financial position and results of operations. The Sarbanes-Oxley Act of 2002 and other rule changes as well as proposed legislative initiatives will increase our general and administrative costs as we will have to incur increased legal and accounting fees to comply with such rule changes. Further, proposed initiatives are expected to result in changes in certain accounting rules, including legislative and other proposals to account for employee stock options as a

compensation expense. These and other potential changes could materially increase the expenses we report under accounting principles generally accepted in the United States, and adversely affect our operating results.

Acts of terrorism, responses to acts of terrorism and acts of war may impact our business and our ability to raise capital.

Future acts of war or terrorism, national or international responses to such acts, and measures taken to prevent such acts may harm our ability to raise capital or our ability to operate, especially to the extent we depend upon activities imports from foreign countries. In addition, the threat of future terrorist acts or acts of war may have effects on the general economy or on our business that are difficult to predict. We are not insured against damage or interruption of our business caused by terrorist acts or acts of war.

As a publicly traded company, and in the event that your shares become free-trading, our common stock will most likely be thinly traded, so you may be unable to sell at or near ask prices or at all if you need to sell your shares to raise money or otherwise desire to liquidate your shares.

If our shares become publicly traded, our common stock will be sporadically or "thinly-traded" on the Pink Sheets, and possibly on the OTCQX, meaning that the number of persons interested in purchasing our common stock at or near ask prices at any given time may be relatively small or nonexistent. This situation will be attributable to a number of factors, including the fact that we are a small company which will be relatively unknown to stock analysts, stock brokers, institutional investors and others in the investment community that generate or influence sales volume, and that even if we came to the attention of such persons, they tend to be risk-averse and would be reluctant to follow an unproven company such as ours or purchase or recommend the purchase of our shares until such time as we became more seasoned and viable.

As a consequence, there may be periods of several days or more when trading activity in our shares is minimal or non-existent, as compared to a mature issuer which has a large and steady volume of trading activity that will generally support continuous sales without an adverse effect on share price. It is possible that a broader or more active public trading market for our common stock will not develop or be sustained, or that trading levels will not continue.

Even if our shares become actively publicly traded, your shares may not be "free-trading."

Investors should understand that their shares of our common stock will not become "free-trading" merely because BurnTV is a publicly-traded company. In order for the shares to become "free-trading," the shares must be registered, or entitled to an exemption from registration under applicable law. See "Shares Eligible for Future Sale."

As a publicly traded entity, the market price for our common stock will most likely be particularly volatile given our status as a relatively unknown company with a small and thinly traded public float, limited operating history and lack of net revenues which could lead to wide fluctuations in our share price. The price at which you purchase our common stock may not be indicative of the price that will prevail in the trading market.

The publicly traded market for our common stock will most likely be characterized by significant price volatility when compared to seasoned issuers, and we expect that our share price will continue to be more volatile than a seasoned issuer for the indefinite future. As a consequence of this lack of liquidity, the trading of relatively small quantities of shares by our stockholders may disproportionately influence the price of those shares in either direction. The price for our shares could, for example, decline precipitously in the event that a large number of shares of our common stock are sold on the market without commensurate demand, as compared to a seasoned issuer which could better absorb those sales without adverse impact on its share price.

Secondly, we will most likely be a speculative or "risky" investment due to the nature of our innovative products. As a consequence of this enhanced risk, more risk-adverse investors may, under the fear of losing all or most of their investment in the event of negative news or lack of progress, be more inclined to sell their shares on the market more quickly and at greater discounts than would be the case with the stock of a seasoned issuer.

You may be unable to sell your common stock at or above your purchase price, which may result in substantial losses to you.

The following factors may add to the volatility in the price of our common stock: actual or anticipated variations in our quarterly or annual operating results; government regulations, announcements of significant acquisitions, strategic partnerships or joint ventures; our capital commitments; and additions or departures of our key

personnel. Many of these factors are beyond our control and may decrease the market price of our common stock, regardless of our operating performance. We cannot make any predictions or projections as to what the prevailing market price for our common stock will be at any time, including as to whether our common stock will sustain the current market price, or as to what effect the sale of shares or the availability of common stock for sale at any time will have on the prevailing market price.

If our shares become publicly traded, volatility in our common stock price may subject BurnTV to securities inquiries.

The market for our common stock will most likely be characterized by significant price volatility when compared to seasoned issuers, and we expect that our share price would be more volatile than a seasoned issuer for the indefinite future. In the past, plaintiffs have often initiated securities class action litigation against a company following periods of volatility in the market price of its securities. We may in the future be the target of similar litigation. Securities litigation could result in substantial costs and liabilities and could divert management's attention and resources.

We may need to raise additional capital. If we are unable to raise necessary additional capital, our business may fail or our operating results and our stock price may be materially adversely affected.

Because we are a newly operational company, we need to secure adequate funding through equity or debt offerings, which may reduce the value of our outstanding securities. We may be unable to secure additional financing on favorable terms or at all.

Selling additional stock, either privately or publicly, would dilute the equity interests of our stockholders. If we borrow more money, we will have to pay interest and may also have to agree to restrictions that limit our operating flexibility. If we are unable to obtain adequate financing, we may have to curtail our operations and our business would fail.

Our issuance of additional common stock in exchange for services or to repay debt would dilute your proportionate ownership and voting rights and could have a negative impact on the market price of our common stock.

Our board of directors may generally issue shares of common stock to pay for debt or services, without further approval by our stockholders based upon such factors as our board of directors may deem relevant at that time. It is likely that we will issue additional securities to pay for services and reduce debt in the future. It is possible that we will issue additional shares of common stock under circumstances we may deem appropriate at the time.

The elimination of monetary liability against our directors, officers and employees under our certificate of incorporation and the existence of indemnification rights for our directors, officers and employees may result in substantial expenditures by BurnTV and may discourage lawsuits against our directors, officers and employees.

Our certificate of incorporation contains provisions which eliminate the liability of our directors for monetary damages to BurnTV and our stockholders. Our bylaws also require us to indemnify our officers and directors. We may also have contractual indemnification obligations under our agreements with our directors, officers and employees. The foregoing indemnification obligations could result in BurnTV incurring substantial expenditures to cover the cost of settlement or damage awards against directors, officers and employees, which we may be unable to recoup. These provisions and resultant costs may also discourage BurnTV from bringing a lawsuit against directors, officers and employees for breaches of their fiduciary duties, and may similarly discourage the filing of derivative litigation by our stockholders against our directors, officers and employees even though such actions, if successful, might otherwise benefit BurnTV and our stockholders.

Absence of dividends.

We have never paid or declared any dividends on our common stock. Likewise, we do not anticipate paying, in the near future, dividends or distributions on our common stock or our common stock to be issued in this offering. Any future dividends will be declared at the discretion of our board of directors and will depend, among other things, on our earnings, our financial requirements for future operations and growth, and other facts as we may then deem appropriate.

Our directors have the right to authorize the issuance of additional shares of our common stock.

Our directors, within the limitations and restrictions contained in our certificate of incorporation and without further action by our stockholders, have the authority to issue shares of common stock from time to time. Should we issue additional shares of our common stock at a later time, each investor's ownership interest in our stock would be proportionally reduced. No investor will have any pre-emptive right to acquire additional shares of our common stock, or any of our other securities.

If our shares are ever traded on OTCBB, and we fail to remain current in our reporting requirements, we could be removed from the OTCBB, which would limit the ability of broker-dealers to sell our securities and the ability of stockholders to sell their securities in the secondary market.

Companies trading on the OTC Bulletin Board must be reporting issuers under Section 12 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and must be current in their reports under Section 13 of the Exchange Act, in order to maintain price quotation privileges on the OTC Bulletin Board. If our shares are traded on the OTC Bulletin Board, and we fail to remain current in our reporting requirements, we could be removed from the OTC Bulletin Board. As a result, the market liquidity for our securities could be adversely affected by limiting the ability of broker-dealers to sell our securities and the ability of stockholders to sell their securities in the secondary market.

Our common stock will be subject to the "penny stock" rules of the Securities and Exchange Commission, and the trading market in our common stock will be limited, which would make transactions in our stock cumbersome and may reduce the investment value of our stock.

Our shares of common are considered "penny stocks" because they most likely will not be registered on a national securities exchange or listed on an automated quotation system sponsored by a registered national securities association, pursuant to Rule 3a51-1(a) under the Exchange Act. For any transaction involving a penny stock, unless exempt, the rules require:

- That a broker or dealer approve a person's account for transactions in penny stocks; and
- That the broker or dealer receives from the investor a written agreement to the transaction, setting forth the identity and quantity of the penny stock to be purchased.

  The broker or dealer must also deliver, prior to any transaction in a penny stock, a disclosure schedule prescribed by the Securities and Exchange Commission relating to the penny stock market, which, in highlight form:

- Sets forth the basis on which the broker or dealer made the suitability determination; and
- That the broker or dealer received a signed, written agreement from the investor prior to the transaction.

Generally, brokers may be less willing to execute transactions in securities subject to the "penny stock" rules. This may make it more difficult for investors to dispose of our common stock and cause a decline in the market value of our stock. Our stock may also face issues with the Depository Trust and Clearing Company (DTCC) including settlement freezes ("chills") or other trade and settlement issues as a penny stock, and will be subject to more scrutiny than larger, more established companies.

Disclosure also has to be made about the risks of investing in penny stocks in both public offerings and in secondary trading and about the commissions payable to both the broker-dealer and the registered representative, current quotations for the securities and the rights and remedies available to an investor in cases of fraud in penny stock transactions. Finally, monthly statements have to be sent disclosing recent price information for the penny stock held in the account and information on the limited market in penny stocks.

The market for penny stocks has suffered in recent years from patterns of fraud and abuse.

Stockholders should be aware that, according to SEC Release No. 34-29093, the market for penny stocks has suffered in recent years from patterns of fraud and abuse. Such patterns include:

- Control of the market for the security by one or a few broker-dealers that are often related to the promoter or issuer;

- Manipulation of prices through prearranged matching of purchases and sales and false and misleading press releases;

- Boiler room practices involving high-pressure sales tactics and unrealistic price projections by inexperienced salespersons;

- Excessive and undisclosed bid-ask differential and markups by selling broker-dealers; and

- The wholesale dumping of the same securities by promoters and broker-dealers after prices have been manipulated to a desired level, along with the resulting inevitable collapse of those prices and with consequential investor losses.

Our management is aware of the abuses that have occurred historically in the penny stock market. Although we do not expect to be in a position to dictate the behavior of the market or of broker-dealers who participate in the market management will strive within the confines of practical limitations to prevent the described patterns from being established with respect to our securities. The occurrence of these patterns or practices could increase the volatility of our share price.

SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

In this Information Statement, we make a number of statements, referred to as "forward-looking statements" which are intended to convey our expectations or predictions regarding the occurrence of possible future events or the existence of trends and factors that may impact our future plans and operating results. We note, however, that these forward-looking statements are derived, in part, from various assumptions and analyses we have made in the context of our current business plan and information currently available to BurnTV and in light of our experience and perceptions of historical trends, current conditions and expected future developments and other factors we believe to be appropriate under the circumstances.

You can generally identify forward-looking statements through words and phrases such as "seek," "anticipate," "believe," "estimate," "expect," "intend," "plan," "budget," "project," "may be," "may continue," "may likely result," and similar expressions. When reading any forward-looking statement you should remain mindful that all forward-looking statements are inherently uncertain as they are based on current expectations and assumptions concerning future events or future performance of BurnTV, and that actual results or developments may vary substantially from those expected as expressed in or implied by that statement for a number of reasons or factors, including those relating to:

- Whether or not markets for our proposed products develop and, if they do develop, the pace at which they develop;

- Our ability to attract and retain qualified personnel to implement our growth strategies;

- Our ability to fund our financing needs;

- Competitive factors;

- General regulatory and economic conditions;

- Changes in our business plan and corporate strategies; and

- Other risks and uncertainties discussed in greater detail in the sections of this Information Statement, including those captioned "Risk Factors" and "Business."

Each forward-looking statement should be read in context with, and with an understanding of, the various other disclosures concerning BurnTV and our business made elsewhere in this Information Statement. You should not place undue reliance on any forward-looking statement as a prediction of actual results or developments. We are not

obligated to update or revise any forward-looking statement contained in this Information Statement to reflect new events or circumstances unless and to the extent required by applicable law.

BUSINESS

The Merger

Subsequent to FINRA declaring the earlier described reverse stock split effective the merger of Green Synergy, LLC will be effectuated. The basic terms and plan of merger are as follows:

1. Plan of merger. This merger whereby Green Synergy, LLC merges with and into E-Sol International Corp. pursuant to the provisions of NRS and Section 368 (a) (2) (D) of the Internal Revenue Code of 1986, as amended, is adopted as follows:
    a. Green Synergy shall be merged into E-Sol International Corp., to exist and be governed by the laws of the State of Nevada.
    b. The surviving corporation, E-Sol International Corp. ("Surviving Corporation") shall amend its articles of Corporation to be called Burn Entertainment Corporation.
    c. Green Synergy, LLC, an Illinois limited liability company, and E-Sol International Corporation, a Nevada corporation, shall cease to exist post-merger.
    d. The Surviving Corporation will be responsible for the payment of all fees and taxes of the constituent entities payable to the state of Nevada, if any.
    e. The Surviving Corporation will carry on the business of Burn Entertainment Corporation with the assets of BurnTV as well as the assets of E-Sol International Corp.
    f. As consideration for the merger, 100,000,000 newly issued unregistered shares of the Surviving Corporation, exempt from registration under The Securities Act of 1933 under Section 3 (a) (10), will be issued to the current shareholders of Green Synergy, LLC
    g. The authorized capital stock of the Surviving Corporation is 200 million shares of common stock, par value $0.0001, and 10,000,000 shares of preferred, $0.001 par value.
2. Effective Date. The effective date of the merger shall be at a time to be determined by the Board of Directors after FINRA declares the reverse stock split described earlier in this document as effective in the market.
3. Submission to Stockholders. The Surviving Corporation will provide public notice to its shareholders via the OTC markets OTC IQ service. Record holders of the Surviving Corporation will receive a postcard directing them to a web address that will provide the same information.
4. No Exchange. No shareholder of E-Sol International Corp. will be required to exchange their shares in this transaction.
5. Restricted Stock. As required under SEC guidance all Affiliates as described under Rule 405 under the Securities Act of 1933, will receive securities that are only eligible for resale under certain circumstances, and will bear restrictive legend.
6. Not Registered. This transaction is not registered under the Securities Act of 1933 and relies on one or more exemptions from registration as described herein.

7. Directors and Officers of the Surviving Corporation.

(a) Following the Merger, the present Board of Directors of BurnTV shall serve as the Board of Directors of the Surviving Corporation until the next annual meeting or until such time as their successors have been elected and qualified.

(b) If a vacancy shall exist on the Board of Directors of the Surviving Corporation, such vacancy may be filled by the Board of Directors of the Surviving Corporation as provided in the Bylaws of the Surviving Corporation.

(c) All persons who are executive or administrative officers of BurnTV shall be the officers of the Surviving Corporation until the Board of Directors of the Surviving Corporation shall otherwise determine. The Board of Directors of the Surviving Corporation may elect or appoint such additional officers as it may deem necessary or appropriate.

8. Certificate of Incorporation. The Certificate of Incorporation of BurnTV existing on the Effective Date, a copy of which is attached to the Plan of Merger as Attachment B shall continue in full force as the Certificate

of Incorporation of the Surviving Corporation until altered, amended, or repealed as provided therein or as provided by law.

9. Bylaws. The Bylaws of BurnTV, a copy of which is attached to the Plan of Merger as Attachment C shall continue in full force as the Bylaws of the Surviving Corporation until altered, amended, or repealed as provided therein or as provided by law.

10. Directors and Officers of BurnTV. Persons selected by BurnTV to the Board of Directors of BurnTV shall persist beyond the reorganization and merger date.

11. Copies of the Plan of Merger. A copy of the Plan of Merger is on file at the office of the Receiver. A copy of the Plan of Merger will be furnished to any stockholder of E-Sol Intl. or BurnTV upon written request and without cost.

Accounting Treatment; No Change of Control

The Merger will be accounted for as a "reverse merger," as the BurnTV Stockholders will own a majority of the outstanding shares of BurnTV Common Stock immediately following the Merger. BurnTV will be deemed to be the acquirer in the reverse merger. Consequently, the assets and liabilities and the historical operations of BurnTV prior to the Merger will be reflected in the financial statements and will be recorded at the historical cost basis of BurnTV and E-Sol Intl.'s consolidated financial statements after completion of the Merger will include the assets and liabilities of both E-Sol Intl. and BurnTV.

Following the reorganization and merger, the BurnTV Stockholders will own 100,000,000 shares of BurnTV Common Stock, which will represent the majority of the issued and outstanding shares of BurnTV Common Stock.

Except as described herein, no arrangements or understandings exist among present or former controlling stockholders with respect to the election of members of our board of directors and, to our knowledge, no other arrangement exists that might result in a future change of control of BurnTV. BurnTV, for the foreseeable future, will continue to be a "penny stock" company," as described previously in this document.

E-Sol Intl. intends to carry on the business of BurnTV, as discussed below.

This transaction is not registered

Section 3 (a) (10) of the Securities Act of 1933 (15 U.S.C. §77c(a)(10) is an exemption for the Securities Act registration for offers and sales of securities in specified exchange transactions, the terms and conditions of which a court or authorized government entity (which may include state insurance commissions, state corporation or securities commissions, state banking agencies, etc.) has approved, after holding a hearing, as fair to those to whom the securities will be issued. (Such securities, however, are not exempt from registration under state securities laws, for they are not "covered securities" under Section 18 of the Securities Act (See: Section 18(a)(4)(c)). The Section 3(a)(10) exemption is available without any action by the SEC's Division of Corporation Finance or the Securities and Exchange Commission. However, the issuer of the securities must advise the court or authorized government entity before the fairness hearing that it will rely on the Section 3(a)(10) exemption upon the court or authorized government entity's approval of the exchange. In addition, the issuer must provide the court or authorized government entity with sufficient information to determine the value of both the securities claims or interests to be surrendered and the securities to be issued in the proposed transaction.

Finally, the issuer must provide timely and appropriate notice of the hearing to all persons who will receive securities in the exchange. At a minimum, the issuer's notice must adequately (1) advise the persons to receive securities in the exchange of their right to attend the hearing and (2) give the information necessary to exercise that right. **The hearing date, should any shareholder wish to appear, will be some time after May 15, 2015, and interested parties should contact the Receiver for details and specifics. The case is being handled in Nevada's eighth judicial District, case number # A-14-703071-C.**

In this case, notice will be provided only to BurnTV shareholders since they are the only shareholder receiving new shares in this transaction. No BurnTV shareholder as of the date of this Information Statement has objected to the terms of this transaction.

In order to qualify for exemption from registration under Section 3(a) (10), securities must be issued in exchange for securities, claims, or property interests; they cannot be offered for cash. This requirement generally does not raise interpretive issues. However, when options, warrants, or other convertible securities are issued in a Section 3 (a) (10) transaction, the later exercise or conversion is not exempted. A court or authorized government entity must hold a hearing that is open to all those who will receive securities in the proposed exchange and find that the proposed exchange's terms and conditions are fair to all such persons.

Overview

Following the Effective Date of the Merger, the business of E-Sol Intl. will be that business formerly conducted by Green Synergy, LLC, operating under the new legal name of Burn Entertainment Corporation. Consequently all of the discussion of the business of E-Sol Intl. and Green Synergy will be a discussion of BurnTV.

Proposed Operations

BurnTV is a linear television network and media content developer and provider that targets to be on air in the 4th quarter of 2015 with full time airing in the 1st quarter of 2016. BurnTV will feature high quality licensed material as well as mainstream original content. Several shows are currently in development for BurnTV through existing relationships.

BurnTV's business model is intended to appeal to audience and advertisers thus driving demand for advertising and access to proprietary and licensed content with the objective to deliver mainstream media with direct appeal and relationships to legal cannabis friendly target audience. Programming will consist of content across multiple genres that is edgy, fun, entertaining, and educational. Currently, BurnTV has secured top production talent in New York and Los Angeles at very attractive arrangements in BurnTV's opinion.

BurnTV believes that their offering will capture the attention of both the cannabis movement and mainstream media and programming will be the first to allow high quality televised advertising of goods and services within the legal cannabis industry. The international reach of the BurnTV platform will give cannabis-based, cannabis-related businesses and conventional advertisers the opportunity to brand and market their products to a very targeted, substantial demographic.

Industry Overview

The legal cannabis and ancillary markets are one of the world's largest markets while having almost no main stream marketing and no existing dedicated media outlet with television. The industry has a substantial amount of available capital and very few outlets for marketing and branding. Currently, the best options available are localized directory listings, web sites, and print magazines, most of which are free handouts through local businesses and stores. Even the web sites are dominated by dispensary locators without any real high traffic sites dedicated to the general industry and products.

Nationally there are 23 states that have some form of legalization and more states with legalized cannabis initiatives in the works. In addition to the state legalization push, federal policy has instituted significant positive changes in several areas, including banking and judicial enforcement reduction, pushing it closer to the end of illegalization.

CNBC, Discovery Channel, National Geographic and other major networks have demonstrated the public's interest and excitement about the emerging legal cannabis industry. In order to reach this increasing demographic, established networks are continuing to re-run cannabis based programs because it's proven to pull ratings as the audience continues to grow.

A few of our many shows currently in the pre-development stages targeted to be on the air include:

• Business News show with a focus on the marijuana equity trading markets. This show will have a primary focus to cover the developing business news and regulatory developments of the cannabis market and the cannabis stock market, but not limit it to one industry.

• Cannabis cooking show starring a well known celebrity chef. This will be a cooking show with a 5 star Executive Chef who has already been on multiple cooking shows, won competitions, is a regular on local news, and is the owner and head chef of a 5 star restaurant.

• A talk show in the spirit of a "Howard Stern" style format with multiple personalities talking about topics consistent with anything to do with the legal cannabis or cannabis related industry. This format will be an opinion based talk show that can feature guests, public call in participation, social media participation, and more.

• Music series featuring performances from established and emerging artists and performers.

Revenue Streams

As a 24 hour, 7 day a week television network and media company, BurnTV will have an estimated 17,280 commercials in inventory each month. Additionally, the BurnTV platform has geo-targeting capabilities, which makes the number of commercials available for sale to specific regions a multiple of that estimate.

Geo-targeting allows BurnTV to accommodate both national and local advertising campaigns. Every geographical market essentially creates a new 17,280 commercial inventory for sale. Any unfilled spaces can be filled using national brands from the main feed. We also can separate broadcasts from affiliates and streaming devices, again creating an additional 17,280 available ad spaces to sell in the event regulations change for affiliates.

Advertising revenues will allow BurnTV to achieve estimated break-even at 1,920 commercials to achieve, or just 11.1% of available inventory. Several other revenue streams are currently being developed under the BurnTV umbrella:

• Product placement in shows and sponsorships

• Pay-4-Play: Charging a per minute price for executives and CEOs who would like to increase awareness of their company and/or products

• Merchandising

• Events and promotions

• Licensing out original music

• Revenues generated from live music events, appearances, sales, etc.

• Licensing original programming to other networks

• Commercial and advertising production

• Web based advertising

BurnTV is a multi-media entertainment company leveraging multiple revenue streams thereby increasing profitable revenue opportunities without significant increase to operating expenses.

Employees

Mr. Jason Santos – Founder, CEO BurnTV. Mr. Santos is a successful business entrepreneur who has achieved high levels of success in multiple industries. Mr. Santos spent several years in the television and media industry working on such shows as "The Huntress", "The Weakest Link" game show, "American Idol", and even on the broadcast team at the 2002 Winter Olympics. As fun as that was, his love for business and building something still pulled at him and he needed to pursue it. In addition he has owned and operated two successful mortgage companies, was a private sales coach, and owns and operates a very successful real estate investment company. Most recently, he has been a highly respected and accomplished consultant in the legal cannabis space on compliance, branding, marketing, and operations. Mr. Santos' reputation and relationships have allowed him to quickly build BurnTV strategically with the biggest media and entertainment people and companies in the industry for content production, distribution, and management.

Ms. Lisa Margulies - CFO BurnTV. Ms. Margulies brings strong financial stewardship and experience to BurnTV as the Chief Financial Officer. For over a decade Ms. Margulies operated her own third party administration firm, acting in a fiduciary capacity while servicing in excess of 250 companies and responsible for over $100 million

in assets under management; those clients ranged from small privately held entities to large publicly traded companies including music, film and television.

Mr. Russ Markowitz – Director of East Coast Operations. Russ has worked for NBC for over 20 years involved within various departments; news productions, master control, show production, advertising and programming. Russ has also worked in multimedia production for over 25 years. He has done work in television, film and music for the past 3 decades. For the last 10 years he has taken on the role of producer, creating programs in various genres including, Documentaries, Talk/Variety, Music videos, News Segments and more. His strength lies in the ability to take a show from concept to finished product in an economical way without sacrificing production quality.

Distribution

BurnTV footprint will consist of multiple distribution platforms. The network will initially be available globally through a soon to be released website as it prepares for a full 24 hour a day launch. Upon launch, distribution platforms will increase to include a full time linear based channel on OTT devices, affiliate distribution, smart devices, and of course continued broadcast on our website. OTT devices (Over The Top) are digital streaming devices such as Roku, Apple TV, Playstation Network, etc. We will be working to secure distribution on as many of those platforms as we can with a bigger goal to eventually expand into full Satellite and Cable providers.

Properties and Business Related Assets

Production and Recording Facilities - The Manhattan Center, New York

The Manhattan Center (MC Studios) is New York's celebrated destination for extraordinary performances and unforgettable special events. With its unique location in the heart of midtown, Manhattan Center proudly serves New York as a world-class facility where media and entertainment come together. Manhattan Centers Studio 1 and TV Studio 2 control rooms are fully integrated to both the Hammerstein Ballroom and the Grand Ballroom, which offer full HD broadcast capabilities for live and recorded television shows, concerts, award shows, etc. The Studios have state of the art audio, visual and computer enhanced media capabilities.

The Manhattan Center gives BurnTV the ability to produce and distribute high definition, network quality programming from concept to air. Utilizing the state of the art facilities, all facets of production including filming, sound mixing, editing, etc will be accomplished at MC Studios by our highly experienced team.

In addition to the film production facilities, MC Studios has the famed "Log Cabin" recording studio. The "Log Cabin" combines the ease and efficiency of digital technology with a Pro Tools HD Accel system, to the proven warmth and musicality of a best-of-breed 72-channel analog mixing console, complete with classic outboard gear and the latest plugins. A self-contained studio complete with a spacious live room, isolated drum booth, lounge, and kitchen, and highly sought out by industry professionals.

Licensed and Original Content

BurnTV has licensed access to a catalog of over 10,000 licensed feature films and television shows. The bank of licensed content that includes, but is not limited to, TV shows, movies, music, music videos and documentaries. The focus of the content will be programs that are in direct correlation with the cannabis industry or general content that is appealing to BurnTV's core demographic. Original Cannabis-inspired content is a key focus of the Network and spans genres such as News, Cooking, Talk Shows, Music, Sports, Original Series, Education, Comedy, and more.

BurnTV Library of Content

BurnTV currently holds distribution rights to a portfolio of titles outlined below:

- Library of over 100 Feature Film Titles
- 9 Short Features
- 42 Television Series
- 12 Documentaries
- 12 Special Features and Pilots
- 15 Music Videos

Recently BurnTV acquired licensing for hundreds of additional titles and programming under various agreements and covering various markets.

Legal Proceedings

There are no current and management is unaware of any anticipated or pending legal proceedings.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This section of the Information Statement includes a number of forward-looking statements that reflect our current views with respect to future events and financial performance. Forward-looking statements are often identified by words like: believe, expect, estimate, anticipate, intend, project and similar expressions, or words which, by their nature, refer to future events. You should not place undue certainty on these forward-looking statements, which apply only as of the date of this Information Statement. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical results or our predictions.

Limited operating history; need for additional capital

There is limited financial information about us upon which to base an evaluation of our performance. We have not generated significant revenues. We have no assurance that we will be successful in our business operations. Our business is subject to risks inherent in the establishment of a new business enterprise, including limited capital resources and possible cost overruns due to price and cost increases in services and products. If we cannot generate sufficient revenues to continue operations, we will suspend or cease operations. If we cease operations, we do not know what we will do and we do not have any plans to do anything else.

We have no assurance that future financing will be available to us on acceptable terms. If financing is not available on satisfactory terms, we may be unable to continue, develop or expand our operations. Equity financing could result in additional dilution to our existing stockholders.

Results of operations for Burn Entertainment Corporation (formerly Green Synergy, LLC)

BurnTV has had modest financial activity since inception.

MD&A – Management's Discussion and Analysis

Results of operations for Green Synergy, LLC

From January 1, 2014 to December 31, 2014.

We earned $61,184 in sales revenue from January 1, 2014 to December 31, 2014. This revenue resulted from consulting fees.

From January 1, 2014 to December 31, 2014, we have incurred $35,563 of operating expenses, consisting primarily of General & Administrative of $25,259, Interest of $6,275 and Depreciation of 3,000.

Our net income for the period from January 1, 2014 to December 31, 2014 is $21,778.

Liquidity and capital resources The growth and operations of BurnTV have been funded through the sale of the company services to the public as well as certain financing transactions by loans and private offerings of securities, exempt from registration under the Securities Act of 1933, Section 4 (2).

As of December 31, 2014, our total assets were $186,166 and our total liabilities were $134,388 and we had cash of $774.

MANAGEMENT

Executive Officers and Directors of BurnTV

The sole director of BurnTV is Jason Santos, age 38.

The members of BurnTV's board of directors are subject to change from time to time by the vote of the stockholders at special or annual meetings to elect directors. The number of the directors may be fixed from time to time by resolution duly passed by our board, which has fixed the number of our directors at four.

Each director will hold office for the term for which elected and until his successor is elected and qualified or until his earlier death, resignation or removal. Vacancies and newly created directorships resulting from any increase in the number of authorized directors may generally be filled by a majority of the directors then remaining in office. The directors elect officers annually. There are no family relationships among BurnTV's directors and officers.

We may employ additional management personnel, as our board of directors deems necessary. We have not identified or reached an agreement or understanding with any other individuals to serve in management positions, but do not anticipate any problem in employing qualified staff.

A description of the business experience during the past several years for BurnTV' directors and executive officer is set forth below.

Mr. Jason Santos - Co-Founder, CEO BurnTV. Mr Santos is a successful business entrepreneur who has achieved high levels of success in multiple industries. Mr. Santos spent several years in the television and media industry working on such shows as "The Huntress", "The Weakest Link" game show, "American Idol", and even on the broadcast team at the 2002 Winter Olympics. As fun as that was, his love for business and building something still pulled at him and he needed to pursue it. In addition he has owned and operated two successful mortgage companies, was a private sales coach, and owns and operates a very successful real estate investment company. Most recently, he has been a highly respected and accomplished consultant in the legal cannabis space on compliance, branding, marketing, and operations. Mr. Santos' reputation and relationships have allowed him to quickly build BurnTV strategically with the biggest media and entertainment people and companies in the industry for content production, distribution, and management.

Ms. Lisa Margulies - CFO BurnTV. Ms. Margulies brings strong financial stewardship and experience to BurnTV as the Chief Financial Officer. For over a decade Ms. Margulies operated her own third party administration firm, acting in a fiduciary capacity while servicing in excess of 250 companies and responsible for over $100 million in assets under management; those clients ranged from small privately held entities to large publicly traded companies including music, film and television.

Mr. Russ Markowitz – Director of East Coast Operations. Russ has worked for NBC for over 20 years involved within various departments; news production, master control, show production, advertising and programming. Russ has also worked in multimedia production for over 25 years. He has done work in television, film and music for the past 3 decades. For the last 10 years he has taken on the role of producer, creating programs in various genres including, Documentaries, Talk/Variety, Music videos, News Segments and more. His strength lies in the ability to take a show from concept to finished product in an economical way without sacrificing production quality.

Committees of the Board

We do not currently have an Audit, Executive, Finance, Compensation, or Nominating Committee, or any other committee of the board of directors. We anticipate forming and formalizing necessary committee(s) in the future according to procedures outlined in our By-laws and subject to the provisions of the Nevada General Corporation Law, the Board of Directors may create one or more committees and appoint one or more members of the Board of Directors to serve on them. The creation of a committee and appointment of members to it shall require the approval of a majority of all the directors in office when the action is taken, whether or not those directors constitute a quorum of the Board.

The responsibilities of these committees are fulfilled by BurnTV' board of directors and all of our directors participate in such responsibilities, none of whom currently is "independent" as defined under Rule 4200(a)(15) of the NASD's listing standards described below, as BurnTV' financial constraints have made it extremely difficult to attract and retain qualified independent board members. In addition, BurnTV does not currently have an "audit committee financial expert" as such term is defined in the Securities Act. Since BurnTV does not have any of the subject committees, BurnTV' entire board of directors participates in all of the considerations with respect to BurnTV' audit, compensation and nomination deliberations.

Rule 4200(a)(15) of the NASD's "Independent director" means a person other than an officer or employee of the company or its subsidiaries or any other individual having a relationship, which, in the opinion of the company's board of directors, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. The following persons shall not be considered independent:

(A) A director who is, or at any time during the past three years was, employed by the company or by any parent or subsidiary of the company;

(B) A director who accepted or who has a Family Member who accepted any payments from the company or any parent or subsidiary of the company in excess of $60,000 during the current or any of the past three fiscal years, other than the following:

(i) compensation for board or board committee service;

(ii) payments arising solely from investments in the company's securities;

(iii) compensation paid to a Family Member who is a non-executive employee of the company or a parent or subsidiary of the company;

(iv) benefits under a tax-qualified retirement plan, or non-discretionary compensation; or

(v) loans permitted under Section 13(k) of the Act.

Provided, however, that audit committee members are subject to additional, more stringent requirements under Rule 4350(d).

(C) a director who is a Family Member of an individual who is, or at any time during the past three years was, employed by the company or by any parent or subsidiary of the company as an executive officer;

(D) a director who is, or has a Family Member who is, a partner in, or a controlling shareholder or an executive officer of, any organization to which the company made, or from which the company received, payments for property or services in the current or any of the past three fiscal years (other than those arising solely from investments in the corporation's securities) that exceed 5% of the recipient's consolidated gross revenues for that year, or $200,000, whichever is more, in any of the past three years, other than the following:

(i) payments arising solely from investments in the company's securities; or

(ii) payments under non-discretionary charitable contribution matching programs.

(E) a director of the listed company who is, or has a Family Member who is, employed as an executive officer of another entity where at any time during the past three years any of the executive officers of the listed company serve on the compensation committee of such other entity; or

(F) a director who is, or has a Family Member who is, a current partner of the company's outside auditor, or was a partner or employee of the company's outside auditor who worked on the company's audit at any time during any of the past three years; or

(G) in the case of an investment company, in lieu of paragraphs (A-F), a director who is an "interested person" of the company as defined in section 2(a)(19) of the Investment Company Act of 1940, other than in his or her capacity as a member of the board of directors or any board committee.

We hope to add qualified independent members of BurnTV's board of directors at a later date, depending upon our ability to reach and maintain financial stability.

Nomination Committee

The size of our board, at this time, does not require a separate nominating committee. When evaluating director nominees, BurnTV' directors consider the following factors:

- The appropriate size of BurnTV' board of directors;
- BurnTV' needs with respect to the particular talents and experience of BurnTV' directors;
- The knowledge, skills and experience of nominees, including experience in finance, administration or public service, in light of prevailing business conditions and the knowledge, skills and experience already possessed by other members of the board;
- Experience in political affairs;
- Experience with accounting rules and practices; and
- The desire to balance the benefit of continuity with the periodic injection of the fresh perspective provided by new board members.

Our goal is to assemble a board that brings together a variety of perspectives and skills derived from high quality business and professional experience. In doing so, the board will also consider candidates with appropriate non-business backgrounds.

Other than the foregoing, there are no stated minimum criteria for director nominees, although the board may also consider such other factors as it may deem are in BurnTV' best interests as well as our stockholders. In addition, the board identifies nominees by first evaluating the current members of the board willing to continue in service. Current members of the board with skills and experience that are relevant to BurnTV' business and who are willing to continue in service are considered for re-nomination. If any member of the board does not wish to continue in service or if the board decides not to re-nominate a member for re-election, the board then identifies the desired skills and experience of a new nominee in light of the criteria above. Current members of the board are polled for suggestions as to individuals meeting the criteria described above. The board may also engage in research to identify qualified individuals. To date, BurnTV has not engaged third parties to identify or evaluate or assist in identifying potential nominees, although BurnTV reserve the right in the future to retain a third party search firm, if necessary. The board does not typically consider stockholder nominees because it believes that its current nomination process is sufficient to identify directors who serve BurnTV' best interests.

Section 16(a) Beneficial Ownership Reporting Compliance

Following the effective date of the Form 10 registration statement described in this Information Statement, under Section 16(a) of the Exchange Act, the directors and certain of the officers, and persons holding more than 10 percent of BurnTV's common stock will be required to file forms reporting their beneficial ownership of BurnTV's common stock and subsequent changes in that ownership with the Securities and Exchange Commission. Such persons will also be required to furnish management with copies of all forms so filed.

Communication with Directors

Stockholders and other interested parties may contact any of our directors by writing to them at Burn Entertainment Corporation, 311 W 34th St., 10001, New York, NY (9th floor), Attention: Corporate Secretary.

BurnTV's board has approved a process for handling letters received by BurnTV and addressed to any of our directors. Under that process, the Secretary reviews all such correspondence and regularly forwards to the directors a summary of all such correspondence, together with copies of all such correspondence that, in the opinion of the Secretary, deal with functions of the board or committees thereof or that he otherwise determines requires their attention. Directors may at any time review a log of all correspondence received by BurnTV that is addressed to members of the board and request copies of such correspondence.

Conflicts of Interest

From time to time, one or more of BurnTV' affiliates may form or hold an ownership interest in and/or manage other businesses both related and unrelated to the type of business that BurnTV own and operate. These persons expect to continue to form, hold an ownership interest in and/or manage additional other businesses which may compete with BurnTV with respect to operations, including financing and marketing, management time and services and potential customers. These activities may give rise to conflicts between or among the interests of BurnTV and other businesses with which BurnTV's affiliates are associated. BurnTV's affiliates are in no way prohibited from undertaking such activities, and neither BurnTV nor its stockholders will have any right to require participation in such other activities.

Further, because BurnTV intends to transact business with some of its officers, directors and affiliates, as well as with firms in which some of its officers, directors or affiliates have a material interest; potential conflicts may arise between the respective interests of BurnTV and these related persons or entities. BurnTV believes that such transactions will be effected on terms at least as favorable to BurnTV as those available from unrelated third parties.

With respect to transactions involving real or apparent conflicts of interest, BurnTV has adopted policies and procedures which require that: (i) the fact of the relationship or interest giving rise to the potential conflict be disclosed or known to the directors who authorize or approve the transaction prior to such authorization or approval, (ii) the transaction be approved by a majority of our disinterested outside directors, and (iii) the transaction be fair and reasonable to BurnTV at the time it is authorized or approved by our directors.

Summary of Cash and Certain Other Compensation

At present BurnTV has only three executive officers. The compensation program for future executives will consist of three key elements which will be considered by a compensation committee to be appointed:

- A base salary;
- A performance bonus; and
- Periodic grants and/or options of our common stock.

Base Salary. BurnTV chief executive officer and all other senior executive officers receive compensation based on such factors as competitive industry salaries, a subjective assessment of the contribution and experience of the officer, and the specific recommendation by our chief executive officer.

Performance Bonus. A portion of each officer's total annual compensation is in the form of a bonus. All bonus payments to officers must be approved by our compensation committee based on the individual officer's performance and company performance.

Stock Incentive. Stock options are granted to executive officers based on their positions and individual performance. Stock options provide incentive for the creation of stockholder value over the long term and aid significantly in the recruitment and retention of executive officers. The compensation committee considers the recommendations of the chief executive officer for stock option grants to executive officers (other than the chief executive officer) and approves, disapproves or modifies such recommendation. See "Market Price of and Dividends on our Common Equity and Related Stockholder Matters - Securities Authorized for Issuance under Equity Compensation Plans."

Compensation to our officers and employees will be paid only when we have sufficient funds for that purpose. At present, we do not possess such funds.

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Summary Compensation Table

The following table sets forth, for the last two fiscal years, the compensation earned for services rendered in all capacities by BurnTV' chief executive officer, chief financial officer and the other highest-paid executive officers serving as such at December 31, 2014 whose compensation for that fiscal year was in excess of $100,000. The individuals named in the table will be hereinafter referred to as the "Named Officers." No other executive officers received compensation in excess of $100,000 during fiscal year 2014.

Name and Principal Position	Year	Salary ($)	Bonus ($)	Stock Awards ($)	Option Awards ($)	Non-Equity Incentive Plan Compensation ($)	Nonqualified Deferred Compensation ($)	All Other Compensation ($)	Total ($)
Jason Santos(1)	2015	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Lisa Margulies(2)	2015	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Russ Markowitz(3)	2015	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-

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(1) As a result of the Merger, Mr. Santos will become the chief executive officer of BurnTV. See "Business – The Merger."
(2) As a result of the Merger, Ms. Margulies will become the chief financial officer of BurnTV. See "Business – The Merger."
(3) As a result of the Merger, Mr. Markowitz will be the Director of East Coast Operations. See "Business – The Merger."

Outstanding Equity Awards at Fiscal Year-End

The following table provides information for each of BurnTV's named executive officers as of the end of the last completed fiscal year, December 31, 2014:

	Option Awards					Stock Awards			
Name	Number of Securities Underlying Unexercised Options (#) Exercisable	Number of Securities Underlying Unexercised Options (#) Unexercisable	Equity Incentive Plan Awards: Number of Securities Underlying Unexercised Unearned Options (#)	Option Exercise Price ($)	Option Expiration Date	Number of Shares or Units of Stock That Have Not Vested	Market Value of Shares or Units of Stock That Have Not Vested	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested ($)
Jason Santos (1)	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Lisa Margulies(2)	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Russ Markowitz(3)	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-

_____
(1) BurnTV' chief executive officer. As a result of the Merger, Mr. Santos will become the chief executive officer of BurnTV. See "Business – The Merger."
(2) BurnTV' current chief financial officer. As a result of the Merger, Ms. Margulies will become the chief financial officer of BurnTV. See "Business – The Merger."
(3) BurnTV' current director of east coast operations. As a result of the Merger, Mr. Markowitz will become the director of east coast operations of BurnTV. See "Business – The Merger."

Director Compensation

The following table provides concerning the compensation of BurnTV's directors as of the end of the last completed fiscal year, December 31, 2014:

Name	Fees Earned or Paid in Cash ($)	Stock Awards ($)	Option Awards ($)	Non-Equity Incentive Plan Compensation ($)	Nonqualified Deferred Compensation ($)	All Other Compensation ($)	Total ($)
Jason Santos	-0-	-0-	-0-	-0-	-0-	-0-	-0-

Employment Agreements

There are no existing employee agreements as of December 31, 2014.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

BurnTV has had no disagreements with its accountants on accounting and financial disclosure.

CERTAIN TRANSACTIONS

Other than as described herein, none of our directors or executive officers, nor any person who beneficially owns, directly or indirectly, shares carrying more than five percent of the voting rights attached to all of our outstanding shares, nor any members of the immediate family (including spouse, parents, children, siblings, and in-laws) of any of the foregoing persons has any material interest, direct or indirect, in any transaction over the last two years or in any presently proposed transaction which, in either case, has or will materially affect us. Due to the Merger, several of our officers and directors received shares of our common stock. See "Business – The Merger."

DESCRIPTION OF SECURITIES

The authorized capital stock of BurnTV will consist of 200,000,000 shares of common stock, $0.001 par value per share (the "common stock") and 10,000,000 shares of preferred stock, $0.001 par value per share (the "preferred stock").

The following description of certain matters relating to BurnTV securities is a summary and is qualified in its entirety by the provisions of BurnTV' certificate of incorporation and bylaws.

Common Stock

The holders of our common stock are entitled to one vote per share on all matters submitted to a vote of our stockholders. The holders of the common stock have the sole right to vote, except as otherwise provided by law, by our articles of incorporation, or in a statement by our board of directors in a Preferred Stock Designation.

In addition, such holders are entitled to receive ratably such dividends, if any, as may be declared from time to time by our board of directors out of legally available funds, subject to the payment of preferential dividends or other restrictions on dividends contained in any Preferred Stock Designation, including, without limitation, the Preferred Stock Designation establishing a series of preferred stock described above. In the event of the dissolution, liquidation or winding up of BurnTV, the holders of our common stock are entitled to share ratably in all assets remaining after payment of all our liabilities, subject to the preferential distribution rights granted to the holders of any series of our preferred stock in any Preferred Stock Designation, including, without limitation, the Preferred Stock Designation establishing a series of our preferred stock described above.

The holders of the common stock do not have cumulative voting rights or preemptive rights to acquire or subscribe for additional, unissued or treasury shares in accordance with the laws of Nevada.

Preferred Stock

BurnTV board of directors has the authority, without further action by our stockholders, to provide for the issuance of shares of our preferred stock in one or more series and to fix the number of shares, designations, preferences, powers and relative, participating, optional or other special rights and the qualifications or restrictions on the rights. As of this date the board of directors has authorized two series of preferred stock, Series A and Series B. The preferences, powers, rights and restrictions of different series of our preferred stock may vary with respect to dividend rates, amounts payable on liquidation, voting rights, conversion rights, redemption provisions, sinking fund provisions, purchase funds, and other matters. The issuance of a series of our preferred stock could decrease the amount of earnings and assets available for distribution to holders of our common stock or affect adversely the rights and powers, including voting rights, of the holders of our common stock. Likewise, any issuance may have the effect of delaying, deferring or preventing a change in control of BurnTV. As of the date of this Information Statement, our board has authorized 10,000,000 shares of our preferred stock, with Series A representing 51 issued and authorized shares (held by Axiom Equities, LLC, a closely held company under the control of our CEO), and Series B representing 0 issued and 5,000,000 authorized. The holders of our Series A preferred stock do have cumulative voting rights equal to (x) 0.019607 *multiplied by* the total issued and outstanding Common Stock and Preferred Stock eligible to vote at the time of the respective vote (the "**Numerator**"), *divided by* (y) 0.49, *minus* (z) the Numerator. For the avoidance of doubt, if the total issued and outstanding Common Stock eligible to vote at the time of the respective vote is 5,000,000, the voting rights of one share of the Series A Preferred Stock shall be equal to 102,036 (0.019607 x 5,000,000) / 0.49) – (0.019607 x 5,000,000) = 102,036). The Series B preferred stock is convertible into shares of our common stock at a rate of 100 common shares for every one share of Series B.

Options

As of the date of this Information Statement, BurnTV has not issued any options or equity awards to purchase shares of its common stock, although BurnTV may do so in the future.

CERTAIN PROVISIONS OF BURNTV'S ARTICLES OF INCORPORATION AND BYLAWS

General

Provisions of BurnTV' certificate of incorporation and bylaws concern matters of corporate governance and the rights of our stockholders, such as the ability of our board of directors to issue shares of our common and preferred stock and to set the voting rights, preferences, and other terms of BurnTV' preferred stock without further stockholder action. These provisions could also delay or frustrate the removal of incumbent directors or the assumption of control of BurnTV' board of directors by BurnTV' stockholders, and may be deemed to discourage takeover attempts, mergers, tender offers, or proxy contests not first approved by BurnTV' board of directors, which some stockholders may deem to be in their best interests.

Board of Directors

The business and affairs of BurnTV is managed under the direction of our board of directors, which currently consists of three members. The number of members on BurnTV' board of directors is fixed by, and may be increased or decreased from time to time by, the affirmative vote of a majority of the members at any time constituting BurnTV' board of directors.

Newly created directorships resulting from any increase in the number of directors and any vacancies on BurnTV' board of directors resulting from death, resignation, disqualification, removal or other causes shall be filled by the affirmative vote of a majority of the remaining directors then in office, even though less than a quorum of the board of directors. Any director elected in accordance with the preceding sentence shall hold office for the remainder of the full term for which the new directorship was created or the vacancy occurred and until the director's successor shall have been elected and qualified or until his earlier death, resignation, or removal. No decrease in the number of directors constituting the board of directors shall shorten the term of any incumbent director. BurnTV' board of directors may not have less than one member. There is no limit on the maximum size of BurnTV' board.

Whenever the holders of any class or series of BurnTV' capital stock are entitled to elect one or more directors under any resolution or resolutions of BurnTV' board of directors designating a series of BurnTV' preferred stock, vacancies and newly created directorships of a class or series may be filled by a majority of the directors then in office elected by the applicable class or series, by a sole remaining director so elected, or by the unanimous written consent, or the affirmative vote of a majority of the outstanding shares of the class or series entitled to elect the directors.

Any director may be removed from office only by the affirmative vote of the holders of a majority of the combined voting power of BurnTV' then outstanding shares of capital stock entitled to vote at a meeting of stockholders called for that purpose, voting together as a single class.

Meetings of Stockholders

BurnTV' bylaws provide a special shareholders' meeting for any purpose or purposes, may be called by the Board of Directors or the president. The Corporation shall also hold a special shareholders' meeting in the event it receives, in the manner specified in Article VII, Section 3, one or more written demands for the meeting, stating the purpose or purposes for which it is to be held, signed and dated by the holders of shares representing not less than one-fifth of all of the votes entitled to be cast on any issue at the meeting. Special meetings shall be held at the principal office of the Corporation or at such other place as the Board of Directors or the president may determine.

The next annual meeting of BurnTV' stockholders will be held in 2015, on a date and at a place and time designated by BurnTV' board of directors.

Limitation of Liability

BurnTV by-laws provide indemnification to Directors because the person is or was a director against liability incurred in the proceeding if: 1) The person conducted himself or herself in good faith; and 2) the person reasonably believed:

- In the case of conduct in an official capacity with the Corporation, that his or her conduct was in the Corporation's best interests; and
- In all other cases, that his or her conduct was at least not opposed to the Corporation's best interests; and
- In the case of any criminal proceeding, the person had no reasonable cause to believe his or her conduct was unlawful.

A director's conduct with respect to an employee benefit plan for a purpose the director reasonably believed to be in the interests of the participants in or beneficiaries of the plan is conduct that satisfies the requirement of provisions set forth in the By-laws. A director's conduct with respect to an employee benefit plan for a purpose that the director did not reasonably believe to be in the interests of the participants in or beneficiaries of the plan shall be deemed not to satisfy the requirements of BurnTV's by-laws.

Indemnification permitted under of the by-laws in connection with a proceeding by or in the right of the Corporation BurnTV' bylaws contain similar indemnification and limitation of liability provisions. Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers, or persons controlling BurnTV under the indemnification provisions, or otherwise, BurnTV is aware that, in the opinion of the SEC, the indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable.

Additional details are provided in the attached Amended and Restated By-laws.

Amendment of Bylaws

Our certificate of incorporation and bylaws may be amended by our board of directors or by the affirmative vote of the holders of at least a majority of the combined voting power of the outstanding shares of our capital stock then outstanding and entitled to vote, voting together as a single class.

Disclosure of Commission Position on Indemnification for Securities Act Liabilities

Our certificate of incorporation permits BurnTV to limit the liability of BurnTV' directors to the fullest extent permitted under the Colorado Business Corporation Act. As permitted by the Colorado Business Corporation Act, BurnTV' bylaws and certificate of incorporation also include provisions that eliminate the personal liability of each of its officers and directors for any obligations arising out of any acts or conduct of such officer or director performed for or on behalf of BurnTV. To the fullest extent allowed by the Colorado Business Corporation Act, BurnTV will defend, indemnify and hold harmless its directors or officers from and against any and all claims, judgments and liabilities to which each director or officer becomes subject to in connection with the performance of his or her duties and will

reimburse each such director or officer for all legal and other expenses reasonably incurred in connection with any such claim of liability. However, BurnTV will not indemnify any officer or director against, or reimburse for, any expense incurred in connection with any claim or liability arising out of the officer's or director's own negligence or misconduct in the performance of duty.

The provisions of BurnTV' bylaws and certificate of incorporation regarding indemnification are not exclusive of any other right BurnTV has to indemnify or reimburse BurnTV' officers or directors in any proper case, even if not specifically provided for in BurnTV' certificate of incorporation or bylaws.

BurnTV believes that the indemnity provisions contained in BurnTV' bylaws and the limitation of liability provisions contained in BurnTV' certificate of incorporation are necessary to attract and retain qualified persons for these positions. No pending material litigation or proceeding involving BurnTV' directors, executive officers, employees or other agents as to which indemnification is being sought exists, and BurnTV is not aware of any pending or threatened material litigation that may result in claims for indemnification by any of BurnTV' directors or executive officers.

Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers or persons controlling BurnTV pursuant to the foregoing provisions, BurnTV has been informed that, in the opinion of the SEC, such indemnification is against public policy as expressed in the Securities Act and is therefore unenforceable.

SHARES ELIGIBLE FOR FUTURE SALE

Future sales of a substantial number of shares of our common stock in the public market could adversely affect market prices prevailing from time to time. Under the terms of a future offering, the shares of our common stock offered may be resold without restriction or further registration under the Securities Act, except that any shares purchased by our "affiliates," as that term is defined under the Securities Act, may generally only be sold in compliance with Rule 144 under the Securities Act.

Sale of Restricted Shares

Certain shares of our outstanding common stock which may be issued in private transactions in reliance upon exemptions from registration under the Securities Act and not registered for resale may be sold only pursuant to an effective registration statement filed by BurnTV or an applicable exemption, including the exemption contained in Rule 144 promulgated under the Securities Act.

Rule 144

In general, Rule 144 promulgated by the Securities and Exchange Commission pursuant to the Securities Act, provides:

- If the issuer of the securities is, and has been for a period of at least 90 days immediately before the sale, subject to the reporting requirements of Section 13 or 15(d) of the Exchange Act, a minimum of six months must elapse between the later of the date of the acquisition of the securities from the issuer, or from an affiliate of the issuer, and any resale of such securities in reliance on this section for the account of either the acquirer or any subsequent holder of those securities.

- If the issuer of the securities is not, or has not been for a period of at least 90 days immediately before the sale, subject to the reporting requirements of Section 13 or 15(d) of the Exchange Act, a minimum of one year must elapse between the later of the date of the acquisition of the securities from the issuer, or from an affiliate of the issuer, and any resale of such securities in reliance on this section for the account of either the acquirer or any subsequent holder of those securities.

- Except as provided in Rule 144, the amount of securities sold for the account of an affiliate of the issuer in reliance upon this section shall be determined as follows: If any securities are sold for the account of an affiliate of the issuer, regardless of whether those securities are restricted, the amount of securities sold, together with all sales of securities of the same class sold for the account of such person within the preceding three months, shall not exceed the greatest of: (A) one percent of the shares or other units of the class outstanding as shown by the most recent report or statement published by the issuer, or (B) the average weekly reported volume of trading in such securities on all national securities exchanges and/or reported through the

automated quotation system of a registered securities association during the four calendar weeks preceding the filing of notice required by paragraph (h) of Rule 144, or if no such notice is required the date of receipt of the order to execute the transaction by the broker or the date of execution of the transaction directly with a market maker, or (C) the average weekly volume of trading in such securities reported pursuant to an effective transaction reporting plan or an effective national market system plan during the four-week period specified in paragraph (e)(1)(ii) of Rule 144.

In order for Rule 144 to be available, BurnTV must have certain information publicly available. We plan to publish information necessary to permit transfer of shares of our common stock in accordance with Rule 144 of the Securities Act.

REPORTS TO STOCKHOLDERS

We will furnish our stockholders with an annual report which describes the nature and scope of our business and operations for the prior year and which will contain a copy of our audited financial statements for our most recent fiscal year.

WHERE YOU CAN FIND MORE INFORMATION

Visit BurnTV's website at www.BurnTV.com or follow us on Twitter at @burntvnetwork or Facebook at http://facebook.com/burntvnetwork

You can also obtain more information about this transaction or the Company by contacting BurnTV at info@burntv.com or calling (877) 486-BURN [2876]

/s/
Jason Santos
Chairman, CEO and President

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF BURN ENTERTAINMENT CORPORATION

These Amended and Restated Articles of Incorporation were duly adopted in accordance with the provisions of Title 7, Chapter 78 of the Nevada Revised Statutes. The undersigned does hereby certify that the Amended and Restated Articles of Incorporation of the corporation are as follows:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation is Burn Entertainment Corporation

ARTICLE II
REGISTERED OFFICE AND RESIDENT AGENT

The address of the Corporation's registered office in the state of Nevada is 2360 Corporate Circle, Suite 400, Henderson, Nevada 89074, and the Corporation's resident agent at such address is Incorp Services, Inc.

ARTICLE III
DURATION

The Corporation shall have perpetual existence.

ARTICLE IV
PURPOSE

The purpose of the Corporation is to engage in any activity within the purposes for which corporations may be incorporated and organized under Chapter 78 of the Nevada Revised Statutes, and to do all other things incidental thereto which are not forbidden by law or by these Articles of Incorporation.

ARTICLE V
POWERS

The Corporation has been formed pursuant to Chapter 78 of the Nevada Revised Statutes. The powers of the Corporation shall be those powers granted under the Nevada Revised Statues, including Sections 78.060 and 78.070 thereof. In addition, the Corporation shall have the following specific powers:

(a) to elect or appoint officers and agents of the Corporation and to fix their compensation; (b) to act as an agent for any individual, association, partnership, corporation or other legal entity; (c) to receive, acquire, hold, exercise rights arising out of the ownership or possession of, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, governments or other legal entities; (d) to receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation in accordance with Chapter 78 of the Nevada Revised Statutes; and (e) to make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

ARTICLE VI
CAPITAL STOCK

A. CLASSES OF STOCK.

The Corporation is authorized to issue two classes of stock to be designated, respectively, common stock and blank check preferred stock. The total number of shares which the Corporation is authorized to issue is 510,000,000 shares. 500,000,000 shares shall be common stock, par value of $0.001 (the "Common Stock"). 10,000,000 shares shall be blank check preferred stock, par value of $0.001 (the "Preferred Stock" or "Blank Check Preferred Stock").

B. ISSUANCE OF PREFERRED STOCK

The Preferred Stock may be issued from time to time in one or more series. The Board of Directors (the "Board") is hereby expressly authorized to provide for the issue of all or any of the shares of the Blank Check Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers,

full or limited, or no voting powers, and such designation, preferences, and relative, participating, optional, or other rights and such qualifications, limitations, or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board providing for the issuance of such shares and as may be permitted by the Nevada Revised Statutes. The Board is also expressly authorized to increase or decrease the number of shares of any series subsequent to the issuance of shares of that series, but not below the number of shares of such series then outstanding. In case the number of shares of any series shall be decreased in accordance with the foregoing sentence, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series.

C. RIGHTS, PREFERENCES, PRIVILEGES AND RESTRICTIONS OF COMMON STOCK.

1. Dividend Rights. Subject to the prior or equal rights of holders of all classes of stock at the time outstanding having prior or equal rights as to dividends, the holders of the Common Stock shall be entitled to receive, when and as declared by the Board, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board.

2. Voting Rights. Each holder of the Common Stock shall be entitled to one vote for each share of Common Stock standing in his, her or its name on the books of the Corporation.

3. Stock Rights and Options. The Corporation shall have the power to create and issue rights, warrants or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock of any class or classes, upon such terms and conditions and at such time and prices as the board of directors or a committee thereof may approve, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights, warrants or options. In the absence of fraud, the judgment of the board of directors or a committee thereof as to the adequacy of consideration for the issuance of such rights, warrants or options and the sufficiency thereof shall be conclusive.

ARTICLE VII
PLACE OF MEETINGS; CORPORATE BOOKS

Subject to the laws of the State of Nevada, the stockholders and the directors shall have power to hold their meetings and to maintain the books of the Corporation outside the state of Nevada, at such place or places as may from time to time be designated in the Corporation's Bylaws or by appropriate resolution.

ARTICLE VIII
AMENDMENT OF ARTICLES

The provisions of these Articles of Incorporation may be amended, altered or repealed from time to time to the extent and in the manner prescribed by the laws of the state of Nevada, and additional provisions authorized by such laws as are then in force may be added. All rights herein conferred on the directors, officers and stockholders are granted subject to this reservation.

ARTICLE IX
LIMITED LIABILITY OF OFFICERS AND DIRECTORS

To the fullest extent permitted by applicable law, the officers and directors of the Corporation shall not be personally liable to the Corporation or its stockholders for damages for breach of fiduciary duty as a director or officer; provided, however, this limitation on personal liability shall not apply to acts or omissions which involve intentional misconduct, fraud, knowing violation of law, or unlawful distribution prohibited by Section 78.300 of the Nevada Revised Statutes.

/s/ *Robert L. Stevens*
Robert L. Stevens
Chief Executive Officer

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF BURN ENTERTAINMENT CORPORATION

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ARTICLE II
REGISTERED OFFICE AND RESIDENT AGENT

The address of the Corporation's registered office in the state of Nevada is 2360 Corporate Circle, Suite 400, Henderson, Nevada 89074, and the Corporation's resident agent at such address is Incorp Services, Inc.

ARTICLE III
DURATION

The Corporation shall have perpetual existence.

ARTICLE IV
PURPOSE

The purpose of the Corporation is to engage in any activity within the purposes for which corporations may be incorporated and organized under Chapter 78 of the Nevada Revised Statutes, and to do all other things incidental thereto which are not forbidden by law or by these Articles of Incorporation.

ARTICLE V
POWERS

The Corporation has been formed pursuant to Chapter 78 of the Nevada Revised Statutes. The powers of the Corporation shall be those powers granted under the Nevada Revised Statues, including Sections 78.060 and 78.070 thereof. In addition, the Corporation shall have the following specific powers:

(a) to elect or appoint officers and agents of the Corporation and to fix their compensation; (b) to act as an agent for any individual, association, partnership, corporation or other legal entity; (c) to receive, acquire, hold, exercise rights arising out of the ownership or possession of, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, governments or other legal entities; (d) to receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation in accordance with Chapter 78 of the Nevada Revised Statutes; and (e) to make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

ARTICLE VI
CAPITAL STOCK

A. CLASSES OF STOCK.

The Corporation is authorized to issue two classes of stock to be designated, respectively, common stock and blank check preferred stock. The total number of shares which the Corporation is authorized to issue is 510,000,000 shares. 500,000,000 shares shall be common stock, par value of $0.001 (the "Common Stock"). 10,000,000 shares shall be blank check preferred stock, par value of $0.001 (the "Preferred Stock" or "Blank Check Preferred Stock").

B. ISSUANCE OF PREFERRED STOCK

The Preferred Stock may be issued from time to time in one or more series. The Board of Directors (the "Board") is hereby expressly authorized to provide for the issue of all or any of the shares of the Blank Check Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers,

full or limited, or no voting powers, and such designation, preferences, and relative, participating, optional, or other rights and such qualifications, limitations, or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board providing for the issuance of such shares and as may be permitted by the Nevada Revised Statutes. The Board is also expressly authorized to increase or decrease the number of shares of any series subsequent to the issuance of shares of that series, but not below the number of shares of such series then outstanding. In case the number of shares of any series shall be decreased in accordance with the foregoing sentence, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series.

C. RIGHTS, PREFERENCES, PRIVILEGES AND RESTRICTIONS OF COMMON STOCK.

1. Dividend Rights. Subject to the prior or equal rights of holders of all classes of stock at the time outstanding having prior or equal rights as to dividends, the holders of the Common Stock shall be entitled to receive, when and as declared by the Board, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board.

2. Voting Rights. Each holder of the Common Stock shall be entitled to one vote for each share of Common Stock standing in his, her or its name on the books of the Corporation.

3. Stock Rights and Options. The Corporation shall have the power to create and issue rights, warrants or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock of any class or classes, upon such terms and conditions and at such time and prices as the board of directors or a committee thereof may approve, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights, warrants or options. In the absence of fraud, the judgment of the board of directors or a committee thereof as to the adequacy of consideration for the issuance of such rights, warrants or options and the sufficiency thereof shall be conclusive.

ARTICLE VII
PLACE OF MEETINGS; CORPORATE BOOKS

Subject to the laws of the State of Nevada, the stockholders and the directors shall have power to hold their meetings and to maintain the books of the Corporation outside the state of Nevada, at such place or places as may from time to time be designated in the Corporation's Bylaws or by appropriate resolution.

ARTICLE VIII
AMENDMENT OF ARTICLES

The provisions of these Articles of Incorporation may be amended, altered or repealed from time to time to the extent and in the manner prescribed by the laws of the state of Nevada, and additional provisions authorized by such laws as are then in force may be added. All rights herein conferred on the directors, officers and stockholders are granted subject to this reservation.

ARTICLE IX
LIMITED LIABILITY OF OFFICERS AND DIRECTORS

To the fullest extent permitted by applicable law, the officers and directors of the Corporation shall not be personally liable to the Corporation or its stockholders for damages for breach of fiduciary duty as a director or officer; provided, however, this limitation on personal liability shall not apply to acts or omissions which involve intentional misconduct, fraud, knowing violation of law, or unlawful distribution prohibited by Section 78.300 of the Nevada Revised Statutes.

/s/ *Robert L. Stevens*
Robert L. Stevens
Chief Executive Officer

4813-2096-8986, v. 1

CERTIFICATE OF DESIGNATIONS,
PREFERENCES AND RIGHTS OF
SERIES A PREFERRED STOCK,
$0.001 PAR VALUE PER SHARE

Burn Entertainment Corporation, a corporation incorporated under the laws of the State of Nevada (the "**Corporation**"), hereby certifies that the following resolution was adopted by the Board of Directors of the Corporation (the "**Board**") on _____, 2015, in accordance with the provisions of its Articles of Incorporation (as may be amended and restated through the date hereof, the "**Certificate of Incorporation**") and by-laws. The authorized series of the Corporation's previously-authorized preferred stock shall have the following preferences, privileges, powers and restrictions thereof, as follows:

RESOLVED, that pursuant to the authority granted to and vested in the Board in accordance with the provisions of the Certificate of Incorporation and By-laws of the Corporation, each as amended or amended and restated through the date hereof, the Board hereby authorizes a series of the Corporation's previously authorized preferred stock (the "**Preferred Stock**"), and hereby states the designation and number of shares, and fixes the relative rights, preferences, privileges, powers and restrictions thereof as follows:

I. NAME OF THE CORPORATION

Burn Entertainment Corporation

II. DESIGNATION AND AMOUNT; DIVIDENDS

A. Designation. The designation of said series of preferred stock shall be Series A Preferred Stock, $0.001 par value per share (the "**Series A Preferred Stock**").

B. Number of Shares. The number of shares of Series A Preferred Stock authorized shall be fifty-one (51) shares. Each share of Series A Preferred Stock shall have a stated value equal to $0.001 (as may be adjusted for any stock dividends, combinations or splits with respect to such shares) (the "**Series A Stated Value**").

C. Dividends: Initially, there will be no dividends due or payable on the Series A Preferred Stock. Any future terms with respect to dividends shall be determined by the Board consistent with the Corporation's Certificate of Incorporation. Any and all such future terms concerning dividends shall be reflected in an amendment to this Certificate, which the Board shall promptly file or cause to be filed.

III. LIQUIDATION AND REDEMPTION RIGHTS.

Upon the occurrence of a Liquidation Event (as defined below), the holders of Series A Preferred Stock are entitled to receive net assets on a pro rata basis. Each holder of Series A Preferred Stock is entitled to receive ratably any dividends declared by the Board, if any, out of funds legally available for the payment of dividends. As used herein, "**Liquidation Event**" means (i) the liquidation, dissolution or winding-up, whether voluntary or involuntary, of the Corporation, (ii) the purchase or redemption by the Corporation of shares of any class of stock or the merger or consolidation of the Corporation with or into any other corporation or corporations, unless (a) the holders of the Series A Preferred Stock receive securities of the surviving corporation having substantially similar rights as the Series A Preferred Stock and the stockholders of the Corporation immediately prior to such transaction are holders of at least a majority of the voting securities of the successor corporation immediately thereafter (the "**Permitted Merger**"), unless

the holders of the shares of Series A Preferred Stock elect otherwise or (b) the sale, license or lease of all or substantially all, or any material part of, the Corporation's assets, unless the holders of Series A Preferred Stock elect otherwise.

IV. CONVERSION.

No conversion of the Series A Preferred Stock is permitted.

V. RANK

All shares of the Series A Preferred Stock shall rank (i) senior to the Corporation's (A) common stock, par value $0.001 per share ("**Common Stock**"), and any other class or series of capital stock of the Corporation hereafter created, except as otherwise provided in clauses (ii) and (iii) of this Article V, (ii) *pari passu* with any class or series of capital stock of the Corporation hereafter created and specifically ranking, by its terms, on par with the Series A Preferred Stock and (iii) junior to any class or series of capital stock of the Corporation hereafter created specifically ranking, by its terms, senior to the Series A Preferred Stock, in each case as to distribution of assets upon liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary.

VI. VOTING RIGHTS

Each one (1) share of the Series A Preferred Stock shall have voting rights equal to (x) 0.019607 *multiplied by* the total issued and outstanding Common Stock and Preferred Stock eligible to vote at the time of the respective vote (the "**Numerator**"), *divided by* (y) 0.49, *minus* (z) the Numerator. For the avoidance of doubt, if the total issued and outstanding Common Stock eligible to vote at the time of the respective vote is 5,000,000, the voting rights of one share of the Series A Preferred Stock shall be equal to 102,036 (0.019607 x 5,000,000) / 0.49) – (0.019607 x 5,000,000) = 102,036).

With respect to all matters upon which stockholders are entitled to vote or to which stockholders are entitled to give consent, the holders of the outstanding shares of Series A Preferred Stock shall vote together with the holders of Common Stock without regard to class, except as to those matters on which separate class voting is required by applicable law or the Certificate of Incorporation or By-laws.

VII. PROTECTION PROVISIONS

So long as any shares of Series A Preferred Stock are outstanding, the Corporation shall not, without first obtaining the unanimous written consent of the holders of Series A Preferred Stock, alter or change the rights, preferences or privileges of the Series A Preferred so as to affect adversely the holders of Series A Preferred Stock.

XIII. MISCELLANEOUS

A. Status of Redeemed Stock. In case any shares of Series A Preferred Stock shall be redeemed or otherwise repurchased or reacquired, the shares so redeemed, repurchased, or reacquired shall resume the status of authorized but unissued shares of preferred stock, and shall no longer be designated as Series A Preferred Stock.

B. Lost or Stolen Certificates. Upon receipt by the Corporation of (i) evidence of the loss, theft, destruction or mutilation of any Preferred Stock Certificate(s) and (ii) in the case of loss, theft or destruction, indemnity (with a bond or other security) reasonably satisfactory to the Corporation, or in the

case of mutilation, the Preferred Stock Certificate(s) (surrendered for cancellation), the Corporation shall execute and deliver new Preferred Stock Certificates.

C. Waiver. Notwithstanding any provision in this Certificate of Designation to the contrary, any provision contained herein and any right of the holders of Series A Preferred granted hereunder may be waived as to all shares of Series A Preferred Stock (and the holders thereof) upon the unanimous written consent of the holders of the Series A Preferred Stock.

D. Notices. Any notices required or permitted to be given under the terms hereof shall be sent by certified or registered mail (return receipt requested) or delivered personally, by nationally recognized overnight carrier or by confirmed facsimile transmission, and shall be effective five (5) days after being placed in the mail, if mailed, or upon receipt or refusal of receipt, if delivered personally or by nationally recognized overnight carrier or confirmed facsimile transmission, in each case addressed to a party as set forth below, or such other address and telephone and fax number as may be designated in writing hereafter in the same manner as set forth in this Section.

If to the Corporation:

Burn Entertainment Corporation
387 Corona Street, Suite 555
Denver, CO 80218
Attn: Robert L. Stevens

If to the holders of Series A Preferred, to the address listed in the Corporation's books and records.

[signature page follows]

IN WITNESS HEREOF, the undersigned has executed this Certificate of Designation as of the date first above written.

BURN ENTERTAINMENT CORPORATION

By: /s/
Name: Robert L. Stevens
Title: Chief Executive Officer

CERTIFICATE OF DESIGNATION
OF THE RIGHTS, PREFERENCES, PRIVILEGES AND
RESTRICTIONS WHICH HAVE NOT BEEN SET
FORTH IN THE ARTICLES OF INCORPORATION
OR IN ANY AMENDMENT THERETO
OF THE SERIES B PREFERRED STOCK
OF BURN ENTERTAINMENT COPRPORATION.

The undersigned, Robert L. Stevens, does hereby certify that:

A. Robert L. Stevens is the duly elected and acting President of Burn Entertainment Corporation, a Nevada corporation (the "Company").

B. Pursuant to the Unanimous Written consent of the Board of Directors of the Company dated June 1, 2015, the Board of Directors duly adopted the following resolutions:

WHEREAS, the Articles of Incorporation of the Company authorize a class of stock designated as Preferred Stock, with a par value of $.001 per share (the "Preferred Class"), comprising Ten Million (10,000,000) shares and provides that the Board of Directors of the Company may fix the terms, including any dividend rights, dividend rates, conversion rights, voting rights, rights and terms of any redemption, redemption price or prices, and liquidation preferences, if any of the Preferred Class;

WHEREAS, the Board of Directors believes it is in the best interests of the Company to create a series of preferred stock consisting of 5,000,000 shares and being designated as the "Series B Convertible Preferred Stock" having certain rights, preference, privileges, restrictions and other matters relating to the Series B Convertible Preferred Stock. No shares of Series B Convertible Preferred have been issued;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors does hereby fix and determine the rights, preferences, privileges, restrictions and other matters relating to the Series B Convertible Preferred Stock as follows:

1. Definitions. For purposes of this Certificate of Designation, the following definitions shall apply:

    a. "Board" shall mean the Board of Directors of the Company.

    b. "Company" shall mean "Burn Entertainment Corporation".

    c. "Common Stock" shall mean the Common Stock, $.001 par value per share, of the Company.

    d. "Common Stock Dividend" shall mean a stock dividend declared and paid on the Common Stock that is payable in shares of Common Stock.

    e. "Distribution" shall mean the transfer of cash or property by the Company to one or more of its stockholders without consideration, whether by dividend or otherwise (except a dividend in shares of Company's stock.

    f. "Original Issue Date" shall mean the date on which the Company issues the first share of Series B Convertible Preferred Stock.

    g. "Series B Convertible Preferred Stock" shall mean the Series B Convertible Preferred Stock, $.001 par value per share.

h. "Subsidiary" shall mean any corporation or Limited Liability Company of which at least fifty percent (50%) of the outstanding voting stock or membership interest, as the case may be, is at any time owned directly or indirectly by the Company or by one or more of such subsidiary corporations.

2. Dividend Rights

a. Dividends. In each calendar year, the holders of the then outstanding Series B Convertible Preferred Stock shall be entitled to receive, when, as and if declared by the Board, out of any funds and assets of the Company legally available therefore, non-cumulative dividends in an amount equal to any dividends or other distribution on the Common Stock in such calendar year (other than a Common Stock Dividend); provided however, no dividend shall be declared or paid when there is outstanding indebtedness of the Company or any accrued interest remains outstanding on such indebtedness unless the holder of such debt waives this condition. No dividends (other than a Common Stock Dividend) shall be paid, and no distribution shall be made, with respect to the Common Stock unless dividends in such amount shall not be mandatory or cumulative, and no rights or interest shall accrue to the holders of the Series B Convertible Preferred Stock by reason of the fact that the Company shall fail to declare or pay dividends on the Series B Convertible Preferred Stock, except for such rights or interest that may arise as a result of the Company paying a dividend or making a Distribution on the Common Stock in violation of the terms of this Section 2.

b. Participation Rights. Dividends shall be declared pro rata on the Common Stock and the Series B Convertible Preferred Stock on a pari passu basis according to the number of shares of Common Stock held by such holders, where each holder of shares of Series B Convertible Preferred Stock is to be treated for this purpose as holding the number of shares of Common Stock to which the holders thereof would be entitled if they converted their shares of Series B Convertible Preferred Stock at the time of such dividend in accordance with Section 4 hereof.

c. Non-Cash Dividends. Whenever a dividend or Distribution provided for in this Section 2 shall be payable in property other than cash (other than a Common Stock Dividend), the value of such dividend or Distribution shall be deemed to be the fair market value of such property as determined in good faith by the Board.

3. Liquidation Rights. The Series B Convertible Preferred Stock shall have the same Liquidation preference as the Common Stock.

4. Conversion Rights.

a. Conversion of Preferred Stock. Each share of Series B Convertible Preferred Stock shall be convertible, at the option of the holder thereof, into fully paid and non-assessable shares of Common Stock of the Company at a rate of 100 Common Stock for every 1 share of Series B Convertible Preferred Stock at the time of the Conversion Notice.

b. Procedures for Exercise of Conversion Rights. The holders of any shares of Series B Convertible Preferred Stock may exercise their conversion rights as to all such shares or any part thereof by delivering

to the Company during regular business hours, at the office of any transfer agent of the Company for the Series B Convertible Preferred Stock, or at the principal office of the Company or at such other place as may be designated by the Company, the certificate or certificates for the shares to be converted, duly endorsed for transfer to the Company (if required by the Company) accompanied by written notice stating that the holder elects to convert such shares. Conversion shall be deemed to have been effected on the date when practicable after Conversion Date, the Company shall issue and deliver to or upon the written order of such holder, at such office or other place designated by the Company, a certificate or certificates for the number of full shares of Common Stock to which such holder is entitled and a certificates for the number of full shares of Common Stock to which such holder is entitled and a check for cash with respect to any fractional interest in a share of Common Stock as provided in section 4(c) below. The holder shall be deemed to have become a shareholder of record on the Conversion Date. Upon conversion of only a portion of the number of shares of Series B Convertible Preferred Stock represented by a certificate surrendered for conversion, the Company shall issue and deliver to or upon the written order of the holder of the certificate so surrendered for conversion, at the expense of the Company, a new certificate covering the number of shares of Series B Convertible Preferred Stock representing the unconverted portion of the certificate so surrendered.

c. No Fractional Shares. No fractional shares of Common Stock or scrip shall be issued upon conversion of shares of Series B Convertible Preferred Stock. If more than one share of Series B Convertible Preferred Stock shall be surrendered for conversion at any one time by the same holder, the number of full shares of Common Stock issuable upon conversion thereof shall be computed on the basis of the aggregate number of shares of Series B Convertible Preferred Stock, the Company shall pay a cash adjustment in respect of such fractional interest equal to the fair market value of such fractional interest as determined by the Company's Board of Directors.

d. Payment of Taxes for Conversions. The Company shall pay any and all issue and other taxes that may be payable in respect of any issue or delivery of shares of Common Stock on conversion pursuant hereto of Series B Convertible Preferred Stock. The Company shall not, however, be required to pay any tax which may be payable in respect of any transfer involved in the issue and delivery of shares on Common Stock in a name other than that in which the shares of Series B Convertible Preferred Stock so converted were registered, and no such issue or delivery shall be made unless and until the person requesting such issue has paid to the Company the amount of any such tax, or has established to the satisfaction of the Company, that such tax has been paid.

e. Reservation of Common Stock. The Company shall make every effort to reserve and keep available, out of its authorized but unissued Common Stock, solely for the purpose of effecting the conversion of the Series B Convertible Preferred Stock, the full number of shares of Common Stock deliverable upon the conversion of all shares of all series of preferred stock from time to time outstanding.

f. Registration or Listing of Shares of Common Stock. If any shares of Common Stock to be reserved for the purpose of conversion of shares of Series B Convertible Preferred Stock require registration or listing with, or approval of, any governmental authority, stock exchange or

other regulatory body under any federal or state law or regulation or otherwise, before such shares may be validly issued or delivered upon conversion, the Company will in good faith and as expeditiously as possible endeavor to secure such registration, listing or approval, as the may be.

g. Status of Common Stock Issued Upon Conversion. All shares of Common Stock which may be issued upon conversion of the shares of Series B Convertible Preferred Stock will upon issuance by the Company be validly issued, fully paid and non-assessable and free from all taxes, liens and charges with respect to the issuance thereof.

h. Status of Converted Preferred Stock. In case any shares of Series B Convertible Preferred Stock shall be converted pursuant to this Section 4, the shares so converted shall be canceled and shall not be issuable by the Company.

5. Adjustment of Conversion Price

a. General Provisions. In case, at any time after the date hereof, of any capital reorganization, or any reclassification of the stock of the Company (other than a change in par value or as a result of a stock dividend or subdivision, split-up or combination of shares), or the consolidation or merger of the Company with or into another person (other than a consolidation in the Common Stock), or of the sale or other disposition of all or substantially all the properties and assets of the Company as an entirety to any other person, the shares of Series B Convertible Preferred Stock shall, after such reorganization, reclassification, consolidation, merger, sale or other disposition, be convertible into the kind and number of shares of stock or other securities or property of the Company or of the entity resulting from such consolidation or surviving such merger or to which such properties and assets shall have been sold or otherwise disposed to which such holder would have been entitled if immediately prior to such reorganization, reclassification, consolidation, merger, sale or other disposition it had converted its shares of Series B Convertible Preferred Stock into Common Stock. The provisions of this Section 5(a) shall similarly apply to successive reorganizations, reclassifications, consolidations, mergers, sales or other dispositions.

b. No Impairment. The Company will not, through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, including amending this Certificate of Designation, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Company, but will at all times in good faith assist in the carrying out of all the provisions of this Section 5 and in the taking of all such action as may be necessary or appropriate in order to protect the conversion rights of the holders of Series B Convertible Preferred Stock against impairment. This provision shall not restrict the Company from amending its Articles of Incorporation in accordance with the General Corporation Law of the State of Nevada and the terms hereof.

6. Redemption. The Series B Convertible Preferred Stock Shall not be redeemable.

7. Notices. Any notices required by the provisions of this Certificate of Designation to be given to the holders of shares of Series B Convertible Preferred Stock shall

be deemed given if deposited in the United States mail, postage prepaid, and addressed to each holder of record at its address appears on the books of the Company.

8. Voting Provisions. Series B Convertible Preferred Stock shall be entitled to vote on matters to which the shareholders of the Company are entitled or required to vote, unless prohibited by law. The number of equivalent votes represented by each Series B Convertible Preferred Stock shall be equal to the equivalent number of Common Stock if said Series B Convertible Preferred Stock had been converted into Common Stock at the time of the vote.

IN WITNESS WHEREOF, the Company has caused this Certificate of Designation of Series B Convertible Preferred Stock to be duly executed by its President and attested to by its Secretary this __1st _____ day of __June___, 2015.

By: /s/_____ By:/s/_____
Robert L. Stevens, President Robert L. Stevens, Secretary