



C4 ODYSSEY, INC.
(Formerly GNCC CAPITAL, INC.)
SUPPLEMENTARY FILING

INCORPORATION OF:
APOGEE CONSOLIDATED HOLDINGS, INC.

DECEMBER 23, 2015

INCORPORATION OF A NEW WHOLLY OWNED SUBSIDIARY CORPORATION, of C4 ODYSSEY, INC. (Formerly GNCC Capital, Inc.) TO SERVE AS THE HOLDING COMPANY OF THE COMPANY'S INTERESTS IN THE "APOGEE GROUP OF CORPORATIONS"

INCORPORATION OF APOGEE CONSOLIDATED HOLDINGS, INC.:

The Company incorporated a new wholly owned subsidiary Corporation to hold its interests in "The Apogee Group".

This Corporation is named:

APOGEE CONSOLIDATED HOLDINGS, INC.

This Corporation was incorporated in the State of Wyoming on December 21, 2015.

AUTHORIZED SHARES OF COMMON STOCK:-

50,000,000 (Fifty million)

PAR VALUE OF COMMON STOCK:-

\$1.00 (One dollar)

ISSUED SHARES OF COMMON STOCK:-

200 (Two hundred) to C4 Odyssey, Inc.

EXHIBITS:

- 1) Articles of Incorporation of Apogee Consolidated Holdings, Inc.
- 2) Annual Report in respect of Apogee Consolidated Holdings, Inc. filed with the Secretary of State in Wyoming.
- 3) Incorporation Documentation in respect of Apogee Consolidated Holdings, Inc. filed with the Secretary of State in Wyoming.
- 4) Minutes of a meeting of the Directors of Apogee Consolidated Holdings, Inc. in respect of initial Stock Issuances.
- 5) Minutes of a meeting of the Incorporator of Apogee Consolidated Holdings, Inc.
- 6) Waiver of First Meeting of Directors of Apogee Consolidated Holdings, Inc.
- 7) Waiver of First Meeting of Shareholders of Apogee Consolidated Holdings, Inc.

DATED: DECEMBER 23, 2015

RONALD YADIN LOWENTHAL
C4 ODYSSEY, INC.
EXECUTIVE CHAIRMAN

**WYOMING PROFIT C
ARTICLES OF INCO**

Ed Murray, WY Secretary of State

FILED: 12/21/2015 02:52 PM

ID: 2015-000702270

**ARTICLE I
Name**

The name of the Corporation is **Apogee Consolidated Holdings, Inc.**

**ARTICLE II
Registered Agent**

The name and address of the registered agent is:

Registered Agents Inc.
412 N. Main Street
STE 100
Buffalo, WY 82834

**ARTICLE II
Mailing Address and Principal Office**

The complete street and mailing address of the initial designated principal office is:

412 N. Main Street
STE 100
Buffalo, WY 82834

**ARTICLE III
Authorized shares**

3.01 The number of shares of stock the corporation has the authority to issue is **50,000,000.**

3.02 The class of stock issued shall be **common** stock.

3.03 Each share shall have a par value of **\$1.00.**



Received
DEC 15 2015
Secretary of State
Wyoming

ARTICLE IV
Incorporators

Riley Park
412 N. Main Street
STE 100
Buffalo, WY 82834

ARTICLE V
Duration

The period of the corporation's duration is perpetual.

ARTICLE VI
Purpose

The purpose for which the Corporation is organized is to conduct any and all lawful business for which corporations can be organized pursuant to Wyoming statute.

ARTICLE VII
Powers

The Corporation has the power to engage in any lawful activity under the Corporation Code of the State of Wyoming, including opening and operating a bank account.

ARTICLE VIII
Bylaws

The Incorporator shall adopt the initial bylaws of the Corporation. The stockholders may amend the bylaws at anytime by the provisions therein.

ARTICLE IX
Dissolution

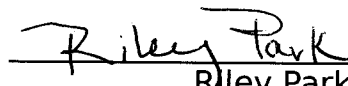
Upon dissolution, assets shall be distributed by the Board of Directors according to Wyoming statute. Further provisions regarding distribution upon dissolution shall be stated in the Corporation's bylaws.

ARTICLE X
Indemnification

The corporation does indemnify any directors, officers, employees, incorporators, and shareholders of the corporation from any liability regarding the corporation and the business of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under Wyoming statute.

ARTICLE XI
Execution

I, Riley Park, execute these Articles of Incorporation dated this Monday,
December 14, 2015.



Riley Park

ARTICLE XIII
Consent to Appointment by Registered Agent

I, Registered Agents Inc., registered office located at 412 N. Main Street, STE 100, Buffalo, WY 82834, voluntarily consent to serve as the registered agent for **Apogee Consolidated Holdings, Inc.**

I hereby certify that I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Bill Havre
Registered Agents Inc.

12/14/2015

Bill Havre, Assistant Secretary

STATE OF WYOMING
Office of the Secretary of State

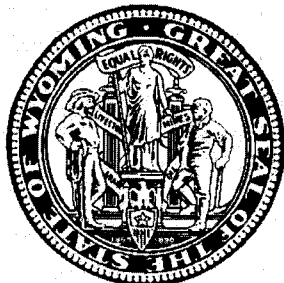
I, ED MURRAY, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that the filing requirements for the issuance of this certificate have been fulfilled.

CERTIFICATE OF INCORPORATION

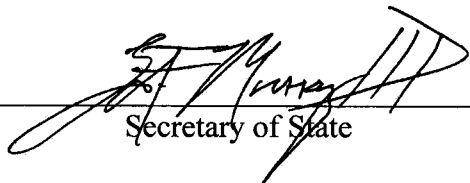
Apogee Consolidated Holdings, Inc.

Accordingly, the undersigned, by virtue of the authority vested in me by the law, hereby issues this Certificate.

I have affixed hereto the Great Seal of the State of Wyoming and duly executed this official certificate at Cheyenne, Wyoming on this **21st** day of **December, 2015**.



Filed Date: 12/21/2015


Secretary of State

By: Dave Barker

RESOLUTIONS ADOPTED BY INCORPORATOR
OF
APOGEE CONSOLIDATED HOLDINGS, INC.

The undersigned RONALD YADIN LOWENTHAL and NICOLAAS EDWARD BLOM, being the sole incorporators of APOGEE CONSOLIDATED HOLDINGS, INC. (the "Corporation"), hereby adopts the following resolutions:

RESOLVED, that a copy of the Articles of Incorporation of the Corporation, and the original receipt showing payment of the filing fee, be inserted in the Minute Book of the Corporation.

RESOLVED, that the form of Bylaws annexed to these resolutions be, and the same hereby is, adopted as and for the Bylaws of the Corporation, and that a copy thereof be placed in the Minute Book of the Corporation, following the Articles of Incorporation.

RESOLVED, that the persons listed below be, and they hereby are, elected as Directors of the Corporation, to serve until the first annual meeting of Shareholders, and until their successors are duly elected and qualify:

RONALD YADIN LOWENTHAL – DIRECTOR & SECRETARY
NICOLAAS EDWARD BLOM – DIRECTOR & PRESIDENT

RESOLVED, that the principal office of the corporation shall be located at:

c/o C4 Odyssey, Inc.
2443 Fillmore Street
Suite # 380-5446
San Francisco
CA 94115

Dated: December 21, 2015

/s/

/s/

RONALD YADIN LOWENTHAL

NICOLAAS EDWARD BLOM

**MINUTES OF FIRST MEETING OF SHAREHOLDERS
OF APOGEE CONSOLIDATED HOLDINGS, INC.**

The first meeting of the Shareholders of APOGEE CONSOLIDATED HOLDINGS, INC. (the "Corporation") was held on the date and time and at the place set forth in the written waiver of notice signed by the Shareholders, fixing such time and place, and prefixed to the minutes of this meeting.

The meeting was called to order by the President, heretofore elected by the Board of Directors. There were present at the meeting

RONALD YADIN LOWENTHAL
NICOLAAS EDWARD BLOM

being the representatives of the sole Shareholder of the Corporation, C4 Odyssey, Inc.

There were presented to the meeting: a copy of the Articles of Incorporation of the Corporation; a copy of the Bylaws of the Corporation, duly adopted by the Incorporator of the Corporation; the Resolutions adopted by the Incorporator of the Corporation; the minutes of the First Meeting of the Board of Directors; the corporate certificate book; and the corporate certificate record book.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that a copy of the Articles of Incorporation of the Corporation, a copy of the Bylaws of the Corporation, the Resolutions adopted by the Incorporator, the minutes of the First Meeting of the Board of Directors, the corporate certificate book, and the corporate certificate record book have been examined by all Shareholders, and are all approved and adopted, and that all acts taken and decisions reached, as set forth in said documents, be, and they hereby are, ratified and approved by the Shareholders of the Corporation.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

/s/

RONALD YADIN LOWENTHAL
SECRETARY

**MINUTES OF FIRST MEETING
OF THE BOARD OF DIRECTORS
OF
APOGEE CONSOLIDATED HOLDINGS, INC.**

The first meeting of the Board of Directors of APOGEE CONSOLIDATED HOLDINGS, INC. (the "Corporation") was held on the date and time and at the place set forth in the written waiver of notice signed by all of the Directors, fixing such time and place, and prefixed to the minutes of this meeting.

There were present at the meeting: Ronald Yadin Lowenthal and Nicolaas Edward Blom, being all the members of the Board of Directors.

The meeting was called to order by Ronald Yadin Lowenthal. It was moved, seconded and unanimously carried that Ronald Yadin Lowenthal act as Temporary Chairperson and as Temporary Secretary.

The meeting then proceeded to the election of officers. Upon nominations duly made and seconded, the following were unanimously elected officers of the Corporation, to serve for the ensuing year and until their successors are elected and qualify:

President: NICOLAAS EDWARD BLOM

Secretary: RONALD YADIN LOWENTHAL

Treasurer: RONALD YADIN LOWENTHAL

The President of the Corporation thereupon assumed the Chair, and the Secretary of the Corporation assumed the duties of Secretary of the meeting.

The Secretary presented to the meeting: a copy of the Articles of Incorporation of the Corporation; a copy of the Bylaws of the Corporation; and the Resolutions adopted by the Incorporator of the Corporation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that all the acts taken and resolutions adopted by the Incorporator of the Corporation are approved, ratified and adopted.

The Secretary submitted to the meeting a seal proposed for use as the corporate seal of the Corporation. Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the form of seal submitted to this meeting be, and it hereby is, approved and adopted as and for the corporate seal of the Corporation, and that an impression thereof be made on the margin of these minutes.

There was presented to the meeting a specimen of a proposed certificate to represent the Shares of the Corporation. Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the specimen form of certificate which has been presented to this meeting be, and the same hereby is, approved and adopted as the certificate to represent the shares of the Corporation, and that the specimen certificate so presented to the meeting be annexed to the minutes thereof.

The next order of business was the initial issuance of common stock of the Corporation. Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the common capital stock of the Corporation be issued to the named corporation in the amount stated in exchange for cash, property, services performed, or other assets received and indicated.

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>PRICE PER SHARE</u>	<u>ISSUED FOR</u>
C4 ODYSSEY, INC.	200	\$1.00	Incorporation Costs

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: December 21, 2015

/s/

RONALD YADIN LOWENTHAL
SECRETARY

**WAIVER OF NOTICE OF FIRST MEETING
OF BOARD OF DIRECTORS
OF**

APOGEE CONSOLIDATED HOLDINGS, INC.

We, the undersigned, being all of the Directors of APOGEE CONSOLIDATED HOLDINGS, INC. (the "Corporation"), hereby agree and consent that the first meeting of the Board of Directors of the Corporation be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof, the Directors present may deem as advisable thereat. Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: Johannesburg, South Africa

Date of Meeting: December 21, 2015

Dated: December 21, 2015

/s/

Director, RONALD YADIN LOWENTHAL

/s/

Director, NICOLAAS EDWARD BLOM

**WAIVER OF NOTICE OF
FIRST MEETING OF SHAREHOLDERS OF
APOGEE CONSOLIDATED HOLDINGS, INC.**

We, the undersigned, being all of the Shareholders of APOGEE CONSOLIDATED HOLDINGS, INC., (the "Corporation"), hereby agree and consent that the first meeting of the Shareholders of the Corporation be held on the date and time and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting or at any adjournment or adjournments thereof, as may be deemed advisable by any Shareholder present thereat. Any business transacted at such meeting or at any adjournment or adjournments thereof shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: Johannesburg, South Africa
Date of Meeting: December 21, 2015

Dated: December 21, 2015

/s/

**C4 ODYSSEY, INC.
SOLE SHAREHOLDER
Represented by: Ronald Yadin Lowenthal**

2016

Profit Corporation Annual Report

Due on or Before: December 1, 2016
ID: 2015-000702270
State of Formation: Wyoming
License Tax Paid: **\$50.00**
AR Number: 02385246

For Office Use Only

Wyoming Secretary of State
2020 Carey Ave., Ste. 700, Cheyenne, WY 82002-0020
307-777-7311
<https://wyobiz.wy.gov/Business/AnnualReport.aspx>

Apogee Consolidated Holdings, Inc.

1: Mailing Address

c/o C4 Odyssey, Inc.
2443 Fillmore Street
Suite # 380-5446
San Francisco, CA 94115

2: Principal Office Address

C/o C4 Odyssey, Inc.
2443 Fillmore Street
Suite # 380-5446
San Francisco, CA 94115

Phone: (415) 839-9717

Email: corporate@apogeeconsolidated.com

Current Registered Agent:

Registered Agents Inc.
412 N Main St Ste100
Buffalo, WY 82834

- Please review the current Registered Agent information and, if it needs to be changed or updated, complete the appropriate Statement of Change form available from the Secretary of State's website at <http://soswy.state.wy.us>

3: Officers and Directors

Treasurer / Director	Ronald Yadin Lowenthal - Renasa House, 170 Oxford Road, Melrose, Johannesburgt, Gauteng, 2196, Republic of South Africa
Secretary / Director	Nicolaas Edward Blom - Renasa House, 170 Oxford Road, Melrose, Johannesburgt, Gauteng, 2196, Republic of South Africa

I hereby certify under the penalty of perjury that the information I am submitting is true and correct to the best of my knowledge.

Ronald Yadin Lowenthal

Signature of Treasurer or Fiscal Agent

Ronald Yadin Lowenthal

Printed Name of Treasurer or Fiscal Agent

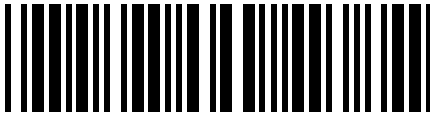
December 23, 2015

Date

The fee is \$50 or two-tenths of one mill on the dollar (\$.0002), whichever is greater.

Instructions:

1. Complete the required worksheet.
2. Sign and date this form and return it to the Secretary of State at the address provided above.



Appendix 1 Worksheet - Annual Report - Not a Public Record
List only Assets Located and Employed in Wyoming

A balance sheet is provided below (similar to Schedule L of IRS Form 1120, 1120S, or Form 1065 for partnerships) showing the items to be included in computing "total assets" (with the three exceptions):

1.	Cash		\$	0.00
2a.	Trade Notes & Accounts Receivable	\$	0.00	
2b.	Subtract Allowance for bad debts	\$(	0.00)	\$ 0.00
3.	Inventories		\$	0.00
4.	U.S. Government Obligations		\$	0.00
5.	Tax-Exempt Securities		\$	0.00
6.	Other Current Assets		\$	0.00
7.	Loans to Stockholders		\$	0.00
8.	Mortgage and Real Estate Loans (loans or investments owned not your debts)		\$	0.00
9.	Other Investments		\$	0.00
10.	Buildings & Other Depreciable Tangible Assets, real and personal (Use assessed valuation). DO NOT subtract accumulated depreciation from assessed valuation. For depreciable assets which are not assessed, use balance sheet depreciation subtracted.		\$	0.00
11.	Depletable assets (soda, coal, mineral oil, precious metals, saline, or other valuable deposits); the value is equal to the assessed value of the gross product produced for the fiscal year most recently ended.		\$	0.00
12.	Land (Use assessed valuation.)		\$	0.00
13a.	Intangible Assets	\$	0.00	
13b.	Subtract Accumulated Amortization	\$(	0.00)	\$ 0.00
14.	Other assets		\$	0.00
15.	Total Asset Value for computing tax (add lines 1-14)		\$	0.00

The filing fee is \$50 or two-tenths of one mill on the dollar (\$.0002) whichever is greater.

For example:	<u>Assets</u>	<u>Fee</u>
	\$0 - \$250,000	\$50
	> \$250,000	Multiply Total Assets by .0002

Annual Report License Tax Rules

Section 1. Definitions. (a) "Assessed value" is the taxable value of an asset subject to a Wyoming ad valorem tax as defined by W.S. 39-11-101(a)(i) as shown on the annual assessment schedule prepared by the County Assessor. Generally, assets which have an assessed value are reported on line 10 (buildings and other depreciable assets) and line 12 (land) on a corporation's balance sheet. (b) "Balance sheet value" is the end of the tax year value of an asset entered on the company's balance sheet. Balance sheet value shall be reported as contemplated in W.S. 17-16-1630 which states:

(i) "Financial information in the annual report shall be current as of the end of the corporation's fiscal year immediately preceding the date the annual report is executed on behalf of the corporation."

(c) "Capital, property and assets" does not include the value of the corporation's stock, net worth, or the net equity of the corporation. Capital property and assets means "total assets" from the company's balance sheet (similar to line 15 of Schedule L of IRS Form 1120 or 1120S) for the year most recently ended with three exceptions:

(i) For "Depreciable assets" (line 10) use the assessed value for any asset having an assessed value (buildings or improvements) and use balance sheet value less accumulated depreciation for assets with no assessed value. Depreciation shall not be deducted from "assessed value."

(ii) For "Depletable assets" (line 11) like soda, coal, mineral oil, silver or gold, use the "assessed value" of the gross product from the mine or mining claim (amount shown on Wyoming State Department of Revenue annual gross products tax return), not the balance sheet value;

(iii) For "Land" (line 12) use the assessed value not the balance sheet value.

Section 2. Computation of License Tax. (a) A corporation whose entire assets are located in Wyoming shall complete the worksheet and then apply the total asset figure to the following tax schedule. A corporation whose assets are in Wyoming and in other states shall use balance sheet values for any assets located in Wyoming (with the three exceptions described in Section 1c of these rules) and apply the asset figure to the following tax schedule. (b) The fee is \$50 or two-tenths of one mill on the dollar (\$.0002) whichever is greater. (c) The worksheet is incorporated herein by reference. This worksheet which discloses proprietary information is not a public record under the Public Records Act, W.S. 16-4-203(d)(v), and therefore is not disclosable to the public. (d) The figures submitted on the Secretary of State's annual report form are public information and will be disclosed.