STATE OF NEVADA

BARBARA K. CEGAVSKE
Secretary of State

JEFFERY LANDERFELT
Deputy Secretary
for Commercial Recordings



Commercial Recordings Division
202 N. Carson Street
Carson City, NV 89701-4201
Telephone (775) 684-5708
Fax (775) 684-7138

OFFICE OF THE
SECRETARY OF STATE

PINA HOPE

NV

Job:C20160111-0437
January 11, 2016

Special Handling Instructions:
EMAIL 1/11/16 RA CC A & A ALO C20160111-0437
CHRISTOPHER.AMES.MCKENNA@GMAIL.COM
AMENDMENT DATED 5/5/04 IS A REINSTATEMENT, NOT AN AMENDMENT

Charges

Description	Document Number	Filing Date/Time	Qty	Price	Amount
Entity Copies	00010179756-26		30	$2.00	$60.00
Copies - Certification of Document	00010179756-26		1	$30.00	$30.00
Total					$90.00

Payments

Type	Description	Amount
Credit	120193|16011110834904	$90.00
Total		$90.00

Credit Balance: $0.00

Job Contents:
NV Corp Certified Copy Request Cover 1
Letter(s):

PINA HOPE

NV

STATE OF NEVADA

BARBARA K. CEGAVSKE
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OFFICE OF THE
SECRETARY OF STATE

Certified Copy

January 11, 2016

Job Number: C20160111-0437
Reference Number: 00010179756-26
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
C17736-2002-001	Articles of Incorporation	6 Pages/1 Copies
C17736-2002-003	Articles of Merger	6 Pages/1 Copies
C17736-2002-004	Amendment	8 Pages/1 Copies
C17736-2002-007	Amendment	1 Pages/1 Copies
20150204235-84	Amendment	8 Pages/1 Copies
20150343165-70	Annual List	1 Pages/1 Copies

Respectfully,

Barbara K. Cegavske

BARBARA K. CEGAVSKE
Secretary of State

Certified By: Raphael Alves
Certificate Number: C20160111-0437
You may verify this certificate online at **http://www.nvsos.gov/**

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4201
Telephone (775) 684-5708
Fax (775) 684-7138

FILED #C17736-2002

JUL 16 2002

IN THE OFFICE OF
DEAN HELLER SECRETARY OF STATE

ARTICLES OF INCORPORATION OF AMERICAN DIGITAL MEDIA WORKS, INC.

The undersigned natural persons of the age of eighteen (18) years or more acting as incorporator of a corporation under the Nevada Revised Civil Statute 78, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (hereinafter called "Corporation") is **American Digital Media Works, Inc.**

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSES AND POWERS

The purpose for which this Corporation is organized is to engage in the business of investing in investments of all forms and nature and to engage in any and all other lawful business.

ARTICLE IV

CAPITALIZATION

The total number of shares of stock which the Corporation shall have the authority to issue is fifty-five million (55,000,000) shares, consisting of fifty million (50,000,000) shares of Common Stock having a par value of $.001 per share and five million (5,000,000) shares of Preferred Stock having a par value of $.001 per share.

A. Preferred Stock

The Board of Directors is authorized, subject to the limitations prescribed by law and the provisions of this Article, to provide for the issuance of the shares of Preferred Stock in series, and by filing a certificate pursuant to the applicable law of the State of Nevada, to establish from time to time the number of shares to be included in each

such series and to fix the designation, powers, preferences and rights of the shares of each such series and the qualifications, limitations or restrictions thereof.

1. The authority of the Board with respect to each series shall include, but not be limited to, determination of the following:

a. The number of shares constituting that series and the distinctive designation of that series;

b. The dividend rate on the shares of that series, whether dividends shall be cumulative, and if so, from which date or dates, and the relative rights of priority, if any, of payment of dividends on shares of that series;

c. Whether that series shall have voting rights, in addition to the voting rights provided by law, and if so, the terms of such voting rights;

d. Whether that series shall have conversion privileges and, if so, the terms and conditions of such conversion, including provision for adjustment of the conversion rate in such events as the Board of Directors shall determine;

e. Whether or not the shares of that series shall be redeemable and, if so, the terms and conditions of such redemption, including the date or dates upon or after which they shall be redeemable and the amount per share payable in case of redemption, which amount may vary under different conditions and at different redemption dates;

f. Whether that series shall have a sinking fund for the redemption or purchase of shares of that series and, if so, the terms and amount of such sinking fund;

g. The rights of the shares of that series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, and the relative rights of priority, if any, of payment of shares of that series; and

h. Any other relative rights, preferences and limitations of that series.

2. Dividends on outstanding shares of Preferred Stock shall be paid or declared and set apart for payment, before any dividends shall be paid or declared and set apart for payment on Common Stock with respect to the same dividend period.

3. If upon any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the assets available for distribution to holders of shares of Preferred Stock of all series shall be insufficient to pay such holders the full preferential amount to which they are entitled, then such assets shall be distributed ratably among the shares of all series of Preferred Stock in accordance with the respective preferential amounts (including unpaid cumulative dividends, if any) payable with respect thereto.

4. Unless otherwise provided in any resolution of the Board of Directors providing for the issuance of any particular series of Preferred Stock, no holder of Preferred Stock shall have any pre-emptive right as such holder to subscribe for, purchase or receive any part of any new or additional issue of capital stock of any class or series, including unissued and treasury stock, or obligations or other securities convertible into or exchangeable for capital stock of any class or series, or warrants or other instruments evidencing rights or options to subscribe for, purchase or receive any capital stock of any class or series, whether now or hereafter authorized and whether issued for cash or other consideration or by way of dividend.

B. Common Stock

1. Subject to the prior and superior rights of the Preferred Stock and on the conditions set forth in the foregoing parts of this Article or in any resolution of the Board of Directors providing for the issuance of any particular series of Preferred Stock, and not otherwise, such dividends (payable in cash, stock or otherwise) as may be determined by the Board of Directors may be declared and paid on the Common Stock from time to time out of any funds legally available therefor.

2. Except as otherwise provided by law, by this Certificate of Incorporation or by the resolution or resolutions of the Board of Directors providing for the issue of any series of the Preferred Stock, the Common Stock shall have the exclusive right to vote for the election of directors and for all other purposes, each holder of the Common Stock being entitled to one vote for each share held.

3. Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, and after the holders of the Preferred Stock of each series shall have been paid in full the amount to which they respectively shall be entitled, or a sum sufficient for such payments in assets of the Corporation shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests, to the exclusion of the holders of the Preferred Stock.

ARTICLE V

REGISTERED OFFICE AND AGENT

The principal office of the Corporation within the State of Nevada is National Account Management Services, Inc., Suite F, 177 Street, 240 N. Jones Street, Las Vegas, NV 89107.

ARTICLE VI

DIRECTORS

The Corporation shall be governed by a Board of Directors consisting of one director as shall be fixed the Corporation's bylaws.

Name	Address
Baldwin Yung	1400 Quail Street, Ste. 138 Newport Beach, CA 92660

ARTICLE VII

DENIAL OF PREEMPTIVE RIGHTS

There shall be no preemptive right to acquire unissued and/or treasury shares of the stock of the Corporation.

ARTICLE VIII

LIABILITY OF OFFICERS AND DIRECTORS

A director or officer of the Corporation shall not be liable to the Corporation or its shareholders for damages for breach of fiduciary duty as a director or officer unless the act or omission involves intentional misconduct, fraud, a knowing violation of law or the payment of an unlawful dividend in violation of NRS 78.300.

ARTICLE IX

INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers or who, at the request of the Board of Directors of the Corporation, may serve or at any time have served as directors or officers of another corporation in which the Corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually and necessarily by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers of the Corporation, or of such other corporation, except in relation to matters as to which any such director or officer of the Corporation, or of such other corporation or former director or officer or person shall be adjudged in any action, suit or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by law, agreement, vote of shareholder or otherwise.

DATED this 15th day of July 2002.

Incorporator:

Hank Vanderkam
Vanderkam & Sanders
440 Louisiana, #475
Houston, TX 77002

STATE OF TEXAS §
§
COUNTY OF HARRIS §

On 7-15, 2002 personally appeared before me, a Notary Public, Hank Vanderkam, who acknowledged that he executed the above document in his capacity as Incorporator of Barter

Notary Public for the State of Texas

[SEAL]

ANDREA WALKER
NOTARY PUBLIC
State of Texas
Comm. Exp.10-19-2009

FILED # C17354-2002

JUL 16 2002

IN THE OFFICE OF
DEAN HELLER SECRETARY OF STATE

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT BY RESIDENT AGENT

In the matter of ***American Digital Media Works, Inc.***, I, National Account Management Services, Inc., with the address at Suite F 177 street, 240 N. Jones Street , town of Las Vegas, County of Clark, zip code 89107, State of Nevada, hereby accept the appointment as Resident Agent of the above entitled corporation in accordance with NRS 78.090.

FURTHERMORE, that the mailing address for the above registered office is: Suite F 177 street, 240 N. Jones Street , town of Las Vegas, County of Clark, zip code 89107, State of Nevada.

In witness whereof, I have hereunto set my hand this 16 th day of July, 2002.

National Account Management Services, Inc.
Resident Agent

NRS 78.090 Except during any period of vacancy described in NRS 78.097, every corporation must have a resident agent, who may be either a natural person or a corporation, resident or located in this state. Every resident agent must have a street address, where he maintain an office for the service of process, and may have a separate mailing address such as a post office box, which may be different from the street address. The address of the resident agent may be any bank or banking corporation, or other corporation, located and doing business in this state. The certificate of acceptance must be filed at the time of the initial filing of the corporate papers.

(#325)

FILED # C17736-02

JUL 22 2002

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

ARTICLES OF MERGER
OF
BARTER OF AMERICA PLUS CORPORATION (Arizona Parent)
INTO
AMERICAN DIGITAL MEDIA WORKS, INC. (Nevada Subsidiary)

The undersigned corporations, pursuant to the provisions of Chapter 92A of the Nevada Revised Statutes hereby execute the following Articles of Merger:

FIRST: The name of the surviving corporation is AMERICAN DIGITAL MEDIA WORKS, INC. (the "Nevada Company"), and the place of its incorporation is the State of Nevada. The name and place of incorporation of the corporation being merged into the surviving corporation is BARTER OF AMERICA PLUS CORPORATION (the "Arizona Company"), incorporated in the State of Arizona, the laws of which permit this merger. The principal place of business of the Nevada Company is 1400 Quail Street, Ste. 138, Newport Beach, CA 92660 and the registered office is National Account Management Services, Inc., 240 N. Jones Blvd., #177, Las Vegas, NV 89107 and the Arizona Company is 4433 North 19th Street, Ste. 201, Phoenix, AZ 85015.

SECOND: A plan of merger was adopted by the board of directors of each corporation that is a party to this merger.

THIRD: The plan of merger was approved by the stockholder of the Nevada Company by unanimous consent.

FOURTH: The plan of merger was submitted to the stockholders of the Arizona Company. The designation, number of shares outstanding and entitled to vote and undisputed votes for the plan by the stockholders of each class of shares of BARTER OF AMERICA PLUS CORPORATION (the Arizona Company) entitled to vote on the plan is as follows:

Class	Number of Outstanding Shares	Undisputed Votes for the Plan
Common	1,427,970	820,675

The number of votes cast for the plan by the owners of each class was sufficient for approval by the owners of that class.

FIFTH: The Articles of Incorporation of the Nevada Company were not amended.

SIXTH: The complete executed plan of merger is hereinafter set forth in its entirety:

A. The corporations proposing to merge are BARTER OF AMERICA PLUS CORPORATION (the "Arizona Company" or "Parent"), a Arizona corporation and AMERICAN DIGITAL MEDIA WORKS, INC.(the "Nevada Company" or "Subsidiary"), a Nevada corporation. The Arizona Company, or Parent, is the sole shareholder of the Nevada Company. The Nevada Company shall be the surviving corporation of the merger.

B. Upon approval of this plan of merger by the shareholders of both the Nevada Company and the Arizona Company, Articles of Merger shall be filed with the Secretaries of State of Nevada and Arizona. Upon receipt and filing of said Articles of Merger and the issuance of Certificates of Merger by said states, the separate existence of the Parent shall cease; and Subsidiary, the Nevada Company, shall succeed to all the rights and property of the Arizona Company and shall be subject to all the debts and liabilities of the Arizona Company.

C. All shares of the Arizona Company shall be entitled to be exchanged for shares of the Nevada Company at the rate of one Nevada Company common share for each common share of the Arizona Company. No fractional shares of the Nevada Company stock will be issued pursuant to this plan of merger. Instead any fractional share otherwise issuable shall be rounded up or down to the nearest whole number of shares. All shares of the Nevada Company stock outstanding prior to the merger shall be canceled.

D. The Articles of Incorporation of the surviving corporation shall be the Articles of Incorporation of the Nevada Company immediately prior to the effective date of the merger without amendment or change.

SEVENTH: All corporations party to this merger have complied with laws of their respective jurisdiction of incorporation concerning this merger.

EIGHTH: These Articles may be executed in multiple counterparts, each of which shall be deemed an original and all of which taken together shall be but a single instrument.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Alameda } ss.

On July 18, 2002 (Date) before me, Claudia Argueta - Notary Public (Name and Title of Officer (e.g. "Jane Doe, Notary Public"))

personally appeared Baldwing Yong (Name(s) of Signer(s))

[ ] personally known to me
[X] proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

CLAUDIA ARGUETA
COMM. # 1277884
NOTARY PUBLIC - CALIFORNIA
ALAMEDA COUNTY
My Comm. Expires SEP 22, 2004

WITNESS my hand and official seal.

Claudia Argueta
(Signature of Notary Public)

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Articles of Merger

Document Date: 7-18-02 Number of Pages: 2+1

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer

Signer's Name:

[ ] Individual
[ ] Corporate Officer — Title(s):
[ ] Partner — [ ] Limited [ ] General
[ ] Attorney-in-Fact
[ ] Trustee
[ ] Guardian or Conservator
[X] Other: President

Signer Is Representing:

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

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BARTER OF AMERICA PLUS CORPORATION
(The Arizona Company)

By: Baldwin Yung
Title: President

By: Roger Spainhower
Title: Secretary

State of Arizona §
County of Maricopa §

On July 17, 2002 personally appeared before me, a Notary Public Baldwin Yung who acknowledged that he executed the above instrument as President of BARTER OF AMERICA PLUS CORPORATION the Arizona Company.

See Attached California Acknowledgment.

Signature of Notary
Printed Name:
Commission Expires:

State of Arizona §
County of Maricopa §

On July 17, 2002 personally appeared before me, a Notary Public Rodger Spainhower who acknowledged that he executed the above instrument as Secretary of BARTER OF AMERICA PLUS CORPORATION the Arizona Company.

REBECCA J. PAXTON
Notary Public - Arizona
Maricopa County
Comm. Expires 04/14/06

Signature of Notary: Rebecca J. Paxton
Printed Name: Rebecca J. Paxton
Commission Expires: 4/14/06

America Digital Media Works, Inc.
(The Nevada Company)

By: Hank Vanderkam
Title: President

By: David Loev
Title: Secretary

State of Texas §
§
County of Harris §

On July 17, 2002, personally appeared before me, a Notary Public Hank Vanderkam who acknowledged that he executed the above instrument as President of America Digital Media Works, Inc., the Nevada Company.

Licett Tarango
Notary Public, State of Texas
My Commission Expires
AUGUST 06, 2005

Printed Name: Licett Tarango
Commission Expires: 8-6-05

State of Texas §
§
County of Harris §

On July 17, 2002, personally appeared before me, a Notary Public David Loev who acknowledged that he executed the above instrument as Secretary of America Digital Media Works, Inc., the Nevada Company.

Licett Tarango
Notary Public, State of Texas
My Commission Expires
AUGUST 06, 2005

Signature of Notary
Printed Name: Licett Tarango
Commission Expires: 8-6-05

PLAN OF MERGER
OF
Barter of America Plus Corporation (Arizona Parent)
INTO
American Digital Media works, Inc. (Nevada Subsidiary)

The undersigned corporations, pursuant to the provisions of the Neveda Revised Statutes hereby execute the following Plan of Merger:

A. The corporations proposing to merge are Barter of America Plus Corporation (the "Arizona Company" or "Parent"), an Arizona corporation and American Digital Media Works, Inc. (the "Nevada Company" or "Subsidiary"), a Nevada corporation. The Arizona Company, or Parent, is the sole shareholder of the Nevada Company. The Nevada Company shall be the surviving corporation of the merger.

B. Upon approval of this plan of merger by the shareholders of both the Nevada Company and the Arizona Company, Articles of Merger shall be filed with the Secretaries of State of Nevada and Arizona. Upon receipt and filing of said Articles of Merger and the issuance of Certificates of Merger by said states, the separate existence of the Parent shall cease; and Subsidiary, the Nevada Company, shall succeed to all the rights and property of the Arizona Company and shall be subject to all the debts and liabilities of the Arizona Company.

C. All shares of the Arizona Company shall be entitled to be exchanged for shares of the Nevada Company at the rate of one Nevada Company common share for each common share of the Arizona Company. No fractional shares of the Nevada Company stock will be issued pursuant to this plan of merger. Instead any fractional share otherwise issuable shall be rounded up or down to the nearest whole number of shares. All shares of the Nevada Company stock outstanding prior to the merger shall be canceled.

D. The Articles of Incorporation of the surviving corporation shall be the Articles of Incorporation of the Nevada Company immediately prior to the effective date of the merger without amendment or change.

150

THIS FORM SHOULD ACCOMPANY AMENDED AND/OR RESTATED ARTICLES OF INCORPORATION FOR A NEVADA CORPORATION

1. Name of corporation: American Digital Media Works, Inc.

FILED # C17736-02

2. Date of adoption of Amended and/or Restated Articles: July 24, 2002.

JUL 25 2002

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

3. If the articles were amended, please indicate what changes have been made:

(a) Was there a name change? Yes. If yes, what is the new name? Digilava, Inc.

(b) Did you change your resident agent? No

(c) Did you change the purpose? No

(d) Did you change the capital stock? No.

(d) Did you change the directors? No

(f) Did you add the directors liability provision? No

(g) Did you change the period of existence? No

(h) If none of the above apply, and you have amended or modified the articles, how did you change your articles? N/A

Hank Vanderkam, President

July 24, 2002

State of Texas
County of Harris

On July 24, 2002, personally appeared before me, a Notary Public, Hank Vanderkam who acknowledged that he executed the above document.

Licett Tarango
Notary Public, State of Texas
My Commission Expires
AUGUST 06, 2005

Notary Public

E03 1005-258-

FILED # C17736-02

JUL 25 2002

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF American Digital Media Works, Inc.

Pursuant to the applicable provisions of the Nevada Business Corporation Act, , Inc. (the American Digital Media Works Inc.("Corporation") adopts the following Articles of Amendment to its Articles of Incorporation by stating the following:

FIRST: The present name of the corporation is American Digital Media Works, Inc.

SECOND: The following amendment to its Articles of Incorporation was adopted by the Board of Directors and by a majority vote of the shareholders of the Corporation on July 24, 2002 in the manner prescribed by Nevada law.

ARTICLE I is amended to read as follows:

Name. The name of the corporation shall be: Digilava, Inc.

THIRD: The number of shares of the corporation outstanding and entitled to vote at the time of the adoption of this amendment was 10,000

FOURTH: The number of shares voting for this amendment was 10,000 (100%) and the number of voting against such amendment was -0-.

DATED this 24th day of July 2002

American Digital Media Works, Inc.

By: /s/ _____
Hank Vanderkam,
President

/s/ _____
David Loev,
Secretary

VERIFICATION

STATE OF TEXAS)
: ss.
COUNTY OF HARRIS)

The undersigned being first duly sworn, deposes, and states: that the undrsigned is the Secretary of American Digital Media Works, Inc. That the undersigned has read the Articles of Amendment and knows the contents thereof and that the same contains a truthful statement of the Amendment adopted by the Board of Directors and shareholders of the Corporation.

/s/
David Loev,
Secretary

STATE OF TEXAS)

: ss

COUNTY OF HARRIS)

Before me the undersigned Notary Public in and for the said County and State, personally appeared the President, Hank Vanderkam, and Secretary David Loev of American Digital Media Works, Inc., a Nevada corporation, and signed the foregoing Articles of Amendment as their own free and voluntary acts and deeds pursuant to a corporation resolution for the uses and purposes set forth.

IN WITNESS WHEREOF, I have set my hand and seal this 24th day of July, 2002.

Licett Tarango
Notary Public, State of Texas
My Commission Expires
AUGUST 06, 2005

NOTARY PUBLIC RESIDING

Licett Tarango
Notary Public, State of Texas
My Commission Expires
AUGUST 06, 2005

FILED # 17736-02

JUL 25 2002

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF DIGILAVA, INC.

The undersigned natural persons of the age of eighteen (18) years or more acting as incorporator of a corporation under the Nevada Revised Civil Statute 78, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (hereinafter called "Corporation") is **Digilava, Inc.**

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSES AND POWERS

The purpose for which this Corporation is organized is to engage in the business of investing in investments of all forms and nature and to engage in any and all other lawful business.

ARTICLE IV

CAPITALIZATION

The total number of shares of stock which the Corporation shall have the authority to issue is fifty-five million (55,000,000) shares, consisting of fifty million (50,000,000) shares of Common Stock having a par value of $.001 per share and five million (5,000,000) shares of Preferred Stock having a par value of $.001 per share.

A. Preferred Stock

The Board of Directors is authorized, subject to the limitations prescribed by law and the provisions of this Article, to provide for the issuance of the shares of Preferred Stock in series, and by filing a certificate pursuant to the applicable law of the State of Nevada, to establish from time to time the number of shares to be included in each such series and to fix the designation, powers, preferences and rights of the shares of each such series and the qualifications, limitations or restrictions thereof.

each such series and the qualifications, limitations or restrictions thereof.

1. The authority of the Board with respect to each series shall include, but not be limited to, determination of the following:

a. The number of shares constituting that series and the distinctive designation of that series;

b. The dividend rate on the shares of that series, whether dividends shall be cumulative, and if so, from which date or dates, and the relative rights of priority, if any, of payment of dividends on shares of that series;

c. Whether that series shall have voting rights, in addition to the voting rights provided by law, and if so, the terms of such voting rights;

d. Whether that series shall have conversion privileges and, if so, the terms and conditions of such conversion, including provision for adjustment of the conversion rate in such events as the Board of Directors shall determine;

e. Whether or not the shares of that series shall be redeemable and, if so, the terms and conditions of such redemption, including the date or dates upon or after which they shall be redeemable and the amount per share payable in case of redemption, which amount may vary under different conditions and at different redemption dates;

f. Whether that series shall have a sinking fund for the redemption or purchase of shares of that series and, if so, the terms and amount of such sinking fund;

g. The rights of the shares of that series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, and the relative rights of priority, if any, of payment of shares of that series; and

h. Any other relative rights, preferences and limitations of that series.

2. Dividends on outstanding shares of Preferred Stock shall be paid or declared and set apart for payment, before any dividends shall be paid or declared and set apart for payment on Common Stock with respect to the same dividend period.

3. If upon any voluntary or involuntary liquidation, dissolution or

winding up of the Corporation, the assets available for distribution to holders of shares of Preferred Stock of all series shall be insufficient to pay such holders the full preferential amount to which they are entitled, then such assets shall be distributed ratably among the shares of all series of Preferred Stock in accordance with the respective preferential amounts (including unpaid cumulative dividends, if any) payable with respect thereto.

4. Unless otherwise provided in any resolution of the Board of Directors providing for the issuance of any particular series of Preferred Stock, no holder of Preferred Stock shall have any pre-emptive right as such holder to subscribe for, purchase or receive any part of any new or additional issue of capital stock of any class or series, including unissued and treasury stock, or obligations or other securities convertible into or exchangeable for capital stock of any class or series, or warrants or other instruments evidencing rights or options to subscribe for, purchase or receive any capital stock of any class or series, whether now or hereafter authorized and whether issued for cash or other consideration or by way of dividend.

B. Common Stock

1. Subject to the prior and superior rights of the Preferred Stock and on the conditions set forth in the foregoing parts of this Article or in any resolution of the Board of Directors providing for the issuance of any particular series of Preferred Stock, and not otherwise, such dividends (payable in cash, stock or otherwise) as may be determined by the Board of Directors may be declared and paid on the Common Stock from time to time out of any funds legally available therefor.

2. Except as otherwise provided by law, by this Certificate of Incorporation or by the resolution or resolutions of the Board of Directors providing for the issue of any series of the Preferred Stock, the Common Stock shall have the exclusive right to vote for the election of directors and for all other purposes, each holder of the Common Stock being entitled to one vote for each share held.

3. Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, and after the holders of the Preferred Stock of each series shall have been paid in full the amount to which they respectively shall be entitled, or a sum sufficient for such payments in assets of the Corporation shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests, to the exclusion of the holders of the Preferred Stock.

ARTICLE V

REGISTERED OFFICE AND AGENT

The principal office of the Corporation within the State of Nevada is National Account Management Services, Inc., Suite F, 177 Street, 240 N. Jones Street, Las Vegas, NV 89107.

ARTICLE VI

DIRECTORS

The Corporation shall be governed by a Board of Directors consisting of one director as shall be fixed the Corporation's bylaws.

Name	**Address**
Baldwin Yung	1400 Quail Street, Ste. 138 Newport Beach, CA 92660

ARTICLE VII

DENIAL OF PREEMPTIVE RIGHTS

There shall be no preemptive right to acquire unissued and/or treasury shares of the stock of the Corporation.

ARTICLE VIII

LIABILITY OF OFFICERS AND DIRECTORS

A director or officer of the Corporation shall not be liable to the Corporation or its shareholders for damages for breach of fiduciary duty as a director or officer unless the act or omission involves intentional misconduct, fraud, a knowing violation of law or the payment of an unlawful dividend in violation of NRS 78.300.

ARTICLE IX

INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers or who, at the request of the Board of Directors of the Corporation, may serve or at any time have served as directors or officers of another corporation in which the Corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually and necessarily by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers of the Corporation, or of such other corporation, except in relation to matters as to which any such director or officer of the Corporation, or of such other corporation or former director or officer or person shall be adjudged in any action, suit or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by law, agreement, vote of shareholder or otherwise.

DATED this 24th day of July 2002.

Hank Vanderkam, President
Vanderkam & Sanders
440 Louisiana, #475
Houston, TX 77002

STATE OF TEXAS §
§
COUNTY OF HARRIS §

On July 24, 2002 personally appeared before me, a Notary Public, Hank Vanderkam, who acknowledged that he executed the above document in his capacity as President if Digilava Inc.

Licett Tarango
Notary Public, State of Texas
My Commission Expires
AUGUST 06, 2005

Notary Public for the State of Texas

DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

FILED # C17736-02

AUG 3 1 2004

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

Certificate of Amendment
(PURSUANT TO NRS 78.385 and 78.390)

Important: Read attached instructions before completing form. ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation: Digilava, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

The first paragraph of Article IV shall read as follows:

"The total number of shares of stock which the Corporation shall have authority to issue is two hundred five million (205,000,000) shares, consisting of two hundred million (200,000,000) shares of Common Stock having a par value of $.001 per share and five million (5,000,000) shares of preferred stock having a par value of $.001 per share."

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 18,180,290 of 34,089,079.*

4. Effective date of filing (optional): _____
(must not be later than 90 days after the certificate is filed)

5. Officer Signature (required): _____

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

SUBMIT IN DUPLICATE

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM 78.385 Amend 2003
Revised on: 11/20/03

8/31/2004 11:49:16 AM $25.00
JW C20040803-0525
DC C20040824-0002

090204

BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov

Certificate of Amendment
(PURSUANT TO NRS 78.385 AND 78.390)

Filed in the office of	Document Number
Barbara K. Cegavske	**20150204235-84**
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time **05/04/2015 1:39 PM**
	Entity Number **C17736-2002**

USE BLACK INK ONLY - DO NOT HIGHLIGHT

Certificate of Amendment to Articles of Incorporation For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

Digilava, Inc.

2. The articles have been amended as follows: (provide article numbers, if available)

1. Reverse Stock Split 1:100 down to the beneficial holder level with a minimum of 100 shares to each holder. (Article IV (B) (4))
2. Authorized shares increased from 50M to 1B (Article IV) at par value .001 (A)
3. Name Change to WGE Holdings Corp. (Article I)
4. The Preferred Class of Stock (dated 8-31-2004) is hereby CANCELLED (Article IV)
5. A new Series A Preferred Stock is created with a par value of .001 and 51 shares Authorized. (Article IV)

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation* have voted in favor of the amendment is: Receiver Order of Court

4. Effective date and time of filing: (optional) Date: 4/30/2015 Time:
(must not be later than 90 days after the certificate is filed)

5. Signature: (required)

X _____
Signature of Officer

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

ROBERT L. STEVENS
Court Appointed Receiver
In Nevada's Eighth Judicial District, Case No. A14-703067-C

DIGILAVA, INC.
BOARD OF DIRECTORS MEETING
MEETING MINUTES
April 30, 2015
10:00 A.M. MST

Special Meeting Held in Lieu
Corporate Resolution

IN A SPECIAL MEETING HELD TODAY, April 30, 2015, at the office of the Receiver at 10 AM in the morning that the following Resolutions were passed and approved unanimously:

FIRST

RESOLVED: The name of the Company shall be changed from DIGILAVA, INC. to WGE HOLDINGS CORP.

SECOND

RESOLVED: The Authorized Common shares of the company will be raised from 50,000,000 (50M) to 1,000,000,000 (1B) at $0.001 par value.

THIRD

RESOLVED: The Company shall reverse split the common stock of DIGILAVA, INC. at the ratio of one new share for each 100 old shares currently held (1:100 RSS), down to the beneficial holder level with a minimum of 100 shares to be retained by each shareholder. Fractional shares will be rounded up to the nearest whole share. It is not mandatory that shareholders return their certificates for processing. The record date is today, April 30, 2015, and is to be effective upon processing by the Nevada SOS, CUSIP, FAST, FINRA and the DTC.

FOURTH

RESOLVED: That the Company shall request a personalized ticker symbol from FINRA during processing of the Corporate Action. "WGEE" is the requested first choice as the new ticker symbol. Should this symbol not be available, we will coordinate another option for the company.

FIFTH

RESOLVED: That the previously issued (8-31-2004) Preferred Class of Stock – 5,000,000 shares at par value $0.001 are hereby CANCELLED.

SIXTH

RESOLVED: The Company will create a new Series A Preferred Class of stock. The terms and conversions of the stock are pursuant to the Stock Swap Agreement, Schedule C, dated April 15, 2015. The Super Voting shares will have a par value of .001 and there will be 51 shares authorized.

SEVENTH

RESOLVED: The Company will coordinate with First American Stock Transfer as transfer agent to effectuate these transactions and file necessary forms with FINRA and DTC upon receipt of the filed stamped copy from the Nevada Secretary of State. Nevada's Secretary of State will be notified by the Issuer and the filed stamped copy will be forwarded to the transfer agent for processing.

Signed this 30th day of April, 2015 by:

Robert L. Stevens, Court Appointed Receiver
Acting under its statutory authority

State of Colorado, County of Denver

Notary
Sworn to and subscribed to me this 30
Day of April, 2015,
by Miriam Salas.
My commission expires: _____

(Seal)

MIRIAM SALAS
Notary Public
State of Colorado
Notary ID 20154007173
My Commission Expires Feb 19, 2018

Electronically Filed
01/14/2015 10:18:26 AM

CLERK OF THE COURT

ORDR
Peter Dubowsky, Esq.
Nevada Bar No. 4972
DUBOWSKY LAW OFFICE, CHTD.
330 South Third Street
Suite 680
Las Vegas, Nevada 89101
(702) 360-3500
Fax (702) 360-3515
Attorney for Plaintiff

DISTRICT COURT

CLARK COUNTY, NEVADA

WHITE TIGER PARTNERS LLC, a Colorado limited liability company, as successor in interest to FIRST AMERICAN STOCK TRANSFER, INC., Plaintiff, vs. DIGILAVA, INC. a Nevada corporation and DOES I-X and ROE CORPORATIONS I-X, inclusive Defendants	Case No.: A-14-703067-C Dept No.: XII Date: January 14, 2015 Time: 9:00 a.m.

ORDER FOR APPOINTMENT OF RECEIVER

This matter having come on for hearing on Plaintiff WHITE TIGER PARTNERS LLC's Application for Appointment of Receiver ("Application") at the above date and time, and the Court having reviewed the pleadings and documentation on file herein, and the Court finds that DIGILAVA, INC. ("Defendant Corporation") ceased to exist in any manner whatever, and that WHITE TIGER PARTNERS LLC., as its creditor, having properly applied to this Court to have a receiver appointed for the Defendant Corporation, and good cause appearing, and there being no opposition filed thereto, and pursuant to E.D.C.R 2.23, therefore, it is hereby

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ORDERED that Plaintiff, WHITE TIGER PARTNERS LLC's Application is GRANTED in its entirety; and it is further

ORDERED that Robert L. Stevens, is appointed as receiver for DIGILAVA, INC.; and it is further

ORDERED that, pursuant to N.R.S. §78.600, Plaintiff, WHITE TIGER PARTNERS LLC, through the appointed Receiver, Robert L. Stevens, is granted the authority to conduct business of DIGILAVA, INC., the Defendant Corporation; and to take charge of the estate and effects thereof, and to collect the debts and property due and belonging to the corporation, with power to prosecute and defend, in the name of the corporation, or otherwise, all such suits as may be necessary or proper for the purposes aforesaid, and to appoint an agent or agents under them, and to do all other acts which might be done by the corporation, if in being, that may be necessary for the final settlement of the unfinished business of the corporation. The powers of the trustee may be continued as long as this Court shall think necessary for the purposes aforesaid.

IT IS THEREFORE ORDERED, ADJUDGED, AND DECREED:

1. Robert L. Stevens is appointed receiver for DIGILAVA, INC., its assets and liabilities.

2. Mr. Stevens need not post a bond, but shall forthwith file his oath of receiver.

3. Mr. Stevens is hereby given the specific power to:

> (a) take immediate control, to the exclusion of all others, over DIGILAVA, INC. and all of its assets, current and historical, including, without limitation, all of DIGILAVA, INC.'s cash, bank and deposit accounts; accounts receivable, notes receivable, and other receivables; business investments and interest, whether legal or equitable, direct or indirect, in other business enterprises; tangible personal

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property; general intangibles; inventory; investment property; payment intangibles; real property; water rights; claims, causes of action, and choses of action of any kind or nature; instruments, documents, chattel paper, intellectual property, and letter-of-credit rights; and DIGILAVA, INC.'s books and records and other papers including the company's shareholder books and records;

(b) manage, maintain, protect and preserve the Receivership Property as reasonably necessary to maximize the value and prevent diminution of its value; take possession of all bank and other deposit accounts of DIGILAVA, INC. and all funds therein; and open, transfer and change all bank and trade accounts relating to DIGILAVA, INC. and the Receivership Property, so that all such accounts are in the name of Mr. Stevens;

(c) close DIGILAVA, INC.'s bank accounts and transfer the funds to one or more bank accounts at a bank or banks, financial institutions, mutual funds, brokerage institutions or other commercial depositories in the Denver, Colorado metropolitan area selected by Mr. Stevens, in his name;

(d) collect rents and revenues, income, profits, and other benefits of DIGILAVA, INC.or the Receivership Property;

(e) collect all accounts, accounts receivable, notes receivable, income, profits and proceeds which are part of the Receivership Property or represent proceeds of the Receivership Property; including, as necessary, negotiate and deposit checks made payable to DIGILAVA, INC. into accounts maintained by Mr. Stevens, and, as necessary, to collect and review mail directed to DIGILAVA, INC.in order to collect incoming accounts receivable;

(f) investigate the assets, liabilities and financial situation of DIGILAVA, INC., and report to this court, within thirty (60) days after entry of this Order, regarding the nature of the assets, liabilities and financial situation of the Receivership Property;

(g) pay expenses, bills, taxes, insurance and other legal obligations of DIGILAVA, INC.;

(h) retain legal counsel and to commence, file and maintain legal proceedings to protect the Receivership Property;

(i) to retain persons to support his efforts, as necessary, to ensure the continued and proper operation of DIGILAVA, INC.;

(j) to retain a new transfer agent, should it be necessary;

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(k) to sell any corporate assets to satisfy judgments against DIGILAVA, INC.;

(l) to order dividends, distributions or other such actions to DTC that may be required for dissolution or reorganization of DIGILAVA, INC.;

(m) to do any and all acts necessary and convenient or incidental to the foregoing that the Receiver reasonably deems necessary to manage and preserve the Receivership Property.

4. Upon notice of this Order, DIGILAVA, INC., and all persons in active concert and participation with it, including, without limitation, their current and former officers, managers, members, agents, attorneys, accountants, banks, the transfer agent, FINRA, DTC, contractors, and all who claim under it, be, and the same hereby are, ordered to deliver immediately over to Mr. Stevens or his agents all Receivership Property, endorsed to Mr. Stevens where necessary, and continue to deliver immediately to Mr. Stevens any such property received at any time in the future and, where necessary or requested, to explain to Mr. Stevens all books, files, and other records relating to the operation, maintenance and management of the Receivership Property including any and all current and historical emails or documents of any kind, and to permit Mr. Stevens the power to prosecute or defend any action to carry out his duties hereunder without interference. Any such person who fails to so act shall be subject to a contempt citation by the Court.

5. Mr. Stevens shall account to the Court for all sums received and expenditures made.

6. Mr. Stevens shall be compensated at the hourly rate of $200.00 for his services hereunder. Mr. Stevens's compensation for services under this Order and his

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reasonable out-of-pocket expenses shall be paid on a monthly basis. Mr. Stevens shall submit to any counsel for these proceeding itemized billing statements of his professional services and other expenses.

IT IS SO ORDERED

Dated: 1-14-14

DISTRICT COURT JUDGE

Respectfully Submitted by:

DUBOWSKY LAW OFFICE, CHTD.

By: _____

Peter Dubowsky, Esq
Nevada Bar No. 4972
330 South Third Street
Suite 680
Las Vegas, Nevada 89101
(702) 360-3500
Fax (702) 360-3515
Attorney for Plaintiff

(PROFIT) INITIAL/ANNUAL LIST OF OFFICERS, DIRECTORS AND STATE BUSINESS LICENSE APPLICATION OF:

ENTITY NUMBER

WGE HOLDINGS CORP.

C17736-2002

NAME OF CORPORATION

FOR THE FILING PERIOD OF JUL, 2015 TO JUL, 2016

100103

USE BLACK INK ONLY - DO NOT HIGHLIGHT

****YOU MAY FILE THIS FORM ONLINE AT www.nvsilverflume.gov****

☐ Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

Filed in the office of	Document Number
Barbara K. Cegavske	20150343165-70
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time 07/30/2015 12:46 PM
	Entity Number C17736-2002

(This document was filed electronically.)

ABOVE SPACE IS FOR OFFICE USE ONLY

IMPORTANT: Read instructions before completing and returning this form.

1. Print or type names and addresses, either residence or business, for all officers and directors. A President, Secretary, Treasurer, or equivalent of and all Directors must be named. There must be at least one director. An **Officer** must sign the form. *FORM WILL BE RETURNED IF UNSIGNED.*
2. If there are additional officers, attach a list of them to this form.
3. Return the completed form with the filing fee. Annual list fee is based upon the current total authorized stock as explained in the Annual List Fee Schedule For Profit Corporations. A $75.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
4. State business license fee is $500.00/$200.00 for Professional Corporations filed pursuant to NRS Chapter 89. Effective 2/1/2010, $100.00 must be added for failure to file form by deadline.
5. Make your check payable to the Secretary of State.
6. **Ordering Copies:** If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional $30.00 per certification. A **copy fee of $2.00 per page** is required for **each additional copy** generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
7. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5708.
8. Form must be in the possession of the Secretary of State on or before the last day of the month in which it is due. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties. Failure to include annual list and business license fees will result in rejection of filing.

CHECK ONLY IF APPLICABLE AND ENTER EXEMPTION CODE IN BOX BELOW

☐ Pursuant to NRS Chapter 76, this entity is exempt from the business license fee. Exemption code: ☐

NOTE: If claiming an exemption, a notarized Declaration of Eligibility form must be attached. Failure to attach the Declaration of Eligibility form will result in rejection, which could result in late fees.

☐ This corporation is a publicly traded corporation. The Central Index Key number is:

☐ This publicly traded corporation is not required to have a Central Index Key number.

NRS 76.020 Exemption Codes
001 - Governmental Entity
005 - Motion Picture Company
006 - NRS 680B.020 Insurance Co.

NAME	TITLE(S)		
W. SCOTT LAWLER	PRESIDENT (OR EQUIVALENT OF)		
ADDRESS	**CITY**	**STATE**	**ZIP CODE**
1255 W. RIO SALADO PARKWAY, SUITE 215 , USA	TEMPE	AZ	85281

NAME	TITLE(S)		
W. SCOTT LAWLER	SECRETARY (OR EQUIVALENT OF)		
ADDRESS	**CITY**	**STATE**	**ZIP CODE**
1255 W. RIO SALADO PARKWAY, SUITE 215 , USA	TEMPE	AZ	85281

NAME	TITLE(S)		
W. SCOTT LAWLER	TREASURER (OR EQUIVALENT OF)		
ADDRESS	**CITY**	**STATE**	**ZIP CODE**
1255 W. RIO SALADO PARKWAY, SUITE 215 , USA	TEMPE	AZ	85281

NAME	TITLE(S)		
W. SCOTT LAWLER	DIRECTOR		
ADDRESS	**CITY**	**STATE**	**ZIP CODE**
1255 W. RIO SALADO PARKWAY, SUITE 215 , USA	TEMPE	AZ	85281

None of the officers or directors identified in the list of officers has been identified with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of an officer or director in furtherance of any unlawful conduct.

I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

X W. SCOTT LAWLER

Signature of Officer or Other Authorized Signature

Title PRESIDENT

Date 7/30/2015 12:46:26 PM