

CONSENT TO ACTION
OF THE
DIRECTORS
OF
ANDINO INTERNATIONAL, INC.

The undersigned, being the directors of Andino International, Inc., a Connecticut corporation (the "Corporation"), do hereby consent, in accordance with the General Corporation Law of the State of Connecticut, to the adoption of the following resolutions and the taking of the actions contemplated thereby:

RESOLVED, that the action of the sole incorporator of the Corporation in causing the Certificate of Incorporation of the Corporation to be filed with the Secretary of State of the State of Connecticut is hereby ratified and approved;

RESOLVED, that the actions reflected in the Organizational Action of the Sole Incorporator of the Corporation are hereby ratified and approved;

RESOLVED, that each of the following persons is hereby elected to the office or offices of the Corporation set forth opposite his name below, to serve, subject to the earlier of his death, resignation or removal, in accordance with the By-laws of the Corporation and the laws of the State of Connecticut, until his successor or successors shall have been duly elected and qualified:

NAME	OFFICE(S)
Gregory Bell	CEO, Vice President, Secretary, Treasurer

RESOLVED, that as officers of the Company, each person named above is hereby authorized to establish bank accounts with such banks as such officer, in his sole discretion, may choose, and that there hereby are adopted, as if fully set forth herein, any and all consents or resolutions the adoption of which may be required by said bank in connection therewith;

RESOLVED, that the procurement of the necessary stock certificates and ledgers for the Corporation is hereby ratified and approved, and the Treasurer is hereby authorized to pay all expenses and to reimburse all persons for expenditures made in connection with the organization of the Corporation;

RESOLVED, that the fiscal year of the Corporation shall end on the thirty-first day of December of each calendar year;

RESOLVED, that each of the officers of the Corporation is hereby authorized to execute and file, on behalf of the Corporation, an Application for an Employer Identification Number on Form SS-4 with the Internal Revenue Service; and

RESOLVED, that each of the officers of the Corporation is hereby authorized to conduct the affairs of the Company, execute and deliver, in the name of and on behalf of the Corporation, such other documents, instruments and certificates and to take such other actions as such officer, in his or her sole discretion, deems necessary or appropriate to carry out the full intent and purposes of the foregoing resolutions.

In witness whereof, the undersigned, being the sole director(s) of the Corporation, have executed this Consent as of the 03 day of March, 2009.

[signature on file]
Gregory L. Bell
Director