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DIVISION OF CORPORATIONS

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HATLEY USA, INC.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kate Hepburn

Name of Person
Stafford, Owens, Piller, Murnane, Kelleher & Trombley, PLLC

Firm/Company
One Cumberland Avenue

Address
Plattsburgh, New York 12901

City/State and Zip code
khepburn@soctlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kate Hepburn at (518) 561-4400

Name of Person Area Code Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HATLEY USA, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

New York

2. _____ 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

March 16, 2005

4. _____ 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

One Cumberland Avenue, Plattsburgh, New York 12901

7. _____
(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

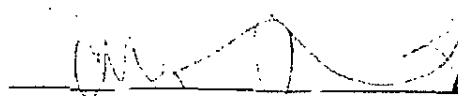
Tallahassee, Florida 32301
(City) (Zip code)

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DIVISION OF CORPORATE AFFAIRS

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9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Chelsey Martine
Asst Vice President
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Chris Oldland
Address: 860 90th Avenue
LaSalle, Quebec, Canada H8R 3A2

Vice Chairman: _____
Address: _____

Director: Jeremy Oldland
Address: 860 90th Avenue
LaSalle, Quebec, Canada H8R 3A2

Director: Nick Oldland
Address: 995 Dupont St.
Toronto, Ontario, Canada M6H 1Z5

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B. OFFICERS

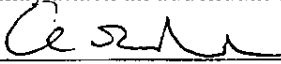
President: Chris Oldland
Address: 860 90th Avenue
LaSalle, Quebec, Canada H8R 3A2

Vice President: Jeremy Oldland
Address: 860 90th Avenue
LaSalle, Quebec, Canada H8R 3A2

Secretary: Nick Oldland
Address: 995 Dupont St. Toronto, Ontario, Canada M6H 1Z5

Treasurer: _____
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

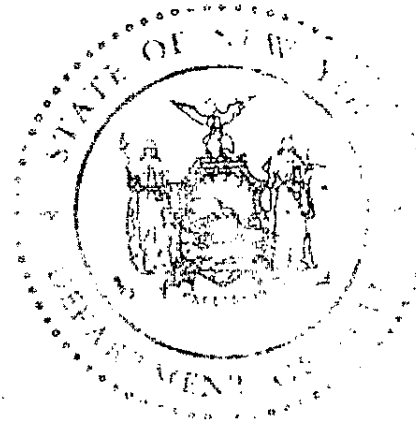
12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Chris Oldland, President
(Typed or printed name and capacity of person signing application)

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of HATLEY USA, INC. was filed on 03/16/2005, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 17th day of October two
thousand and sixteen.*

A handwritten signature in black ink, appearing to read "Brendan W. Fitzgerald", is written over a horizontal dashed line.

*Brendan W. Fitzgerald
Executive Deputy Secretary of State*