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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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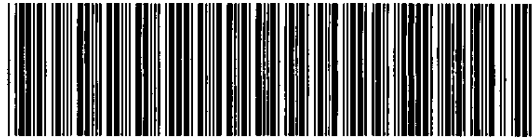
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JUN 13 2006

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: The Hive Strategic Marketing 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," 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:

Elisabeth Klar

(Name of Person)

The Hive Strategic Marketing Inc.

(Firm/Company)

431 King Street West, Suite 302

(Address)

Toronto, Ontario M5V 1K4 Canada

(City/State and Zip code)

For further information concerning this matter, please call:

Elisabeth Klar

(Name of Person)

at (416) 923-3800 x 229

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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. The Hive Strategic Marketing Inc.

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

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

2. Ontario, Canada

(State or country under the law of which it is incorporated)

3. 98-0423365

(FEI number, if applicable)

4. Nov. 12, 2002

(Date of incorporation)

5. perpetual

(Duration. Year corp. will cease to exist or "perpetual")

6. June 1, 2006

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 16225 Opal Creek, Ft. Lauderdale 33331 FL

(Principal office address)

431 King Street West, #302, Toronto M5V1K4, Ontario

(Current mailing address)

Canada

8. Sampling / Promotions & evaluation thereof under contract with

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

our US client Brown-Forman.

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

Name: Mike Lilly

Office Address: 16225 Opal Creek

Ft. Lauderdale

(City)

, Florida 33331

(Zip code)

10. 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.

Mike Lilly

(Registered agent's signature)

11. 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.

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

A. DIRECTORS

Chairman: Victor Prousky, QC.

Address: 2060 Yonge Street, #220
Toronto, Ontario M4S 1Z9, Canada

Director
Vice Chairman: Theodore Rakoczy

Address: 431 King St. W. #302
Toronto M5V 1K4, Ontario, Canada

Director: Richard Shaver

Address: 431 King St. W. #302
Toronto M5V 1K4, ON, Canada

Director: Jennifer Lukas

Address: 431 King St. W. #302
Toronto M5V 1K4, ON, Canada

Christopher Grimston

431 King St. W. #302
Toronto, M5V 1K4, ON.

B. OFFICERS

President: Andrew Krupski

Address: 431 King St. W. #302, Toronto M5V 1K4, ON, Canada

Vice President: Theodore Rakoczy

Address: 431 King St. W. #302, Toronto, M5V 1K4, ON, Canada

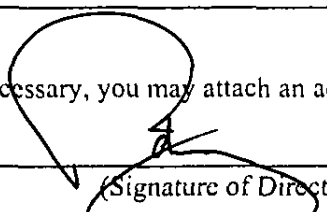
Secretary: Jennifer Lukas

Address: 431 King St. W. #302, Toronto M5V 1K4, ON, Canada

Treasurer: _____

Address: _____

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

13.  (Signature of Director or Officer listed in number 12 of the application)

14. Ted Rakoczy, V.P. Business Affairs
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Request ID: 008194373
Demande n° :
Transaction ID: 29539326
Transaction n° :
Category ID: CT
Catégorie :

Province of Ontario
Province de l'Ontario
Ministry of Consumer and Business Services
Ministère des Services aux consommateurs et aux entreprises
Companies and Personal Property Security Branch
Direction des compagnies et des sûretés mobilières

Date Report Produced: 2006/06/01
Document produit le :
Time Report Produced: 15:13:54
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

This is to certify that according to the records of the Companies and Personal Property Security Branch

D'après les dossiers de la Direction des compagnies et des sûretés mobilières, nous attestons que la société

THE HIVE STRATEGIC MARKETING INC.

Ontario Corporation Number

Numéro matricule de la société (Ontario)

002018279

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est une société constituée, prorogée ou née
d'une fusion aux termes des lois de la
Province de l'Ontario.

The corporation came into existence on

La société a été fondée le

NOVEMBER 12 NOVEMBRE, 2002

and has not been dissolved.

et n'est pas dissoute.

Dated

Fait le

JUNE 01 JUIN, 2006



Director
Directrice

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TALLAHASSEE, FLORIDA