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Florida Department of State
Division of Corporations
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FOREIGN PROFIT/NONPROFIT CORPORATION
IC Investment II Corp.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: IC Investment II Corp.

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:

Ted Honkisz

Name of Person

King & Spalding

Firm/Company

1180 Peachtree Street, NE

Address

Atlanta, GA 30309

City/State and Zip code

ehonkisz@kslaw.com

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

For further information concerning this matter, please call:

Dominic Tremblay

at (514) 847-4376

Name of Person

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

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COVER LETTER
2012-08-16

**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. IC Investment II Corp.

(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)

2. Delaware

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

3. 68-0680329

(FEI number, if applicable)

4. 03/27/2009

(Date of incorporation)

5. perpetual

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

6. _____

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

7. Centre CDP Capital, 1001, rue du Square-Victoria, C-500, Montreal (Quebec) H2Z 2B5

(Principal office address)

Centre CDP Capital, 1001, rue du Square-Victoria, C-500, Montreal (Quebec) H2Z 2B5

(Current mailing address)

8. Real estate investment

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

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Rd

Plantation

(City)

Florida 33324

(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.

By: Connie Bryan
(Registered agent's signature)

Connie Bryan
Assistant Secretary

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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Nathalie Gravel

Address: Centre CDP Capital, 1001, rue du Square-Victoria, C-500, Montreal (Quebec) H2Z 2B5

Director: Lorna J. Telfer

Address: Centre CDP Capital, 1001, rue du Square-Victoria, C-500, Montreal (Quebec) H2Z 2B5

B. OFFICERS

President: See attached list - all at the same address

Address: Centre CDP Capital, 1001, rue du Square-Victoria, C-500, Montreal (Quebec) H2Z 2B5

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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

The officer or director signing this document (and who is listed in number 12 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.

14. Chantal Laporte - Director, Legal Affairs and Assistant General Counsel

(Typed or printed name and capacity of person signing application)

IC Investment II Corp. - Officers list as of August 10, 2012

Daniel Fournier	Chairman of the Board and Chief Executive Officer
Sylvain Fortier	President, Residential
Kim D. McLines	President, Global Operations
William R.C. Tresham	President, Global Investments
Adam Adamakakis	Executive Vice President, Investments, Eastern North America
Paul S. Chehab	Vice Chairman
Roman Drohomirocki	Executive Vice President, Western North America and Portfolio Services
Paul Gleeson	Executive Vice President, Development
Karen Laflamme	Executive Vice President, Corporate Management and Institutional Affairs
Gervais Levasseur	Executive Vice President and Chief Financial Officer
Arthur Lloyd	Executive Vice President, Investments, Western North America
Lorna J. Telfer	Executive Vice President, General Counsel and Secretary
Josée Dubuc	Executive Vice President, Human Resources and Corporate Services
Stewart Crawford	Senior Vice President, Design and Construction
Paul David	Senior Vice President, Treasury and Property Valuation
George Fiddler	Senior Vice President, Retail, Central North America
Jean Laramée	Senior Vice President, Eastern North America
Marc Moutamara	Senior Vice President, Investments, Eastern North America
John Scott	Senior Vice President, Development
Francesco Alessi	Vice President, Taxation
Denis Auclair	Vice President, Financing
David Baffa	Vice President, Retail Development, Central Region
Ulf Bergner	Vice President, Leasing, Central Region
Susan Brisby	Vice President, Retail Development, Western Region
Suzanne Cayley	Vice President, Specialty Leasing and National Partnerships
Pierre-François Chapleau	Vice President, Office Development, North America
Franco Custodinho	Vice President, Leasing, Western Region
Robert Duteau	Vice President, Investments
Emilio Elisio	Vice President, Legal Affairs and Assistant General Counsel
Vincent Filion	Vice President, Finance - Operational Accounting
Nathalie Gravel	Vice President, Finance - Corporate Accounting
Nadim Hanna	Vice President, Asset Management
Douglas J. Harman	Vice President, Retail Development, Eastern Region
Guy Lamarre	Vice President, Operations
Claude Lavigne	Vice President, Property Valuation
Christopher J. Long	Vice President, Property Services
Julie Martineau	Vice President, Leasing, Eastern Region

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Louise N. Pelletier	Vice President, Legal Affairs
Denis Perreault	Vice President, Investments
Nathalie Rousseau	Vice President, Investments
Tony Roy	Vice President, Investments
Éric Santoire	Vice President, Real Estate Investment Funds
Ezio Sicurella	Vice President, Investments, Residential
Teresa Spataro	Vice President, Development Leasing
Dave Stewart	Vice President, Property Tax, Insurance and Risk Management
Sean Walters	Vice President, National & Mills Leasing
Theresa Warnaar	Vice President, National Asset Management and Operation Information
Gordon Wylie	Vice President, Development
Sandrine Debbané	Controller, Eastern Region
Larry De Blasio	Controller, Central Region
Heather Knight	Controller, Western Region
Pascale Ménard	Corporate Controller
Denis Boulianne	Senior Director, Legal Affairs
Yanick Frappier	Senior Director, Investments
Lisette Roy	Senior Director, Legal Affairs and Assistant Secretary
Guenhaëlle Surpas-Lemonnier	Senior Director, Legal Affairs
Emily Di Trani	Director, Legal Affairs
Isabelle Durand	Director, Legal Affairs
Pascale Houde	Director, Legal Affairs
Chantal Laporte	Director, Legal Affairs and Assistant General Counsel
Nathalie Pichette	Director, Consolidation
Nicolas Rioux	Director, Legal Affairs
Jenny Ross	Director, Legal Affairs
Marie-France Soucy	Director, Legal Affairs and Assistant Secretary
Luc Valiquette	Specialized Accounting Director
Charles Champagne	Regional Director, Operations
Johanne Leclerc	Regional Director, Operations
Gil Small	Regional Director, Operations
Parthena (Patty) Keroglidis	Senior Legal Counsel and Assistant Secretary
Sunita Mahant	Senior Legal Counsel and Assistant Secretary

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IC INVESTMENT II CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF AUGUST, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9772270

DATE: 08-10-12