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Florida Department of State
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To: Division of Corporations
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FOREIGN PROFIT/NONPROFIT CORPORATION
COUGAR GLOBAL ETF MANAGEMENT INC.

Certificate of Status	0
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J. Shivers MAR 20 2013

**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. Cougar Global ETF Portfolio Management 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)

2. Delaware

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

3. Applied For

(FEI number, if applicable)

4. 02/07/2013

(Date of Incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 357 Bay St., Ste. 1001, Toronto, Ontario M5H 2T7, Canada

(Principal office address)

same

(Current mailing address)

8. sales and marketing activities related to Investment Counsel/Portfolio Manager

(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 Road

Plantation, Florida 33324
(City) (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.

C T Corporation System

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 *SEE ATTACHMENT*

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS *SEE ATTACHMENT*

President: Dr. James Brasch

Address: 337 Bay St., Ste. 1001

Toronto, Ontario M5H 2T7, Canada

Vice President: Atsuko Hiraka

Address: 337 Bay St., Ste. 1001

Toronto, Ontario M5H 2T7, Canada

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. F. Gwyer Moore, Secretary

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

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**Attachment to Florida
Officers & Directors**

- 1 Full Name: F. Gwyer Moore
 Officer/Director: Officer, Director
 Officer's Title: Secretary and Treasurer
 Director's Title: Director
 Business Address: 357 Bay St., Ste. 1001
 City: Toronto, Ontario
 State: Canada
 ZIP Code: M5H 2T7
- 2 Full Name: Dr. James Brecch
 Officer/Director: Officer, Director
 Officer's Title: President
 Director's Title: Director
 Business Address: 357 Bay St., Ste. 1001
 City: Toronto, Ontario
 State: Canada
 ZIP Code: M5H 2T7
- 3 Full Name: Atsuko Hiraoka
 Officer/Director: Officer, Director
 Officer's Title: Vice President
 Director's Title: Director
 Business Address: 357 Bay St., Ste. 1001
 City: Toronto, Ontario
 State: Canada
 ZIP Code: M5H 2T7

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TALLAHASSEE, FLORIDA

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COUGAR GLOBAL ETF PORTFOLIO MANAGEMENT INC." 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 NINETEENTH DAY OF MARCH, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0295745

DATE: 03-19-13