

F1300002397

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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03/29/13--01002--005 **1078.75

13 MAY 31 PM 1:01

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

PS 614113

EDWARD MECHALY
COMPTABLE AGRÉÉ
CHARTERED ACCOUNTANT

FACSIMILE

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13 MAY 31 PM 3:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

À/To:	Florida Department Of State	Fax:	
Société/Company:	Att : Mrs. Pamela Smith	Date:	2013 05 29
N° Client N°:	Re: 4485751 Canada Inc	Pages:	(page couverture incl. cover page)
De/From:	Ref : 13000018222	Email:	eddie.mechaly@slf.ca

COMMENTAIRES / COMMENTS: BY FEDEX

Dear Mrs. Pamela Smith

As requested I have applied for a new set of the CHARTER AND ATTACHMENTS, and a CERTIFICATE OF COMPLIANCE(certificate of Good Standing as you call it in the U. S.A) dated May 29, 2013, on line.

Also the name of the Corporation is clearly shown on the attachments.

I believe I have satisfied all your requirements.

Corporations Canada have no more documents to provide me with.

Please conclude this file, so I can proceed along.

Truly yours

Eddie Mechaly

Si vous n'avez pas reçu toutes les pages, veuillez appeler au (514) 937-6392 ou par fax au (514) 933-9710.

If you have not received all of the pages, please telephone (514) 937-6392 or fax (514) 933-9710.

Mise en garde : Cette télécopie est strictement réservée à l'usage de l'individu ou de l'entité à qui elle est adressée et ne doit être distribuée et lue que par celui-ci. Si vous avez reçu cette communication par erreur ou s'il y a des erreurs dans son contenu, veuillez nous aviser par téléphone immédiatement (à nos frais si nécessaire).

Disclaimer : This material is intended for use only by the individual or entity to which it is specifically addressed and should not be read by, or delivered to, any other person. If you have received this fax by error, please notify us immediately. If there are any errors, please phone us immediately (collect if necessary).



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 17, 2013

EDWARD MECHALY
448571 CANADA INC
209 FINCHLEY RD
HAMPSTEAD, QUEBEC, CAN H3X3A7,

SUBJECT: 4485751 CANADA INC
Ref. Number: W13000022581

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13 MAY 10 PM 4:03
DIVISION OF CORPORATIONS

We have received your document for 4485751 CANADA INC and your check(s) totaling \$1078.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The certified copy of the charter referenced does not include the attachment of the charter. Please include with your document and resubmit. This information may be faxed to my attention at 850)245-6804.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 513A00009244

ATTACHMENTS - ENCLOSED
AS REQUESTED

PLEASE CONCLUDE

THX



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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13 APR 15 PM 1:53

DIVISION OF CORPORATIONS

March 29, 2013

EDWARD MECHALY — 514) 937-6392
4485751 CANADA INC
209 FINCHLEY RD
HAMPSTEAD, QUEBEC, CAN H3X3A7,
ext 624

SUBJECT: 4485751 CANADA INC
Ref. Number: W13000018222

✓ We have received your document for 4485751 CANADA INC and your check(s) totaling \$1078.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

✓ Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

Done

✓ The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Done.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 913A00007432

EDWARD MECHALY

COMPTABLE PROFESSIONNEL AGRÉÉ
CHARTERED PROFESSIONAL ACCOUNTANT

March 14, 2013

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
U.S.A.

**RE: 4485751 CANADA INC.
REGISTRATION**

Dear Sir/Madam:

Enclosed please find

- A cover letter
- Application by foreign corporation
- A certified charter of incorporation
- A cheque for \$1,078.75 – as requested

Yours truly,



E. MECHALY

Encls.

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: 4485751 Canada 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:

Mr. Edward Mechaly

Name of Person

4485751 Canada Inc

Firm/Company

209 Finchley Rd.

Address

Hampstead, Quebec, Canada H3X3A7

City/State and Zip code

emechaly@videotron.ca

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

For further information concerning this matter, please call:

Edward Mechaly

at (**514**) **9376392 #626**

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:

- | | | | |
|---|--|--|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee & Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy |
|---|--|--|---|

13 MAY 31 PM 1:02

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
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. 4485751 Canada 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. Canada

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

3. 98-0630407

(FEI number, if applicable)

4. August 1st, 2008

(Date of incorporation)

5. Perpetual

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

6. February 12th, 2009

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

7. 209 Finchley Rd., Hampstead, Quebec, Canada H3X3A7

(Principal office address)

same as above

(Current mailing address)

8. property rental

(Purposes) 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: David Hauser, esq. Hauser & Hauser, PLLC,

Office Address: 1111 Kane Concourse, Suite 616

Bay Harbor Islands, Florida 33154

(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.

(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:

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DIVISION OF CORPORATIONS

A. DIRECTORS

13 MAY 31 PM 1:02

Chairman: Edward Mechaly

Address: 209 Finchley Rd. ,Hampstead,Quebec, Canada, H3X3A7

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SAME AS ABOVE

Address: _____

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. Edward Mechaly, President, chairman

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



Industry
Canada

Industrie
Canada

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

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DIVISION OF CORPORATIONS

13 MAY 31 PM 1:02

I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE
DOCUMENT CI-JOINT EST UNE COPIE
EXACTE D'UN DOCUMENT CONTENU
DANS LES LIVRES TENUS PAR LE
DIRECTEUR.

Director - Directeur

Date





Industry Canada

Industrie Canada

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DIVISION OF CORPORATIONS

13 MAY 31 PM 1:02

**Certificate
of Incorporation**

**Canada Business
Corporations Act**

**Certificat
de constitution**

**Loi canadienne sur
les sociétés par actions**

4485751 CANADA INC.

448575-1

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation, the articles of incorporation of which are attached, was incorporated under the *Canada Business Corporations Act*.

Je certifie que la société susmentionnée, dont les statuts constitutifs sont joints, a été constituée en société en vertu de la *Loi canadienne sur les sociétés par actions*.

Richard G. Shaw
Director - Directeur

August 1, 2008 / le 1 août 2008

Date of Incorporation - Date de constitution

Canada



Industry Canada Industrie Canada
Canada Business Corporations Act Loi canadienne sur les sociétés par actions

FORM 1
ARTICLES OF INCORPORATION
(SECTION 6)

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SECRETARY OF STATE
FORMULAIRE
STATUTS CONSTITUTIONNELS
(ARTICLE 6)

1 - Name of the Corporation

Dénomination sociale de la société

13 MAY 31 PM 1:02

4485751

CANADA INC

2 - The province or territory in Canada where the registered office is situated

La province ou le territoire au Canada où est situé le siège social

Quebec

3 - The classes and any maximum number of shares that the corporation is authorized to issue

Catégories et le nombre maximal d'actions que la société est autorisée à émettre

see schedule 1

4 - Restrictions, if any, on share transfers

Restrictions sur le transfert des actions, s'il y a lieu

see schedule 2

5 - Number (or minimum and maximum number) of directors

Nombre (ou nombre minimal et maximal) d'administrateurs

MIN. 1, MAX. 7

6 - Restrictions, if any, on the business the corporation may carry on

Limites imposées à l'activité commerciale de la société, s'il y a lieu

- AUCUNE -

7 - Other provisions, if any

Autres dispositions, s'il y a lieu

see schedule 3

8 - Incorporators - Fondateurs

Name(s) - Nom(s)	Address (including postal code) Adresse (inclure le code postal)	Signature	Tel No. - N° de tél.
ERDIE N. MECHALY	209 Finchley Rd. HAMPSTEAD QC, H3X3A7		514- 937-6392 #624

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT

4485751

01 AOUT 2008

4485751 CANADA INC.

SCHEDULE 1

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DIVISION OF CORPORATIONS

13 MAY 31 PM 1:02

"The corporation is authorized to issue an unlimited number of Class A and Class B shares. The Class A shareholders shall be entitled to vote at all shareholder meetings, except meetings at which only holders of a specified class of share entitle their holders to vote and to receive such dividend as the board of directors in their discretion shall declare. Subject to the provisions of the *Canada Business Corporations Act*, the Class B shares shall be non-voting. Upon liquidation or dissolution, the holders of Class A and Class B shares shall share equally the remaining property of the corporation "

4485751 CANADA INC.

SCHEDULE 2

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DIVISION OF CORPORATIONS

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RESTRICTION ON TRANSFER OF SECURITIES

Subject to the securities holder's agreement, no securities, other than non-convertible debt securities of the Corporation may be transferred without the prior written consent of the majority of the Board of Directors.

4485751 CANADA INC.

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DIVISION OF CORPORATIONS

SCHEDULE 3

19 MAY 31 PM 1:02

OTHER PROVISIONS

1.00 CORPORATION'S BORROWING POWERS

Without in any way limiting the Corporation's powers, the Board of Directors may without the consent of the shareholders

- a) borrow money upon the credit of the Corporation,
- b) issue debentures or other securities of the Corporation, and pledge or sell the same for such sums and at such prices as may be deemed expedient, and
- c) hypothecate the immovable and movable or otherwise affect the movable property of the Corporation.

2.00 NUMBER OF SECURITY HOLDERS

The number of security holders of the Corporation, directly or indirectly, is limited to fifty (50), excluding present and former employees of the Corporation or its affiliates, in compliance with the applicable provincial statutes and regulations relating to "Private issuer"

3.00 LIMITATION TO DISTRIBUTION OF SECURITIES

Any distribution of securities by the Corporation is limited to persons set forth in the applicable provincial statutes and regulations relating to "Private issuer"

4.00 RESTRICTIONS ON TRANSFER OF SECURITIES

Subject to a security holders' agreement, no securities, other than non-convertible debt securities, of the Corporation may be transferred without prior written consent of the majority of the Board of Directors

5.00 QUORUM OF THE BOARD OF DIRECTORS

Unless otherwise decided by the shareholders at a special or annual general meeting, the presence of the minimum number of directors required by the articles shall constitute a quorum at any meeting of the Board of Directors of the Corporation

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Industry
Canada

Industrie
Canada

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DIVISION OF CORPORATIONS

13 MAY 31 PM 1:02

Certificate of Compliance

Canada Business Corporations Act
s. 263.1

Certificat de conformité

Loi canadienne sur les sociétés par actions
art. 263.1

4485751 CANADA INC.

Corporate name / Dénomination sociale

448575-1

Corporation number / Numéro de société

I HEREBY CERTIFY that the corporation
named above:

- exists under the *Canada Business Corporations Act*;
- has filed the required annual returns; and
- has paid all prescribed fees required.

JE CERTIFIE, par la présente, que la société ci-
dessus mentionnée :

- existe en vertu de la *Loi canadienne sur les sociétés par actions*;
- a déposé les rapports annuels exigés; et
- a acquitté les droits prescrits.

Marcie Girouard

Director / Directeur

2013-05-29

Issuance date (YYYY-MM-DD)
Date d'émission (AAAA-MM-JJ)