

# F13000002849

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(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

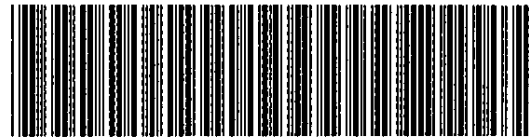
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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06/28/13--01029--005 \*\*70.00

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13 JUN 28 PM 4:43  
SECOND JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

*κ* 07/01/13



## Stephen L. Skipper, P.L.

*Attorney and Counselor at Law*  
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Fax (407) 521-0880

Website: [SWorlandoLaw.com](http://SWorlandoLaw.com)

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Stephen L. Skipper, Attorney

June 27, 2013

Department of State  
New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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

Gentlemen:

I am enclosing a proposed Application by Foreign Corporation for Authorization to Transact Business in Florida. Please find our check in the amount of \$70.00 to cover the following items:

Filing Fee ..... \$70.00

Total ..... \$70.00

Please e-mail the certificate of status to [Steve@sworlandolaw.com](mailto:Steve@sworlandolaw.com).

Also enclosed is an electronically generated Certificate of Incorporation from the Province of Ontario, Ministry of Government Services. The Province of Ontario no longer provides signed original certificates and only provides these electronic certificates. This certificate contains a transaction ID, Request (document) ID, and is time stamped and dated.

Please contact me if anything further is required to complete this filing. Also, please send all correspondence to my attention at the above address.

Sincerely,

Stephen L. Skipper

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** 8561702 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:

**Stephen L. Skipper**

Name of Person

**Stephen L. Skipper P.L.**

Firm/Company

**7491 Conroy Windermere Road, Suite G**

Address

**Orlando, FL 32835**

City/State and Zip code

**steve@sworlandolaw.com**

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

For further information concerning this matter, please call:

**Steve**

at ( **407** ) **521-0770**

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

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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. 8561702 Canda Inc.

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

Belair Ontario Inc.

(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. applied for

(FEI number, if applicable)

4. June 20, 2013

(Date of incorporation)

5. perpetual

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

6. will not begin transacting business until after registration

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

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

7. 42 Raymar Place, Oakville, ON L6J 6M1 Canada

(Principal office address)

same as principal office

(Current mailing address)

8. any lawful purpose

(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:

Stephen L. Skipper

Office Address:

7491 Conroy Windermere Road, Suite G

Orlando

(City)

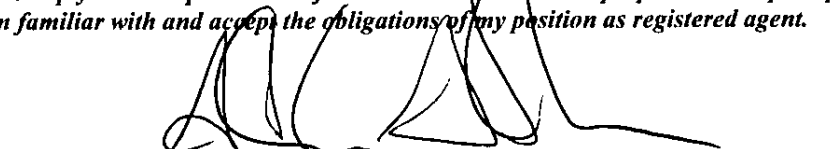
Florida 32835

(Zip code)

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**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:

**A. DIRECTORS**

Chairman: Akbar Sha

Address: 42 Raymar Place, Oakville ON L6J 6M1 Canada

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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**B. OFFICERS**

President: Akbar Sha

Address: 42 Raymar Place, Oakville ON L6J 6M1 Canada

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. Akbar Sha

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



Industry  
Canada

Industrie  
Canada

## Certificate of Incorporation

*Canada Business Corporations Act*

## Certificat de constitution

*Loi canadienne sur les sociétés par actions*

8561702 Canada Inc.

Corporate name / Dénomination sociale

856170-2

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation, the articles of incorporation of which are attached, is incorporated under the *Canada Business Corporations Act*.

JE CERTIFIE que la société susmentionnée, dont les statuts constitutifs sont joints, est constituée en vertu de la *Loi canadienne sur les sociétés par actions*.

Marcie Girouard

Director / Directeur

2013-06-20

Date of Incorporation (YYYY-MM-DD)  
Date de constitution (AAAA-MM-JJ)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2013 JUN 28 PM 1:43

## **Schedule / Annexe**

### **Description of Classes of Shares / Description des catégories d'actions**

The corporation is authorized to issue an unlimited number of Class A and Class B shares with the following rights, privileges, restrictions and conditions:

1. Class A shares, without nominal or par value, the holders of which are entitled:
  - a. to vote at all meetings of shareholders except meetings at which only holders of a specified class of shares are entitled to vote; and
  - b. to receive the remaining property of the corporation upon dissolution; and
  - c. subject to the rights and privileges attaching to the Class B shares, to receive the dividends as and when declared by the board of directors of the corporation.
2. Class B shares, which shall carry the right:
  - a. to a dividend as fixed by the board of directors and
  - b. upon the liquidation or winding-up of the corporation, to repayment of the amount paid for such share (plus any declared and unpaid dividends) in priority to the Class A shares, but they shall not confer a right to any further participation in profits or assets.

The holders of Class B shares shall not be entitled to vote at meetings of shareholders except as otherwise specifically provided in the Canada Business Corporations Act.

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TALLAHASSEE, FLORIDA

## **Schedule / Annexe**

### **Restrictions on Share Transfers / Restriction sur le transfert d'actions**

The right to transfer shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any share or shares of the Corporation without the approval of:

1. the directors of the Corporation expressed by resolution passed by the votes cast by a majority of the directors of the Corporation at a meeting of the board of directors or signed by all of the directors of the Corporation; OR
2. the shareholders of the Corporation expressed by resolution passed by the votes cast by a majority of the shareholders who voted in respect of the resolution or signed by all shareholders entitled to vote on that resolution.

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TALLAHASSEE, FLORIDA



**Schedule / Annexe**  
**Other Provisions / Autres dispositions**

**RESTRICTIONS ON SECURITIES TRANSFER:** The corporation's securities, other than non-convertible debt securities, shall not be transferred without either (a) the sanction of a majority of the directors of the corporation, or (b) the sanction of the majority of the shareholders of the corporation, or alternatively (c), if applicable, the restriction contained in security holders' agreements.

**POWERS OF DIRECTORS:** If authorized by by-law which is duly made by the directors and confirmed by ordinary resolution of the shareholders, the directors of the corporation may from time to time:

1. borrow money upon the credit of the corporation;
2. issue, reissue, sell or pledge debt obligations of the corporation; and
3. mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired to secure any debt obligation of the corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the corporation.

**APPOINTMENT OF DIRECTORS:** The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual general meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual general meeting of shareholders.

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