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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE FL 32399

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: 8987424 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:

Brent D. Klein, Esq.

Name of Person

Greenspoon Marder

Firm/Company

3850 Bird Road, Suite 602

Address

Miami, Florida 33146

City/State and Zip code

brent.klein@gmlaw.com

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

For further information concerning this matter, please call:

Brent D. Klein at (305) 789-2772

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



Industry
Canada

Industrie
Canada

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

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



14 AUG 26 AM 8:11
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REGISTRATION
DIVISION



Industry
Canada

Industrie
Canada

Certificate of Incorporation

Canada Business Corporations Act

Certificat de constitution

Loi canadienne sur les sociétés par actions

8987424 Canada Inc.

Corporate name / Dénomination sociale

898742-4

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*.

Virginie Ethier

Director / Directeur

2014-08-13

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



Industry
Canada

Industrie
Canada

Form 1
Articles of Incorporation
Canada Business Corporations
Act (s. 6)

Formulaire 1
Statuts constitutifs
Loi canadienne sur les sociétés
par actions (art. 6)

- 1 Corporate name
Dénomination sociale
8987424 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
QC
- 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 attached schedule / Voir l'annexe ci-jointe
- 4 Restrictions on share transfers
Restrictions sur le transfert des actions
See attached schedule / Voir l'annexe ci-jointe
- 5 Minimum and maximum number of directors
Nombre minimal et maximal d'administrateurs
Min. 1 Max. 10
- 6 Restrictions on the business the corporation may carry on
Limites imposées à l'activité commerciale de la société
See attached schedule / Voir l'annexe ci-jointe
- 7 Other Provisions
Autres dispositions
See attached schedule / Voir l'annexe ci-jointe
- 8 **Incorporator's Declaration:** I hereby certify that I am authorized to sign and submit this form.
Déclaration des fondateurs : J'atteste que je suis autorisé à signer et à soumettre le présent formulaire.

Name(s) - Nom(s)

Original Signed by - Original signé par

Sidney M. Horn

Sidney M. Horn

Sidney M. Horn

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA)

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the Privacy Act allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la Loi sur les renseignements personnels permettent que de tels renseignements soient divulgués au public. Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049.

Schedule / Annexe

Restrictions on Business / Restrictions imposes aux activités commerciale

None

SCHEDULE

The classes and any maximum number of shares that the Corporation is authorized to issue

Unlimited number of common shares.

The common shares shall have attached thereto the following rights, privileges, restrictions and conditions:

(a) Voting

Each common share shall entitle the holder thereof to one vote at all meetings of the shareholders of the Corporation.

(b) Dividends

The holders of the common shares shall be entitled to receive, as and when declared by the board of directors, dividends payable in money, property or by the issue of fully paid shares of the capital of the Corporation.

(c) Liquidation, etc.

In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of assets of the Corporation among shareholders for the purpose of winding up its affairs, the holders of the common shares shall be entitled to receive the remaining property of the Corporation.

SCHEDULE

Restriction on share transfers

Shares of the Corporation may not be transferred unless the restrictions on the transfer of securities of the Corporation contained in section 7 of these Articles (entitled "Other provisions, if any") are complied with.

SCHEDULE

Other provisions

- (1) Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless
 - (a) such transfer is approved by the directors or shareholders as evidenced by a resolution of the directors or shareholders, as the case may be; or
 - (b) in the case of securities which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions are complied with.
- (2) The directors may appoint one or more additional directors, who shall hold office for a term expiring no later than the close of the next annual 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 meeting of shareholders.



888.491.1120
www.gmlaw.com

Brent D. Klein
Merrick Pointe, Suite 602
3850 Bird Road
Miami, Florida 33146
Direct Phone: 305.789.2772
Direct Fax: 305.537.3972
Email: brent.klein@gmlaw.com

August 25, 2014

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Federal Express

Re: 8987424 Canada, Inc./Application by Foreign Corporation for Authorization to
Transact Business in Florida

Summer Hill Acquisition Limited Partnership/Certificate of Limited Partnership

Gentlemen:

Enclosed are the following:

8987424 Canada, Inc.:

1. Cover Letter to the New Filing Section.
2. Application by Foreign Corporation for Authorization to Transact Business in Florida.
3. Our check in the amount of \$78.75.

Summer Hill Acquisition Limited Partnership:

1. Cover Letter to the Registration Section.
2. Certificate of Limited Partnership.
3. Our check in the amount of \$1,052.50.

Since 8987424 Canada, Inc. is the general partner of Summer Hill Acquisition Limited Partnership, the Application by Foreign Corporation needs to be filed prior to the filing of the Certificate of Limited Partnership for Summer Hill Acquisition Limited Partnership.

Division of Corporations
August 25, 2014
Page No. 2

Please return certified copies of the Application by Foreign Corporation and Certificate of Limited Partnership to the undersigned in the enclosed Federal Express envelope.

If there are any questions, please call.

Very truly yours,


Brent D. Klein

**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. **8987424 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. _____

(FEI number, if applicable)

4. **August 13, 2014**

(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. **1155 Rene-Levesque Blvd. W, 40th Floor, Montreal, QC H3B 3V2 Canada**

(Principal office address)

1155 Rene-Levesque Blvd. W, 40th Floor, Montreal, QC H3B 3V2 Canada

(Current mailing address)

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

Name: **Brent D. Klein**

Office Address: **3850 Bird Road, Suite 602**

Miami

(City)

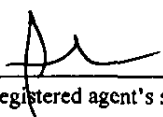
, Florida

33146

(Zip code)

9. 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)

10. 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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Director: Sidney M. Horn

Address: 1155 Rene-Levesque Blvd. W., 40th Floor
Montreal QC H3B 3V2 Canada

Vice Chairman: Director: Norman Issley

Address: 4175 St-Catherine Street W., Suite 803
Montreal QC H3Z 3C9 Canada

Director: Martin Lieberman

Address: 50 Harrow Street
Montreal QC H3X 3W8 Canada

Director: _____

Address: _____

B. OFFICERS

President: Norman Issley

Address: 4175 St-Catherine Street W., Suite 803
Montreal QC H3Z 3C9 Canada

Vice President: Martin Lieberman

Address: 50 Harrow Street
Montreal QC H3X 3W8 Canada

Secretary: Sidney M. Horn

Address: 1155 Rene-Levesque Blvd. W., 40th Floor, Montreal QC H3B 3V2 Canada

Treasurer: _____

Address: _____

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

12. _____

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.

13. Norman Issley, President

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