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To: Division of Corporations  
Fax Number : (850)205-0381

Effective Date 06/07/2007

From: Account Name : SHUFFIELD LOWMAN  
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FLORIDA PROFIT/NON PROFIT CORPORATION

MAGGIE HOLDINGS, INC.

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**ARTICLES OF INCORPORATION  
OF  
MAGGIE HOLDINGS, INC.**

**THE UNDERSIGNED**, acting as sole incorporator of MAGGIE HOLDINGS, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is MAGGIE HOLDINGS, INC.

**ARTICLE II  
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

**ARTICLE III  
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on June 7, 2007.

**ARTICLE IV  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is as follows:

1090 Don Mills Road, Suite 600  
Toronto, Ontario, Canada M3C3R6

The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE V  
MAILING ADDRESS**

The mailing address of the corporation is as follows:

1090 Don Mills Road, Suite 600  
Toronto, Ontario, Canada M3C3R6

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation and the initial Registered Agent at such address are as follows:

William R. Lowman, Jr.  
Shuffield, Lowman & Wilson, P.A.  
1000 Legion Place, Suite 1700  
Orlando, Florida 32801

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS AND OFFICERS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director and/or Officer until the first annual meeting of the shareholders of the corporation or until successor Directors and/or Officers are elected and shall qualify are as follows:

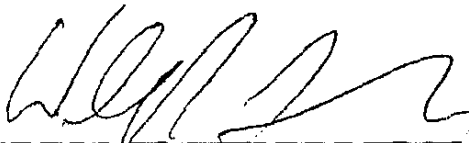
Henry A. Morton	Director and President
1090 Don Mills Road, Suite 600	
Toronto, Ontario, Canada M3C3S6	

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation are as follows:

William R. Lowman, Jr.  
Shuffield, Lowman & Wilson, P.A.  
1000 Legion Place, Suite 1700  
Orlando, Florida 32801


IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 14th day of June, 2007.

  
William R. Lowman, Jr., Incorporator

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

**DATED**, this 14th day of June, 2007.

  
William R. Lowman, Jr., Registered Agent

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