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DIVISION OF CORPORATIONS

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FLORIDA PROFIT/NON PROFIT CORPORATION

SPOT MOBILE CORP.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SPOT MOBILE CORP.**

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is SPOT MOBILE CORP. Its principal office address and business mailing address is 300 71 Street, Suite 500, Miami Beach, FL 33141.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V - BOARD OF DIRECTORS

The Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The names and addresses of the directors constituting the Board of Directors are:

<u>Name</u>	<u>Address</u>
Valerie Ferraro	4950 Yonge Street Suite 900 Toronto, Ontario M2N 6K1
David Stier	4950 Yonge Street Suite 900 Toronto, Ontario M2N 6K1

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


The street address of the initial registered office of this Corporation shall be 4221 W. Boy Scout Boulevard, 10th Floor, Tampa, Florida 33607-5736, and the initial registered agent of this corporation at such office shall be CFRA, LLC, a Florida limited liability company, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII- INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Dennis J. Olle, Esq.	100 SE Second Street Suite 4000 Miami, Florida 33131

Dated: June 18, 2008


Dennis J. Olle, Esq., Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Incorporation of SPOT MOBILE CORP., as the Registered Agent of this company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Incorporation, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent.

CFRA, LLC, a Florida Limited Liability Company

By: _____

Dennis J. Olle, Esq.

Dated: June 18, 2008

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TALLAHASSEE, FLORIDA

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