

12/18/2020

Division of Corporations

**Florida Department of State**  
**Division of Corporations**  
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**MERGER OR SHARE EXCHANGE**  
**True North Incentive Group, Inc.**

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Page Count	02
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Electronic Filing Menu

Corporate Filing Menu

Help



December 21, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

TRUE NORTH INCENTIVE GROUP, INC  
9-6975 MEADOWVALE TOWN CENTRE CIRCLE #36  
MISSISSAUGA, ONTARIO, L5N2V7,

SUBJECT: TRUE NORTH INCENTIVE GROUP, INC  
REF: P20000096732

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Terri J Schroeder  
Regulatory Specialist III

FAX Aud. #: H20000432601  
Letter Number: 920A00025806

**ARTICLES OF MERGER OF**  
**TRUE NORTH INCENTIVE GROUP, INC.,**  
 a NY corporation,  
**WITH AND INTO**  
**TRUE NORTH INCENTIVE GROUP, INC.,**  
 a Florida corporation

The following Articles of Merger are being submitted in accordance with the Florida Business Corporation Act, pursuant to sections 607.1105, Florida Statutes:

**FIRST:** The name, jurisdiction, entity type and document number of the surviving corporation (the "Surviving Corporation") is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>FL Document No.</u>
True North Incentive Group, Inc.	Florida	Corporation	P20000096732

**SECOND:** The name, jurisdiction, entity type and document number of the merging corporation (the "Merging Corporation") is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>NY Document No.</u>
True North Incentive Group, Inc.	New York	Corporation	5184932

**THIRD:** The Plan and Agreement of Merger was duly adopted by the shareholders of the Surviving Corporation pursuant to § 607.1103, Florida Statutes, on December 18, 2020.

**FOURTH:** The Plan and Agreement of Merger was duly adopted by the shareholders of the Merging Corporation in accordance with the laws of the State of New York on January 1, 2021. The participation of the Merging Corporation was duly authorized in accordance with its organic laws.

**FIFTH:** The merger shall become effective as of January 1, 2021.

[SIGNATURES NEXT PAGE]

Fax Audit No. H20000432601 3

These Articles of Merger were executed in accordance with the laws of the State of Florida on the 18th day of December, 2020.

**SURVIVING CORPORATION:**

True North Incentive Group, Inc.,  
a Florida corporation

By: Graham Walsh  
Name: Graham Walsh  
Title: President

**MERGING CORPORATION:**

True North Incentive Group, Inc.,  
a Florida corporation

By: Adam Grant  
Name: Graham Walsh  
Title: President

Fax Audit No. H20000432601 3