



**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  
**410 MARLBOROUGH INC.**

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- 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**

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- 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**

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- 4 Restrictions on share transfers  
Restrictions sur le transfert des actions  
**See attached schedule / Voir l'annexe ci-jointe**

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- 5 Minimum and maximum number of directors  
Nombre minimal et maximal d'administrateurs  
**Min. 2    Max. 2**

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- 6 Restrictions on the business the corporation may carry on  
Limites imposées à l'activité commerciale de la société  
**None**

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- 7 Other Provisions  
Autres dispositions  
**See attached schedule / Voir l'annexe ci-jointe**

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- 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)

Signature

**JAMES MITCHELL WALKER**

**JAMES MITCHELL WALKER**

**JARED HENDERSON**

**JARED HENDERSON**

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

### Description of Classes of Shares / Description des catégories d'action

#### Description of Classes of Shares

The Corporation can, upon a unanimous vote of the shareholders, decide to issue three types of shares namely, Common shares, Non-voting shares and Preferred shares. The shareholders can unanimously decide to issue any number of the aforementioned type of shares.

#### Rights, Privileges, Restrictions and Conditions

(a) Common Shares the holders of these shares will get the remaining property of the corporation if it is dissolved. Common shareholders will have the voting rights.

- Class A shares: This class of common shares have more voting rights than Class B shares (two vote for one share) and are not to be sold to the public and cannot be traded by the holders of the shares.

- Class B shares: This class of common shares have less voting rights than Class B shares (one vote for one share) and can be sold to the public or be traded by the holders of the shares.

#### (b) Non-Voting Shares

The holders of these shares cannot vote in the normal running of the corporation. They will be paid dividends but at the sole discretion of the Board of Directors.

#### (c) Preferred Shares

The holders of these shares have the right to get dividends before the holders of common shares. The holders of these shares will have voting rights.

#### (d) Redeemable Shares

These shares can be bought back by the corporation at some point in future. The corporation can fix the redemption date in advance.

**Schedule / Annexe**  
**Restrictions on Share Transfers / Restrictions sur le transfert des actions**

Restrictions on Share Transfers

The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:

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

(a) The directors of the corporation expressed by the resolution passed by a majority of the votes cast by the directors of the Corporation at a meeting of the board of directors or signed by all the directors of the Corporation entitled to vote on that resolution;

OR

(b) The shareholders for the corporation expressed by the resolution passed by a majority of the votes cast by the shareholders who voted in respect of the resolution or signed by all shareholders entitled to vote on that resolution.

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

Other provisions, if any:

Restrictions on securities transfer.

The corporation's securities, other than non-convertible debt securities, shall not be transferred without either (i) the sanction of a majority of the directors of the Corporation, or (ii) the sanction of the majority of the shareholders of the Corporation, or alternatively (iii) if applicable, the restriction contained in security holder's agreements.



**Form 2**  
**Initial Registered Office Address  
and First Board of Directors**  
*Canada Business Corporations Act  
(CBCA) (s. 19 and 106)*

**Formulaire 2**  
**Siège social initial et premier  
conseil d'administration**  
*Loi canadienne sur les sociétés par  
actions (LCSA) (art. 19 et 106)*

1 Corporate name  
Dénomination sociale  
**410 MARLBOROUGH INC.**

2 Address of registered office  
Adresse du siège social  
**120 51E AVE  
LACHINE QC H8T 2W2**

3 Additional address  
Autre adresse

4 Members of the board of directors Membres du conseil d'administration		Resident Canadian Résident Canadien
JAMES MITCHELL WALKER	184 Rainbow Valley Drive, Smiths Falls ON K7A 5B8, Canada	Yes / Oui
JARED HENDERSON	120 51e, Lachine QC H8T 2W2, Canada	Yes / Oui

5 Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form.  
Déclaration : J'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

**SHAHAB SIDDIQUI**  
**647-616-1413**

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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.

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## Document History



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