

12-05-12 1:00PM: 821 3536

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (800) 944-6607

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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FLORIDA PROFIT/NON PROFIT CORPORATION
CANDUCT HOLDINGS USA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be CONDUCT HOLDINGS USA, INC. (the "Corporation").

ARTICLE II PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the Corporation is:
1300 Old Dixie Highway, Suite 101
West Palm Beach, Florida 33403

ARTICLE III PURPOSE

The purpose for which the Corporation is organized is: a company controlling partial or complete interest in another company or other companies.

ARTICLE IV SHARES

The number of shares of stock which the Corporation is authorized to issue is 100 shares.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

The initial Officers and Directors of the Corporation are:

Mark Greaves - President
110 Fitzwilliam Blvd.
London, Ontario N6H 5H4

Mark Greaves - Director
110 Fitzwilliam Blvd.
London, Ontario N6H 5H4

Mark Greaves - Secretary/Treasurer
110 Fitzwilliam Blvd.
London, Ontario N6H 5H4

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the Registered Agent of the Corporation is:
NATIONAL CORPORATE RESEARCH, LTD., INC.
155 Office Plaza Drive
Tallahassee, Florida 32301

ARTICLE VII INCORPORATOR

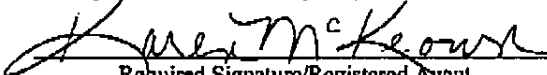
The name and address of the Incorporator of the Corporation is:
James A. Tramonte, Esq.
Miller & Martin PLLC
1170 Peachtree Street, N.E., Suite 800
Atlanta, Georgia 30309

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent

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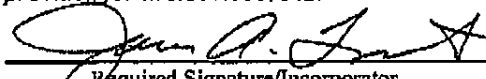
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and agree to act in this capacity.


Required Signature/Registered Agent

12/5/2012
Date

I submit this document and affirm that the facts stated herein are true. I am aware that the 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.


Required Signature/Incorporator

12/05/2012
Date

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