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Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

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Certificate of Incorporation Certificat de constitution

This is to certify that

Ceci certifie que

I H M L I N C .

Ontario Corporation No.

Numéro matricule de la personne morale en
Ontario

0 0 2 5 4 8 0 7 6

is a corporation incorporated,
under the laws of the Province of Ontario.

est une société constituée aux termes
des lois de la province de l'Ontario.

These articles of incorporation
are effective on

Les présents statuts constitutifs
entrent en vigueur le

NOVEMBER 25 NOVEMBRE, 2016



Director/Directeur
Business Corporations Act/Loi sur les sociétés par actions

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19636413	2548076

FORM 1

FORMULE NUMÉRO 1

BUSINESS CORPORATIONS ACT

/

LOI SUR LES SOCIÉTÉS PAR ACTIONS

ARTICLES OF INCORPORATION
STATUTS CONSTITUTIFS

1. The name of the corporation is: *Dénomination sociale de la compagnie:*
IHML INC.

2. The address of the registered office is: *Adresse du siège social:*

3545 SANDERLING CRESCENT

(Street & Number, or R.R. Number & if Multi-Office Building give Room No.)
(Rue et numéro, ou numéro de la R.R. et, s'il s'agit édifice à bureau, numéro du bureau)

MISSISSAUGA
CANADA

(Name of Municipality or Post Office)
(Nom de la municipalité ou du bureau de poste)

ONTARIO
L5L 3P4

(Postal Code/Code postal)

3. Number (or minimum and maximum number) of directors is: *Nombre (ou nombres minimal et maximal) d'administrateurs:*
Minimum 1 Maximum 10

4. The first director(s) is/are: *Premier(s) administrateur(s):*

First name, initials and surname
Prénom, initiales et nom de famille

Resident Canadian State Yes or No
Résident Canadien Oui/Non

Address for service, giving Street & No.
or R.R. No., Municipality and Postal Code

*Domicile élu, y compris la rue et le
numéro, le numéro de la R.R., ou le nom
de la municipalité et le code postal*

* HAZAR HK YES
KOBAYAA

3545 SANDERLING CRESCENT

MISSISSAUGA ONTARIO
CANADA L5L 3P4

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* IBRAHIM IE EL-EKAWI	YES
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5. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la compagnie.

There are no restrictions on the business the Corporation may carry on or on the powers the Corporation may exercise.

6. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:

The Corporation is authorized to issue an unlimited number of Common shares.

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7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions que peut être émise en série:
1. The holders of the Common shares will be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each Common share held.
 2. The holders of the Common shares are entitled to receive non-cumulative dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends, in such amounts and payable in such manner as the board of directors may from time to time determine.
 3. In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of the assets or property of the Corporation among shareholders for the purpose of winding up its affairs, whether voluntary or involuntary, the holders of the Common shares shall be entitled to receive the property and assets of the Corporation.

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

L'émission, le transfert ou la propriété d'actions est/n'est pas restreinte. Les restrictions, s'il y a lieu, sont les suivantes:

The right to transfer shares of the Corporation shall be restricted in that no holder of such shares shall be entitled to transfer any such shares without either:

1. if the transfer of such shares is restricted by any shareholders' agreement, complying with such restrictions in such agreement; or

2. if there are no such restrictions, either:

(i) the consent of the directors evidenced by a resolution passed at a meeting of directors or by an instrument signed by the directors and recorded in the books of the Corporation; or

(ii) the consent of the holders of a majority in number of the outstanding voting shares of the Corporation evidenced by a resolution passed at a meeting of the voting shareholders or by an instrument signed by them and recorded in the books of the Corporation.

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9. Other provisions, (if any, are):
Autres dispositions, s'il y a lieu:

(a) The Corporation shall be entitled to a lien on a share registered in the name of a shareholder or the shareholder's legal representative for a debt of that shareholder to the Corporation.

(b) The holders of any fractional shares issued by the Corporation shall be entitled to exercise voting rights and to receive dividends in respect of each such fractional share. The foregoing shall only apply if such class of shares is otherwise entitled to exercise voting rights and to receive dividends in accordance with the articles and/or the Business Corporations Act (Ontario).

(c) The right to transfer securities, other than non-convertible debt securities, of the Corporation shall be restricted in that no holder of such securities shall be entitled to transfer any such securities without either:

1. if the transfer of such securities is restricted by any agreement, complying with such restrictions in such agreement; or

2. if there are no such restrictions, either:

(i) the consent of the directors evidenced by a resolution passed at a meeting of directors or by an instrument signed by the directors and recorded in the books of the Corporation; or

(ii) the consent of the holders of a majority in number of the outstanding voting shares of the Corporation evidenced by a resolution passed at a meeting of the voting shareholders or by an instrument signed by them and recorded in the books of the Corporation.

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10. The names and addresses of the incorporators are
Nom et adresse des fondateurs

First name, initials and last name or corporate name	<i>Prénom, initiale et nom de famille ou dénomination sociale</i>
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Full address for service or address of registered office or of principal place of business
giving street & No. or R.R. No., municipality and postal code
*Domicile élu, adresse du siège social au adresse de l'établissement principal, y compris
la rue et le numéro, le numéro de la R.R., le nom de la municipalité et le code postal*

* HAZAR HK KOBAYAA

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MISSISSAUGA ONTARIO
CANADA L5L 3P4

* IBRAHIM IE EL-EKAWI

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CANADA L5L 3P4

Name of Corporation IHML INC.	Ontario Corporation Number 2548076
	Request ID 19636413

ADDITIONAL INFORMATION FOR ELECTRONIC INCORPORATION

CONTACT PERSON

First Name Last Name
Nick Dimitropoulos
Name of Law Firm
Friedman Law Professional Corporation

ADDRESS

Street #	Street Name	Suite #
150	Ferrand Drive	802
Additional Information		City
		Toronto
Province	Country	Postal Code
ONTARIO	CANADA	M3C 3E5

TELEPHONE #: 416-496-3340

NUANS SEARCH DETAILS

Corporate Name Searched on NUANS (1) IHML INC.	NUANS Reservation Reference # 120077469
	Date of NUANS Report 2016/10/12

Name of Corporation IHML INC.	Ontario Corporation Number 2548076
	Request ID 19636413

ELECTRONIC INCORPORATION TERMS AND CONDITIONS

The following are the terms and conditions for the electronic filing of Articles of Incorporation under the Ontario *Business Corporations Act* (OBCA) with the Ministry of Government Services. Agreement to these terms and conditions by at least one of the incorporators listed in article 10 of the Articles of Incorporation is a mandatory requirement for electronic incorporation.

- 1) The applicant is required to obtain an Ontario biased or weighted NUANS search report for the proposed name. The applicant must provide the NUANS name searched, the NUANS reservation number and the date of the NUANS report. The NUANS report must be kept in electronic or paper format at the corporation's registered office address.
- 2) All first directors named in the articles must sign a consent in the prescribed form. The original consent must be kept at the corporation's registered office address.
- 3) A Corporation acquiring a name identical to that of another corporation must indicate that due diligence has been exercised in verifying that the Corporation meets the requirements of Subsection 6(1) of Regulation 62 made under the OBCA. Otherwise, the Corporation is required to obtain a legal opinion on legal letterhead signed by a lawyer qualified to practise in Ontario that clearly indicates that the corporations involved comply with Subsection 6(2) of that Regulation by referring to each clause specifically. The original of this legal opinion must be kept at the Corporation's registered office address. The applicant must complete the electronic version of this legal opinion provided by one of the Service Providers under contract with the Ministry.
- 4) The date of the Certificate of Incorporation will be the date the articles are updated to the ONBIS electronic public record database. Articles submitted electronically outside MGS, ONBIS access hours, will receive an endorsement date effective the next business day when the system resumes operation, if the submitted Articles of Incorporation meet all requirements for electronic incorporation. Articles of Incorporation submitted during system difficulties will receive an endorsement date effective the date the articles are updated to the ONBIS system.
- 5) The electronic Articles of Incorporation must be in the format approved by the Ministry and submitted through one of the Service Providers under contract with the Ministry.
- 6) Upon receipt of the Certificate of Incorporation issued by the ONBIS system, a duplicate copy of the Articles of Incorporation with the Ontario Corporation Number and the Certificate of Incorporation must be kept in paper or electronic format. The Ministry will print and microfilm copies of the Certificate of Incorporation, the Articles of Incorporation and any other documentation submitted electronically. These will be considered the true original filed copies.
- 7) The sole responsibility for correctness and completeness of the Articles of Incorporation, and for compliance with the OBCA and all regulations made under it, lies with the incorporator(s) and/or their legal advisor(s), if any.

The incorporator(s) have read the above Terms and Conditions and they understand and agree to them.

I am an incorporator or I am duly authorized to represent and bind the incorporator(s).

First Name
Ibrahim

Last Name
El-Ekawi