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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

MYGREYBRUCEMORTGAGE INC.

Ontario Corporation No.

Numéro matricule de la personne morale en
Ontario

002699060

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

JUNE 01 JUIN, 2019



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

Name of Corporation
MYGREYBRUCEMORTGAGE INC.

Ontario Corporation Number
002699060

Request ID
023151351

ADDITIONAL INFORMATION FOR ELECTRONIC INCORPORATION

CONTACT PERSON

| | |
|------------------|-----------|
| First Name | Last Name |
| Mary | Pretswell |
| Name of Law Firm | |

ADDRESS

| | | | | |
|------------------------|-------------|---------|------------|-------------|
| Street # | Street Name | Suite # | | |
| 791 | 2nd Ave E | | City | |
| Additional Information | | | Owen Sound | |
| Province | Country | | | Postal Code |
| ONTARIO | CANADA | | | N4K 2G9 |

TELEPHONE #: 519-372-2770

NUANS® SEARCH DETAILS

Corporate Name Searched on NUANS®
MYGREYBRUCEMORTGAGE INC.

NUANS® Reservation Reference #
120734137

Date of NUANS® Report
2019/05/30

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FORM 1

FORMULE NUMÉRO 1

BUSINESS CORPORATIONS ACT

/

LOI SUR LES SOCIÉTÉ PAR ACTIONS

ARTICLES OF INCORPORATION
STATUTS CONSTITUTIFS

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

MYGREYBRUCEMORTGAGE INC.

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

C/O NICOLE AMOS
945 3RD AVE E

Suite 1

(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)

OWEN SOUND
CANADA

ONTARIO
N4K 2K8

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

(Postal Code/ Code postal)

3. Number (or minimum and maximum number) of directors is:

MINIMUM 1

Nombre (ou nombres minimal et maximal) d'administrateurs:

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

* NICOLE
AMOS

Yes

945 3RD AVE E Suite 1

OWEN SOUND ONTARIO
CANADA N4K 2K8

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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.

None

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:

none

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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:

None

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9. Other provisions if any:

Autres dispositions, s'il y a lieu:

1) that the board of directors may from time to time, in such amount and on such terms as it deems expedient:

- a) borrow money on the credit of the corporation
- b) issues, reissue, sell or pledge deb obligations (including bonds, debentures, notes or other similar obligations, secured or unsecured) of the corporation;
- c) to the extent permitted by law, give a guarantee on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person and
- d) charge, mortgage, hypothecate, pledge, or otherwise create a security interest in all or any of the currently owned or subsequently acquired real or personal, movable or immovable property or the Corporation, including book debts, right, powers, franchises and undertaking to secure any debt obligations or any money borrowed to other debt or liability of the corporation.

The board of directors may from time to time delegate such one or more of the directors and officers of the Corporation as may be designated by the board all or nay of the powers conferred on the board above to such extent and in such manner as the board shall determine at the time of such delegation.

2) that the number of shareholders of the Corporation, exclusive or persons who are in the employment of the Corporation and the exclusive of persons who having been formerly in the employment of the Corporation were while in that employment, to be shareholders of the Corporation, is limited to not more that fity(50) two (2) or more persons who are joint registered owners of one or more shares being counted as one (1) shareholder and

3) that any invitation to the public to subscribe for any shares or securities of the Corporation is hereby prohibited.

4: the Corporation may purchase any of its common shares

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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

*Prénom, initiale et nom de
famille ou dénomination sociale*

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*

* NICOLE AMOS

945 3RD AVE E Suite 1

OWEN SOUND ONTARIO
CANADA N4K 2K8

Name of Corporation
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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
Mary

Last Name
Pretswell