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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

**GOOD2GO CORP.**

Ontario Corporation No.

Numéro matricule de la personne morale en  
Ontario

**002622703**

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

**FEBRUARY 28 FÉVRIER, 2018**



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

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Ontario Corporation Number  
Numéro de la compagnie en Ontario  
2622703

## 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:*  
GOOD2GO CORP.
  
2. The address of the registered office is: *Adresse du siège social:*  
  

|                    |            |
|--------------------|------------|
| 1 KING STREET WEST | Suite 1505 |
|--------------------|------------|

(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)

|         |         |
|---------|---------|
| TORONTO | ONTARIO |
| CANADA  | M5H1A1  |

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

|           |            |
|-----------|------------|
| Minimum 1 | Maximum 10 |
|-----------|------------|
  
4. The first director(s) is/are: *Premier(s) administrateur(s):*

|                                                                                                                                                                                                                 |                                                                                                                                                                                                                                             |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><small>First name, initials and surname<br/>Prénom, initiales et nom de famille</small></p> <p><small>Address for service, giving Street &amp; No.<br/>or R.R. No., Municipality and Postal Code</small></p> | <p><small>Resident Canadian    State Yes or No<br/>Résident Canadien    Oui/Non</small></p> <p><small>Domicile élu, y compris la rue et le<br/>numéro, le numéro de la R.R., ou le nom<br/>de la municipalité et le code postal</small></p> |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
  
- \* ERWIN YES  
 SUI  
 130 KING STREET WEST    Suite 1800  
 BOX 427  
 TORONTO ONTARIO  
 CANADA M5X1E3

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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:*

These Articles of Incorporation do not attach any additional rights, privileges, restrictions or conditions to the common shares or to directors' authority with respect to any class of shares which may be issued in series.

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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:*

No shares may be transferred without either:

(a) the approval of the directors of the Corporation expressed by a resolution passed by the board of directors of the Corporation at a meeting of the directors or by an instrument or instruments in writing signed by a majority of the directors; or

(b) the approval of the holders of a majority of the voting shares of the Corporation for the time being outstanding expressed by a resolution passed at a meeting of shareholders or by an instrument or instruments in writing signed by the holders of a majority of such shares.

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

The number of shareholders of the Corporation exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation were, while in that employment, shareholders of the Corporation, is limited to not more than fifty (50), provided that:

(a) two or more persons who are the joint registered holders of one or more securities of the Corporation are counted as one beneficial owner of those securities; and

(b) a corporation, partnership, trust or other entity is counted as one beneficial owner of securities of the Corporation unless the entity has been created or is being used primarily for the purpose of acquiring or holding securities of the Corporation, in which event each beneficial owner of an equity interest in the entity or each beneficiary of the entity, as the case may be, is counted as a separate beneficial owner of those securities 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

*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*

\* ERWIN SUI  
130 KING STREET WEST Suite 1800  
BOX 427  
TORONTO ONTARIO  
CANADA M5X1E3



1. The restrictions with respect to the issue, transfer or ownership of shares contained in **Section 8** (Share Issue, Transfer and Ownership Restrictions) of the Articles of Incorporation are hereby deleted in its entirety and replaced by the following:

**"There shall be no restrictions on share transfer."**

2. The following provisions contained in **Section 9** (Other Provisions) of the Articles of Incorporation are hereby deleted in its entirety:

**"There shall be no limitation on the number of shareholders of the Corporation."**

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.  
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la *Loi sur les sociétés par actions*.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on  
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2018/05/14

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(Year, Month, Day)  
(année, mois, jour)

These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

GOOD2GO CORP.

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(Print name of corporation from Article 1 on page 1)  
(Veuillez écrire le nom de la société de l'article un à la page une).

By/  
Par :

(signed) "Sandra J. Hall"

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(Signature)  
(Signature)

SECRETARY

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(Description of Office)  
(Fonction)