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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

MAJA MEDIA GROUP INC.

Ontario Corporation No.

Numéro matricule de la personne morale en
Ontario

002224115

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 17 NOVEMBRE, 2009



Director/Directrice

Business Corporations Act/Loi sur les sociétés par actions

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Ontario Corporation Number
Numéro de la compagnie en Ontario

2224115

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:*
MAJA MEDIA GROUP INC.
2. The address of the registered office is: *Adresse du siège social:*
C/O FITZROY GORDON
2901 BAYVIEW AVE Suite # 91129
(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 M2K 2Y6
(Name of Municipality or Post Office) (Postal Code/Code postal)
(Nom de la municipalité ou du bureau de poste)
3. Number (or minimum and maximum number) of directors is: *Nombre (ou nombres minimal et maximal) d'administrateurs:*
MINIMUM 1 MAXIMUM 1
4. The first director(s) is/are: *Premier(s) administrateur(s):*
- | | | |
|---|---|-----------------------------------|
| First name, initials and surname
<i>Prénom, initiales et nom de famille</i> | Resident Canadian
<i>Résident Canadien</i> | State Yes or No
<i>Oui/Non</i> |
| 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 | |
- * FITZROY A GORDON Yes
2901 BAYVIEW AVE Suite 91129
TORONTO ONTARIO
CANADA M2K 2Y6

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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:

COMMON SHARES AND PREFERRED SHARES. CLASSES A, B or C AS PER BUSINESS PREFERENCE

MAXIMUM OF 1,000,000 (ONE MILLION 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:

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:

ALL SHARES ARE CONTROLLED BY FITZROY GORDON OR BY HIS ESTATE AS PER HIS DIRECTION.

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8. The issue, transfer or ownership of shares is 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:

SHARES AND OWNERSHIP ARE NON TRANSFERABLE.

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9. Other provisions, (if any, are):

Autres dispositions, s'il y a lieu:

SHARES CAN BE ISSUED TO ANY ONE PERSON OR PERSONS AS PER FITZROY GORDON OR HIS ESTATE.

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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*

* FITZROY A GORDON

2901 BAYVIEW AVE Suite 91129

TORONTO ONTARIO
CANADA M2K 2Y6

Name of Corporation MAJA MEDIA GROUP INC.	Ontario Corporation Number 2224115
	Request ID 11727364

ADDITIONAL INFORMATION FOR ELECTRONIC INCORPORATION

CONTACT PERSON

First Name	Last Name
FITZROY	GORDON
Name of Law Firm	
FITZROY GORDON	

ADDRESS

Street #	Street Name	Suite #	
2901	BAYVIEW AVE	91129	
Additional Information		City	
		TORONTO	
Province	Country		Postal Code
ONTARIO			M2K 2Y6

TELEPHONE #: 416 350 3000

NUANS® SEARCH DETAILS

Corporate Name Searched on NUANS® (1) MAJA MEDIA GROUP INC.	NUANS® Reservation Reference # 97877510
	Date of NUANS® Report 2009/11/16

Name of Corporation
MAJA MEDIA GROUP INC.

Ontario Corporation Number
2224115

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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
FITZROY

Last Name
GORDON