

## CERTIFICATE OF INCORPORATION OF [YOUR COMPANY NAME]

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This Certificate of Incorporation of [YOUR COMPANY NAME] (the "Agreement") is made and effective [DATE],

**BY:** [INCORPORATOR NAME] (the "Incorporator"), a corporation organized and existing under the laws of the [State/Province] of [STATE/PROVINCE], with its head office located at:

[COMPLETE ADDRESS]

**AND:** [YOUR COMPANY NAME] (the "Company"), a corporation organized and existing under the laws of the [State/Province] of [STATE/PROVINCE], with its head office located at:

[YOUR COMPLETE ADDRESS]

### 1. NAME OF CORPORATION

The name of the corporation is [NAME OF CORPORATION].

### 2. ADDRESS OF CORPORATION

The address of the registered office of the corporation in the [State/Province] of [STATE/PROVINCE].  
The name of its registered agent at that address is [NAME].

### 3. PURPOSE OF CORPORATION

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the [GENERAL CORPORATION LAW] of the State of [STATE/PROVINCE].

### 4. TOTAL NUMBER AND VALUE OF SHARES

The total number of shares of stock which the corporation has authority to issue is [NUMBER] shares, all of which shall be Common Stock, [AMOUNT] par value per share.

### 5. BOARD OF DIRECTORS

The Board of Directors of the corporation shall have the power to adopt, amend or repeal By-Laws of the corporation, but the stockholders may make additional By-Laws and may alter or repeal any By-Law whether adopted by them or otherwise.

### 6. ELECTION OF DIRECTORS