FROTHINGHAM-STARKE-SEYBOLD, LIMITED

MEMORANDUM OF AGREEMENT AND STOCK

(To be executed in duplicate; one duplicate to be transmitted with the application)

The	FROTHINGHAM-	STARKE-SEYBOLD,	LIMITED"	Limited."
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MEMORANDUM OF AGREEMENT AND STOCK BOOK

We, the undersigned, do hereby severally covenant and agree each with the other to become incorporated as a company under the provisions of the First Part of "The Companies Act" (Chapter 79 of the Revised Statutes of Canada, 1906) and amending Acts, under the name of "FROTHINGHAM-STARKE-SEYBOLD, LIMITED".

Limited, or such other name as the Secretary of State may

give to the Company, with a capital of* Five hundred thousand dollars (\$500,000) divided into Five thousand (5,000) shares of One hundred dollars (\$100) each.

And we do hereby severally, and not one for the other, subscribe for and agree to take the respective amounts of the capital stock of the said Company set opposite our respective names as hereunder and hereafter written, and to become shareholders in such company to the said amounts.

In witness whereof we have signed.

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^{*}Insert number of shares with the par value, if any; the classes, if any, into which the shares are to be divided; and if shares are to be without nominal or par value, add the amount of working capital and the allotment price if this is desired to be fixed by letters patent.