

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM454358

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	09/29/2015		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Luxe Destination Weddings Inc.		09/29/2015	Corporation: CANADA
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
SUNWING VACATIONS INC./VACANCES SUNWING INC.	09/29/2015	Corporation: CANADA	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	SUNWING VACATIONS INC./VACANCES SUNWING INC.		
<b>Street Address:</b>	27 Fasken Drive		
<b>City:</b>	Toronto, Ontario		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5R 3J8		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3371675	LUXE DESTINATION WEDDINGS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4163620823		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	416-868-1482		
<b>Email:</b>	ridbee@ridoutmaybee.com		
<b>Correspondent Name:</b>	Ridout & Maybee LLP		
<b>Address Line 1:</b>	250 University Avenue - 5th Floor		
<b>Address Line 4:</b>	Toronto, Ontario, CANADA M5H 3E5		
<b>NAME OF SUBMITTER:</b>	Elliott J. Gold		
<b>SIGNATURE:</b>	/Elliott Gold/		

CH \$40.00 3371675

**DATE SIGNED:**

12/13/2017

**Total Attachments: 12**

source=Certificate of Amalgamation#page1.tif

source=Certificate of Amalgamation#page2.tif

source=Certificate of Amalgamation#page3.tif

source=Certificate of Amalgamation#page4.tif

source=Certificate of Amalgamation#page5.tif

source=Certificate of Amalgamation#page6.tif

source=Certificate of Amalgamation#page7.tif

source=Certificate of Amalgamation#page8.tif

source=Certificate of Amalgamation#page9.tif

source=Certificate of Amalgamation#page10.tif

source=Certificate of Amalgamation#page11.tif

source=Certificate of Amalgamation#page12.tif

1942406



Ministry of  
Government Services  
Ontario

Ministère des  
Services gouvernementaux

**CERTIFICATE**  
This is to certify that these  
articles are effective on

**CERTIFICAT**  
Ceci certifie que les présents  
statuts entrent en vigueur le

**OCTOBER 01 OCTOBRE, 2013**

*[Signature]*  
Director / Directeur

17

Business Corporations Act / Loi sur les sociétés par actions

Form 4  
Business  
Corporations  
Act

Formule 4  
Loi sur les  
sociétés par  
actions

**ARTICLES OF AMALGAMATION  
STATUTS DE FUSION**

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)  
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT) :

S	U	N	W	I	N	G		V	A	C	A	T	I	O	N	S		I	N	C	.	/	V	A	C	A	N	C	E
S		S	U	N	W	I	N	G		I	N	C	.																

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

27 Fasken Drive

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 d'un édifice à bureaux, numéro du bureau

Toronto

ONTARIO

M 9 W 1 K 6

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

Postal Code/Code postal

3. Number of directors is: Fixed number  OR minimum and maximum  1  10  
Nombre d'administrateurs : Nombre fixe  OU minimum et maximum  1  10

4. The director(s) is/are: / Administrateur(s) :

First name, middle names and surname Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
Colin P. Hunter	27 Fasken Drive, Toronto, Ontario M9W 1K6	Yes
Stephen P. Hunter	27 Fasken Drive, Toronto, Ontario M9W 1K6	Yes

5. Method of amalgamation, check A or B  
 Méthode choisie pour la fusion – Cocher A ou B :

**A - Amalgamation Agreement / Convention de fusion :**

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or  
ou

**B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :**

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of  
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

**SUNWING VACATIONS INC./VACANES SUNWING INC.**

and are more particularly set out in these articles.  
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
Sunwing Vacations Inc./Vacances Sunwing Inc.	1815468	2015	09	29
Luxe Destination Weddings Inc.	1662082	2015	09	29

6. 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 société.

None

7. 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 société est autorisée à émettre :

an unlimited number of Class A Shares, an unlimited number of Class B Shares, an unlimited number of Class C Shares, an unlimited number of Class D Shares and an unlimited number of Common Shares.

8. 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 qui peut être émise en série :

Please see schedules 4A to 4F attached.

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:

1.1 Dividends.

(a) The holders of the Class "A" shares, in priority to all other classes of shares ranking junior to the Class "A" shares, shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends, cumulative cash dividends at the rate of \$80.00 per share per annum, payable quarterly in arrears on the first day of each calendar quarter. Cheques of the Corporation payable at par at any branch of the Corporation's bankers in Canada shall be issued in respect of such dividends and payment thereof shall satisfy such dividends. Such dividends shall accrue from such date or dates as may in the case of each issue be determined by the board of directors of the Corporation and in default of such determination from the date of issue. If on any dividend payment date, the dividend payable on such date is not paid in full on all of the Class "A" shares then issued and outstanding, such dividend, or the unpaid part thereof, shall be paid at a subsequent date or dates as and when declared by the board of directors. The holders of the Class "A" shares shall not be entitled to any dividends other than or in excess of the dividends hereinbefore provided for. Except with the consent of the holders of all the Class "A" shares outstanding, no dividend shall at any time be declared and paid on or declared and set apart for payment on the Class "B" shares or on any other shares of the Corporation ranking junior to the Class "A" shares for any financial year unless all accrued cumulative cash dividends on the Class "A" shares then issued and outstanding shall have been declared and paid or set aside for payment at the date of such declaration and payment or setting apart of dividends on the Class "B" shares or any other shares ranking junior to the Class "A" shares;

(b) Subject to the priority of the Class "A" shares, the holders of the Class "B" shares, in priority to all other classes of shares ranking junior to the Class "B" shares, shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends, cumulative cash dividends at the rate of \$80.00 per share per annum, payable quarterly in arrears on the first day of each calendar quarter. Cheques of the Corporation payable at part at any branch of the Corporation's bankers in Canada shall be issued in respect of such dividends and payment thereof shall satisfy such dividends. Such dividends shall accrue from such date or dates as may in the case of each issue be determined by the board of directors of the Corporation and in default of such determination from the date of issue. If on any dividend payment date, the dividend payable on such date is not paid in full on all of the Class "B" shares then issued and outstanding, such dividend, or the unpaid part thereof, shall be paid at a subsequent date or dates as and when declared by the board of directors. The holders of the Class "B" shares shall not be entitled to any dividends other than or in excess of the dividends hereinbefore provided for. Except with the consent of the holders of all of the Class "B" shares outstanding, no dividend shall at any time be declared and paid on or declared and set apart for payment on any other shares of the Corporation ranking junior to the Class "B" shares for any financial year unless all accrued cumulative cash dividends on the Class "B" shares then issued and outstanding shall have been declared and paid or set aside for payment at the date of such declaration and payment or setting apart for payment of dividends on the Class "C" shares any other shares ranking junior to the Class "B" shares;

(c) Subject to the priority of the Class "A" shares and the Class "B" shares, the holders of the Class "C" shares, in priority to the Class "D" shares and to all other classes of shares ranking junior to the Class "C" shares, shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends, non-cumulative cash dividends at the rate of \$80.00 per share per annum. Cheques of the Corporation payable at par at any branch of the Corporation's bankers in Canada shall be issued in respect of such dividends and payment thereof shall satisfy such dividends. The board of directors shall be entitled from time to time to declare part of the said dividends for any financial year notwithstanding that such dividends for such financial year shall not be declared in full. If within four months after the end of any financial year of the Corporation, the Board of Directors in its discretion shall not have declared the said dividends or any part thereof on the Class "C" shares for such financial year, then the rights of the holders of the Class "C" shares to such dividend or for any undeclared part thereof for such financial year shall be forever extinguished. The holders of the Class "C" shares shall not be entitled to any dividends other than or in excess of the dividends hereinbefore provided for. Except with the consent of the holders of all of the Class "C" shares outstanding, no dividend shall at any time be declared and paid on or declared and set apart for payment on the Class "D" shares or on any other shares of the Corporation ranking junior to the Class "C" shares for any financial year unless the non-cumulative cash dividends on the Class "C" shares then issued and outstanding in respect of such financial year shall have been declared and paid or set aside for payment at the date of such declaration and payment or setting apart of dividends on the Class "D" shares or on any other shares ranking junior to the Class "C" shares;

(d) Subject to the priority of the Class "A" shares, the Class "B" shares and the Class "C" shares, the holders of the Class "D" shares, in priority to all other classes of shares ranking junior to the Class "D" shares, shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends, non-cumulative cash dividends at the rate of \$80.00 per share per annum. Cheques of the Corporation payable at par at any branch of the Corporation's bankers in Canada shall be issued in respect of such dividends and payment thereof shall satisfy such dividends. The board of directors shall be entitled from time to time to declare part of the said dividends for any financial year notwithstanding that such dividends for such financial year shall not be declared in full. If within four months after the end of any financial year of the Corporation, the Board of Directors in its discretion shall not have declared the said dividends or any part thereof on the Class "D" shares for such financial year, then the rights of the holders of the Class "D" shares to such dividend or for any undeclared part thereof for such financial year shall be forever extinguished. The holders of the Class "D" shares shall not be entitled to any dividends other than or in excess of the dividends hereinbefore provided for. Except with the consent of the holders of the of the Class "D" shares outstanding, no dividend shall at any time be declared and paid on or declared and set apart for payment on any other shares of the Corporation ranking junior to the Class "D" shares then issued and outstanding in respect of such financial year shall have been declared and paid or set aside for payment at the date of such declaration and payment or setting apart of dividends on the other shares ranking junior to the Class "D" shares; and,

(e) Subject to the prior rights of the holders of the Class "A" shares, Class "B" shares, Class "C" shares and Class "D" shares as set forth above and not otherwise, the board of directors may



declare and cause to be paid dividends to the holders of the common shares from any assets at the time properly applicable to the payment of dividends.

## 1.2 Liquidation, Dissolution or Winding-Up.

In the event of the liquidation, dissolution or winding-up of the Corporation or other distribution of the property of the Corporation among the shareholders for the purpose of winding-up its affairs;

(a) The holders of the Class "A" shares shall be entitled to receive from the Corporation a sum equivalent to the aggregate Redemption Amount (as hereinafter defined) of all of the Class "A" shares held by them respectively before any amount shall be paid or any property of the Corporation distributed to the holders of the Class "B" shares or shares of any other class ranking junior to the Class "A" shares. After payment to the holders of the Class "A" shares of the amount so payable to them as provided above they shall not be entitled to share in any further distribution of the property of the Corporation;

(b) The holders of the Class "B" shares shall be entitled to receive from the Corporation a sum equivalent to the aggregate Redemption Amount (as hereinafter defined) of all the Class "B" shares held by the respectively before any amount shall be paid or any property of the Corporation distributed to the holders of shares of any other class ranking junior to the Class "B" shares. After payment to the holders of the Class "B" shares of the amount so payable to them as provided above they shall not be entitled to share in any further distribution of the property of the Corporation;

(c) The holders of the Class "C" shares shall be entitled to receive from the Corporation a sum equivalent to the aggregate Redemption Amount (as hereinafter defined) of all the Class "C" shares held by the respectively before any amount shall be paid or any property of the Corporation distributed to the holders of shares of any other class ranking junior to the Class "C" shares. After payment to the holders of the Class "C" shares of the amount so payable to them as provided above they shall not be entitled to share in any further distribution of the property of the Corporation;

(d) The holders of the Class "D" shares shall be entitled to receive from the Corporation a sum equivalent to the aggregate Redemption Amount (as hereinafter defined) of all the Class "D" shares held by the respectively before any amount shall be paid or any property of the Corporation distributed to the holders of shares of any other class ranking junior to the Class "D" shares. After payment to the holders of the Class "D" shares of the amount so payable to them as provided above they shall not be entitled to share in any further distribution of the property of the Corporation;

(e) The holders of the common shares shall be entitled to receive the remaining assets of the Corporation.

## 1.3 Redemption.

(a) The Corporation may, subject to the requirements of the Act, upon giving notice as hereinafter provided, redeem at any time the whole or from time to time any part of the then outstanding Class "A" shares on payment of an amount for each share to be redeemed equal to

\$1,000.00 plus all declared and unpaid non-cumulative cash dividends thereon, the whole constituting and being herein referred to as the "Redemption Amount";

(b) The Corporation may, subject to the requirements of the Act, upon giving notice as hereinafter provided, redeem at any time the whole or from time to time any part of the then outstanding Class "B" shares on payment of an amount for each share to be redeemed equal to \$1,000.00 plus all declared and unpaid non-cumulative cash dividends thereon, the whole constituting and being herein referred to as the "Redemption Amount";

(c) The Corporation may, subject to the requirements of the Act, upon giving notice as hereinafter provided, redeem at any time the whole or from time to time any part of the then outstanding Class "C" shares on payment of an amount for each share to be redeemed equal to \$1,000.00 plus all declared and unpaid non-cumulative cash dividends thereon, the whole constituting and being herein referred to as the "Redemption Amount";

(d) The Corporation may, subject to the requirements of the Act, upon giving notice as hereinafter provided, redeem at any time the whole or from time to time any part of the then outstanding Class "D" shares on payment of an amount for each share to be redeemed equal to \$1,000.00 plus all declared and unpaid non-cumulative cash dividends thereon, the whole constituting and being herein referred to as the "Redemption Amount";

(e) In the case of redemption of Class "A" shares, Class "B" shares, Class "C" shares or of Class "D" shares under the provisions of paragraphs 3(a) through 3(d) hereof, the Corporation shall, at least 21 days prior to the date specified for Redemption, mail to each person who is at the date of mailing a registered holder of Class "A" shares, Class "B" shares, Class "C" shares or Class "D" shares to be redeemed, a notice in writing of the intention of the Corporation to redeem such shares, unless such notice shall be waived in writing by the holders of all of the Class of shares intended to be redeemed. Such notice shall be mailed by letter, postage prepaid, addressed each such shareholders at his address as it appears on the records of the Corporation or to the last known address of such shareholder; provided however that accidental failure to give any such notice to one or more such shareholders shall not affect the validity of such redemption. Such notice shall set out the Redemption Amount and the date on which redemption is to take place and if part only of the Class of shares for the time being outstanding is to be redeemed, the shares so to be redeemed shall be redeemed pro rate (disregarding fractions) unless otherwise agreed in writing by the holders of all of the Class of shares to be redeemed. On or after the date so specified for redemption, the Corporation shall cause to be paid to or to the order of the registered holders of the shares to be redeemed the Redemption Amount thereof on presentation and surrender at the registered office of the Corporation or any other place designated in the notice of the certificates representing the shares called for redemption. Such payment shall be made by cheque payable at par at any branch of the Corporation's bankers in Canada. If less than all of the shares represented by any certificate are redeemed the holder shall be entitled to receive a new certificate for that number of shares represented by the original certificate which are not redeemed. From and after the date specified for Redemption in any such notice the holders of the shares called for redemption shall cease to be entitled to dividends and shall not be entitled to exercise any of the rights of shareholders in respect thereof unless payment of the Redemption Amount shall not be made upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of the shareholders shall be unaffected. The Corporation shall have the right at any time after the mailing of notice of its intention to redeem any shares to deposit the Redemption Amount of the shares so called for redemption or of any such of the said

shares represented by certificates as have not at the date of such deposit been surrendered by the holders thereof in connection with such redemption, to a special account in any chartered bank or in any trust company in Canada, named in such notice to be paid without interest to or to the order of the respective holders of such shares called for redemption upon presentation and surrender to such bank or trust company of the certificates representing the same. Upon such deposit being made or upon the date specified for redemption in such notice, whichever is the later, the shares in respect whereof such deposit shall have been made shall be redeemed and the rights of the holders thereof after such deposit or such redemption date, as the case may be, shall be limited to receiving without interest the proportionate part of the total Redemption Amount so deposited against presentation and surrender of the said certificates held by them respectively and any interest on the amount so deposited shall be for the not been paid to or to the order of the respective holders of the shares which were called for redemption within two years after the date upon which such deposit was made or the date specified for redemption, whichever is later, the balance remaining in the said special account shall be returned to the Corporation without prejudice to the rights of the holders of the shares being redeemed to claim the Redemption Amount without interest from the Corporation.

#### 1.4 Voting Rights

(a) The holders of the Class "A" shares shall be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote in respect of each Class "A" share held at such meeting, except meetings at which holders of a particular class of shares other than the Class "A" shares are entitled to vote separately as a class;

(b) The holders of the Class "B" shares shall not be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation unless the meeting is called for the purpose of authorizing the dissolution of the Corporation or the sale, lease or exchange of all or substantially all of the property of the Corporation other than in the ordinary course of business of the Corporation under subsection 183(3) of the Act, in which case the holders of the Class "B" shares shall be entitled to receive notice of such meeting. The holders of the Class "B" shares shall not be entitled to vote at any meeting of the shareholders of the Corporation or to sign a resolution in writing except a meeting called to consider or a resolution in writing in respect of any amendment to these Articles in respect of which the holders of the Class "B" shares would be entitled to vote separately as a class pursuant to the Act, unless and until the Corporation fails for any period aggregating one year or more to pay dividends on the Class "B" shares pursuant to clause 1(b) hereof. In such event the holders of the Class "B" shares shall, until all arrears of such dividends have been paid, be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation and shall be entitled to one vote in respect of each Class "B" share held at all such meetings or to sign a resolution in writing in lieu thereof;

(c) The holders of the Class "C" shares shall be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote in respect of each Class "C" share held at such meeting, except meetings at which holders of a particular class of shares other than the Class "C" shares are entitled to vote separately as a class;

(d) The holders of the Class "D" shares shall not be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation unless the meeting is called for the purpose of authorizing the dissolution of the Corporation or the sale, lease or exchange of all or substantially all of the property of the Corporation other than in the ordinary course of business of the

Corporation under subsection 183(3) of the Act, in which case the holders of the Class "D" shares shall be entitled to receive notice of such meeting. The holders of the Class "D" shares shall not be entitled to vote at any meeting of the shareholders of the Corporation or to sign a resolution in writing except a meeting called to consider or a resolution in writing in respect of any amendment to these Articles in respect of which the holders of the Class "D" shares would be entitled to vote separately as a class pursuant to the Act;

(e) The holders of the common shares shall be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote in respect of each common share held at such meeting, except meetings at which the holders of a particular class of shares other than the common shares are entitled to vote separately as a class.

9. 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 restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The transfer of shares of the Corporation or any class shall be restricted in that no shareholder shall be entitled to transfer any share or shares without either:

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

(b) the approval of holders of at least a majority of the common and special shares of the Corporation then outstanding carrying or being entitled to vote in all circumstances at a general meeting of shareholders at that point in time, expressed by a resolution passed at a meeting of the shareholders, or by an instrument in writing signed by the holders of a majority of such shares.

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

(a) Any invitation to the public to subscribe for any shares or securities of the Corporation is hereby prohibited.

(b) The number of shareholders of the Corporation, exclusive of persons who are in the employment of the Corporation and exclusive of the persons who, having been formerly in the employment of the Corporation, were, while in that employment and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than fifty (50), two or more persons who are joint registered owners of one or more shares being counted as one shareholder.

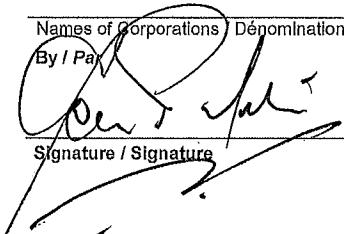
(c) In addition to, and without limiting such other powers which the Corporation may by law possess, the directors of the Corporation may, without limitation, for the purpose of securing any bonds, debentures or debenture stock which it is by law entitled to issue hypothecate, mortgage, pledge, cede or transfer any property, moveable or immovable, present or future, which it may own.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".  
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".  
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

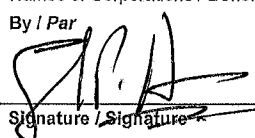
These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

Sunwing Vacations Inc./Vacances Sunwing Inc.

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
	Colin P. Hunter	President
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Luxe Destination Weddings Inc.

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
	Stephen P. Hunter	President and Secretary
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés		
By / Par		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction