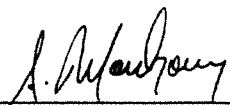


INCORPORATION AGREEMENT

This Incorporation Agreement dated for reference the 27th day of June, 2018.

1. The undersigned wishes to form a company under the British Columbia *Business Corporations Act*.
2. The name of the Company will be "J55 Capital Corp." (the "Company").
3. The undersigned adopts the Incorporation Application and Notice of Articles set out in Schedule "A" to this Incorporation Agreement.
4. The undersigned adopts as the Articles of the Company the Articles set out in Schedule "B" to this Incorporation Agreement.
5. The authorized share structure of the Company is as follows:
 - (a) an unlimited number of common shares without par value; and
 - (b) an unlimited number of preferred shares without par value.
6. The undersigned agrees to take the number and class of shares in the Company set out opposite their name.

Full Name and Signature of Incorporator	Number and Class of Shares
 ADRIAN MONTGOMERY	1 common