



Certificate of Continuance

Canada Not-for-profit Corporations Act

Certificat de prorogation

*Loi canadienne sur les organisations à but non
lucratif*

The Signallers Club of Canada Incorporated

Corporate name / Dénomination de l'organisation

177997-4

Corporation number / Numéro de
l'organisation

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 211 of the *Canada Not-for-profit Corporations Act*.

JE CERTIFIE que l'organisation susmentionnée, dont les statuts de prorogation sont joints, a été prorogée en vertu de l'article 211 de la *Loi canadienne sur les organisations à but non lucratif*.

Virginie Ethier

Director / Directeur

2014-09-03

Date of Continuance (YYYY-MM-DD)
Date de prorogation (AAAA-MM-JJ)



Canada Not-for-profit Corporations Act (NFP Act)

Form 4031

Articles of Continuance (transition)

To be used only for a continuance from the Canada Corporations Act, Part II.

1 Current name of the corporation

The Signallers Club of Canada

2 If a change of name is requested, indicate proposed corporate name

The Signallers Club of Canada Incorporated

3 Corporation number

1, 7, 7, 9, 9, 7, -, 4

4 The province or territory in Canada where the registered office is situated

Ontario

5 Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)

Minimum number **4**

Maximum number **12**

6 Statement of the purpose of the corporation

The Corporation is an association of Canadian Armed Forces (CAF) communicators whose purpose is to:

- a. serve as a social focus and means of mutual assistance for its members;
- b. keep alive the spirit of military communications and the camaraderie of military communicators;
- c. provide and exchange information on happenings within the CAF communications family; and
- d. cooperate with other organizations and institutions and support projects whose purpose and objectives are wholly or in part the same as or similar to those of The Signallers Club of Canada Inc.

7 Restrictions on the activities that the corporation may carry on, if any

None

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8 The classes, or regional or other groups, of members that the corporation is authorized to establish

The Corporation is authorized to establish Class A members and Class B members as follows:

- a. The Class A members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation and each Class A member shall have one (1) vote at each such meeting; and
- b. Except as otherwise provided by the Canada Not-for-profit Corporations Act, S.C. 2009, c.23 the Class B members shall not be entitled to receive notice of, attend or vote at meetings of the members of the Corporation.

9 Statement regarding the distribution of property remaining on liquidation

Any property remaining on liquidation of the Corporation, after discharge of liabilities, shall be distributed to one or more qualified donees (persons and/or entities) within the meaning of subsection 248(1) of the Income Tax Act.

10 Additional provisions, if any

- a. (1) Subject to the articles, the members shall elect by ordinary resolution at annual meetings the directors and officers constituting the members of the executive committee of the Corporation. Directors and officers shall be elected to hold office for a term expiring within the prescribed period set out in the Regulations and specifically not later than the close of the first annual meeting of members following their election; and
- (2) The executive committee shall be responsible for developing and implementing the strategic plans and policies of the Corporation and for managing its day-to-day affairs.
- b. If authorized by a by-law that is duly adopted by the executive committee and confirmed by ordinary resolution of the members, the executive committee of the Corporation may from time to time borrow money on the credit of the

11 Declaration

I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.

Signature *Anthony F Charters*
Print name Anthony F Charters
Phone number (613) 372- 5166

Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).

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Articles of Continuance (transition)

Re **10. Additional provisions, if any (continued from Page 2)**

Corporation:

c. The non-voting members shall not be entitled to vote separately as a class or group on an amendment, or proposal to make an amendment, to effect an exchange, reclassification or cancellation of all or part of the memberships of such class.