



2014-02-14

Corporations Canada
9th floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Corporations Canada
9e étage, Tour Jean-Edmonds sud
365, avenue Laurier ouest
Ottawa (Ontario) K1A 0C8

BLANEY MCMURTRY LLP
LORA SCARPELLI
2 QUEEN STREET EAST
SUITE 1500
TORONTO ON M5C 3G5
Canada

Corporation Number: **032918-5**
Numéro de l'organisation :

Request Received: **2014-02-13**
Date de réception de la demande :

Request ID: **6577319**
Numéro de la demande :

Your Reference:
Votre référence :

Please find enclosed the **Certificate of Continuance** (regarding transition) issued under the *Canada Not-for-profit Corporations Act* (NFP Act) and related documents for **The British Canadian Chamber of Trade and Commerce / La Chambre de Commerce Canada-Grand-Bretagne**. Please ensure that these documents are kept with the corporate records.

Vous trouverez ci-joint le **certificat de prorogation** en ce qui concerne la transition émis en vertu de la *Loi canadienne sur les organisations à but non lucratif* (Loi BNL) ainsi que les documents connexes relativement à **The British Canadian Chamber of Trade and Commerce / La Chambre de Commerce Canada-Grand-Bretagne**. Veuillez vous assurer de les conserver avec les livres de l'organisation.

If the corporation is or intends to become a registered charity as defined in the *Income Tax Act*, a copy of these documents must be sent to:

Si l'organisation est ou prévoit devenir un organisme de bienfaisance tel que défini par la *Loi de l'impôt sur le revenu*, une copie de ces documents doit être envoyé à :

Charities Directorate,
Canada Revenue Agency
Ottawa ON K1A 0L5.

Direction des organismes de bienfaisance
Agence du revenu du Canada
Ottawa (Ontario), K1A 0L5

The issuance of this certificate will be listed in the next Corporations Canada online Monthly Transactions report. The corporation will also be included in our online database of federal corporations. You can access both the report and the database on the Corporations Canada website.

L'émission de ce certificat sera publiée dans le prochain rapport électronique des transactions mensuelles de Corporations Canada. L'organisation sera également ajoutée dans notre base de données de sociétés de régime fédérales. Vous pouvez consulter le rapport ainsi que la base de données dans le site Web de Corporations Canada.

Please ensure that the corporation is aware of its ongoing reporting obligations by referring to the pamphlet, "Your Reporting Obligations under the *Canada Not-for-profit Corporations Act*" enclosed or available on our website.

Veillez vous assurer que l'organisation est informée de ses obligations de déclaration. Vous pouvez consulter la brochure « Vos obligations de déclaration en vertu de la *Loi canadienne sur les organisations à but non lucratif* » incluse ou disponible dans notre site Web.

Additional information about protecting a corporate name is enclosed or available on our website.

Vous trouverez ci-joint ou dans notre site Web, des renseignements concernant la protection de la dénomination.

For further information, please visit our website or contact Corporations Canada.

Pour de plus amples renseignements, veuillez visiter notre site Web ou communiquer avec Corporations Canada.



2014-02-14

Corporation Information Sheet

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

Fiche de renseignements concernant l'organisation

*Loi canadienne sur les organisations à but non lucratif
(Loi BNL)*

The British Canadian Chamber of Trade and Commerce La Chambre de Commerce Canada-Grand-Bretagne

Corporation Number	032918-5	Numéro d'organisation
Corporation Key Required for changes online	65178224	Clé de société Requise pour mettre les renseignements à jour en ligne
Anniversary Date Required to file annual return	02-13 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2015	02-13 to/au 04-14 (mm-dd/mm-jj)	Période pour déposer le rapport annuel Débutant en 2015

Reporting Obligations

A corporation can be dissolved if it defaults in filing a document required by the NFP Act. To understand the corporation's reporting obligations, consult the pamphlet "Your Reporting Obligations under the *Canada Not-for-profit Corporations Act*" enclosed or available on our website.

Corporate Name

Where a name has been approved, be aware that the corporation assumes full responsibility for any risk of confusion with trade names and trademarks (including those set out in the NUANS Name Search Report). The corporation may be required to change its name in the event that representations are made to Corporations Canada and it is established that confusion is likely to occur. Also note that any name granted is subject to the laws of the jurisdiction where the corporation carries on its activities. For additional information about protecting corporate names, consult our website.

Obligations de déclaration

Une organisation peut être dissoute si elle omet de déposer un document requis par la Loi BNL. Pour connaître les obligations de déclaration de l'organisation, veuillez consulter « Vos obligations de déclaration en vertu de la *Loi canadienne sur les organisations à but non lucratif* » ci-joint ou disponible dans notre site Web.

Dénomination

Dans les cas où Corporations Canada a approuvé une dénomination, il faut savoir que l'organisation assume toute responsabilité de risque de confusion avec toutes dénominations commerciales, marques de commerce existantes (y compris celles qui sont citées dans le Rapport NUANS de recherche de dénominations). L'organisation devra peut-être changer sa dénomination advenant le cas où des représentations soient faites auprès de Corporations Canada établissant qu'il existe une probabilité de confusion. Il faut aussi noter que toute dénomination octroyée est assujettie aux lois de la province ou du territoire où l'organisation mène ses activités. Pour obtenir des renseignements supplémentaires concernant la protection d'une dénomination, consulter notre site Web.



Certificate of Continuance

Canada Not-for-profit Corporations Act

Certificat de prorogation

*Loi canadienne sur les organisations à but non
lucratif*

The British Canadian Chamber of Trade and Commerce
La Chambre de Commerce Canada-Grand-Bretagne

Corporate name / Dénomination de l'organisation

032918-5

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*.

Marcie Girouard

Director / Directeur

2014-02-13

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 British Canadian Chamber of Trade and Commerce
La Chambre de Commerce Canado-Britannique

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

The British Canadian Chamber of Trade and Commerce
La Chambre de Commerce Canada-Grand-Bretagne

3 - Corporation number

0 3 2 9 1 8 - 5

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

3

Maximum number

20

6 - Statement of the purpose of the corporation

See Schedule 1.

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

None.



**Canada Not-for-profit Corporations Act (NFP Act)
Form 4031
Articles of Continuance (transition)**

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

See Schedule 2.

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 within the meaning of subsection 248(1) of the Income Tax Act.

10 - Additional provisions, if any

See Schedule 3.

11 - Declaration

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

Signature: _____

Print name: Dean T. Smith

Phone Number: 416-594-9500

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).

SCHEDULE 1

Statement of the purpose of the Corporation

The purposes of the Corporation are:

- (a) to introduce, support and advocate for business people and organizations in Canada in order to provide networking opportunities and a gateway both from the United Kingdom and other countries to Canada and from Canada to the United Kingdom, the European Union and other countries in the world;
- (b) to support the activities of the various chambers of commerce and similar associations established in Canada with similar or complementary purposes;
- (c) to organize meetings and events in furtherance of the above goals;
- (d) to perform services in connection with the above goals, with or without remuneration;
- (e) to collect, manage and disseminate information and other forms of communication in connection with the above;
- (f) to serve the collective interests of its members;

and such other complementary purposes not inconsistent with these purposes.

SCHEDULE 2

Classes, or Regional or other Groups of Members that the Corporation is authorized to establish

The Corporation is authorized to establish Chapters in each of Toronto, Ottawa, Montreal, Calgary, Vancouver and in such other locations as the Board of Directors may decide. Each Chapter shall comprise a group of Voting members and may include Associate members and Honorary members as follows:

Voting members

- a. Voting members of each Chapter shall have the right to receive notice of and to attend all meetings of members of the Corporation and each member shall have one (1) vote for each Chapter in which it is a member at each such meeting, except for meetings at which only members of another Chapter, Associate or Honorary members, are entitled to vote separately as a class;
- b. Voting members of each Chapter as a group (a "Chapter group") shall have the right to elect at a general meeting of such Chapter group or by members written resolution one (1) Director of the Corporation;
- c. Voting members from all Chapters voting together shall have the right to elect at a general meeting of the Corporation or by members written resolution a minimum of two (2) and a maximum of ten (10) Directors of the Corporation.

Associate members

- a. Except as otherwise provided by the *Canada Not-for-Profit Corporations Act*, S.C. 2009 c.23, Associate members shall be entitled to receive notice of and to attend, but shall not be entitled to vote at meetings of the members of the Corporation, including meetings of any Chapter of which they are a member.

Honorary members

- b. Except as otherwise provided by the *Canada Not-for-Profit Corporations Act*, S.C. 2009 c.23, Honorary members shall not be entitled to receive notice of, attend or vote at meetings of the members of the Corporation, including meetings of any Chapter of which they are a member.

SCHEDULE 3

Additional Provisions

1. The members of the Corporation are not entitled to vote separately as members of a Chapter group or as members of a class upon a proposal to amend the articles to:
 - (a) effect an exchange, reclassification or cancellation of all or part of the memberships of a Chapter or of a class; or
 - (b) create a new class of members having rights equal or superior to those of a Chapter or of a class.

2. The directors may appoint one or more additional directors within the maximum number who shall hold office for a term expiring not later than the close of the next annual meeting of members, but the total number of directors so appointed shall not exceed one-third (1/3) of the number of directors elected at the previous annual meeting of members.

**Canada Not-for-profit Corporations Act (NFP Act)
FORM 4002**

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS

(To be filed with articles of incorporation, continuance (transition), amalgamation, or continuance (import))

1 - Corporate name

The British Canadian Chamber of Trade and Commerce
La Chambre de Commerce Canada-Grand-Bretagne

2 - Complete address of the registered office (cannot be a post office box)

Number and street name
Cadesky and Associates LLP Exchange Tower, 130 King Street West, Suite 2300,

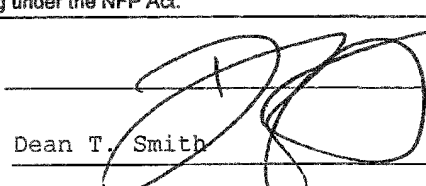
City	Province or Territory	Postal code
Toronto	Ontario	M5X 1C8

3 - Directors of the corporation (if space available is insufficient, complete attached schedule)

First and last name	Address (cannot be a post office box)
Dean T. Smith	Cadesky and Associates LLP Exchange Tower 130 King Street West, Suite 2300, Toronto, Ontario, M5X1C8
Thomas J. O'Carroll	80 Church Street Toronto, Ontario, M5C 2G1
Norman Morris	56-5555 Prince William Drive Burlington, Ontario L7L 6P3
Rebecca Bartlett Jones	PSAV Canada 200 Trowers Road, Unit 8 Vaughan, Ontario L4L 5Z8
Elizabeth Clarke	27 St. Clair Ave East Suite 94 Toronto M4T 2L7

4 - Declaration

I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing into or amalgamating under the NFP Act.

Signature: 

Print name: Dean T. Smith Phone Number: 416-594-9500

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).



Schedule
(Item 3 of Form 4002)
Directors of the corporation
To be used if space on form is insufficient

1 - Corporate Name

3 - Directors of the corporation

First and last name	Address (cannot be a post office box)
Mike Morin	4392 Treetop Court Streetsville, Ontario L5L 3M7
Trevor Gard	317 Mountain Brow Road, Waterdown, Ontario L0R2H0
Harry Andrew	40 Glengowan Road, Toronto, Ontario M4N 1G2