



2014-06-27

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

Corporation Number: **061988-4**
Numéro de l'organisation :

Request Received: **2014-06-23**
Date de réception de la demande :

Request ID: **6957621**
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 **Trout Unlimited Canada / Truite Illimitée Canada**. 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 **Trout Unlimited Canada / Truite Illimitée Canada**. 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.

Veuillez 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

Pour de plus amples renseignements, veuillez visiter

contact Corporations Canada.

notre site Web ou communiquer avec Corporations
Canada.



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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)

Trout Unlimited Canada Truite Illimitée Canada

Corporation Number	061988-4	Numéro d'organisation
Corporation Key Required for changes online	26449711	Clé de société Requise pour mettre les renseignements à jour en ligne
Anniversary Date Required to file annual return	06-23 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2015	06-23 to/au 08-22 (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*

Trout Unlimited Canada
Truite Illimitée Canada

Corporate name / Dénomination de l'organisation

061988-4

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

2014-06-23

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

Trout Unlimited Canada - Truite Illimitée Canada

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

n/a

3 - Corporation number

0 6 1 9 8 8 - 4

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

Alberta

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

Minimum number Maximum number

6 - Statement of the purpose of the corporation

See Schedule "A" attached

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

The corporation is authorized to establish one class of members. Each member shall be entitled to receive notice of, attend and vote at all 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 within the meaning of subsection 248(1) of the Income Tax Act.

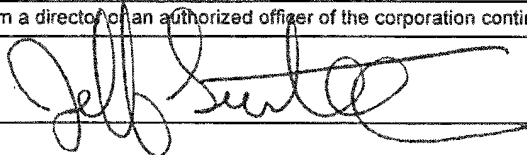
10 - Additional provisions, if any

See Schedule "B" attached

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: Jeff Surtees - CEO

Phone Number: 403 221-8363

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 A to Form 4031

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

6. Statement of the purpose of the corporation

The purpose(s) of the corporation is/are:

(a) (from original Letters Patent)

To preserve, protect and enhance the cold water fishery in Canada

(b) (From Supplementary Letters Patent dated December 21, 1998)

"conservation easement" herein shall mean any conservation easement and any conservation covenant granted or assigned to the Corporation pursuant to a statute, ordinance, or regulation of the Government of Canada or any province or territory of Canada.

For the due carrying out of the Corporation's objects:

To acquire by purchase, lease, exchange, concession or otherwise any description of real estate and real property, or any interest and rights therein, legal or equitable or otherwise howsoever, and, including without limitation, any conservation easement;

To solicit, acquire, accept or receive donations, bequests or subscriptions of money or other real or personal property, whether they be unconditional or subject to special conditions, provided any special conditions are not inconsistent with the objects of the Corporation;

To hold, manage, improve, develop, exchange, lease, sell, turn to account or otherwise deal with the real or personal property from time to time held by the Corporation, including without limitation any conservation easement granted to or bequeathed upon the Corporation, and to retain any real or personal property in the form in which it may be received by the Corporation for such length of time as the Corporation may determine;

To enter any arrangements with any authorities, public or academic or otherwise, that may seem conducive to the Corporation's objects or any of them and to obtain from any such authority any rights, privileges and concessions which the Corporation may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;

To invest monies not immediately needed for the carrying out of the Corporation's objects in such manner as the Corporation may determine;

To make such representations as the Corporation deems necessary for the furtherance of its objects;
and

To do all such other things as are incidental or conducive to the attainment of the above objects.

In the event the Corporation dissolves, winds up or surrenders its Letters Patent or contemplates such dissolution, winding up or surrender, any conservation easement held by the Corporation shall be transferred to a person, organization, corporation, government, government agency, or local authority qualified or designated to hold the conservation easement pursuant to the statute, ordinance or regulation under which the conservation easement was authorized.

Schedule B to Form 4031

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

10. Additional provisions, if any

- a) The corporation shall be carried on without the purpose of gain for its members, and any profits or other accretions to the corporation shall be used in furtherance of its purposes.

- b) Directors shall serve without remuneration, and no director shall directly or indirectly receive any profit from his or her position as such, provided that a director may be reimbursed for reasonable expenses incurred in performing his or her duties. A director shall not be prohibited from receiving compensation for services provided to the corporation in another capacity.

- c) The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual general meeting of members, but the total number of directors so appointed may not exceed one-third of the number of directors elected at the previous annual general 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
Trout Unlimited Canada - Truite Illimitée Canada

2 - Complete address of the registered office (cannot be a post office box)		
Number and street name		
160, 6712 Fisher Street SE,		
City	Province or Territory	Postal code
Calgary	Alberta	T2H 2A7

3 - Directors of the corporation (if space available is insufficient, complete attached schedule)	
First and last name	Address (cannot be a post office box)
David Byler	216 Lochend Drive Cochrane, AB T4C 2H2
Glen Rumble	22 Heritage Meadows Road SE Calgary, AB T2H 3C1
Kevin Watson	1000, 335-8 Ave SW Calgary, AB T2P 1C9
Jon Bisset	1 Beachwood Road, Box 262 Wasa Lake, BC V0B 2K0
Bill Curry	3455 Highway 1, Port Maitland Nova Scotia B5A5T6

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: <u>Jeff Surtees, CEO</u>	Phone Number: <u>403 221-8363</u>

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

Trout Unlimited Canada - Truite Illimitée Canada

3 - Directors of the corporation

First and last name	Address (cannot be a post office box)
Rafi Tahmazian	Suite 3900, 350 - 7 Avenue SW Calgary, AB T2P 3N9
Brian Gore	101, 1720 - 12 Street SW Calgary, AB T2T 3M9
David Williamson	2 Helston Place Etobicoke, ON M9A 2Z1
Brian Mellor	1600, 250 6th Avenue SW Calgary, AB T2P 3H7
Andrew Galloway	11233-120 Street Edmonton, AB T5G 2X9
Ross McCrady	10180-101 St. Suite 800 Edmonton, Alberta T5J 3S4