

To: **THE MINISTER OF INDUSTRY CANADA:**

I - (Proposed Name of Corporation)

The undersigned hereby apply to the Minister of Industry Canada for the grant of a charter by letters patent under the provisions of Part II of the *Canada Corporations Act* constituting the undersigned, and such others as may become members of the Corporation thereby created, a body corporate and politic under the name of:

FRIENDS OF RURAL COMMUNITIES AND THE ENVIRONMENT (FORCE)

The undersigned have satisfied themselves and are assured that the proposed name under which incorporation is sought is not the same or similar to the name under which any other company, society, association or firm, in existence is carrying on business in Canada or is incorporated under the laws of Canada or any province thereof or so nearly resembles the same as to be calculated to deceive and that it is not a name which is otherwise on public grounds objectionable.

II - (Names, Addresses and Calling of Applicants)

The applicants are individuals of the full age of eighteen years with power under law to contract. The name, the address and the occupation of each of the applicants are as follows:

Name	Address	Occupation
GRAHAM FLINT	10 Timber Run Court Campbellville, ON L0P 1B0	Businessman
MARK RUDOLPH	15 Timber Run Court Campbellville, ON L0P 1B0	Environmental Consultant
JAMES VAN HEES	2229 Shadetree Avenue Burlington, ON L7L 6L4	Social Services

The said Graham Flint, Mark Rudolph, and James Van Hees will be the first directors of the Corporation.

III - (Objects)

The objects of the Corporation shall be carried out primarily, but not exclusively, within Ontario, and shall be to receive and maintain a fund or funds and to apply any part of the principal and income therefrom in furtherance of the following purposes:

1. To preserve and protect the environment, including quality of life for residents and ratepayers, flora and fauna, air quality and water quality and quantity, in the Area (as defined below);
1. To foster land usage which is compatible with agricultural and farming operations in the Area;
1. To gather and exchange ideas and information, including scientific, technical, economic and land use information and opinions;
- 2.
3. To participate in formal and informal processes affecting the environment in the Area;
1. To assist in and, when appropriate, promote the implementation of all laws and policies for the comfort, safety, health and prosperity of residents in the Area; and

1. To promote the good government of the Area (“Area” means the townships of Carlisle, Freelon, Mountsberg, Campbellville, Kilbride, north-west rural Burlington and western rural Milton and surrounding rural areas within the Hamilton and Halton regions);
2. and such other complementary purposes not inconsistent with these objects.

IV - (Location of Operations)

The operations of the Corporation may be carried on throughout Canada and elsewhere.

V - (Location of Head Office)

The place within Canada where the head office of the corporation is to be situated is:

Hamilton, Ontario

VI - (Distribution of Assets on Dissolution etc.)

It is specially provided that in the event of dissolution or winding-up of the corporation all its remaining assets after payment of its liabilities shall be distributed to one or more qualified donees as defined under the provisions of the Income Tax Act.

VII - (Power to Borrow Money etc.)

In accordance with Section 65 of the Canada Corporations Act, it is provided that, when authorized by by-law, duly passed by the directors and sanctioned by at least two-thirds of the votes cast at a special general meeting of the members duly called for considering the by-law, the directors of the corporation may from time to time

- (a) borrow money upon the credit of the corporation;
- (b) limit or increase the amount to be borrowed;
- (c) issue or cause to be issued bonds, debentures or other securities of the corporation and pledge or sell the same for such sums, upon such terms, covenants and conditions and at such prices as may be deemed expedient;
- (d) secure any bond, debentures or other securities, or any other present or future borrowing or liability of the company, by mortgage, hypothec, charge or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the corporation, and the undertaking and rights of the corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the corporation.

VIII - (By-Laws of Corporation)

The by-laws of the corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

IX - (Other Provisions)

- (a) The corporation is to carry on its operations without pecuniary gain to its members and any profits or other accretions to the corporation are to be used solely in promoting its objects.

- (b) The directors shall serve as such without remuneration and no director shall directly or indirectly receive any profit from his/her position as such, provided that directors may be paid reasonable expenses incurred by them in the performance of their duties.

DATED at the City of Hamilton, in the)
Province of Ontario, this _____ day)
of _____, 2004.)

) GRAHAM FLINT

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MARK RUDOLPH

JAMES VAN HEES