



Certificate of Continuance

Canada Not-for-profit Corporations Act

Certificat de prorogation

*Loi canadienne sur les organisations à but non
lucratif*

INTERNET SOCIETY CANADA CHAPTER

Corporate name / Dénomination de l'organisation

327081-5

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

2013-11-14

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

INTERNET SOCIETY OF CANADA / SOCIÉTÉ INTERNET DU CANADA

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

INTERNET SOCIETY CANADA CHAPTER

3 - Corporation number

3, 2, 7, 0, 8, 1, -, 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

15

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

E-MAIL

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

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 organizations in Canada carrying on similar activities.

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: [Handwritten signature]

Print name: EVAN LEIBOVITCH

Phone Number: 416-418-0574

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, pursuant to section 262(2) of the NFP Act.

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Canada

SCHEDULE 1
Statement of purpose of the corporation

The purposes of the corporation are:

1. To promote the open development, evolution, and use of the Internet for the benefit of all people in Canada and throughout the world;
2. To provide an educational, technical and policy forum for those organizations and individuals that use, develop and promote the social, cultural and economic benefits of the Internet in Canada (the "Internet Community in Canada");
3. To provide Canadians with an independent and objective voice regarding Internet governance, administration, policies and procedures;
4. To educate and inform Canadians and the international community about the Internet Community in Canada and its issues, interests and capabilities;
5. To represent the Internet Community in Canada and international fora;
6. To sponsor research relevant to maintaining and improving service to the Internet Community in Canada;
7. To assist the Internet Community in Canada to accommodate, use and conform to emerging international technologies and standards;
8. To promote Internet access for all Canadians;
9. To facilitate the management of technical functions on behalf of the Internet Community in Canada;
10. To work with other like-minded groups nationally and internationally;
11. To develop and promote other activities within Canada that are consistent with the mission and objectives of the global Internet Society; and
12. To do all such other things as are incidental or conducive to the attainment of the above objects.

Schedule 2

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

The corporation is authorized to establish Individual Canadian Resident members, Individual Non-Resident members, Corporate members, Government and Not-For-Profit members and Student members as follows:

1. The Individual Canadian Resident members shall be entitled to receive notice of and to attend all meetings of the members of the corporation and each Individual Canadian Resident member shall have one (1) vote at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class.
2. Except as otherwise provided by the *Canada not-for-profit Corporations Act*, S.C. 2009, c.23 ("Act"), the Individual Non-Resident members shall not be entitled to receive notice of, attend or vote at meetings of the members of the corporation.
3. Except as otherwise provided by the Act, the Corporate members shall not be entitled to receive notice of, attend or vote at meetings of the members of the corporation.
4. Except as otherwise provided by the Act, the Government and Not-For-Profit members shall not be entitled to receive notice of, attend or vote at meetings of the members of the corporation.
5. Except as otherwise provided by the Act, the Student members shall not be entitled to receive notice of, attend or vote at meetings of the members of the corporation.

Schedule 3
Additional provisions

1. The non-voting members shall not be entitled to vote separately as a class or group on amendment, or proposal to make an amendment, to:
 - a. Effect an exchange, reclassification or cancellation of all or part of the memberships of such class; or
 - b. Create a new class or group of members having rights equal or superior to those of the non-voting members.

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

3. If authorized by a by-law which is duly adopted by the directors and confirmed by ordinary resolution of the members, the directors of the corporation may from time to time:
 - a. Borrow money on the credit of the corporation;
 - b. Issue, reissue, sell, pledge or hypothecate debt obligations of the corporation;
 - c. Give a guarantee on behalf of the corporation to secure performance of an obligation of any person; and
 - d. Mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired, to secure any debt obligation 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.

**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
INTERNET SOCIETY CANADA CHAPTER	

2	Complete address of the registered office (cannot be a post office box)		
Number and street name			
868 Corbetts Road			
City		Province or Territory	Postal code
Oshawa		Ontario	L1K 2E1

3	Directors of the corporation (if space available is insufficient, complete attached schedule)	
	First and last name	Address (cannot be a post office box)
	KERRY BROWN	Box 2425, 41321 Meadow Avenue Garibaldi Highlands, BC V0N 1T0
	EVAN LEIBOVITCH	22 Herzberg Gardens Toronto, ON M3J 3P4
	GLENN MCKNIGHT	868 Corbetts Road Oshawa, ON L1K 2E1

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		E-MAIL 2013-11-14 21:46
Print name	EVAN LEIBOVITCH	
Phone number	416-907-0783	
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).		