



2014-10-14

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

Corporation Number:
Numéro de l'organisation : **262692-6**

Request Received:
Date de réception de la demande : **2014-10-06**

Request ID:
Numéro de la demande : **7258137**

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 **PEMAC Plant Engineering and Maintenance Association of Canada**. Please ensure that these documents are kept with the corporate records.

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:

Charities Directorate,
Canada Revenue Agency
Ottawa ON 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.

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.

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

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 **PEMAC Plant Engineering and Maintenance Association of Canada**. Veuillez vous assurer de les conserver avec les livres de l'organisation.

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 :

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

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.

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.

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.



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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)*

PEMAC Plant Engineering and Maintenance Association of Canada

Corporation Number	262692-6	Numéro d'organisation
Corporation Key Required for changes online	27255302	Clé de société Requise pour mettre les renseignements à jour en ligne
Anniversary Date Required to file annual return	10-06 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2015	10-06 to/au 12-05 (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*

PEMAC Plant Engineering and Maintenance Association of Canada

Corporate name / Dénomination de l'organisation

262692-6

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

2014-10-06

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

PEMAC Plant Engineering and Maintenance Association of Canada

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

n/a

3 Corporation number

2 6 2 6 9 2 - 6

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

5

Maximum number

15

6 Statement of the purpose of the corporation

PEMAC's purpose is to improve its member's professionalism and outside recognition by providing specialized education and certification, undertaking research, providing forums for the exchange of information and acting as a public voice for its members who serve the maintenance, reliability and asset management profession.

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

None.

Articles of Continuance (transition)

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

Class A Members – Voting
 Class B Members – Non-voting

9 Statement regarding the distribution of property remaining on liquidation

In the event of dissolution or winding-up of the Corporation any remaining funds will be distributed in the following order: 1) payment of the corporation's liabilities, 2) return of property given on the condition that it be returned when the corporation is dissolved, 3) return of grants or donations rateably to one or more qualified donees, 4) rateably amongst members in good standing.

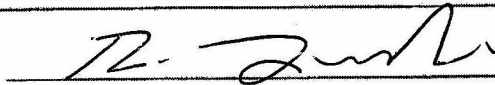
10 Additional provisions, if any

- 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.
- Directors shall serve without remuneration, and no director shall directly or indirectly receive any profit from is or her position as such, provided that a director may be reimbursed for reasonable expenses incurred in the performance of his or her duties. A director shall not be prohibited from receiving compensation for services provided to the corporation in another capacity.
- It is hereby provided that the corporation may use and may equally be designated by the following form outside Canada: "PEMAC" -see Page 3, 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



Phone number



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).

Additional provisions, continued from Page 2

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 elected at the previous annual general meeting of members. The total number of directors shall not exceed the maximum number as set in the Articles.

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:

- i) borrow money on the credit of the corporation
- ii) issue, reissue, sell, pledge or hypothecate debt obligations of the corporation;
- iii) 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 a 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.

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:

- i) effect and exchange, reclassification or cancellation of all or part of the memberships of such class.
- ii) create a new class or group of members having rights equal or superior to those of the non-voting members.

PEMAC Plant Engineering and Maintenance Association of Canada
Form 4031

Handwritten signature

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

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS

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

PEMAC Plant Engineering and Maintenance Association of Canada

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

Number and street name

6-2400 Dundas Street West, Suite 402

City

Mississauga

Province or Territory

Ontario

Postal code

L5K 2R8

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

First and last name

Robert Lash

Address (cannot be a post office box)

30 Owl's Foot Crescent
Aurora, ON L4G 6A2

Kim Hunt

1031B Crescent Street
Whitefish Falls, ON P0P 2H0

Brian Malloch

#106-1235 Fairview Street
Burlington, ON L7S 2K9

Dharmandra Dhaliah

5177 Doubletree Drive
Mississauga, ON L5M 8A9

Amin Elsherif

136 J.W. Mann Drive
Fort McMurray, AB T9H 5G7

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:

Phone Number: 905-573-3599

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).