



## Certificate of Continuance

*Canada Not-for-profit Corporations Act*

## Certificat de prorogation

*Loi canadienne sur les organisations à but non  
lucratif*

Architectural Woodwork Manufacturers Association of Canada  
Association des manufacturiers de menuiserie architecturale du Canada

Corporate name / Dénomination de l'organisation

286788-5

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*.

Virginie Ethier

Director / Directeur

2014-06-11

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**

Architectural Woodwork Manufacturers Association of Canada

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

Architectural Woodwork Manufacturers Association of Canada  
Association des manufacturiers de menuiserie architecturale du Canada

**3 - Corporation number**

2, 8, 6, 7, 8, 8, -, 5

**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

5

Maximum number

15

**6 - Statement of the purpose of the corporation**

- (i) Develop and promote the use of quality standards for the manufacturing and installation of architectural woodwork;
- (ii) Promote adherence to quality standards in the manufacturing and installation of architectural woodwork; and
- (iii) Promote sustainable practices in the woodworking industry.

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

**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 three (3) classes of members - Manufacturer Members, Associate Members and Life Members - each of who shall be entitled to receive notice of and to attend all meetings of the members of the corporation and shall have one (1) vote at each such meeting, except for meetings at which only members of one class is entitled to vote separately as a class.

**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 post-secondary institutions offering apprenticeship programs in carpentry and woodworking in Canada.

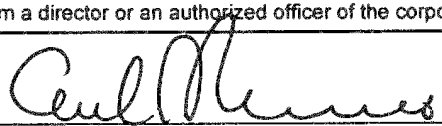
**10 - Additional provisions, if any**

SEE ATTACHMENT

**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: \_\_\_\_\_ CARLO DeFRANCESCO \_\_\_\_\_

Phone Number: \_\_\_\_\_ 905-857-0793 \_\_\_\_\_

**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).**

ATTACHED TO AND FORMING PART OF FORM 4031

submitted by

ARCHITECTURAL WOODWORK MANUFACTURERS ASSOCIATION OF CANADA  
(CORPORATION NUMBER 286788 – 5)

ITEM 10 – ADDITIONAL PROVISIONS

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 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; and

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.

Signature:



Print name:

CARLO DeFRANCESCO