



PROVINCE OF NOVA SCOTIA

CERTIFICATE OF INCORPORATION

Societies Act
Chapter 435, R.S.N.S. 1989

SYDNEY HARBOUR FORTIFICATIONS SOCIETY
Name of Society

2039857
Number

I hereby certify that the above-mentioned Society
was this date incorporated under the Societies Act.


Deputy Registrar of Joint Stock Companies

June 25, 1990
Date of Incorporation



MEMORANDUM OF ASSOCIATION

OF

SYDNEY HARBOUR FORTIFICATIONS SOCIETY

(Name of Society)

*Please note
addition - No. 4.*

MEMORANDUM OF ASSOCIATION
OF
SYDNEY HARBOUR FORTIFICATIONS SOCIETY



1. The name of the Society is the "Sydney Harbour Fortifications Society".

2. The objects of the Society are:

(a) To preserve the Second World War defensive fortifications situated around Sydney harbour in the Province of Nova Scotia;

(b) To maintain these structures as historic sites and tourist attractions commemorating those who served in the defence of Sydney harbour during both world wars, memorializing Sydney harbour's significant role in both world wars, and commemorating the area's vital role in the battle of the Atlantic during the Second World War;

(c) To acquire by way of grant, gift, purchase, bequest, devise or otherwise, real and personal property and to use and apply such property to the realization of the objects of the Society;

(d) To buy, own, hold, lease, mortgage, sell and convey such real and personal property as may be necessary or desirable in the carrying out of the objects of the Society.

PROVIDED that nothing herein contained shall permit the Society to carry on any trade, industry, or business and the Society shall be carried on without purpose of gain to any of the members and that any surplus or any accretions of the Society shall be used solely for the purposes of the Society and the promotion of its objects.

LIST OF FIRST DIRECTORS
OF
SYDNEY HARBOUR FORTIFICATIONS SOCIETY

The following are to serve as first directors from the date of incorporation until 30 June 1991.

Dated at Sydney, Nova Scotia, this 19th day of June, 1990, A.D.

Stephane Ouellette, 107 Park Street, Sydney, N.S. Salesman

David Delaney, 295 George Street, Sydney, N.S. Lawyer

Pat Grezel, RR 1, River Ryan, N.S. Business person

Paul Grezel, RR 1, River Ryan, N.S. Retired

Charles Musial, RR 1, River Ryan, N.S. Retired

Brian Tennyson, 17 Park Street, Sydney, N.S. Professor


(signed)

MEMORANDUM OF ASSOCIATION

OF

SYDNEY HARBOUR FORTIFICATIONS SOCIETY

(Name of Society)

Reg. No. _____

PROVINCE OF NOVA SCOTIA

IN THE MATTER OF THE SOCIETIES ACT

APPOINTMENT OF AGENT UNDER SECTION 5A OF SAID ACT

Mr Stephane Ouellette of Number 107 Park Street
(Name of Agent)

Sydney in the County of Cape Breton
(City, Town or Village)

Postal Code BLP 4W6

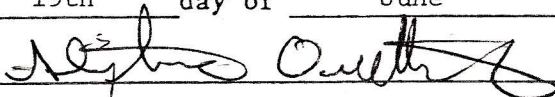
Province of Nova Scotia, is hereby appointed the recognized Agent of

Sydney Harbour Fortifications Society

(insert Society's Name)

resident within Nova Scotia, service upon whom any originating notice, summons, process, notice or document shall be sufficient service upon the society.

Dated the 19th day of June AD 19 90



Signature of officer or director of the Society)

The Agent must be ~~a~~ person, not a firm or company.

Reg'd and filed _____



MEMORANDUM OF ASSOCIATION

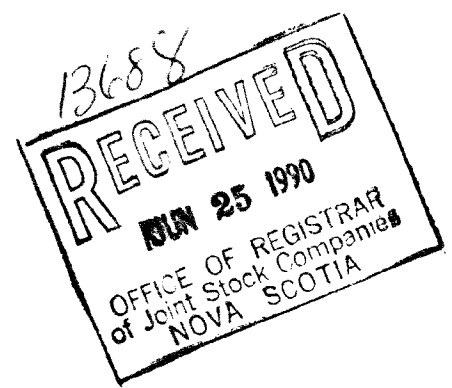
OF

SYDNEY HARBOUR FORTIFICATIONS SOCIETY

(Name of Society)

*Please note
addition - No. 4.*

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OF
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(d) To buy, own, hold, lease, mortgage, sell and convey such real and personal property as may be necessary or desirable in the carrying out of the objects of the Society.

PROVIDED that nothing herein contained shall permit the Society to carry on any trade, industry, or business and the Society shall be carried on without purpose of gain to any of the members and that any surplus or any accretions of the Society shall be used solely for the purposes of the Society and the promotion of its objects.

PROVIDED, further, that if for any reason the operations of the Society are terminated or are wound up, or are dissolved and there remains, at that time, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall be paid to some other charitable organizations in Canada, having objects similar to those of the Society.

3. The activities of the Society are to be carried on at Cape Breton County in the Province of Nova Scotia.

4. The registered office of the Society is at Sydney in the Province of Nova Scotia. (107 Park Street)

We the several persons whose names, addresses, and occupations are subscribed, desire to be formed into a Society, in pursuance of this Memorandum of Association.

DATED at Sydney, N.S., this 19th day of June, A.D. 1990.

NAMES

ADDRESSES AND OCCUPATIONS

Stephane Ouellette	<i>Stephane Ouellette</i>	Salesman, 107 Park St, Sydney
David Delaney	<i>David L. Delaney</i>	Solicitor, 295 George St, Sydney
Paul Grezel	<i>Paul Grezel retired</i>	RR 1, River Ryan, NS
Pat Grezel	<i>Pat Grezel</i>	RR 1, River Ryan, NS
Charles Musial	<i>Charles M. Musial</i>	, retired. RR 1, River Ryan
Brian Tennyson	<i>B. Tennyson</i>	Professor, 17 Park Street, Sydney

witness to the above signatures:

Walter A. Bryson PhD
of Sydney in the County of
Cape Breton, Province of Nova Scotia
Prof. of Philosophy

19 June 1990

Mrs C.M. MacDonald
Chief Data Control Clerk
Registrar of Joint Stock Companies
PO Box 1529
Halifax, NS
B3J 2Y4

Dear Mrs MacDonald:

Enclosed please find the documentation regarding the proposed incorporation of the Sydney Harbout Fortifications Society. I enclose a cheque for the \$5.00 fee.

Sincerely yours

Stephane Ouellette

REGISTRY
OF
JOINT STOCK
COMPANIES /
SECURITIES
25/06/90

REGTY# 2039857 #
SUB # 1 #
INCRP 5.00
SUBTOTAL 5.00
CHECK TL 5.00

#13688 C123 R01 T10-03