



Commercial Registrations Division

Commercial Registrations Division

The Corporations Act (Form 1)

Articles of Incorporation

1. Name of Corporation

2. The Place in Newfoundland and Labrador where the Registered Office is to be situated

3. The Classes and maximum number of shares that the Corporation is authorized to issue

4. Restrictions, if any, on share transfers

5. Number (or minimum and maximum number) of Directors

6. Restrictions, if any, on business the Corporation may carry on

7. Other provisions, if any

8. Incorporators

Name	Address	Signature	Phone Number
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Additional Directors can be provided on a separate sheet

(OFFICE USE ONLY) Corporation Number :

Registry of Companies P.O. Box 8700, St. John's, NL A1B 4J6

Phone: 729-3317 Fax: 729-0232

www.gov.nl.ca/gs/cr

Instructions

Item 1.

A proposed Corporate name must comply with sections 17 through 21 of the Corporations Act . The proposed Corporate name should be cleared by the Registry of Companies prior to the documents being presented for incorporation. (A Corporate name search, to ensure the name you may want to use is not presently registered or reserved is advised . This service is provided at no charge, by contacting the Registry of Companies)

Item 2.

The place of business is where the Registered Head Office will be situated in Newfoundland. (See Sections 33 & 34 of the Corporations Act)

Item 3.

Set out the details required by Section 48 of the Act, including the rights, privileges, restrictions, and conditions, attached to each class of shares. All shares must be without nominal or par value, and comply with Part IV of the Corporations Act. (Not applicable to Charitable or Non-Profit Corporations)

Item 4.

If restrictions are to be placed on the right to transfer shares of the Corporation, set out a statement to this effect and the nature of the restrictions. (Not applicable to Charitable or Non-Profit Corporations)

Item 5.

State the number of Directors. If cumulative voting is permitted the number of Directors must be invariable, otherwise it is permissible to specify a minimum number of Directors.

Item 6.

If Restrictions are to be placed on the business the Corporation may carry on, set out the restrictions.

Item 7.

Set out any provisions permitted by the Act or Regulations to be set out in the by-laws of the Corporation that are to form part of the Articles, including any pre-emptive rights or cumulative voting provisions.

Item 8.

Each incorporator must state his/her name, residential address, and affix his/ her signature. If an incorporator is a body corporate, the name shall be the name of the body corporate, the address shall be that of its registered office, and the Articles shall be signed by a person authorized by the body corporate.

Other Documents

The Articles must be accompanied by a Notice of Registered Office (*Form 3*) and a Notice of Directors (*Form 6*) . Note that a Form 6 must be sent to the Registrar within 15 days of any change of Directors in accordance with section 183 (1) of the Act.

A Registration Fee of \$300.00 must accompany this form.