



2013-01-02

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

MINDEN GROSS
NIKKI CHRISTOU
145 KING STREET
SUITE 2200
TORONTO ON M5H 4G2
Canada

Corporation Number: 333397-3
Numéro de l'organisation :

Request Received: 2012-12-21
Date de réception de la demande :

Request ID: 5638967
Numéro de la demande :

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 **Call2Recycle Canada, Inc.** 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.

For further information, please visit our website or

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 **Call2Recycle Canada, Inc.** 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.

Pour de plus amples renseignements, veuillez visiter

contact Corporations Canada.

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)*

Call2Recycle Canada, Inc.

Corporation Number	333397-3	Numéro de l'organisation
Anniversary Date Required to file annual return	01-01 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2014	01-01 to/au 03-02 (mm-dd/mm-jj)	Période pour déposer le rapport annuel Débutant en 2014

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.

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 la brochure " Vos obligations de déclaration en vertu de la *Loi canadienne sur les organisations à but non lucratif* " ci-jointe ou disponible dans notre site Web.

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® 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, consult "Protecting Your Corporate Name under the NFP Act" enclosed or available on our website.

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®). 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 l'autorité législative où l'organisation mène ses activités. Pour obtenir de l'information supplémentaire, veuillez consulter le document « Protection d'une dénomination en vertu de la Loi BNL » ci-joint ou disponible dans notre site Web.



Certificate of Continuance

Canada Not-for-profit Corporations Act

Certificat de prorogation

*Loi canadienne sur les organisations à but non
lucratif*

Call2Recycle Canada, Inc.

Corporate name / Dénomination de l'organisation

333397-3

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

2013-01-01

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

Rechargeable Battery Recycling Corporation of Canada
Société de Recyclage de Piles Rechargeables du Canada

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

Call2Recycle Canada, Inc.

3 Corporation number

3, 3, 3, 9, 7, 3, -, 3

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 "A".

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

None.

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Canada

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 one class of members. Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation.

9 Statement regarding the distribution of property remaining on liquidation

See Schedule "A".

10 Additional provisions, if any

None.

11 Declaration

I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.

Signature

Carl E. Smith

Print name

CARL E. SMITH

Phone number

(416) 224-0141

E-MAIL

2012-12-21

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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).

SCHEDULE "A"
ARTICLES OF CONTINUANCE

SECTION 6

STATEMENT OF THE PURPOSE OF THE CORPORATION

The object of the Corporation is to promote social welfare and civic improvement by addressing environmental concerns relation to the disposal or recycling of cells, batteries and battery packs that power rechargeable consumer products and any such other products that the Corporation may decide to recycle from time to time, more specifically:

- a) To collect and develop statistical information necessary to make reports to appropriate regulatory agencies;
- b) To manage the collection and recycling of used rechargeable batteries;
- c) To educate the public as to the importance of participation in battery recycling efforts and performing rechargeable battery collection;
- d) To receive and maintain a fund or funds and apply from time to time all or part thereof and/or the income therefrom towards the attainment of the above objects;
- e) To exercise any rights and powers from time to time afforded by any statute to or by which the Corporation is subject or governed by only as incidental to the attainment of such objects of the Corporation; and
- f) To exercise such other powers and to do such other things as may be necessary to accomplish the foregoing but only as incidental to the attainment of such objects of the Corporation.

SECTION 9

**STATEMENT OF THE DISTRIBUTION OF PROPERTY REMAINING
ON LIQUIDATION**

In the event of dissolution or winding up of the Corporation, after payment of its liabilities, each of its members shall be entitled to its pro rata share of the Corporation's assets; provided that no member shall receive a distribution of assets whose value exceeds the aggregate value of the advances and other financial contributions made by such members of the Corporation and that, in the event that the value of assets that are available for distribution exceeds the amount of assets that may be distributed to such members in accordance with the foregoing, the amount of such excess shall be transferred to an organization with similar objects that also qualifies for an exemption under the *Income Tax Act (Canada)*.

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
RECHARGEABLE BATTERY RECYCLING CORPORATION OF CANADA SOCIÉTÉ DE RECYCLAGE DE PILES RECHARGEABLES DU CANADA	

2	Complete address of the registered office (cannot be a post office box)		
Number and street name			
4576 Yonge Street, Suite 606			
City		Province or Territory	Postal code
Toronto		Ontario	M2N 6N4

3	Directors of the corporation (if space available is insufficient, complete attached schedule)	
First and last name		Address (cannot be a post office box)
Please see attached Schedule		

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 <u>Carl E. Smith</u>		E-MAIL 2012-12-21 14:09
Print name Carl Smith		
Phone number 416-224-0141		
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 282(2) of the NFP Act).		

Schedule
(Item 3 of Form 4002)
Directors of the corporation
 To be used if space on form is insufficient

Corporate name

RECHARGEABLE BATTERY RECYCLING CORPORATION OF CANADA
 SOCIÉTÉ DE RECYCLAGE DE PILES RECHARGEABLES DU CANADA

Directors of the corporation

First and last name

Address (cannot be a post office box)

Carl Smith

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

Alan Moyer

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

Gary Van Heerwaarden

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

Nick Aubry

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

Gordon Gow

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

Jeff Haltrecht

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

Susan Nieuwhof

4576 Yonge Street, Suite 606
Toronto, ON M2N 6N4

E-MAIL

2012-12-21

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