

FORM 3

SOCIETY ACT

CONSTITUTION

1. The name of the Society is **SURROUNDED BY CEDAR CHILD AND FAMILY SERVICES SOCIETY.**
2. The purpose of the Society is to provide child and family services (including statutory services delegated by the Province of British Columbia) to the urban Aboriginal community in the Capital Regional District of British Columbia.
3. The Society shall be carried on without purpose of gain for its members. At no time may any of the income or assets of the Society be used by or otherwise be made available for the personal benefit of the members. All profits of or other accretions to the Society shall be used exclusively for promoting the Society's stated purposes. This clause is unalterable.
4. The directors shall serve without remuneration and shall not receive, directly or indirectly, any profits from their position as directors, but may be paid or reimbursed for expenses reasonably incurred by them in the performance of their duties. This clause is unalterable.
5. Upon wind-up or dissolution of the Society, the assets remaining after the payment or satisfaction of all costs, charges and expenses properly incurred in the wind-up, including the remuneration of a liquidator, and after payment to the employees of the Society of any arrears of salary and reasonable severance pay, and any other debts of the Society shall be transferred to one or more charitable organizations registered under the *Income Tax Act* which have documented purposes comparable to or consistent with those of the Society, as determined by special resolution of the members of the Society immediately prior to wind-up or dissolution or, failing such determination, by a trustee appointed under the *Society Act*. This clause is unalterable.



NUMBER: S-45118

SOCIETY ACT

CERTIFICATE OF INCORPORATION

I Hereby Certify that

**SURROUNDED BY CEDAR CHILD AND FAMILY SERVICES
SOCIETY**

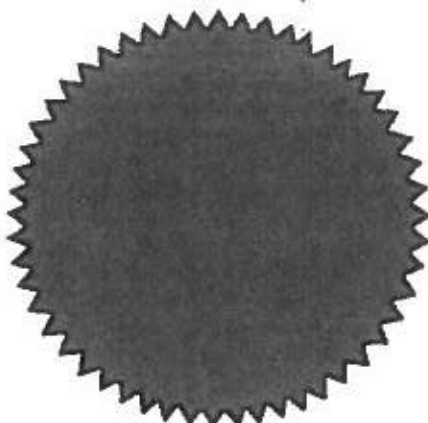
has this day been incorporated under the *Society Act*

Issued under my hand at Victoria, British Columbia

on September 17, 2002



JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA





NUMBER: S- 45118

ORDER

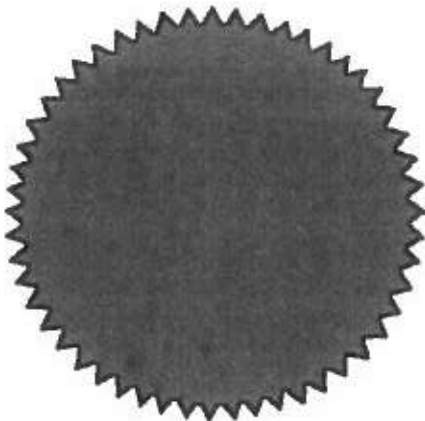
SOCIETY ACT

IN THE MATTER OF THE *SOCIETY ACT*
AND
AN APPLICATION BY
SURROUNDED BY CEDAR CHILD AND
FAMILY SERVICES SOCIETY

I Hereby Order that, under section 39(5) of the Society Act, SURROUNDED BY CEDAR CHILD AND FAMILY SERVICES SOCIETY is allowed to give notice of all General Meetings to its members by FAX OR E-MAIL, in accordance with its bylaws.

This order is subject to review as I deem appropriate.

*Issued under my hand at Victoria, British Columbia,
on SEPTEMBER 17, 2002*



A handwritten signature in cursive script, reading "Powell".

JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA



Form 10
(Section 66 and 67)

Certificate of
Incorporation No. S-45118

SOCIETY ACT

COPY OF RESOLUTION

I CERTIFY THIS IS A COPY OF A
DOCUMENT FILED ON

JAN 18 2013

The following is a copy of

- a special resolution* passed
- an ordinary resolution
- a directors' resolution

Albert
17 CAROL PREST
REGISTRAR OF COMPANIES
PROVINCE OF BRITISH COLUMBIA

in accordance with the by-laws of the Society on the 25th day of September, 2012 :
(Day) (Month) (Year)

***RESOLVED**

Existant bylaws be rescinded in their entirety and be replaced by new bylaws

See attached document

Dated this 11 day of January, 2013 :
(Day) (Month) (Year)

Surrounded by Cedar Child & Family Services Society

(Name of Society)

by *Shimin* *Director*
(Signature) (Relationship to Society)

* Strike out words which do not apply.

- [Note — (a) No special resolution has effect until accepted by the Registrar of Companies.
(b) Send, in duplicate, to the Registrar of Companies.
Mailing Address: PO Box 9431 Stn Prov Govt,
Victoria BC V8W 9V3.
Location Address: 2nd Floor – 940 Blanshard Street,
Victoria BC together with applicable fee.
Telephone number: 250 356-8609.]

Filing Fee: Special resolution, except a special resolution for borrowing, \$50. Special resolution for borrowing \$40.
Ordinary resolution \$40. Directors' resolution \$40.

Additional information and forms are available on the Internet at: www.fln.gov.bc.ca/registries

Freedom of Information and Protection of Privacy Act (FOIPPA):

Personal information provided on this form is collected, used and disclosed under the authority of the FOIPPA and the Society Act for the purposes of assessment. Questions regarding the collection, use and disclosure of personal information can be directed to the Executive Coordinator of the BC Registry Services at 250 356-1198, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.