

Financial Services
Commission
of Ontario
Licensing and Market Conduct
Division

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Toronto ON M2N 6L9

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Commission des
services financiers
de l'Ontario
Division de la délivrance des permis
et de la surveillance des marchés

5160, rue Yonge
boîte 85, 4ième étage
Toronto ON M2N 6L9

Téléphone: (416) 226-7776
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March 7, 2014

Ontario Corporation number: 1851967

Ann-Marie Boehm-Tapley
Muskoka North Good Food Co-operative Inc.
2840 Highway 60,
Dwight, ON P0A 1H0

Dear Ms. Boehm-Tapley

Re: Articles of Incorporation for Muskoka North Good Food Co-operative Inc.

We are pleased to enclose the certificate of your incorporation as a co-operative. Now that you are incorporated, you should plan to hold these meetings in the near future:

- (A) A meeting of the first directors to elect a president and secretary and to pass by-laws. The number of directors in the co-operative's first by-laws should be within the range given in its Articles of Incorporation.
- (B) A meeting of the members to confirm the by-laws, and to appoint auditors (see Section 124 of the Act).
- (C) A meeting of first directors to elect other officers and accept new members in accordance to the by-laws, and to pass banking resolutions.

You should pay particular attention to the requirement to file with our Branch. The details are set out in our guide entitled "Filing Requirements and Record Keeping" which can be found on our website at www.fSCO.gov.on.ca under the title Co-operatives. For the Form 1 - Notice of Change please refer to www.mgs.gov.on.ca and click on the following: forms, number (007-07200) or title (Initial Return/Notice of Change by and Ontario Corporation).

The **Co-operative Corporations Act** is available online at <http://www.e-laws.gov.on.ca/index.html>.

If you have any questions, do not hesitate to contact our office.

Yours truly,

A handwritten signature in dark ink, appearing to read "Bhan Persaud".

Bhan Persaud
Senior Licensing Approvals Officer

Enclosures



Ontario Corporation Number
1851967

Co-operative Corporations Act, R.S.O. 1990, c. C.35

CERTIFICATE OF INCORPORATION

An application for a certificate of incorporation under subsection 6(1) of the *Co-operative Corporations Act* has been made to the Minister of Finance by Articles of Incorporation of a Co-operative without share capital in the approved form.

Under the authority of the Act, I issue this certificate of incorporation for a corporation under the name of:

MUSKOKA NORTH GOOD FOOD CO-OPERATIVE INC.

The effective date of this certificate of incorporation is the date of signing.

Signed at Toronto, this 7 day of March, 2014.

Philip Howell
Chief Executive Officer and
Superintendent of Financial Services
By delegated authority from the
Minister of Finance



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C.P. 85
Toronto ON M2N 6L9

Ontario Corporation Number
Numéro de la compagnie de l'Ontario

1851967

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À l'usage exclusif de la commission

Articles of Incorporation of a Co-operative Without Share Capital *Statuts consitutifs d'une coopérative sans capital social*

Co-operative Corporations Act/ *Loi sur les sociétés coopératives*

1. The name of the co-operative is: *La dénomination sociale de la coopérative est:*

Muskoka North Good Food Co-operative Inc.

2. The head office is at the: *Le siège social est situé dans la:*

Town

Status of Municipality/*Statut de la municipalité*

of

de

Dwight

Name of Municipality/*Nom de la municipalité*

in the

dans le

District

County, etc. or District/*Comté, etc. ou district*

of

de

Muskoka

County, etc. or District/*Comté, etc. ou district*

3. The address of the head office is: *L'adresse du siège social est:*

2840 Highway 60

Street & Number or F.R. Number & if Multi-Office Building give Room No.
Rue et numéro ou numéro de la r.r. et s'il s'agit d'un immeuble à bureaux, indiquer le numéro du bureau

Dwight

P0A 1H0

Name of Municipality or Post Office
Nom de la municipalité ou du bureau de poste

Postal Code
Code postal

4. The number (or minimum and maximum number) of directors is:

Le nombre (ou nombre minimal et maximal) d'administrateurs est:

a minimum of five (5) and a maximum of twelve (12)

5. The number (or minimum and maximum number) of directors each stakeholder group in a multi-stakeholder co-operative may elect is

Le nombre (ou nombre minimal et maximal) d'administrateurs que chaque groupement dans le cas d'une coopérative composée de partenaires multiples peut élire est:

6. The first directors are:

Les premiers administrateurs sont:

Name in full, including all given names <i>Nom de famille y compris tous les prénoms</i>	Residential address, giving street and number or R.R. number and municipality or post office <i>Adresse personnelle, y compris la rue et le numéro, ou le numéro de la r.r., et la municipalité ou le bureau de poste</i>	Resident Canadian State Yes or No <i>Résident Canadien Indique oui ou non</i>
Annmarie Boehm-Tapley	2840 Highway 60, Dwight, ON P0A 1H0	Yes
Matthew Burton Richter	34 Hiawatha Drive, Port Sydney, ON P0B 1L0	Yes
Dawn Marie Huddlestone	1600 Skyline Drive, Huntsville, ON P1H 1A2	Yes
Monica Gertraud Sinclair	1-36 Florence Street West, Huntsville, ON P1H 1V4	Yes
Jeanette Erica Turvey	3 Morris Avenue, Huntsville, ON P1H 1G6	Yes
Laura Lee Gilmour	24556 Highway 35, Dwight, ON P0A 1H0	Yes
Collette Emma Lalonde	2 Hawk Ridge Court, Huntsville, ON P1H 0A7	Yes
Caitlin Alexandra Hill	3620 Muskoka Road 117, Baysville, ON P0B 1A0	Yes
Kelly Emily Leta Picken	1785 Fern Glen Road, Emsdale, ON P0A 1J0	Yes
Catherine Anne Solecki	582 Stephenson Road 2 East, Port Sydney, ON P0B 1L0	Yes

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7. Restrictions, if any, on the business the co-operative may carry on or on powers the co-operative may exercise:

Restrictions imposées, le cas échéant, aux activités que la coopérative peut entreprendre ou aux pouvoirs qu'elle peut exercer:

None

8. The amount of the minimum member loan, if any:

Le montant du prêt minimal consenti par les membres, le cas échéant :

Not Applicable

9. The restrictions on transfer of member loans are:

Les restrictions sur les transferts de prêts consentis par les membres sont:

Not Applicable

10. The amount of membership fee is:

Le montant des frais d'adhésion est :

- (i) sixty (\$60.00) dollars lifetime Consumer membership fee
- (ii) sixty (\$60.00) dollars lifetime Farmer membership fee
- (iii) one hundred (\$100.00) dollars Corporate membership fee

11. The classes of membership, if any, are:

Les catégories de membres, le cas échéant, sont:

Three classes of membership:

Consumer Members

Farmer Members

Corporate Members

12. The terms and conditions attaching to each class of membership are:

Les conditions applicable à chaque catégorie de membres sont:

Consumer Members: Members of this class purchase goods and services from the co-operative for personal consumption.

Farmer Members: Members of this class operate farms and supply the co-operative with agricultural products.

Corporate Members: Members of this class purchase the co-operative's goods and services for commercial purposes.

13. The stakeholder groups, if any, are:

Les groupements de partenaires, le cas échéant, sont:

Not applicable

14. The terms and conditions for membership in each stakeholder group are:

Les conditions d'adhésion à chaque groupement de partenaires sont:

Not applicable

15. Special provisions, if any, are:

Les dispositions spéciales, le cas échéant, sont:

i) The co-operative shall carry on business without the purpose of gain for its members.

ii) The co-operative shall use any profit or other accretions for the purposes of promoting its objects.

iii) Upon dissolution and after the payment of all debts and liabilities, the co-operative's remaining property shall be distributed and disposed of to charitable organizations carrying on their activities solely within Canada.

iv) The directors shall serve without remunerations, and shall not receive, directly or indirectly, any profit from their positions as directors, but may be paid reasonable expenses incurred in the performance of their duties.

Question 16 continued on next page

Question no. 16 continue à la page suivante

16. The names and residential addresses of the incorporators are:

Les noms et adresses personnelles des fondateurs sont:

Full names, including all given names <i>Noms de famille compris tous les prénoms</i>	Full residential address, giving street and number or R.R. number and municipality or post office <i>Adresse personnelle, y compris la rue et le numéro ou le numéro de la r.r., et la municipalité ou le bureau de poste</i>
Annmarie Boehm-Tapley	2840 Highway 60, Dwight, ON P0A 1H0
Matthew Burton Richter	34 Hiawatha Drive, Port Sydney, ON P0B 1L0
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Caitlin Alexandra Hill	3620 Muskoka Road 117, Baysville, ON P0B 1A0
Kelly Emily Leta Picken	1785 Fern Glen Road, Emsdale, ON P0A 1J0
Catherine Anne Solecki	582 Stephenson Road 2 East, Port Sydney, ON P0B 1L0

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaires.

Signatures of Incorporators
Signatures des fondateurs

[Handwritten signatures of Annmarie Boehm-Tapley, Matthew Burton Richter, Dawn Marie Huddlestone, Monica Gertraud Sinclair, Jeanette Erica Turvey, Laura Lee Gilmour, Collette Emma Lalonde, Caitlin Alexandra Hill, Kelly Emily Leta Picken, and Catherine Anne Solecki]

[Handwritten signatures of Annmarie Boehm-Tapley, Matthew Burton Richter, Dawn Marie Huddlestone, Monica Gertraud Sinclair, Jeanette Erica Turvey, Laura Lee Gilmour, Collette Emma Lalonde, Caitlin Alexandra Hill, Kelly Emily Leta Picken, and Catherine Anne Solecki]