

Canada
Corporations Act

Loi sur les
corporations canadiennes

C A N A D A

LETTERS PATENT

WHEREAS an application has been filed to incorporate a corporation under the name

CANADIAN INTERNET REGISTRATION AUTHORITY
AUTORITÉ CANADIENNE POUR LES ENREGISTREMENTS INTERNET

THEREFORE the Minister of Industry by virtue of the powers vested in him by the *Canada Corporations Act*, constitutes the applicants and such persons as may hereafter become members in the corporation hereby created, a body corporate and politic in accordance with the provisions of the said Act. A copy of the said application is attached hereto and forms part hereof.

Date of Letters Patent - December 30, 1998

GIVEN under the seal of office of the Minister of Industry.



for the Minister of Industry

File Number: 357494-6

APPLICATION FOR INCORPORATION OF A CORPORATION
WITHOUT SHARE CAPITAL
UNDER PART II OF THE CANADA CORPORATIONS ACT

TO the Minister of Industry:

I

The undersigned hereby apply to the Minister of Industry for the grant of a charter by Letters Patent under the provisions of Part II of the Canada Corporations Act constituting the undersigned, and such others as may become members of the Corporation thereby created, a body corporate and politic under the name of:

CANADIAN INTERNET REGISTRATION AUTHORITY
AUTHORITÉ CANADIENNE POUR LES ENREGISTREMENTS INTERNET

The undersigned have satisfied themselves and are assured that the proposed name under which incorporation is sought is not the same or similar to the name under which any other company, society, association or firm in existence is carrying on business in Canada or is incorporated under the laws of Canada or any Province thereof or so nearly resembles the same as to be calculated to deceive and that it is not a name which is otherwise on public grounds objectionable.

II

The applicants are individuals of the full age of 18 years with power under the law to contract. The name, the place of residence and the occupation of each of the applicants are as follows:

<u>Name</u>	<u>Residence</u>	<u>Occupation</u>
Anthony P. McGlynn	49 Glendale Avenue Ottawa, ON K1S 1W3	Lawyer

The above-mentioned applicants will be the first directors of the Corporation.

III

The objects of the Corporation are:

- (a) to act as the registry for the .CA Internet domain;
- (b) to provide professional registry services comparable to other major national and international Internet registries;
- (c) to develop and carry out any other Internet-related registration activities in Canada;
- (d) to do all such other things as are incidental or conducive to the attainment of the above objects.

IV

The operations of the Corporation may be carried on throughout Canada and elsewhere.

V

The place within Canada where the head office of the Corporation is to be situated is the Regional Municipality of Ottawa-Carleton, in the Province of Ontario.

VI

It is specially provided that in the event of dissolution or winding-up of the Corporation, all its remaining assets after payment of its liabilities shall be distributed to one or more organizations in Canada carrying on similar activities.

VII

In accordance with Section 65 of the *Canada Corporations Act*, it is provided that, when authorized by by-law duly passed by the directors and sanctioned by at least 2/3 of the votes cast at a special general meeting of the members duly called for considering the by-law, the directors of the Corporation may from time to time:

- (a) borrow money upon the credit of the Corporation;
- (b) limit or increase the amount to be borrowed;
- (c) issue debentures or other securities of the Corporation;
- (d) pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
- (e) secure any such debentures or other securities or any other present or future borrowing or liability of the Corporation by mortgage, hypothec, charge or pledge all currently owned or subsequently acquired real and personal, moveable and immoveable, property of the Corporation, and the undertaking and rights of the Corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the Corporation to such extent and in such manner as may be set out in the by-laws.

Nothing herein limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted, or endorsed by or on behalf of the Corporation.

VIII

The by-laws of the Corporation shall be those filed with the Application for Letters Patent until repealed, amended, altered or added to.

IX

The Corporation is to carry on its operations without pecuniary gain to its members and any profits or other accretions to the Corporation are to be used in promoting its objects.

DATED at the City of Ottawa, in the Province of Ontario this 30th day of December, 1998.



Anthony P. McGlynn