



Certificate of Amalgamation

Canada Not-for-profit Corporations Act

Certificat de fusion

*Loi canadienne sur les organisations à but non
lucratif*

ACTION CANADA FOR SEXUAL HEALTH AND RIGHTS
ACTION CANADA POUR LA SANTÉ ET LES DROITS SEXUELS

Corporate name / Dénomination de l'organisation

897114-5

Corporation number / Numéro de
l'organisation

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 208 of the *Canada Not-for-profit Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que l'organisation susmentionnée est issue d'une fusion, en vertu de l'article 208 de la *Loi canadienne sur les organisations à but non lucratif*, des organisations dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Virginie Ethier

Director / Directeur

2014-11-01

Date of Amalgamation (YYYY-MM-DD)
Date de fusion (AAAA-MM-JJ)



**Canada Not-for-profit Corporations Act (NFP Act)
Form 4009
Articles of Amalgamation**

1 - Corporate name of the corporation created by amalgamation

ACTION CANADA FOR SEXUAL HEALTH AND RIGHTS
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2 - The province or territory in Canada where the registered office is situated

Ontario

3 - Minimum and maximum number of directors *(for a fixed number, indicate the same number in both boxes)*

Minimum number

3

Maximum number

15

4 - Statement of the purpose of the corporation

See Schedule 1.

5 - Restrictions on the activities that the corporation may carry on, if any

None

6 - 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 Members of the Corporation.



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7 - Statement regarding the distribution of property remaining on liquidation

Any property remaining on liquidation of the Corporation, after discharge of liabilities, shall be distributed to one or more qualified donees within the meaning of the Income Tax Act (Canada).

8 - Additional provisions, if any

See attached Schedule 2.

9 - The amalgamation has been approved pursuant to the following section or subsection of the NFP Act:

<input checked="" type="radio"/> 206 - Amalgamation approved by special resolution of members	<input type="radio"/> 207(1) - Vertical short-form amalgamation approved by a resolution of the directors	<input type="radio"/> 207(2) - Horizontal short-form amalgamation approved by a resolution of the directors
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10 - Declaration

I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the corporations being amalgamated	Corporation Numbers	Print name and sign
CANADIAN FEDERATION FOR SEXUAL HEALTH	0 4 3 0 7 3 - 1	 Jolanta Scott-Parker
CANADIANS FOR CHOICE/ CANADIEN(NE)S POUR LA LIBERTÉ DE CHOIX	4 0 6 1 5 7 - 8	 Katherine McDonald
ACTION CANADA FOR POPULATION AND DEVELOPMENT	3 5 3 8 8 6 - 9	 Sandeep Prasad

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).

ACTION CANADA FOR SEXUAL HEALTH AND RIGHTS
ACTION CANADA POUR LA SANTÉ ET LES DROITS SEXUELS

SCHEDULE 1

FORM 4009 – ARTICLES OF AMALGAMATION

The purposes of the Corporation are:

1. to educate and train health professionals in the delivery of sexual and reproductive health services;
2. to advance education by researching, monitoring, and analyzing sexual and reproductive health standards, practices and policy and disseminating the results of such research to the public in Canada, or elsewhere;
3. to advance education by supporting ethical research into the social, legal, medical, and other aspects of sexual and reproductive health and rights and disseminating the results of such research to the public in Canada, or elsewhere;
4. to advance education by providing awards and scholarships to post-secondary students studying sexual and reproductive health and rights;
5. to educate and increase the public's awareness in Canada, or elsewhere, on issues of sexual and reproductive health and rights; and
6. to improve the capacity of other registered charities by providing information, education, expertise and access to materials on issues related to sexual and reproductive health and rights.

ACTION CANADA FOR SEXUAL HEALTH AND RIGHTS
ACTION CANADA POUR LA SANTÉ ET LES DROITS SEXUELS

SCHEDULE 2

FORM 4009 – ARTICLES OF AMALGAMATION

- (a) Any By-law, amendment or repeal of a By-law shall require confirmation by Special Resolution of the Members.
- (b) The Corporation shall be carried on without the purpose of gain for its Members, and any profits or other accretions to the Corporation shall be used in furtherance of its purposes.
- (c) Directors shall serve without remuneration, and no Director shall directly or indirectly receive any profit from his or her position as such, provided that a Director may be reimbursed for reasonable expenses incurred in performing his or her duties.
- (d) The Board of Directors may appoint one or more additional Directors who shall hold office for a term expiring not later than the close of the next annual meeting of Members, but the total number of Directors so appointed shall not exceed one-third (1/3) of the number of Directors elected at the previous annual meeting of Members.