

Government of Alberta ■

Service Alberta

Memorandum of Association of a Share Capital Company Companies Act

1. The name of the company is _____.
2. The objects for which the company is established are:

(A statement to the following effect must be included in the company's objective. 'All profits and income will be used to promote the company's objectives. No dividends will be paid to members.')

3. The powers authorized by clauses _____ of Section 20(1) of the Companies Act are hereby excluded.
4. The liability of the members is limited.
5. The authorized capital of the company is \$_____, divided into _____ shares, with a nominal or par value of _____ each.
6. The company is (also) authorized to issue _____ shares without nominal or par value.
7. The maximum price or consideration at or for which the shares without nominal or par value may be sold is _____.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company pursuant to this memorandum of association, and we respectively agree to take the number (and kind) (and class) of shares in the company set opposite our respective names.

(Include full name, signature, address, occupation and number, kind, and class of shares taken by each subscriber. A minimum of two subscribers are required for a private company and a minimum of three are required for a public company.)

Total Shares Taken: _____

Dated: _____

Witness to the above signatures:

(Insert full name, signature, address, and occupation of the witness.)

- Note:
- (1) Omit clause 3 if no such powers are excluded.
 - (2) Omit clause 5 if all shares are without nominal or par value.
 - (3) Omit clauses 6 and 7 if all shares have nominal or par value.
 - (4) If the shares are of both kinds, combine the two clauses.
 - (5) Clause 7 may be omitted.

This information is being collected for the purposes of Corporate Registry records in accordance with the Companies Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for the Alberta Government, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013