

Letters Patent
Incorporating

INTERNATIONAL SHADE TREE CONFERENCE - CANADA INC.

DATED 26th July, 1971.

RECORDED 4th October, 1971.

Film 285 Document 161

J. McLennan
for Deputy Registrar General of Canada.



Canada

By the Minister of Consumer and Corporate Affairs.

To all to whom these presents shall come, or whom the same may in anywise concern.

Greeting:

The Minister of Consumer and Corporate Affairs under the authority of Part II of the Canada Corporations Act, does, by these letters patent, constitute WILLIAM DAVID TRUMAN, RICHARD HOOK, HAROLD VAN DYKE, MILTON ALEKANDER CADSBY, LLOYD SOLISH, HARVEY MELVILLE KERBEL, WILLIAM LEHUN, ROSEMARY VIRGINIA ROBERTSON, SHARON WORONIUK, SHARON LAUDER, SHARON THOMAS and MARTHA WEISZBERGER and all others who may become members in the Corporation a body corporate and politic without share capital under the name of INTERNATIONAL SHADE TREE CONFERENCE - CANADA INC. with all the rights and powers conferred by the said Act, and for the following objects, namely:—

- (a) to improve the practice of tree preservation;
- (b) to stimulate a greater interest in the planting and preservation of shade and ornamental trees;

(c) ...

- (c) to co-operate in the conservation of trees and in the beautification of the countryside;
- (d) to initiate and foster scientific investigation into the various problems encountered in the practice of tree preservation, and to publish or sponsor the publication of the results of such investigation;
- (e) to sponsor an annual meeting devoted to the exchange and presentation of information that will aid in the improvement of the practice of tree preservation;
- (f) to afford the manufacturers of materials or equipment used in the practice of tree preservation an opportunity to introduce and demonstrate their products to practising arborists;
- (g) to establish, organize and regulate provincial, district and local bodies throughout our territorial jurisdiction;
- (h) to recommend and uphold a "code of ethics" established to maintain a high level of business practice by those engaged in the profession;
- (i) to use the surplus funds of the Corporation from time to time to purchase or otherwise acquire and to invest in and to hold, own, and to mortgage or pledge and to sell, assign, transfer or otherwise dispose of debentures, bonds, stocks or other securities of or guaranteed by the Government of Canada or any Province thereof or any municipal corporation in Canada or any other incorporated Company or Corporation.
- (j) ...

(j) to acquire and develop lands.

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

The head office of the Corporation will be situate in the Municipality of Metropolitan Toronto, in the Province of Ontario.

The said WILLIAM DAVID TROMAN, RICHARD HOOK, HAROLD VAN DYKE, MILTON ALEXANDER CADSBY, LLOYD SOLISH, HARVEY MELVILLE KERBEL, WILLIAM LEHUN, ROSEMARY VIRGINIA ROBERTSON, SHARON WORONIUK, SHARON LAUDER, SHARON THOMAS and MARTHA WEISZBERGER are to be the first directors of the Corporation.

And it is hereby ordained and declared that upon the dissolution of the Corporation any assets remaining after the payment and satisfaction of the debts and liabilities shall be transferred to an organization or organizations having cognate or similar objects.

And, in accordance with the provisions of section 55 of the said Act, it is further ordained and declared that, when authorized by by-law, duly passed by the directors and sanctioned by at least two-thirds (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) ...

- (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 of all or any currently owned or subsequently acquired real and personal, movable and immovable, 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 such by-law.

Nothing in this section 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.

And it is further ordained and declared that the business of the Corporation shall be carried on without pecuniary gain to its members and that any profits or other accretions to the Corporation shall be used in promoting its objects.

GIVEN under the seal of office of the Minister of Consumer and Corporate Affairs at Ottawa this twenty-sixth day of July, one thousand nine hundred and seventy-one.



A. J. V. G.
for the Minister of Consumer
and Corporate Affairs.



Consumer and
Corporate Affairs Canada
Canada
Corporations Act

06602
Consommation
et Corporations Canada
Loi sur les
corporations canadiennes

C A N A D A

SUPPLEMENTARY LETTERS PATENT

issued to

INTERNATIONAL SHADE TREE CONFERENCE - CANADA INC.

The Minister of Consumer and Corporate Affairs by virtue of the powers vested in him by the Canada Corporations Act, does hereby change the name of the Corporation from INTERNATIONAL SHADE TREE CONFERENCE - CANADA INC. to INTERNATIONAL SOCIETY OF ARBORICULTURE - CANADA INC./ASSOCIATION INTERNATIONALE D'ARBORICULTURE - CANADA INC. as provided in By-law No. 3 of the said Corporation, a copy of which is annexed hereto to form part of these presents.

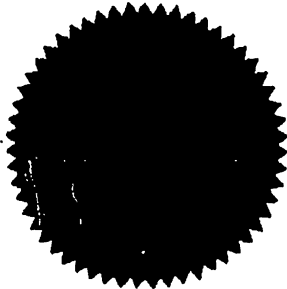
Date of Supplementary Letters Patent
December 10, 1982.

GIVEN under the seal of office of the Minister of
Consumer and Corporate Affairs.

for the Minister of Consumer
and Corporate Affairs.

RECORDED 24th December, 1982

Film 490 Document 48



David D. Kinchman
Deputy Registrar General of Canada

BY-LAW NO. 3

being a by-law authorizing an application for supplementary letters patent.

BE IT ENACTED as By-law No. 3 of INTERNATIONAL SHADE TREE CONFERENCE - CANADA INC. (hereinafter called the "Corporation") that:

1. Subject to confirmation by supplementary letters patent, the name of the Corporation is hereby changed to
INTERNATIONAL SOCIETY OF ARBORICULTURE - CANADA INC.
ASSOCIATION INTERNATIONALE d'ARBORICULTURE - CANADA INC.
2. The Corporation be and is hereby authorized to make application to the Minister of Consumer and Corporate Affairs for supplementary letters patent confirming this by-law.
3. The directors and officers be and are hereby authorized and directed to do, sign and execute all things, deeds and documents necessary or desirable for the due carrying out of the foregoing.

ENACTED this 19th day of June, 1982.

WITNESS the corporate seal of the Corporation.



President

CERTIFIED a true copy.



Secretary



Secretary



Consumer and
Corporate Affairs Canada
Canada
Corporations Act

Consommation
et Corporations Canada
Loi sur les
corporations canadiennes

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C A N A D A

SUPPLEMENTARY LETTERS PATENT

issued to

INTERNATIONAL SOCIETY OF ARBORICULTURE - CANADA INC./
ASSOCIATION INTERNATIONALE D'ARBORICULTURE - CANADA INC.

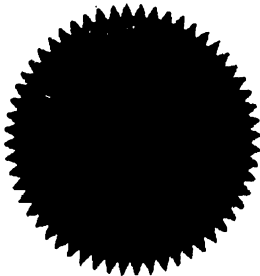
The Minister of Consumer and Corporate Affairs by virtue of the powers vested in him by the Canada Corporations Act, does hereby change the name of the Corporation from INTERNATIONAL SOCIETY OF ARBORICULTURE - CANADA INC./ASSOCIATION INTERNATIONALE D'ARBORICULTURE - CANADA INC. to INTERNATIONAL SOCIETY OF ARBORICULTURE - ONTARIO INC. ASSOCIATION INTERNATIONALE D'ARBORICULTURE - ONTARIO INC. as provided in BY-LAW NO. 4 of the said Corporation, a copy of which is annexed hereto to form part of these presents.

Date of Supplementary Letters Patent - May 13, 1992

GIVEN under the seal of office of the Minister of Consumer and Corporate Affairs.

Glenn M. Collins

for the Minister of Consumer and
Corporate Affairs



RECORDED 15th May, 1992

Film 672 Document 61

J. Caronette

Deputy Registrar General of Canada

Canada

024142 (01/92)

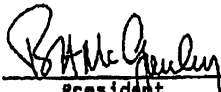
BY-LAW NO. 4

A By-law changing the Corporate Name and authorizing application for the issue of Supplementary Letters Patent to confirm same.


BE IT ENACTED AND IT IS HEREBY ENACTED as By-Law No. 4 of INTERNATIONAL SOCIETY OF ARBORICULTURE - CANADA INC. (ASSOCIATION INTERNATIONALE D'ARBORICULTURE - CANADA INC.) (hereinafter called the "Corporation") that:

1. Subject to confirmation by supplementary Letters Patent, the name of the Corporation is hereby changed to:
INTERNATIONAL SOCIETY OF ARBORICULTURE - ONTARIO INC.
ASSOCIATION INTERNATIONALE D'ARBORICULTURE - ONTARIO INC.
2. The Corporation be and is hereby authorized to make application to the Minister of Consumer and Corporate Affairs for the issue of Supplementary Letters Patent confirming this by-law insofar as it relates to changing the name of the Corporation to INTERNATIONAL SOCIETY OF ARBORICULTURE - ONTARIO INC. (ASSOCIATION INTERNATIONALE D'ARBORICULTURE - ONTARIO INC.).
3. The Directors and Officers are hereby authorized and directed to do, sign and execute all things, deeds and documents necessary or desirable for the due carrying out of the foregoing.

ENACTED this 19th day of February, 1992.

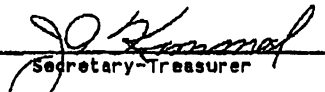


President



Secretary-Treasurer

CERTIFIED to be a True Copy, dated this 8th day of May, 1992.



Secretary-Treasurer