



Province of New Brunswick

LETTERS PATENT

INCORPORATING

NEW BRUNSWICK CHORAL FEDERATION, INC.

Dated	May 11,	1937
Recorded	May 11,	1937
Lib. ---	Fol. ---	Ref No. 022907

BY THE HONOURABLE David R. Clark, Q.C.
Minister of Justice

TO ALL TO WHOM THESE PRESENTS SHALL COME, or who the same may in anywise concern, GREETING:

WHEREAS, In and by the "COMPANIES ACT" (being Chapter C-13 of the Revised Statutes, 1973), it is amongst other things in effect enacted, that the Minister of Justice may, by Letters Patent, grant a Charter to any number of persons not less than three, who having complied with the requirements of the Act, apply therefor, constituting such persons and others who thereafter become Shareholders or members (as the case may be) in the Company thereby created a Body Corporate and Politic, for any of the purposes or objects to which the Legislative authority of the Legislature of New Brunswick extends, except the construction and working of Railways, the Business of Insurance other than as provided in Part II, the Management of Trades Unions, Friendly Societies, Building Societies, Trust Companies, Loan Companies, or other Associations of like character, upon the applicants therefor establishing to the satisfaction of the Minister of Justice due compliance with the several conditions and terms in and by the said Act set forth and thereby made conditions precedent to the granting of such Charter.

WHEREAS an application has been filed to incorporate a company pursuant to the provisions of Part 1 of the Companies Act, under the name of

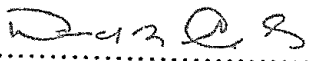
NEW BRUNSWICK CHORAL FEDERATION, INC.

THEREFORE, under the authority of Part 1 of the Companies Act, by these presents, constitutes the applicants and such persons as may hereafter become members in the company hereby created, a body corporate and politic under the above name, with all the rights and powers conferred by the said Act, pursuant to the provisions of the application which is attached hereto and forms part hereof.

GIVEN under my hand at

FREDERICTON, NEW BRUNSWICK, the

11TH day of May, 1987.


.....
MINISTER OF JUSTICE

APPLICATION FOR INCORPORATION
UNDER THE NEW BRUNSWICK COMPANIES ACT

TO THE HONOURABLE THE MINISTER OF JUSTICE

THE APPLICATION OF Brenda Trafford,
Timothy G. Cooper, Heather
Prichard, Doreen Smith, Patricia
Brown, David Carle, Connie Fellows,
Lorraine Paquin, Robert Raynor.

R E S P E C T F U L L Y S H O W S :

The undersigned applicants are desirous of obtaining Letters Patent under the provisions of the New Brunswick Companies Act constituting your applicants and such others as may become members in the Company hereby created (hereinafter referred to as the 'Corporation') a body corporate and politic under the name of 'NEW BRUNSWICK CHORAL FEDERATION, INC.' or such other name as shall appear to you to be proper in the premises.

The undersigned have satisfied themselves and are assured that the proposed name of the Corporation under which incorporation is sought is not the corporate name of any other known company incorporated or unincorporated or a registered partnership or business name or any name liable to be confounded therewith and is not otherwise on public grounds objectionable.

Your applicants are each of the full age of nineteen (19) years.

The purposes for which incorporation is sought are:

1. To unite, encourage and improve the level of singing among English-speaking choirs throughout the Province by:
 - (a) serving as a communication resource among persons engaged in choral activities throughout New Brunswick;
 - (b) organizing provincial, regional and local events for benefit of the membership;
 - (c) establishing and maintaining a choral lending library;
 - (d) encouraging the active participation of members of church, school and community choirs.
2. To do all such things as are incidental or conducive to the attainment of the above objects and in particular:
 - (a) to enter into such arrangements with governmental authorities that may seem conducive to the Corporation's objects;
 - (b) to acquire, accept, solicit or receive, by purchase, lease, contract, donation, legacy, gift, grant, bequest or otherwise, any kind of real or personal property; and to enter into and carry out agreements, contracts and undertakings incidental thereto;

- (c) to hold, manage, sell or convert any of the real or personal property from time to time owned by the Corporation and to invest and reinvest any principal in such manner as may from time to time be determined by the directors in their absolute discretion;
- (d) to acquire by purchase, lease, devise, gift and other title, and to hold, any real property necessary for the carrying on of its undertaking, and for the purpose of drawing a revenue therefrom, and to sell, lease, dispose of and convey the same or any part thereof as may be considered advisable;
- (e) to demand, receive, sue for, recover and compel the payment of all sums of money that may become due and payable to the Corporation, and to apply the said sums for the objects and purposes of the Corporation, and generally to sue and be sued;
- (f) to acquire, accept, solicit or receive any gift of real or personal property, either as an annual or other contribution or as an addition to the fund or funds of the Corporation;
- (g) to enter into arrangements with any public authority that may seem conducive to the Corporation's objects and to obtain from such authority any right, privileges and concessions;
- (h) to draw, make, accept, discount, execute and issue bills of exchange, promissory notes and other negotiable or transferrable instruments;

- (i) to employ and pay such assistants, clerks, agents, representatives and employees, and to procure, equip, and maintain such offices and other facilities, and to incur such reasonable expenses as may be necessary;
- (j) to exercise all the powers set forth in subsection 18(2) of the Companies Act as fully as if such powers were expressly set out herein.

The applicants request that there be included in the letters patent clauses providing:

1. That the Corporation shall be carried on without the purposes of gain for its members and any profits or other accretions to the Corporation shall be used in promoting its objects and that no part of the income of the Corporation shall be payable to or otherwise available for the personal benefit of any member thereof;
2. That upon dissolution of the Corporation and after payment of all debts due and liabilities, its remaining property shall be distributed or disposed to a local charitable organization or organization having objects the same as or similar to those of the Corporation, and no part of any property of the Corporation shall be available to its members upon such dissolution; and
3. That the incidental and ancillary powers set forth in Section 14, subsection 1 of the Companies Act as aforesaid shall be withheld from the Corporation.

The Head Office of the Corporation within the Province of New Brunswick will be at the City of Fredericton in the County of York.

The Corporation shall not have any capital stock or issue any share certificates but shall have the power to acquire as capital assets real and personal property to a cost value not exceeding ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000) in the aggregate.

The following are the names in full and the address and calling of each of the applicants:

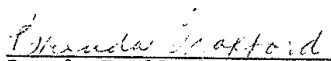
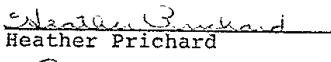
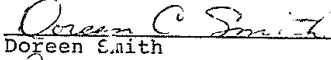
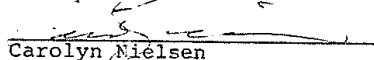
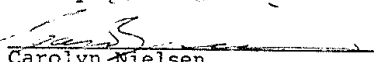
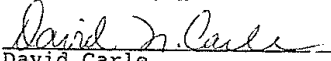
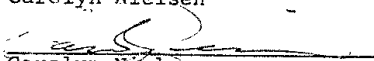
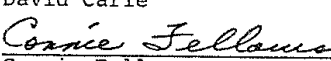
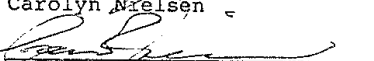
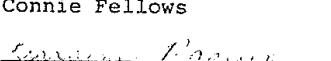
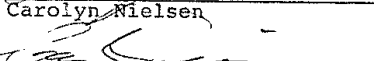
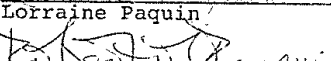
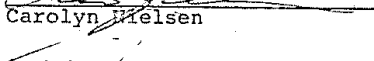
APPLICANT	ADDRESS	CALLING
Brenda Trafford	Box 970 Sackville, N. B. EOA 3C0	Music Specialist
Timothy G. Cooper	UNB Bag Service #45333 Fredericton, N. B. E3B 6E3	University Professor
Heather Prichard	P. O. Box 2002 Dalhousie, N. B. EOK 1B0	Music Specialist
Doreen Smith	149 Douglas Avenue Saint John, N. B. E2K 1E5	Organist
Patricia Brown	Harkness Road R. R. #2 St. Andrews, N. B. EOG 2X0	Nurse
David Carle	Atlantic Baptist College Box 1004 Moncton, N. B. ELC 8P4	College Professor

APPLICANT	ADDRESS	CALLING
Connie Fellows	Box 2, Site 36, R. R. #1 Bathurst, N. B. E2A 3Y5	Music Co-orainator
Lorraine Paquin	Box 83 Florenceville, N. B. E0J 1K0	Teacher
Robert Raynor	P. O. Box 279 St. George, N. B. E0G 2Y0	Music Co-ordinator

The above shall be the first or provisional directors of the Corporation.

A Memorandum of Agreement by the applicants under seal and in accordance with the Act has been executed in duplicate, one of the duplicates being transmitted herewith.

The undersigned therefore request that a Charter may be granted constituting them and such other persons as may hereafter become members in the Corporation a body corporate and politic for the purposes set forth.

SIGNATURE OF APPLICANT	SIGNATURE OF WITNESS
 Brenda Trafford	 Carolyn Nielsen
 Timothy G. Cooper	 Carolyn Nielsen
 Heather Prichard	 Carolyn Nielsen
 Doreen Smith	 Carolyn Nielsen
 Patricia Brown	 Carolyn Nielsen
 David Carle	 Carolyn Nielsen
 Connie Fellows	 Carolyn Nielsen
 Lorraine Paquin	 Carolyn Nielsen
 Robert Raynor	 Carolyn Nielsen

Dated at the City of Fredericton, and Province of New Brunswick, this 6th day of May, 1987.



PROVINCE OF NEW BRUNSWICK

PROVINCE DU NOUVEAU BRUNSWICK

SUPPLEMENTARY LETTERS

LETTRES PATENTES

PATENT TO

SUPPLÉMENTAIRES À

NEW BRUNSWICK CHORAL FEDERATION, INC.

022907

Ref. No./ N° de renvoi

**BY THE HONOURABLE
MINISTER OF JUSTICE**

**PAR L'HONORABLE
LE MINISTRE DE LA JUSTICE**

WHEREAS under the Companies Act being Chapter C-13 of the Revised Statutes of New Brunswick, 1973, it is amongst other things in effect enacted that, upon application being made by a company thereunder, the Minister of Justice for the said Province may, by supplementary letters patent, confirm by-laws of such company duly passed by the Board of Directors and approved by the shareholders or members (as the case may be) in accordance with the said Act;

AND WHEREAS the above company was incorporated by Letters Patent (Special Act) granted (proclaimed)

the 11th day of May, 1987
le jour de, 19

AND WHEREAS the said Company has, in accordance with the said Act, duly passed the By-Law(s) attached hereto which By-Law(s) form a part of these Supplementary Letters Patent;

AND WHEREAS the said Company has made application under the said Act for supplementary letters patent confirming the said By-Law(s).

NOW THEREFORE THESE PRESENTS WITNESSETH that, pursuant to the authority vested in him under the said Act, the Minister of Justice for the Province of New Brunswick, by these Supplementary Letters Patent, does hereby confirm the said By-Law(s) and Letters Patent and any Supplementary Letters Patent previously granted to the Company, to the extent they are inconsistent herewith, are hereby amended.

GIVEN under my hand, the 9th day of May, 1996.
REVÊTU de ma signature, le jour de, 19

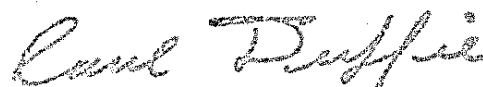
ATTENDU QU'en vertu de la Loi sur les compagnies, chapitre C-13 des Lois révisées du Nouveau-Brunswick de 1973 il est édicté, entre autres, que le ministre de la Justice peut, sur demande d'une compagnie en vertu de cette loi, confirmer par lettres patentes supplémentaires, les règlements dûment adoptés par le conseil d'administration et approuvés par les actionnaires ou membres (selon le cas) conformément à cette loi;

ET ATTENDU QUE la compagnie mentionnée a été constituée en corporation par lettres patentes (une loi spéciale) accordées (proclamée)

ET ATTENDU QUE cette compagnie a, conformément à cette loi, dûment passé le règlement (les règlements) ci-attaché(s), lequel règlement fait partie (lesquels règlements font partie) des présentes lettres patentes supplémentaires;

ET ATTENDU QUE cette compagnie a fait une demande de lettres patentes supplémentaires pour confirmer ce règlement (ces règlements).

EN CONSÉQUENCE LES PRÉSENTES FONT FOI que le ministre de la Justice pour la province du Nouveau-Brunswick, en vertu des pouvoirs qui lui sont conférés par cette loi, confirme par les présentes lettres patentes supplémentaires, ce règlement (ces règlements), et les lettres patentes et toutes lettres patentes supplémentaires accordées auparavant à la compagnie sont par les présentes modifiées dans la mesure où elles sont incompatibles aux présentes.



Minister of Justice/Le ministre de la Justice
Companies Act/Loi sur les compagnies

SPECIAL BY-LAW "A"

WHEREAS it is deemed desirable that the powers of the New Brunswick Choral Federation Inc. (the "company") be amended as hereinafter set out;

NOW THEREFORE BE IT ENACTED AND IT IS HEREBY ENACTED as Special By-Law "A" of the company as follows:

1. THAT an application to the Minister of Justice of the Province of New Brunswick be and the same is hereby authorized for the issue of supplementary letters patent amending the original objects of the company as follows:

a) To change its name to NEW BRUNSWICK CHORAL FEDERATION/LA FÉDÉRATION DES CHORALES DU NOUVEAU-BRUNSWICK INC.

b) To remove the entirety of paragraph 1 of the purposes for which incorporation was sought as set out in the original Letters Patent and to replace that paragraph by a new paragraph 1 which reads as follows:

"1. To unite, encourage and improve the level of singing among all choirs throughout the province by:

- a) serving as a communications resource among persons engaged in choral activities throughout New Brunswick;
- b) organizing provincial, regional and local events for the benefit of the membership;
- c) establishing and maintaining a choral lending library;
- d) encouraging the active participation of members of church, school and community choirs;
- e) rendering the facilities and the activities of the Federation accessible to all cultural and linguistic groups in the province and promoting unity and harmony among the same;
- f) promoting and encouraging choral activities throughout New Brunswick;

- g) providing continuing educational opportunities for conductors and choristers;
- h) acting as a liaison with other choral organizations;"

2. THAT any one of the proper officers or directors of the company be and they are hereby authorized to make application to the Minister of Justice of the Province of New Brunswick, for supplementary letters patent varying the powers of the company as herein set out and that they be further authorized to sign and execute all other documents and do all other acts and things necessary and desirable for carrying this by-law into effect.

ENACTED THIS 22ND DAY OF MARCH, A.D. 1996.

WITNESS the corporate seal of the company.

NEW BRUNSWICK CHORAL FEDERATION INC.

per: Jeanne Kaye Speight
Jeanne Kaye Speight, President

per: J. K. Thompson
J.K. (Jack) Thompson, Secretary

I, J. K. (Jack) Thompson, the undersigned Secretary of the NEW BRUNSWICK CHORAL FEDERATION INC., do hereby certify that the foregoing is a true and correct copy of Special By-Law "A" of that company as enacted at a meeting of the Board of Directors of that company on the 22nd day of March, A.D. 1996 and as approved, ratified and confirmed by the unanimous vote of all the members of the company at a special general meeting thereof duly called and held for that purpose on the 23rd day of March, A.D. 1996 and the same is still in full force and effect, unamended.

DATED at Sackville, New Brunswick, this 23 day of March, A.D. 1996.

J. K. Thompson
J.K. Thompson, Secretary