

DUPLICATE

CANADA  
PROVINCE OF BRITISH COLUMBIA

NUMBER

S-25650



Province of British Columbia  
Ministry of Finance and Corporate Relations  
REGISTRAR OF COMPANIES

SOCIETY ACT

# CERTIFICATE OF INCORPORATION

I HEREBY CERTIFY THAT

RECREATIONAL AIRCRAFT ASSOCIATION  
CANADA - CHAPTER 85 VANCOUVER

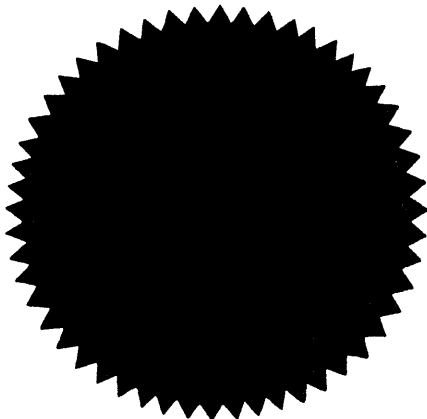
HAS THIS DAY BEEN INCORPORATED UNDER THE SOCIETY ACT

GIVEN, UNDER MY HAND AND SEAL OF OFFICE

AT VICTORIA, BRITISH COLUMBIA

THIS 12TH DAY OF DECEMBER, 1989

DAVID W. BOYD  
REGISTRAR OF COMPANIES



FORM 3

SOCIETY ACT

CONSTITUTION

1. The name of the society is RECREATIONAL AIRCRAFT ASSOCIATION CANADA - CHAPTER 85 VANCOUVER

2. The purposes of the society are:

(a) To encourage, aid and engage in scientific research for the improvement and better understanding of the science of aeronautics;

(b) To foster, promote and engage in aviation education and experimental aircraft construction.

AMENDED  
AUGUST, 96

BYLAWS

Here set forth, in numbered clauses, the bylaws providing for the matters referred to in section 6(1) of the Society Act and any other bylaws.

1. MEMBERSHIP:

(a) Membership shall be open to any person of good moral character subject to approval by the Executive Committee.

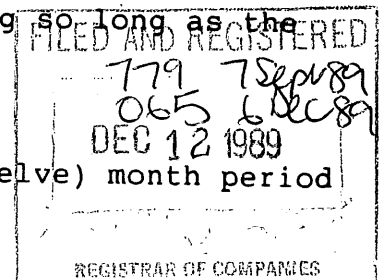
(b) An honorary member shall be any person nominated by the membership and approved by the Executive Committee as such a member.

(c) A voting member shall be any member of the society in good standing.

(d) A member ceases to be in good standing when he fails to pay his current annual membership fee, or any other subscription or debt due and owing by him to the Society, and he is not in good standing so long as the debt remains unpaid.

2. DURATION OF MEMBERSHIP:

(a) Duration of membership is for a 12 (twelve) month period following payment of dues.



- (b) Duration of honorary membership shall be for 12 (twelve) months following such nomination and approval as stated in Section 1, paragraph (b).
- (c) Renewal of an honorary membership may be made in accordance with Section 1, paragraph (b).

3. TERMINATION OF MEMBERSHIP:

A person shall cease to be a member of the Society:

- (a) by delivering his resignation in writing to the Secretary of the Society or by mailing or delivering it to the address of the Society;
- (b) on being expelled; or
- (c) on having been a member not in good standing for 12 consecutive months.

4. EXPULSION OF MEMBERS:

- (a) In case the conduct of a member shall, in the unanimous opinion of the Executive Committee, be injurious to the character and interests of the society, the Executive Committee shall be empowered to ask such member to withdraw from the society. If such member does not withdraw within 10 (ten) days of such request, he or she may be removed by extraordinary resolution.

5. DUES:

- (a) Rate of assessment of dues will be determined by financial obligations and approved by the Executive Committee.
- (b) Dues shall be remitted to the Treasurer.

6. EXECUTIVE COMMITTEE:

- (a) The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, Custodian, Program Chairman, the immediate past President, and a Board of Directors consisting of seven (7) members who have been in good standing for five (5) consecutive years.
- (b) All Executive Committee members, except the Board of Directors, shall be elected by the membership at the Annual Meeting and shall hold office for one (1) year. The Board of Directors shall hold office for a term of three (3) years, but the terms of two (2) of these Directors shall expire each year and two (2) new Directors shall be elected annually.

- (c) The President shall be the Chief Executive Officer of the society and the Executive Committee. He may call any special meeting of the Executive Committee and shall have, subject to the control of the Executive Committee members, general charge of the affairs of the society. He shall execute, in the name of the society, all certificates of membership. He shall execute with the Treasurer all contracts, instruments and cheques which have first been approved by the Executive Committee.
- (d) The Vice-President shall be vested with all powers, and shall perform the duties of the President, in case of absence or disability of the President. The Vice-President may also perform such duties connected with the operation of the society as may be suggested by the President.
- (e) The Secretary shall keep the minutes of the proceedings of the membership and the Executive Committee. He shall attend to the giving and serving of notices for all meetings.
- (f) The Treasurer, and the President, shall execute in the name of the society, all cheques for the expenditures authorized by the Executive Committee. He shall receive and deposit all funds of the society in a bank selected by the Executive Committee. Funds shall be paid out by cheque only, except as herein otherwise provided.
- (g) The Custodian shall have control of, and be in charge of, all society equipment and property under the control of the Executive Committee.
- (h) In the case of a vacancy on the Executive Committee, the remaining Committee members shall fill such vacancy by appointment from the society membership. Should three or more vacancies occur at one time, they shall be filled by vote of the membership of a meeting duly called.
- (i) Meetings of the Executive Committee may be called at any time and place by the President.
- (j) Notice of meetings of the Executive Committee stating the time, place and purpose shall be mailed or given to the Committee members not later than the day before the day appointed for the meeting. If all Committee members shall be present at any meeting any business may be transacted without previous notice.

- (k) Four (4) Executive Committee members shall constitute a quorum at all Committee meetings and affirmative vote of a majority shall be necessary to pass any resolution or authorize any act of the society.
- (l) The Executive Committee shall appoint all committees and representatives, other than above provided for, that they may find necessary for the welfare of the society.
- (m) The Annual Meeting shall be held during the month of October of each year and the Executive Committee members elected at the meeting will assume their duties on the first day of January following the Annual Meeting.
- (n) The Executive Committee must approve changes to the Constitution, properties or trust funds if duly passed at three (3) successive regular monthly meetings by the membership.

7. REMOVAL OF EXECUTIVE COMMITTEE MEMBERS AND DIRECTORS:

- (a) The members may, by special resolution, remove an executive committee member, or a director, before the expiration of his term of office and may elect a successor to complete the term of office.

8. MEETINGS OF MEMBERS:

- (a) All meetings of the membership, except as herein otherwise provided, shall be held at a place to be determined by the President.
- (b) Notice of the Annual Meeting, or special meetings, shall be given to the membership by letter at least fourteen (14) days before such meeting.
- (c) Special meetings may be held at such time and place as the President may determine, or may be called by a majority of the Executive Committee.
- (d) At any meeting of the membership, a quorum shall consist of 20% of the members in good standing, but not less than 3.
- (e) Proxy votes will be honoured at a meeting for the election of officers only and must be presented in writing.
- (f) The Annual Meeting shall be held during the month of October of each year.

DELETED AUGUST 196

- (g) A major amount (\$1,000.00 or more) of money to be transacted shall require at least a minimum of two-thirds (2/3) majority of the members present, so long as a quorum exists. The vote shall be by secret ballot.

9. AMENDMENTS:

- (a) These by-laws may be repealed or amended or new by-laws adopted at any meeting of the membership called for that purpose, or at the Annual Meeting, by special resolution which is 75% majority vote of the members present at that meeting.

10. SEAL:

- (a) The seal of the society shall not be affixed to any instrument, except by authority of a resolution of the Executive Committee and in the presence of two members of the Executive Committee and the President. The President shall have custody of the seal.

11. RIGHTS OF MEMBERS:

- (a) Society members shall have full rights to officership and committees which are elected or appointed in conformity with the by-laws of the society.
- (b) Members may, at any time, request and secure full information in respect to the financial standing, operations, or expenditures of the society upon application to the Executive Committee.

12. BORROWING POWERS:

- (a) The society may not borrow any funds without the approval of the membership.

AMENDED  
AUGUST 96

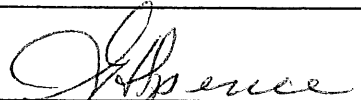
13. AUDIT OF ACCOUNTS:


- (a) Audit of accounts shall be made thirty (30) days before the election of new officers or any time the President deems necessary.

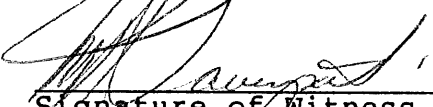
Dated November 7, 1989.

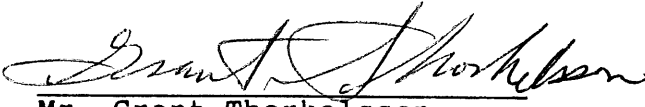
Witness(es)

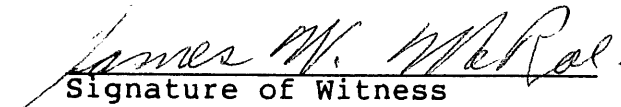
Applicants for Incorporation


  
 Signature of Witness  
 Address:  
 1259 WILLINGDON  
 BURNABY B.C.  
 V5C 5H7  
 (please print)

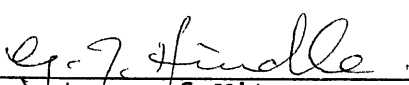
  
 Mr. Allan Thompson  
 5673 - 248th Street  
 Aldergrove, B.C.  
 VOX 1A0

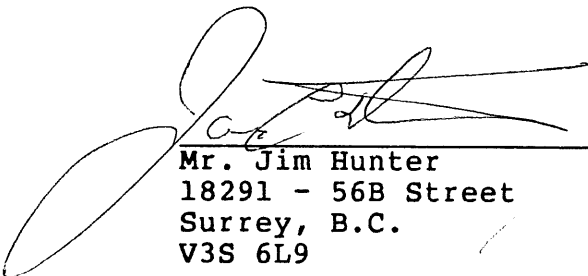
  
 Signature of Witness  
 Address:  
 N.P. DAVENPORT  
 27575 313 AVE  
 ALDERGROVE BC V0X 1A0  
 (please print)

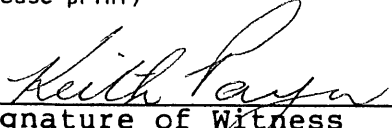
  
 Mr. Grant Thorkelsson  
 11067 - 146A Street  
 Surrey, B.C.  
 V3R 3V3


  
 Signature of Witness  
 Address:  
 #204-1625 W. 13th AVE  
 VANCOUVER, B.C. V6J 2G9  
 JAMES W. MORAE.  
 (please print)

  
 Mr. Dave Smith  
 19 - 8250 - 146A Street  
 Surrey, B.C.  
 V3W 0G5

  
 Signature of Witness  
 Address:  
 13386 MARINE DRIVE,  
 WHITE ROCK B.C.  
 V4A 1G7  
 (please print)

  
 Mr. Jim Hunter  
 18291 - 56B Street  
 Surrey, B.C.  
 V3S 6L9

  
 Signature of Witness  
 Address:  
 407 Sawm Beh Rd  
 Delta Bc  
 DELTA BC V4M 2J2  
 (please print)

  
 Mrs. Linda Thompson  
 5673 - 248th Street  
 Aldergrove, B.C.  
 VOX 1A0



# Recreational Aircraft Association Canada

AUGUST 7 ,1989

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*A Non-Profit Organization Dedicated To The Advancement Of Recreational Aviation In Canada*

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REGISTRAR OF COMPANIES  
940 BLANSHARD STREET  
VICTORIA, BRITISH COLUMBIA  
V8W 3E6

DEAR SIRs:

RE: RECREATIONAL AIRCRAFT ASSOCIATION-CANADA  
CHAPTER 85 VANCOUVER

THE RECREATIONAL AIRCRAFT ASSOCIATION -CANADA ,  
INCORPORATED UNDER THE LAWS OF CANADA (FORMERLY THE  
EXPERIMENTAL AIRCRAFT ASSOCIATION OF CANADA 1983 INC. )  
DATED 10TH MAY 1983, FILM 497 DOCUMENT 27, CONSENTS  
TO THE INCORPORATION OF A SOCIETY UNDER THE NAME  
RECREATIONAL AIRCRAFT ASSOCIATION-CANADA, CHAPTER 85 VANCOUVER  
(OR ANY VARIATION THEREOF ACCEPTABLE TO THE REGISTRAR OF  
COMPANIES.)

RECREATIONAL AIRCRAFT ASSOCIATION  
-CANADA

PER: *Peter James*  
(PETER JAMES)  
CHAPTER CO-ORDINATOR

00069-001z-004

DUPLICATE

NUMBER: S-25650



# CERTIFICATE OF CHANGE IN CONSTITUTION

## *SOCIETY ACT*

*I Hereby Certify* that **RECREATIONAL AIRCRAFT ASSOCIATION CANADA - CHAPTER 85 VANCOUVER** has changed its constitution by changing its purposes to the following:

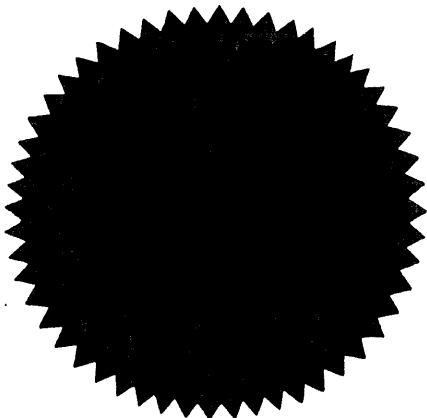
2.

- a) to encourage, aid and engage in scientific research for the improvement and better understanding of the science of aeronautics;
- b) to foster, promote and engage in aviation education and instruction and aircraft operation, construction and restoration; and
- c) to own, lease, operate or manage an air park and related facilities.

*Issued under my hand and Seal of Office  
at Victoria, British Columbia,  
on August 2, 1996*

A handwritten signature in black ink that reads "Powell".

JOHN S. POWELL  
*Registrar of Companies*  
PROVINCE OF BRITISH COLUMBIA  
CANADA



FORM 10

Certificate of  
Incorporation No. S-25650

SOCIETY ACT

COPY OF RESOLUTION

The following is a copy of a special resolution passed in accordance with the bylaws of the society on the 5th day of March, 1996. ✓

RESOLVED AS A SPECIAL RESOLUTION that the purposes of the society be amended effective on the date of this resolution such that the purposes of the society will read:

2. The purposes of the society are:

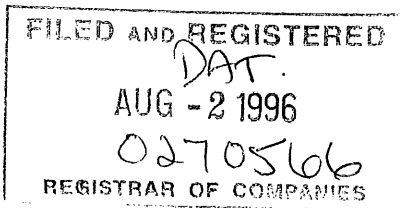
- (a) to encourage, aid and engage in scientific research for the improvement and better understanding of the science of aeronautics;
- (b) to foster, promote and engage in aviation education and instruction and aircraft operation, construction and restoration; and
- (c) to own, lease, operate or manage an air park and related facilities."

BE IT FURTHER RESOLVED AS A SPECIAL RESOLUTION that the bylaws of the society be altered as follows:

- 1. by deleting Bylaw 8(g) in its entirety.
- 2. by deleting Bylaw 12 and substituting therefor the following:

"In Order to carry out the purposes of the Society, the directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner they decide. No debenture shall be issued without the sanction of a Special Resolution." ✓ by

DATED the 16th day of July, 1996.



Recreational Aircraft Association  
Canada - Chapter 85 Vancouver

by James C. Hunter

Secretary  
(Relationship to Society)

SPECIAL RESOLUTION OK  
CHANGE BYLAWS  
AUG 2/96  
146