



**Canada Not-for-profit Corporations Act (NFP Act)
Form 4031
Articles of Continuance (transition)**

To be used only for a continuance from the *Canada Corporations Act*, Part II.

1 - Current name of the corporation

CCAF-FCVI Inc.

2 - If a change of name is requested, indicate proposed corporate name

3 - Corporation number

0 4 6 8 2 8 - 2

4 - The province or territory in Canada where the registered office is situated

Ontario

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

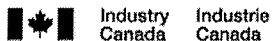
Minimum number Maximum number

6 - Statement of the purpose of the corporation

The CCAF's purpose is to promote and strengthen public sector auditing, oversight, and accountability in Canada and abroad.

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

None



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8 - 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 composed of individuals, corporations and other entities which are all considered "persons". Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation.

9 - Statement regarding the distribution of property remaining on liquidation

It is specially provided that in the event of dissolution or winding-up of the Corporation all its remaining assets after payment of its liabilities shall be distributed to one or more recognized charitable organizations in Canada.

10 - Additional provisions, if any

See Annex A1.

11 - Declaration

I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.

Signature: _____

Print name: Brian Bost

Phone Number: 613-212-2898

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).

Annex A.1 – 10: Additional Provisions

(1) 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.

(2) The 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 may not exceed one third of the number of directors elected at the previous annual meeting of members.

(3) Each Member who is an individual shall have one vote. Every other Member, on a show of hands or upon a poll, shall have their number of votes determined by dividing the amount of the annual membership fees paid by the Member for the fiscal year in which the determination is being made, divided by the annual membership fees fixed for each Member who is an individual for that fiscal year.



Canada Not-for-profit Corporations Act (NFP Act)
Form 4004
Articles of Amendment

1 - Corporate name
CCAF-FCVI Inc.

2 - Corporation number
0 4 6 8 2 8 - 2

3 - The articles are amended as follows: (complete all applicable sections)

A - The corporation amends its name to:

i. Corporate Name
Canadian Audit and Accountability Foundation

ii. Corporate name in the other official language (if applicable)
Fondation canadienne pour l'audit et la responsabilisation

B - The corporation amends the province or territory in Canada where the registered office is situated to:

C - The corporation amends the number of directors to: (for a fixed number, indicate the same number in both boxes)
Minimum number [] Maximum number []

D - Other amendments, please specify:

4 - Declaration

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

Signature: James M Sylph
Print name: JAMES M SYLPH
Phone Number: []

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).