# **Certificate of Continuance**

### Certificat de prorogation

Canada Not-for-profit Corporations Act

Loi canadienne sur les organisations à but non lucratif

Victoria Airport Authority

Corporate name / Dénomination de l'organisation

319542-2

Corporation number / Numéro de l'organisation

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 211 of the *Canada Not-for-profit Corporations Act*.

JE CERTIFIE que l'organisation susmentionnée, dont les statuts de prorogation sont joints, a été prorogée en vertu de l'article 211 de la *Loi canadienne sur les organisations à but non lucratif*.

Virginie Ethier

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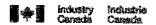
Director / Directeur

2014-04-08

Date of Continuance (YYYY-MM-DD)

Date de prorogation (AAAA-MM-JJ)



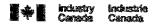


# Canada Not-for-profit Corporations Act (NFP Act) Form 4031

# Articles of Continuance (transition)

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

1 - Current name of the corporation
Victoria Airport Authority
2 - If a change of name is requested, indicate proposed corporate name
3 - Corporation number
2 - On bolation mulbar
3,1,9,5,4,2,-,2
4 - The province or territory in Canada where the registered office is situated
British Columbia
5 - Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)
Minimum number 12 Maximum number 16
6 - Statement of the purpose of the comporation
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6 - Statement of the purpose of the corporation  See Schedule "A" attached hereto.
See Schedule "A" attached hereto.
See Schedule "A" attached hereto.



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

8 - The classes, or regional or other groups, of members that the corporation is authorized to establish	
The Authority is authorized to establish one class of members. Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Authority.	
9 - Statement regarding the distribution of property remaining on liquidation	
In the event of dissolution or winding-up of the Authority all remaining assets, after payment of the Authority's liabilities shall be distributed to the Government of Canada or alternatively to a successor organization to the Authority, acceptable to the Government of Canada.	
10 - Additional provisions, if any	
11 - Declaration	
I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.	
Signature: UBio Ja	
Print name: LLBROUGHAM Phone Number: 250 920 7020	
Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction 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 Ac	

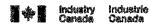
#### Schedule "A" to Form 4031 - Articles of Continuance (transition)

#### 6. Statement of the purpose of the corporation

The Victoria Airport Authority (the "Authority") shall be incorporated for the general benefit of the public in its region and its purposes shall be to:

- (a) manage, operate and develop the airport for which it is responsible in a safe, secure, efficient, cost effective and financially viable manner with reasonable airport user charges and equitable access to all air carriers;
- (b) undertake and promote the development of the airport lands for which it is responsible for uses compatible with air transportation activities;
- (c) expand transportation facilities and generate economic activity in ways which are compatible with air transportation activities.

In the execution of its purposes the Authority shall confer regularly with governmental and community entities on matters affecting the operation and development of the airport from which it is responsible and shall engage only those activities that are consistent with its purposes.

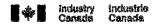


#### Canada Not-for-profit Corporations Act (NFP Act) FORM 4002

#### INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS

(To be filed with articles of incorporation, continuance (transition), amalgamation, or continuance (import))

Victoria Airport Authority  2 - Complete address of the registered office (cannot be a post office box)  Number and street name  26 Bastion Square, Third Floor - Burnes House  City Province or Territory Postal code  Victoria British Columbia VSW 1B  3 - Directors of the corporation (if space available is insufficient, complete atfached schedule)  First and last name Address (cannot be a post office box)  1173 Oxford Street  Victoria, B.C.  VSV 2V2  Lindalee Brougham 3 - 516 Gorge Road  Victoria, B.C.  VSV 183  Robert E. Coulter Sanich, B.C.  VSL 474  Glen Crawford 4541 Rithetwood Place  Victoria, B.C.  VSK 439  Jim Crowley 8521 Minstrel Place  North Saanich, B.C.  VSL 5C8  4 - Declaration  I horsely carify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing entalgamenting under the NFP Act.  Signature: Library 15 - 10 - 10 - 10 - 10 - 10 - 10 - 10 -	1 - Corporate name		
2 - Complete address of the registered office (cannot be a post office box)  Number and street name  26 Bastion Square, Third Floor - Burnes House  City Province or Territory Postal code  Victoria British Columbia VBW 1H  3 - Directors of the corporation (if space available is insufficient, complete attached schedule)  First and last name Address (cannot be a post office box)  1173 Oxford Street Victoria, B.C. VBV 2V2  Lindalee Brougham Sasta Burgoyne Flace North Saanich, B.C. VBA 454 Rithetwood Place Victoria, B.C. VBX 479  Jim Crowley Sasian B.C. VBX 479  4-Declaration  1 horeby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.	e minut grows resource a state a sale		
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Peter D. Bray    Victoria, B.C.			
Lindalee Brougham    3 - 516 Gorge Road		181	Annes — grafine — leas VIII de la con-
Lindalee Brougham  3 - 516 Gorge Road Victoria, B.C. V9A 1N3  Robert E. Coulter  8534 Burgoyne Place North Saanich, B.C. V8L 4T4  4541 Rithetwood Place Victoria, B.C. V8X 4J9  3621 Minstrel Place North Saanich, B.C. V8L 5C8  4-Declaration  I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.	Peter D. Bray	III	
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Robert E. Coulter  Robert Saanich, B.C.  V8X 4J9  Robert E. Coulter  Robert Saanich, B.C.  V8X 4J9  Robert E. Coulter  Robert E. Coulter  Robert E. Coulter  Robert Saanich, B.C.  V8X 4J9  Robert Saanich, B.C.  V8L 5C8  Robert Saanich, B.		1.5	
Robert E. Coulter  8534 Burgoyne Place North Saanich, B.C. V8L 4T4  4541 Rithetwood Place Victoria, B.C. V8X 4J9  8621 Minstrel Place North Saanich, B.C. V8L 5C8  4 - Declaration I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.	Lindalee Brougham	115	
Robert E. Coulter  North Saanich, B.C. V8L 4T4  4541 Rithetwood Place Victoria, B.C. V8X 4J9  8621 Minstrel Place North Saanich, B.C. V8L 5C8  4-Declaration I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.			
V8L 4T4   V8L 4T4     4541 Rithetwood Place   Victoria, B.C.   V8X 4J9     8621 Minstrel Place   North Saanich, B.C.   V8L 5C8     4-Declaration   I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.		111	
Glen Crawford  Victoria, B.C. V8X 4J9  8621 Minstrel Place North Saanich, B.C. V8L 5C8  4-Declaration I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.	Robert E. Coulter		
Glen Crawford  Victoria, B.C. V8X 4J9  8621 Minstrel Place North Saanich, B.C. V8L 5C8  4-Declaration I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.			**************************************
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Jim Crowley  North Saanich, B.C.  V8L 5C8  4-Declaration I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing amalgamating under the NFP Act.	Gien Crawford		
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Signature: Woroufer		orporation, or that I am a director or an authorized officer of the corpora	tion continuing into
	Signature:		
Pile and Street and			
Print name: Line Cewartam Phone Number: 250 920 7020	Print name: LINDALEE BROWGHAM	Phone Number: 250 920	7020
Note: A person who makes, or assists in making, a false or misleading statement is gulity of an offence and liable on summary convic			mmary conviction



#### Schedule (Item 3 of Form 4002) Directors of the corporation

To be used if space on form is insufficient

Victoria Airport Authority	1 - Corporate Name
	Victoria Airport Authority

3 - Directors of the corporation				
First and last name	Address (cannot be a post office box )			
Bruce Knott	791 Westbury Road Victoria, B.C. V8Y 1G9			
Mel Rinald	2534 Goddard Road Sidney, B.C. V8L 5Z3			
Graeme Roberts	804 - 6880 Wallace Drive Brentwood Bay, B.C. V8M 1N8			
Mel Satok	304 - 10461 Resthaven Drive Sidney, B.C. V8L 3H6			
Colin Smith	1773 St. Ann Street Victoria, B.C. V8R 5V7			
Lynne Henderson	3496 James Heights Place Victoria, B.C. V8P 3R5			
Suromitra Sanatani	1229 St. Patrick Street Victoria, B.C. V8S 4Y3			