

Articles of Dissolution

Business Corporations Act
Sections 211 and 212

1. **Name of Corporation**

2. **Corporate Access Number**

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3. **The Corporation has:** *(check the appropriate box)*

- (a) not issued any shares, has no property and no liabilities
- (b) no property and no liabilities
- (c) liabilities
- (d) not sent a statement of revocation of intent to dissolve

4. **If the Corporation is being dissolved under Section 212 of the Business Corporations Act, the following question must be answered:**

Has this Corporation complied with Section 212(7) of the Act? Yes No

5. **Documents and records of the Corporation shall be kept for six years from the date of dissolution by:**

Name <i>(First, Initial, Last)</i>			
Business Address	City / Town	Province	Postal Code

Authorized Signature
(applicable for societies only)

Name of Person Authorizing *(please print)*

Date

Identification
(not applicable for societies)

Title *(please print)*

This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013.

Articles of Dissolution

BUSINESS CORPORATIONS ACT

INSTRUCTIONS

This information is submitted to your authorized service provider for filing with the Registrar pursuant to the Business Corporations Act and must conform to Section 1 of the Regulations made under the Act.

This form is also used by societies wishing to voluntarily dissolve pursuant to Section 35 of the Societies Act. Item 3 (b) is applicable when dissolving a society and this form will be sent to and filed with Corporate Registry.

Item 1. Enter the corporation's full legal name.

Item 2. The corporate access number **must** be entered. It is printed in the top right hand corner of the:

- Certificate of Incorporation
- Certificate of Continuance
- Certificate of Amalgamation.

Item 3. (a) and (b) are applicable when dissolving under Section 211 (Dissolution of a Corporation), or Section 212 (Voluntary Liquidation and Dissolution).

(c) and (d) are applicable when dissolving under Section 212 (Voluntary Liquidation and Dissolution).

If box (c) is checked, the articles **must** be filed with a Statutory Declaration as required by Section 212(14) of the Business Corporations Act. The Statutory Declaration **must** state that:

- the corporation has no assets, and
- during the 13 months preceding the date of the Statutory Declaration, the corporation has not:
 - (i) distributed any of its property to its shareholders by dividend or otherwise, or
 - (ii) conferred a benefit on any of the directors by way of remuneration or bonuses or other special payments that is in excess of an amount that fairly represents reasonable remuneration for services performed for the corporation by the director.

Item 4. This question **must** be answered if this application is being made under Section 212 of the Business Corporations Act.

Item 5. The name and business address of the person who will be responsible to produce the documents and records of the dissolved corporation for a period of six years under Section 226 of the Act.

The following information **must** be included:

- signature of person authorizing (*applicable for societies only*)
- name of person authorizing
- title
- identification (*not applicable for societies*)
- date

When the information is submitted to your service provider, identification of the authorized person/officer/director/declarant will be required, except for societies.

FOR SOCIETIES ONLY

Complete this form and return both copies (no fee required) to: Alberta Registries PO BOX 1007 STN MAIN EDMONTON AB T5J 4W6	Walk-in Service Corporate Registry John E. Brownlee Bldg. 10365 - 97 Street Edmonton, Alberta	For information call: Edmonton: (780) 427-2311 Toll-free: 310-0000 and then dial 427-2311
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