

NOTICE TO CLIENTS

RE: Accepting photocopies of supporting documents filed under the *Business Corporations Act (BCA)*, *Corporations Act (CA)* and *Extra-Provincial Corporations Act (EPCA)*

Due to the increased use of electronic products and services the Companies and Personal Property Security Branch has revised its policy concerning the acceptance of photocopies of supporting documents. The Companies and Personal Property Security Branch would like to inform its clients that effective May 2, 2005, the Branch will accept photocopies of most supporting documents filed under the *Business Corporations Act*, the *Corporations Act* and the *Extra-Provincial Corporations Act*. The photocopied documents must contain the signature of the individual, officer, director or official as required by the applicable legislation. All documents must be suitable for microfilming.

Original documents are still preferred; however, signed photocopies of the following documents will be accepted:

- **Legal opinions** concerning identical corporate names or legal opinions filed in support of Articles of Continuation or an Application for Authorization to Continue to Another Jurisdiction. Please note the photocopied document must be on legal letterhead and must contain the signature of an individual lawyer (not a law firm).
- **Certified incorporating documents and amending documents** filed in support of Articles of Continuation. The photocopied document must contain the signed certification by an official of the incorporating jurisdiction confirming that it is a photocopy of a document filed with their office.
- **Letter of Satisfaction or Authorization to Continue into Ontario** filed in support of Articles of Continuation. The photocopied document must contain the signature of the proper officer of the incorporating jurisdiction indicating that the body corporate is authorized under the laws of the jurisdiction in which it was incorporated/continued to apply for articles of continuance.
- **Certificate of Status** for an Extra-Provincial Corporation. The photocopied document must contain the information required under the applicable legislation with the appropriate signature or endorsement from the jurisdiction.

- **Consent to the name and/or objects of a corporation** where required. The photocopied document must contain the appropriate signature. This applies to all consents whether from a corporation, a government agency or municipality, an individual or an unincorporated organization. Where an individual is signing on behalf of a corporation, business or organization, as well as the signature, the name of the organization and the person's position or office must be set out.
- **Schedules required with Articles of Amalgamation filed under the BCA, Schedule A (statements under subsection 178(2) of the BCA) and Schedule B (amalgamation agreement (s.176 (4)) or directors resolutions (s. 177)).** The photocopied schedules must contain signature(s) of the appropriate officer(s) or director(s).

❖ *Photocopied amalgamation schedules that do not contain the required signature(s) will not be accepted.*

ORIGINAL SIGNED DOCUMENTS ARE STILL REQUIRED FOR THE FOLLOWING:

- **both copies of all incorporating or amending documents (i.e. Articles, Letters Patent and Applications) filed under the *Business Corporations Act, Corporations Act and Extra-Provincial Corporations Act***
- **certified copies of court orders filed with Articles of Arrangement and Articles of Reorganization.**

If you have any questions or comments regarding this notice, please contact the Companies Helpline at (416) 314-8880 or 1-800-361-3223 (toll-free in Ontario). TTY users may dial (416) 212-1476.