

CONSTITUTION

1. The name of the society is Greentree Village Community Centre Association (called the "Society");
2. Objects of the Society are:
 - a) to establish a non-profit organization for public service in the Municipality of Burnaby, in the Province of British Columbia;
 - b) to improve the residential life style of the residents of the Municipality of Burnaby, British Columbia, and, in particular, of the residents and owners of lands and premises, situate, lying and being in the Municipality of Burnaby, in the Province of British Columbia and more particularly known and described as:
 - 1) the strata lots and property comprised in Strata Plans Nos. N.W. 194, N.W. 208, N.W. 310, N.W. 440, and N.W. 603;
 - 2) Lots 3 - 35, District Lot 81, Plan 44533;
 - 3) Lots 43 - 67, District Lot 81, Plan 44669; and
 - 4) Lots 74 - 124, District Lots 73 and 81, Plan 47403.
(all of such lands and premises hereinafter called "Greentree Village")
 - c) to provide recreational benefits and facilities for the enjoyment and use of all the above residents, and in particular to operate and maintain a community centre on the lands and premises adjacent to Greentree Village known and described as:

Lot 126
District Lot 81
Group 1
Plan 48323
New Westminster District
 - d) to promote and develop recreational activities for the common good and social welfare of the above residents;
 - e) to assist, encourage, co-operate and participate with others engaged in undertakings consistent with the objects of the Society;

- f) to serve the interests of Strata Corporations, the owners of which are residents of the Municipality of Burnaby, and in particular, of Greentree Village;
- g) to enter into any arrangement with any authorities Federal, Provincial, Municipal, local or otherwise which may seem conducive to the attainment of the objects of the Society or any of them and to obtain from any such authorities any rights, privileges and concessions which the Society may think it desirable to obtain, and to carry out, exercise and comply with such arrangements, rights, privileges, and concessions; and
- h) to invest the funds of the Society in securities in which trustees are authorized by law to invest.

3. OPERATIONS

The operations of the Society will be carried on in the Municipality of Burnaby, in the Province of British Columbia.

4. WINDING UP

In the event that the Society shall be liquidated or wound-up, all of its property and assets then remaining, or future interests which but for such liquidation would vest in the Society, shall, after payment of all debts and liabilities, be transferred and conveyed in trust to a trust company duly registered under the Trust Companies Act of British Columbia, or similar legislation, and selected by the directors of the Society in office immediately prior to the liquidation or winding-up, to be distributed as it, in its sole discretion sees fit, to a recognized non-profit organization or organizations having objects altogether or in part similar to the objects of the Society and operating in the Province of British Columbia.

5. PROFITS

Any profits or other accretions to the Society shall be used for promoting its objects.

6. TRANSFER OF MEMBERSHIP

Membership in the Society shall not be transferable.

7. DISTRIBUTION OF INCOME AND PROPERTY

During and after the existence of the Society:

- a) no dividends shall be payable to a member;
- b) there shall be no distribution of the property of the Society to a member; and
- c) no part of the income of the Society, if any, shall be payable to or otherwise made available for the personal benefit of a member.

8. POWERS

In addition to the powers of the Society set forth in the Societies Act of British Columbia and subject to any restrictions therein, the Society shall possess all the powers and capacity of a natural person of full capacity as may be required to pursue its purposes.

This paragraph and paragraphs 4, 5, 6, 7 and 8 of this Constitution are unalterable.



CERTIFICATE OF CHANGE IN CONSTITUTION

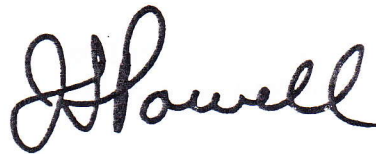
SOCIETY ACT

I Hereby Certify that **GREEN TREE VILLAGE COMMUNITY CENTRE ASSOCIATION** has changed its constitution by changing its purposes to the following:

- 2.
- (a) to establish a non-profit organization for public service in the Municipality of Burnaby, in the Province of British Columbia;
- (b) to improve the residential life style of the residents of the Municipality of Burnaby, British Columbia, and, in particular, of the residents and owners of lands and premises, situate, lying and being in the Municipality of Burnaby, in the Province of British Columbia and more particularly known and described as:
 - (1) the strata lots and property comprised in Strata Plans Nos. N.W. 194, N.W. 208, N.W. 310, N.W. 440, and N.W. 603 L.M.S. 2165;
 - (2) Lots 3 - 35, District Lot 81, Plan 44533;
 - (3) Lots 43 - 67, District Lot 81, Plan 44669; and
 - (4) Lots 74 - 124, District Lots 73 and 81, Plan 47403.(all of such lands and premises hereinafter called "Green Tree Village")
- (c) to provide recreational benefits and facilities for the enjoyment and use of all the above residents, and in particular to operate and maintain a community centre on the lands and premises adjacent to Green Tree Village known and described as:
 - Lot 126
 - District Lot 81
 - Group 1
 - Plan 48323
 - New Westminster District;
- (d) to promote and develop recreational activities for the common good and social welfare of the above residents;

- (e) to assist, encourage, co-operate and participate with others engaged in undertakings consistent with the objects of the Society;
- (f) to serve the interests of Strata Corporations, the owners of which are residents of the Municipality of Burnaby, and in particular, of Green Tree Village;
- (g) to enter into any arrangement with any authorities Federal, Provincial, Municipal, local or otherwise which may seem conducive to the attainment of the objects of the Society or any of them and to obtain from any such authorities any rights, privileges and concessions which the Society may think it desirable to obtain, and to carry out, exercise and comply with such arrangements, rights, privileges, and concessions; and
- (h) to invest the funds of the Society in securities in which trustees are authorized by law to invest.

*Issued under my hand and Seal of Office
at Victoria, British Columbia,
on January 28, 1998*



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

Form 10
(Sections 66 and 67)

I CERTIFY THIS IS A COPY OF A
DOCUMENT FILED ON

JAN 28 1998

Certificate of
Incorporation No. S-13626



²⁴ JOHN S. POWELL
REGISTRAR OF COMPANIES
PROVINCE OF BRITISH COLUMBIA

SOCIETY ACT

COPY OF RESOLUTION

The following is a copy of a special resolution passed in accordance with the by-laws of the Society on the 21st day of October, 1996

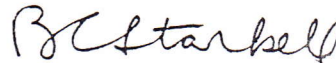
BE IT RESOLVED THAT the Constitution of the Society be amended by inserting before the semi colon at the end of paragraph 2 (b)(i) the words "L.M.S. 2165".

BE IT RESOLVED THAT the Bylaws of the Society be amended by deleting the existing Bylaws and replacing them with the attached Bylaws.

Dated the 7th day of January, 1998

Green Tree Village Community Centre Association

By



Bob C. Starkell,
Society Solicitor