



**Financial Services  
Commission  
of Ontario**  
5160 Yonge Street,  
Box 85  
Toronto ON M2N 6L9

**Commission des  
services financiers  
de l'Ontario**  
5160, rue Yonge  
C.P. 85  
Toronto ON M2N 6L9

Ontario Corporation Number  
*Numéro de la compagnie de l'Ontario*

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*À l'usage exclusif de la commission*

## Articles of Incorporation of a Co-operative Without Share Capital *Statuts consitutifs d'une coopérative sans capital social*

### Co-operative Corporations Act/ *Loi sur les sociétés coopératives*

1. The name of the co-operative is: *La dénomination sociale de la coopérative est:*  


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**ORGANIC FARM CO-OPERATIVE INC.**

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2. The head office is at the: *Le siège social est situé dans la:*  


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**VILLAGE**

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Status of Municipality/Statut de la municipalité

of *de*

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**FREELTON**

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Name of Municipality/Nom de la municipalité

in the *dans le*

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**REGIONAL MUNICIPALITY**

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County, etc. or District/Comté, etc. ou district

of *de*

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**HAMILTON-WENTWORTH**

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County, etc. or District/Comté, etc. ou district

3. The address of the head office is: *L'adresse du siège social est:*  


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**1812-2 BROCK ROAD**

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Street & Number or R.R. Number & if Multi-Office Building give Room No.  
*Rue et numéro ou numéro de la r.r. et s'il s'agit d'un immeuble à bureaux, indiquer le numéro du bureau*

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**FREELTON, ONTARIO** **L8B0Z4**

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Name of Municipality or Post Office Postal Code  
*Nom de la municipalité ou du bureau de poste* *Code postal*

4. The number (or minimum and maximum number) of directors is: *Le nombre (ou nombre minimal et maximal) d'administrateurs est:*

**A MINIMUM OF FIVE(5) AND A MAXIMUM OF FIFTEEN (15)**

5. The number (or minimum and maximum number) of directors each stakeholder group in a multi-stakeholder co-operative may elect is *Le nombre (ou nombre minimal et maximal) d'administrateurs que chaque groupement dans le cas d'une coopérative composée de partenaires multiples peut élire est:*

**GENERAL MEMBERS: A MINIMUM OF ONE (1) AND A MAXIMUM OF TWO (2)  
 PRIORITY BUYING MEMBERS: A MINIMUM OF ONE(1) AND A MAXIMUM OF THREE (3)  
 COMMITTED BUYING MEMBERS: A MINIMUM OF ONE (1) AND A MAXIMUM OF FOUR (4)  
 CO-OP LAND OWNERS: A MINIMUM OF TWO (2) AND A MAXIMUM OF SIX (6)**

6. The first directors are: *Les premiers administrateurs sont:*

Name in full, including all given names <i>Nom de famille y compris tous les prénoms</i>	Residential address, giving street and number or R.R. number and municipality or post office <i>Adresse personnelle, y compris la rue et le numéro, ou le numéro de la r.r., et la municipalité ou le bureau de poste</i>	Resident Canadian State Yes or No <i>Résident Canadien Indique vouio ou vnono</i>
ROYCE HAMER	1812-2 BROCK ROAD. FREELTON, ONTARIO L8B 0Z4	YES
RICHARD ARCHAMBAULT	15 AVALON PLACE, HAMILTON, ONTARIO I8M 1R2	YES
HUGH REILLY	144 CARLAW AVE. TORONTO, ONTARIO M1S 2J6	YES
PEARL McWATERS	350 RATHBURN RD. W. #1209 MISSISSAUGA, ONTARIO L5B 3Y2	YES
LEWIS INCZE	176 BLAIR RD. CAMBRIDGE, ONTARIO M1S 2J6	YES

7. Restrictions, if any, on the business the co-operative may carry on or on powers the co-operative may exercise:

*Restrictions imposées, le cas échéant, aux activités que la coopérative peut entreprendre ou aux pouvoirs qu'elle peut exercer:*

NONE

8. The amount of the minimum member loan, if any:

*Le montant du prêt minimal consenti par les membres, le cas échéant :*

NOT APPLICABLE

9. The restrictions on transfer of member loans are:

*Les restrictions sur les transferts de prêts consentis par les membres sont:*

NO MEMBER LOAN MAY BE TRANSFERRED WITHOUT THE CONSENT OF THE BOARD OF DIRECTORS, IN THE FORM OF A RESOLUTION PASSED BY THE BOARD AND ACCORDING TO THE PROCESS AS DEFINED IN THE BY-LAWS.

10. The amount of membership fee is:

*Le montant des frais d'adhésion est :*

GENERAL MEMBER - \$0.00  
PRIORITY BUYING MEMBER - \$100.00 ANNUAL MEMBERSHIP  
COMMITTED BUYING MEMBER - \$500.00 ANNUAL MEMBERSHIP  
CO-OP LAND OWNER - \$5,000.00 PER LAND UNIT (OR \$6,500 WITH A FIVE YEAR PAYMENT PLAN)

11. The classes of membership, if any, are:

*Les catégories de membres, le cas échéant, sont:*

FOUR CLASSES OF MEMBERSHIP

GENERAL MEMBERS  
PRIORITY BUYING MEMBERS  
COMMITTED BUYING MEMBERS  
CO-OP LAND OWNERS

12. The terms and conditions attaching to each class of membership are:

*Les conditions applicable à chaque catégorie de membres sont:*

GENERAL MEMBERS: MEMBERS OF THIS CLASS PURCHASE GOODS AND SERVICES FROM THE CO-OP FOR PERSONAL CONSUMPTION.  
PRIORITY BUYING MEMBERS: MEMBERS OF THIS CLASS CONTRIBUTE LABOR, MONEY OR OTHER SERVICES TO THE CO-OP.  
COMMITTED BUYING MEMBERS: MEMBERS OF THIS CLASS MUST MAKE AN ANNUAL COMMITMENT TO PURCHASE GOODS AND SERVICES FROM THE CO-OP.  
CO-OP LAND OWNERS: MEMBERS OF THIS CLASS HAVE AN OWNERSHIP INTEREST IN THE CO-OP'S PROPERTIES.

13. The stakeholder groups, if any, are:

*Les groupements de partenaires, le cas échéant, sont:*

THE CO-OPERATIVE HAS FOUR STAKEHOLDER GROUPS:

GENERAL MEMBERS' STAKEHOLDER GROUP  
PRIORITY BUYING MEMBERS' STAKEHOLDER GROUP  
COMMITTED BUYING MEMBERS' STAKEHOLDER GROUP  
CO-OP LAND OWNERS' STAKEHOLDER GROUP

14. The terms and conditions for membership in each stakeholder group are:

*Les conditions d'adhésion à chaque groupement de partenaires sont:*

GENERAL MEMBERS' STAKEHOLDER GROUP: MEMBERS OF THIS STAKEHOLDER GROUP ARE ALLOWED TO PURCHASE AVAILABLE GOODS AND SERVICES FROM THE CO-OP EQUAL TO A SPECIFIED PERCENTAGE OF THEIR MONTHLY FOOD BUDGET.  
PRIORITY BUYING MEMBERS' STAKEHOLDER GROUP: MEMBERS OF THIS STAKEHOLDER GROUP MUST ANNUALLY CONTRIBUTE SPECIFIED LABOR, MONEY OR SERVICES.  
COMMITTED BUYING MEMBERS' STAKEHOLDER GROUP: MEMBERS OF THIS STAKEHOLDER GROUP MUST MAKE SPECIFIED WEEKLY PURCHASES OF THE CO-OP'S AVAILABLE GOODS AND SERVICES.  
CO-OP LAND OWNERS' STAKEHOLDER GROUP: MEMBERS OF THIS STAKEHOLDER GROUP MUST MAINTAIN AN OWNERSHIP INTEREST VALUED AT \$5,000 OR MORE.

15. Special provisions, if any, are:

*Les dispositions spéciales, le cas échéant, sont:*

A. THE CO-OPERATIVE SHALL CARRY ON BUSINESS WITHOUT THE PURPOSE OF GAIN FOR ITS MEMBERS  
B. THE CO-OPERATIVE SHALL USE ANY PROFIT OR OTHER ACCRETIONS FOR THE PURPOSE OF PROMOTING ITS OBJECTS.  
C. UPON DISSOLUTION AND AFTER PAYMENT OF ALL DEBTS AND LIABILITIES, THE CO-OPERATIVE'S REMAINING PROPERTY SHALL BE DISTRIBUTED OR DISPOSED OF TO NON-PROFIT OR CHARITABLE ORGANIZATIONS CARRYING ON THEIR ACTIVITIES SOLELY IN CANADA.  
D. THE DIRECTORS;  
-SHALL SERVE WITHOUT REMUNERATION, AND  
-SHALL NOT RECEIVE, DIRECTLY OR INDIRECTLY, ANY PROFIT FROM THEIR POSITIONS AS DIRECTORS, BUT MAY BE PAID REASONABLE EXPENSES INCURRED IN THE PERFORMANCE OF THEIR DUTIES

Question 16 continued on next page  
*Question no. 16 continue à la page suivante*

16. The names and residential addresses of the incorporators are:

*Les noms et adresses personnelles des fondateurs sont:*

Full names, including all given names <i>Noms de famille compris tous les prénoms</i>	Full residential address, giving street and number or R.R. number and municipality or post office <i>Adresse personnelle, y compris la rue et le numéro ou le numéro de la r.r., et la municipalité ou le bureau de poste</i>
ROYCE HAMER	1812-2 BROCK RD. FREELTON, ONTARIO I8M 1R2
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LEWIS INCZE	76 BLAIR RD. CAMBRIDGE, ONTARIO M1S 2J6

These articles are signed in duplicate.

*Les présents statuts sont signés en double exemplaires.*

Signatures of Incorporators  
*Signatures des fondateurs*

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