

**PROPOSED REVISED ARTICLES OF ASSOCIATION  
PIGEON LAKE WATERSHED ASSOCIATION  
(the “Society”)**

It is proposed that the Society amend the Articles of Association as follows (deletions are shown by strike-through and additions are shown in bold):

1. The name of the Society is PIGEON LAKE WATERSHED ASSOCIATION.
2. The objects of the Society are:
  - ~~(a) — preserve, protect and enhance the aquatic ecosystem and lake environment of Pigeon Lake, Alberta, through the development of programs for the Pigeon Lake Watershed and;~~
  - ~~(b) — to undertake activities to restore the level of Pigeon Lake, Alberta, to prior set and agreed upon levels and;~~
  - ~~(c) — to undertake activities to restore the fish habitat of Pigeon Lake, Alberta.~~
  - (a) To organize or participate in environmental projects designed to preserve and protect flora and fauna, lakes and rivers, and the environment in general.**
  - (b) To educate and increase the public’s awareness and understanding of the environment and its importance by offering seminars, conferences and meetings, and by collecting and disseminating information on that topic.**
  - (c) To conduct research relating to the environment and to disseminate to the public the results of such research for educational purposes.**
3. For the further attainment of the above objectives, the Society may do or cause to be done all such things as are ~~incidental or conducive~~ **ancillary and incidental** to the foregoing including the following:
  - (a) to use, apply, give, devote, accumulate or distribute from time to time all or part of the fund or funds of the Society and/or the income therefrom in such manner as will promote the objects of the Society.
  - (b) for the further attainment of the above objects, to acquire, accept, solicit or receive by purchase, lease, contract, donation, legacy, gift, grant, bequest or otherwise, any kind of real or personal property; and to enter into and carry out agreements, contracts and undertakings incidental thereto;
  - (c) for the further attainment of the above objects, to hold, manage, sell or convert any of the real or personal property from time to time owned by the Society and to invest and reinvest any principal in such manner as may from time to time be determined;
  - (d) for the further attainment of the above objects, to employ and pay such assistants, clerks, agents, representatives and employees, and to procure, equip and maintain such offices or other facilities and to incur such reasonable expenses as may be necessary;

- (e) for the further attainment of the above objects, to enter into such contracts or other arrangements with any authority, whether federal, provincial, municipal, local or otherwise, as may seem conducive to the Society's objects or any of them and to obtain from any such authority any rights, privileges and concessions which the Society may so desire to obtain, carry out, exercise or comply with;
  - (f) to acquire, accept, solicit or receive by purchase, lease contract, donation, legacy, gift, grant, bequest or otherwise, any kind of property and to enter into and carry out agreements, contracts and undertakings incidental thereto;
  - (g) to hold, manage, sell or convert any of the property from time to time owned by the Society.
4. The operations of the Society are to be carried on in the Province of Alberta.
5. The objects of the Society shall be carried on without the purpose of gain for its members and any monies or other property of the Society shall be used solely to promote its objects.
- ~~6. Upon the dissolution of the Society and after the payment of all debts and liabilities, its remaining property shall be distributed or disposed of to organizations that have objects similar to those of the Society.~~ **Upon dissolution and after the payment of all debts and liabilities, all remaining assets will be given to a qualified donee described in subsection 149.1(1) of the *Income Tax Act*.**
7. This application may be executed in counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.

DATED this \_\_\_ day of February 2009.

FILED with Registrar of Corporations, Province of Alberta, \_\_\_\_\_, 2009.