

Ontario  
**CERTIFICATE**

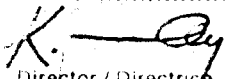
This is to certify that these articles  
are effective on

**CERTIFICAT**

Ceci certifie que les présents statuts  
entrent en vigueur le

1842502

**FEBRUARY 01 FÉVRIER, 2011**



Director / Directrice  
Business Corporations Act / Loi sur les sociétés par actions

**ARTICLES OF AMALGAMATION  
STATUTS DE FUSION**

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)  
*Dénomination sociale de la société de la fusion : (Écrire en LETTRES MAJUSCULES SEULEMENT)*

C	I	C		M	A	N	A	G	E	M	E	N	T		S	E	R	V	I	C	E	S		I	N	C	.		

2. The address of the registered office is:  
*Adresse du siège social:*

105 SIX POINT ROAD

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 édifice à bureaux, numéro du bureau*

ETOBICOKE

ONTARIO

M 8 Z 2 X 3

Name of Municipality or Post Office/  
*Nom de la municipalité ou du bureau de poste*

Postal Code / Code postal

3. Number of directors is: Fixed number  
*Nombre d'administrateurs : Nombre fixe*


OR minimum and maximum  
*OU minimum et maximum*

1	10

4. The director(s) is/are: / *Administrateur(s) :*

First name, middle names and  
surname  
*Prénom, autres prénoms et nom de  
famille*

JOHN ZANINI

Address for service, giving Street & No. or R.R. No.,  
Municipality, Province, Country and postal code  
*Domicile élu, y compris la rue et le numéro ou le le  
numéro de la R.R., le nom de la municipalité, la  
province, le pays et le code postal*

105 SIX POINT ROAD  
ETOBICOKE, ONTARIO  
M8Z 2X3

Resident Canadian  
State 'Yes' or 'No'  
*Résident canadien  
Oui/Non*

YES

5. Method of amalgamation, check A or B  
*Méthode choisie pour la fusion - Cocher A ou B*

**A - Amalgamation Agreement / Convention de fusion :**



The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176(4) of the *Business Corporations Act* on the date set out below.  
*Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176 (4) de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.*

or  
ou

**B - Amalgamation of a holding corporation and of one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mere avec une ou plusieurs de ses filiales ou fusion de filiales :**



The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.  
*Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.*

The articles of amalgamation in substance contain the provisions of the articles of incorporation of  
*Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de*

**CIC MILLWORK LIMITED**

and are more particularly set out in these articles.  
*et sont énoncés textuellement aux présents statuts.*

Names of amalgamating corporations <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i>		
		Year <i>année</i>	Month <i>mois</i>	Day <i>jour</i>
CIC MILLWORK LIMITED	755847	2011	01	13
CIC MANAGEMENT SERVICES INC.	2270421	2011	01	13

6. Restrictions, if any, on business the corporation may carry on or powers the corporation may exercise.  
*Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.*

NONE

7. The classes and any maximum number of shares that the corporation is authorized to issue:  
*Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre:*

- (a) an unlimited number of Preference Shares; and
- (b) an unlimited number of Common Shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:  
*Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série:*

### **Preference Shares**

#### **(a) Dividend – Preference Shares**

The holders of the Preference Shares shall be entitled to receive and the Corporation shall pay thereon out of the monies of the Corporation properly applicable to the payment of dividends in any fiscal year, such dividends in any fiscal year as the board of directors in its discretion may by resolution determine.

#### **(b) Participation in Assets on Dissolution – Preference Shares**

In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of the preference shares shall be entitled to receive, in priority to any distribution to the holders of the common shares, an amount equal to One Dollar (\$1.00) per share, together with all declared and unpaid dividends thereon (the "Preference Redemption Price"); provided that there shall be no further participation in the property and assets of the Corporation by the holders of the Preference Shares.

#### **(c) Redemption of Preference Shares at the option of the Corporation**

The Corporation shall have the right, at its option, at any time or times, to redeem all or any portion of the Preference Shares on payment of an amount equal to the Preference Redemption Price for each share.

In all cases of redemption, one (1) days' written notice ("Notice of Redemption") shall be given to the respective shareholders whose shares are to be redeemed. The Notice of Redemption shall set out:

- (1) the number of shares to be redeemed, if only part of the shares held by the shareholder to whom such notice is addressed are to be redeemed;
- (2) the Preference Redemption Price;
- (3) the date on which the redemption is to take place ("Redemption Date"); and
- (4) the place where such shares will be redeemed.

On or after the Redemption Price, the Corporation shall pay the Preference Redemption Price to the holders of the Preference Shares to be redeemed, on presentation and surrender of the certificate or certificates for such shares, duly endorsed, at the place specified in the Notice of Redemption. The Corporation shall have the right to satisfy the Preference Redemption Price by the issuance of a promissory note or notes.

#### **(d) Voting Rights – Preference Shares**

Except as provided in the *Business Corporations Act* (Ontario), as amended or re-enacted from time to time, the holder of a Preference Share shall not be entitled to vote at any meeting of the shareholders of the Corporation, but shall be entitled to notice of meetings of shareholders called for the purpose of authorizing the dissolution of the Corporation or the sale of its undertaking or a substantial part thereof and shall be entitled to receive all reports and other communications which are sent by the Corporation to the holders of the Common Shares.

(e) Purchase of Preference Shares

The Corporation may at any time or times purchase or otherwise acquire all or any part of the Preference Shares for the Preference Redemption Price for each Preference Share.

**Common Shares**

(a) Dividend – Common Shares

The holders of the Common Shares shall be entitled to receive and the Corporation shall pay thereon if, as and when declared by the board of directors of the Corporation properly applicable to the dividends in any financial year as the board of directors may by resolution determine.

(b) Participation in Assets on Dissolution – Common Shares

In the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of the Common Shares shall be entitled to receive, subject to the prior rights of the holders of the Preference Shares, of any series, all of the remaining property and assets of the Corporation.

(c) Voting Rights – Common Shares

The holder of a common share shall be entitled to one (1) vote for each Common Share held, at any meeting of shareholders of the Corporation other than meetings of the holders of another class of shares.

(d) Purchase of Common Shares

The Corporation may at any time or times purchase or otherwise acquire all or any part of the Common Shares.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:  
*L'émission, le transfert ou la propriété est/n'est pas restreinte. Les restrictions, s'il y a lieu, sont les suivantes:*

No Shares of the Corporation shall be transferred without the consent of the directors of the Corporation expressed by a resolution passed by the board of directors or by an instrument or instruments in writing signed by all of the directors then in office.

10. Other provisions, (if any):  
*Autres dispositions, s'il y a lieu:*

1. The number of shareholders of the Corporation exclusive of persons who are in the employment of the Corporation, and exclusive of persons who, having been formerly in the employment of the Corporation were while in that employment, and have continued after termination of that employment to be, shareholders of the Corporation, is limited to not more than 50, 2 or more persons who are the joint registered owners of 1 or more shares being counted as one shareholder;
  2. Any invitation to the public to subscribe for securities of the Corporation is prohibited;
  3. The Corporation may purchase any of its Common Shares;
  4. Subject to the provisions of the *Business Corporations Act* (Ontario), as amended or re-enacted from time to time, the directors may, without authorization of the shareholders:
    - (a) borrow money on the credit of the Corporation;
    - (b) issue, re-issue, sell or pledge debt obligations of the Corporation;
    - (c) give a guarantee on behalf of the Corporation to secure performance of an obligation of any person;
    - (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation owned or subsequently acquired, to secure any obligation of the Corporation; and
    - (e) by resolution, delegate any or all such powers to a director, a committee of directors or an officer of the Corporation.
  5. Articles of Dissolution may be filed when authorized by at least 51% of the votes of all shareholders entitled to vote at a meeting of shareholders duly called to authorize the dissolution.
11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".  
*Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les sociétés par actions constituent l'annexe A.*
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".  
*Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.*

These articles are signed in duplicate.  
 Les présents statuts sont signés en double exemplaire.

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / **Nom et signature originale d'un administrateur or d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur or un dirigeant habilité peut signer au nom de la société.**

### CIC MILLWORK LIMITED

Names of Corporations / Dénomination sociale des sociétés

By / Par

1

Signature / Signature

John Zanini

Print name of signatory /  
 Nom du signataire en lettres moulées

Director

Description of Office / Fonction

### CIC MANAGEMENT SERVICES INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

1

Signature / Signature

John Zanini

Print name of signatory /  
 Nom du signataire en lettres moulées

Director

Description of Office / Fonction

**Schedule A-1**

**STATEMENT OF DIRECTOR**

I, John Zanini, state that:

1. I am a director of CIC Millwork Limited, one of the amalgamating corporations (hereinafter called the "Corporation").
2. I have conducted such examinations of the books and records of the Corporation and have made such inquiries and investigations as are necessary to enable me to make this declaration.
3. I have satisfied myself that there are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamating corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

MADE AS OF the 13<sup>th</sup> day of January, 2011.



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JOHN ZANINI, director



**Schedule A-2**

**STATEMENT OF DIRECTOR**

I, John Zanini, state that:

1. I am a director of CIC Management Services Inc., one of the amalgamating corporations (hereinafter called the "Corporation").
2. I have conducted such examinations of the books and records of the Corporation and have made such inquiries and investigations as are necessary to enable me to make this declaration.
3. I have satisfied myself that there are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamating corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

MADE AS OF the 13<sup>th</sup> day of January, 2011.

  
\_\_\_\_\_  
JOHN ZANINI, director

**Schedule B-1**

**CERTIFIED RESOLUTION OF THE SOLE DIRECTOR**

**OF**

**CIC MILLWORK LIMITED  
(the "Corporation")**

WHEREAS it is intended that the Corporation and the Subsidiary (as hereinafter defined) be amalgamated;

RESOLVED THAT:

1. The amalgamation of the Corporation and its wholly owned subsidiary, CIC Management Services Inc. (the "Subsidiary"), under the *Business Corporations Act* (Ontario) (the "Act"), pursuant to sections 174, 177, 178 and 179 of the Act, be and the same is hereby approved;
2. Upon the issuance of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Subsidiary under its articles of incorporation and of any act done thereunder, all shares of the capital of the Subsidiary, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. The Articles of Amalgamation of the amalgamated corporation shall be the same as the Articles of Amalgamation (as amended) of the Corporation;
4. The name of the amalgamated corporation shall be "CIC MANAGEMENT SERVICES INC.", being the corporate name of the Subsidiary;
5. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation;
6. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
7. The proper officers and directors of the Corporation, or any one of them, are hereby authorized to do and perform all acts and things, including the execution of documents, necessary or desirable to give effect to the foregoing resolutions.

The undersigned hereby certifies that the foregoing is a true and complete copy of a resolution of the board of directors of the Corporation, is duly executed as of January 13, 2011, and that a true copy of the said resolution remains in full force and effect unamended, at the date of this certificate.

MADE AS OF the 13<sup>th</sup> day of January, 2011.

  
\_\_\_\_\_  
JOHN ZANINI, director

**Schedule B-2**

**CERTIFIED RESOLUTION OF THE SOLE DIRECTOR**

**OF**

**CIC MANAGEMENT SERVICES INC.  
(the "Corporation")**

WHEREAS it is intended that the Corporation and the Parent (as hereinafter defined) be amalgamated;

RESOLVED THAT:

1. The amalgamation of the Corporation and its holding body corporate, CIC Millwork Limited (the "Parent"), under the *Business Corporations Act* (Ontario) (the "Act"), pursuant to sections 174, 177, 178 and 179 of the Act, be and the same is hereby approved;
2. Upon the issuance of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Corporation under its articles of incorporation and of any act done thereunder, all shares of the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. The Articles of Amalgamation of the amalgamated corporation shall be the same as the Articles of Amalgamation (as amended) of the Parent;
4. The name of the amalgamated corporation shall be "CIC MANAGEMENT SERVICES INC.", being the corporate name of the Corporation;
5. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Parent;
6. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
7. The proper officers and directors of the Corporation, or any one of them, are hereby authorized to do and perform all acts and things, including the execution of documents, necessary or desirable to give effect to the foregoing resolutions.

The undersigned hereby certifies that the foregoing is a true and complete copy of a resolution of the board of directors of the Corporation duly executed as of January 13, 2011, and that a true copy of the said resolution remains in full force and effect unamended, at the date of this certificate.

MADE AS OF the 13<sup>th</sup> day of January, 2011.

  
\_\_\_\_\_  
JOHN ZANINI, director



Application

## 2016 Development Approval

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> <b>Toronto &amp; East York</b><br>Toronto City Hall<br>100 Queen Street West<br>Toronto, ON M5H 2N2<br>416-392-7539 | <input type="checkbox"/> <b>North York</b><br>North York Civic Centre<br>5100 Yonge Street<br>Toronto, ON M2N 5B7<br>416-395-7000 | <input type="checkbox"/> <b>Scarborough</b><br>Scarborough Civic Centre<br>150 Borough Drive<br>Toronto, ON M1P 4N7<br>416-396-7526 | <input checked="" type="checkbox"/> <b>Etobicoke York</b><br>2 Civic Centre Court<br>Toronto, ON M9C 5A3<br>416-394-8002 |
|--|---|---|--|

### Application(s) for: (please check all applicable boxes)

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> Official Plan Amendment   | <input type="checkbox"/> Zoning By-law Amendment   | <input checked="" type="checkbox"/> Site Plan Control | <input type="checkbox"/> Part Lot Control |
| <input type="checkbox"/> Draft Plan of Subdivision | <b>Draft Plan of:</b> <input type="checkbox"/> Standard/Phased/Leasehold Condominium<br><input type="checkbox"/> Common Elements/Vacant Land Condominium |   |   |

### Public Record Notice

The information collected on this form is considered to be a public record as defined by section 27 of the Municipal Freedom of Information and Protection of Privacy Act.

### Acknowledgement of Public Information

The applicant grants the City permission to reproduce, in whole or in part, any document submitted as part of a complete application for internal use, inclusion in staff reports or distribution to the public for the purpose of application review. The applicant agrees to provide a reasonable number of copies of any such document, or parts thereof, in paper and/or electronic form, to the City for internal use and distribution to the public for the purposes of application review.

Address of Subject Lands (Street Number/Name): <u>4187 Dundas St. W.</u>		
Describe location (closest major intersection, what side of the street is the land located): <u>South-East Corner of Dundas and Prince Edward.</u>		
Legal Description: <u>CON C FTH PT LOT 10</u>		
Registered Owner(s) of subject land (as it appears on Deed/Transfer): <u>CIC Management Services Inc.</u>		Business E-mail:
Business Address: <u>105 Six Point Rd</u>	City: <u>Etobicoke</u>	Postal Code: <u>M8Z 2X3</u>
Business Telephone (area code + number): <u>416-236-9800</u>	Business Fax (area code + number): <u>416-236-9080</u>	
Applicant name (in full): <u>Alyssa Trivelli</u>	Business E-mail: <u>a.trivelli@dunpar.ca</u>	
Applicant is: <input type="checkbox"/> Owner <input type="checkbox"/> Lawyer <input type="checkbox"/> Architect <input type="checkbox"/> Planner <input type="checkbox"/> Contractor <input checked="" type="checkbox"/> Other: <u>Employee</u>		
Business Address: <u>105 Six Point Rd.</u>	City: <u>Etobicoke</u>	Postal Code: <u>M8Z 2X3</u>
Business Telephone (area code + number): <u>416-236-9800 x.234</u>	Business Fax (area code + number): <u>416-236-9080</u>	

### This section for Office Use Only

File No(s): 06 106656 WET 05 SA

Date Received: March 15, 2016

Ward: 05

Staff Contact: \_\_\_\_\_

Phone Number: \_\_\_\_\_



Application  
**2016 Development Approval**

**Proposal Details**

**The following information is required to expedite the evaluation of a Complete Application by the City.**

If known, has the subject lands ever been the subject to and/or is within 120m of lands that have been subject to an application under the Planning Act for approval of a Draft Plan of Subdivision, Draft Plan of Condominium, Consent, Zoning By-law Amendment, Official Plan Amendment, Minor Variance, or Site Plan Control application(s)?

☒ Yes    ☐ No    ☐ Unknown

If Yes, please provide the file number(s) and status of the application(s). If for an Official Plan Amendment, also provide purpose and effect of amendment and the address of the lands affected.

- ByLaw No. 1315-2011 (OMB)  
- A437/11 EXK.  
- A554/12 EXK

If known, are the subject lands within an area of archaeological potential?    ☐ Yes    ☐ No    ☒ Unknown

Is the subject land designated under the Ontario Heritage Act?    ☐ Yes    ☒ No

If known, are there any easements or restrictive covenants affecting the subject lands?

☐ Yes    ☒ No    ☐ Unknown

If Yes, please provide the instrument number(s), and description of each easement and/or covenant and its effect.

Does the proposal remove lands from Employment areas?    ☐ Yes    ☒ No    ☐ Unknown

Does the subject lands contain six or more dwelling units?    ☒ Yes    ☐ No

If Yes, are any of the dwelling units residential rental units?    ☐ Yes    ☒ No    Number of rental units \_\_\_\_\_

**If the answer to both questions above is yes, a "Rental Housing Demolition and Conversion Screening and Declaration" form is required to be submitted to the district Planning Consultant, Customer Service.**

The application(s) for Official Plan Amendment / Zoning By-law Amendment / Draft Plan of Subdivision / Draft Plan of Condominium is/are consistent with the Provincial Policy Statement.    ☐ Yes    ☐ No    *N/A*

The application(s) for Official Plan Amendment / Zoning By-law Amendment / Draft Plan of Subdivision / Draft Plan of Condominium conforms to or does not conflict with any Provincial Plans (ie. the Growth Plan for the Greater Golden Horseshoe and/or the Greenbelt Plan).    ☐ Yes    ☐ No    *N/A*

Application

# 2016 Development Approval

## Declaration of Land Owner(s)

I/We CIC Management Services Inc. do solemnly declare that  
(please print)

Check or complete either a) or b):

☒ a) As of the date of this application, I am the registered owner of all of the lands described in the application.

Name of land owner CIC Management Services Inc. Signature [Signature]  
(please print)  
Address of land owner 105 Six Point Rd, Etobicoke ON Date March 14, 2016

☐ b) As of the date of this application, I am NOT the registered owner of all of the lands described in the application. I confirm that all owners of the lands described in the application (enumerated in attached list) have been notified of the application being made on their properties and furnish the permissions of those land owners whose signatures are affixed immediately below:

Name of land owner \_\_\_\_\_ Signature \_\_\_\_\_  
(please print)

Address of land owner \_\_\_\_\_ Date \_\_\_\_\_

Name of land owner \_\_\_\_\_ Signature \_\_\_\_\_  
(please print)

Address of land owner \_\_\_\_\_ Date \_\_\_\_\_

**Note:** If more space is needed for additional land owners, please attach a separate sheet.

A comprehensive list identifying each property included in the lands described in the application must also be attached, together with the name and address of the property owner notified and an indication as to whether or not the owner has furnished permission for the application. Those owners indicated on the list as having furnished permission must also have their signatures affixed above.

## Authorization of Agent

I/We CIC Management Services Inc. authorize Alyssa Trinelli  
(please print) (please print)

to act as an agent and sign the application form to the City of Toronto on my/our behalf for the lands known as:

4187 Dundas St. W.  
Name of land owner CIC Management Services Inc. Signature [Signature] Date March 14, 2016  
(please print)

Name of land owner \_\_\_\_\_ Signature \_\_\_\_\_ Date \_\_\_\_\_  
(please print)

Signature of signing Officer(s) of Corporation \_\_\_\_\_ Corporate Seals, if applicable

Signature of signing Officer(s) of Corporation \_\_\_\_\_

Application  
**2016 Development Approval**

**Declaration of Applicant**

I Alyssa Trivelli, do solemnly declare that  
(please print)

1. I have examined the contents of the application, certify that the information submitted with it is accurate and concur with the submission of the application.
2. Enclosed is the required fee, which I certify is accurate, and the prescribed information and supporting documentation required for each application. I agree to pay any further costs which may be determined as these applications are reviewed.

Name of applicant Alyssa Trivelli  
(please print)

Applicant's Signature [Signature] Date March 14, 2016

Signature of owner/agent \_\_\_\_\_ Date \_\_\_\_\_