



Province of Prince Edward Island

Form 8

Supplementary Letters Patent

(Pursuant to the *Companies Act* R.S.P.E.I. 1988, Cap. C-14, S.18, S.37)

Dated 20 October 2011

Supplementary Letters Patent *issued to*

FRIENDS OF COVEHEAD-BRACKLEY BAY LTD.

By the Minister Responsible for the Companies Act

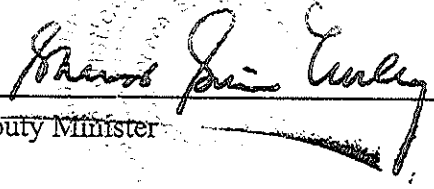
To All to Whom These Presents Shall Come, Greeting:

Whereas, the *Companies Act*, R.S.P.E.I. 1988, Cap. C-14, provides that the Minister may, by supplementary letters patent, confirm a resolution or bylaw passed by a vote of at least two-thirds in value of the total shareholders of the company at a special general meeting called for the purposes of extending the powers of the company to such other purpose and objects within the purview of the Act, or reducing, limiting, amending or varying such powers or any of the provisions of the letters patent or supplementary letters patent issued to the company as may be defined in the resolution, or, increasing or decreasing the capital stock of the company, or subdividing the shares or consolidating or dividing share capital into shares of larger amounts than its existing shares.

And whereas, in accordance with the foregoing the above company has passed the resolution or bylaw which is attached hereto and forms part thereof.

Therefore, the Minister under the provisions of the Act does grant these supplementary letters patent confirming the said resolution or bylaw amending the provisions of the existing letters patent and supplementary letters patent.

Dated at Charlottetown, Prince Edward Island, the 20 day of October, 2011.


Deputy Minister



Form 7
Application for Supplementary Letters Patent
Companies Act, R.S.P.E.I. 1988, Cap. C-14, S.18, S.36

OCT 20 2011

To: The Minister

Consumer Corporate
& Insurance Service

1.

Friends of Covehead-Brackley Bay Ltd

(name of company)

hereby makes application for Supplementary Letters Patent changing the provisions of the Letters Patent as follows:

Delete all Purposes and Replace with the following Charitable Purposes:

To organize or participate in environmental projects designed to preserve and protect flora and fauna; preserve, protect and restore rivers; or improve the ecological condition of Covehead-Brackley Bay.

To educate or increase the public's understanding of the environment and its importance by offering courses, seminars, conferences and meetings and by collecting and disseminating information on that topic.

To conduct research relating to the environment and to disseminate the results of such research.

Amend the dissolution clause contained under Article 16 of our Memorandum of Agreement to read as follows:

Upon the dissolution of the corporation and after payment of all debts and liabilities, its remaining property shall be distributed to or disposed of to charities registered under the Income Tax Act (Canada)

2.

A special resolution approving the change of provisions in the Letters Patent was passed by a vote of at least two-thirds in value of the total shareholders of the company at a special general meeting held for that purpose on Oct 19

20 11

DATED this 19th day of October, 20 11.

Witness

President

Witness

Secretary

AFFIDAVIT

I, Vernon Smithers of West Covehead
in the County of Queens, Province of Prince Edward Island.

MAKE OATH AND SAY AS FOLLOWS:

1. That I am President of Friends of Covehead-Brackley Bay Ltd. and as such have a personal knowledge of the facts herein deposed.
2. THAT the application for the Supplementary Letters Patent of the company is true and correct and is made in good faith and not for any improper purpose and are necessary and expedient in the best interests of the company.

SWORN TO before me at Charlottetown
in Queens
County, Province of Prince Edward Island, this 20th
day of October, 20 11

Joan Mac Kay
A Commissioner for Taking
Affidavits in the Supreme Court

Vernon Smithers

(This application must be filed in duplicate.)

NOTE TO FILE: RE SUPPLEMENTARY LETTERS PATENT FCBB

On October 28, 2011 Supplementary Letters Patent (Form 8) were issued to FRIENDS OF COVEHEAD-BRACKLEY BAY LTD and Charitable Status was awarded by the Federal Government and ratified by the PEI Minister responsible for the Companies Act and signed by Deputy-Minister Curley.

The main change: Article V, Schedule "A" of our original letters patent dated November 29, 2001 was deleted and replaced by the following charitable purposes:

To organize or participate in environmental projects designed to preserve and protect flora and fauna; preserve, protect and restore rivers; or improve the ecological condition of Covehead-Brackley Bay.

To educate and increase the public's understanding of the environment and its importance by offering courses, seminars, conferences and meetings and by collecting and disseminating information on that topic.

To conduct research relating to the environment and to disseminate the results of such research.

The dissolution clause under Article 16 has been amended to read as follows

Upon the dissolution of the corporation and after payment of all debts and liabilities, its remaining property shall be distributed to or disposed of to charities registered under the *Income Tax Act* (Canada)

Prepared by Verner Smitheram, Chair

21 March, 2012