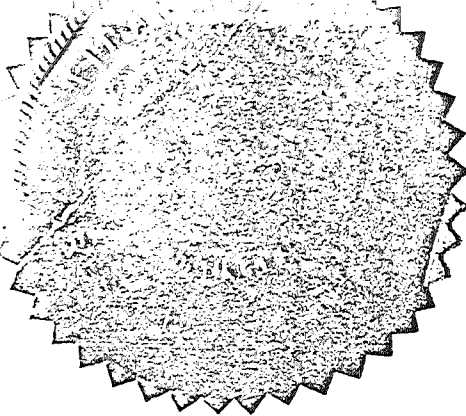


Amma



Province of ONTARIO

By the Honourable A. B. R. LAWRENCE,
MINISTER OF FINANCIAL AND COMMERCIAL AFFAIRS

To all to whom these Presents shall come
Greeting

Whereas *The Corporations Act provides that with the exceptions therein mentioned the Lieutenant Governor may in his discretion, by Letters Patent, issue a Charter to any number of persons, not fewer than three, of twenty-one or more years of age, who apply therefor, constituting them and any others who become shareholders or members of the corporation thereby created a corporation for any of the objects to which the authority of the Legislature extends;*

And Whereas *by the said Act it is further provided that the member of the Executive Council to whom the administration of this Act is assigned may in his discretion and under the Seal of his office have, use, exercise and enjoy any power, right or authority conferred by the said Act on the Lieutenant Governor;*

And Whereas *it has been made to appear that the persons herein named have complied with the conditions precedent to the issue of the desired Charter and that the said undertaking is within the scope of the said Act;*

Now Therefore Know Ye *that, being the member of the Executive Council to whom the administration of this Act is assigned,*
I do by these Letters Patent *issue a Charter to the Persons hereinafter named that is to say:*

Brian Anthony Barrett, Brian George Kelly and Peter Douglas Middleton, Executives, and Donald Alfred Chant, Professor; all of The Municipality of Metropolitan Toronto, in the Province of Ontario; and Ralph Owen Brinkhurst, of the Town of Port Credit, in the County of Peel and Province of Ontario, Professor; constituting them and any others who become members of the Corporation hereby created a corporation without share capital under the name of

THE POLLUTION PROBE FOUNDATION

for the following objects, that is to say:

Subject to The Mortmain and Charitable Uses Act and The Charitable Gifts Act:

- (a) TO receive and maintain a fund or funds and to apply from time to time all or part thereof and or the income therefrom for charitable purposes;
- (b) For the attainment of the above objects: 1. TO foster public understanding of the nature and extent of deterioration of the Canadian environment and of the outstanding opportunities that exist in Canada to restore and preserve an environment of exceptional quality; 2. TO provide for the holding of educational lectures, seminars, exhibitions, public and private meetings, classes and conferences on the subject of our

environment; 3. TO expedite the formation of local and regional citizens' groups in many parts of Ontario for the purpose of identifying major environmental problems, searching for methods of correcting these problems and demonstrating the role which citizens can play in the solution of their own environmental problems; and 4.

TO undertake or to sponsor all forms of scientific research relating to the protection of our environment;

(c) TO do all such things as are incidental or conducive to the attainment of the above objects and in particular:

1. TO use, apply, give, devote, accumulative or distribute from time to time all or part of the fund or funds of the Corporation and/or the income therefrom for charitable purposes by such means as may from time to time seem expedient to its directors, including research, publication, education and the establishment and maintenance of charitable activities, agencies or institutions and the aid of any such activities, agencies or institutions already established;
2. TO use, apply, give, devote, accumulate or distribute from time to time all or part of the fund or funds of the Corporation and/or the income therefrom for charitable purposes, to or for any charitable organization or organizations which in the judgment of the directors of the Corporation will promote the objects of the Corporation;
3. 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;
4. 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 Corporation; 5. For the further attainment of the above objects, to exercise all voting rights and to authorize and direct the execution and delivery of proxies in connection with any shares or obligations in any company or corporation owned by the Corporation; 6. For the further attainment of the above objects, in connection with any company or corporation in which the Corporation may at any time hold shares or obligations, to take up the proportion of any increased capital to which as holders of such shares or obligations it may be entitled, and to purchase any additional shares or obligations in such company or corporation; to join in any plan for the reconstruction of such company or corporation or for the amalgamation of such company or corporation or for the sale of the assets of such company or corporation or any part thereof, and in pursuance of such plan to accept any shares or obligations in lieu of or in exchange for the shares or obligations held by the Corporation in such company or corporation; and to enter into any pooling or other agreement in connection with the shares or obligations held by the Corporation in such company or corporation, and in case of sale thereof to give any options considered advisable; and to give consent to the creation of any mortgage, lien or indebtedness by any company or corporation whose shares or obligations are held by the Corporation; 7. For the further attainment of the above objects, to acquire, accept, solicit or receive any gift of real or personal property, either as an annual or other contribution or as an addition to the fund or funds of the Corporation; and

8. 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 and other facilities and to incur such reasonable expenses as may be necessary;

PROVIDED, however, that it shall not be lawful for the Corporation hereby incorporated directly or indirectly to transact or undertake any business within the meaning of The Loan and Trust Corporations Act;

THE HEAD OFFICE of the Corporation to be situate in the said The Municipality of Metropolitan Toronto; and

THE FIRST DIRECTORS of the Corporation to be Brian Anthony Barrett, Donald Alfred Chant, Ralph Owen Brinkhurst, Brian George Kelly and Peter Douglas Middleton, hereinbefore mentioned;

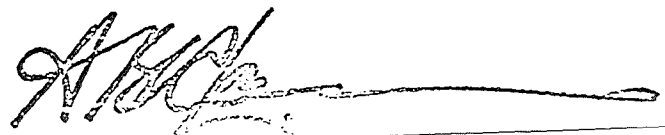
AND IT IS HEREBY ORDAINED AND DECLARED that the Corporation shall be carried on without the purpose of gain for its members and any profits or other accretions to the Corporation shall be used in promoting its objects;

AND IT IS HEREBY FURTHER ORDAINED AND DECLARED that, upon the dissolution of the Corporation and after the

payment of all debts and liabilities, its remaining property shall be distributed or disposed of to charitable organizations which carry on their work solely in Canada;

AND IT IS HEREBY FURTHER ORDAINED AND DECLARED that the directors shall serve as such without remuneration, and no director shall directly or indirectly receive any profit from his position as such; provided that a director may be paid reasonable expenses incurred by him in the performance of his duties.

Given under my hand and Seal of office at the City of Toronto in the said Province of Ontario this eighteenth day of February in the year of Our Lord one thousand nine hundred and seventy-one.

A handwritten signature in dark ink, appearing to be 'A. B. C.', followed by a long horizontal line extending to the right.

Dated February 18, A.D. 1971

Province of
ONTARIO

Letters
Patent
Incorporating

THE POLLUTION PROBE FOUNDATION

Recorded this
day of
as Number

11TH
MARCH A.D. 1971
240524