

**MEMORANDUM OF ASSOCIATION**

(Cooperative Association Act, Section 11 (a) )

**Memorandum of Association**

- i.** Full name of Association: **Island Biodiesel Co-op**
- ii.** Purpose:  
The primary purpose of the co-op is to encourage the production and use of high quality fuels from sustainable sources, demonstrating environmental responsibility and sustainable practices.
- iii.** Restrictions on Business Activities: n/a
- iv.** Restrictions on the powers of the association: n/a
- v.** Detailed listing of number and classes of shares the cooperative is authorized to issue (called the authorized share capital):

**Membership Shares**

unlimited, with a par value of \$100.

**Investment Shares**

One class of investment shares, Class A, is allowable, without par value, and unlimited in number, and only available to membership shareholders.

- vi.** Statement regarding unalterable provisions on winding up of the co-op:  
The Island Biodiesel Co-op will adhere to Section 196 of the Cooperative Association Act, and is unalterable
- vii.** Section 196(1) of the “Cooperative Association Act” applies to the Association. This provision may not be altered.
- viii.** The liability of a member or investment shareholder of the Association is limited in accordance with the Cooperative Association Act.
- ix.** We, the persons whose names and addresses are listed below, desire to be formed into an incorporated association under the Cooperative Association Act and by our signatures subscribe to the number and class of shares set opposite our respective names.

**Subscriber** (Provide full name and address, including postal code)

Number of membership shares taken # and par value of each class of investment shares taken

Name: **Kenji James Fuse**, 2314 Shakespeare St., Victoria, BC, V8R 4G3

1	Number	Class	Par value
1.....		Membership	\$100.00.....

Name: **Karel Roessingh**, 2639 Munn Rd., Victoria, B.C., V9E 1H4

1	Number	Class	Par value
1.....		Membership	\$100.00.....

Name: **Don Goodeve**, 975 Verdier Ave, Brentwood Bay, BC V8M 1H9

1	Number	Class	Par value
1.....		Membership	\$100.00.....

Total number of membership shares taken   **3**  

The following information must be provided for each subscriber. The full names must each be signed in the presence of a witness. Signatures, including those of witnesses, must be originals on both copies of this document. Only one witness is required, providing that he or she witnesses the signature of each subscriber, in which case the signature, name, and address of the witness may appear after the signatures of the subscribers.

.....Signature of subscriber

.....**Kenji James Fuse**.....Name of subscriber (print)

.....Signature of witness

.....Full name of witness (print)

.....Address of Witness

.....Signature of subscriber

.....**Karel Roessingh**.....Name of subscriber (print)

.....Signature of witness

.....Full name of witness (print)

.....Address of Witness

.....Signature of subscriber

.....**Don Goodeve**.....Name of subscriber (print)

.....Signature of witness

.....Full name of witness (print)

.....Full Address of witness

Date: **20**.....,.....(month),.....(day)

Note: The Memorandum of Association must be executed in duplicate for delivery to the Registrar.