

Articles of incorporation

1. Name of the cooperative

Co-operative Housing Programs Administration Agency of Canada —
Agence d'administration des programmes d'habitation cooperative du Canada

2. Location in Canada of the cooperative's registered office (municipality, province)

Ottawa, Ontario

3. Number (or minimum and maximum) of directors

Minimum of six and a maximum of ten

4. Restrictions, if any, on the business that the cooperative may carry on

There are no restrictions.

5. Restrictions, if any, on the classes of membership in the cooperative

Membership in the cooperative is only open to the Co-operative Housing Federation of Canada — la Fédération de l'habitation cooperative du Canada

6. Membership share capital and member rights

There is to be no membership share capital and the interest of each member as a member is the same as that of every other member.

7. Provision, if any, for a maximum rate of return to be paid on member loans or member shares

Not applicable

8. Provisions, if any, for the distribution of the property of the cooperative on its dissolution

On dissolution and after the payment of the debts and liabilities of the Co-operative any remaining assets are to be transferred to one or more non-profit organizations or registered Canadian charities as the member determines.

9. Investment share capital (check one)

The cooperative will not issue investment shares

The cooperative may issue investment shares and the particulars are attached

10. Restrictions, if any, on the powers of directors to manage the business of the cooperative other than by unanimous agreement

There are no restrictions on the Directors to manage the business

11. Other provisions, if any

Not applicable.

12. This statement is a requirement for incorporation. It applies to all cooperatives under the Act.

The cooperative will be organized and carry on business on a cooperative basis.

13. This statement is a requirement for incorporation. It applies to all cooperatives under the Act.

The cooperative will carry on its undertaking in two or more provinces and will have a fixed place of business in more than one province.

14. Name and residential address of each incorporator

Name: Co-operatives Housing Federation of Canada

Address: Suite 311 - 225 Metcalfe Street, Ottawa, ON K2P 1P9

Signature: (Alexandra Wilson)

Cooperative no. **425190-3**

Filed: **July 30, 2004**