Alberta

Articles of Dissolution

Business Corporations Act
Section 211 and 212

This information is collected in accordance with the *Business Corporations Act*. It is required to notify the Registrar regarding the dissolution of an Alberta corporation for the purpose of issuance of a certificate of dissolution. Collection is authorized under s. 33(a) of the *Freedom of Information and Protection of Privacy Act*. Questions about the collection can be directed to Service Alberta Contact Centre staff at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000 within Alberta).

1. **Name of Corporation**	2. **Corporate Access Number**

3. **The corporation is dissolving under Section 211 of the *Business Corporations Act* and:** *(check the appropriate box)*

    (a) ☐ not issued any shares and has no property and no liabilities

    (b) ☐ has no property or liabilities

OR

4. **The corporation is dissolving under Section 212 of the *Business Corporations Act*.** *(check the appropriate boxes)*

    (a) ☐ The corporation has not submitted a Statement of Revocation of Intent to Dissolve.

    (b) ☐ The corporation confirms it has discharged its obligations under Section 212(7) of the Act and no longer has any liabilities.

    OR

    (c) ☐ The corporation has attempted to meet all of its obligations under Section 212(7) of the *Business Corporations Act* but has not been able to satisfy the requirements of Section 212(7)(c) and (d). A Statutory Declaration that meets the requirements of Section 212(14) of the *Business Corporations Act* is attached to these articles.

5. **Documents and records of the Corporation shall be kept for six years from the date of dissolution by:**

Name *(last, first, middle)*			
Address			
City/Town	Province/Territory	Postal Code	Country

6. **Authorized Representative/Authorized Signing Authority for the Corporation**

Last Name, First Name, Middle Name *(optional)*	Relationship to Corporation
Telephone Number *(optional)*	Email Address *(optional)*
Date of submission *(yyyy-mm-dd)*	Signature

Articles of Dissolution

BUSINESS CORPORATIONS ACT

INSTRUCTIONS

Use this form to collect information to submit to an authorized <u>Corporate Registry Provider</u>. The information will be filed with the Registrar of Corporations in accordance with the *Business Corporations Act.*

Item 1.   Enter the corporation's full legal name.

Item 2.   The corporate access number **must** be entered. It is printed at the top of the:
- Certificate of
- Certificate of
- Certificate of Amalgamation.

Complete Item 3 or Item 4.

Item 3.   Options (a) or (b) are applicable when dissolving under Section 211 of the *Business Corporations Act* (dissolution by directors or shareholders).

Item 4.
- Enter a checkmark in section (a) when the corporation is dissolving under Section 212 of the Act.
- Enter a checkmark in section (b) or (c), as appropriate.
- When section (c) has a checkmark, ensure a statutory declaration has been supplied.
- The statutory declaration must state that:
  - The corporation has no assets.
  - During the 13 months preceding the date of this statutory declaration, the corporation has not:
    - (i) Distributed any of its property to its shareholders, by dividend or other wish.
    - (ii) Conferred a benefit on any of the directors by way of remuneration or bonuses or other special payments that are in excess of an amount that fairly represents reasonable remuneration for services performed for the corporation by the director.
- Be signed by an authorized official of the corporation in the presence of a Notary Public or Commissioner for Oaths.

Item 5.   Enter the name and address of the person who will be responsible to produce the documents and records of the dissolved corporation for a period of six years under Section 226 of the Act.

Item 6.
- Enter the first and last name of the authorized individual. The middle name is optional.
- Select the appropriate relationship to the corporation.
- Enter the telephone number of the signing authority.
- Enter the email address of the signing authority.
- Enter the date of submission.
- Ensure the form is signed.

Note: The authorized representative of the corporation must present their identification to the Corporate Registry service provider in order to register this information.