

FOR OFFICE USE ONLY

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88 5 0 17 1 12

SUSAN WEBB
CERTIFICATION OFFICER

[Signature]

New Property Identifiers

Additional:
See
Schedule ☐

Executions

Additional:
See
Schedule ☐

(1) Registry <input type="checkbox"/>	Land Titles <input checked="" type="checkbox"/>	(2) Page 1 of 19 pages
(3) Property Identifier(s)		Block Property
Additional: See Schedule <input type="checkbox"/>		
(4) Nature of Document		
By-law 1 (Condominium Act)		
(5) Consideration		
Dollars \$		
(6) Description		
All Units and Common Elements comprising the property included in Carleton Condominium Plan No. 423 City of Ottawa Regional Municipality of Ottawa-Carleton Land Titles Division of Ottawa-Carleton (No. 4)		
(7) This Document Contains:	(a) Redescription New Easement Plan/Sketch <input type="checkbox"/>	(b) Schedule for: Description <input type="checkbox"/> Additional Parties <input type="checkbox"/> Other <input checked="" type="checkbox"/>

(8) This Document provides as follows:

See Schedule

Continued on Schedule ☐

(9) This Document relates to Instrument number(s)

(10) Party(ies) (Set out Status or Interest)

Name(s)

Signature(s)

Date of Signature
Y M D

CARLETON CONDOMINIUM CORPORATION NO. 423

1988 05 06

by its solicitor Sandra M. Chisholm

[Signature]

(11) Address for Service

955/956 River Road
Ottawa, Ontario

(12) Party(ies) (Set out Status or Interest)

Name(s)

Signature(s)

Date of Signature
Y M D

(13) Address for Service

(14) Municipal Address of Property

955/956 River Road
Ottawa, Ontario

(15) Document Prepared by:

Sandra M. Chisholm
Gowling & Henderson
160 Elgin Street
Ottawa, Ontario
K1N 8S3

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Fees and Tax	
Registration Fee	
Total	

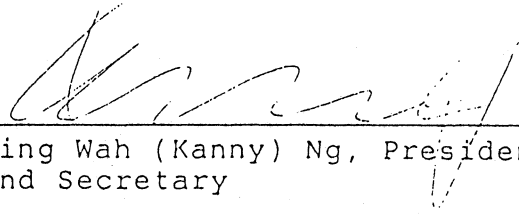
Condominium Act

CERTIFICATE

Carleton Condominium Corporation No. 423 hereby certifies that the By-law No. 1 attached hereto was made in accordance with the Condominium Act, being Chapter 84 of the Revised Statutes of Ontario, 1980 and any amendments thereto, the Declaration and the By-laws of the corporation, and that the said By-law No. 1 has not been amended and is in full force and effect.

DATED at OTTAWA this 4TH day of MAY, 1988.

CARLETON CONDOMINIUM CORPORATION NO. 423

Per: 
Ting Wah (Kanny) Ng, President
and Secretary

Per: _____

CARLETON CONDOMINIUM CORPORATION NO.

BY-LAW No. 1

Be it enacted as By-law of CARLETON CONDOMINIUM CORPORATION NO. 423 (hereinafter referred to as the "corporation") as follows:

ARTICLE 1

DEFINITIONS

All words used herein which are defined in the Condominium Act, R.S.O. 1980, c. 84, shall have ascribed to them the meanings set out in the Act as amended from time to time.

ARTICLE II

SEAL

The corporate seal of the corporation shall be in the form impressed hereon.

ARTICLE III

MEETINGS OF MEMBERS

(1) Persons entitled to be present - The only persons entitled to attend a meeting of owners shall be the owners and mortgagees entered on the register, and any others entitled to vote thereat and the auditor of the corporation, the directors and officers of the corporation, and a representative of the

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manager, and others who, although not entitled to vote, are entitled or required under the provisions of the Act or the declaration and by-laws of the corporation to be present at the meeting. Any other person may be admitted only on the invitation of the Chairman of the meeting or with the consent of the meeting.

(2) Right to vote - Subject to the right of a mortgagee of a unit to exercise the right of the owner to vote, every owner shall be entitled to vote who is entered on the record as an owner or has given notice to the corporation, in a form satisfactory to the Chairman of the meeting that he is an owner. Any dispute over the right to vote shall be resolved by the Chairman of the meeting upon such evidence as he may deem sufficient.

(3) Conduct of meetings and method of voting - At any general or special meeting, the president of the corporation or failing him, the vice-president, or, failing him, some person elected at the meeting shall act as Chairman of the meeting, and the secretary of the corporation shall act as secretary of the meeting or, failing him, the Chairman shall appoint a Secretary. Any question shall be decided by a show of hands unless a poll is required by the Chairman or is demanded by an owner or mortgagee present in person or by proxy and entitled to vote, and unless a poll is so required or demanded, a declaration by the Chairman that the vote upon the question has been carried, or carried by a particular majority, or not

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carried, is prima facie proof of the fact without proof of the number of votes recorded in favour of or against such question; provided, however, that voting for the election of Directors shall be by ballot only. A demand for a poll may be withdrawn. If a poll is so required or demanded and the demand is not withdrawn, a poll upon the question shall be taken in such manner as the chairman shall direct.

(4) Representatives - An executor, administrator, committee of a mentally incompetent person, guardian or trustee (and where a corporation acts in such capacity any person duly appointed a proxy for such corporation) upon filing with the Secretary sufficient proof of his appointment, shall represent the owner or mortgagee at all meetings of the owners, and may vote in the same manner and to the same extent as such owner.

(5) Adjournment of meeting - The Chairman may adjourn the meeting from time to time and from place to place.

ARTICLE IV

THE CORPORATION

(1) Duties of the corporation - shall include but shall not be limited to the following:

- (a) controlling, managing and the administration of the common elements and assets of the corporation;
- (b) collection of common expense contributions;

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- (c) arranging for the supply of heat, electricity, and water to the property except where prevented from carrying out such duty by reason of any event beyond the reasonable control of the corporation. If any apparatus or equipment used in effecting the supply of heat, electricity and water at any time becomes incapable of fulfilling its functions or is damaged or destroyed, the corporation shall have a reasonable time within which to repair or replace such apparatus and shall not be liable for indirect or consequential damages or for damages for personal discomfort or illness by reason of the failure to perform such duty;
- (d) obtaining and maintaining insurance for the property as may be required by the Act and by-laws;
- (e) repairing and restoring of the common elements;
- (f) obtaining and maintaining fidelity bonds where obtainable, in such amounts as the board may deem reasonable, for such officers and directors or employees as are authorized to receive or disburse any funds on behalf of the corporation;
- (g) causing audits to be made after every year-end and making auditors' reports and financial statements available to the owners and mortgagees;
- (h) preparation of an estimated budget in accordance with Article X hereof;
- (i) keeping accurate accounts and sending to each unit owner an annual statement of income and expenditures with respect thereto and keeping such accounts open for inspection by unit owners;

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- (j) establishing and maintaining one or more reserve funds;
- (k) effecting compliance with the Act, the declaration, the by-laws and the rules from time to time.

(2) Powers of the corporation - The powers of the corporation shall include but shall not be limited to the following:

- (a) employment and dismissal of personnel necessary for the maintenance and operation of the common elements;
- (b) adoption and amendment of rules concerning the operation and use of the property;
- (c) employing a manager at a compensation to be determined by the board to perform such duties and services as the board shall authorize;
- (d) obtaining and maintaining fidelity bonds for any manager where deemed necessary by the board, and in such a manner as the board may deem reasonable;
- (e) to settle, adjust, compromise or refer to arbitration or the courts any claim or claims which may be made upon or which may be asserted on behalf of the corporation;
- (f) to borrow such amounts as in its discretion are necessary or desirable in order to protect, maintain, preserve or insure the due and continued operation of the property in accordance with the declaration and by-laws, and to secure any such loan by mortgage, pledge or charge of any asset of the corporation, and to add the repayment of such loan to common expenses,

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subject to approval of each borrowing or loan which would result in total borrowings, aggregating more than FIVE THOUSAND DOLLARS (\$5,000.00);

- (g) to retain and hold any securities or other property, whether real or personal, which shall be received by the corporation, in the form received, whether or not the same is authorized by any law, present or future, for the investment of trust funds;
- (h) to sell, convey, exchange, assign or otherwise deal with any real or personal property at any time owned by the corporation at such price, on such terms, and in such manner as the corporation in its sole discretion deems advisable and to do all things and execute all documents required to give effect to the foregoing.

ARTICLE V

BOARD OF DIRECTORS

(1) Number of Directors - The number of directors shall be five (5).

(2) Qualification of Directors. No person shall be a Director of the corporation unless he or she is of the full age of eighteen (18) years and is a unit owner, or a director of a corporate unit owner.

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(3) Election and term - The directors of the corporation shall be elected in rotation, and upon the expiration of their respective term of office shall retire, but shall be eligible for re-election. At the first meeting of the owners held to elect directors, two (2) directors shall be elected to hold office for a term of one (1) year from the date of their election; two (2) directors shall be elected to hold office for a term of two (2) years from the date of their election; and one (1) director shall be elected to hold office for a term of three (3) years from the date of his election. Such directors may, however, continue to act until their successors are elected. If more than one (1) of such directors whose terms are not of equal duration shall resign from the board prior to the expiration of their respective terms, and shall be replaced at a meeting of members for that purpose, the director or directors receiving the greater votes shall complete the longest remaining terms of the resigning directors. At each annual meeting thereafter a number of directors equal to the number of directors retiring in such year shall be elected for a term of three (3) years.

(4) Calling of meetings - Meetings of the board shall be held from time to time at such place and at such time and on such day as any two directors may determine, and the Secretary shall call meetings when authorized by them. Notice of any meeting so called shall be given personally, by ordinary mail or telegraph, to each director addressed to him at his latest address, entered on the record of the corporation not less than

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forty-eight (48) hours (excluding any part of a Sunday or of a holiday as defined by the Interpretation Act of Canada for the time being in force) before the time when the meeting is to be held, save that no notice of a meeting shall be necessary if all the directors are present and consent to the holding of such meeting, or if those absent have waived notice of or otherwise signified in writing their consent to the holding of such meeting.

(5) Regular meetings - The board may appoint a day or days in any month or months for regular meetings at a place and hour to be named. A copy of any resolution of the board fixing a place and time of regular meetings of the board shall be given personally by ordinary mail or telegraph to each director forthwith after being passed, but no other notice shall be required for any such regular meeting.

(6) First meeting of new board - The board may without notice hold its first meeting for the purpose of organization and the election and appointment of officers immediately following the meeting of members at which the directors of such board were elected, provided a quorum of directors be present.

(7) Indemnity of Directors and Officers - Subject to the provisions of subsection 2 of Section 25 of the Act, every director or officer of the corporation and his heirs, executors, administrators and other legal personal representatives shall from time to time be indemnified and saved harmless by the corporation from and against:

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- (a) any liability and all costs, charges and expenses that he sustains or incurs in respect of any action, suit or proceeding that is proposed or commenced against him for or in respect of anything done or permitted by him in respect of the execution of the duties of his office; and
- (b) all other costs, charges and expenses that he sustains or incurs in respect of the affairs of the corporation.

(8) Compensation - The directors shall receive such compensation as may from time to time be decided by by-law.

ARTICLE VI

OFFICERS

(1) Term of office - The board may by resolution remove at its pleasure any officer of the corporation.

(2) President - The President shall, when present, preside at all meetings of the owners and of the board, and shall be charged with the general supervision of the business and affairs of the corporation. Except when the board has appointed a General Manager or Managing Director, the President shall also have the powers and be charged with the duties of that office.

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(3) Vice-President - During the absence of the President his duties may be performed and his powers may be exercised by the Vice-President, or if there are more than one, by the Vice-Presidents, in order of seniority as determined by the board. If a Vice-President exercises any such duty or power the absence of the President shall be presumed with reference thereto. A Vice-President shall also perform such duties and exercise such powers as the board may prescribe.

(4) General Manager - The General Manager, if one be appointed, shall have the general management and direction, subject to the authority of the board and the supervision of the President, of the corporation's business and affairs, and the power to appoint and remove any and all employees and agents of the corporation not elected or appointed directly by the board, and to settle the terms of their employment and remuneration. The terms of employment and remuneration of the General Manager appointed by the board shall be settled from time to time by the Board.

(5) Secretary - The secretary shall give or cause to be given all notices required to be given to the owners, directors, auditors, mortgagees and all others entitled thereto; he shall attend all meetings of the directors and of the owners and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings at such meetings; he shall be the custodian of all books, papers,

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records, documents and other instruments belonging to the corporation, and he shall perform such other duties as may from time to time be prescribed by the board.

(6) Treasurer - The Treasurer shall keep or cause to be kept full and accurate books of account in which shall be recorded all receipts and disbursements of the corporation and under the direction of the board shall control the deposit of money, the safekeeping of securities and the disbursement of funds of the corporation; he shall render to the board at the meeting thereof or whenever required of him on account of all his transactions as Treasurer, and of the financial position of the corporation; and he shall perform such other duties as may from time to time be prescribed by the board. The offices of Secretary and Treasurer may be combined.

(7) Other Officers - The duties of all other officers of the corporation shall be such as the terms of their engagement call for, or the board requires of them. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant unless the board otherwise directs.

(8) Agents and attorneys - The board shall have power from time to time to appoint agents or attorneys for the corporation with such powers of management or otherwise (including the powers to sub-delegate) as may be thought fit.

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ARTICLE VII

BANKING ARRANGEMENTS & CONTRACTS

(1) Banking arrangements - The banking business of the corporation or any part thereof shall be transacted with such bank or trust company as the board may from time to time by resolution, designate, appoint or otherwise and all such banking business, or any part thereof, shall be transacted on the corporation's behalf by such one or more officers or other persons as the board may designate, direct or authorized from time to time by resolution and, to the extent therein provided, including, without restricting the generality of the foregoing, the operation of the corporation's accounts, the making, signing, drawing, accepting, endorsing, negotiating, lodging, depositing or transferring of any cheques, promissory notes, drafts, acceptances, bills of exchange and orders relating to any property of the corporation, the execution of any agreement relating to any such banking business and defining the rights and powers of the parties thereto, and the authorizing of any officer of such bank to do any act or thing on the corporation's behalf to facilitate such banking business.

(2) Execution of instruments - Deeds, transfers, assignments, contracts and obligations on behalf of the corporation may be signed by the President or a Vice-President together with the Secretary, or any other director. Any contract or obligation within the scope of any Management Agreement entered into by the corporation may be executed on

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behalf of the corporation in accordance with the provisions of such Management Agreement. Notwithstanding any provisions to the contrary contained in the by-laws of the corporation, the board may at any time and from time to time direct the manner in which, and the person or persons by whom, any particular deed, transfer, contract or obligation or any class of deeds, transfers, contracts or obligations of the corporation may or shall be signed.

(3) Execution of Certificates under Subsection 8 of Section 32 of the Act - Certificates provided pursuant to subsection 8 of section 32 of the Act may be signed by any officer or any director of the corporation provided that the board may by resolution direct the manner in which, and the person by whom, such certificates may or shall be signed.

ARTICLE VIII

FINANCIAL AND RECORDS

(1) The financial year of the corporation shall end on the 31st day of December in each year, or on such other day as the Board by resolution may determine.

ARTICLE IX

NOTICE

(1) Method of giving notice by the corporation - Any notice, communication or other document, including budgets and

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notices of assessments required to be given or delivered by the corporation shall be sufficiently given if delivered personally to the person to whom it is to be given, or if delivered to the address noted in the record, required pursuant to the Act, or if mailed by prepaid ordinary mail or air mail in a sealed envelope addressed to him at such address, or is sent by means of wire or wireless, or any other form of transmission or recorded communication, to such address. Such notice, communication or document shall be deemed to have been given when it is delivered personally or delivered to the address aforesaid; provided that a notice, communication or document so mailed shall be deemed to have been given when deposited in a post office or public letter box, and a notice sent by any means of wire or wireless or any other form of transmission or recorded communication shall be deemed to have been given when delivered to the appropriate communication company or agency or its representative for dispatch.

(2) Notice to the board or corporation - Any notice, communication or other document to be given to the board or the corporation shall be sufficiently given if mailed by prepaid ordinary mail or air mail in a sealed envelope addressed to it at the address for service of the corporation set out in the declaration, or changed in accordance with requirements of the Act. Any notice, communication or documents so mailed shall be deemed to have been given when deposited in a post office or public letter box.

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(3) Omissions and errors - The accidental omission to give any notice to anyone entitled thereto or the non-receipt of such notice or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

ARTICLE X

ASSESSMENT AND COLLECTION OF COMMON EXPENSES

(1) Duties of the board - All expenses, charges and costs of maintenance of the common elements and any other expenses, charges or costs which the board may incur or expend pursuant hereto shall be assessed by the board and levied against the owners in the proportions in which they are required to contribute to the common expenses as set forth in the declaration. The board shall from time to time and at least annually prepare a budget for the property and determine by estimate the amount of common expenses for the next ensuing fiscal year, or remainder of the current fiscal year, as the case may be, which shall include provision for a reserve fund as required by the Act. The board shall allocate and assess such common expenses as set out in the budget for such period among the owners, according to the proportion in which they are required to contribute to the common expenses as set forth in the declaration. The board shall advise all owners promptly in writing of the amount of common expenses payable by each of them respectively determined as aforesaid, and shall deliver

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copies of each budget on which common expenses are based to all owners and mortgagees entered in the record kept pursuant to section 20(2) of the Act.

(2) Extraordinary expenditures - In addition to the annual assessment, extra-ordinary expenditures not contemplated in the foregoing budget and for which the board shall not have sufficient funds, may be assessed at any time during the year by the board serving notice of such assessment on all owners, as an additional common expense. The notice shall include a written statement setting out the reasons for the assessment. The assessment shall be payable by each owner within ten (10) days after the delivery thereof to him, or within such further period of time or in such instalments as the board may determine.

ARTICLE XI

MISCELLANEOUS

(1) Invalidity - The invalidity of any part of this by-law shall not impair or affect in any manner the validity, enforceability or effect of the balance thereof.

(2) Gender - The use of the masculine gender in this by-law shall be deemed to include the feminine and neuter genders and the use of the singular shall be deemed to include plural wherever the context so requires, and vice versa.

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(3) Waiver - No restriction, condition, obligation or provision contained in this by-law shall be deemed to have been abrogated or waived by reason of any failure to enforce the same irrespective of the number of violations or breaches thereof which may occur.

(4) Headings - The headings in the body of this by-law form no part hereof but shall be deemed to be inserted for convenience of reference only.

(5) Alterations - This by-law or any part hereof may be varied, altered or repealed by a by-law passed in accordance with the provisions of the Act, and the declaration.

The foregoing By-law 1 is hereby passed by the directors of the corporation pursuant to the Condominium Act of Ontario as evidenced by the respective signatures hereto of all the directors.