



# Info-CRAC®

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THE HUMAN SIDE OF CORPORATE BUSINESS

## Coming into force of Bill S-11 First Major Revision of the CBCA Since 1975

After many years of review and consultation, Bill S-11 finally came into force on November 24, 2001. Attorneys responsible for the upkeep of their clients' minute books will have to update the general by-laws in accordance with the new Act in order to take full advantage of the flexibility provided for by these amendments.

### A Word From the President

*Dear clients and friends,*

*The year 2001 is one which no one is likely to forget. The horrific loss of innocent lives at the «World Trade Center» will be etched in our memories forever. Our hearts go out to the families of the victims.*

*They say the world will never be the same since September 11. True, but I believe we can bring on positive changes as well to our lives. With 2002 around the corner, we have to believe that things will get better. Let's try to enjoy once again our work, our lives.*

*With this objective in mind, we have doubled our efforts in the last few months to introduce a new Web-based electronic application that will not only simplify your lives but will give you a strategic advantage over others.*

*INCOWEB is a tool we created with our clients in mind. INCOWEB is the wave of the electronic future and the means to stay competitive.*

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### Here are some of the amendments:

- Residency requirement: 25% of directors on boards of directors must be resident Canadian except for certain business sectors (e.g.: book publishing) where the rule of the majority still applies. The requirement that a majority of committee members of boards of directors be resident Canadians has been eliminated;
- The provisions respecting financial assistance by a corporation to certain persons (shareholders, directors, officers, employees, subsidiaries) have been repealed;
- The head office will be, from now on, situated in a province. Therefore, it is now possible to change the address of the head office within the province without having to file articles of amendment or pay the prescribed fees.

### Federal Corporation More Popular Than Provincial?

In Ontario, given that the residency requirement is 50% and the incorporation fees are more expensive, it is likely that a federal incorporation will become more attractive. For Quebec companies, these factors may not be an issue.

There may be other issues however, such as, not being able to file a Quebec incorporation electronically whereas you can for a federal corporation.

**INCOWEB Campaign:  
"Playing is Winning!"**

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## A Word From the President (cont'd)

*If you're like me, and enjoy winning, I invite you to play "Playing is Winning!" and you'll always be a winner.*

*On behalf of the entire staff, I wish to extend to you and your loved ones my warmest greetings for the Holiday Season.*



*Thérèse Fredette*

## CALA Conference held October 24, 2001:

### A Great Turnout!

With almost 150 people in attendance, Mr. Gilles Bertrand of the law firm, Pouliot Mercure, addressed a packed room as to the impact of the changes proposed by Bill S-11. C.R.A.C. is pleased to have been the sponsor of this successful event. We would like to congratulate Ms. Gianna Scarola of the firm Kugler Kandestin, for winning tickets to the Grey Cup.

## Turnaround schedule for Corporate Services as of December 1st, 2001

SERVICES	PROVINCIAL	FEDERAL
TaxExpress™ (GST / QST / QDAS)	5 to 10 days	—
Name Search Report and Reservation	*24 hours	24 hours
Certificate of Incorporation (Paper filing)	*2 to 3 days	2 days
Certificate of Incorporation (electronic filing) Incoweb™	—	4 to 6 hours
Certificate of Amendment	*2 to 3 days	2 days
Certificate of Continuation, of Continuance or of Amalgamation	*1 week	3 to 6 days
Certificate of Dissolution	2 to 3 weeks	2 to 3 days
Notice of Change (Federal) or Amending Declaration (Quebec)	2 to 3 weeks	2 days
Letters Patent for Non-Profit Corporations	*1 week	20 days
Attestation / Certificate of Good Standing or of Compliance	*24 hours	48 hours
Revival	—	3 to 6 days
Initial Declaration	1 to 2 weeks	—
Declaration of Registration	*1 to 2 weeks	—
Annual Declaration	*2 to 3 weeks	—
Revocation of Striking-Off (s. 54 Legal Publicity Act)	*5 days	—

*The turnaround times may vary slightly according to each file (\*) = Priority service available.*

## A word of thought...

***"Love is what is in our home at Xmas when we stop opening presents and start listening."\****

***Bob, 5 years old.***

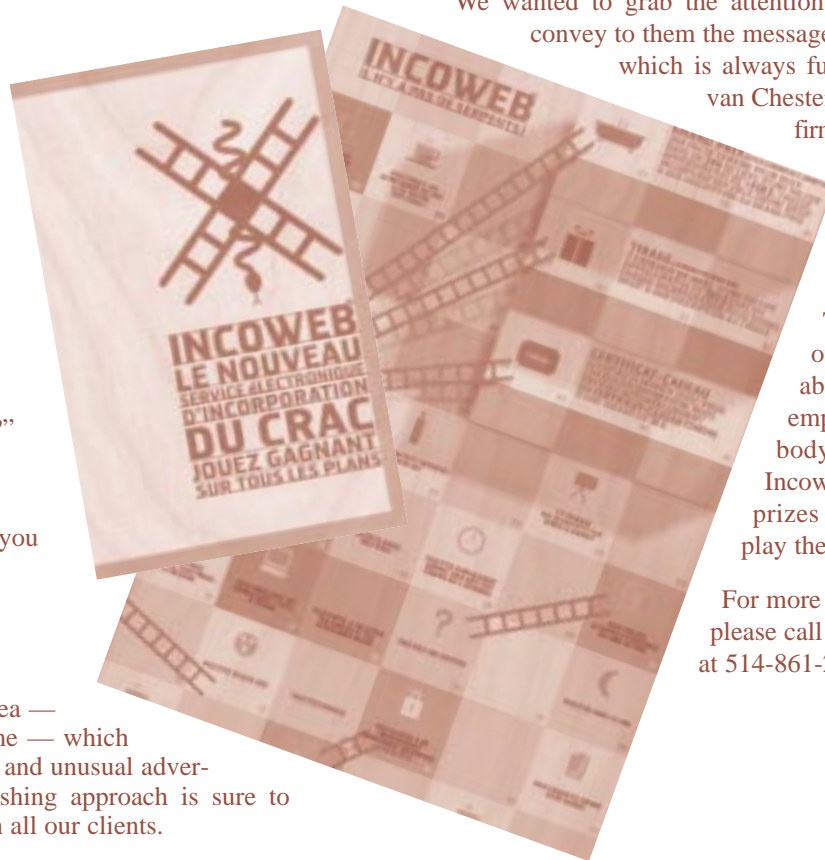
*\* From a survey of children on their definition of love.*

# Advertisement Campaign Abuzz: “Playing is Winning!”

- You get to the office.
- You open your mail.
- You're thinking of the holidays fast approaching.
- You take a bite of your apple.
- It's delicious!
- One of the envelopes contains a textured cardboard.
- You open it. It's a game of snakes and ladders.
- “But where are the snakes?” you ask yourself.
- You read to find out more.
- “Ahh... it's a game where you can win lots of prizes for using... Incoweb!”

## In a class of its own

So there it is. An original idea — bold even, according to some — which translates into an interesting and unusual advertising campaign. This refreshing approach is sure to make a strong impression on all our clients.



“We wanted to grab the attention of the clients and convey to them the message by way of a game, which is always fun”, says Mr. Denis van Chestein of the advertising firm, DvCom Inc. “This concept goes hand in hand with the simplicity of using the system (Incoweb). The unique aspect of this idea is the absence of snakes to emphasize that «everybody wins by using Incoweb». Of course, the prizes add incentive to play the game”.

For more information, please call Ms. Anne Roy at 514-861-2799, ext. 337.

## P O R T R A I T

# Newlyweds Jean-François and Emmanuelle

Congratulations to the newlyweds, Jean-François Nadon, attorney in the Trade-marks department, and the love of his life, Emmanuelle Hébert, who exchanged vows on September 22. We wish them a lifetime of happiness and joy.

