

**SPECIAL RESOLUTION OF SHAREHOLDERS PURSUANT TO SECTION _____
(WRITTEN RESOLUTION OF ALL SHAREHOLDERS IN LIEU OF MEETING)**

**WRITTEN RESOLUTION OF ALL OF THE SHAREHOLDERS OF
_____ (insert name of corporation)
(the "Corporation")**

DATED THE ___ day of _____, _____

BE IT RESOLVED THAT:

1. The Corporation do dissolve effective the ___ day of _____, _____, pursuant to Section ___ (insert number) of the Business Corporations Act of _____ (insert province) (the "Act").
2. The Directors are hereby authorized to cause the Corporation to dissolve, to pay and discharge any liabilities of the Corporation and to file such Articles of Dissolution with the Registrar of Corporations, pursuant to the Act.

The undersigned being all the shareholders of the Corporation, do hereby adopt the foregoing resolutions pursuant to the provisions of the Act.

[insert name of shareholder]

[insert name of shareholder]

[insert name of shareholder]

[insert name of shareholder]

[this should be signed by all shareholders, and not just the voting shareholders]

