

ServiceOntario

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Companies and Personal Property
Security Branch

Direction des compagnies et
des sûretés mobilières

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REVIVAL (NON-PROFIT CORPORATIONS)

Companies and Personal Property Security Branch Requirements:

In order to revive a non-profit corporation (a corporation without share capital), the following documentation must be submitted to the Branch;

1. **Application for Revival** (Form 10 as prescribed under the Regulations to the *Corporations Act*) in duplicate and bearing original signatures on both copies.
2. Any outstanding **Special Notice/Annual Return filings and fees** for the period of 1992 - 1995 (\$25.00 for each year not paid).
3. **Revival Fee of \$100.00.** (Revival fee was reinstated September 1, 1996.)
4. Ontario-biased **NUANS name search report.** (Required if the corporation is reviving under a name other than the name at dissolution.)
5. A **covering letter** giving a contact name, return address and telephone number.

FORMS:

A revival package including the necessary forms to be completed is available at no charge from:

Ministry of Government and Consumer Services
Companies and Personal Property Security Branch
393 University Avenue, Suite 200
Toronto ON M5G 2M2

Tel: (416) 314-8880 or toll-free 1-800-361-3223

In all requests, please include the following information:

- . Ontario corporation number and corporate name
- . Date of incorporation/amalgamation
- . Contact person's name, address and telephone number

NAME SEARCH:

NUANS is a computerized search system that compares a proposed corporate name or trade-mark with databases of existing corporate bodies and trade-marks. This comparison determines the similarity that exists between the proposed name or mark and existing names in the database, and produces a listing of names that are found to be most similar. A NUANS search is not required if reviving a number company.

An original Ontario-biased NUANS name search report must be obtained from a private name search company and cannot be dated more than 90 days prior to the submission of the articles. For example, articles submitted on November 28th could be accompanied by a NUANS name search report dated as early as August 30th, but not dated earlier.

Suppliers are listed in the Yellow Pages under the heading "Searchers of Records" or visit Industry Canada's NUANS website for a list of registered search houses that can assist you with obtaining a NUANS search report and filing your corporate documents with the Ministry of Government and Consumer Services. The Companies and Personal Property Security Branch does not provide this search.

General Information:

Please be advised that the **COMPANIES AND PERSONAL PROPERTY SECURITY BRANCH CANNOT GIVE LEGAL ADVICE**. This information is intended as a general guide only. For further assistance or legal information, please consult private legal counsel. If you need a lawyer, you may wish to contact the Lawyer Referral Service of the Law Society of Upper Canada. You will be referred to a lawyer for up to a half-hour free legal consultation, either in person or over the phone. Please note that this is a toll service and phoning the Lawyer Referral Service line will automatically generate a \$6.00 charge on your phone bill, in the month following your call. You must be 18 years of age to access this service. The number is 1-900-565-4577 (1-900-565-4LRS).

Please refer to Section 317 of the *Corporations Act* for details on revival of a corporation without share capital.

The *Corporations Act* allows for the revival of a corporation without share capital, which has been dissolved for failure to comply with a filing requirement under the *Corporations Information Act*.

The corporation may be revived, at any time, by any "interested person" (e.g. former director, officer, member, or creditor). Upon revival, the corporation is restored to its legal position, including all its property, rights and privileges, and is subject to all its liabilities, contracts and debts, as of the date of its dissolution, in the same manner as if it had not been dissolved (S.317(10)).

Consent:

A consent to the revival from the Office of the Public Guardian and Trustee is generally not required. If, however, that office is currently dealing with assets formerly owned by the dissolved corporation, such a consent will be necessary. For further information, please call the Office of the Public Guardian and Trustee at **416-327-6683 or toll free in Ontario at 1-800-366-0335**.

Charitable:

If a charitable non-profit corporation is to be revived, the Charitable Property Division of the Office of the Public Guardian and Trustee should be contacted at (416) 326-1965.

November 30, 2007
(aussi disponible en français)