

What is an Application for Constitution as a Non-profit Legal Person?

This application is used to constitute a non-profit legal person under Part III of the *Companies Act*. This legal person consists of individuals that are pursuing, among other things, a moral or altruistic goal, and is not constituted for the purpose of generating monetary gains to be distributed among its members. Examples: social club, senior citizens' club, sports association, etc.

These provisions are derived from the *Companies Act*. If necessary, please refer to the legal text which takes precedence over this one.

The application must be accompanied by the previously obtained Name Research Report of the names used and declared to the register of sole proprietorships, partnerships and legal persons, hereinafter called the enterprise register, as well as a confirmation of the Name Reservation, if applicable.

The enterprise registrar will issue the letters patent and file a copy with the enterprise register. Once these letters patent are filed, the legal person is registered. A copy of the letters patent will be sent to the legal person, along with an Initial Declaration, which must be completed and returned within 60 consecutive days of the registration date.

Registering the non-profit legal person serves to make public all of the critical information required by citizens and businesses that must deal with them. It allows the Québec enterprise number (NEQ) to be obtained. This 10-digit number is used as an identifier for companies in their communications with the enterprise registrar or when they want to register for various Québec government programs or services.

Where to send the Application for Constitution as a Non-profit Legal Person

The application must be sent to the enterprise registrar.

Need assistance?

The enterprise registrar has prepared a guide to help you fill out this application. This guide, called "Comment constituer une personne morale sans but lucratif" (How to Incorporate a Non-Profit Legal Person) can be consulted online at www.registreentreprises.gouv.qc.ca or obtained by contacting our Customer Service.

Method of payment and fees

Consult the fee schedule.

Note: Please print or use a typewriter to complete the form. The form must be legible and fit for photocopying or microfilming.

To contact us

By telephone	In person	In writing				
<p>Office hours: Monday, Tuesday, Thursday and Friday from 8:30 a.m. to 4:30 p.m. Wednesday from 10:30 a.m. to 4:30 p.m.</p> <p>Telephone: Québec region: 418 643-3625 Elsewhere in Québec: 1 888 291-4443</p>	<p>Office hours: Monday, Tuesday, Thursday and Friday from 8:30 a.m. to 4:00 p.m. Wednesday from 10:30 a.m. to 4:00 p.m.</p> <p>Services Québec</p> <table border="1"> <thead> <tr> <th>Québec</th> <th>Montréal</th> </tr> </thead> <tbody> <tr> <td>800, place D'Youville Rez-de-chaussée Québec (Québec) G1R 4Y5</td> <td>800, rue du Square-Victoria Niveau promenade Montréal (Québec) H4Z 1H9</td> </tr> </tbody> </table>	Québec	Montréal	800, place D'Youville Rez-de-chaussée Québec (Québec) G1R 4Y5	800, rue du Square-Victoria Niveau promenade Montréal (Québec) H4Z 1H9	<p>Address: Ministère du Revenu Direction du registre des entreprises C. P. 1153 Québec (Québec) G1K 7C3</p> <p>E-mail: req@req.gouv.qc.ca</p>
Québec	Montréal					
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With your Québec enterprise number (NEQ), you can consult your file at any time on the following Web site: www.registreentreprises.gouv.qc.ca.

All the forms produced by the enterprise registrar can be filled out on this Web site.

Requirements - Corporate name

The enterprise registrar has certain stipulations with regard to the name selected. Among others, the name must not contravene the provisions of the *Charter of the French Language*, nor must it be identical to a name used by another natural or legal person, partnership or group in Québec. Moreover, it must meet all criteria prescribed by regulation.

The non-profit legal person is responsible for ensuring that the name selected complies with the provisions of section 9.1 of the *Companies Act* and its regulations as well as those of the Regulation Respecting Commerce and Business Language. It is not absolved of this responsibility by the verification conducted by the enterprise registrar.

If, subsequent to a complaint, it is determined that the name leads to confusion with another name or otherwise infringes the law and/or regulations, the user may be obliged to replace it.

How to constitute a non-profit legal person under Part III of the *Companies Act*:

1st step:

Obtain a Name Research Report

You can send an application for a Name Research Report or Name Reservation to the enterprise registrar, accompanied by the necessary payment. Alternatively, you can conduct your own search online at www.registreentreprises.gouv.qc.ca.

2nd step:

You must attach the following to your application for constitution:

- the Name Research Report and, if applicable, confirmation of the Name Reservation obtained;
- the required payment.

Important

You may voluntarily choose to provide us with your contact information, or those of an authorized person, so that we can get in touch should we require additional information with regard to your application.

This information will be kept confidential, and only used for the purposes of this application. Moreover, it will not be filed with the enterprise register. To authorize us to use these contact details, attach this document to your application.

First and last names (please print)

Area code and telephone no.

Extension



Application and memorandum of agreement

The applicants whose signatures appear below wish to obtain letters patent, under Part III of the *Companies Act*, for their constitution as a legal person, pursuant to the conditions included in the appended documents.

Enter the name of the legal person, and its version in a language other than French, if applicable.

Signature of all applicants listed in section 1 on the following page.

Signed at _____
Municipality/city

on _____
Year/month/day

1- Applicants - A minimum of three applicants is necessary.

The applicants requesting letters patent are:

Last and first names		Profession or occupation			
No.	Street			Apartment	
Municipality/city		Province/state	Postal code		Country
Last and first names		Profession or occupation			
No.	Street			Apartment	
Municipality/city		Province/state	Postal code		Country
Last and first names		Profession or occupation			
No.	Street			Apartment	
Municipality/city		Province/state	Postal code		Country

2- Head Office - Enter the location in Québec where the head office of the non-profit legal person will be established.

3- First directors - Only the applicants can be first or provisional directors.
A minimum of three directors is required.

Enter the first and last names of the first or provisional directors of the legal person:

1. _____	2. _____
3. _____	4. _____
5. _____	6. _____
7. _____	8. _____

4- Immovables - Provide the requested information for one of the two instances below.

The maximum value of the immovable property that the legal person may acquire and possess is: \$ _____ .

or

The maximum income from the immovable property that the legal person may acquire and possess is: \$ _____ .

If the space provided is not sufficient, include an appendix, identifying the corresponding section. If necessary, number the pages.

5- Purposes

The purpose or purposes for which the constitution as a legal person is being sought are:
(list the specific goals)

This form is meant to help you
fill out the french version of the
declaration and so must not
be completed

If the space provided is not sufficient, include an appendix, identifying the corresponding section. If necessary, number the pages.

6- Other provisions (if applicable)

This form is meant to help you fill out the french version of the declaration and so must not be completed

If the space provided is not sufficient, include an appendix, identifying the corresponding section. If necessary, number the pages.

RETURN ALL DOCUMENTS ACCOMPANYING THIS APPLICATION, ALONG WITH YOUR PAYMENT.

DO NOT FAX.

Name of Non-profit Legal Person

Applicant Declaration

I, _____
First and last names

Profession or occupation

No., street, apt.

Municipality/city, province, postal code and country

solemnly swear that:

- 1- I am one of the applicants;
- 2- All of the applicants are at least 18 years of age;
- 3- The facts included in this application are true and sufficient;
- 4- The name of the non-profit legal person complies with the requirements of section 9.1 of the *Companies Act*;
- 5- The Name Research Report is included with this application, in accordance with the provisions of the *Companies Act*.

And I have signed _____
Signature

Solemn affirmation

The solemn affirmation must be received and signed by a person capable of receiving oaths. If the person concerned is not an attorney, a notary or a judge, they should enter the name of the judicial district they were appointed to or their Commissioner of oaths registration number. **The solemn affirmation must be received and signed on the same date or later than the application date.**

The application's signatory cannot act as a commissioner of oaths.

Solemnly sworn before me at _____ on _____
Municipality/city Year/month/day

Signature of the commissioner of oaths

Judicial district _____
 or
 Commissioner of oaths registration number _____
 or
 Capacity _____