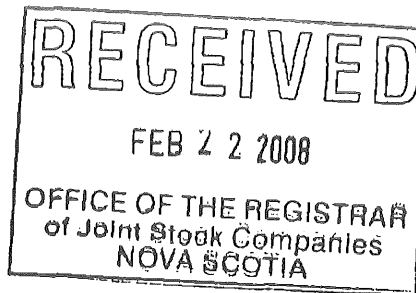


1084660



MEMORANDUM OF ASSOCIATION

of

HALIFAX COMMUNITY INVESTMENT FUND SOCIETY

1. The name of the Society is HALIFAX COMMUNITY INVESTMENT FUND SOCIETY.
2. On a volunteer and non-profit basis the society will seek to achieve these objects:
 - (a) To operate and encourage educational, artistic, social, economic and other activities, the object of which is the betterment of the community and the residents of the area, bounded by the properties on Cogswell, North Park, Agricola, North and Barrington Streets in Halifax Regional Municipality. This Clause is intended to include all properties on the streets in the area defined;
 - (b) To acquire by way of grant, gift, purchase, bequest, devise or otherwise, real and personal property and to use and apply such property to the realization of the objects of the Society; and
 - (c) To buy, own, hold, lease, mortgage, sell and convey such real and personal property as may be necessary or desirable in the carrying out of the objects of the Society.

PROVIDED that nothing herein contained shall permit the Society to carry on any trade, industry or business, and the Society shall be carried on without purpose of gain to any of the members and that any surplus or any accretions of the Society shall be used solely for the purposes of the Society and the promotion of its objects.

PROVIDED FURTHER, that if for any reason the operations of the Society are terminated or are wound up, or are dissolved and there remains, at that time, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall be paid to some other registered charitable organization in Canada, having objects similar to those of the Society.

3. The activities of the Society are to be carried on in Halifax Regional Municipality, Nova Scotia.
4. The registered office of the Society is 5230 Cornwallis Street, Halifax, NS, B3K 5T6.

I HEREBY CERTIFY that this is a true copy of a document filed in the office of the Registrar of Joint Stock Companies on the

22 day of February, 2008

Keesa Heslop
Registrar of Joint Stock Companies

Dated 18 day of May, 2011

We, the several persons whose names, addresses and occupations are subscribed, desire to be formed into a Society, pursuant to this Memorandum of Association.

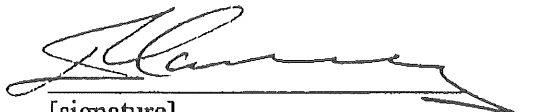
DATED at Halifax, Nova Scotia, this 6th day of February 2008.

NAMES, ADDRESSES AND OCCUPATIONS OF SUBSCRIBERS

1. Jenette Beals
5414 Uniacke Street,
Halifax, NS B3K 5V7
Occupation:


[signature]

2. Irvine Carvery
2349 Maynard Street,
Halifax, NS B3K 3T8
Occupation:


[signature]

3. Paul Crane
706 - 1550 Dresden Row,
Halifax, NS B3J 4A2
Occupation:


[signature]

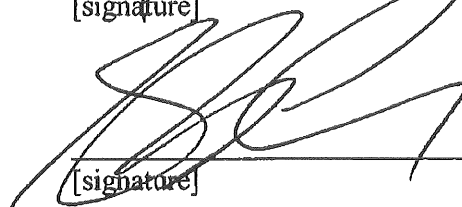
4. Clark Cromwell
6022 North Street, Apt 308,
Halifax, NS B3K 1N8
Occupation:


[signature]

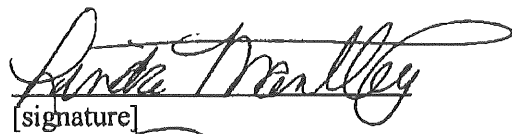
5. Bryan Darrell
5780 Sarah Street,
Halifax, NS, B3K 1H5
Occupation:


[signature]

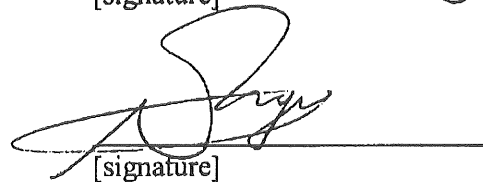
6. Shazza Laframboise
5661 Cunard Street
Halifax, NS, B3K 1C7
Occupation:


[signature]


7. Linda Mantley
5511 Charles Sreet, Apt 309,
Halifax, NS, B3K 1K1
Occupation:


[signature]

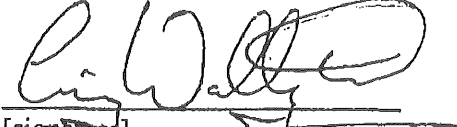
8. Nick Pryce
9 George Street,
Dartmouth, NS, B3K 1L6
Occupation:


[signature]

9. Michelle Strum
3331 Robie Street,
Halifax, NS, B3K 3R8
Occupation:


[signature]

10. Craig Walkington
5230 Cornwallis Street,
Halifax, NS, B3K 5T6
Occupation:


[signature]

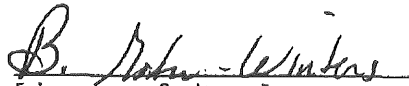
NAME, ADDRESS AND OCCUPATION OF WITNESS

Barbara Horton-Winters
[print name of witness]

2159 Brunswick St.
[insert address of witness]

Halifax, NS B3K 2Y4
[insert address of witness]

Teacher [Retired]
[insert occupation of witness]


[signature of witness]