
STATUTORY DECLARATION TO ACCOMPANY APPLICATION FOR CERTIFICATE OF AUTHORIZATION FOR A PROFESSIONAL CORPORATION

I, _____, a member of the College of Veterinarians of Ontario and hold license number _____, do hereby solemnly declare the following:

1. I am the managing director of the professional corporation called _____
2. I certify that the corporation is in compliance with section 3.2 of the *Business Corporations Act* as of the date of the application.¹

¹ Section 3.2 of the *Business Corporations Act* reads as follows:

Application of Act

3.2 (1) This Act and the regulations apply with respect to a professional corporation except as otherwise set out in this section and sections 3.1, 3.3 and 3.4 and the regulations. 2000, c. 42, Sched., s. 2.

Conditions for professional corporations

(2) Despite any other provision of this Act, a professional corporation shall satisfy all of the following conditions:

1. All of the issued and outstanding shares of the corporation shall be legally and beneficially owned, directly or indirectly, by one or more members of the same profession.
2. All officers and directors of the corporation shall be shareholders of the corporation.
3. The name of the corporation shall include the words "Professional Corporation" or "Société professionnelle" and shall comply with the rules respecting the names of professional corporations set out in the regulations and with the rules respecting names set out in the regulations or by-laws made under the Act governing the profession.
4. The corporation shall not have a number name.
5. The articles of incorporation of a professional corporation shall provide that the corporation may not carry on a business other than the practice of the profession but this paragraph shall not be construed to prevent the corporation from carrying on activities related to or ancillary to the practice of the profession, including the temporary investment of surplus funds earned by the corporation. 2000, c. 42, Sched., s. 2.

Corporate acts not invalid

(3) No act done by or on behalf of a professional corporation is invalid merely because it contravenes this Act. 2000, c. 42, Sched., s. 2.

Voting agreements void

(4) An agreement or proxy that vests in a person other than a shareholder of a professional corporation the right to vote the rights attached to a share of the corporation is void. 2000, c. 42, Sched., s. 2.

Unanimous shareholder agreements void

(5) A unanimous shareholder agreement in respect of a professional corporation is void unless each shareholder of the corporation is a member of the professional corporation. 2000, c. 42, Sched., s. 2.

3. I certify that the corporation does not carry on any business that is not the practice of veterinary medicine or activities related to or ancillary to the practice of veterinary medicine.
4. I certify that the corporation has not previously held a certificate of authorization or, where the corporation has held such a certificate, the full details with respect to it, including its name and who were shareholders and officers and directors and the circumstances in which any loss of its certificate of authorization are as follows:
5. I certify that none of the shareholders of the corporation has been a shareholder of a corporation that previously held a certificate of authorization or, where any one of them was a shareholder of such a corporation, the full details with respect to it, including its name and who were shareholders and officers and directors and the circumstances in which any loss of lost its certificate of authorization are as follows:
6. I have read, understood and signed the application for a certificate of authorization which accompanies this declaration.
7. The answers I have given to the questions in the application which accompanies this declaration are true, complete and without intent to mislead.
8. I understand that the professional corporation is not permitted to engage in any kind of veterinary practice in Ontario until I have actually received a certificate of authorization.
9. If the College of Veterinarians of Ontario issues a certificate of authorization to the professional corporation, it will comply with the By-laws of the College.
10. I make this solemn declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath and by virtue of the *Canada Evidence Act* and the *Evidence Act* of Ontario.

Signature of Managing Director

Declared before me in the City of _____ in the _____ of _____
this _____ day of _____, 200____.

A Commissioner, etc.
Made pursuant to s.41 of the Canada Evidence Act,
R.S.C. 1985, c. C-5, and s.43, of the Evidence Act,
R.S.O. 1998, c.E-23.

Stamp, Seal or card of Commissioner, Lawyer
or Notary Public to be affixed here.