

**APPLICATION FOR INCORPORATION OF A CORPORATION WITHOUT
SHARE CAPITAL UNDER PART II OF THE
CANADA CORPORATIONS ACT**

TO: THE MINISTER OF INDUSTRY

I

The undersigned hereby apply to the Minister of Industry for the grant of a charter by letters patent under the provisions of Part II of the Canada Corporations Act constituting the undersigned, and such others as may become members of the Corporation thereby creating, a body corporate and politic under the name of

GRACE CHRISTIAN SCHOOL

The undersigned have satisfied themselves and are assured that the proposed name under which incorporation is sought is not the same or similar to the name under which any other company, society, association or firm, in existence is carrying on business in Canada or is incorporated under the laws of Canada or any province thereof or so nearly resembles the same as to be calculated to deceive, and that it is not a name which is otherwise on public grounds objectionable.

II

The applicants are individuals of the full age of eighteen year with power under law to contract. The name, the address and the occupation of each of the applicants are as follows:

Name	Address	Occupation
Simon Tse	2 Sydnor Road,Toronto,ON. M2M 2Z8	Teacher
Jenny Wong	5 Breanna Court,North York, ON.M2H 3N8	Day Care Operator
Darius Fok	688 Cornell Rouge Road,Markham,ON. L6B 0P4	Computer Analyst
Sandy Lam	1705-228 Bonis Avenue,Toronto, ON. M1T 3W4	Chartered Accountant
Sui Ying Wong	1 Carnival Court,Toronto, ON. M2R 3T7	Pharmacy Assistant
Cynthia Chiu	226 Huntsmill Road,Scarborough, ON. M1W 3E1	Accountant

The said applicants will be the first directors of the Corporation.

III

The objects of the Corporation are:

1. To advance, teach, demonstrate and implement the Gospel of Jesus Christ and related truths of the Holy Bible in accordance with the Statement of Faith herein in order to bring the biblical teachings of Jesus Christ to the people in Canada and worldwide.

2. Provided that these objects shall include only those which are exclusively charitable at law, and in furtherance of the foregoing:

(a) to uphold and maintain the Statement of Faith as set out herein;

(b) to establish, maintain and operate a Christian education centre for the provision of a nursery school, kindergarten, elementary and high school facility to provide general education for young people in the context of the Christian faith;

(c) to establish, maintain and operate a bible college and/or theological seminary to train men and women in the Christian faith as lay people, Christian workers, ministers, missionaries and evangelists;

(d) to establish, maintain and operate a Christian camp ground, retreat centre or conference centre;

(e) to acquire and hold land for the purposes of the Corporation;

(f) to establish, own, and operate one or more publishing offices, printing plants, distribution centres, or retail facilities for the publication, printing, distribution and sale of all types of literature and publications directly related to the charitable objectives herein;

(g) to associate and affiliate with any association or organization, incorporated or unincorporated, with exclusively charitable objects similar to those of the Corporation herein;

(h) to dispose of any property of the Corporation to "qualified donees" as defined in the *Income Tax Act* (Canada), as amended from time to time, to further the objects of the Corporation stated herein; and

(i) to carry on "related business" within the meaning of the *Income Tax Act* of Canada as amended from time to time in furtherance of the objects stated herein.

3. For the attainment of the above objects and as incidental and ancillary thereto, to exercise any of the powers as prescribed by the *Canada Corporations Act* or any other statutes or laws from time to time applicable, except where such power is contrary to the statutes or common law relating to charities and in particular without limiting the generality of the foregoing:

(a) to solicit and receive donations by bequests, devises, legacies, gifts, grants, or benefit of trusts, and to enter into agreements, contracts and undertakings incidental thereto;

(b) to acquire by purchase, contract, donation, lease, devise, gift, or otherwise, real property or interests therein, and to hold the same for the actual use and occupation of the Corporation or for carrying on its objects, and to sell, grant, convey, mortgage, hypothecate, pledge, charge, lease, notwithstanding any limitations at law to the contrary, or otherwise dispose of such real property or interests therein from time to time as occasion may require, and to acquire other real property or interests therein in addition thereto

or in place thereof, as may be considered advisable;

(c) to acquire by purchase, contract, donation, legacy, gift, grant, bequest or otherwise, any personal property or interests therein, and to enter into and carry out any agreements, contracts or undertakings incidental thereto, and to sell, grant, convey, mortgage, hypothecate, pledge, charge, lease or otherwise dispose of the same or any part thereof, from time to time as occasion may require, and to acquire other personal property or interests therein in addition thereto or in place thereof, as may be considered advisable;

(d) to invest and reinvest the funds of the Corporation in such manner as determined by the directors from time to time, including investments in mutual funds, and in making such investments, the Board of Directors shall be governed by the *Trustee Act* (Ontario), as amended from time to time, as well as the power to subdelegate investment decision making to qualified investment managers;

(e) to receive and maintain a fund or funds for the objects and to apply from time to time all or part of the income and/or capital thereof for the objects herein and for the benefits of charities that are registered as such under the *Income Tax Act* (Canada), as amended from time to time, that have charitable objects similar or complementary to the objects of the Corporation;

(f) to establish a common trust fund, in which donations received by the Corporation, whether or not designated, are combined for the purpose of facilitating investment and to operate such fund in accordance with terms of reference established by the Board from time to time;

(g) to employ and pay such assistants, clerks, agents, representatives, and employees, and to establish, equip, furnish, maintain, operate, manage and staff appropriate offices, facilities and programs complementing such purposes, and to incur such reasonable expenses as may be necessary therein, provided the Corporation shall not pay any remuneration to a director in any capacity whatsoever;

(h) to give donations, scholarships and bursaries for charitable, educational or religious purposes in accordance with the objects of the Corporation;

(i) to accumulate from time to time part of the fund or funds of the Corporation or the income therefrom subject to any statutes or laws from time to time when applicable;

(j) to exercise all voting rights and to authorize and direct the execution and delivery of proxies in connection with the shares or obligations in any company or Corporation held by the Corporation;

(k) to take up proportions of any increased capital of a company or corporation in which the Corporation may at any time hold shares or obligations; to purchase any additional shares or obligations in such company or corporation; to join in any plan for the reconstruction or reorganization or for the sale of assets of any company or corporation, or part thereof; to enter into any pooling or other agreement in connection with the shares or obligations of a company or corporation held by the Corporation; and to give consent to the creation of any mortgage, lien or indebtedness of any company or corporation whose shares or obligations are held by the Corporation;

(l) to require payment of all sums of monies and claims to any real or personal property in which the Corporation may have an interest, and to compromise in any such claims, and generally to pursue payment in its corporate name through whatever means are available at law;

(m) to draw, make, endorse, execute and issue cheques and other negotiable instruments; and

(n) to perform any manner of actions as are incidental or ancillary to the attaining of the above mentioned objects of the Corporation.

IV

The operations of the Corporation may be carried on throughout Canada and elsewhere.

V

The Statement of Faith that members and directors of the Corporation are required to subscribe to is as follows. Section 1 is a direct adaptation of the Statement of Faith from Associated Gospel Churches; Section 2 is specific to Grace Chinese Gospel Church of North York.

Section 1

1. The Inspiration and Authority of Scripture

We believe the Holy Scriptures, both Old and New Testaments, as originally given by God are divinely inspired, without error, entirely trustworthy, and constitute the only supreme authority in all matters of faith, teaching and behaviour.

II Peter 1:21

Mark 12:26-36

II Timothy 3:16-17

Acts 1:16

Hebrews 4:12

2. The Trinity of the Godhead

We believe that the Godhead eternally exists in three persons, the Father, the Son, and the Holy Spirit; and that these three are one God, having precisely the same nature, attributes and perfections, and are worthy of precisely the same homage, confidence and obedience.

Genesis 1:26; 3:22; 11:6-8

John 1:1-4

Isaiah 63:8-10

Matthew 28:19-20

Acts 5:3-4

II Corinthians 13:1

Mark 12:29

Revelation 1:4-6

Hebrews 1:1-3

3. The Deity and the Virgin Birth of our Lord Jesus Christ

We believe in the essential deity of our Lord Jesus Christ and His total humanity through the virgin birth, and that all the Scriptures from first to last centre about Him, His person and work, His sacrificial death upon the cross and His coming again.

Acts 26:22-23

John 5:39

Matthew 1:18-23

Luke 1:35; 24:44

Acts 17:2-3; 18:28

Isaiah 7:14

Acts 28:23

Acts 1:11

4. The Personality, Deity and Present Mission of the Holy Spirit

We believe that the Holy Spirit is a divine personality—the eternal third Person of the Trinity—who is now, throughout this Age of Grace, here present in the true Church, having been sent for the express purpose of revealing Christ Jesus to the members of the Church, that they may be comforted, instructed, and built up in their most holy faith, and to the world that sinners may be convicted of sin, of righteousness and of judgment.

John 7:38-39; 14:16-17; 15:26

John 16:13-15

Acts 1:8; 2:1-4

5. The Fall of Humanity

We believe that human beings, originally created in the image and after the likeness of God, fell

from their high and holy estate through disobedience, by eating the forbidden fruit, and in consequence, the threatened penalty of death was then and there inflicted, so that they totally lost all spiritual life, becoming dead in trespasses and sins, and subject to the power of the devil.

Genesis 1:26; 2:17

Isaiah 64:6

Ephesians 2:1-3

I John 3:8

I Timothy 5:6

John 5:40; 6:53

6. The Total Depravity of Humans

We believe that this spiritual death, or total corruption of human nature, has been transmitted to the entire race of human beings, the man Christ Jesus alone excepted; and hence that every child of Adam is born into the world with a sinful nature.

Genesis 6:5

Jeremiah 17:9

John 3:6

Psalms 14:1-3; 51:5

Romans 5:12-19

7. Salvation by Grace through Faith

We believe that sinners are saved by grace through faith alone and that not of themselves, it is the gift of God, not of works. We further believe that every saved person is “justified from all things from which he could nor be justified by the law of Moses.”

Acts 13:39

Ephesians 2:8-9

Romans 5:1; 3:25-26

Titus 2:11-14

8. The Atonement of the Blood of Christ

We believe that our redemption has been accomplished solely by the blood of our Lord Jesus Christ, who was made to be sin, and made a curse for us, dying in our place, a Sacrifice acceptable to God and effectual for every sinner who receives Him.

Leviticus 17:11

Galatians 3:13

Matthew 26:28

Ephesians 1:7

John 1:12

I Peter 1:18-19; 2:24

II Corinthians 5:21

Romans 5:6-9

9. Regeneration by the Holy Spirit

We believe that, owing to the universal depravity and death in sin, no one can see or enter the kingdom of God unless born of the Spirit whereby he becomes a new creation, sealed unto the day of Redemption.

John 3:5-8

James 1:18

Galatians 6:15

I Peter 1:23

Ephesians 1:13

I John 5:1

Titus 3:5

10. The Believer's Eternal Salvation

We believe in the eternal salvation of all who are actually born again by the Spirit of God through faith in Christ as revealed in the Scriptures, and that it is the privilege of all such to be assured of their present salvation and eternal life.

John 5:24

Hebrews 10:24

John 10:28-29

Romans 8:28-39

I John 5:11-13

Philippians 1:6

11. Sanctification

We believe that all the members of the body of Christ are “sanctified ones” (saints), are perfected as to their standing forever by the one offering of the blood of Christ, and are one with Christ in sanctification. As to their state, they may be sanctified by the Word, by the blood of Christ, and by the inworking presence and power of the Holy Spirit which should issue in behaviour indicating the fruit of the Spirit.

Galatians 5:16-25

Ephesians 5:25-27

John 17:17-19

I John 1:7-9

Romans 15:16

Jude 1

I Corinthians 6:11

Ephesians 4:22-24

Hebrews 2:11; 10:10; 13:12

12. The Baptism with the Holy Spirit

We believe that when the Holy Spirit came upon the whole company of believers on the Day of Pentecost as promised by Christ, they were collectively baptized into one body, which was the birth of the Church, the Body of Christ. Since that time this baptism occurs individually at the moment of salvation, at which time the believer is also indwelt by the Spirit. We believe that the New Testament distinguishes between being indwelt by the Spirit, which is true of all believers, and being filled with the Spirit, which is the believer's privilege and duty, producing power in Christian witness. There is one baptism with the Spirit, and it is into the Body of Christ, but there are many fillings.

John 14:15-18

I Corinthians 3:16

Romans 8:9

Matthew 3:11

I Corinthians 12:13

Ephesians 5:18

Acts 2:4; 4:8-31

Ephesians 1:13-14

13. The Gifts of the Holy Spirit

We believe that the Holy Spirit administers spiritual gifts to the church to glorify Christ in the building of His body. We believe that God, the Holy Spirit, is sovereign in the bestowing of His gifts for the perfecting of the saints for the work of their ministry, and that it is not God's will that any one gift should be given to all believers, although all believers have at least one gift. We believe that whenever spiritual gifts are exercised, they should always be within the limits expressly given in the Scriptures (e.g. I Corinthians 14:23-40). We believe that in the early church speaking in tongues (a human language unknown to the speaker), and the working of miracles were sign gifts demonstrated primarily to authenticate God's revelation through the apostles and the baptism of the Holy Spirit. We believe that today such signs are not necessary to give evidence of the baptism or of the filling of the Spirit, nor are they a mark of spiritual maturity. We believe that special divine revelation for authoritative Scripture ceased with the Apostolic Age.

Acts 2:1-13

Hebrews 2:3-4

I Corinthians 12-14

Ephesians 2:20

Romans 12:3-8

John 14:26

I Peter 4:7-11

Galatians 1:8-9

Ephesians 4:11-13

Revelation 22:18-29

II Corinthians 12:12

14. The Unity of the True Church in the mystical Body of Christ

We believe that the Church is composed of all who are united by the Holy Spirit to the risen and ascended Son of God, and that "by the same Spirit we are all baptized into one body, whether we be Jews or Gentiles", thus being members one of another and knit together in love.

Romans 12:5

Ephesians 4:3-10

I Corinthians 12:12-27

Colossians 2:19

15. The Pre-Millennial Coming of Our Lord

We believe that this present age will end with the coming of our Lord Jesus Christ, first to receive His Church unto Himself, and then to establish the throne of David upon the earth and to reign in righteousness over it for a thousand years.

II Samuel 7:16

John 14:1-3

Psalms 72:7-8

Acts 1:10-11

Titus 2:13

Isaiah 9:6-7

Hebrews 9:28

Micah 5:2

I Thessalonians 4:13-18

Luke 1:32-33

16. The Resurrection of the Body

We believe that Jesus Christ rose from the dead, according to the Scriptures, in bodily form, and

thus became the Firstfruits of them that sleep; that upon His return He will raise out from among the dead those that have died in Christ, this being the first resurrection; and that, after the thousand years, He will raise them that have died in unbelief from their graves to receive their sentence.

Psalms 90:3-4

John 5:28, 29

Isaiah 26:19

I Corinthians 15

Daniel 12:2

Romans 1:4; 8:23

Revelation 20:5-6

17. The Eternal Blessedness of the Saved, and the Eternal Punishment of the Lost

We believe that the attitude either of reconciliation or enmity toward God is fixed eternally at death, and that the saints of all the ages will be forever with the Lord and will become joint heirs with Him as their Redeemer in His inheritance. We further believe that there is an appointed day for the judgment of the wicked when they will be cast into the Lake of Fire, there to remain forever and ever, in varying degrees of torment according to their works.

I Thessalonians 4:17

II Peter 2:9

Romans 8:17

Daniel 12:3; 7:22-27

Revelation 20:11-15; 21:8; 22:11

18. The Personality of Satan

We believe that Satan is a person, the father of lies, a murderer from the beginning and the great deceiver of all nations; that he will be overcome by the Lord Jesus Christ, as the Seed of the woman, and cast into the Bottomless Pit for a thousand years, and finally committed to the Lake of Fire with all his angels to be tormented forever and ever.

II Corinthians 11:13-15

Job 1:6-12

Genesis 3:15

John 8:44

Ephesians 6:12-16

Revelation 20:1-3,7-10

19. Divine Healing of the Body

We believe that divine healing of the body is not in the Atonement in the sense that salvation and forgiveness of sins are in the Atonement. The suffering and death of Christ according to the New Testament was substitutionary, penal and vicarious. It is nowhere taught in Scripture that Christ died for the effects of sin but for sin, and sickness is directly or indirectly the effect of sin.

Romans 4:25 I Corinthians 15:3 II Corinthians 5:21 I Peter 2:24; 3:18

20. Baptism

We believe that the New Testament clearly prescribes baptism for believing disciples as a symbol and proclamation of the believer's death to sin and resurrection to new of life. Further we believe and practise immersion as the mode of baptism prescribed by the New Testament in accordance with its word meanings, examples, and symbolism.

Matthew 28:19-20

Acts 2:38; 8:12

Romans 6:3

21. The Lord's Supper

We believe that our Lord and Saviour clearly prescribed for His believing disciples the solemn rite of the Lord's Supper as a memorial of the Lord's death to be kept by His disciples until He comes again, according to His promise and the Father's revealed plan.

I Corinthians 11:23-27

Luke 22:19-20

Section 2

1. Definition of Marriage

We believe that marriage is a covenant relationship between one man and one woman to the exclusion of all others and marriage is recognized as a holy ordinance of the church in accordance with literal interpretation of the Scriptures.

Genesis 2:18, 21-24

Mal 2:14

Matt 19:3-9

Lev 18:22

Eph 5:25-33

Rom 1:26-27

VI

The place within Canada where the Head Office is to be situated is the Township of York, in the Municipality of Toronto, in the Province of Ontario.

VII

It is specifically provided that in the event of dissolution or winding up of the Corporation all of its remaining assets after payments of its liabilities shall be distributed to one or more charities in Canada that are registered with Revenue Taxation Canada for the purposes of the Income Tax of Canada and have purposes similar to the one herein.

VIII

In accordance with Section 65 of The Canada Corporations Act, it is provided that, when authorized by by-law, duly passed by the directors and sanctioned by at least two-thirds of the votes cast at a special general meeting of the members duly called for considering the by-law, the directors of the Corporation may from time to time:

1. borrow money upon the credit of the Corporation;
2. limit or increase the amount to be borrowed;
3. issue debentures or other securities of the Corporation;
4. pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
5. secure any such debentures, or other securities, or any other present or future borrowing or liability of the Corporation, by mortgage, hypothec, charge or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the Corporation, and the undertaking and rights of the Corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the Corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

IX

The by-laws of the Corporation shall be those filed with the application for Letters Patent until repealed, amended or added to.

X

The Corporation is to carry on its operations without pecuniary gain to its members and any profits or other accretions to the Corporation are to be used in promoting its objects.

DATED at the City of Toronto In the Province of Ontario, this _____ day of _____, 2010

_____ Simon Tse

_____ Jenny Wong

_____ Darius Fok

_____ Sandy Lam

_____ Sui Ying Wong

_____ Cynthia Chiu