



**THE LAW SOCIETY OF UPPER CANADA
APPLICATION FOR NAME CERTIFICATE AND/OR
A CERTIFICATE OF AUTHORIZATION
(Under Part II of By-Law 7)**

Guide & Checklist

Lawyers and Paralegals who wish to practise law or provide legal services through a professional corporation are strongly encouraged to seek professional advice on the best business structure for their particular situation. Applicants are encouraged to review the following sources of information regarding professional corporations:

1. The *Ontario Business Corporations Act* and specifically s. 3.4 - "No limit on professional liability";
2. The *Law Society Act*;
3. By-Law 7, Part II;
4. By-Law 7.1; and
5. Electronic materials available at:
<http://rc.lsuc.on.ca/jsp/membershipServices/professionalCorporations.jsp>

Certificate of Authorization Checklist:

- Ensure all parts of the application are complete.
- Submit the completed **original** application.
- Submit a copy of the Articles of Incorporation and Certificate of Incorporation, Articles of Amendment (if any) and Certificate of Amendment for the corporation.
NOTE: Ensure that the articles contain the appropriate clauses and restrict the professional corporation to the practice of law or provision of legal services. The articles must also restrict the ownership of shares.
- Submit the Remittance Slip in triplicate along with a non-refundable payment of \$250.00 + HST
CND funds.

The Law Society of Upper Canada may investigate or verify any information supplied on the application, and may require further explanation from the applicant before the application is approved. **Omissions or inaccuracies in responses will delay processing.** If the space provided for any answer is insufficient, attach a separate sheet that is signed and dated by the applicant and staple it to the application.

Questions? Contact Administrative Compliance at (416) 947-3315, by fax at (416) 947-5260 or e-mail at lsforms@lsuc.on.ca.

Send original Corporate Name Applications to: Administrative Compliance The Law Society of Upper Canada Osgoode Hall 130 Queen Street West Toronto, Ontario M5H 2N6	Send original Authorization Applications to: Accounts Receivable The Law Society of Upper Canada Osgoode Hall 130 Queen Street West Toronto, Ontario M5H 2N6
--	---



**THE LAW SOCIETY OF UPPER CANADA
APPLICATION FOR CERTIFICATE OF
AUTHORIZATION
(Under Part II of By-Law 7)**

1. Name and number of contact applicant:	2. Professional corporation name and Ontario Corporation Number:
Name: _____ _____ _____	Corporate Name: _____ _____ _____
Member/Licensee Number: _____ (or Application ID No.)	Ontario Corporation Number: _____
3. Date of incorporation or amalgamation or continuance:	
____ / ____ / ____ D M YR	
<i>[attach the articles of incorporation, certificate of incorporation, articles of amalgamation (if any) and certificate of amalgamation, articles of continuance (if any) and certificate of continuance, articles of amendment (if any) and certificate of amendment and the current certificate of status for the corporation]</i>	
4. Mailing address and contact information of the professional corporation:	5. Place of business and contact information of the professional corporation (if different from 4):
Address: _____ _____ _____ _____ _____	Address: _____ _____ _____ _____ _____
Telephone Number: _____	Telephone Number: _____
Facsimile Number: _____	Facsimile Number: _____
E-mail Address: _____	E-mail Address: _____

6. Direct and indirect legal and beneficial owners of the shares of the professional corporation:

For each name listed, place a checkmark in the appropriate column(s) to indicate their status in the corporation and entitlement to practise law or provide legal services in Ontario.

Full name	Address for service	Shareholder	Director	Officer	Entitled to practise law in Ontario	Entitled to provide legal services in Ontario
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
					Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>

9. Complete A through E below by placing a checkmark in the appropriate box.	
A. I have had opportunity to seek professional advice and am satisfied that the corporation is a subsisting corporation and is in compliance with the provisions of the <i>Ontario Business Corporations Act</i> , and regulations made thereunder, that apply to professional corporations.	Yes <input type="checkbox"/> No <input type="checkbox"/>
B. The name of the corporation complies with Part II of By-Law 7.	Yes <input type="checkbox"/> No <input type="checkbox"/>
C. The corporation is in compliance with the provisions of the <i>Law Society Act</i> , and the by-laws made thereunder, that apply to professional corporations.	Yes <input type="checkbox"/> No <input type="checkbox"/>
D. The corporation has never before held a Certificate of Authorization. If "No": The corporation previously held a Certificate of Authorization, which was revoked on (<i>provide date</i>).	Yes <input type="checkbox"/> No <input type="checkbox"/> _____/_____/_____ D M YR
E. Non-refundable application fee payment of \$250 + HST using the Remittance Slip.	Yes <input type="checkbox"/> No <input type="checkbox"/>

_____ Date

_____ Signature of Director

_____ Director (specify office)

<i>(for office use only)</i>	
Approved by:	Date: