

(1) Registry Land Titles (2) Page 1 of 10 pages

(3) Property Identifier(s) Block Property Additional: See Schedule

(4) Nature of Document
BY-LAW (CONDOMINIUM ACT, SECTION 28)
BY-LAW NO. 1

(5) Consideration
Dollars \$

(6) Description
All Units and Common Elements comprising the property included in Wentworth Condominium Plan No. 171; in the City of Hamilton, in the Regional Municipality of Hamilton-Wentworth;
Land Registry Division of Wentworth (No.62) at Hamilton

(7) This Document Contains: (a) Redescription New Easement Plan/Sketch (b) Schedule for: Description Additional Parties Other

(8) This Document provides as follows:

SEE SCHEDULE ATTACHED FOR BY-LAW AND CERTIFICATE

Continued on Schedule

(9) This Document relates to instrument number(s)

(10) Party(ies) (Set out Status or Interest)
Name(s) Signature(s) Date of Signature Y M D
WENTWORTH CONDOMINIUM CORPORATION NO. 171
(Applicant) by its solicitor herein Joseph Maziarz 1991 04 18

(11) Address for Service
c/o Suite 220, 20 Jackson Street West, Hamilton, Ontario, L8P 1L2

(12) Party(ies) (Set out Status or Interest)
Name(s) Signature(s) Date of Signature Y M D

(13) Address for Service

(14) Municipal Address of Property
67 Caroline Street South
Hamilton, Ontario

(15) Document Prepared by:
JOSEPH MAZIARZ
BARRISTER & SOLICITOR
220-20 JACKSON STREET WEST
HAMILTON, ONTARIO
L8P 1L2

Fees and Tax	
Registration Fee	
Total	

FOR OFFICE USE ONLY

~~55504 LT~~
298603 LT C/L

62
(APR 18 1991)

New Property Identifiers Additional: See Schedule

Executions Additional: See Schedule

THE CONDOMINIUM ACT, 1978

C E R T I F I C A T E

WENTWORTH CONDOMINIUM CORPORATION NO. 171 hereby certifies that By-Law Number 1 attached hereto was made in accordance with The Condominium Act, 1978, being Chapter 84 of the Statutes of Ontario 1978 and any amendments thereto, the Declaration and the By-Laws of the Corporation and that the said By-Law Number 1 has not been amended and is in full force and effect.

DATED at the City of Hamilton, in the Regional Municipality of Hamilton-Wentworth, this day of April, 1991.

WENTWORTH CONDOMINIUM CORPORATION
NO. 171

Per: *Angelo Notarianni*
Angelo Notarianni

TREASURER

WENTWORTH CONDOMINIUM CORPORATION NO.
BY-LAW NO. 1

A By-law relating generally to the conduct of affairs of
Wentworth Condominium Corporation No. 171 .

Be it enacted and it is hereby enacted as a By-law of
Wentworth Condominium Corporation No. 171 (the
"Corporation") as follows:

ARTICLE I
DEFINITIONS

Words used in this By-law which are defined in The
Condominium Act, 1978 and all amendments thereto, hereinafter
referred to as "The Act" shall have the same meaning as in The Act
unless otherwise specified.

ARTICLE II
SEAL

The seal of the Corporation shall be in the form impressed
in the margin beside this paragraph.

ARTICLE III
BOARD OF DIRECTORS

3.01 The affairs of the Corporation shall be managed by a board
of directors.

3.02 QUORUM: The number of directors elected by the declarant
shall be three (3), who shall hold office until their successors are
elected at a meeting of owners called after the declarant ceases to
be the registered owner of a majority of the units. At such meeting
of owners, the number of directors to be elected shall be five (5)
and, thereafter, the number of directors of the Corporation shall be
five (5). Until the owners elect their directors at the meeting
called after the declarant ceases to be the registered owner of a
majority of the units, a quorum for the transaction of business at
any meeting of the board shall be two (2) and, after the election of
five (5) directors, a quorum for the transaction of business at any
meeting of the board shall be three (3). Notwithstanding vacancies,
the remaining directors may exercise all the powers of the board so
long as a quorum of the board remains in office.

3.03 QUALIFICATIONS: A director shall be deemed to have
tendered his resignation, when his unit is in default of payment of
common expenses for a period of sixty (60) days or more.

3.04 ELECTION AND TERM: The three (3) directors elected by the
declarant shall hold office until their successors are elected at a
meeting of owners called after the declarant ceases to be registered

owner of a majority of the units. At such meeting of owners, in accordance with the number of votes cast for each director, one director shall be elected to hold office until the first annual meeting following the date of their election; two directors shall be elected to hold office until the second annual meeting following the date of their election; and two (2) directors shall be elected to hold office until the third annual meeting following the date of their election. Where the board is elected by acclamation, the members at the meeting shall determine the distribution of terms.

Directors may continue to act until removed or until their successors are elected and, at each annual meeting thereafter, a number of directors equal to the number of directors retiring in such year shall be elected for a term expiring at the time of the third annual meeting following the date of their election; provided that any director elected to fill a vacancy created by the resignation or other removal of a director shall be elected at the next annual meeting of the owners to complete the unexpired term of the director whom they are replacing.

3.05 CALLING OF MEETINGS: Meetings of the board shall be held when called by the President or any two directors. Notice of any meeting shall be given to each director either personally, not less than forty-eight (48) hours before the time when the meeting is to be held, or by ordinary mail, or by leaving the notice at the address of the director not less than five (5) days before the day the meeting is to be held. No notice of a meeting shall be necessary if all the directors are present and consent to the holding of the meeting or if those absent waive notice of or otherwise signify in writing their consent to the holding of the meeting.

3.06 REGULAR MEETINGS: The board may appoint a time and a place for regular meetings. A copy of any resolution of the board fixing such time and place shall be sent to each director and no further notice shall be required for any such meetings.

3.07 INDEMNITY OF DIRECTORS AND OFFICERS: Every director and officer of the Corporation and his heirs, executors, administrators and other legal personal representatives shall from time to time be indemnified and saved harmless by the Corporation from and against:

- (a) any liability and all costs, charges and expenses that he sustains or incurs in respect of any action, suit or proceeding that is proposed or commenced against him for or in respect of anything done or permitted by him in respect of the execution of the duties of his office; and

(b) all other costs, charges and expenses that he sustains or incurs in respect of the affairs of the Corporation;

provided that:

(1) no director or officer of the Corporation shall be indemnified by the Corporation in respect of any liability, costs, charges or expenses that he sustains or incurs in or about any action, suit or other proceeding as a result of which he is adjudged to be in breach of any duty or responsibility imposed upon him under The Condominium Act or under any other statute unless, in an action brought against him in his capacity as director or officer, he has achieved complete or substantial success as a defendant;

(2) the Corporation is advised of any such action, suit or other proceeding, or cost, charge or expense, forthwith after the director or officer receives notice thereof; and

(3) the Corporation is given the right to join in the defence of the action, suit or proceeding.

ARTICLE IV
OFFICERS

4.01 ELECTION OF PRESIDENT: At the first meeting of the board, after each election of directors and at any time a vacancy in the office occurs, the board shall elect from among its members a President. Until such elections, the then incumbent (if a member of the board) shall hold office.

4.02 OTHER ELECTIONS: The board shall elect a Secretary and may elect one or more Vice-Presidents, a Treasurer and such other officers as the board may determine, including one or more assistants to any such officers. The officers so elected may, but need not be members of the board. One person may hold more than one office.

4.03 TERM OF OFFICE: In the absence of written agreement to the contrary, the board may remove at its pleasure any officer of the Corporation.

4.04 PRESIDENT: The President shall, when present, preside at all meetings of the members and of the board and shall be charged with the general supervision of the business and affairs of the Corporation.

4.05 VICE-PRESIDENT: During the absence of the President, his duties may be performed and his powers may be exercised by the Vice-President or, if there is more than one, the Vice-Presidents (in order of seniority as determined by the board), except that a

- 4 -

Vice-President who is not qualified to attend the meeting as director or member shall not preside at a meeting of the board or at a meeting of members. A Vice-President shall also perform such duties and exercise such powers as the board may prescribe.

4.06 SECRETARY: The Secretary shall give or cause to be given all notices required to be given to the owners, directors, auditors, mortgagees and all others entitled thereto; he shall attend all meetings of the directors and of the owners and shall enter or cause to be entered in books kept for that purpose minutes of all proceedings at such meetings; he shall be the custodian of all books, papers, records, documents and other instruments belonging to the Corporation and he shall perform such other duties as may be prescribed by the board.

4.07 TREASURER: The Treasurer shall keep or cause to be kept full and accurate books of accounting which shall record all receipts and disbursements of the Corporation and, under the direction of the board, shall control the deposit of money, the safekeeping of securities and the disbursement of the funds of the Corporation; he shall render to the board, whenever required of him, an account of all his transactions as Treasurer and of the financial position of the Corporation; and he shall perform such other duties as may be prescribed by the board.

4.08 AGENTS AND ATTORNEYS: The board shall have power from time to time to appoint agents or attorneys for the Corporation with such powers of management or otherwise, including the power to sub-delegate, as may be thought fit.

ARTICLE V

MEETING OF OWNERS

5.01 ANNUAL MEETINGS: Annual meetings of owners shall be held to receive reports, to elect directors, to appoint auditors and to transact such other business as may be set out in the notice of the meeting.

5.02 REPORTS: A copy of the financial statement and a copy of the auditor's report shall be furnished to every owner and mortgagee entered on the register of the Corporation who has requested this be done. A copy of the minutes of meetings of the owners and of the board shall, within thirty (30) days of the date of such meeting, be furnished to any mortgagee who has requested this be done.

5.03 PERSONS ENTITLED TO BE PRESENT: The only persons entitled to attend a meeting of owners shall be the owners and mortgagees entered on the register and the spouses of such owners, any others entitled to vote thereat, the auditors, accountants, solicitors, directors and officers of the Corporation.

Any other person may be admitted only on the invitation of the Chairman of the meeting or with the consent of the meeting.

5.04 METHOD OF VOTING: At a meeting of owners, any question shall be decided by a show of hands unless a poll or vote by ballot is demanded by a person entitled to vote and, unless a poll or vote by ballot is so demanded, a declaration by the Chairman that such vote has by the show of hands been carried is a prima facie proof of the fact without proof of the number or proportion of votes recorded in favour of or against such question. A demand for a poll or vote by ballot may be withdrawn at any time prior to the taking of the poll. Voting for the election of directors, however, shall be by ballot only.

5.05 REPRESENTATIVES: An executor, administrator, committee of a mentally incompetent person, guardian or trustee (and, where a corporation acts in such capacity, any person duly appointed a proxy for such corporation), upon filing with the Chairman of the meeting sufficient proof of his appointment, shall represent the owner or mortgagee at all meetings of the owners and may vote in the same manner and to the same extent as such owner.

5.06 PROXIES: Every owner or mortgagee entitled to vote at meetings of owners may appoint a proxy, who need not be an owner or mortgagee, to attend and act at the meetings in the same manner, to the same extent and with the same power as if the owner or mortgagee were present at the meeting. The instrument appointing a proxy shall be in writing signed by the appointer or his attorney authorized in writing. The instrument appointing a proxy shall be deposited with the Chairman of the meeting before any vote is cast under its authority and the Chairman shall resolve any dispute as to the validity of a proxy so deposited.

ARTICLE VI

BANKING ARRANGEMENTS, CONTRACTS AND BORROWING

6.01 BANKING ARRANGEMENTS: The banking business of the Corporation shall be transacted with such bank or trust company by such persons and in such manner as the board may designate.

6.02 EXECUTION OF DOCUMENTS: Documents requiring the corporate seal shall be signed by the President or a Vice-President, together with the Secretary or any other director; provided that certificates as to payment of common expenses and as to the affairs generally of the Corporation may be signed under seal by any director or officer of the Corporation acting alone.

Any contract or obligation within the scope of any management agreement entered into by the Corporation may be executed on behalf of the Corporation, in accordance with the provisions of such management agreement.

Notwithstanding any provisions to the contrary contained in the By-laws of the Corporation, the Board may, at any time and from time to time, direct the manner in which and the person or persons by whom any particular Deed, Transfer, Contract or obligation or any class of Deed, Transfer, Contract or obligation of the Corporation may or shall be signed.

6.03 BORROWING: The Corporation may borrow such amounts as in the board's discretion are desirable to carry out the objects and duties of the Corporation and secure same by a mortgage or pledge of any asset of the Corporation; provided that each borrowing in excess of FIVE THOUSAND (\$5,000.00) DOLLARS or raising borrowings of the Corporation to an amount in excess of FIVE THOUSAND (\$5,000.00) DOLLARS shall require separate approval by a majority of the unit owners at a meeting duly called for the purpose of obtaining such approval.

ARTICLE VII
FINANCIAL

The financial year of the Corporation shall end on the anniversary date of the date of registration of the declaration or such other date as the board may by resolution determine.

ARTICLE VIII
NOTICE

8.01 METHOD OF GIVING NOTICE BY THE CORPORATION: Subject to the provisions of the Act, any notice or document required to be given or delivered by the Corporation shall be sufficiently given if delivered personally to the person to whom it is to be given or delivered to the address noted in the record, or mailed by prepaid first class post to such address. Such notice or document shall be deemed to have been given when it is delivered personally or delivered to such address; provided that, if mailed, it shall be deemed to have been given when deposited in a post office or public letter box.

8.02 NOTICE TO THE BOARD OR CORPORATION: Any notice or other document to be given to the board or Corporation shall be sufficiently given if mailed by prepaid first class post in a sealed envelope addressed to it at the mailing address of the Corporation registered in the appropriate Land Registry Office, or if delivered to the address for service. Any notice or document so mailed shall be deemed to have been given when deposited in a post office or public letter box.

ARTICLE IX

ASSESSMENT AND COLLECTION OF COMMON EXPENSES

9.01 DUTIES OF THE BOARD: The board shall, at least annually, prepare a budget for the property and determine by estimate the amount of common expenses for the next ensuing fiscal year or remainder of the current fiscal year as the case may be. The board shall allocate, assess and collect such common expenses, as are set out in the budget for such period, among the owners according to the proportions in which the owners are required to contribute to the common expenses in the declaration. In addition, the board shall provide in the annual budget for a reserve fund for major repair and replacement of common elements and assets of the Corporation as required by The Act and, may provide for a fund for contingencies, working capital deficits and replacements. The board shall advise all owners promptly in writing of the amount of common expenses payable by each of them respectively and shall provide copies of each budget on which such common expenses are based to all owners and mortgagees entered on the register.

9.02 OWNER'S OBLIGATIONS: Each owner shall pay to the Corporation or as it may direct the amount of such assessment in equal monthly payment on the first day of each and every month next following notice of such assessment, until such time as a new assessment has been provided to such owner.

9.03 SPECIAL ASSESSMENTS: The board may make special assessments when the Corporation does not have sufficient funds to meet expenditures which have been incurred. Notice of such special assessment shall include a written statement setting out the reasons for the assessment and the assessment shall be payable by each owner within ten (10) days after the owner has been given notice of the assessment or within such further period of time and in such instalments as set out in the notice.

9.04 DEFAULT IN PAYMENT OF ASSESSMENT:

(a) Arrears of payments required to be made under the provisions of this Article shall bear interest at a rate determined by the board from time to time and, in default of such determination, shall bear interest at the rate of Eighteen (18) per cent per annum and shall be compounded monthly until paid; and

(b) In addition to any remedies or liens provided by The Act, if any owner is in default in payment of an assessment levied against him for a period of fifteen (15) days, the board may retain a solicitor on behalf of the Corporation to enforce collection and there shall be added to any amount found due all costs of such solicitor as between a solicitor and his own client and such costs may be collected from the defaulting owner in the same manner as common expenses.

ARTICLE X

DEFAULT

10.01 NOTICE OF DEFAULT: The Board, when giving notice to the owner of a unit of default in payment of common expenses or any breach of a provision in the Corporation's documents shall concurrently send a copy of the notice to each mortgagee of the unit who has requested that notices be sent to him.

ARTICLE XI

MISCELLANEOUS

11.01 INVALIDITY: The invalidity of any part of this By-law shall not impair or effect in any manner the validity and enforceability or effect of the balance thereof.

11.02 GENDER: The use of the masculine gender in this By-law shall be deemed to include the feminine and neuter genders and the use of the singular shall be deemed to include plural wherever the context so requires.

11.03 WAIVER: No provision in this By-law shall be deemed to have been abrogated or waived by reason of any failure to enforce it, irrespective of the number of violations or breaches thereof which may occur.

PASSED by the directors and sealed with the corporate seal, this 5th day of April, 1991.

Angelo Notarianni
Angelo Notarianni
TREASURER

CONFIRMED by owners of units of the Corporation at a meeting duly called for that purpose on the 17th day of April, 1991.

(FIRST) BENTLEY PLACE LIMITED

Per: *Angelo Notarianni*
Angelo Notarianni
Per: VICE - PRESIDENT

FOR OFFICE USE ONLY

298604LT

62
APR 18 1991

New Property Identifiers

Additional: See Schedule

Executions

Additional: See Schedule

(1) Registry Land Titles (2) Page 1 of 4 pages

(3) Property Identifier(s) Block Property Additional: See Schedule

(4) Nature of Document
BY-LAW (CONDOMINIUM ACT, SECTION 28)
BY-LAW NO. 2

(5) Consideration
Dollars \$

(6) Description
All Units and Common Elements comprising the property included in Wentworth Condominium Plan No. 171; in the City of Hamilton, in the Regional Municipality of Hamilton-Wentworth;
Land Registry Division of Wentworth (No.62) at Hamilton

(7) This Document Contains: (a) Redescription New Easement Plan/Sketch (b) Schedule for: Description Additional Parties Other

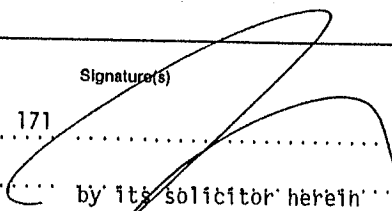
(8) This Document provides as follows:

SEE SCHEDULE ATTACHED FOR BY-LAW AND CERTIFICATE

Continued on Schedule

(9) This Document relates to instrument number(s)

(10) Party(ies) (Set out Status or Interest)

Name(s)	Signature(s)	Date of Signature		
		Y	M	D
WENTWORTH CONDOMINIUM CORPORATION NO. 171 (Applicant)		1991	04	18
	by its solicitor herein Joseph Maziarz			

(11) Address for Service
c/o Suite 220, 20 Jackson Street West, Hamilton, Ontario, L8P 1L2

(12) Party(ies) (Set out Status or Interest)

Name(s)	Signature(s)	Date of Signature		
		Y	M	D

(13) Address for Service

(14) Municipal Address of Property

67 Caroline Street South
Hamilton, Ontario

(15) Document Prepared by:

JOSEPH MAZIARZ
BARRISTER & SOLICITOR
220-20 JACKSON STREET WEST
HAMILTON, ONTARIO
L8P 1L2

FOR OFFICE USE ONLY

Fees and Tax

Registration Fee	

21

THE CONDOMINIUM ACT, 1978

C E R T I F I C A T E

WENTWORTH CONDOMINIUM CORPORATION NO. 171 hereby certifies that By-Law Number 2 attached hereto was made in accordance with The Condominium Act, 1978, being Chapter 84 of the Statutes of Ontario 1978 and any amendments thereto, the Declaration and the By-Laws of the Corporation and that the said By-Law Number 2 has not been amended and is in full force and effect.

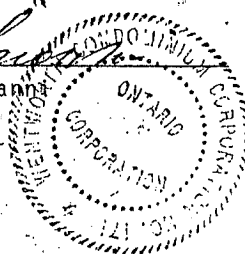
DATED at the City of Hamilton, in the Regional Municipality of Hamilton-Wentworth, this 17th day of April, 1991.

WENTWORTH CONDOMINIUM CORPORATION
NO. 171

Per:


Angelo Notarianni

TREASURER



BY-LAW NUMBER 2

A by-law respecting the borrowing of money, the issue of securities and the securing of liabilities by the Corporation

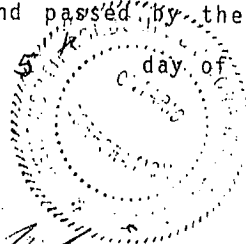
Be it enacted as a by-law of WENTWORTH CONDOMINIUM CORPORATION NO. 171 (hereinafter referred to as "the Corporation") as follows:

The directors of the Corporation may from time to time:

- (a) borrow money on the credit of the Corporation;
- (b) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation including book debts and unpaid calls, rights, powers, franchises and undertakings to secure any such securities or other money borrowed, or other debts, or any other obligation or liability of the Corporation;
- (c) delegate to such one or more of the officers and directors of the Corporation as may be designated by the directors all or any of the powers conferred by the foregoing clauses of this by-law to such extent and in such manner as the directors shall determine at the time of such delegation; and
- (d) give indemnities to any director or other person who has undertaken or is about to undertake any liabilities on behalf of the Corporation or any corporation controlled by it, and secure any such director or other person against loss by giving him by way of security a mortgage or charge upon the whole or any part of the real and personal property, undertaking and rights of the Corporation.

Provided that any borrowing of money in excess of the sum of FIVE THOUSAND (\$5,000.00) DOLLARS for any one occurrence shall require the approval of the owners owning a majority of the units, at a duly called meeting.

The foregoing By-Law is hereby enacted and passed by the Directors and sealed with the corporate seal this 5th day of April, 1991.



Angelo Notarianni
ANGELO NOTARIANNI
TREASURER

CONFIRMED by owners of units of the Corporation at a meeting duly called for that purpose on the 17th day of April, 1991.

(FIRST) BENTLEY PLACE LIMITED

Per: Angelo Notarianni
ANGELO NOTARIANNI
VICE-PRESIDENT

Per: _____