

# SPEEDMATTERS FOR CORPORATE LAW

## DEMONSTRATION VERSION

### USER GUIDE

as of 2014-06-11

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## INTRODUCTION

Thank you for your interest in ***SpeedMatters™ for Corporate Law***, software designed to simplify the collection and management of corporate data and to automate the completion of all documents and forms required to incorporate, organize and maintain corporations incorporated in Ontario or federally in Canada.

Although many government forms are available through various online sources, it is often annoying and time-consuming that you must re-enter information each time you complete a new document or form, even after you have entered that same information in another form or document for the same corporation.

***SpeedMatters™ for Corporate Law*** eliminates the need to enter information multiple times by collecting information once and then intelligently drafting all required documents and forms.

***SpeedMatters™ for Corporate Law*** was developed as a joint venture between Legal Systematics Canada Inc. and Lexcor Business Lawyers LLP.

This is a ***demonstration version*** of ***SpeedMatters™ for Corporate Law*** which includes the full power of the system for data entry and analysis, however it ***only permits assembly of the following 4 documents***:

- Corporate Information Summary
- Share Provisions (print version)
- Register of Directors
- Resolution for Confirmation of Shareholder Loans

To generate any of the documents listed above, choose them from the Start Page and visit the Preview tab. More detailed instructions are provided [below](#). If you select a document that is not available in this demonstration version, you will receive a notice to the effect that the desired document is not available.

The demonstration version will expire on July 31, 2014 and you will no longer be able to use it, however your answer files will not be deleted from your computer and they will remain available for use should you purchase a license for ***SpeedMatters™ for Corporate Law***.

For more information, visit our [SpeedMatters™ for Corporate Law website](#)

## HOW TO INSTALL HOTDOCS

**SpeedMatters™ for Corporate Law** uses the market-leading software, **HotDocs®**, as its document automation and generation engine. One of our joint venture partners, Legal Systematics, Inc., is a Platinum Reseller of **HotDocs®** software.

Before running **SpeedMatters™ for Corporate Law**, unless you already have **HotDocs® 11** installed on your computer, you will need to install the free **HotDocs® 11 Player**. See detailed instructions below.

For your convenience, we have provided you with a [link](#) to the executable files required to install **HotDocs® 11 Player** v.11.05 (both 32 and 64 bit versions).

1. To install the **HotDocs® 11 Player**, simply double click on the appropriate file (HotDocs Player 11 32-bit or 64-bit) depending on whether you are running a 32 bit or 64 bit operating system.

How to tell if you are running 32- or 64-bit operating system...

Windows 8 - <http://pcsupport.about.com/od/windows-8/a/windows-8-64-bit-32-bit.htm>

Windows 7 - <http://pcsupport.about.com/od/windows7/ht/windows-7-32-bit-64-bit.htm>

Windows Vista - <http://pcsupport.about.com/od/windowsvista/ht/windows-vista-32-bit-64-bit.htm>

Windows XP - <http://pcsupport.about.com/od/windowsxp/ht/windows-xp-32-bit-64-bit.htm>

2. Once you double click on the appropriate file, the **HotDocs®** setup screen will appear...

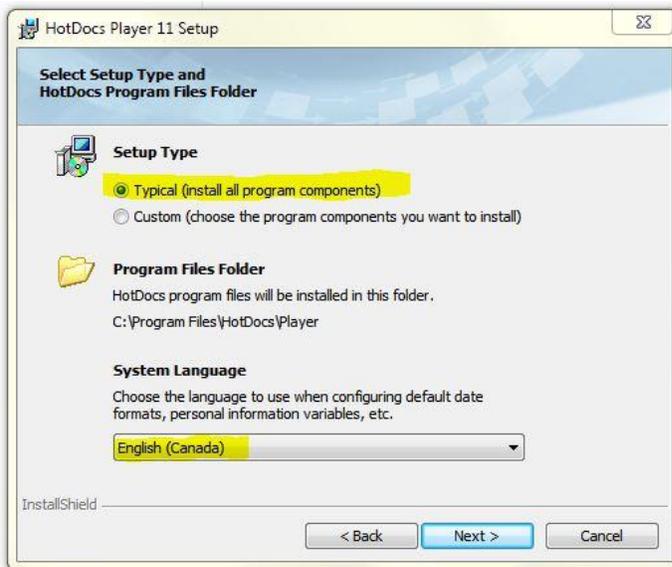


3. Click "Next" to continue

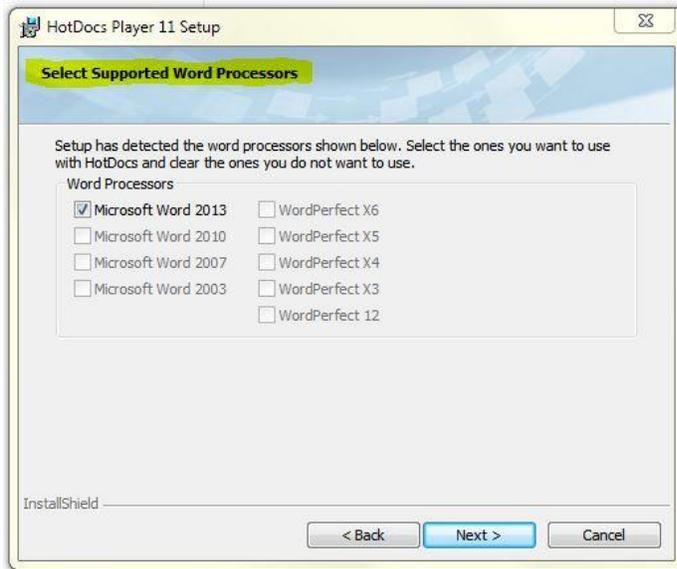


4. In order to continue with the installation, you will need to Accept the terms of the **HotDocs® 11 Player** license agreement and click "Next".

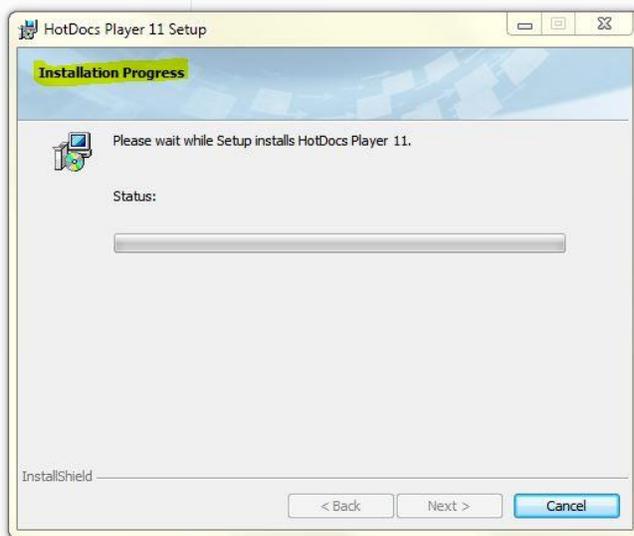
5. You will then be prompted to select the Setup Type and the System Language. Typical installation and English (Canada) are the default choices.



6. Next, select a supported Word Processor to use with **HotDocs®** and **SpeedMatters™ for Corporate Law** (from those installed on your computer)...



7. The **HotDocs®** program will begin to Install ...



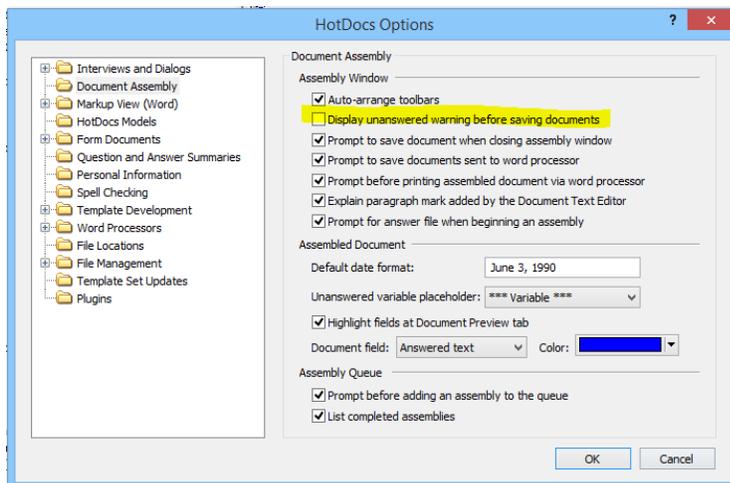
- Once complete, you can view the **HotDocs**® “ReadMe” file, Launch **HotDocs**® – or both.



- Click “Finish” and your **HotDocs**® installation will be complete.
- For more information on **HotDocs**® or the **HotDocs**® 11 Player, please visit the [HotDocs](#)® website.

## RECOMMENDED HOTDOCS OPTIONS & SETTINGS

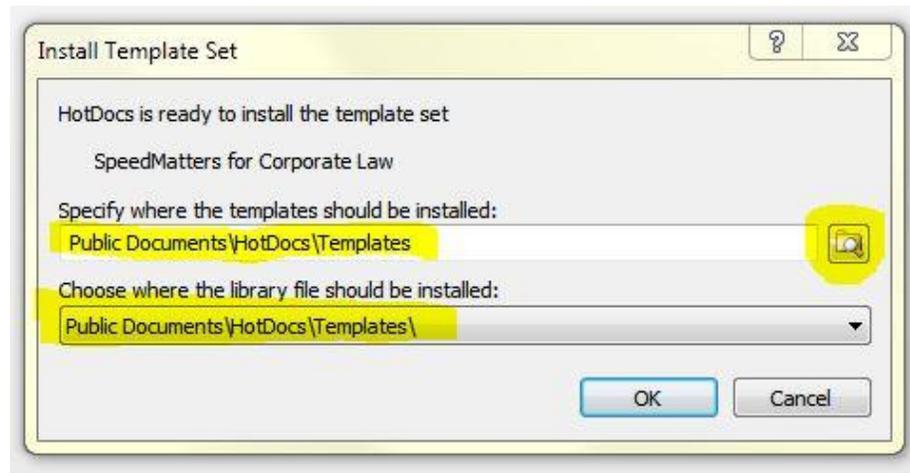
- Once installed, we recommend that you minimize the number of changes you make to the default **HotDocs**® Options
- Having said that, you may wish to **turn off the warning for unanswered questions** - otherwise **HotDocs**® will provide a warning about any unanswered variables every time you attempt to assemble a document, even if the answers to the unanswered questions are not necessary for the document you are assembling.
- See Tools → Options and deselect “Display unanswered warning before saving documents” as illustrated below...



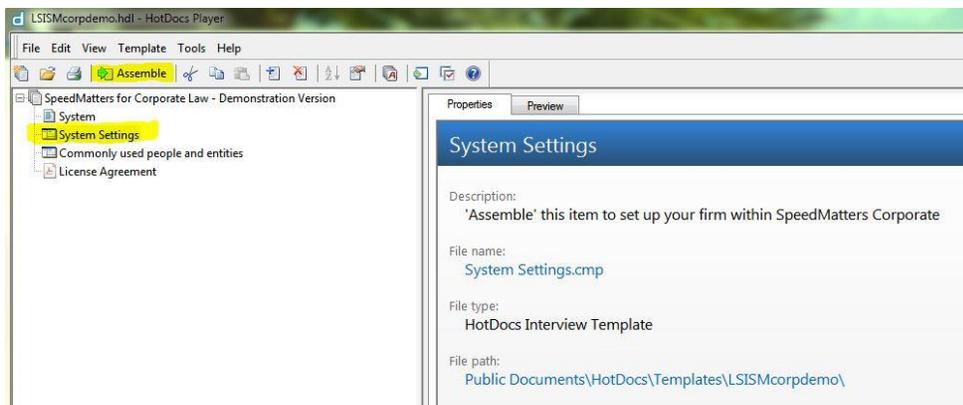
## HOW TO INSTALL SPEEDMATTERS FOR CORPORATE LAW

Once the **HotDocs® 11 Player** has been installed, you are ready to install the demonstration version of **SpeedMatters™ for Corporate Law**

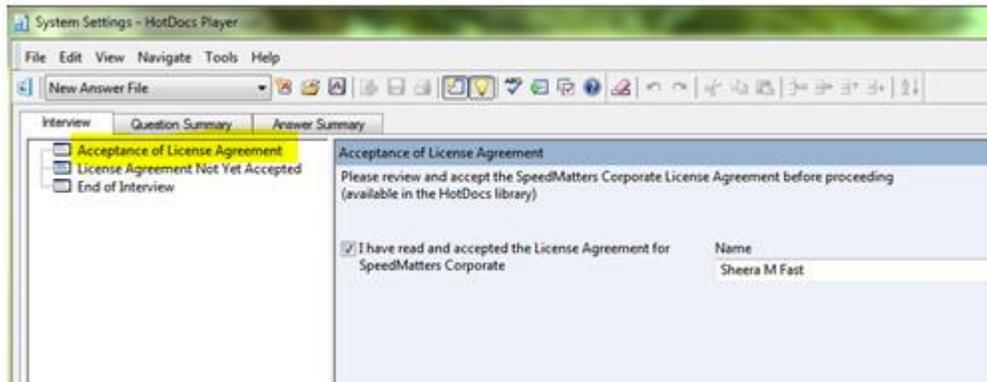
1. Simply double-click on installation file provided. It will have an .hdi (HotDocs Install) extension and will be named something like **SMcorpdemo.hdi**
2. On your first use, the installer will suggest a default location for the installation of the **SpeedMatters™ for Corporate Law** template set. To ensure proper operation of this demonstration version of the system, you should accept the default file locations.



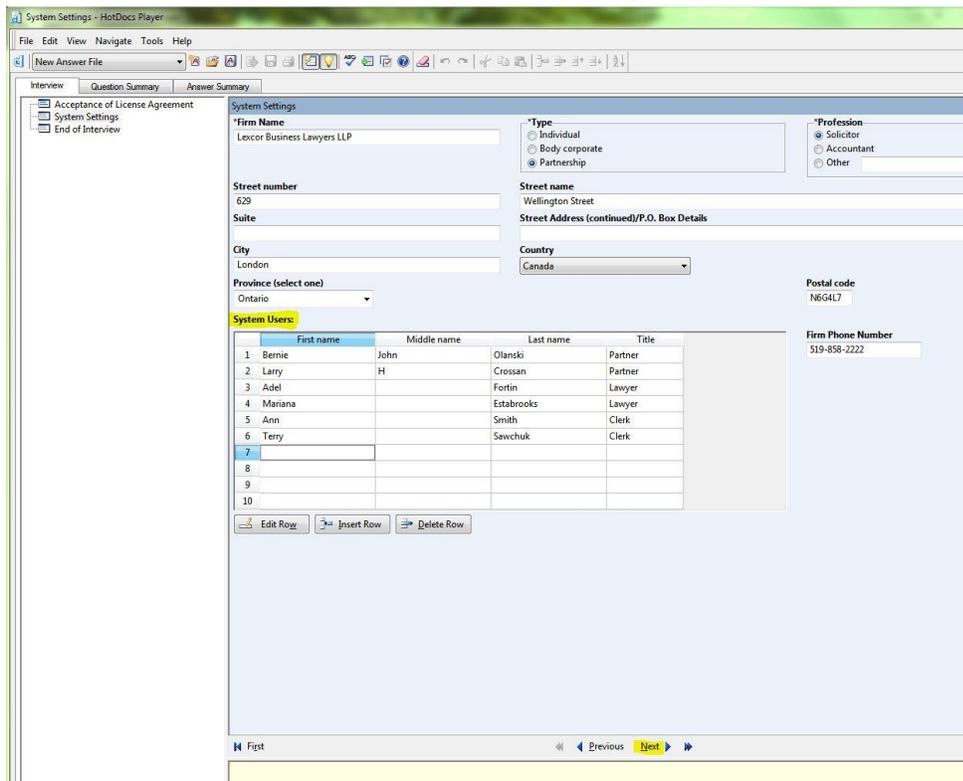
3. Click "OK"
4. Before using the software for the first time, you must run the "System Settings" to accept the product's license agreement and provide some basic information about your office. You will not be required to revisit the System Settings after your first session.
5. You can run System Settings in either of 2 ways - double-click "System Settings" from the Library shown in the tree-view on the left side of your display, or highlight "System Settings" and then click the "Assemble" button on the Command Bar.



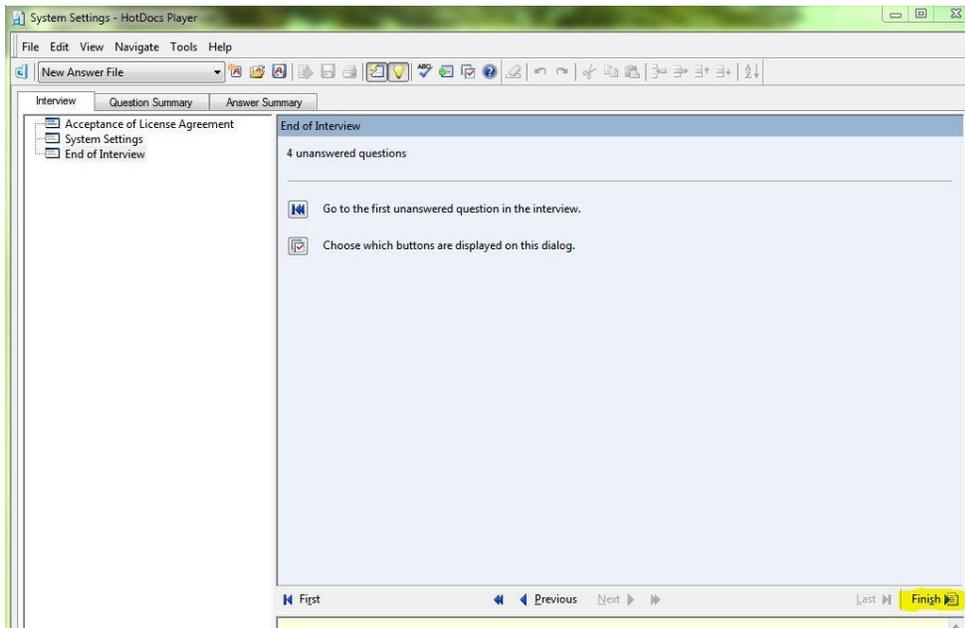
6. Accept the terms of the **SpeedMatters™ for Corporate Law** license agreement. In order to do so, click the box beside the words “*I have read and accepted the License Agreement for SpeedMatters Corporate*” and type your name in the blank provided.



7. Click “Next” and you will be prompted to enter information about the licensed system user(s) of the **SpeedMatters™ for Corporate Law Demo**. Complete all fields and click “Next”.



8. When the next screen appears, click “Finish”.

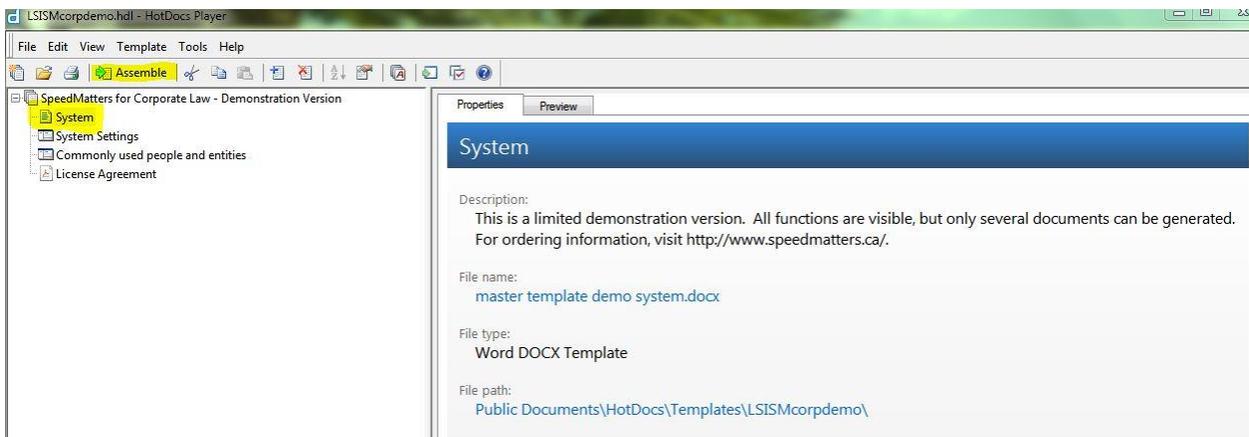


9. Congratulations, your installation of **SpeedMatters™ for Corporate Law** is complete. You can now explore the system, enter information, and generate a corporate information summary and the documents included with the demonstration version.

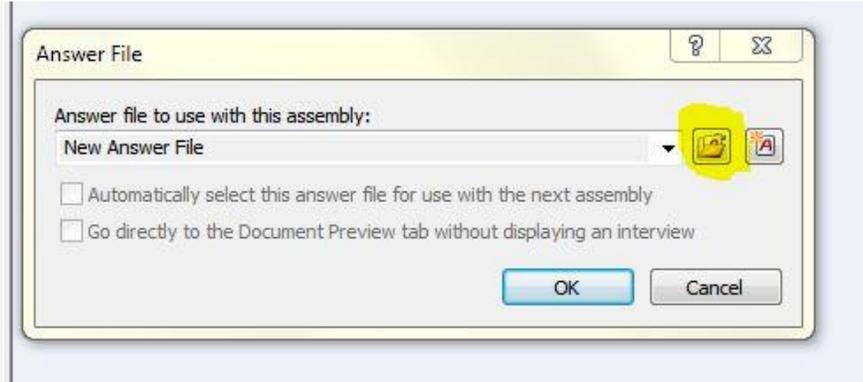
## HOW TO USE THIS DEMONSTRATION VERSION

Once you have installed the **HotDocs® Player** and you have accepted the license agreement and completed the System Settings, you are now ready to use the demonstration version of **SpeedMatters™ for Corporate Law**. Enjoy.

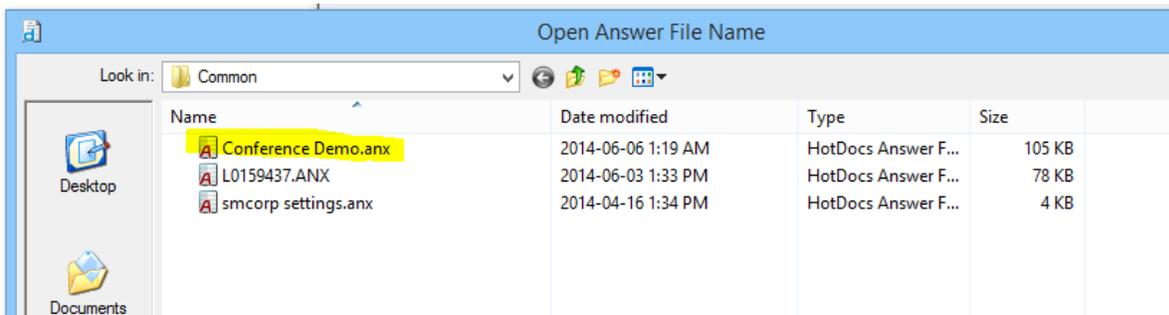
1. To use **SpeedMatters™ for Corporate Law**, the first step is to “Assemble” the “System”. You can do this in 2 ways - either double-click the “System” from the Library in the left pane of your display, or alternatively, highlight “System” and then click the “Assemble” button on the Command Bar.



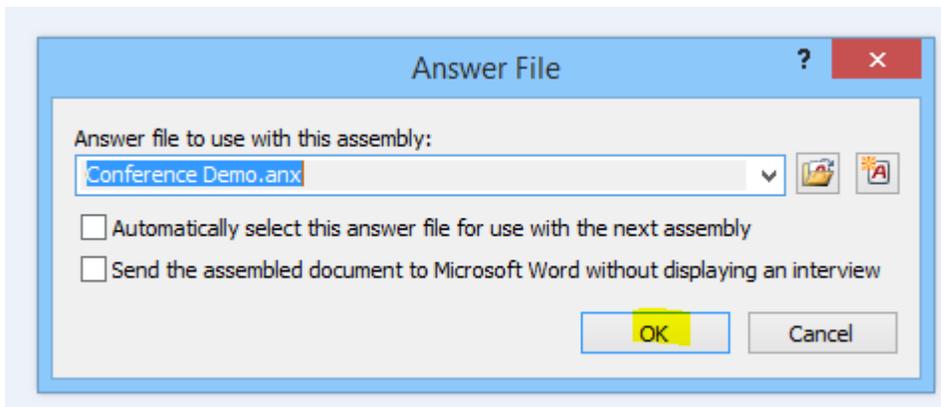
2. You will then be prompted to select an answer file. You can create your own answer file, by selecting “New Answer File” in the prompt and clicking “OK”.



3. Or, you can browse for an existing answer file by clicking the “open file folder” icon (highlighted above).



4. Note that a sample answer file named “Conference Demo.anx” has been provided with this demo. The sample answer file includes pre-populated information for a relatively complex, but imaginary, corporation. If desired, you can copy this file into your HotDocs/Answers directory, and then select it when you run the System. Assembling the share provisions for this corporation will illustrate some of the power and scope of *SpeedMatters™ for Corporate Law*. Of course, you are welcome to create and save as many of your own answer files as you wish, testing the system with as much complexity as you please.
5. Once you have selected your desired answer file, click “OK” to open.



## DEMONSTRATION DOCUMENTS

1. Note that this is a Demonstration Version only – and although you will have the ability to navigate through all of the various interview screens and to input data into all fields – you will only be allowed to assemble or generate 4 specific documents – (i) a Corporate Information Summary, (ii) a Register of Directors, (iii) Minutes/Resolution to Confirm Shareholder Loans and (iv) Share Provisions – which is intended to give you a good understanding of the intelligence of **SpeedMatters™ for Corporate Law**.
2. If you attempt to generate documents other than the 4 included, you will be greeted with a very annoying message to the effect that this is a demonstration version only and that the document(s) you are trying to generate are not available. We would however be very happy to arrange for your purchase of the full system in all its glory. ☺

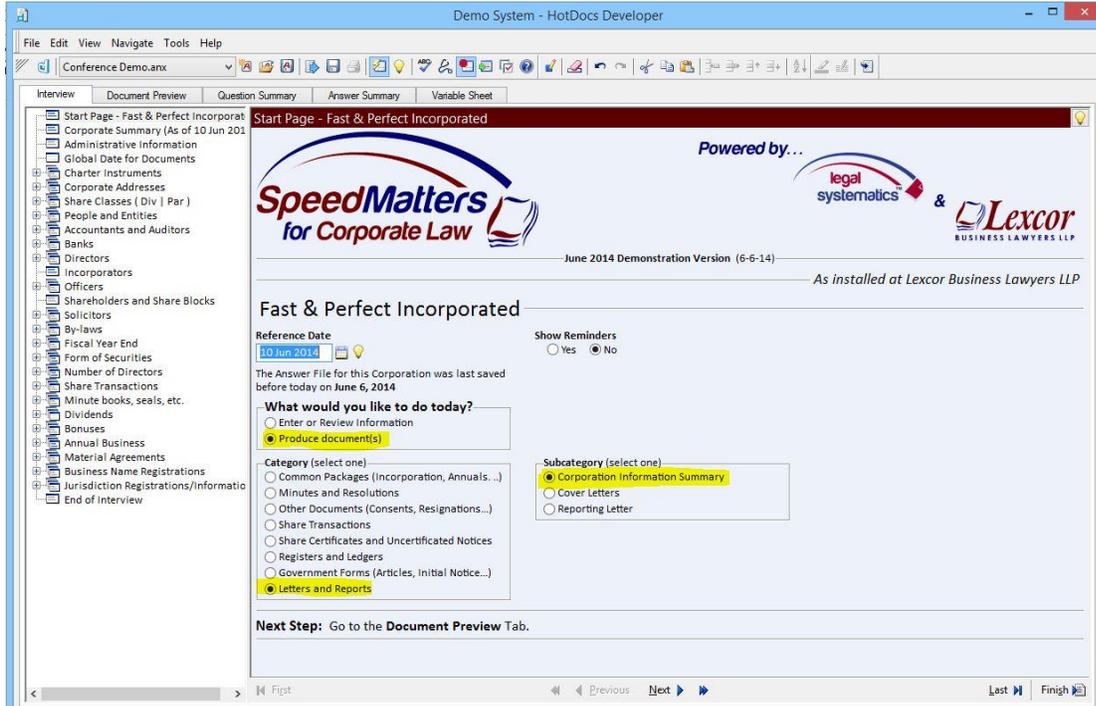
## CORPORATE INFORMATION SUMMARY

1. Once you have entered any corporate data relating to the corporation you are working on, or you have selected the sample answer file, you can view the Corporate Information Summary by navigating to the **“Start Page”**. If you are on any other interview screen, click on “Start Page” at the top of the Interview Outline on the left side of your display.

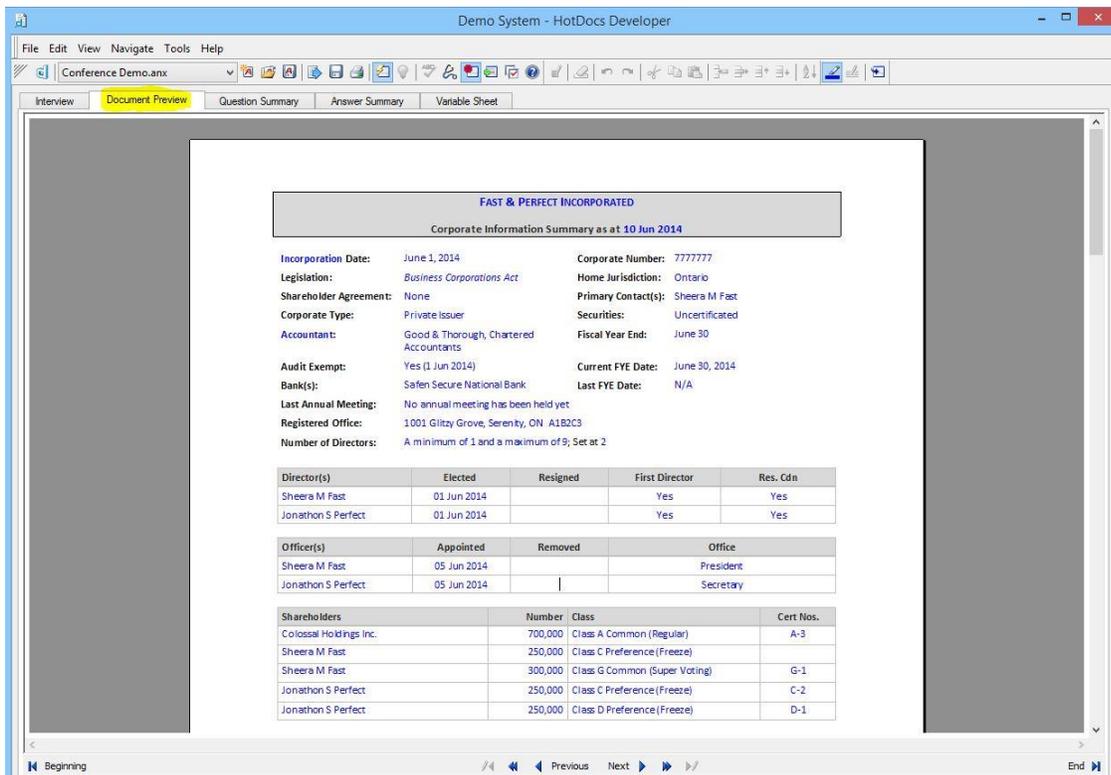
The screenshot displays the SpeedMatters for Corporate Law software interface. The window title is "Conference Demo.anx". The menu bar includes "File", "Edit", "View", "Navigate", "Tools", and "Help". The toolbar contains various icons for file operations and navigation. The interface is divided into several sections:

- Interview Outline (Left Panel):** A tree view showing the navigation structure. The "Start Page" is highlighted under "Fast & Perfect Incorporated". Other items include "Corporate Summary (As of 11 Jun 2014)", "Administrative Information", "Global Date for Documents", "Incorporation Package Contents", "Charter Instruments", "Corporate Addresses", "Share Classes (Div | Par)", "People and Entities", "Accountants and Auditors", "Banks", "Directors", "Incorporators", "Officers", "Shareholders and Share Blocks", "Solicitors", "By-laws", "Fiscal Year End", "Form of Securities", "Number of Directors", "Share Transactions", "Minute books, seals, etc.", "Dividends", "Bonuses", "Annual Business", "Material Agreements", "Business Name Registrations", "Jurisdiction Registrations/Information", "Resolution Document(s)", and "End of Interview".
- Main Content Area:**
  - Header:** "Start Page - Fast & Perfect Incorporated".
  - Logos:** "SpeedMatters for Corporate Law" and "Lexcor BUSINESS LAWYERS LLP".
  - Text:** "Powered by... legal systematics & Lexcor", "June 2014 Demonstration Version (6-6-14)", and "As installed at Lexcor Business Lawyers LLP".
  - Form Fields:**
    - Reference Date:** 11 Jun 2014.
    - Show Reminders:** Radio buttons for Yes and No (No is selected).
    - What would you like to do today?:** Radio buttons for "Enter or Review Information" and "Produce document(s)" (Produce document(s) is selected).
    - Category (select one):** Radio buttons for "Common Packages (Incorporation, Annuals...)", "Minutes and Resolutions", "Other Documents (Consents, Resignations...)", "Share Transactions", "Share Certificates and Uncertificated Notices", "Registers and Ledgers", "Government Forms (Articles, Initial Notice...)", and "Letters and Reports" (Letters and Reports is selected).
    - Subcategory (select one):** Radio buttons for "Corporate Information Summary", "Cover Letters", and "Reporting Letter" (Corporate Information Summary is selected).
  - Next Step:** "Go to the Document Preview Tab."
- Footer:** Navigation buttons: "First", "Previous", "Next", "Last", "Finish".

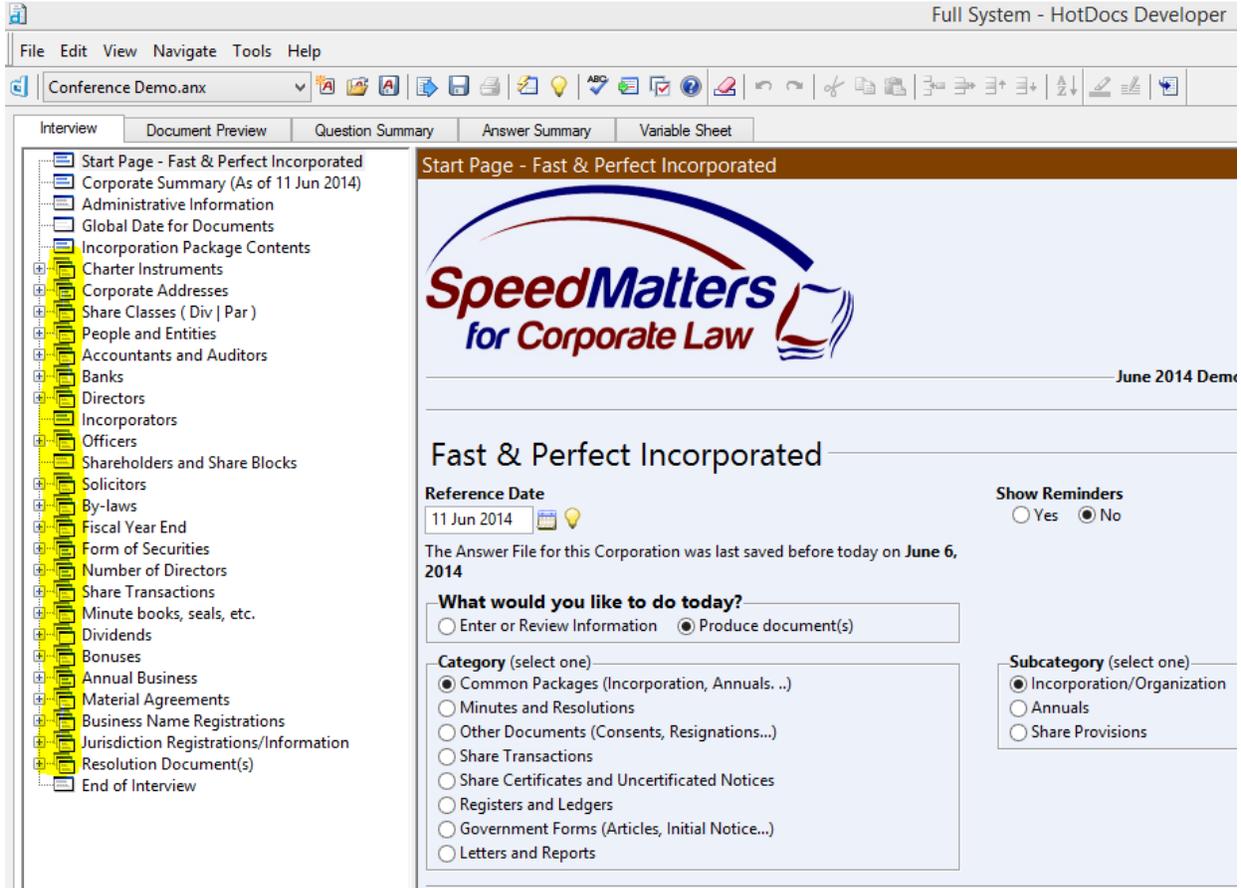
- From the Start Page, select **“Produce Documents”**, **“Letters & Reports”** and **“Corporation Information Summary”**.



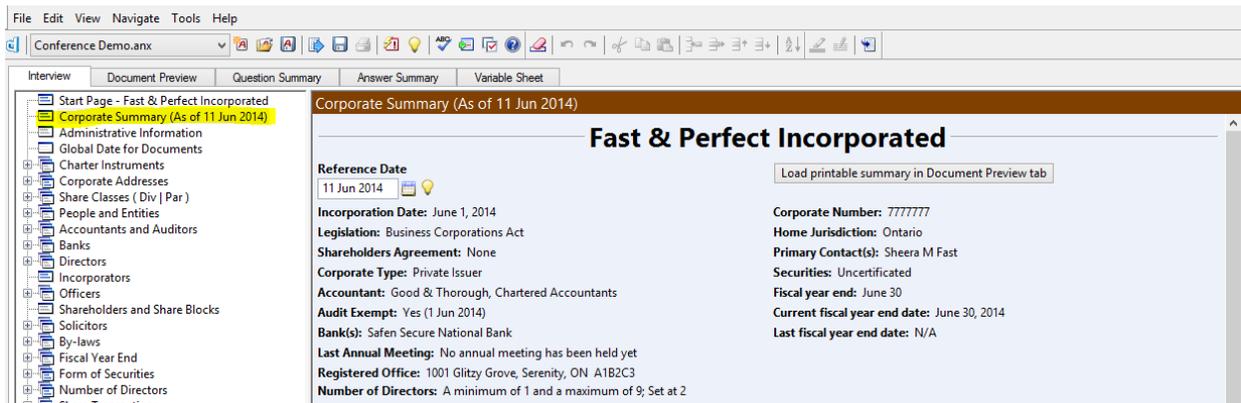
- Once you have made the appropriate selections, click on the **“Document Preview”** tab to see a real-time preview of the document to be generated, in this case, the Corporate Information Summary.



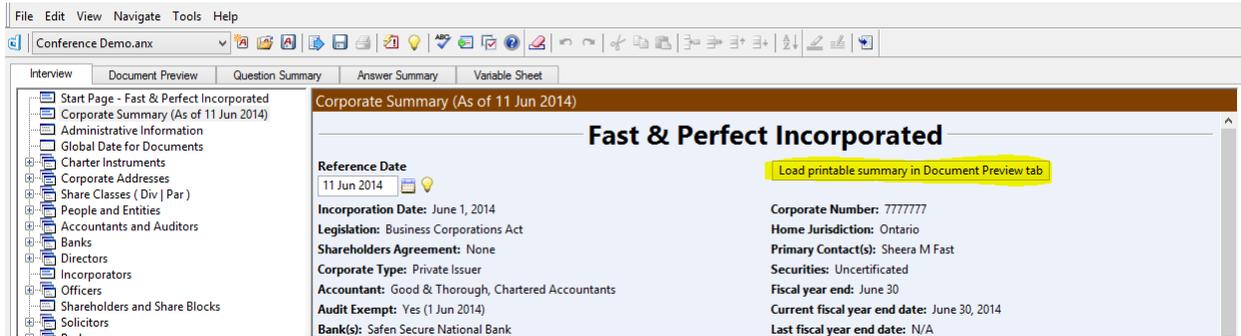
4. To change any information in the Corporate Information Summary, go to the appropriate interview screen by selecting and clicking it from the Interview Outline at the left side of your display.



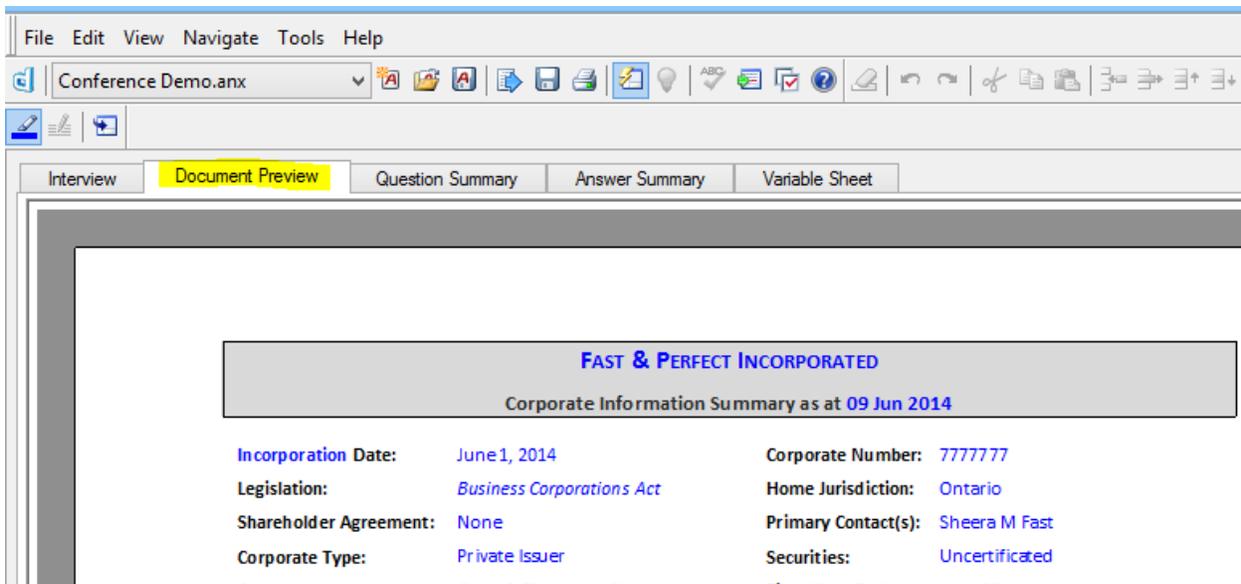
5. Note that, at any time, even while you are busy generating other documents, you can view a quick summary of the corporate information contained in the current answer file by clicking on "Corporate Summary" from the Interview Outline.



6. If you wish to create a printable version of the Corporate Summary, simply click the button “Load printable summary in Document Preview tab”

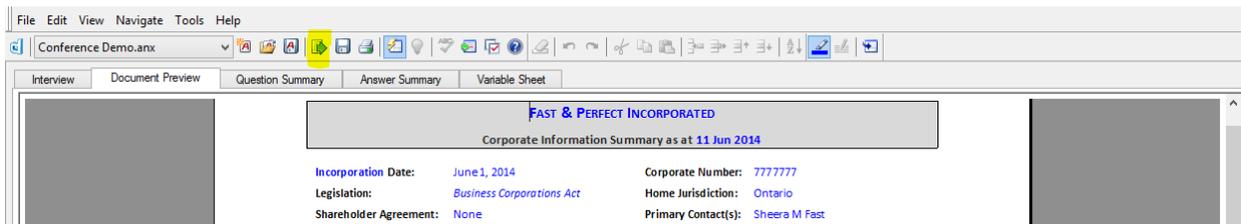


7. Then select the Document Preview tab.



8. Note that the Document Preview window does not always accurately render what the final document will look like.

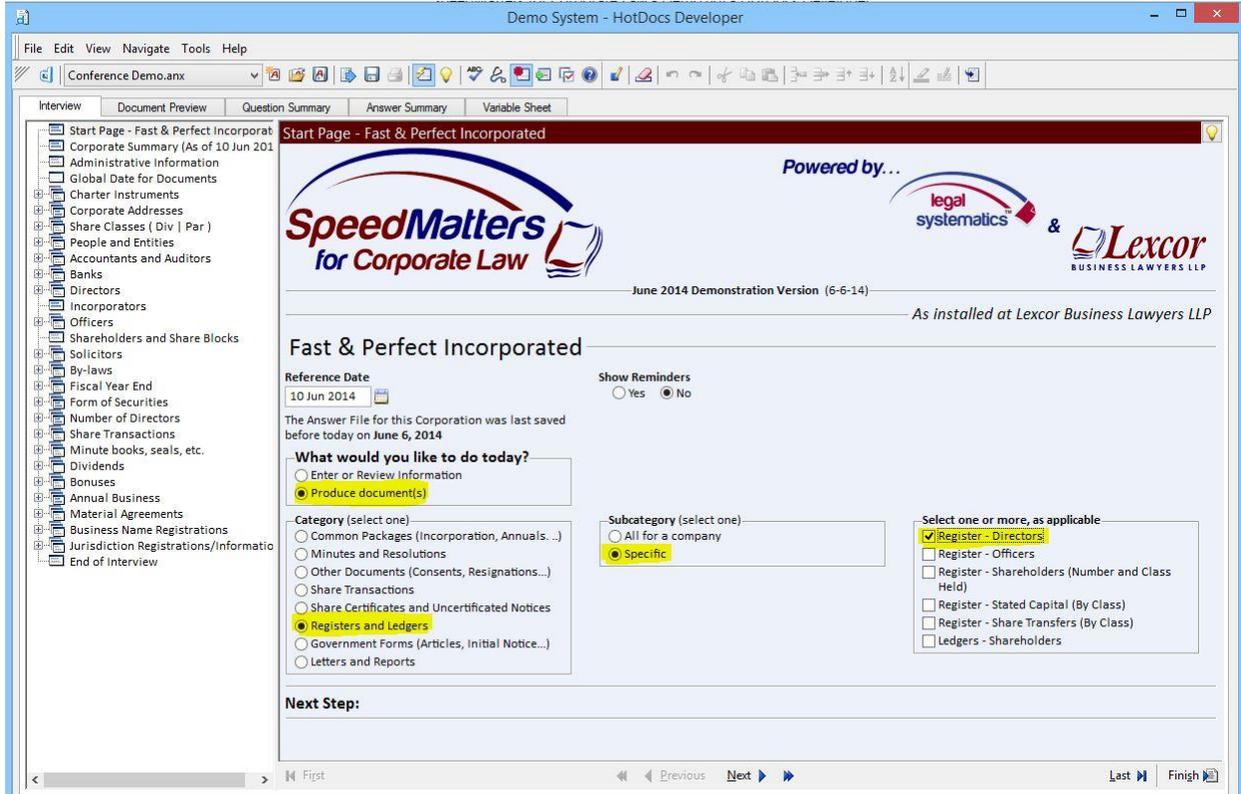
9. Once satisfied with the information contained in the Document Preview, you can “Send Document to Word Processor” by clicking the button on the Command Bar.



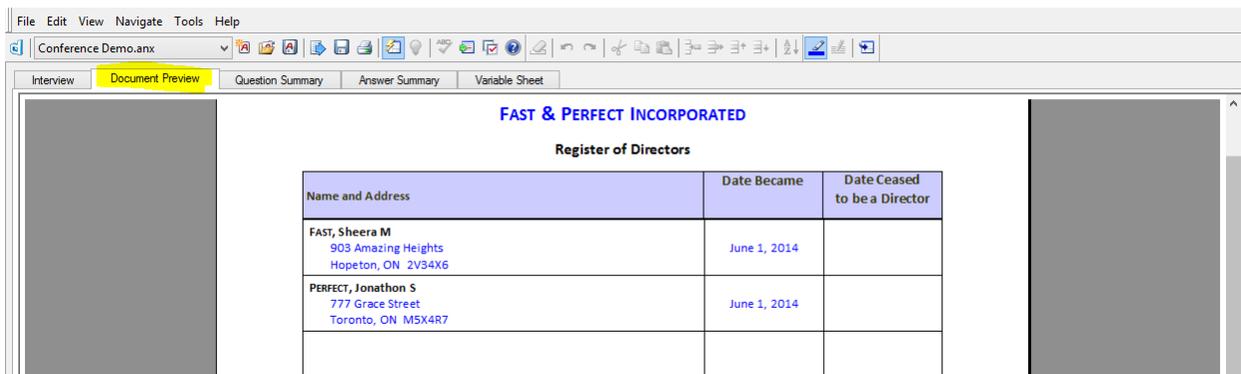
10. This will open the Corporate Information Summary in Microsoft Word or other word processor that you have chosen to use with the system.

## DIRECTORS REGISTER

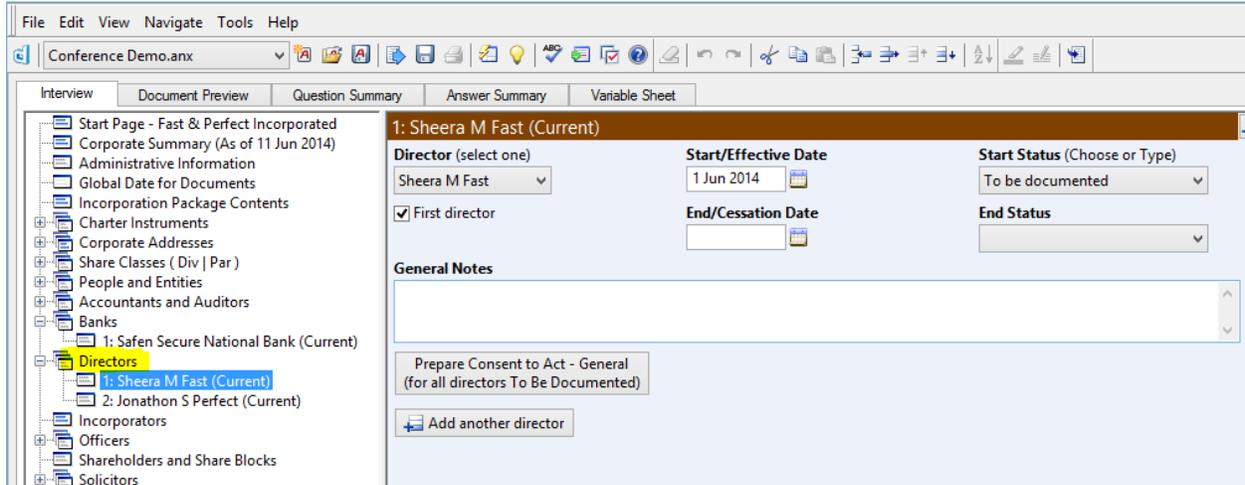
1. To view the Register of Directors for the corporation in focus, navigate to the **“Start Page”**
2. Select **“Produce Documents”, “Registers and Ledgers”** and **“Register - Directors”**



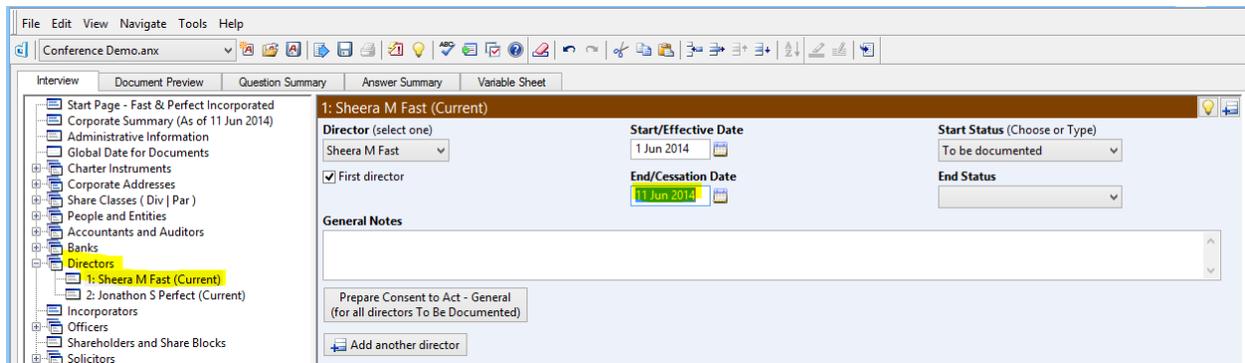
3. Once you have made the appropriate selections, click the **“Document Preview”** tab to see a real-time preview of the document to be generated.



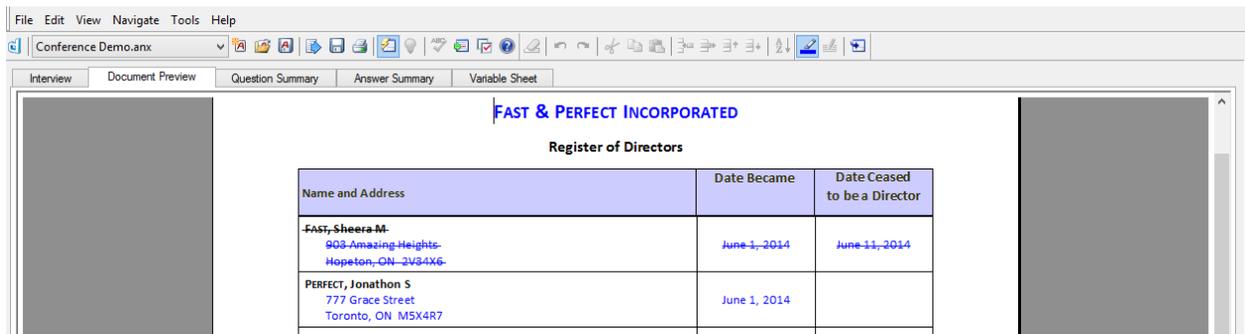
4. To change any information in the Register of Directors, go to the Directors Interview by selecting and clicking it from the Interview Outline at the left side of your display.



5. For example, to document the resignation of a director, select the director's name from the Interview Outline and enter the date of resignation in the End/Cessation Date field.

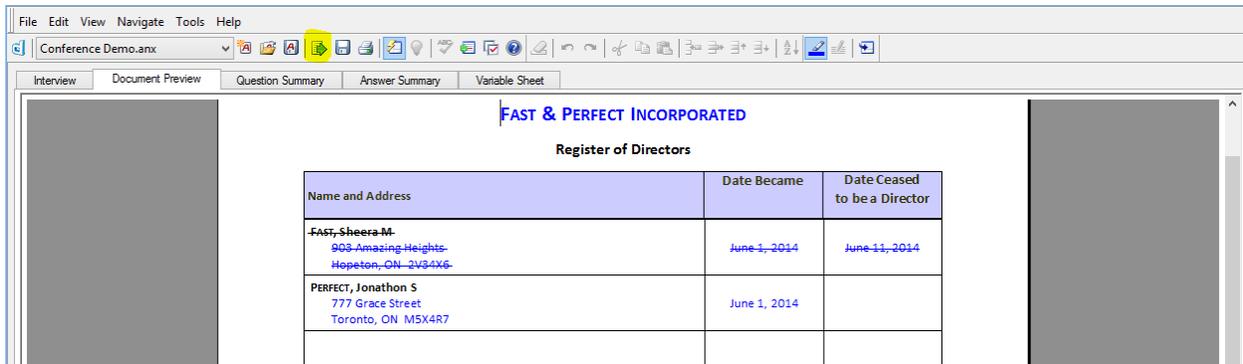


6. The Register of Directors will automatically update in real time...

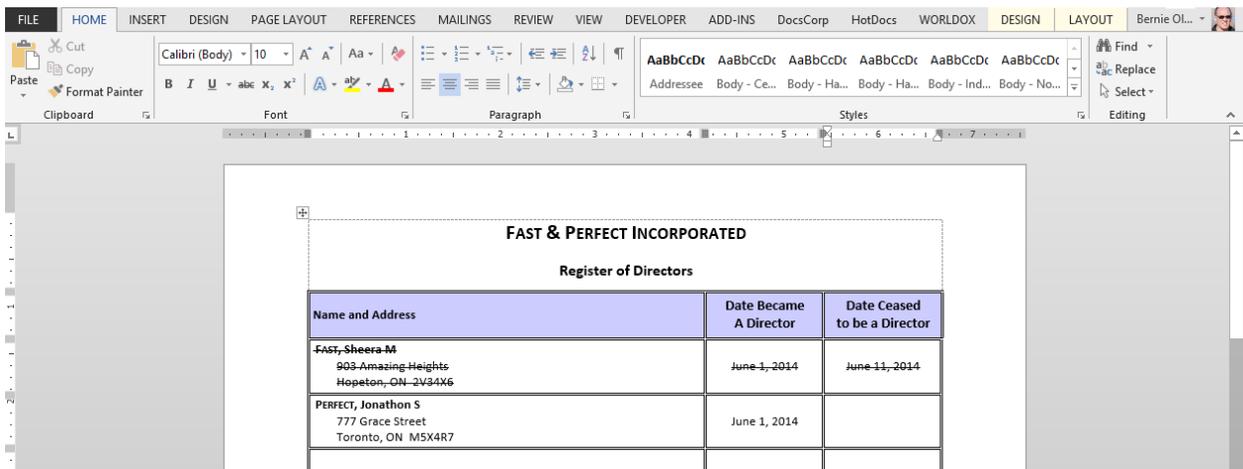


7. Although we have made every effort to make the preview identical to the word processor output, there are some circumstances where the Document Preview window does not render exactly what the final document generated by the word processor looks like.

8. Once satisfied with the information contained in the Register of Directors, you can "Send Document to Word Processor" by clicking the button on the Command Bar



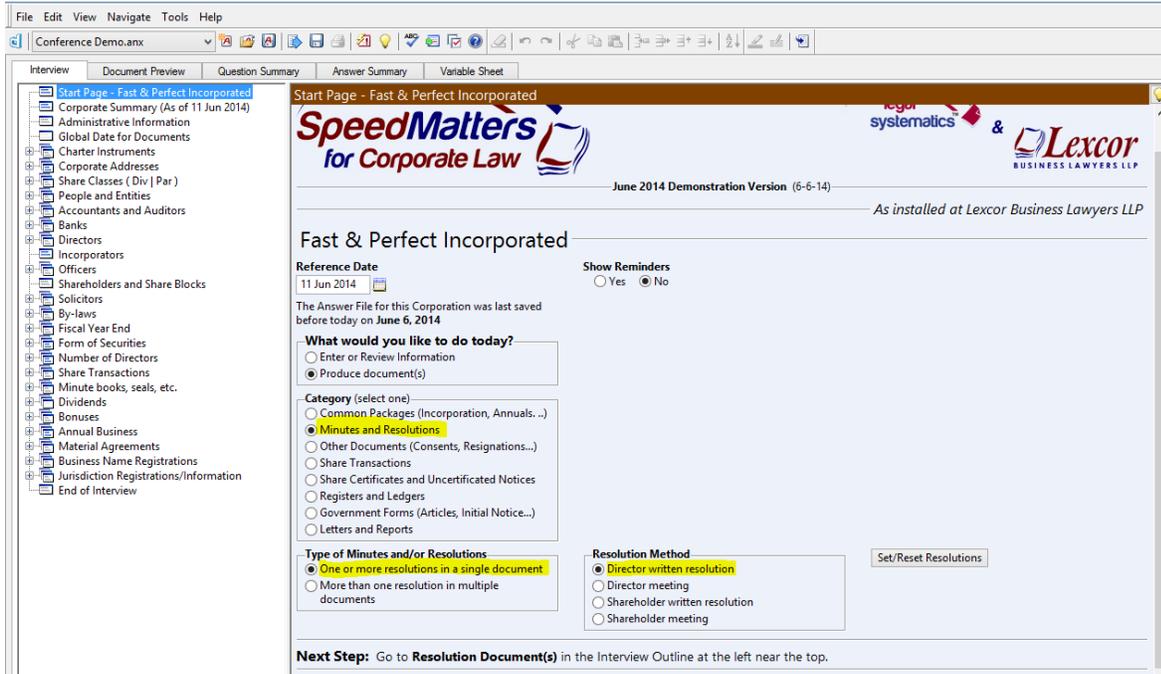
9. This will open the Register of Directors in Microsoft Word or other compatible word processor that you have chosen to use with the system.



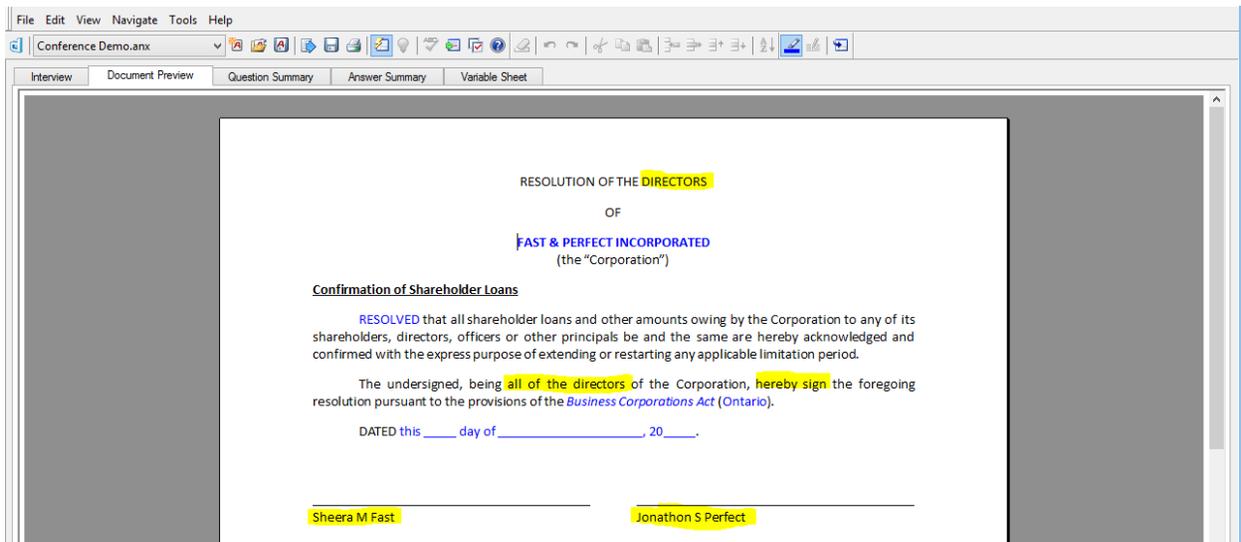
## MINUTES/RESOLUTIONS – CONFIRM SHAREHOLDER LOANS

1. To give you a sense of the power of the minutes and resolutions machinery, we have included one simple resolution, being a resolution Confirming Shareholder Loans
2. To access the document, navigate to the **“Start Page”**

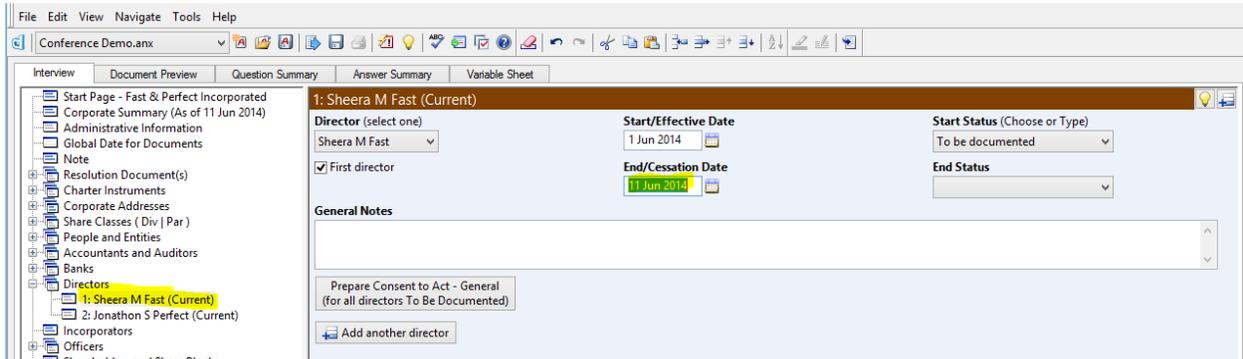
3. Select “**Produce Documents**”, “**Minutes and Resolutions**”, “**One or more resolutions in a single document**” and “**Director written resolutions**”



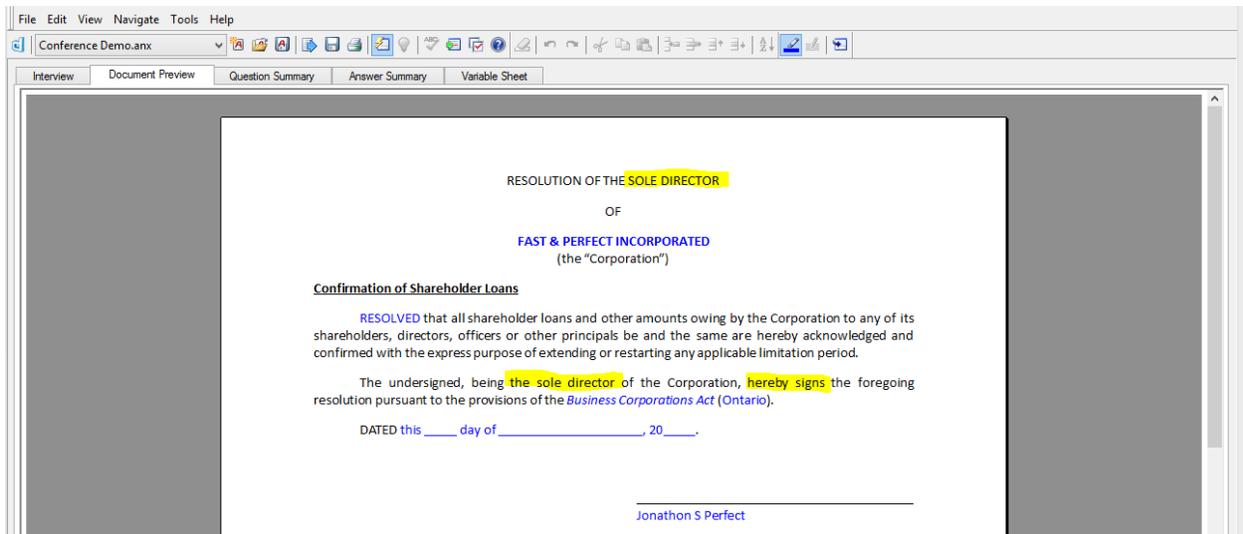
4. Once you have made the appropriate selections, click the “Document Preview” tab to see a real-time preview of the document to be generated – including properly merged names and references to a plural number of director.



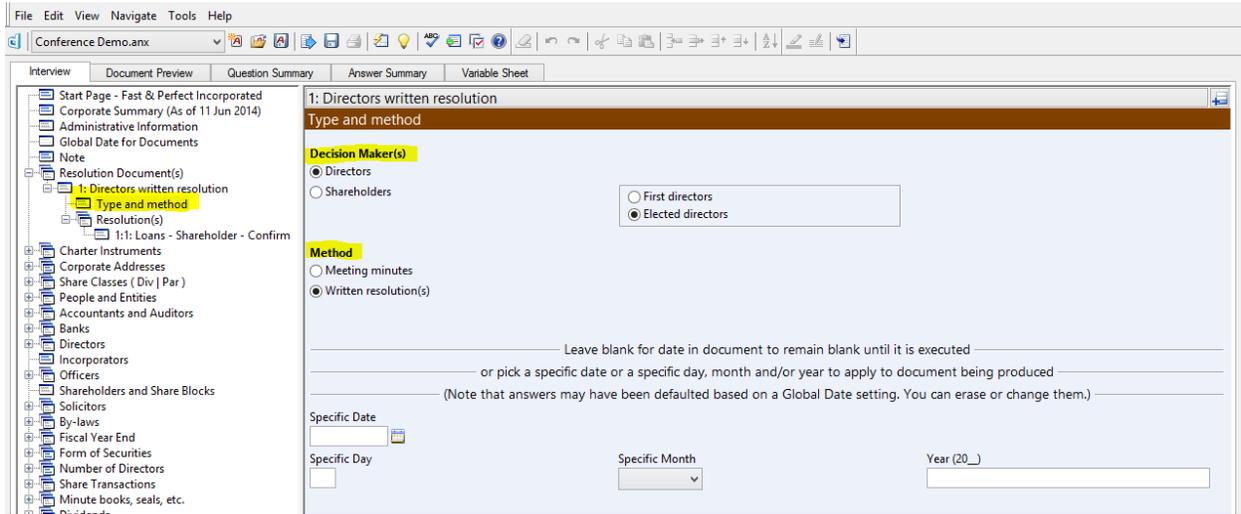
5. Any necessary changes can be made from the various interviews on the Interview Outline. For example, if one of the directors had resigned, you would navigate to the Directors interview and click the name of the director and enter the resignation date.



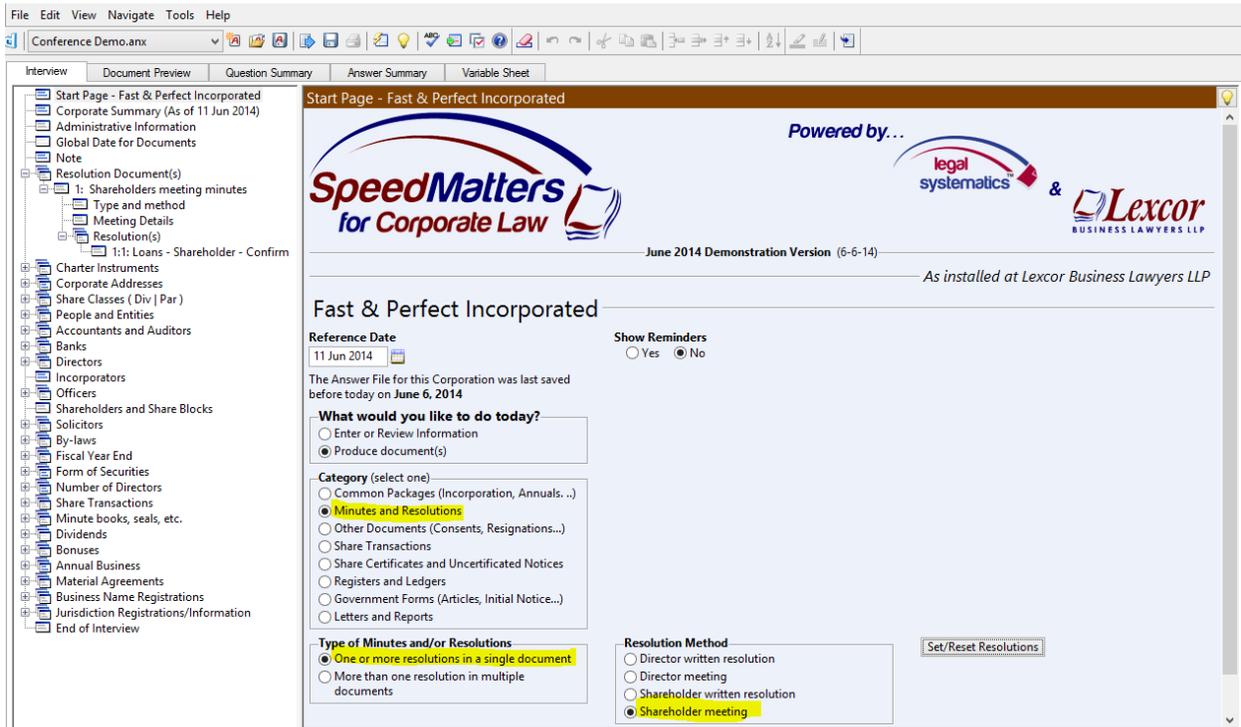
6. After making the change, open the Document Preview and the document is updated in real time. See graphic below and notice how there is now only one signature line for the remaining director and that all references and grammar suitable for multiple directors have been updated to reflect that there is now only one sole director.



7. When running the full SMC system, you are able to select the Type and Method of decisions by expanding the Resolution Documents from the Interview Outline and selecting "Type and method". This feature has been disabled in the demonstration version.



8. In order to change the Type and Method of passing resolutions in this demonstration version, you must make the Type and Method selections from the Start Page. So, for example, if you want to have the same resolution passed by shareholders at a meeting, we would select this from the Start Page...



9. Then, you need to add some details about the meeting by selecting Meeting Details from the Interview Outline. When did it happen? Where did it occur? Who was present? Any others who attended by invitation? Who acted as Chair? Secretary?

The screenshot shows the 'Meeting Details' form for '1: Shareholders meeting minutes'. The form includes fields for Date (11 Jun 2014), Time (01:00 p.m.), and Location (1001 Glitzzy Grove, Serenity, ON A1B2C3). There are radio buttons for 'By electronic communication' and 'Other'. A table lists attendees with columns for 'Present?' and 'Name'. The 'Chair' and 'Secretary' fields are also present, with radio buttons for 'Colossal Holdings Inc. (represented by Sheera M Fast)' and 'Sheera Fast'.

	Present?	Name
1	<input checked="" type="checkbox"/>	Colossal Holdings Inc. (represented by Sheera
2	<input checked="" type="checkbox"/>	Sheera Fast
3	<input type="checkbox"/>	
4	<input type="checkbox"/>	
5	<input type="checkbox"/>	
6	<input type="checkbox"/>	

10. Click on the Document Preview tab and instantly, you have minutes of a meeting of the voting shareholders.

The screenshot shows the 'Document Preview' tab with the following text:

**FAST & PERFECT INCORPORATED**  
(the "Corporation")

MINUTES of a Meeting of the voting Shareholders of the Corporation held at 1001 Glitzzy Grove, Serenity, ON A1B2C3 on June 11, 2014 at 01:00 p.m.

Present:

Colossal Holdings Inc. (represented by Sheera M Fast)  
Sheera Fast

Sheera Fast acted as Chair and Secretary of the meeting. All of the shareholders of the Corporation being present, the Chair declared the meeting duly constituted for the transaction of business.

**Confirmation of Shareholder Loans**

Upon motion duly made and carried, it was RESOLVED that all shareholder loans and other amounts owing by the Corporation to any of its shareholders, directors, officers or other principals be and the same are hereby acknowledged and confirmed with the express purpose of extending or restarting any applicable limitation period.

\*\*\*\*\*

There being no further business to transact, upon motion duly made and seconded, it was RESOLVED that the meeting be terminated.

\_\_\_\_\_  
Sheera Fast, Chair and Secretary

11. If you wish to add a new director, but they do not appear in the drop down list, you must first add the new person in the People and Entities interview. You can select the last person on the People and Entities list and then click "Add another person". Be careful that you do not accidentally start changing and overwrite the information of a person already entered.

File Edit View Navigate Tools Help  
Conference Demo.anx

Interview Document Preview Question Summary Answer Summary Variable Sheet

Start Page - Fast & Perfect Incorporated  
Corporate Summary (As of 11 Jun 2014)  
Administrative Information  
Global Date for Documents  
Note  
Resolution Document(s)  
1: First Director written resolution  
Type and method  
Resolution(s)  
1:1: Loans - Shareholder - Confirm  
Charter Instruments  
Corporate Addresses  
Share Classes (Div | Par)  
**People and Entities**  
1: Lexcior Business Lawyers LLP  
2: Bernie Olanski  
3: Lawrence Crossan  
4: Sheera M Fast  
5: Jonathon S Perfect  
6: Colossal Holdings Inc.  
7: Good & Thorough, Chartered Accountants  
8: Sandra Good  
9: Safen Secure National Bank  
Accountants and Auditors  
Banks  
1: Safen Secure National Bank (Current)  
Directors  
1: Sheera M Fast (Current)  
2: Jonathon S Perfect (Current)  
Incorporators  
Officers  
Shareholders and Share Blocks  
Solicitors  
By-laws  
Fiscal Year End  
Form of Securities  
Number of Directors  
Share Transactions

9: Safen Secure National Bank

Entity Name  
Safen Secure National Bank

Street number  
401

Suite

City  
Dollereview

Province (select one)  
Ontario

Phone Number

Street Name/P.O. Box Details  
Bond Crescent

Street Address/P.O. Box Details (continued)

Country  
Canada

Postal Code  
L8L0V0

Email Address

Correspondence Preference

Use Registered Office Address for Correspondence and Forms

Primary Individual Representing Entity

Office or Title

Secondary Individual Representing Entity (optional)

Office or Title

Notes

Press the Select button to copy information about a commonly used person into this record; press the Add Another Person button to create a new record.

Select Add another person

First Previous Next Last Finish

12. Once the information is entered the new person's name will appear in the Interview Outline.

File Edit View Navigate Tools Help  
Conference Demo.anx

Interview Document Preview Question Summary Answer Summary Variable Sheet

Start Page - Fast & Perfect Incorporated  
Corporate Summary (As of 11 Jun 2014)  
Administrative Information  
Global Date for Documents  
Note  
Resolution Document(s)  
1: Shareholders meeting minutes  
Type and method  
Meeting Details  
Resolution(s)  
1:1: Loans - Shareholder - Confirm  
Charter Instruments  
Corporate Addresses  
Share Classes (Div | Par)  
**People and Entities**  
1: Lexcior Business Lawyers LLP  
2: Bernie Olanski  
3: Lawrence Crossan  
4: Sheera M Fast  
5: Jonathon S Perfect  
6: Colossal Holdings Inc.  
7: Good & Thorough, Chartered Accountants  
8: Sandra Good  
9: Safen Secure National Bank  
**10: Chuck E. Bosworth**  
Accountants and Auditors  
Banks  
Directors  
Incorporators  
Officers  
Shareholders and Share Blocks  
Solicitors  
By-laws  
Fiscal Year End  
Form of Securities  
Number of Directors  
Share Transactions  
Minute books, seals, etc.  
Dividends  
Bonuses  
Annual Business  
Material Agreements  
Business Name Registrations  
Institution Registration Information

10: Chuck E. Bosworth

Type of Person  
Individual

Primary Contact for the Corporation  Incorporator

Gender  
 Male  Female

Prefix

Suffix

First Name  
Charles

Middle Name  
Edwin

Last Name  
Bosworth

Edit name to be used in documents

Name to be used in documents  
Chuck E. Bosworth

Business Name (if operating as sole proprietor)

Street number  
478

Suite

City  
Lambston

Province (select one)  
Ontario

Phone Number

Fax Number

Birth Date

Street Name/P.O. Box Details  
Gravelsdown Way

Street Address/P.O. Box Details (continued)

Country  
Canada

Postal Code  
R6T3R5

Email Address

Correspondence Preference

Resident Canadian

Use Registered Office Address for Correspondence and Forms

Notes

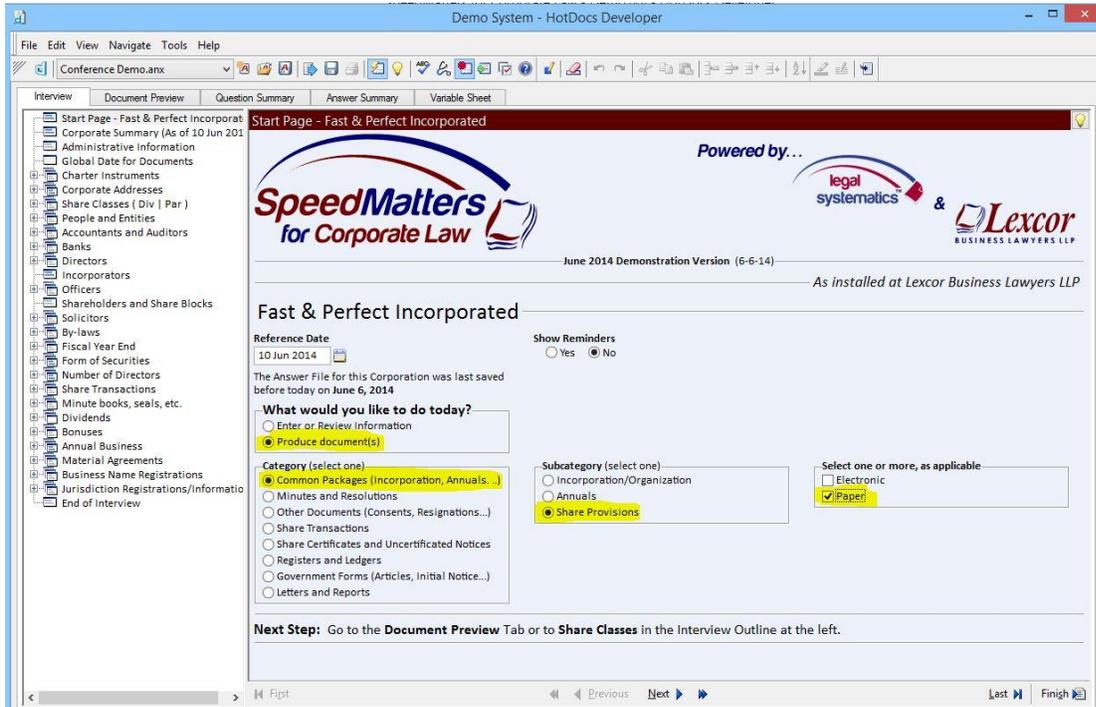
Press the Select button to copy information about a commonly used person into this record; press the Add Another Person button to create a new record.

Select Add another person

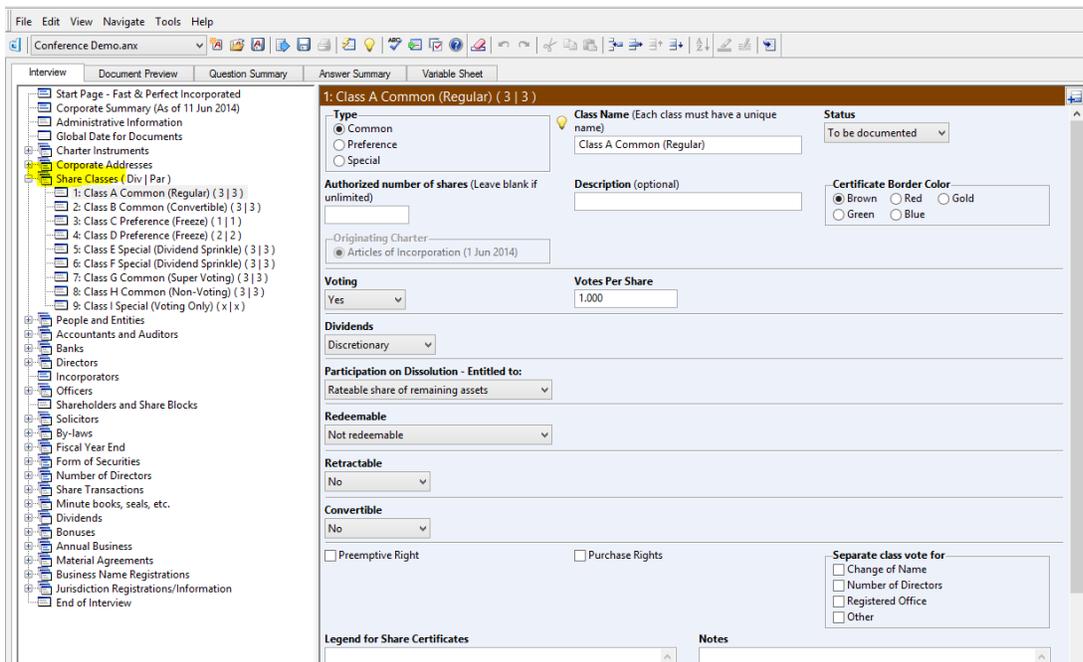
First Previous Next Last Finish

## SHARE PROVISIONS

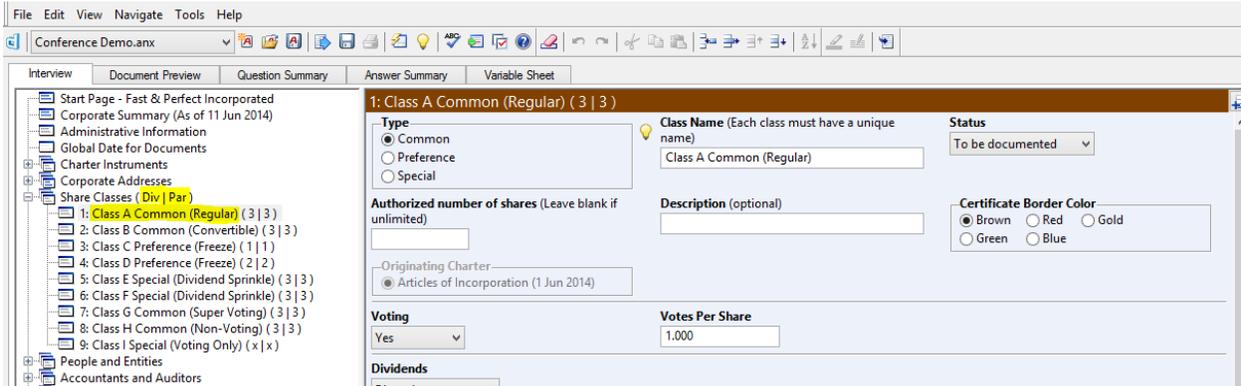
1. To create Share Provisions, go to the **“Start Page”**
2. Select **“Produce Documents”**, **“Common Packages”**, **“Share Provisions”** and **“Paper”**. Note that the electronic version has been disabled for purposes of this demonstration version of the software.



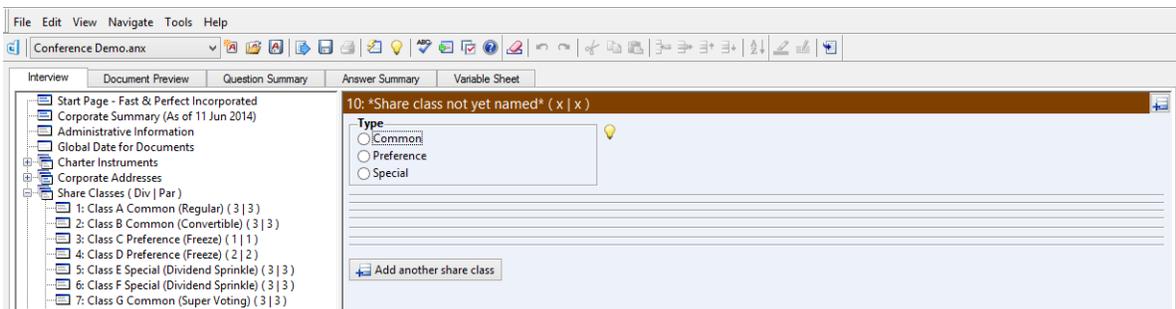
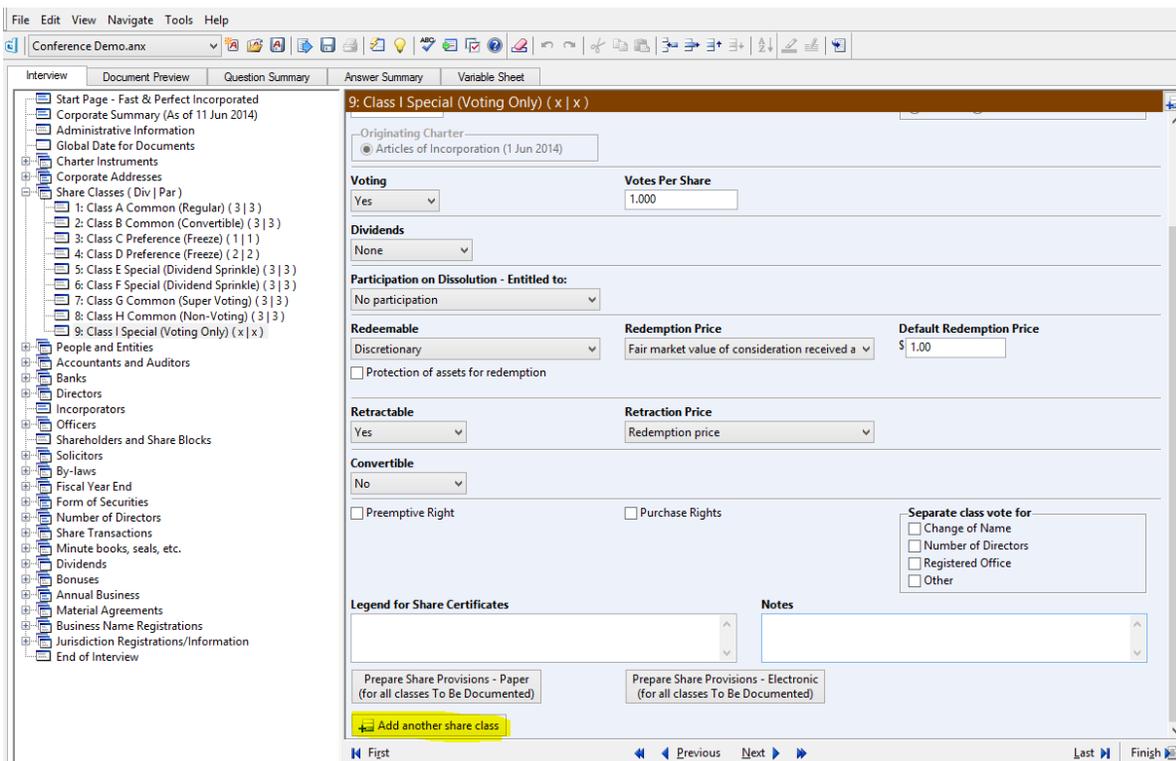
3. Expand the **“Share Classes”** interview from the Interview Outline to view the share classes in the current answer file.



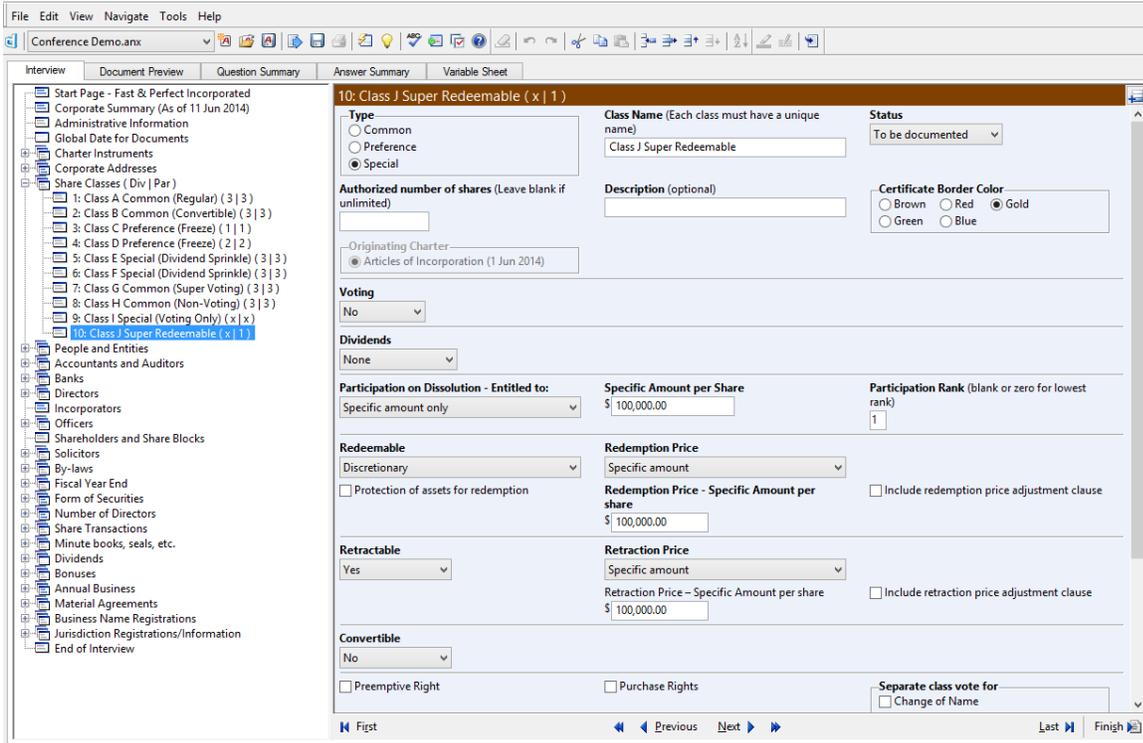
4. Note the name of each share class appears, together with its rank for Dividends and Participation in the Interview Outline.



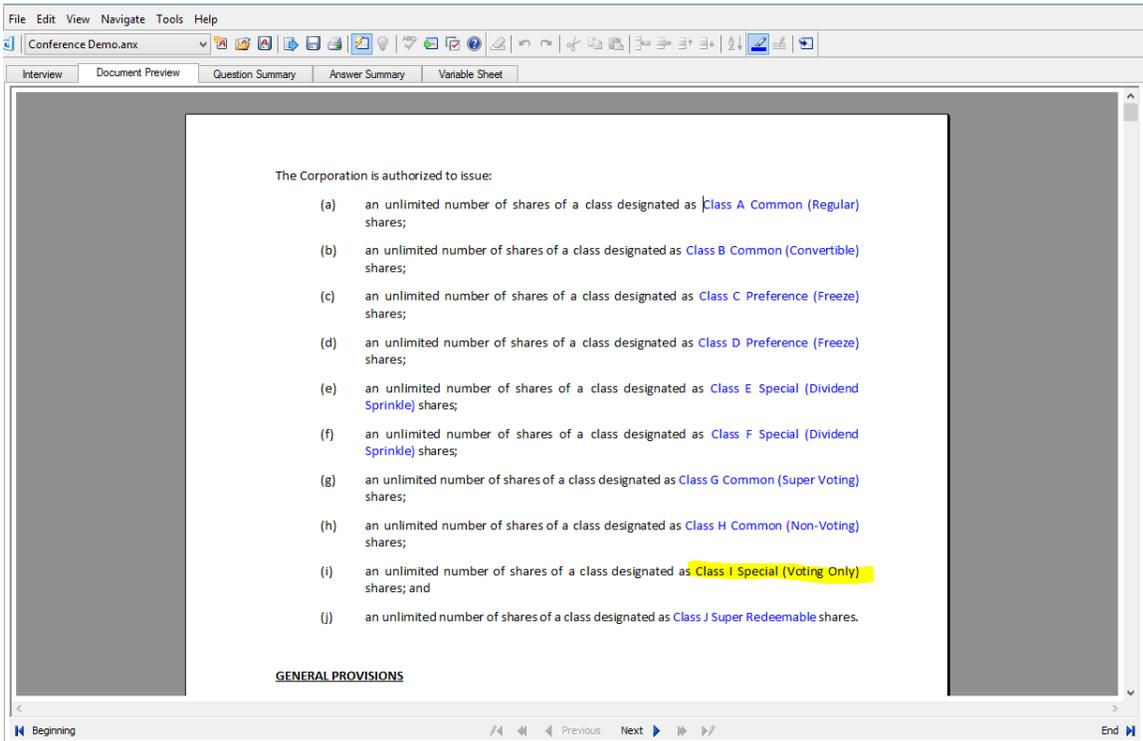
5. To add a new class of shares, simply select the "Add another share class" button, which will open a new interview screen.



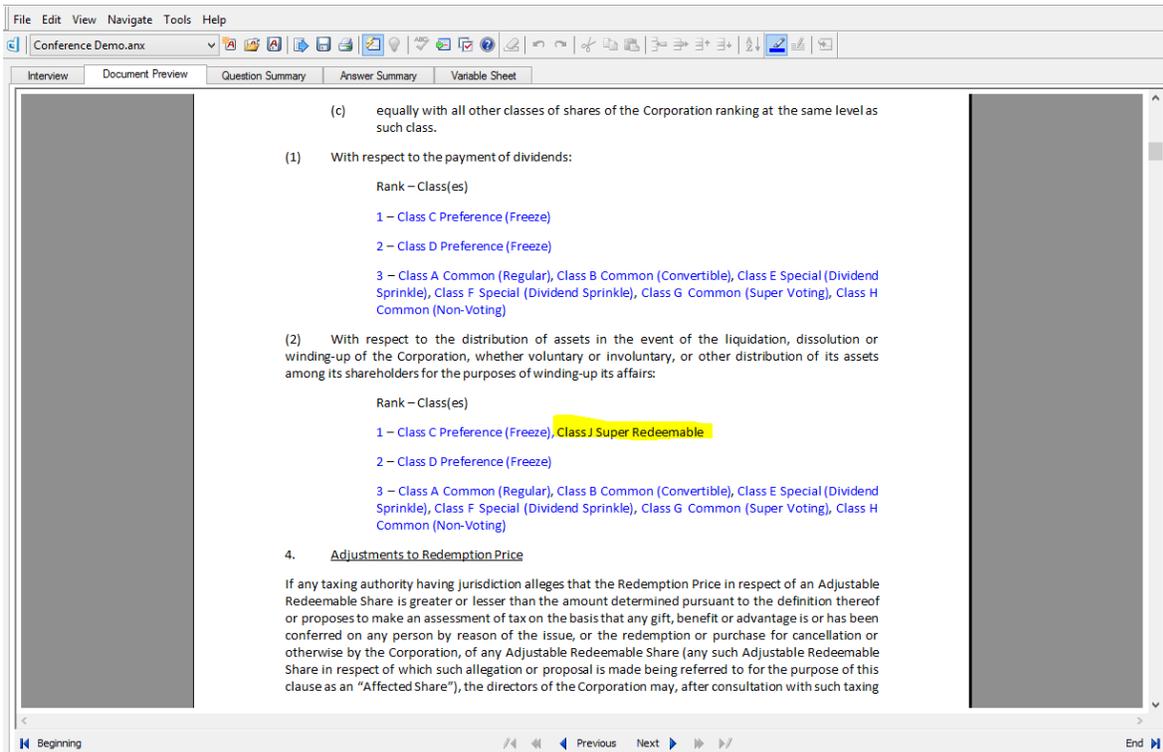
6. Simply answer the interview questions which will be used to intelligently draft the rights and privileges for your new class of shares ...



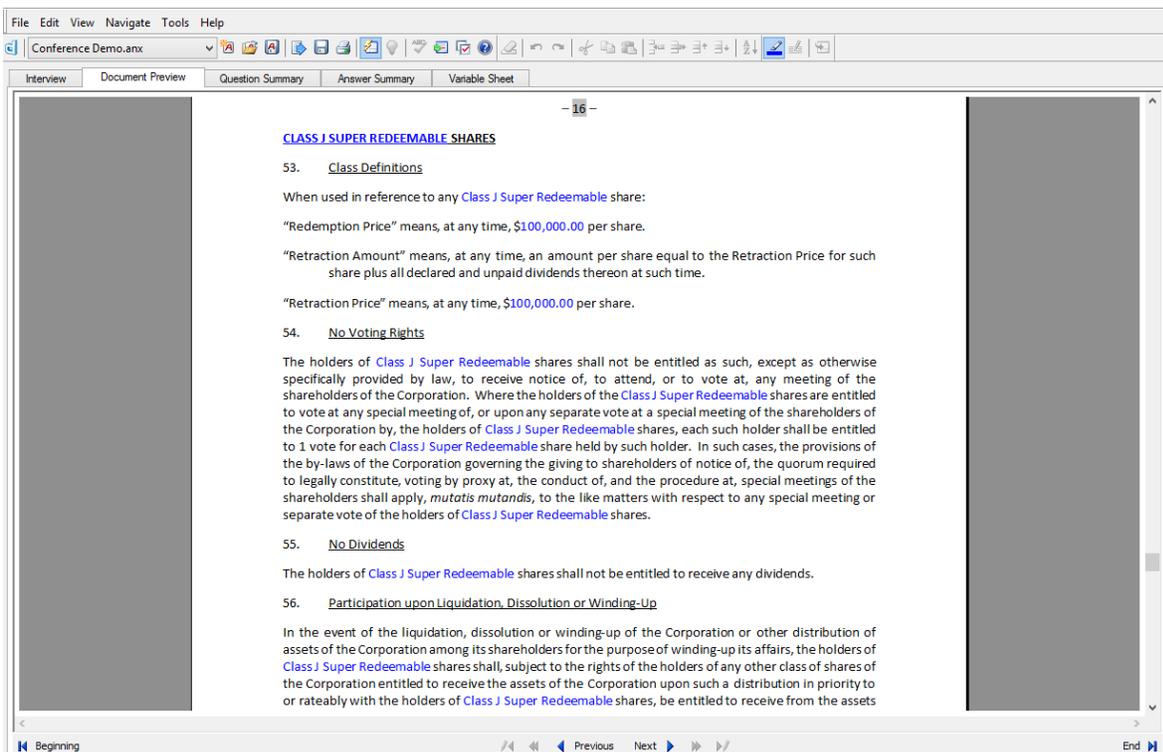
7. Once you have made the appropriate selections, click the "Document Preview" tab to see a real-time preview of the share provisions. Notice that the new class has been added...



8. The rankings have been updated...



9. And, in addition to the rights and privileges for the pre-existing classes of shares, the rights and privileges of the new class have been drafted for you...



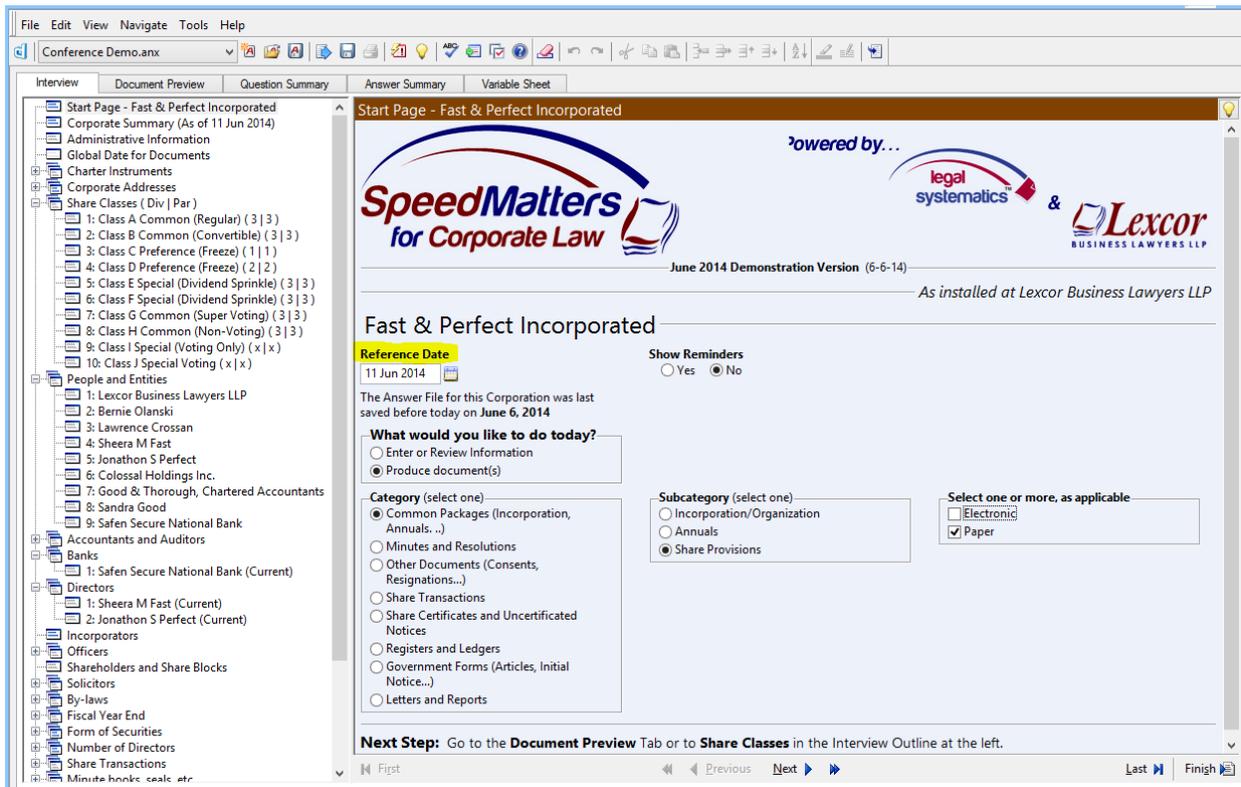
## IMPORTANT CONCEPTS

## RESOURCES

- Click on the “light bulb” icons  to access resources and tips relevant to the specific question or interview that you are working on

## REFERENCE DATE

- **Be aware of the Reference Date** - it is an extremely important and valuable tool for getting the most out of Speedmatters Corporate.



The screenshot displays the Speedmatters Corporate Law software interface. The main window is titled "Fast & Perfect Incorporated" and shows the "Reference Date" feature. The Reference Date is set to "11 Jun 2014". Below this, there is a section for "What would you like to do today?" with options: "Enter or Review Information" (radio button) and "Produce document(s)" (radio button, selected). There are also sections for "Category (select one)" and "Subcategory (select one)". The "Category" options include "Common Packages (Incorporation, Annuals...)", "Minutes and Resolutions", "Other Documents (Consents, Resignations...)", "Share Transactions", "Share Certificates and Uncertificated Notices", "Registers and Ledgers", "Government Forms (Articles, Initial Notice...)", and "Letters and Reports". The "Subcategory" options include "Incorporation/Organization", "Annuals", and "Share Provisions". There is also a "Select one or more, as applicable" section with "Electronic" (checkbox) and "Paper" (checkbox, checked). The interface includes a navigation pane on the left with a tree view of the interview structure, and a bottom navigation bar with "First", "Previous", "Next", and "Finish" buttons.

- The Reference Date allows you to display and produce documents pertaining to the Corporation as at any specific point in time.
- Where temporal terms like "current" or "future" are used in any interview, they are relative to the Reference Date.
- The Corporate Summary displays a summary of fundamental corporate information as at the Reference Date.
- Although more current information about the Corporation may have been gathered, any documents produced will be produced based on the information contained in the Answer File as at the Reference Date.

- Unless you want to display information or produce documents with historical or future information, you should leave the Reference Date as the current date.

## STATUS

- **Set the “Status”** of any data entered at the top right corner of each interview screen.
- Any data which is intended to be reflected in a document to be generated should be marked as “To be documented”



1: Articles of Incorporation (1 Jun 2014)

Charter type:  Articles of Incorporation,  Articles of Amalgamation,  Articles of Continuance

Charter Date: 1 Jun 2014

Status: To be documented

- Once data entry is complete and the information entered has been included in an assembled document, you should set the status to “Completed”. This will cause each field in the active interview screen to be “greyed out”, which will help you avoid any accidental or unintentional overriding of your interview answers.



1: Articles of Incorporation (1 Jun 2014)

Charter type:  Articles of Incorporation,  Articles of Amalgamation,  Articles of Continuance

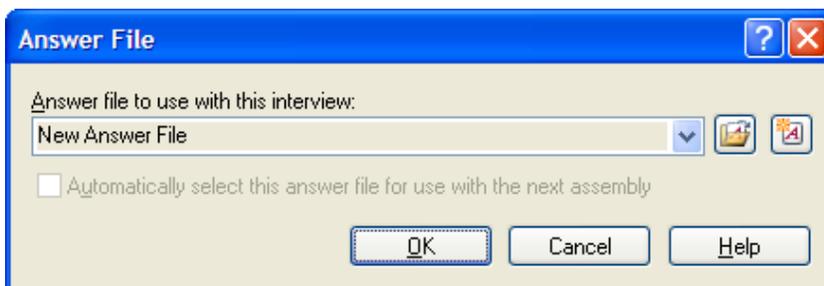
Charter Date: 1 Jun 2014

Status: Completed

- If you subsequently need to change any “greyed out” fields, simply change the status back to “To be documented”

## ANSWER FILES

- Answer files are computer files created by **SpeedMatters™ for Corporate Law** which have an .anx extension. These files contain all data pertaining to a given corporation which has been entered into **SpeedMatters™ for Corporate Law** through various interview screens.
- The first step in working with any corporation, is to **open a new answer file** for that corporation.



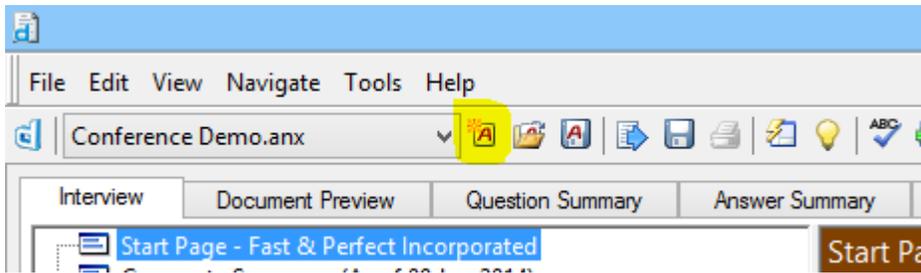
Answer File

Answer file to use with this interview:  
New Answer File

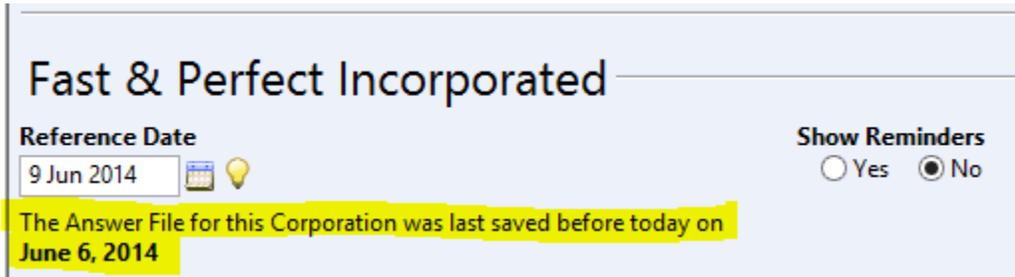
Automatically select this answer file for use with the next assembly

OK Cancel Help

- New answer files can also be opened by clicking the “New Answers” button on the menu bar, by selecting the “New Answers” command from the File Menu (File → New Answers) or by selecting “Control+N” keys



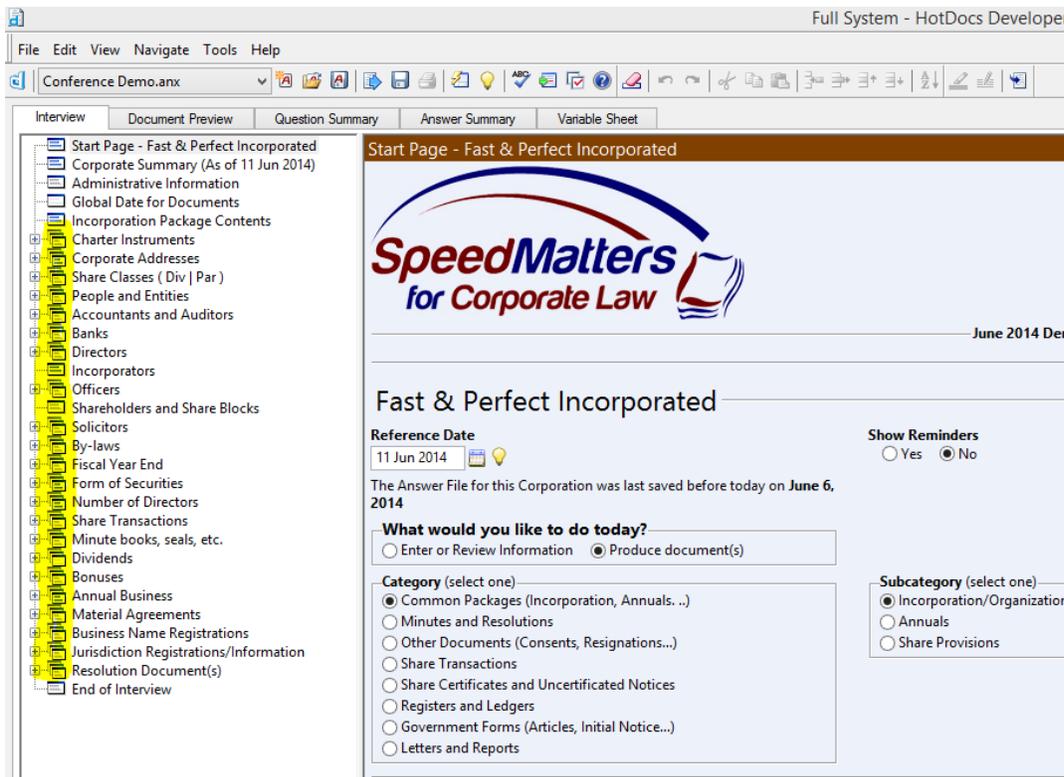
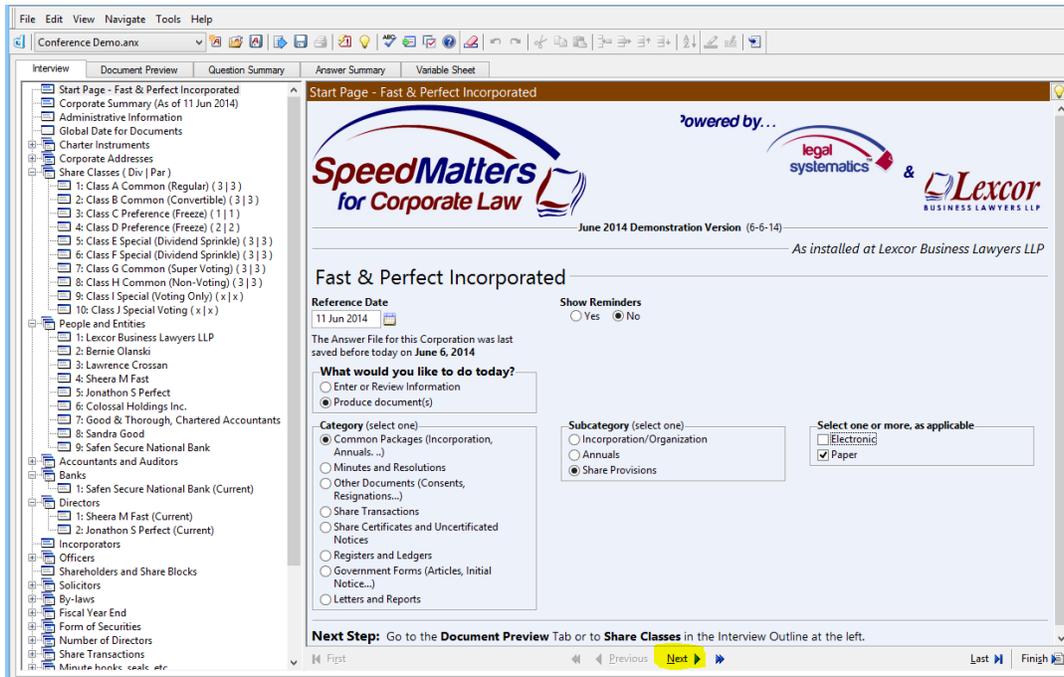
- **SAVE YOUR ANSWER FILES REGULARLY!**
- **BACKUP YOUR ANSWER FILES REGULARLY!**
- You may also wish to take note of the last date your answer file was saved



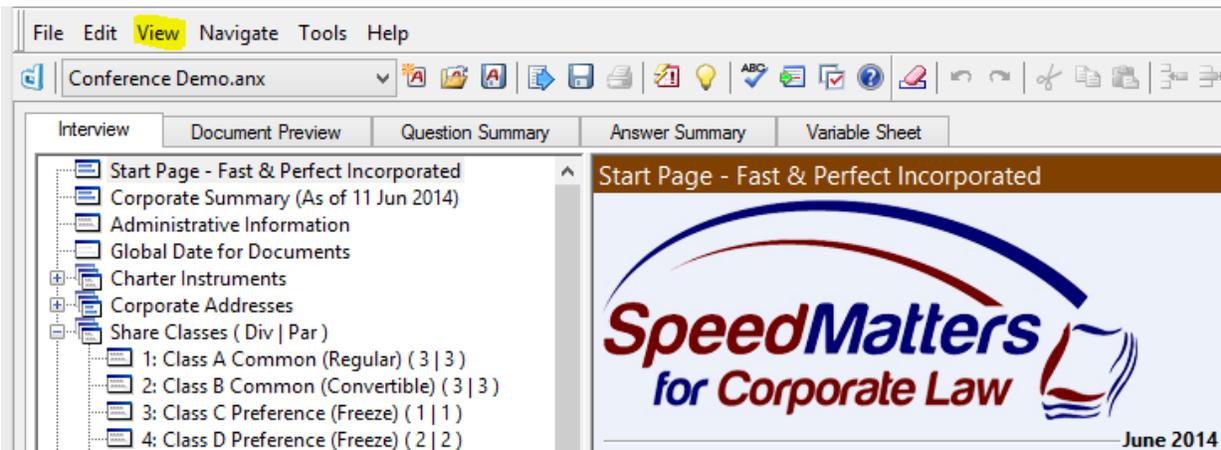
For purposes of the Demonstration Version of *SpeedMatters™ for Corporate Law*, we have included a sample answer file named "Conference Demo.anx".

## NAVIGATION

- You may click “Next” or use the “PgDn” key on your computer to navigate through all of the various interviews in sequence or you may go directly to a specific interview by selecting it from the Interview Outline on the left side of your display.



If you are not able to see the Interview Outline on your display, ensure that it has been selected from the View menu (i.e. View → Interview Outline)



## SPECIFIC INTERVIEWS

### START PAGE

#### REFERENCE DATE

- Always check and ensure that the Reference Date is set to the desired date on the Start Page.
- The Reference Date allows you to display and produce documents pertaining to the Corporation as at any specific point in time.
- For a more detailed explanation, see [Reference Date](#)

#### SHOW REMINDERS

- If you wish to see reminders about the steps and documents pertaining to the Corporation which appear to outstanding, select "Yes".

Fast & Perfect Incorporated

Reference Date  
9 Jun 2014

The Answer File for this Corporation was last saved before today on **June 6, 2014**

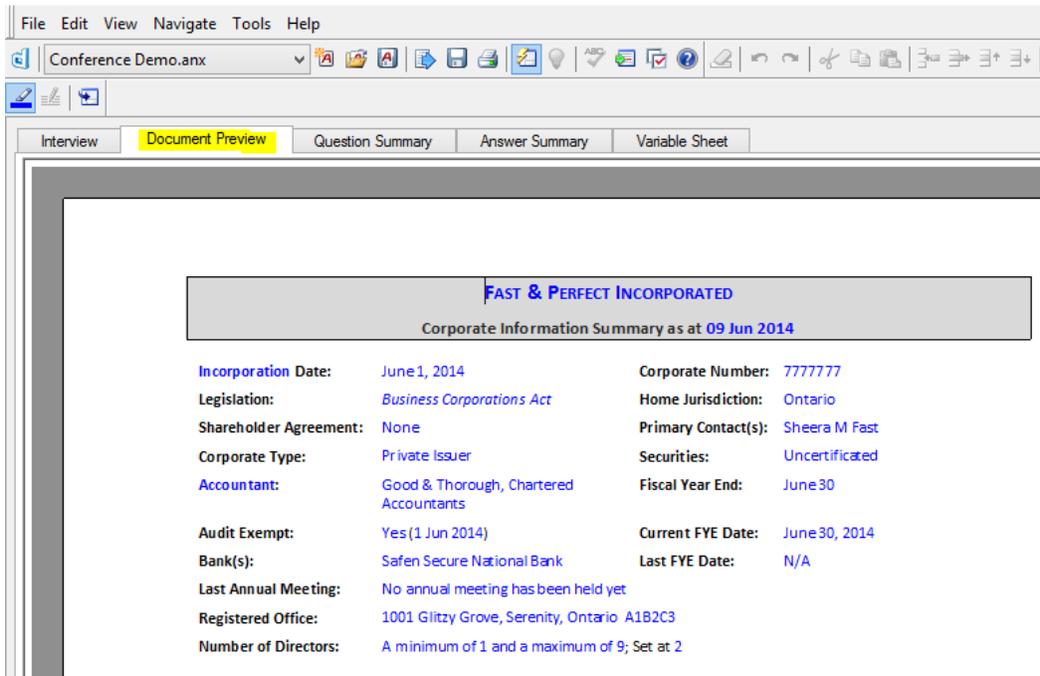
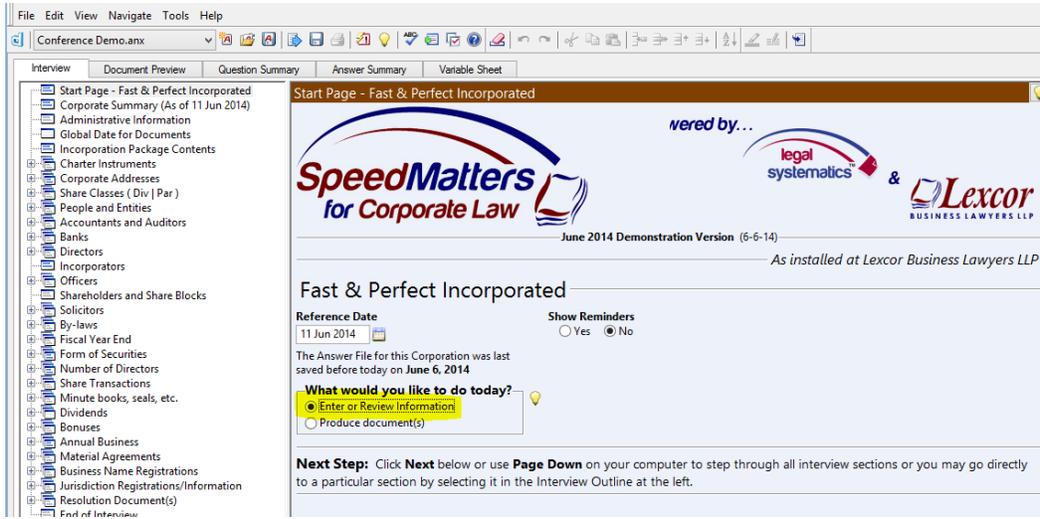
Show Reminders  
 Yes  No

Documentation needed for appointment of Sheera M Fast as director.  
Documentation needed for appointment of Jonathon S Perfect as director.  
Documentation needed for appointment of Sheera M Fast as officer.  
Documentation needed for appointment of Jonathon S Perfect as officer.  
Documentation needed for 01 Jun 2014 - Issue - Treasury to Colossal Holdings Inc. - 1,000,000 Class A Common (Regular)  
Documentation needed for 01 Jun 2014 - Rollover - Treasury to Sheera M Fast - 750,000 Class C Preference (Freeze)  
Documentation needed for 01 Jun 2014 - Rollover - Treasury to Jonathon S Perfect - 250,000 Class D Preference (Freeze)  
Documentation needed for 02 Jun 2014 - Transfer - Sheera M Fast to Jonathon S Perfect - 250,000 Class C Preference (Freeze)  
Documentation needed for 05 Jun 2014 - Redemption - Sheera M Fast to Treasury - 250,000 Class C Preference (Freeze)

## WHAT WOULD YOU LIKE TO DO TODAY?

### ENTER OR REVIEW INFORMATION

- **Enter or Review Information** loads a Corporate Summary in the Document Preview window, providing an excellent overview of the Corporation's most important corporate information as at the Reference Date, all of which is automatically generated from the information contained in the Corporation's answer file



- When working with a new Answer File, you will want to start by entering available information about the Corporation by selecting "Enter or Review Information" and then navigating through and completing each of the interviews

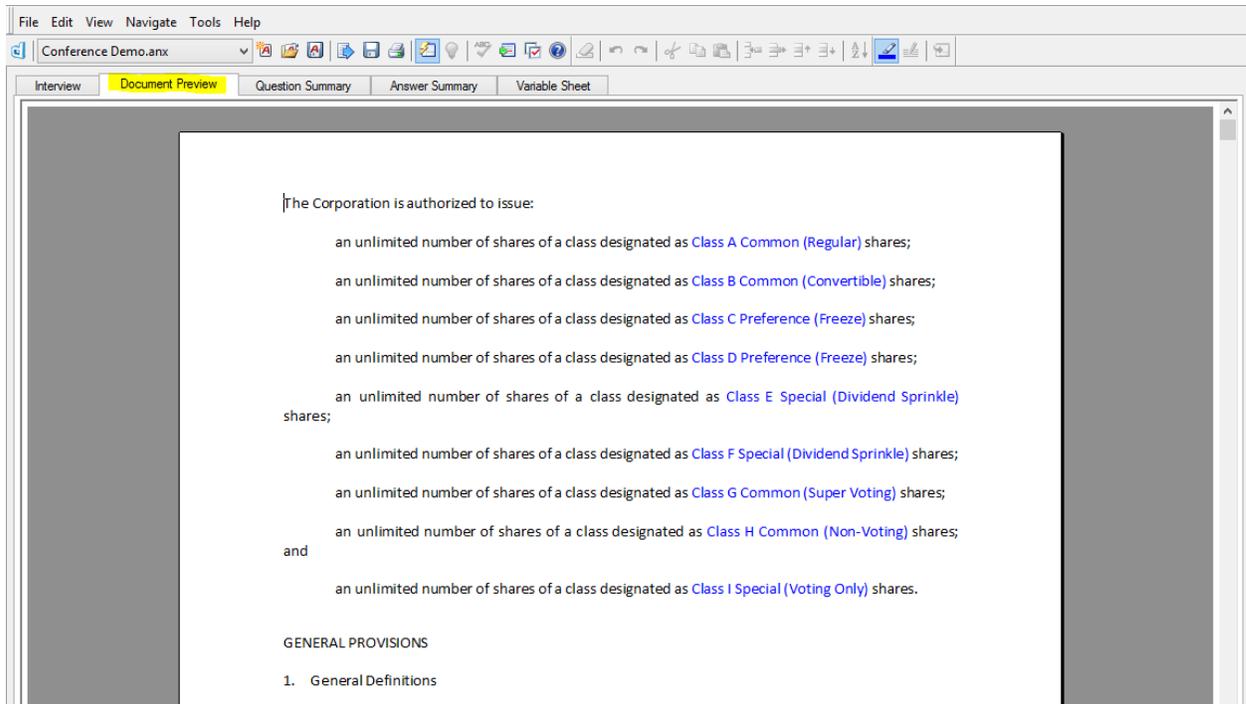
- You may click “Next” or use the “PgDn” key on your computer to navigate through all interviews in sequence or you may go directly to a specific interview by selecting it from the Interview Outline.
- When entering data into a drop-down list, if the dropdown area appears white, then the user is able to add a new element by simply typing the desired text into the white area
- When entering data, there are some things that YOU SHOULD NOT DO:
  - DO NOT delete a person who has already been assigned a role
  - DO NOT delete a share class as to which transactions have been recorded
  - DO NOT delete a share transaction that actually happened without making some offsetting starting balance entry
- You can avoid accidental deletion or overwriting of your important data by changing the Status of the data to “Completed”, which will grey out the fields on the interview screen.

## PRODUCE DOCUMENTS

- Once you have entered the necessary information, select “**Produce Documents**” from the Start Page to identify and load the documents you wish to generate into the Document Preview window

The screenshot displays the SpeedMatters for Corporate Law software interface. The window title is "Conference Demo.ans". The menu bar includes File, Edit, View, Navigate, Tools, and Help. The interface is divided into several sections:

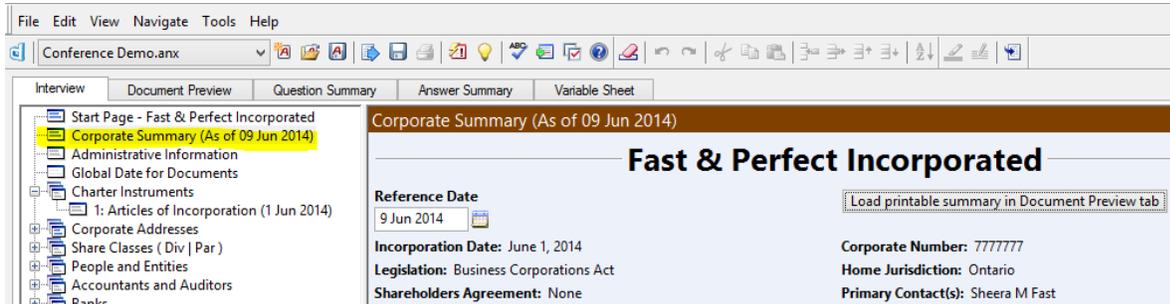
- Interview Outline (Left):** A tree view showing the interview structure, including sections like "Start Page - Fast & Perfect Incorporated", "Corporate Summary (As of 11 Jun 2014)", "Administrative Information", "Global Date for Documents", "Incorporation Package Contents", "Charter Instruments", "Corporate Addresses", "Share Classes (Div | Par)", "People and Entities", "Accountants and Auditors", "Banks", "Directors", "Incorporators", "Officers", "Shareholders and Share Blocks", "Solicitors", "By-laws", "Fiscal Year End", "Form of Securities", "Number of Directors", "Share Transactions", "Minute books, seals, etc.", "Dividends", "Bonuses", "Annual Business", "Material Agreements", "Business Name Registrations", "Jurisdiction Registrations/Information", "Resolution Document(s)", and "End of Interview".
- Main Content Area:**
  - Header:** "SpeedMatters for Corporate Law" logo, "Sponsored by... legal systematics & Lexcor BUSINESS LAWYERS LLP", and "June 2014 Demonstration Version (6-6-14)".
  - Reference Date:** "11 Jun 2014" with a calendar icon.
  - Show Reminders:** Radio buttons for "Yes" and "No" (selected).
  - Text:** "The Answer File for this Corporation was last saved before today on June 6, 2014".
  - What would you like to do today?:** Radio buttons for "Enter or Review Information" and "Produce document(s)" (selected).
  - Category (select one):** Radio buttons for "Common Packages (Incorporation, Annuals...)", "Minutes and Resolutions", "Other Documents (Consents, Resignations...)", "Share Transactions", "Share Certificates and Uncertificated Notices", "Registers and Ledgers", "Government Forms (Articles, Initial Notice...)", and "Letters and Reports".
  - Subcategory (select one):** Radio buttons for "Incorporation/Organization", "Annuals", and "Share Provisions" (selected).
  - Select one or more, as applicable:** Checkboxes for "Electronic" (checked) and "Paper".
- Next Step:** "Go to the Document Preview Tab or to Share Classes in the Interview Outline at the left."
- Navigation:** "First", "Previous", "Next", "Last", and "Finish" buttons.



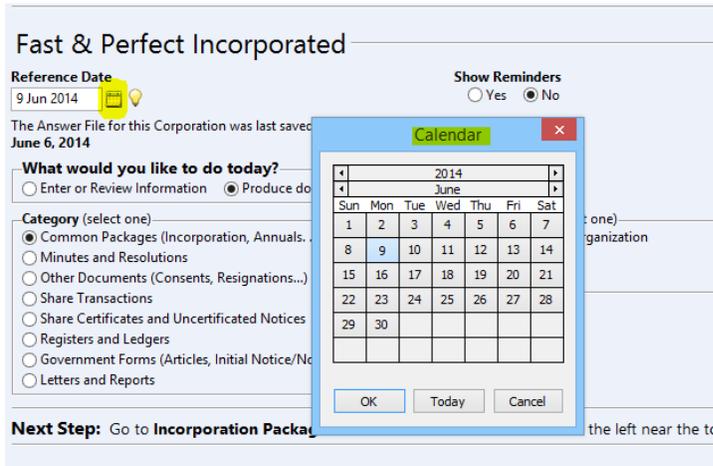
- You will be able to choose from Common Packages including Incorporation/Organization, Annuals and Share Provisions; or you may choose from a variety of individual documents and forms.
- With the exception of PDF government forms, all documents whose “Status” is set to “To Be Documented” will be generated and included in the Document Preview tab
- Documents may be produced at any time, however, unless information for each variable contained in the document you wish to create has been answered in the interviews, the missing information will not appear in the finished document.
- You can click on the “Document Preview” tab at any time to see a real-time preview of the document you are producing. If there are any unanswered questions, the missing variable name will appear like this \*variable name\*.
- In many, but not all cases, you may click on the missing variable name to open the appropriate interview screen where you can provide the necessary answer.

## CORPORATE SUMMARY

- The Corporate Summary displays fundamental information about the Corporation which has been entered in Speedmatters as at the Reference Date, which defaults to the current date.

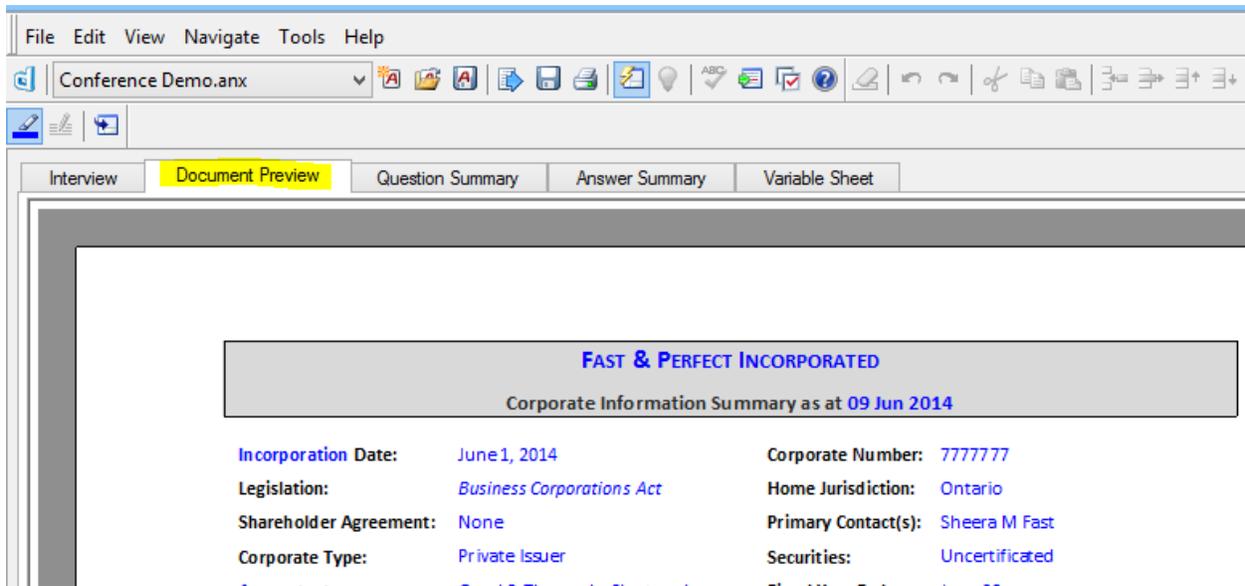


- To view the Corporate Summary as at an earlier or later date, simply select the desired date from the Reference Date calendar and the Corporate Summary will immediately update.



- To create a printable version of the Corporate Summary, simply click the button “Load printable summary in Document Preview tab” and then select the Document Preview tab.





## ADMINISTRATIVE INFORMATION

The Administrative Information interview is where you are able to record and track your internal client and matter information and other general information about the Corporation.

The Responsible Person, Alternate Person, Contact Person and All Data Verified By dropdown lists are prepopulated with information gathered from the User's System Settings.

## GLOBAL DATE FOR DOCUMENTS

If entered, the Global Date for Documents is the date that will be applied to all documents currently being produced.

- You can leave the Global Date for Documents blank, which will result in a blank line for all dates like this:

DATED this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

- You can select a specific date for all documents, which will result in a date line such as this:

DATED this 1st day of January, 2015.

- You may select a one or more of the components - specific day, specific month or specific year, which will yield results such as these:

DATED this \_\_\_\_ day of January, 2015.

DATED this \_\_\_\_ day of \_\_\_\_\_, 2015.

## CHARTER INSTRUMENTS

The Information provided in this interview will be used to populate the Articles you are preparing and any reports in respect of the Corporation after the charter instrument is filed.

### CHARTER TYPE, EFFECTIVE DATE & STATUS

- Select the type of Charter document you wish to record and/or produce.
- If you are providing information about the Corporation’s first Charter Instrument, the Charter Instrument type must be Articles of Incorporation, Amalgamation or Continuance.
- For subsequent Charter Instruments, additional Charter types are available including: Amendment, Dissolution, Revival, Arrangement, Reorganization, Application for Authorization to Continue in Another Jurisdiction and Restated Articles of Incorporation.
- Once the Charter Instrument has been filed, you will include the “Effective Date” of the Charter and select the “Status” of “Completed”. This date will be used for reporting to the client and the Corporate Summary.
- If you are entering information about a Charter Instrument yet to be produced, then you may enter an “Effective Date” or leave it blank to get a blank date line – however, you must select the “Status” of “To Be Documented” in order for the Charter Instrument to be generated in the Document Preview tab.

### ENTITY TYPE

- Select the Corporation’s entity type.
- The default type is “Private Issuer” which means that there are restrictions on the transfer of shares which will exempt the Corporation from the prospectus requirements of the *Securities Act*.

### NAME OF CORPORATION

- Enter the Corporation’s name and the type of name.
- If the name of the Corporation is a number name, you will be prompted to enter the “Legal Ending”.
- If the name of the Corporation is other than a number name, you will be prompted for the information related to the NUANS search required to file the Articles.

### NUMBER OF DIRECTORS

- Determine if the Corporation will have a fixed number of directors or a minimum and maximum number of directors. The latter provides for more flexibility in the composition of the board.
- If the Corporation has or will have a fixed Number of Directors, enter the number.

- If the Corporation has or will have a minimum and maximum number, enter a number for each the minimum and the maximum.

#### RESTRICTIONS ON THE BUSINESS THE CORPORATION MAY CARRY ON

- Determine if the business of the Corporation is to be restricted.
- To provide maximum flexibility as to the type of business the Corporation may carry on, select “None”.
- To include restrictions, click “Other” and enter the restrictions in the space provided.

#### RESTRICTIONS ON THE ISSUE, TRANSFER AND OWNERSHIP OF SHARES

- In order to qualify as a Private Issuer, the transfer of shares in the capital of the Corporation must be restricted.
- Determine whether the Corporation will have transfer restrictions. If so, select whether the restriction requires director, shareholder of director or shareholder consent. To see the result of the different choices, look at the Charter Instrument in the Document Preview tab.
- To include other restrictions, click “Other” and enter the restrictions in the space provided.

#### OTHER PROVISIONS

- Select any of the identified provisions or “None of the Above”.
- To include custom provisions, click “Other” and enter the other provisions in the space provided.

#### NOTES

- The user may enter notes and reminders about the Corporation here, including the date on which the Charter Instrument was delivered to the client.

#### CORPORATE ADDRESSES

- Enter the Corporation’s address information in this interview.
- Include start and end dates to ensure that all reporting is accurate as at any given point in time.
- The Registered Office address is required for originating charter instruments such as Articles of Incorporation, Amalgamation and Continuance as well as government reporting forms, such as a Form 1 – Initial Return or Notice of Change.
- Mailing address is used for correspondence.
- Location of Corporate Records is gathered for inclusion in reports to clients.
- Extra-jurisdictional office addresses reflect the Corporation’s registered office addresses in jurisdictions other than its originating jurisdiction for reporting purposes.

## SHARE CLASSES

- Enter all information regarding the classes of shares the Corporation is authorized to issue in this interview, together with their respective rights, privileges, conditions and restrictions, which will be used to intelligently draft charter instruments (Articles of Incorporation, Amalgamation, Amendment, etc.) and for reporting purposes.
- The Interview Outline on the left side of the display shows the classes of shares that have been entered into Speedmatters, together with the rank of each class for purposes of dividends and participation in parentheses.
- As an example: Class A Preference (1 | 1) means that the Corporation is authorized to issue Class A Preference shares which rank 1<sup>st</sup> for dividends and 1<sup>st</sup> for participation upon dissolution, winding up, etc.
- Because all Corporations require shares with the right to vote and to participate on dissolution or winding up, by default Speedmatters includes the rights and privileges customarily associated with Common shares which include the right to vote (1 vote per share), the right to receive dividends at the discretion of the directors and the right to participate in the distribution of the Corporation's assets on dissolution or winding up .

### SEPARATE CLASS VOTE FOR

By selecting one or more of the check boxes, a provision will be included in the rights and privileges of the share class which is designed to distinguish this class of shares from another class having substantially the same attributes. The intention is to eliminate any potential argument to the effect that two or more share classes are identical and therefore, they are one and the same class for purposes of paying dividends or participating in winding up, etc.

### CHANGE OF NAME

The holders of [Class Name] shares shall be entitled to vote separately as a class in respect of any proposal to change the name of the Corporation.

### NUMBER OF DIRECTORS

The holders of [Class Name] shares shall be entitled vote separately as a class in respect of any proposal to change the number, or the minimum and maximum number, of directors of the Corporation.

### REGISTERED OFFICE

The holders of [Class Name] shares shall be entitled vote separately as a class in respect of any proposal to change the municipality or geographic township in which the Corporation's registered office is located.

## PURCHASE RIGHTS

*By selecting this check box, the following provision will be included in the rights and privileges of the share class ...*

Subject to the provisions of applicable law, in addition to the right of redemption hereinbefore provided to the Corporation, the Corporation shall have the right to purchase at any time the whole or from time to time any part of the [Class Name] shares then outstanding pursuant to tenders or, with the unanimous consent of the holders of all the [Class Name] shares then outstanding, by private contract at prices not exceeding an amount equal to the Redemption Amount thereof and costs of purchase. If, in response to an invitation for tenders, two or more holders of [Class Name] shares submit tenders at the same price and if such tenders are acceptable to the Corporation, then unless the Corporation accepts all such tenders in whole, the Corporation shall accept such tenders in proportion as nearly as may be to the number of [Class Name] shares offered in each such tender.

## PRE-EMPTIVE RIGHTS

*By selecting this check box, the following provisions will be included in the rights and privileges of the share class which is intended to provide existing shareholders with a right to purchase a pro rata share of any new shares to be issued to avoid dilution of their interests ...*

No [Class Name] shares in the capital of the Corporation shall be issued unless such shares (the "Offered Shares") have first been offered *pro rata* to the holders ("Offerees") of [Class Name] shares (the "Base Shares") in accordance with the procedure hereinafter set forth.

### Pre-Emptive Rights Procedure

The following procedure shall apply to each class of shares in respect of which a pre-emptive right is provided above and all terms defined in respect of such class shall have the same meaning herein for purposes of such class:

(a) *Issuance Notice.* The Corporation shall provide written notice (the "Issuance Notice") to each of the Offerees setting out the terms and conditions upon which the Offered Shares are being offered, including the subscription price and how the proceeds of the issue are intended to be used.

(b) *Right to Purchase.* Upon the Issuance Notice being given, the Offerees shall have the right to purchase the Offered Shares at the price specified, *pro rata* according to the number of Base Shares held by such Offerees or in such other proportion as the Offerees may unanimously agree.

(c) *Notice of Acceptance.* Within 10 days of receiving the Issuance Notice, the Offerees shall give notice to the Corporation stating whether or not they wish to purchase any or all of the Offered Shares. If any Offeree does not give such notice or gives notice that it is not willing to purchase all of the Offered Shares to which he, she or it is entitled, the Offered Shares that such Offeree had been entitled to purchase or the part thereof that the Offeree is not willing to purchase (the "Rejected Shares") may instead be purchased by the other Offerees who gave

notice that they were willing to purchase all of the Offered Shares to which they were entitled, *pro rata* based upon the number of Base Shares held by such other Offerees or in such other proportion as such other Offerees may unanimously agree. Within 10 days of the expiry of the first 10 day period specified above, each other Offeree who desires to purchase any or all of the Rejected Shares that such other Offeree is entitled to purchase in accordance with the provisions hereof shall give an additional notice to the Offeror and to the Corporation. If any other Offeree entitled to give the said additional notice does not do so or gives notice that he, she or it is not willing to purchase all of the Rejected Shares to which he, she or it is entitled, the Rejected Shares that such Offeree had been entitled to purchase or the part thereof that such Offeree is not willing to purchase may instead be purchased by the other Offerees who gave the said additional notice that they were willing to purchase all of the Rejected Shares to which they were entitled, and so on from time to time until the other Offerees are willing to purchase all of the Offered Shares or until they are not willing to purchase any more.

(d) *Deposit.* Where an Offeree gives a notice pursuant to the previous paragraph, that he, she or it is willing to purchase any of the Offered Shares (the "Accepted Shares"), such notice shall not be valid unless it is accompanied by a deposit equal to 100% of the subscription price for the Accepted Shares, by certified cheque or bank draft payable to the Corporation's solicitors, in trust. If the purchase of the Accepted Shares is not completed as provided herein:

(i) for any reason other than the default of such Offeree, the full amount of the deposit shall be returned to such Offeree, without interest or deduction; or

(ii) as a result of the default of such Offeree, the deposit shall be forfeit to the Corporation as liquidated damages (not as a penalty) without limiting any other rights of the Corporation or any other person.

(e) *Completion.* If the Offerees are willing to purchase any of the Offered Shares, the purchase and sale thereof shall be completed on the 10<sup>th</sup> day following expiry of the last of the applicable time periods specified above, or, if such day is not a business day, the next ensuing business day, at the Corporation's registered office.

(f) *Offer to Third Parties.* In the event that there remain any Rejected Shares after expiry of the last of the applicable time periods specified above, the Corporation may, at any time within the ensuing 90 days, offer such Rejected Shares pursuant to the terms of the Issuance Notice to any person who is not an Offeree.

*Fractional Shares.* If any Offered Shares shall not be capable, without division into fractions, of being offered to or being divided among the Offerees in the proportion above-mentioned, the same shall be offered to or divided among the Offerees as nearly as may be in these proportions and any balance shall be offered to or divided among the Offerees or some of them in such manner as may be determined by the directors of the Corporation.

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## LEGEND FOR SHARE CERTIFICATES

*Insert the text of any notice or legend which you wish to be included in the Corporation's share certificates or notices re: issuance or transfer of uncertificated securities. For example, you may wish to include a notice to the effect that the transfer of shares is restricted by the terms of a unanimous shareholder agreement, etc.*

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## PROTECTION OF ASSETS REQUIRED FOR REDEMPTION

*By selecting this check box, the following provisions will be included in the rights and privileges of the share class which is intended to protect the redemption value of the class by prohibiting dividends on junior classes of shares if doing so would result in the Corporation's inability to redeem all of the shares of the class.*

In no event shall:

- (a) any dividend be declared or paid on;
- (b) any distribution or reduction of capital be made to the holders of; or
- (c) the Corporation redeem or purchase for cancellation or otherwise;

any share or shares of the Corporation, if any, ranking junior to the [Class Name] shares if, in the opinion of the directors of the Corporation, the amount by which the realizable value of the assets of the Corporation exceeds its liabilities at such time is or would become, as a result of the payment of such dividend or the making of such distribution, reduction of capital, redemption or purchase, as the case may be, less than the amount required to redeem all of the then issued and outstanding [Class Name] shares at the Redemption Amount per share hereinbefore provided.

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## CONVERTIBLE

*By selecting this check box, the following provisions will be included in the rights and privileges of the share class which is intended to allow the holders of this class of shares to convert them into one or more shares of another class.*

### Conversion Privilege

Each issued and outstanding [1<sup>st</sup> Class Name] share (the "Convertible Shares") may be converted, at the option of the holder, into 1 issued and outstanding [2<sup>nd</sup> Class Name] shares

(the "Converted Shares") of the Corporation by giving notice (the "Conversion Notice") in writing to the Corporation at any time in accordance with the procedure hereinafter set forth.

#### Conversion Procedure

The following procedure shall apply to each class of shares in respect of which a conversion right is provided above and all terms defined in respect of such class shall have the same meaning herein for purposes of such class. The Conversion Notice shall be accompanied by one or more certificates representing the Convertible Shares in respect of which the holder thereof desires to exercise such right of conversion and such notice shall be signed by the holder of the Convertible Shares in respect of which such right is being exercised and shall specify the number of Convertible Shares which the holder desires to have converted. The holder shall also pay any governmental or other tax imposed in respect of such transaction. Upon receipt of the Conversion Notice, the Corporation shall issue a certificate representing the required number of fully paid Converted Shares upon the basis above prescribed and in accordance with the provisions hereof to the holder of the Convertible Shares represented by the certificate or certificates accompanying such notice, provided that the Corporation may disregard any fraction of a Converted Share which arises from such conversion. If less than all of the Convertible Shares represented by any certificate are to be converted, the holder shall be entitled to receive a new certificate for the Convertible Shares representing the shares comprised in the original certificate which are not to be converted. All shares resulting from any conversion of fully paid Convertible Shares into Converted Shares pursuant to this provision shall be deemed to be fully paid and non-assessable.

## PEOPLE AND ENTITIES

- Before any person or entity will be available for selection as an accountant or auditor, bank, director, incorporator, officer, shareholder or solicitor of the Corporation, the name of the person or entity must be entered in the People and Entities interview.
- You should also enter the address and other information pertinent to the person or entity in this interview for use in document preparation and reporting purposes.
- Note that for individuals, the person's proper legal names will go in the First Name, Middle Name and Last Name fields.
- By selecting the box "Edit name to be used in documents", you will have the opportunity to edit the way the person's name will appear in all documents, other than government forms. For example, if a person's legal name is "Jonathan Francis Doe", you may indicate that the "Name to be used in documents" is "John Doe", in which case the person's name will be shown as "John Doe" in all documents and signature lines other than in government forms.

## ACCOUNTANTS AND AUDITORS

- Select the Accountant or Auditor from the dropdown list.
- If the name of the desired Accountant or Auditor does not appear in the dropdown list, you must first go to the People and Entities interview (by selecting it from the Interview Outline on the left side of your display), enter the name and any other pertinent information about the

Accountant or Auditor and then return to the Accountants and Auditors interview (by selecting it from the Interview Outline) and then complete your selection.

- Indicate whether the selected entity is acting as accountant or auditor for the Corporation
- To allow for accurate reporting at any point in time, enter the Start/Effective Date and, if appropriate, the End/Cessation Date.
- Note that if there is no auditor, all shareholders are required to consent to audit exemption each financial year.

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## BANKS

- Select the Corporation’s Bank from the dropdown list.
- If the name of the desired Bank does not appear in the dropdown list, you must first go to the People and Entities interview (by selecting it from the Interview Outline on the left side of your display), enter the name and any other pertinent information about the Bank and then return to the Banks interview (by selecting it from the Interview Outline) and then complete your selection.
- Note that if the “Type of Person” is “Individual” in the “People and Entities” interview, that person will not be available for selection as a Bank. If you wish to show an individual as a Bank, go to the People and Entities interview and change the “Type of Person” to “Sole Proprietor” or other appropriate person type.
- To allow for accurate reporting at any point in time, enter the Start/Effective Date and, if appropriate, the End/Cessation Date.

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## DIRECTORS

- Select a Director from the dropdown list.
- If the name of the desired Director does not appear in the dropdown list, you must first go to the People and Entities interview (by selecting it from the Interview Outline on the left side of your display), enter the name and any other pertinent information about the Director and then return to the Directors interview (by selecting it from the Interview Outline) and then complete your selection.
- Note that only “Individuals” will be available for selection as Directors. If a person’s name is entered in the “People and Entities interview, you should ensure that the “Type of Person” is “Individual” in the dropdown list.
- To allow for accurate reporting at any point in time, enter the Start/Effective Date and, if appropriate, the End/Cessation Date.

## MANAGING REPEATS

Be aware that you can’t sort or filter repeat dialogs in an interview, but you *can* reorder them, if the order in which they were entered is not satisfactory. Right click. (Note – there is possible danger of at least temporary indexing confusion in the HotDocs session if the item is referenced elsewhere by its index rather than by a permanent ID.)

Note that you can copy iterations of a repeat, e.g. a share class. Handy if you need to create one that is largely similar to an existing one. Right click on the target iteration.

## MANAGING ANSWER FILES

### Back up your answer files!

Click the answer file save button every so often during a session so that your latest information is stored, and not lost if your system crashes or other problems prevent normal exit and saving.

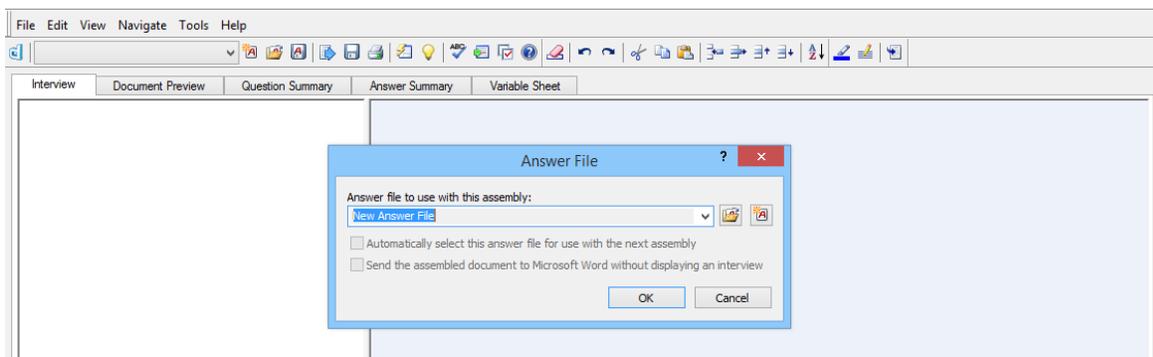
Note that while you can Undo (and Redo) edits in text fields, most other operations in an interview are not undoable.

If you make a big mistake in a session, like deleting critical information, the best approach is to exit without saving, so as to be able to return to the earlier answer file version.

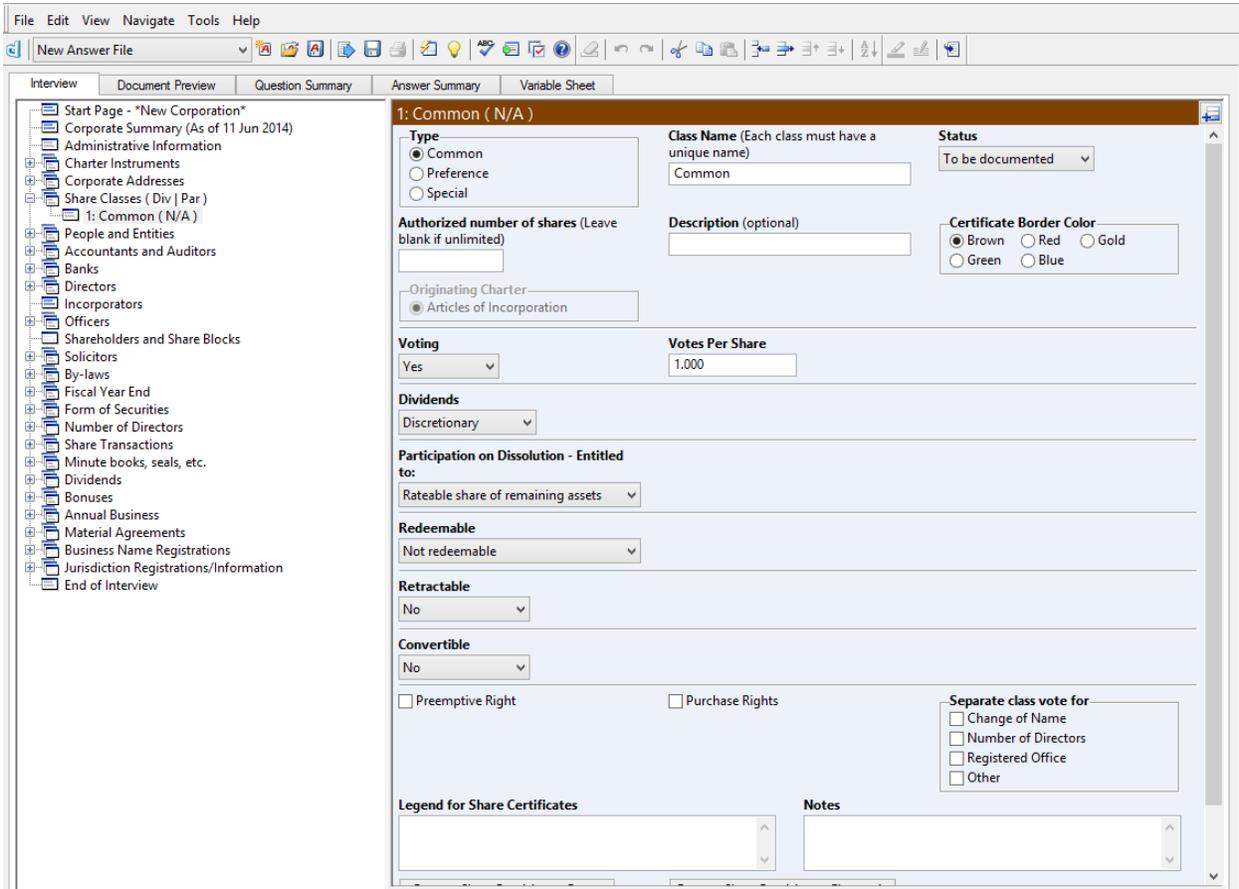
## OVERLAYING ANSWER FILES

A great way to save time is to re-use and recycle some of your most common answers. *Speedmatters for Corporate Law* makes this easy by enabling you to overlay one a set of answers over the answer file for the corporation you are working on. **In this Demo Version, you should only overlay answer files on new or blank answer files or it will overwrite the information that is already in the existing answer file. In the full system, there will be specific interviews for collecting overlay information and you will not have to worry about overwriting other information.** The general overlay process is described below.

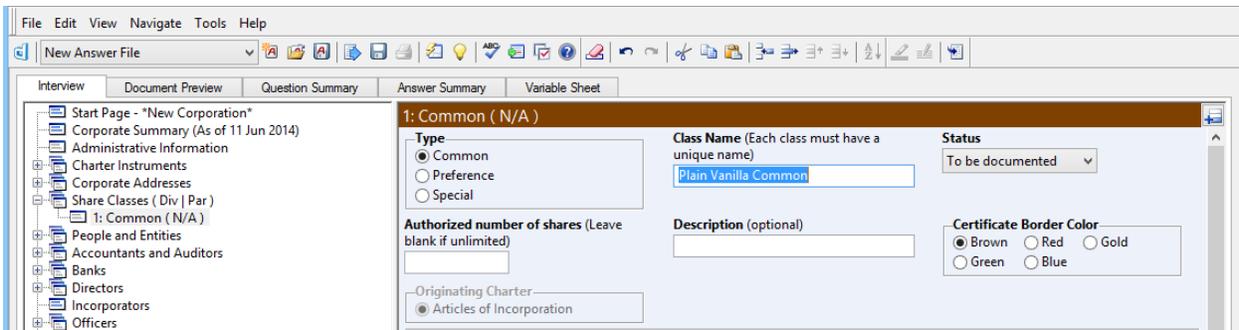
1. First, create an answer file to hold the common information that you wish to re-use. Double click “System” from the Interview Outline to assemble it. This will bring up the prompt for which answer file you would like to use. Click “OK” to create a new answer file.



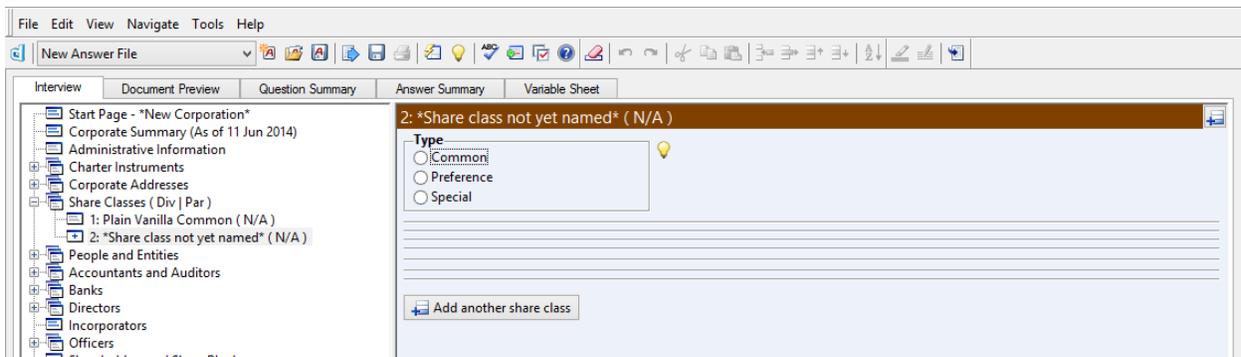
2. For this example, we will create 2 share classes which we intend to use regularly – plain vanilla common shares and some ridiculously complex special shares. To do this, open the “Share Classes” interview from the Interview Outline.



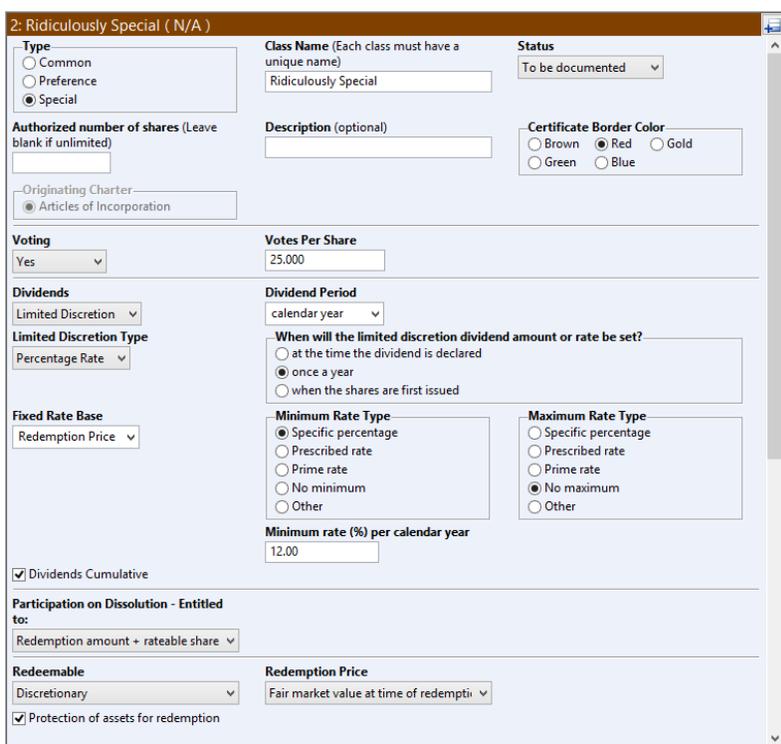
3. Notice that in a new answer file, all of the most common rights and privileges for regular common shares are prepopulated. Voting, one vote per share, discretionary dividends, participating rateably, non-redeemable, non-retractable and non-convertible, with no other special rights. So, for this class of shares, one click and we're done. For this example, we will give the class a more catchy name.



4. Click "Add another share class" at the bottom of the interview screen...



5. Answer the interview questions to determine the rights and privileges...



<b>Redeemable</b> Discretionary	<b>Redemption Price</b> Fair market value at time of redempti	
<input checked="" type="checkbox"/> Protection of assets for redemption		
<b>Retractable</b> Yes	<b>Retraction Price</b> Redemption price	
<b>Convertible</b> Yes	<b>Into what Class?</b> Plain Vanilla Common	<b>Conversion Rate</b> (Number of New Shares for Each Old Share) 3,500.00
<b>Conversion Deadline</b> (Optional) 1 Sep 2016		
<input checked="" type="checkbox"/> Preemptive Right	<input checked="" type="checkbox"/> Purchase Rights	<b>Separate class vote for</b> <input type="checkbox"/> Change of Name <input type="checkbox"/> Number of Directors <input type="checkbox"/> Registered Office <input type="checkbox"/> Other
Pre-emptive right applies to holders of: This class only		
<b>Legend for Share Certificates</b>	<b>Notes</b>	
<input type="text"/>	<input type="text"/>	
<input type="button" value="Prepare Share Provisions - Paper (for all classes To Be Documented)"/>	<input type="button" value="Prepare Share Provisions - Electronic (for all classes To Be Documented)"/>	
<input type="button" value="Add another share class"/>		
First      Previous    Next      Last    Finish		

6. Open the "Document Preview" tab to check out your handiwork...

File Edit View Navigate Tools Help

Favourite Share Classes.anx

Interview Document Preview Question Summary Answer Summary Variable Sheet

The Corporation is authorized to issue:

- (a) an unlimited number of shares of a class designated as **Plain Vanilla Common** shares and
- (b) an unlimited number of shares of a class designated as **Ridiculously Special** shares.

**GENERAL PROVISIONS**

2. General Definitions

When used herein:

"Adjustable Redeemable Shares" means the **Ridiculously Special** shares.

"Redeemable Shares" means the **Ridiculously Special** shares.

"Redemption Amount" means with respect to any Redeemable Share, at any time, an amount per share equal to the Redemption Price for such Redeemable Share plus all declared and unpaid dividends thereon, if any, at such time.

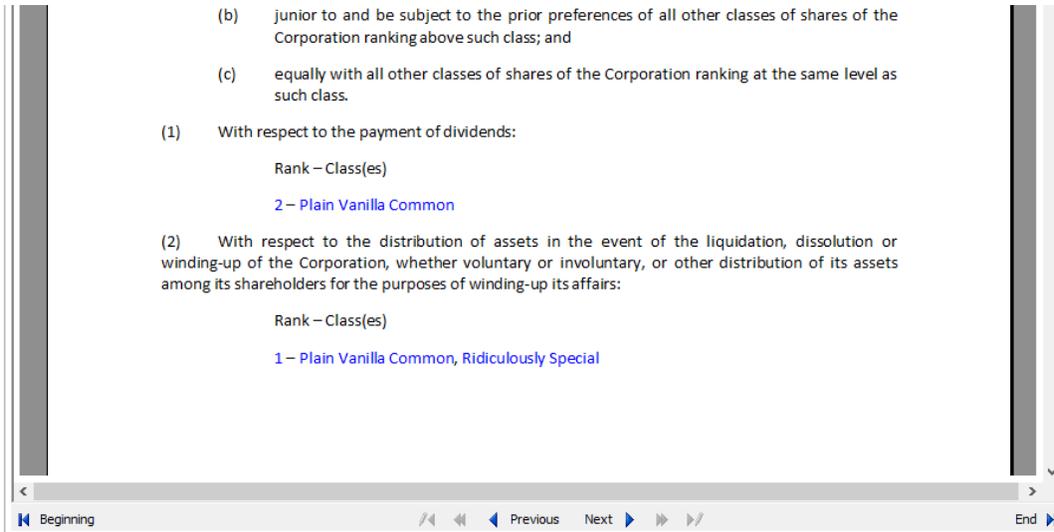
"Redemption Price" has the meaning hereinafter ascribed thereto in respect of each particular class of Redeemable Shares.

"Retractable Shares" means the **Ridiculously Special** shares.

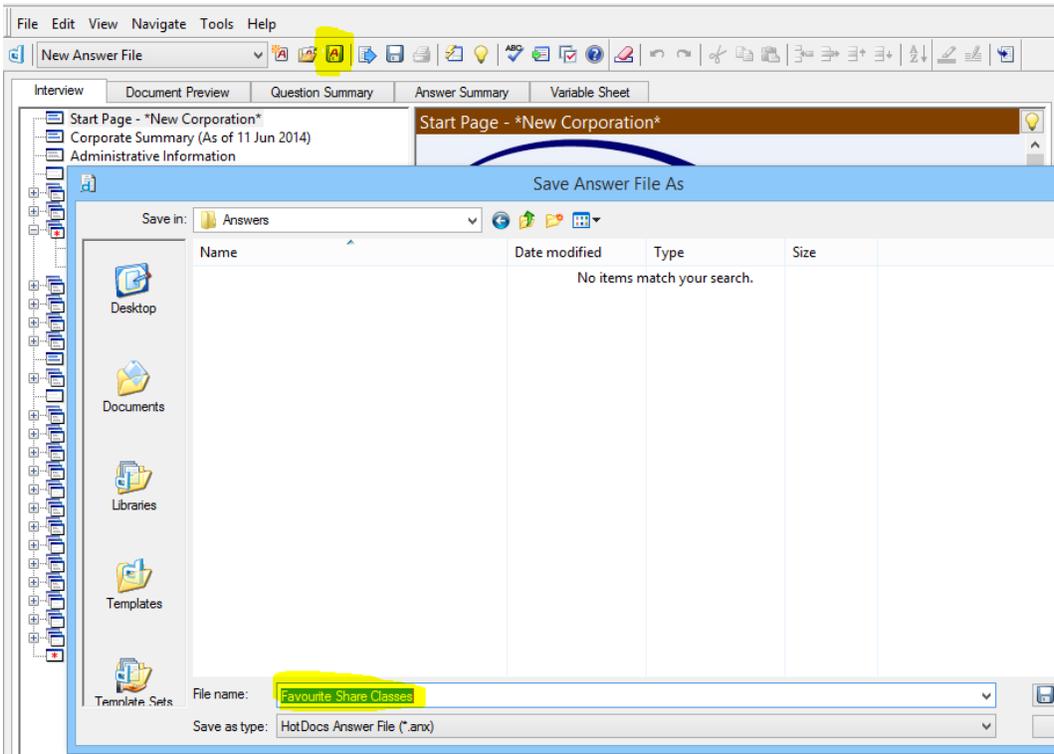
3. Seniority

Each class of shares in the capital of the Corporation shall rank, with respect to the matters and as set forth in the lists below, such that any particular class shall rank:

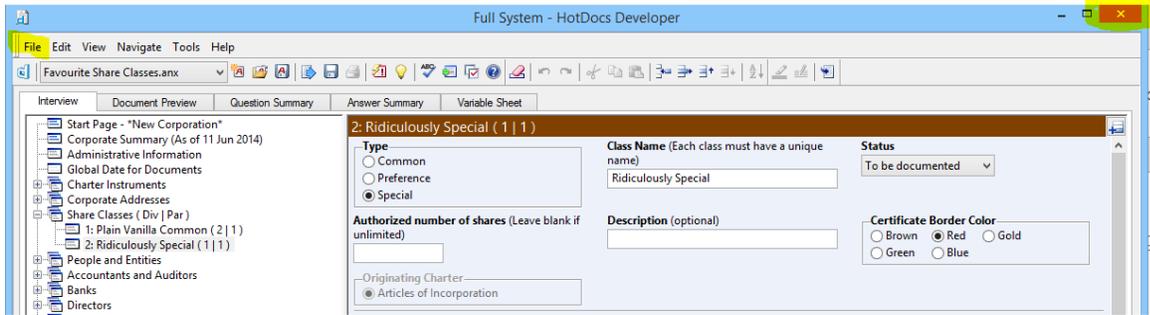
- (a) senior to and be entitled to preference over all other classes of shares of the Corporation ranking below such class;



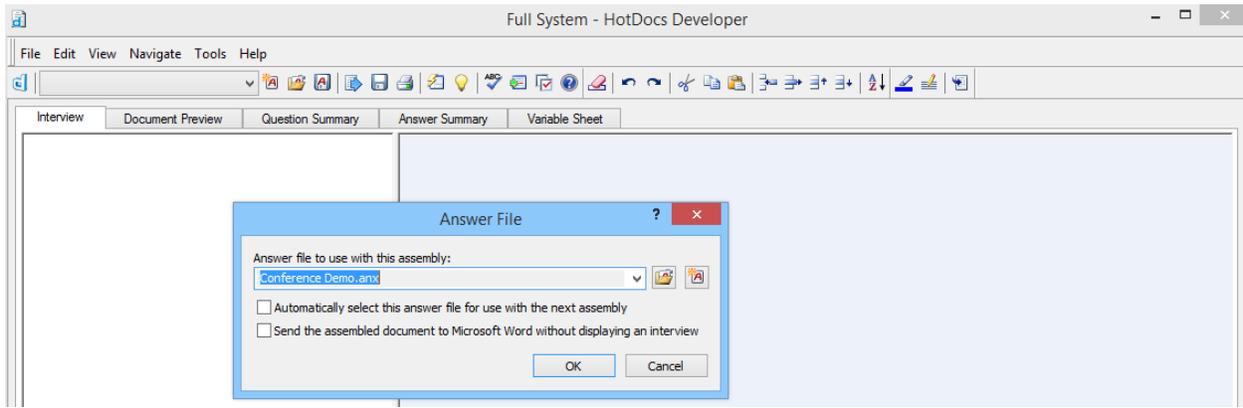
7. Save your answer file – click the “Save Answers” button on the Command Bar, give it a great name and click “OK”.



- Close the answer file – either click the X in the top right corner, or select File → Close.



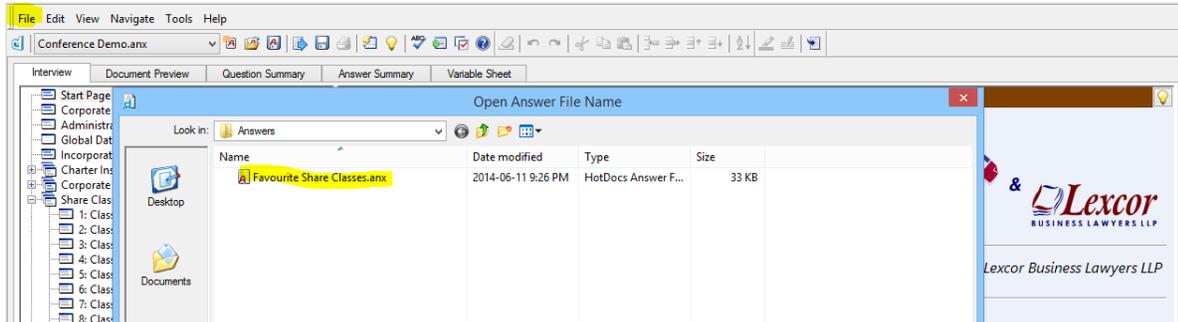
- Open the answer file for the corporation you would like to work on.



- Expand the "Share Classes" interview



11. From the File menu, select "Overlay Answers" and then select the answer file which contains the data that you wish to re-use – in this case "Favourite Share Classes".



12. Double-click and the Favourite Share Classes instantly replace the share classes which previously existed.

