

CONTRACT OF ADHESION FOR BROKERAGE SERVICES

1.SUBSCRIPTION

Broker's identity : _____

Identity of bulk trucking enterprise : _____

_____ (hereinafter called "the Operator")

(1) I, the undersigned _____, declare the following :

(a) I am the Operator : YES ____ NO____ or I see to the Operator's subscription in my capacity as _____;

(b) the Operator has its principal establishment at _____;

c) the Operator is registered in the bulk trucking register of the Commission des transports du Québec under registration number _____;

(d) the Operator if the Operator is a legal person, declares being related within the meaning of the Taxation Act (chapter I-3) to the following legal persons that are subscribed with the broker and that operate a bulk trucking enterprise or a contractor's licence issued by the Régie du bâtiment:

(e) *(revoked)*;

(f) I am subscribing the Operator for the brokerage services provided by the broker, including, where applicable, those offered with the authorization of the Commission des transports du Québec in contracts other than government contracts, for the duration of the brokerage permit and I register the following vehicles :

(1) _____

(2) _____

(3) _____

Make, model,

Registration

The operator also undertakes to inform the broker of any change of vehicles by a writing that will be attached to this contract;

(g) the Operator is aware of and agrees to the method of operation provided for in the Transport Act (chapter T-12) and to the Regulation respecting the brokerage of bulk trucking services (chapter T-12, r. 4), as well as to the mechanisms provided for in the broker's operating rules and disciplinary provisions;

(h) the Operator undertakes to pay all brokerage fees approved by the Commission des transports du Québec;

(i) the Operator undertakes, in accordance with the broker's operating rules, to refer to the brokerage service any request for service directly received from a broker's customer or from a person to whom the broker has submitted a written offer for the supply of the requested services;

(j) the Operator undertakes, in accordance with the broker's operating rules, to entrust the broker with all the part of a request for transportation that the Operator will obtain in the course of a performance or transport contract that the Operator cannot perform with the trucks it owns within the meaning of the Highway Safety Code (chapter C-24.2). Where the operator is a legal person, that obligation also applies to the legal persons that

are related to the Operator within the meaning of the Taxation Act and that are subscribed with the broker;

- (k) the Operator agrees that all taxes (GST, QST) collected by the broker be remitted by the broker to the Agence du revenu du Québec in accordance with the Agence's authorization. That clause applies only if there is an authorized agreement between the broker and the Agency;
- (l) the Operator undertakes to first solicit the services of the broker for any bulk transport in excess of its capacity in all contracts that it performs as a contractor. Where the Operator is a legal person, the Operator must also abide by this undertaking with respect to its related legal persons within the meaning of the Taxation Act and that are subscribed with the broker, specifically those referred to in subparagraph d;

1.1 TERM OF THE BROKERAGE CONTRACT

This contract comes into force on the date on which the last signature is affixed.

This contract ends on the expiry date of the brokerage permit currently in force or for which an application for the issue or renewal is or will be made to the Commission des transports du Québec in February or March of the year in which the contract is signed.

The Operator remains subscribed to brokerage services throughout the term of the brokerage permit unless

- (a) the Operator is removed by the permit holder as a disciplinary measure;
- (b) the Operator is removed from the bulk trucking register;
- (c) the Operator transfers the Operator's registration;
- (d) the Operator subscribes to another brokerage service in the same region following the transfer of the Operator's principal establishment;
- (e) the Operator subscribes to a brokerage service during the subscription period of the year in which the broker applies to the Commission des transports du Québec for the renewal of a brokerage permit or during the time where the application is heard;
- (f) the broker's permit has been valid for 3 years or more and the Operator has subscribed to another brokerage service between 1 January and 10 February of the year in which the legal person to which the Operator is newly subscribed applies to the Commission des transports du Québec for the issue of a brokerage permit.

The signing of the brokerage contract referred to in subparagraphs e and f of the third paragraph with a legal person that is not a brokerage permit holder at the time of the subscription terminates this brokerage contract only on the date of issue of a brokerage permit to that legal person.

Despite the foregoing, the Operator may cancel the brokerage contract within 120 days following the coming into force of a by-law for which the brokerage permit holder obtained the approval provided for in section 8 of the Transport Act and that provides that all the permit holder's by-laws in force concerning transport brokerage services under government contracts, and only those by-laws, also apply to contracts other than government contracts to which the permit holder is a party.

Broker	Operator
_____	_____
Signed at _____	Signed at _____
Date _____	Date _____

2.TRANSFER OF REGISTRATION

This Part must be completed when a subscriber transfers his registration in the bulk trucking register of the Commission des transports du Québec. The transferee must also complete this Part to have the registration transferred to him. The transferee must also undertake to become a subscriber to a brokerage agency in a zone of the region specified in the transferor's registration or to replace the transferor in the brokerage agency and, in that event, also accept, for the purposes of the distribution of working time, the allocation of all the working time accumulated in the transferor's name on the signing date of this document. Despite the foregoing, where the region provided for in the transferor's registration is Region 1, the transferee must, where the transferee undertakes to become a subscriber to a brokerage agency in a zone of that region, do so

- (a) in the Îles -de-la-Madeleine zone if the transferor is subscribed in that zone;
- (b) in a zone of Region 1, except in the Îles-de-la- Madeleine zone, if the transferor is not subscribed in the Îles-de-la-Madeleine zone.

Statement of parties to the transfer

Name of the transferor : _____

Address : _____

Registration No. in the register of the CTQ : _____

Name of transferee : _____

Adress : _____

Date of transfer : _____

The transferor declares the following : I am registered with the Commission des transports du Québec in the bulk trucking register; I am not the subject of a removal procedure; I am a subscriber to the brokerage body_____ and have paid the brokerage fees exigible up to the date of the transfer. The terms and conditions applicable to the transferor's subscription are the same at the time of the transfer as those provided for in this contract of adhesion. The transfer cancels the transferor's subscription to the brokerage body.

The transferee declares the following : I will apply to the Commission des transports du Québec for the transfer of the transferor's registration to my name within 30 days of the signing of this Part. I will also, within 30 days after the transfer has been made by the Commission, become a member of the following brokerage agency : _____. I am the owner of ____ vehicles of the type that may be registered with the brokerage agency. If applicable, I agree to replace the transferor in the brokerage agency according to the transferor's order of priority on the date of the transfer and accept the allocation of the working time accumulated by the transferor on that date as soon as I am entered on the distribution list.

The transfer takes effect on the condition that the transferee registers with the Commission des transports du Québec in the bulk trucking register and subscribes for the brokerage body _____.

Transferor _____ Transferee _____

Date : _____ Date : _____

A copy of this contract must be filed in the transferor's record. The record must be kept by the broker throughout the term of his or her permit. A copy of this contract must be provided to the Commission upon request.