

FORM FBOT—ATTACHMENT A-2a



Industry Canada

Industrie Canada

Certificate of Amendment

Canada Business Corporations Act

Certificat de modification

Loi canadienne sur les sociétés par actions

NATURAL GAS EXCHANGE INC.

422443-4

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the
above-named corporation were amended:

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

- a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;
- b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;
- c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;
- d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization;

- ☐ a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;
- ☐ b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
- ☒ c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
- ☐ d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;

Richard G. Shaw
Director - Directeur

April 29, 2009 / le 29 avril 2009

Date of Amendment - Date de modification



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Canada Business Loi canadienne sur les
Corporations Act sociétés par actions

ELECTRONIC TRANSACTION RAPPORT DE LA TRANSACTION
REPORT ÉLECTRONIQUE

ARTICLES OF AMENDMENT CLAUSES MODIFICATRICES
(SECTIONS 27 OR 177) (ARTICLES 27 OU 177)

Processing Type - Mode de traitement: E-Commerce/Commerce-É

1. Name of Corporation - Dénomination de la société NATURAL GAS EXCHANGE INC.	2. Corporation No. - N° de la société 422443-4
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3. The articles of the above-named corporation are amended as follows:
Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante:

The articles of Natural Gas Exchange Inc. (the "Corporation") are amended as follows:

1. by creating an unlimited number of shares of a class designated as preference shares;
2. by changing the authorized capital of the Corporation to provide that:
The classes and any maximum number of shares that the Corporation is authorized to issue shall be as follows:
 - (a) an unlimited number of shares of a class designated as preference shares (the "Preference Shares");
 - and
 - (b) an unlimited number of shares of a class designated as common shares (the "Common Shares").
3. by providing that the rights, privileges, restrictions and conditions attaching to the Preference Shares shall be as follows:

1 PREFERENCE SHARES

1.1 Voting Rights

The holders of the Preference Shares shall not be entitled as such (except as provided by applicable law) to receive notice of and to attend at any meeting of the shareholders of the Corporation and shall not be entitled to vote at such meetings.

1.2 Dividends

The holders of the Preference Shares, in priority to the holders of the Common Shares, shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of the moneys of the Corporation properly applicable to the payment of dividends, non-cumulative monthly cash dividends in an amount as is determined by the board of directors provided, however, that such amount shall not exceed an amount per month for each Preference Share equal to the product obtained by multiplying the Preference Redemption Amount (as hereinafter defined) by 1/4 of 1%. Such dividends shall be calculated in respect of each day during the month that such Preference Shares were outstanding and shall be payable within 10 days of the end of each such month in lawful money of Canada to the holders of record on the last day that such Preference Shares were outstanding in such month. If within 10 days after any month, the board of directors in its discretion has not declared any dividend or any part thereof on the Preference Shares in respect of the immediately preceding month, then the rights of the holders of such Preference Shares to such dividends or any part thereof for such month shall be forever extinguished. The holders of the Preference Shares shall not be entitled to any dividends other than or in excess of the non-cumulative dividends hereinbefore provided for.

1.3 Redemption

- (a) Subject to applicable law, the Corporation may upon giving notice as hereinafter provided redeem the

whole or any part of the then outstanding Preference Shares on payment for each Preference Share to be redeemed of an amount (the "Preference Redemption Price" or the "Redemption Price") equal to the sum of:

- (i) the Preference Redemption Amount (as hereinafter defined); plus
- (ii) any dividends declared on such Preference Share remaining unpaid; less
- (iii) any amount paid to a holder of such Preference Share as a result of a reduction of the stated capital account of the Preference Shares.

For the purposes of these articles, the Preference Redemption Amount of each Preference Share shall be equal to the fair market value of the consideration for which such Preference Share was issued (the "Preference Fair Market Value") immediately prior to the issuance of such Preference Share (the "Effective Date"). The initial determination of the Preference Fair Market Value (or the methodology for such determination) shall be determined by the board of directors upon the issuance of the Preference Shares.

(b) If less than all the Preference Shares are at any time to be redeemed, the shares shall be redeemed on a pro rata basis, disregarding fractions, according to the number of Preference Shares held by each of the holders of Preference Shares. If a part only of the Preference Shares represented by any certificate is to be redeemed, a new certificate representing the balance of such shares shall be issued to the holder thereof at the expense of the Corporation upon presentation and surrender of the first mentioned certificate.

(c) In any case of redemption of the Preference Shares pursuant to this section, the Corporation shall, not more than 60 days and not less than 30 days before the date specified for redemption, send by prepaid first class mail or deliver to each person who at a date not more than 7 days prior to the date of mailing or delivery is a holder of the Preference Shares to be redeemed, a notice in writing of the intention of the Corporation to redeem the Preference Shares registered in the name of such holder. Accidental failure or omission to give such notice to one or more holders shall not affect the validity of such redemption, but upon such failure or omission being discovered notice shall be given forthwith to such holder or holders and such notice shall have the same force and effect as if given in due time. Such notice given pursuant to this section shall set out the number of Preference Shares which are to be redeemed, the number of Preference Shares held by the person to whom it is addressed, the Preference Redemption Price, the date specified for redemption and the office or offices of the Corporation and any other place or places within Canada at which holders of the Preference Shares may present and surrender certificates representing such shares for redemption. The Corporation shall pay or cause to be paid to or to the order of the holders of the Preference Shares to be redeemed, the Aggregate Preference Redemption Price (as hereinafter defined) of such shares on presentation and surrender, on or after the date so specified for redemption, at the office of the Corporation designated in the aforesaid notice of redemption and at any other place or places within Canada specified in such notice of redemption, of the certificate or certificates representing the Preference Shares called for redemption.

(d) Such notice required to be given in this section may be waived by any registered holder of Preference Shares to be redeemed by signifying his consent to such waiver and executing a waiver in favour of the Corporation relieving the Corporation from the obligation of giving notice to such registered holder.

(e) Payment in respect of the Preference Shares being redeemed shall be made by cheque in an amount equal to the product obtained by multiplying the Preference Redemption Price by the number of such Preference Shares (the "Aggregate Preference Redemption Price") payable to the holder thereof at par at any branch in Canada of any Canadian chartered bank or if the holder concurs in writing at the time of such redemption by the issuance of a demand non-interest bearing promissory note evidencing indebtedness equal to the Aggregate Preference Redemption Price. Such cheque or promissory note shall satisfy and discharge all liability of the Corporation for the Aggregate Preference Redemption Price, to the extent of the amount represented thereby, unless such cheque or promissory note is not paid on due presentation. From and after the date specified for redemption in any such notice of redemption, the Preference Shares called for redemption shall cease to be entitled to dividends or any other participation in the assets of the Corporation in respect of the period following such date and the holders thereof shall not be entitled to exercise any of their other rights as shareholders in respect thereof unless payment of the Aggregate Preference Redemption Price shall not be made upon presentation and surrender of the certificates in accordance with the foregoing provisions, in which case the rights of the holders shall remain unaffected. The Corporation shall have the right, at any time after the mailing or delivery of notice of its intention to redeem Preference Shares, to deposit the Aggregate Preference Redemption Price of the Preference Shares so called for redemption, or of such of the Preference Shares which are represented by certificates which have not at the date of such deposit been surrendered by the holders thereof in connection with such redemption, to a special account maintained by the Corporation with a

branch of a Canadian chartered bank designated by the Corporation in the notice of redemption (the "Trustee") to be paid without interest to or to the order of the respective holders of Preference Shares whose shares have been called for redemption, upon presentation and surrender to the Trustee of the certificates representing such shares. Upon such deposit being made or upon the date specified for redemption in such notice, whichever is later, the Preference Shares in respect of which such deposit shall have been made shall be deemed to have been redeemed and the rights of the holders thereof shall be limited to receiving their proportion of the amount so deposited without interest, upon presentation and surrender to the Trustee of the certificate or certificates representing the Preference Shares being redeemed. Any interest allowed on any such deposit shall belong to the Corporation. Notwithstanding the foregoing, the Aggregate Preference Redemption Price, to the extent that it is represented by a cheque which has not been presented for payment or moneys on deposit with the Trustee which have not been claimed by the sixth anniversary of the relevant redemption date, shall, subject to applicable legislation, be forfeited to the Corporation.

1.4 Retraction

(a) Subject to the provisions of the Canada Business Corporations Act, any holder of Preference Shares shall be entitled, at its option and upon giving notice as hereinafter provided, to require the Corporation to redeem at any time the whole or, from time to time, a part of the then outstanding Preference Shares registered in its name upon payment of the Redemption Price for each share to be redeemed.

(b) The right provided for in clause (i) above may be exercised by a holder of Preference Shares by notice in writing to be received by the Corporation at its head office at least two days before the date for redemption specified in the notice unless the Corporation has waived the right to receive such advance notice in writing, accompanied by the certificates representing the Preference Shares registered in the name of such holder and such notice shall be signed by the person registered on the records of the Corporation as the holder of the Preference Shares in respect of which such right is being exercised or by its duly authorized attorney. The receipt of such notice (if any) and share certificates by the Corporation shall constitute the holder's irrevocable election to exercise its right in respect of that number of Preference Shares specified in such notice; provided that if the Corporation fails to redeem on the date specified for redemption all of the shares of such holder in respect of which the election was made, the holder thereof may withdraw all but not less than all of the shares so deposited and not redeemed. On or after the date specified for redemption, the Corporation shall issue a cheque payable in accordance with the provisions hereof to the registered holder of the Preference Shares represented by the certificates accompanying such notice and the certificates shall thereupon be cancelled and the shares represented thereby shall thereupon be and shall be deemed to be redeemed.

1.5 Liquidation, Dissolution, Winding Up, etc.

In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of the assets of the Corporation among its shareholders for the purpose of winding up its affairs, each holder of the Preference Shares shall, in priority to the rights of the holders of the Common Shares, be entitled to receive from the assets and property of the Corporation a sum equal to the amount determined when the Preference Redemption Price is multiplied by the aggregate number of Preference Shares held by such holder; provided, however, if the aggregate amount available for distribution to the holders of the Preference Shares is less than the amount otherwise payable to them as set forth in these articles, then such holders of Preference Shares shall be entitled to receive that proportion of the amount so available for distribution. After payment to the holders of the Preference Shares of the amounts so payable to them as provided above, they shall not be entitled to share in any further distribution of the assets of the Corporation. Any reference herein to the aggregate Redemption Price or Prices of a class of shares means the product obtained when the Redemption Price of such class of shares is multiplied by the number of shares outstanding of such class.

1.6 Price Adjustment

If at any time any taxing authority having jurisdiction makes or proposes to make any assessment or reassessment determining, directly or indirectly, that the Preference Redemption Amount does not accurately reflect the Preference Fair Market Value on the Effective Date then, in such event, the Preference Redemption Amount shall be increased or decreased by an amount equal to the difference between the Preference Fair Market Value and the Preference Redemption Amount as finally determined as of the Effective Date. Such adjustments shall be made by increasing or decreasing, as the case may be, the number of the Preference Shares issued or by adjusting the Preference Redemption Amount of the Preference Shares. Any such adjustments shall be made with retroactive effect as of the Effective Date. In the event that any such adjustment in the number of the Preference Shares issued or in the Preference Redemption Amount of such Preference Shares

impacts the amount that would have otherwise been paid or payable to the holder of the Preference Shares by way of redemption or dividends had the adjusted number of Preference Shares or the Preference Redemption Amount thereof otherwise been applicable from the date of issue of such shares, the amount paid or payable to the holder of the Preference Shares by way of redemption or dividends shall be adjusted accordingly by being increased (in which case the Corporation shall pay additional amounts to the holder of the Preference Shares) or decreased (in which case the holder of the Preference Share shall repay amounts received from the Corporation in respect of the Preference Shares) so as to equal the amounts that would have been paid or payable had the adjusted number of Preference Shares or the Preference Redemption Amount thereof been used in calculating such redemption and dividend payments. Any determination shall be deemed to be final if it is pursuant to an assessment or reassessment by a taxing authority having jurisdiction and no appeal is taken therefrom, if agreement is reached between the Corporation, the holder of the Preference Shares and such taxing authority regarding such actual or proposed assessment or reassessment or if determined by a judgment of a court of competent jurisdiction, which judgment is not appealed from.

Date	Name - Nom	Signature	Capacity of - en qualité
2009-04-29	SHARON C. PEL		DIRECTOR

Page 4 of 4

Canada



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**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

NATURAL GAS EXCHANGE INC.

422443-4

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director - Directeur

March 1, 2004 / le 1 mars 2004

Date of Amalgamation - Date de fusion

Canada



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Canada Business
Corporations ActLoi canadienne sur les
Sociétés par actionsFORM 9
ARTICLES OF AMALGAMATION
(SECTION 185)FORMULE 9
STATUTS DE FUSION
(ARTICLE 185)

1 - Name of the Amalgamated Corporation

Dénomination sociale de la société issue de la fusion

NATURAL GAS EXCHANGE INC.

2 - The province or territory in Canada where the registered office is
to be situated

La province ou le territoire au Canada où se situera le siège social

Ontario

3 - The classes and any maximum number of shares that the
corporation is authorized to issueCatégories et tout nombre maximal d'actions que la société est
autorisée à émettre

One class of shares, to be designated as "Common Shares", in an unlimited number.

4 - Restrictions, if any, on share transfers

Restrictions sur le transfert des actions, s'il y a lieu

The right to transfer shares of the Corporation is restricted in that no shareholder shall be entitled to transfer any share or shares in the capital of the Corporation to any person who is not a shareholder of the Corporation unless the transfer has been approved by the directors of the Corporation.

5 - Number (or minimum and maximum number) of directors

Nombre (ou nombre minimal et maximal) d'administrateurs

Not less than 1 director and not more than 15 directors.

6 - Restrictions, if any, on business the corporation may carry on

Limites imposées à l'activité commerciale de la société, s'il y a lieu

None.

7 - Other provisions, if any

Autres dispositions, s'il y a lieu

The attached Schedule of Other Provisions is incorporated into and forms part of this form.

8 - The amalgamation has been approved pursuant to that section or
subsection of the Act which is indicated as follows:La fusion a été approuvée en accord avec l'article ou le paragraphe de
la Loi indiqué ci-après.

- ☐ 183
☒ 184(1)
☐ 184(2)

9 - Name of the amalgamating corporations Dénomination sociale des sociétés fusionnantes	Corporation No. N° de la société	Signature	Date	Title Titre
Natural Gas Exchange Inc.	619409-5		March 1, 2004	Director
NGX Canada Inc.	283245-3		March 1, 2004	Director
6182224 Canada Inc.	618222-4		March 1, 2004	Director

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Filed - Déposée

Corporation No.
N° de la société
IC 3190 (2001/11)

422443-4

MAR 02 2004

Canada

SCHEDULE OF OTHER PROVISIONS

1. The number of shareholders of the Corporation, exclusive of persons who are in its employment or that of an affiliate and are shareholders of the Corporation and exclusive of persons who, having been formerly in the employment of the Corporation or that of an affiliate, were, while in that employment, shareholders of the Corporation, and have continued to be shareholders of the Corporation after termination of that employment, is limited to not more than fifty persons, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.
2. Any invitation to the public to subscribe for securities of the Corporation is prohibited.
3. The Corporation has a lien on the shares of a shareholder or his legal representative for a debt of that shareholder to the Corporation.

BY-LAW NO. 1
of
NATURAL GAS EXCHANGE INC.
(the "Corporation")

1. INTERPRETATION

1.1 Expressions used in this By-law shall have the same meanings as corresponding expressions in the *Canada Business Corporations Act* (the "Act").

2. CORPORATE SEAL

2.1 Until changed by the directors, the corporate seal of the Corporation shall be in the form impressed in the margin hereof.

3. FINANCIAL YEAR

3.1 Until changed by the directors, the financial year of the Corporation shall end on the last day of December 31 in each year.

4. DIRECTORS

4.1 Number. The number of directors shall be not fewer than the minimum and not more than the maximum provided in the articles. At each election of directors the number elected shall be the number of directors then in office unless the directors or the shareholders otherwise determine.

4.2 Quorum. A quorum of directors shall be a majority of directors or, such greater or lesser number as the directors or shareholders may from time to time determine.

4.3 Calling of Meetings. Meetings of the directors shall be held at such time and place as the Chair of the Board, the President or any two directors may determine.

4.4 Notice of Meetings. Notice of the time and place of each meeting of directors shall be given to each director by telephone not less than 48 hours before the time of the meeting or by written notice not less than four days before the date of the meeting, provided that the first meeting immediately following a meeting of shareholders at which directors are elected may be held without notice if a quorum is present. Meetings may be held without notice if the directors waive or are deemed to waive notice.

4.5 Meeting by Telephonic or Electronic Facility. If all the directors of the Corporation consent, a meeting of directors or of a committee of directors may be held by means of a telephonic, electronic or other communication facility that permits all persons participating in the meeting to communicate adequately with each other, and a director participating in a meeting by such means is deemed to be present at that meeting.

4.6 Chair. The Chair of the Board, or in the Chair's absence the President if a director, or in the President's absence a director chosen by the directors at the meeting, shall be chair of any meeting of directors.

4.7 Voting at Meetings. At meetings of directors each director shall have one vote and questions shall be decided by a majority of votes. In case of an equality of votes the chair of the meeting shall have a second or casting vote.

5. OFFICERS

5.1 General. The directors may from time to time appoint a Chair of the Board, a President, one or more Vice-Presidents, a Secretary, a Treasurer and such other officers as the directors may determine.

5.2 Chair of the Board. The Chair of the Board, if any, shall be appointed from among the directors and when present shall be chair of meetings of directors and shareholders and shall have such other powers and duties as the directors may determine.

5.3 President. Unless the directors otherwise determine the President shall be appointed from among the directors and shall be the chief executive officer of the Corporation and shall have general supervision of its business and affairs and in the absence of a Chair of the Board shall be chair of meetings of directors and shareholders when present.

5.4 Vice-President. A Vice-President shall have such powers and duties as the directors or the chief executive officer may determine.

5.5 Secretary. The Secretary shall give required notices to shareholders, directors, auditors and members of committees, act as secretary of meetings of directors and shareholders when present, keep and enter minutes of such meetings, maintain the corporate records of the Corporation, have custody of the corporate seal and shall have such other powers and duties as the directors or the chief executive officer may determine.

5.6 Treasurer. The Treasurer shall keep proper accounting records in accordance with the Act, have supervision over the safekeeping of securities and the deposit and disbursement of funds of the Corporation, report as required on the financial position of the Corporation, and have such other powers and duties as the directors or the chief executive officer may determine.

5.7 Assistants. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant unless the directors or the chief executive officer otherwise direct.

5.8 Variation of Duties. The directors may, from time to time, vary, add to or limit the powers and duties of any officer.

5.9 Term of Office. Each officer shall hold office until the officer's successor is elected or appointed, provided that the directors may at any time remove any officer from office but such removal shall not affect the rights of such officer under any contract of employment with the Corporation.

6. INDEMNIFICATION AND INSURANCE

6.1 Indemnification of Directors and Officers. The Corporation shall indemnify a director or officer, a former director or officer or a person who acts or acted at the Corporation's request as a director or officer, or in a similar capacity of another entity, and the heirs and legal representatives of such a person to the extent permitted by the Act.

6.2 Insurance. The Corporation may purchase and maintain insurance for the benefit of any person referred to in the preceding section to the extent permitted by the Act.

7. SHAREHOLDERS

7.1 Quorum. A quorum for the transaction of business at a meeting of shareholders shall be two persons present and each entitled to vote at the meeting.

7.2 Casting Vote. In case of an equality of votes at a meeting of shareholders the Chair of the meeting shall have a second or casting vote.

7.3 Scrutineers. The Chair at any meeting of shareholders may appoint one or more persons (who need not be shareholders) to act as scrutineer or scrutineers at the meeting.

7.4 Electronic Meetings and Voting. If the directors call a meeting of shareholders, they may determine that the meeting of shareholders shall be held entirely by means of a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, and any vote at that meeting of shareholders shall be held entirely by means of that communication facility. A meeting of shareholders may also be held at which some, but not all, persons entitled to attend may participate and vote by means of such a communication facility, if the Corporation makes one available. A person participating in a meeting by such means is deemed to be present at the meeting. Any vote at a meeting of shareholders may be also held entirely by means of a telephonic, electronic or other communication facility, if the Corporation makes one available, even if none of the persons entitled to attend otherwise participates in the meeting by means of a communication facility. For the purpose of voting, a communication facility that is made available by the Corporation must enable the votes to be gathered in a manner that permits their subsequent verification and permits the tallied votes to be presented to the Corporation without it being possible for the Corporation to identify how each shareholder or group of shareholders voted.

8. DIVIDENDS AND RIGHTS

8.1 Declaration of Dividends. Subject to the Act, the directors may from time to time declare dividends payable to the shareholders according to their respective rights and interest in the Corporation.

8.2 Cheques. A dividend payable in money shall be paid by cheque to the order of each registered holder of shares of the class or series in respect of which it has been declared and mailed by prepaid ordinary mail to such registered holder at the address of such holder in the Corporation's securities register, unless such holder otherwise directs. In the case of joint holders the cheque shall, unless such joint holders otherwise direct, be made payable to the order of all of such joint holders and mailed to them at their address in the Corporation's securities register. The mailing of such cheque as aforesaid, unless the same is not paid on due presentation, shall satisfy and discharge the liability for the dividend to the extent of the sum represented thereby plus the amount of any tax which the Corporation is required to and does withhold.

8.3 Non-Receipt of Cheques. In the event of non-receipt of any dividend cheque by the person to whom it is sent as aforesaid, the Corporation shall issue to such person a replacement cheque for a like amount on such terms as to indemnity, reimbursement of expenses and evidence of non-receipt and of title as the directors may from time to time prescribe, whether generally or in any particular case.

8.4 Unclaimed Dividends. Any dividend unclaimed after a period of six years from the date on which the same has been declared to be payable shall be forfeited and shall revert to the Corporation.

9. EXECUTION OF INSTRUMENTS

9.1 Deeds, transfers, assignments, agreements, proxies and other instruments may be signed on behalf of the Corporation by any two directors or by a director and an officer or by one of the Chair of the Board, the President and a Vice-President together with one of the Secretary and the Treasurer or in such other manner as the directors may determine; except that insider trading reports may be signed on behalf of the Corporation by any one director or officer of the Corporation.

10. NOTICE

10.1 A notice mailed to a shareholder, director, auditor or member of a committee shall be deemed to have been received at the time it would be delivered in the ordinary course of mail unless there are reasonable grounds for believing that the shareholder or director did not receive the notice or the document at that time or at all.

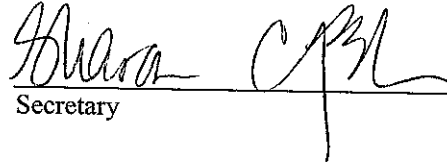
10.2 Electronic Delivery. Provided the addressee has consented in writing or electronically in accordance with the Act and the regulations thereunder, the Corporation may satisfy the requirement to send any notice or document referred to in section 10.1 by creating and providing an electronic document in compliance with the Act and the regulations under the Act. An electronic document is deemed to have been received when it enters the information system designated by the addressee or, if the document is posted on or made available through a generally accessible electronic source, when the addressee receives notice in writing of the availability and location of that electronic document, or, if such notice is sent electronically, when it enters the information system designated by the addressee.

10.3 Accidental omission to give any notice to any shareholder, director, auditor or member of a committee or non-receipt of any notice or any error in a notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice.

ENACTED the 1 day of March, 2004

A stylized handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke.

President

A handwritten signature in black ink, appearing to read "Hara" followed by a large, stylized "CP" or similar letters.

Secretary