



The Corporations Act /  
Loi sur les corporations  
ARTICLES OF AMENDMENT /  
CLAUSES MODIFICATRICES



The Corporations Act /  
Loi sur les corporations

Corporation No. 4451351  
N<sup>o</sup> de la corporation

**CERTIFICATE / CERTIFICAT**  
**ARTICLES EFFECTIVE /**  
**LES STATUTS PRENNENT EFFET LE**

12 JUN JUIN 2002

*[Signature]*  
DIRECTOR, CORPORATIONS BRANCH /  
DIRECTEUR, DIRECTION DES CORPORATIONS

1—Name of Corporation / Dénomination sociale Winnipeg Commodity Exchange Inc. / Bourse de Commerce de Winnipeg Inc.	2—Corporation Number / N <sup>o</sup> de la corporation 4451351
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3— a) The amendment to the articles has been authorized by: / La modification apportée aux statuts a été autorisée par résolution :

- |              |                                     |                 |
|--------------|-------------------------------------|-----------------|
| directors    | <input type="checkbox"/>            | administrateurs |
| shareholders | <input checked="" type="checkbox"/> | actionnaires    |
| members      | <input type="checkbox"/>            | membres         |

b) pursuant to Section 167 (1)  
conformément à l'article

c) and the articles are amended as follows: / et les statuts de la corporation sont modifiés de la façon suivante :

Section 3 of the Articles has been amended to change the maximum  
number of directors to thirteen (13)

by special resolution of shareholders at a meeting held on June 11, 2002.

Date: / Date : June 12, 2002	Signature: / Signature : <i>Carol Klopfko</i>	Description of Office: / Description du poste : Corporate Secretary
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Instructions: Specify the relevant subsection pursuant to which the amendment is authorized, and the changes which are being made. Specify whether amendment authorized by directors, shareholders or members. The resolution authorizing the amendment is not required to be attached hereto.  
Directives: Énoncer chacune des modifications apportées aux statuts, en mentionnant la disposition de la loi qui l'autorise. Indiquer également s'il s'agit d'une modification adoptée par résolution des administrateurs ou par résolution des actionnaires ou membres. Il n'est pas nécessaire de fournir une copie de cette résolution.

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6-The rights, privileges, restrictions and conditions attaching to the shares, if any  
Droits, privilèges, restrictions et conditions dont les actions sont assorties, s'il y a lieu

NONE

7-Restrictions, if any, on share transfers/Restrictions au transfer des actions, s'il y a lieu

No share of the Corporation shall be transferred without the consent of the majority of the Directors of the Corporation, such consent to be expressed by a resolution passed by the Board of Directors or by an instrument in writing signed by all of the Directors.

8-Restrictions, if any, on business the corporation may carry on /  
Limites imposées quant à l'entreprise que la corporation peut exercer, s'il y a lieu

Not applicable.

9-Other provisions, if any/Autres dispositions, s'il y a lieu

None.

10-I have satisfied myself that, the proposed name of the corporation is not the same as or similar to the name of any known body corporate, association, partnership, individual or business so as to be likely to confuse or mislead.  
Je me suis assuré que la dénomination sociale projetée n'est ni identique ni semblable à la dénomination d'une personne morale, d'une association, d'une société ou d'une entreprise connue ou au nom d'un particulier connu et qu'elle ne saurait prêter à confusion ni induire en erreur.

11-Incorporators/Fondateurs

Name in full/ Nom complet	Address in full (include postal code)/ Adresse complète (inclure le code postal)	Signature/ Signature
SEE ATTACHED SCHEDULE II		

Note: If any First Director named in paragraph 4 is not an Incorporator, a Form 3 "Consent to Act as a First Director" must be attached. State the full civic address in paragraphs 2, 4 and 11 - a P.O. box number alone is not acceptable.  
Remarque: Si l'un des premiers administrateurs nommés à la rubrique 4 n'est pas un fondateur, joindre la formule 3 intitulée "Consentement à agir en qualité de premier administrateur". Indiquer l'adresse complète dans les rubriques 2, 4 et 11; un numéro de case postale seul n'est pas suffisant.



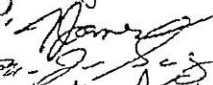
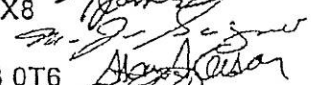




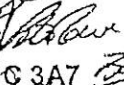
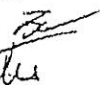
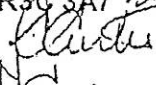
SCHEDULE I  
TO THE ATTACHED ARTICLES OF INCORPORATION OF  
WINNIPEG COMMODITY EXCHANGE INC./  
BOURSE DE COMMERCE DE WINNIPEG INC.

4. First Directors continued:

Name in full	Address in full
Peter Lloyd	1200 – 201 Portage Avenue, Winnipeg, MB, R3B 3K6
Rob Dzisiak	310 – 360 Main Street, Winnipeg, MB, R3C 3Z3
Terry James	2700 One Lombard Place, Winnipeg, MB, R3C 0X8
Mike Gagné	400 – 360 Main Street, Winnipeg, MB, R3C 3Z4
Stan Casar	515 – 167 Lombard Avenue, Winnipeg, MB, R3B 0T6
Lorne DeJaeger	500 One Lombard Place, Winnipeg, MB, R3C 2P3
Brian Flaherty	325 – 360 Main Street, Winnipeg, MB, R3C 3Z3
Andrew Gallie	370 – 360 Main Street, Winnipeg, MB, R3C 3Z3
Peter Rowe	300 – 240 Graham Avenue, Winnipeg, MB, R3C 4C5
Brad Vannan	26 <sup>th</sup> Floor – 201 Portage Avenue, Winnipeg, MB, R3C 3A7
Charles Curtis	596 South Park Drive, Winnipeg, MB, R3P 0B1
Leo Meyer	RR #1, Woking, Alberta, T0H 3V0

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