

141600



Ministry of
Consumer and
Commercial
Relations
Ontario

CERTIFICATE

THIS IS TO CERTIFY THAT THESE
ARTICLES ARE EFFECTIVE ON

MAY 13, 1983

CONTROLLER OF RECORDS
CORPORATION SERVICES BRANCH

Trans
Code
C
11

ARTICLES OF AMENDMENT

FORM 4
BUSINESS
CORPORATIONS
ACT

SL

1. THE NAME OF THE CORPORATION IS

SEEMAR MINES LIMITED

2. DATE OF INCORPORATION ~~APRIL 15, 1965~~

2 July 1965

(DAY, MONTH AND YEAR)

3. THE FOLLOWING IS A CERTIFIED COPY OF THE RESOLUTION AMENDING THE ARTICLES OF THE CORPORATION

"WHEREAS Seemar Mines Limited (the "Corporation") was incorporated by letters patent dated July 2, 1965;

AND WHEREAS the authorized capital of the Corporation consists of five million (5,000,000) common shares with par value of one dollar (\$1.00) each of which two million, sixty thousand and five (2,060,005) of the said common shares have been issued and are now outstanding and the Corporation has received Three Hundred and Twenty Thousand, Five Hundred and Five Dollars (\$320,505.00) as the aggregate consideration for the issue of the said two million, sixty thousand and five (2,060,005) common shares;

AND WHEREAS the Directors of the Corporation adopted a resolution as at the 15th day of April, 1983 altering the Articles of the Corporation as provided hereinafter, which Directors' resolution is subject to the approval of the shareholders of the Corporation by special resolution;

AND WHEREAS it is considered necessary and expedient in the interest of the Corporation to amend its articles as hereinafter provided;

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

- A. The Articles of Incorporation of the Corporation be amended by:
- (a) changing all the shares, both issued and unissued, of the Corporation into shares without par value;
 - (b) increasing the authorized capital of the Corporation after giving effect to the foregoing, by the creation of an additional Five Million (5,000,000) common shares without par value ranking in all respects on parity with the Five Million (5,000,000) common shares without par value heretofore authorized;
 - (c) decreasing the issued capital of the Corporation from Two Million, Sixty Thousand and Five Dollars (\$2,060,005.00) to Three Hundred and Twenty Thousand Five Hundred and Five Dollars (\$320,505.00);
 - (d) declaring that the authorized capital of the Corporation consists of Ten Million (10,000,000) common shares without par value and declaring that the issued capital of the Corporation, after giving effect to the foregoing consists of Three Hundred Twenty Thousand, Five Hundred and Five Dollars (\$320,505.00); and
- B. Any two officers or a director and any officer of the Corporation be and they are hereby authorized and directed on behalf of the Corporation to deliver articles of amendment in duplicate to the Minister of Consumer and Commercial Relations and to sign and execute all documents and do all things necessary or advisable in connection with the foregoing.
- C. Upon Articles of Amendment having become effective in accordance with the provisions of The Business Corporations Act, the Articles of Incorporation of the Corporation are amended accordingly."

- 4. THE AMENDMENT HAS BEEN DULY AUTHORIZED AS REQUIRED BY SUBSECTIONS 2,3,4 AND 5 (AS APPLICABLE) OF SECTION 180 OF THE BUSINESS CORPORATIONS ACT.
- 5. THE RESOLUTION AUTHORIZING THE AMENDMENT WAS CONFIRMED BY THE SHAREHOLDERS OF THE CORPORATION ON May 6, 1983
- 6. THESE ARTICLES ARE EXECUTED IN DUPLICATE FOR DELIVERY TO THE MINISTER.

CERTIFIED

SEEMAR MINES LIMITED
 (NAME OF CORPORATION)

(CORPORATE SEAL)

BY *Donald Boos*
 (SIGNATURE) (DESCRIPTION OF OFFICE)
 President

John H. ...
 (SIGNATURE) (DESCRIPTION OF OFFICE)
 Director