

AMENDMENTS TO BY-LAWS APPROVED AT DIRECTOR'S MEETING AND SPECIAL MEETING OF MEMBERS ON SEPTEMBER 2, 2009.

ARTICLE 2.02 Amended to read "The seal shall be in the custody of the Corporation's solicitor at Pullan Kammerloch Frohlinger, 300 - 240 Kennedy Street, Winnipeg, Manitoba, R3C 1T1."

ARTICLE XII Amended to read:

**"ARTICLE XII
MEETING OF MEMBERS**

12.01 Annual Meetings – Subject to the Act and the Charter, the annual meeting of the members shall be held at such place in Canada on such day in each year as the board of directors may from time to time determine.

12.02 Special Meetings – Special meetings of members may be convened at any time by order of the President or Vice-President or by the board and at any place. Special meetings may also be convened at the request in writing of not less than twenty-five percent of the members specifying the object of the meeting. At any special meeting convened by such request of members, no business shall be transacted other than that specified in the request.

12.03 Annual and Special Meeting Notices – Annual and special meetings shall be convened by mailing to every member at his last known address, by mail notice of such meeting at least fourteen days before the meeting and in such notice the nature of the business (other than ordinary business) to be transacted shall be set forth. Notices of meetings which, under By-Laws of the Corporation may be mailed, may alternatively be emailed. The accidental failure to give notice to any member shall not invalidate any meeting. For the purposes hereof, "ordinary business" shall mean the election of directors, including the election of officers, the giving of reports and the appointment of auditors.

12.04 General Meetings – It is the general practice of the Corporation to hold regular monthly meetings, invariably on set dates. Such meetings, if not convened as annual or special meetings, are termed general meetings. Notices of general meetings shall be emailed to members who have email facilities at least 5 days before such meetings. Minutes of general meetings shall be emailed to all directors.

12.05 Chairman of meeting – At every meeting of members, the chair shall be taken by the President, if present, or in his absence by the Vice-President, or if more than one the senior Vice-President, or if absent, a Chairman shall be elected by the members present.

12.06 Quorum – A quorum at any meeting of members shall be seven members personally present

12.07 Voting – Except for non-voting members or members who may not vote on the matter being decided as laid down by any rule or regulation of the Board of Directors

passed pursuant to Article 11.05, each member shall be entitled to one vote. The voting at any meeting of members shall be by a show of hands and proxies shall not be allowed. In the case of equality of votes, the Chairman shall have a second or casting vote.

12.08 Secret Ballot – At meetings of members, any member may demand that any vote on any specific matter be by secret ballot and if seconded, this motion shall take precedence over all other questions and if carried the vote shall be determined by secret ballot.”