Industry Canada	Industrie Canada	ELECTRONIC TRANSACTION REPORT	RAPPORT DE LA TRANSACTION ÉLECTRONIQUE
Canada Business Corporations Act	Loi canadienne sur les sociétés par actions	ARTICLES OF AMENDMENT (SECTIONS 27 OR 177)	CLAUSES MODIFICATRICES (ARTICLES 27 OU 177)

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

1. Name of Corporation - Dénomination de la société	2. Corporation No. - N° de la société
Even Technologies Inc.	327828-0

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:

1. The number of Class B Preferred Shares in the capital of the Corporation to constitute the second series of Preferred Shares is set at 12,339,237.

2. The second series of Class B Preferred Shares is designated as Series 2, Class B Preferred Shares.

3. The rights and restrictions attached to the Series 2, Class B Preferred shares are as follows:
Rights and Restrictions Attached to the Series 2, Class B Preferred Shares of Even Technologies Inc. (the Corporation)

The Series 2, Class B Preferred shares shall have the following rights and restrictions attached to them:

1. For the purpose of the Series 2, Class B Preferred shares:

(a) Dividend Termination Date means the date that is the earlier of: (i) the date on which the aggregate dividends paid on Series 2, Class B Preferred shares is at least $12,339,237, and (ii) January 5, 2009; and
(b) NAT Profits means, for any financial year of the Corporation, the net after tax profits of the Corporation for that year calculated on a consolidated basis in accordance with GAAP by the Corporations auditors; and
(c) GAAP means generally accepted accounting principles approved from time to time by the Canadian Institute of Chartered Accountants, or any successor institute, applied on a consistent basis.

2. Voting: The holders of the Series 2, Class B Preferred shares shall not, as such, be entitled to receive notice of, attend or vote at any general meetings of shareholders of the Corporation.

3. Dividends: The Series 2, Class B Preferred shares as a class shall entitle holders thereof to receive, for each financial year of the Corporation ending before the Dividend Termination Date, and the Corporation shall pay thereon as and when declared by the directors out of funds or assets of the Corporation properly available for the payment of dividends, fixed dividends of 25% of the NAT Profits and no more. Such dividends shall be paid on the first day of the month follow ing each of the Corporations financial years ending before the Dividend Termination Date, provided that in no event shall the aggregate dividends paid on the Series 2, Class B Preferred shares exceed $12,339,237. If on any dividend payment date the dividends payable on such date are not paid in full on all of the Series 2, Class B Preferred shares then outstanding, such dividend will be paid on a subsequent date or dates determined by the directors on which the Corporation shall have sufficient money properly available for the payment of such dividends.

4. Winding-Up: Subject to the rights and restrictions attached to Class A Preferred shares and Series 1, Class B Preferred shares, the holders of the Series 2, Class B Preferred shares shall be entitled, on the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or on any distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, to receive, before any distribution shall be made to holders of common shares or any other shares of the Corporation ranking junior to the Series 2, Class B Preferred shares with respect to repayment of capital, the amount paid up with respect to each Series 2, Class B Preferred share held by them together with all declared and unpaid dividends thereon. After payment to the holders of Series 2, Class B Preferred shares of the

amounts so payable to them, they shall not be entitled to share in any further distribution of property or assets of the Corporation.

5. Redemption: The Corporation may, at any time after the Dividend Termination Date and upon giving notice to all of the holders of the Series 2, Class B Preferred shares at their respective addresses shown in the records of the Corporation, redeem at any time the whole, or from time to time any part, of the then outstanding Series 2, Class B Preferred shares on payment for each such share to be redeemed of $0.001, toget her with an amount equal to all declared and unpaid dividends thereon.

Date	Name - Nom	Signature	Capacity of - en qualité
2004-07-13	EUGENE BEUKMAN		DIRECTOR

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