



Certificate of Amendment

Canada Business Corporations Act

Certificat de modification

Loi canadienne sur les sociétés par actions

IMAFLEX INC.

Corporate name / Dénomination sociale

454570-2

Corporation number / Numéro de société

I HEREBY CERTIFY that the articles of the above-named corporation are amended under section 178 of the *Canada Business Corporations Act* as set out in the attached articles of amendment.

JE CERTIFIE que les statuts de la société susmentionnée sont modifiés aux termes de l'article 178 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes.

Marcie Girouard

Director / Directeur

2012-10-11

Date of Amendment (YYYY-MM-DD)

Date de modification (AAAA-MM-JJ)



Form 4
Articles of Amendment
Canada Business Corporations Act
(CBCA) (s. 27 or 177)

Formulaire 4
Clauses modificatrices
Loi canadienne sur les sociétés par
actions (LCSA) (art. 27 ou 177)

- | | |
|---|---|
| 1 | Corporate name
Dénomination sociale
IMAFLEX INC. |
| 2 | Corporation number
Numéro de la société
454570-2 |
| 3 | The articles are amended as follows
Les statuts sont modifiés de la façon suivante |

The corporation amends the description of classes of shares as follows:
La description des catégories d'actions est modifiée comme suit :
See attached schedule / Voir l'annexe ci-jointe

- | | |
|---|---|
| 4 | Declaration: I certify that I am a director or an officer of the corporation.
Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société. |
|---|---|

Original signed by / Original signé par
Philip Nolan
Philip Nolan
514-871-1522

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Nota : Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou de l'une de ces deux peines (paragraphe 250(1) de la LCSA).

**SCHEDULE 1 TO THE ARTICLES OF AMENDMENT
OF IMAFLEX INC.**

The share capital of the Corporation is hereby reorganized in order that:

- the class of share designated as Convertible Class B shares – Series 1 along with the rights, privileges, restrictions and condition attached to the said shares, are hereby cancelled;
- the rights, privileges, restrictions and conditions of the Class A shares as described in Schedule 1 to the articles of amalgamation dated January 1, 2010 be amended and replaced by the rights privileges and restrictions in the form set forth in the proposed description of the share capital of the Corporation attached as Exhibit A to this Schedule 1; and
- the Class A shares be redesignated as “Common Shares”;

so that the authorized capital of the Corporation shall consist of an unlimited number of Common Shares, without par value.

**EXHIBIT A TO SCHEDULE 1
OF THE ARTICLES OF AMENDMENT
OF IMAFLEX INC.**

The Corporation is authorized to issue the following shares:

1. COMMON SHARES

An unlimited number of common shares without par value subject to the following rights, privileges, restrictions and conditions:

1.1. Voting Rights

The holders of common shares are entitled to exercise one vote per common share held at any meeting of shareholders.

1.2. Dividends

The holders of common shares are entitled to receive, if, as and when declared by the directors of the Corporation, any dividends, payable in cash or in common shares, subject to any applicable regulatory approval, on such dates, for such declared amounts as the Board of Directors may from time to time determine.

1.3. Additional Participation

The holders of common shares are entitled to receive the remaining property of the Corporation on the liquidation, dissolution or winding up of the Corporation or any other distribution of its assets.