Industry Canada Industrie Canada

Canada Business Corporations Act — Loi canadienne sur les sociétés par actions

ELECTRONIC TRANSACTION REPORT — RAPPORT DE LA TRANSACTION ÉLECTRONIQUE

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

REDKNEE SOLUTIONS INC.

2. Corporation No. - N° de la société

665075-9

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:

(a) to amend the rights, privilges, restrictions and conditions of the Class A shares by deleting entirely Item 3(A) - Class A Shares - of the Articles of the Corporation dated November 1, 2006, as amended on February 14, 2007 (the "Articles");

(b) upon giving effect to the foregoing, to delete the words "the Class A Shares and" as set forth in the third line of Item 3(C)(3) - Preference Shares Issuable in Series - Ranking of Preference Shares - of the Articles;

(c) to amend the rights, privleges, restrictions and conditions of the common shares by deleting entirely Item 3(B) - Common Shares - of the Articles; and

(d) to declare that, after giving effect to the amendment in the preceding paragraph, subject to the provisions of the Canada Business Corporations Act, as now enacted or as the same may from time to time be amended, re-enacted or replaced, the common shares shall have the following rights, privileges, restrictions and conditions:

(i) Voting Rights - The holders of the common shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation and to one vote for each share held at all meetings of shareholders of the Corporation, except for meetings at which only holders of another specified class or series of shares of the Corporation are entitlted to vote.

(ii) Payment of Dividends - Subject to the prior rights of the holders of any other shares ranking senior to the common shares, the holders of the common shares shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of moneys properly applicable to the payment of dividends, such dividends as the board of directors of the Corporation may from time to time declare.

(iii) Liquidation, Dissolution or Winding-Up - In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other distributio n of assets of the Corporation among its shareholders for the purpose of winding up its affairs, subject to the prior rights of the holders of any other shares ranking senior to the common shares, the holders of the common shares shall be entitled to receive the remaining property and assets of the Corporation.

Date	Name - Nom	Signature	Capacity of - en qualité
2008-10-22	COLLEY CLARKE		DIRECTOR

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