



Certificate of Continuance

**Canada Business
Corporations Act**

Certificat de continuation

**Loi sur les corporations
commerciales canadiennes**

VELAN ENGINEERING LTD.

Name of Corporation - Nom de la corporation

14614

Number - Numéro

I hereby certify that the above-mentioned Corporation was continued under Section 181 of the Canada Business Corporations Act as set out in the attached articles of Continuance.

Je certifie par les présentes que la corporation mentionnée ci-haut a été continuée en vertu de l'article 181 de la Loi sur les corporations commerciales canadiennes, tel qu'indiqué dans les statuts de continuation ci-joints.


Députy

Director - Directeur

February 11, 1977.

Date of Continuance - Date de la continuation

CANADA BUSINESS CORPORATIONS ACT

ARTICLES OF CONTINUANCE
(Section 181)

1. NAME OF CORPORATION

VELAN ENGINEERING LTD.

2. PLACE OF REGISTERED OFFICE

The place in Canada where the registered office is to be situated is 2125 Ward Street, St. Laurent, Quebec.

3. CLASS AND NUMBER OF SHARES

The corporation is authorized to issue:

1. Class A shares, the holder of which are entitled
 - (a) to vote at all meetings of shareholders; and
 - (b) to receive the remaining property of the corporation upon dissolution;
2. Class B shares, which shall carry the right
 - (a) to a dividend as fixed by the board of directors and
 - (b) upon the liquidation or winding-up of the corporation, to repayment of the amount paid for such shares (plus any declared and unpaid dividends) in priority to the Class A shares,

but they shall not confer the right to any further participation in profits or assets.

3. The holders of the Class B shares shall not be entitled to vote at meetings of shareholders, except as otherwise specifically provided in the Canada Business Corporations Act.

Provided that upon the Continuance of the Company, all existing common shares are hereby redesignated Class A shares and all preferred shares are hereby redesignated Class B shares.

4. RESTRICTIONS OF SHARE TRANSFERS

Not applicable.

5. NUMBER OF DIRECTORS

The corporation shall have a minimum of One (1) director and a maximum of Twelve (12) directors.

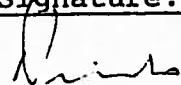
6. RESTRICTIONS ON BUSINESS

Not applicable

7. OTHER PROVISIONS

Charging of Property.

The board of directors may from time to time, in such amounts on such terms as it deems expedient change, mortgage, hypothecate or pledge all or any of the currently owned or subsequently acquired real or personal, moveable or immoveable, property of the Corporation, including book debts, rights, powers, franchises and undertaking, to secure any debt obligations or any money borrowed, or other debt or liability of the Corporation. The Board of directors may from time to time delegate to such one or more of the directors and officers of the Corporation as may be designated by the board all or any of the powers conferred on the board above to such extent and in such manner as the board shall determine at the time of each such delegation.

<u>Date:</u>	<u>Signature:</u>	<u>Description of Office:</u>
February 11, 1977		Secretary

Corporation No. 14614

Filed: January 25, 1979.