

2. The Articles of the Corporation be amended to reorganize the share capital of the Corporation to consolidate all the issued common shares on a ratio of **ONE** new consolidated common share for each **TWENTY** presently issued common shares of the Corporation;

3. Articles 6 and 7 of the Corporation's Articles of Incorporation are deleted and the following is substituted therefor:

"6. The classes and any maximum number of shares that the corporation is authorized to issue:

The Corporation is authorized to issue:

- (i) An unlimited number of special shares, issuable in series; and
- (ii) An unlimited number of common shares.

7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

- (a) All shares are issuable at the discretion of the Directors;
- (b) The special shares are issuable in series, each series having the designations, rights, privileges and conditions fixed by the directors;
- (c) If any amount,
 - (1) of cumulative dividends, whether or not declared, or declared non-cumulative dividends, or
 - (2) payable on return of capital in event of the liquidation or winding-up of the Corporation

in respect of special shares of a series is not paid in full, the special shares of the series shall participate rateably with the special shares of all other series in respect of:

- (3) all accumulated cumulative dividends, whether or not declared, and all declared non-cumulative dividends; or
- (4) all amounts payable on return of capital in the event of the liquidation, dissolution or winding-up of the Corporation,

as the case may be;

- (d) The special shares of each series rank on a parity with the special shares of every other series with respect to priority in payment of dividends and in the return of capital in the event of liquidation, dissolution or winding-up of the Corporation; and
- (e) The holders of the common shares shall be entitled to one vote per common share at all meetings of shareholders of the Corporation other than meetings of the holders of a class of shares other than the common shares, and shall also be entitled to receive the remaining property of the Corporation upon the dissolution of the Corporation;
- (f) The holders of shares of a class or series shall not be entitled to vote separately as a class or dissent upon a proposal to amend the Articles of the Corporation to:
 - (A) effect an exchange, reclassification or cancellation of the shares of such class;
 - or
 - (B) create a new class or series of shares equal or superior to shares of such class.”

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la *Loi sur les sociétés par actions*.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2016/11/21

(Year, Month, Day)
(année, mois, jour)

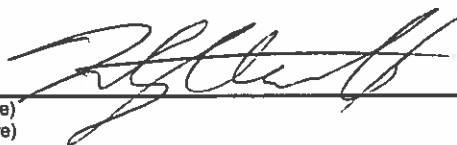
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

AQUARIUS COATINGS INC.

(Print name of corporation from Article 1 on page 1)
(Veuillez écrire le nom de la société de l'article un à la page une)

By/
Par :

(Signature)
(Signature)



Director

(Description of Office)
(Fonction)