Certificate of Amendment

Certificat de modification

Canada Business Corporations Act

Loi canadienne sur les sociétés par actions

CARPINCHO CAPITAL CORP.

Corporate name / Dénomination sociale

405509-8

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 CERTIFIÉ 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

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Director / Directeur

2010-10-20

Date of Amendment (YYYY-MM-DD)

Date de modification (AAAA-MM-JJ)



Industry Canada

Industrie Canada

Compations (

Corporations Canada

Articles of Amendment

(Section 27 or 177 of the Canada Business Corporations Act (CBCA))

Form 4

Instructions

[2] Any changes in the articles of the corporation must be made in accordance with section 27 or 177 of the CBCA.

A: If an amendment involves a change of corporate name (including the addition of the English or French version or the corporate name), the new name must comply with eactions 10 and 12 of the CBCA as well as part 2 of the regulations, and the Articles of Amendment must be accompanied by a Canada-biased NiLANS® search report dated not more than ninety (30) days prior to the recipit of the articles by Corporations Canada. A numbered name may be assigned under subsection 11(2) of the CBCA without a NUANS® search.

D: Any other arrandments must correspond to the paragraphs and subparagraphs referenced in the articles being amended. If the space available is insufficient, please attacts a schedule to the form.

Declaration

This form must be signed by a director or an officer of the corporation (subsection 262(2) of the CBCA).

General

The information you provide in this document is collected under the authority of the CBCA and will be stored in personal information bank number IC/PPU-049, Personal Information that you provide is protected under the provisions of the Privacy Act. However, public discissure pursuant to section 266 of the CBCA is permitted under the Privacy Act.

If you require mure information, please consult our website at www.corporations.canada.ic.gc.ca or contact us at 613-941-9042 (Ottawa region), toll-free at 1-866-333-5556 or by email at corporations.canade@ic.gc.cs.

Prescribed Fees

- . Corporations Canada Online Filing Centre: \$200
- By mell or fax: \$200 paid by cheque payable to the Receiver General for Canada or by credit card (American Express®, MasterCard® or Visa®).

Important Reminders

Changes of registered office address and/or mailing address:

Complete and file Change of Registered Office Address (Form 3).

Changes of directors or changes of a director's address.

Complete and file Changes Regarding Directors (Form 6).

These forms can be filled electronically, by mail or by fax free of charge.

File documents online:

Corporations Canada Online Filing Centre: www.corporationscanada.kc.gc.ca

Or send documents by mall:

Director General, Corporations Canada Jean Edmonds Towar South 9th Floor 365 Laurier Ave. West Ottawa ON K1A OCS

By Facsimile: 613-941-0999

1 Corporation name

HIGH INCOME PREFERRED SHARES CORPORATION

2 Corporation number

405509 - 8

3 The articles are amended as follows: (Please note that more than one section can be filled out)

A: The corporation changes its name to:

CARPINCHO CAPITAL CORP.

B: The corporation changes the province or tentiory in Canada where the registered office is situated to:

(Do not indicate the full address)

C: The corporation changes the minimum and/or maximum number of directors to: (For a fixed number of directors, please indicate the same number in both the minimum and maximum options)

minimum: ONE (1)

maximum: TEN (10)

D: Other changes: (e.g., to the classes of shares, to restrictions on share transfers, to restrictions on the businesses of the corporation or to any other provisions that are permitted by the CBCA to be set out in the Articles) Please specify.

1. Delete section 3 of the Articles in its entirety and replace it with the following:

"The Corporation is authorized to issue an unlimited number of shares designated as "Common Shares"."

2. Delete section 6 of the Articles in its entirety and replace it with the following:

"None."

 reclassify each one (1) issued and outstanding Class A Share as five-thousand (δ,000) Common Sharea.

4 Declaration

I hereby certify that I am a director or an officer of the corporation.

STOMATOR

Lonnie Kirsh

(416) 350-2347

TELEPHONE MIRES

Network Managressmillion 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 momits or both (subsection 250(1) of the CBCA).

Canad'ä

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