



SUPPLEMENTARY LETTERS PATENT
ISSUED
TO

PERFORMANCE PLUS FUND LTD.

Dated 20th July, 1972.

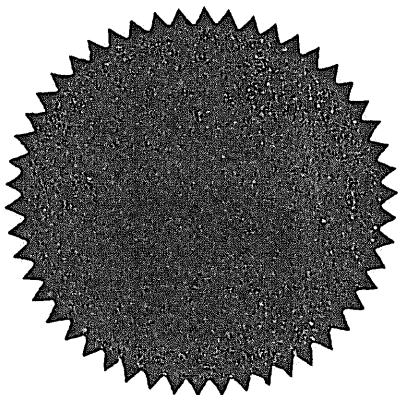
DEPARTMENT OF CONSUMER AND
CORPORATE AFFAIRS

REGISTRATION DIVISION

OTTAWA, October 30, 1979.

I hereby certify the within to be a true and faithful
copy of the record of the original Supplementary Letters
Patent as entered on Film 339, Document 22.

L. McLean
Deputy Registrar General of Canada





C A N A D A

SUPPLEMENTARY LETTERS PATENT

issued to
PERFORMANCE PLUS FUND LTD.

The Minister of Consumer and Corporate Affairs, by virtue of the power vested in him by the Canada Corporations Act, does hereby

- (a) confirm the alteration of the capital of the Company; and
- (b) change the name of the Company from PERFORMANCE PLUS FUND LTD. to BRAFOR CAPITAL CORPORATION LIMITED;

the whole as provided in Special By-Laws "D" and "E" of the said Company, a copy of each of which is annexed hereto to form part of these presents.

GIVEN AT OTTAWA, under my seal of office this twentieth day of July, one thousand nine hundred and seventy-two.

A handwritten signature in cursive script, likely belonging to the Minister of Consumer and Corporate Affairs.

for the Minister of Consumer
and Corporate Affairs.

RECORDED 29th August, 1973.

Film 339 Document 22

A handwritten signature in cursive script, likely belonging to the Deputy Registrar General of Canada.

Deputy Registrar General of Canada.

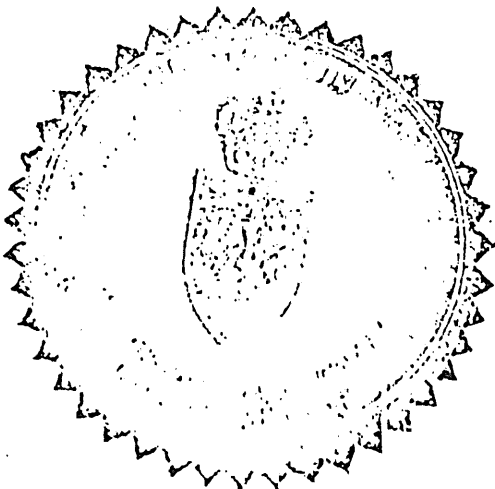


EXHIBIT A

PERFORMANCE PLUS FUND LTD.

SPECIAL BY-LAW "D"

BEING A BY-LAW ALTERING THE AUTHORIZED CAPITAL OF PERFORMANCE PLUS FUND LTD. (the "Company") AND AUTHORIZING AN APPLICATION FOR SUPPLEMENTARY LETTERS PATENT

WHEREAS the authorized capital of the Company is \$5,000,000 consisting of 4,999,900 mutual fund shares and 100 deferred shares each of the par value of \$1 in the currency of the United States of America, of which 3,074,689 mutual fund shares have been issued, 2,430,643 of which have been accepted by the Company for surrender and 644,046 of which are issued and outstanding as fully paid and non-assessable, and 5 deferred shares have been issued and are outstanding as fully paid and non-assessable; and

WHEREAS it is desirable and in the interests of the Company that the authorized capital of the Company be altered in the manner hereinafter provided;

NOW THEREFORE BE IT AND IT IS HEREBY ENACTED AS SPECIAL BY-LAW "D" OF THE COMPANY AS FOLLOWS:

1. THAT subject to confirmation by Supplementary Letters Patent the authorized and issued capital of the Company be altered in the following manner:

1.1 The authorized capital of the Company is hereby reduced by the cancellation of 2,430,643 mutual fund shares of the par value of One dollar (\$1) in the currency of the United States of America which have been issued and accepted by the Company for surrender and by the cancellation of 69,357 mutual fund shares of the par value of One Dollar (\$1) in the currency of the United States of America which are unissued.

1.2 The authorized capital of the Company is hereby altered by the redesignation of the 644,046 issued and outstanding mutual fund shares, the remaining 1,855,854 unissued mutual fund shares, all of the par value of One dollar (\$1) in the currency of the United States of America, and of the 5 issued and 95 unissued deferred shares, all of the par value of One dollar (\$1) in the currency of the United States of America, as common shares having a par value of One dollar (\$1) in Canadian currency; so that the authorized capital of the Company shall be \$2,500,000 consisting of 2,500,000 common shares of the par value of One dollar (\$1) each in Canadian currency.

1.3 All the rights, restrictions, conditions and limitations attaching to the mutual fund shares and deferred shares set out in paragraphs (a) to (k) both inclusive of the Letters Patent of the Company are hereby cancelled and annulled.

... THAT the Company be and it is hereby authorized to make application to the Minister of Consumer and Corporate Affairs for Supplementary Letters Patent confirming this By-Law.

3. THAT the directors and officers are hereby authorized and directed to do, sign and execute all things, deeds and documents necessary or desirable for the due carrying out of the foregoing.

I, the undersigned, J. CLAUDE NOLIN, Secretary of PERFORMANCE PLUS FUND LTD., hereby certify that the foregoing is a true copy of Special By-Law "D" enacted by the directors of the Company at their meeting held on June 6, 1972 and unanimously ratified, sanctioned and confirmed at a special general and the annual general meeting of shareholders duly called and held on June 29, 1972, at which meeting a quorum was present.

Montreal, this 23rd day of August, 1973.

x J. Claude Nolin
Secretary

EXHIBIT B

PERFORMANCE PLUS FUND LTD.

SPECIAL BY-LAW "E"

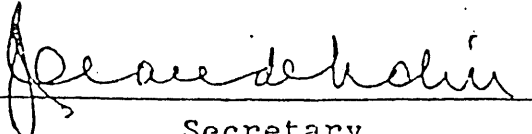
BEING A BY-LAW CHANGING THE NAME OF PERFORMANCE PLUS FUND LTD. (the "Company") TO BRAFOR CAPITAL CORPORATION LIMITED

BE IT AND IT IS HEREBY ENACTED AS SPECIAL BY-LAW "E" OF THE COMPANY AS FOLLOWS:

1. Subject to confirmation by Supplementary Letters Patent the name of the Company is hereby changed to BRAFOR CAPITAL CORPORATION LIMITED.
2. The Company is hereby authorized to make application to the Minister of Consumer and Corporate Affairs for Supplementary Letters Patent confirming this By-Law.
3. The directors and officers are hereby authorized and directed to do, sign and execute all things, deeds and documents necessary or desirable for the due carrying out of the foregoing.

I, the undersigned,
Secretary of PERFORMANCE PLUS FUND LTD. hereby certify the foregoing to be a true copy of Special By-Law "E" enacted by the directors of the Company at their meeting held on June 6th 1972 and unanimously ratified, sanctioned and confirmed by the shareholders at a special general and the annual general meeting of shareholders duly called and held on June 29th 1972, at which meeting a quorum was present.

Montreal, this 17th day of July 1972. *LS*


Secretary