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NOVEMBER 09 NOVEMBRE, 2020

Barbara Duckell

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Director / Directrice
Business Corporations Act / Loi sur les sociétés par actions

**ARTICLES OF AMENDMENT
STATUTS DE MODIFICATION**

Form 3
Business
Corporations
Act

Formule 3
Loi sur les
sociétés par
actions

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale actuelle de la société (écrire en LETTRES MAJUSCULES SEULEMENT) :

C	A	N	A	D	I	A	N		N	O	R	T	H		R	E	S	O	U	R	C	E	S		A	N	D		D	
E	V	E	L	O	P	M	E	N	T		C	O	R	P	.															

2. The name of the corporation is changed to (if applicable) : (Set out in BLOCK CAPITAL LETTERS)
Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT) :

C	A	N	A	D	I	A	N		N	O	R	T	H		R	E	S	O	U	R	C	E	S		I	N	C	.	

3. Date of incorporation/amalgamation:
Date de la constitution ou de la fusion :
2013/04/18

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

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors.
Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors is/are: minimum and maximum number of directors is/are:
Nombre d'administrateurs : nombres minimum et maximum d'administrateurs :

Number minimum and maximum
Nombre minimum et maximum

or

5. The articles of the corporation are amended as follows:
Les statuts de la société sont modifiés de la façon suivante :

The name of the Corporation is changed to **CANADIAN NORTH RESOURCES INC.**;
and

See Schedule "A" attached hereto and forming part of these Articles of Amendment.

SCHEDULE A

The following provisions hereby repeal and replace the current article 6 (The classes and any maximum number of shares that the corporation is authorized to issue) of the Articles of Incorporation dated April 18, 2013:

CHANGE TO AUTHORIZED SHARE CAPITAL

The articles of the Corporation be amended as follows:

- (1) To reorganize the share capital of the Corporation:
 - (a) to subdivide the issued and outstanding Common Shares of the Corporation in a 1.5:1 ratio, such that for each presently issued and outstanding common share of the Corporation an additional 0.5 common shares shall be issued to the Corporation's common shareholders of record on the 9th day of November, 2020;
 - (b) by creating an unlimited number of shares without nominal or par value of a class designated as Preference shares;
 - (c) to provide that after giving effect to the foregoing, the classes and any maximum number of shares that the Corporation is authorized to issue shall be as follows:
 - i. an unlimited number of Common shares; and
 - ii. an unlimited number of Preference shares.
 - (h) to provide that the rights, privileges, restrictions and conditions attaching to the Common shares and Preference shares of the Corporation shall be as specified below.

The following provisions hereby repeal and replace the current article 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 be issued in series) of the Articles of Incorporation dated April 18, 2013:

COMMON SHARES

- (a) the holders of the Common shares shall be entitled to vote at meetings of shareholders of the Corporation, except meetings at which only holders of a specified class of shares are entitled to vote;
- (b) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, the holders of the Common shares shall be entitled to share equally, in the remaining property of the Corporation on liquidation, dissolution or winding-up of the Corporation; and

(c) subject to the rights of the Preferred shares, the holders of the Common shares shall be entitled to receive dividends if, as, and when declared by the Directors of the Corporation.

PREFERENCE SHARES

- (a) the Preference shares may from time to time be issued in one or more series and subject to the following provisions, and subject to the sending of articles of amendment in prescribed form, and the issuance of a certificate of amendment in respect thereof, the directors may fix from time to time before such issue the number of shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preference shares including, without limiting the generality of the foregoing, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the redemption, purchase and/or conversion prices and terms and conditions of redemption, purchase and/or conversion, and any sinking fund or other provisions;
- (b) the Preference shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs, rank on a parity with the Preference shares of every other series and be entitled to preference over the Common shares and over any other shares of the Corporation ranking junior to the Preference shares. The Preference shares of any series may also be given such other preferences, not inconsistent with these articles, over the Common shares and any other shares of the Corporation ranking junior to such Preference shares as may be fixed in accordance with clause (b)(i) herein; and
- (c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preference shares are not paid in full, all series of Preference shares shall participate rateably in respect of accumulative dividends and return of capital.

The current article 8 (The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows) of the Articles of Incorporation dated April 18, 2013 is hereby deleted.

The current article 9 (Other provisions, (if any, are)) of the Articles of Incorporation dated April 18, 2013 is hereby deleted.

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

2020/10/30

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

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

CANADIAN NORTH RESOURCES AND DEVELOPMENT CORP.

(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)

PRESIDENT

(Description of Office)
(Fonction)