



**Certificate of Amendment:**

**Canada Business Corporations Act**

**Certificat de modification**

**Loi canadienne sur les sociétés par actions**

Stratos Global Corporation

326380-1

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended

Je certifie que les statuts de la société susmentionnée ont été modifiés:

- a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;
- b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;
- c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;
- d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization;

- a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;
- b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
- c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
- d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;

Director - Directeur

August 20, 1999 / le 20 août 1999

Date of Amendment - Date de modification



Consumer and  
Corporate Affairs Canada

Consommation et  
Affaires commerciales Canada

Canada Business  
Corporations Act

Loi régissant les sociétés  
par actions de régime fédéral


FORM 4  
ARTICLES OF AMENDMENT  
(SECTION 27 OR 177)

FORMULE 4  
CLAUSES MODIFICATRICES  
(ARTICLES 27 OU 177)

1 -- Name of corporation — Dénomination de la société  STRATOS GLOBAL CORPORATION	2 -- Corporation No. — N° de la société  326380-1
---	---

3 -- The articles of the above-named corporation are amended as follows: Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante :

The place in Canada where the registered office of the Corporation is situated is changed to Mount Pearl, Newfoundland.

Date Aug. 10, 1999	Signature 	Title — Titre PRESIDENT & CEO
7530-21-938-1387 (01-93) 46		FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT Filed - Déposée AUG AOUT 20 1999



**Certificate  
of Amendment**

**Canada Business  
Corporations Act**

**Certificat  
de modification**

**Loi canadienne sur  
les sociétés par actions**

**Stratos Global Corporation**

**326380-1**

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended

Je certifie que les statuts de la société susmentionnée ont été modifiés :

(a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;

(b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;

b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;

(c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;

(d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization.

d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes.

Director - Directeur

June 23, 1998/le 23 juin 1998

Date of Amendment - Date de modification



Consumer and  
Corporate Affairs Canada

Consommation et  
Affaires commerciales Canada

Canada Business  
Corporations Act

Loi régissant les sociétés  
par actions de régime fédéral

FORM 4  
ARTICLES OF AMENDMENT  
(SECTION 27 OR 177)

FORMULE 4  
CLAUSES MODIFICATRICES  
(ARTICLES 27 OU 177)

1 — Name of corporation — Dénomination de la société

**STRATOS GLOBAL CORPORATION**

2 — Corporation No. — N° de la société

**326380-1**

3 — The articles of the above-named corporation are amended as follows: Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante :

To create an unlimited number of preference shares issuable in series, so that the Corporation is authorized to issue an unlimited number of common shares and an unlimited number of preference shares issuable in series.

The rights, privileges, restrictions and conditions attaching to the common shares and the preference shares are set out in the attached Schedule "A".

Date

June 17, 1998

Signature

Title — Titre

Executive Vice President

7530-21-838-1387 (01-93) 48

FOR DEPARTMENTAL USE ONLY — À L'USAGE DU MINISTÈRE SEULEMENT  
Filed — Déposé

JUN 23 1998

## SCHEDULE "A"

### 1. Common Shares

The holders of the common shares shall be entitled:

- (a) to vote at all meetings of shareholders of the Corporation except meetings at which only holders of a specified class of shares are entitled to vote;
- (b) to receive, subject to the rights of the holders of another class of shares, any dividend declared by the Corporation; and
- (c) to receive, subject to the rights of the holders of another class of shares, the remaining property of the Corporation on the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary.

### 2. Preference Shares

- (a) One or More Series - The preference shares may at any time and from time to time be issued in one or more series.
- (b) Terms of Each Series - Subject to the *Canadian Business Corporations Act*, the directors may fix, before the issue thereof, the number of preference shares of each series, the designation, rights, privileges, restrictions and conditions attaching to the preference shares of each series, including, without limitation, any voting rights, any right to receive dividends (which may be cumulative or non-cumulative and variable or fixed) or the means of determining such dividends, the dates of payment thereof, any terms and conditions of redemption or purchase, any conversion rights, and any rights on the liquidation, dissolution or winding-up of the Corporation, any sinking fund or other provisions, the whole to be subject to the issuance of a certificate of amendment setting forth the designation, rights, privileges, restrictions and conditions attaching to the preference shares of the series.
- (c) Ranking of Preference Shares - The preference shares of each series shall, with respect to the payment of dividends and the distribution of assets in the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, rank on a parity with the preference shares of every other series and be entitled to preference over the common shares. If any amount of cumulative dividends (whether or not declared) or declared non-cumulative dividends or any amount payable on any such distribution of assets constituting a return of capital in respect of the preference shares of any series is not paid in full, the preference shares of such series shall participate rateably with the preference shares of every other series in respect of all such dividends and amounts.



**Certificate  
of Amendment**

**Canada Business  
Corporations Act**

**Certificat  
de modification**

**Loi canadienne sur  
les sociétés par actions**

**Stratos Global Corporation**

**326380-1**

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended

Je certifie que les statuts de la société susmentionnée ont été modifiés :

(a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;

(b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;

b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;

(c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;

(d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization.

d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes.

Director - Directeur

January 20, 1997/le 20 janvier 1997  
Date of Amendment - Date de modification



Industry Canada    Industrie Canada  
 Canada Business    Loi régissant les sociétés  
 Corporations Act    par actions de régime fédéral

FORM 4  
 ARTICLES OF AMENDMENT  
 (SECTION 27 OR 177)

FORMULE 4  
 CLAUSES MODIFICATRICES  
 (ARTICLES 27 OU 177)

1 — Name of corporation — Dénomination de la société  ResourceCan Limited	2 — Corporation No. — N° de la société  326380-1
---	--

3 — The articles of the above-named corporation are amended as follows: Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante :

To change the name of the corporation to  
 "Stratos Global Corporation".

Date <i>Dec 9, 1996</i>	Signature <i>Neil Phulki</i>	Title — Titre  Secretary
7530-21-836-1387 (01-83) 46		FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT Filed - Déposée <b>JAN 22 1997</b>



**Certificate  
of Continuance**

**Canada Business  
Corporations Act**

**Certificat  
de prorogation**

**Loi canadienne sur  
les sociétés par actions**

**RESOURCECAN LIMITED**

**326380-1**

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation was continued under section 187 of the *Canada Business Corporations Act*, as set out in the attached articles of continuance.

Je certifie que la société susmentionnée a été prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.

Director - Directeur

May 28, 1996/le 28 mai 1996

Date of Continuance - Date de la prorogation

**CANADA BUSINESS CORPORATIONS ACT**

**FORM 11  
ARTICLES OF CONTINUANCE  
(SECTION 187)**

1. Name of corporation:

**RESOURCECAN LIMITED**

2. The place in Canada where the registered office is to be situated:

**Baine Johnston Centre  
6th Floor  
P.O. Box 5457  
10 Fort William Place  
St. John's, Newfoundland  
A1C 5W4**

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

**An unlimited number of common shares.**

4. Restrictions, if any, on share transfers:

**N/A**

5. Number (or minimum and maximum number) of directors:

**A minimum of five (5) and a maximum of twenty (20).**

6. Restrictions, if any, on business the corporation may carry on:

**None.**

7. (1) If change of name effected, previous name:

**N/A**

(2) Details of incorporation:

(a) **Amalgamated under The Corporations Act (Newfoundland) by certificate of amalgamation dated October 31, 1989.**

Other provisions, if any:

The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

Date: May 24/96

Neil Phillips  
Title: Secretary + CFO

NEIL PHILLIPS

326380-1

MAY 31 1996



GOVERNMENT OF  
NEWFOUNDLAND AND LABRADOR

*THE CORPORATIONS ACT*

FORM 13

**CERTIFICATE OF DISCONTINUANCE**

(Section 301)

RESOURCECAN LIMITED

Name of Corporation

25631-89

Number

I certify that the Corporation was discontinued under section 301 of *The Corporations Act* and continued under the laws of another jurisdiction as specified in the attached notice.

Registrar

*Susan C. Churchill*

Date of Discontinuance

May 28, 1996



**Certificate  
of Continuance**

**Canada Business  
Corporations Act**

**Certificat  
de prorogation**

**Loi canadienne sur  
les sociétés par actions**

**RESOURCECAN LIMITED**

**326380-1**

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation was continued under section 187 of the *Canada Business Corporations Act*, as set out in the attached articles of continuance.

Je certifie que la société susmentionnée a été prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.

Director - Directeur

**May 28, 1996/le 28 mai 1996**

Date of Continuance - Date de la prorogation

CANADA BUSINESS CORPORATIONS ACT

FORM 11  
ARTICLES OF CONTINUANCE  
(SECTION 187)

1. Name of corporation:

RESOURCECAN LIMITED

2. The place in Canada where the registered office is to be situated:

Baine Johnston Centre  
6th Floor  
P.O. Box 5457  
10 Fort William Place  
St. John's, Newfoundland  
A1C 5W4

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

An unlimited number of common shares.

4. Restrictions, if any, on share transfers:

N/A

5. Number (or minimum and maximum number) of directors:

A minimum of five (5) and a maximum of twenty (20).

6. Restrictions, if any, on business the corporation may carry on:

None.

7. (1) If change of name effected, previous name:

N/A

(2) Details of incorporation:

(a) Amalgamated under The Corporations Act (Newfoundland) by certificate of amalgamation dated October 31, 1989.

REGISTRY OF COMPANIES

Reg. No. 25631-89  
Filed July 19 1996  
Paper No. 02882  
Fee Paid \$200. Rec. No. 744410

*J. M. Ryan*  
Registrar of Companies (Nfld.)

**REGISTERED**

Other provisions, if any:

The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

Date: May 24/96

Neil Phillips  
Title: Secretary + CFO

NEIL PHILLIPS

326380-1

MAY 31 1996



NEWFOUNDLAND

*THE CORPORATIONS ACT*

FORM 10

**CERTIFICATE OF AMALGAMATION**

(Section 290)

RESOURCECAN LIMITED

Name of Corporation

25631-89

Number

I certify that the Corporation resulted from the amalgamation of the following Corporations under section 289 of *The Corporations Act* as set out in the attached articles of amalgamation.

Registrar

*William P. Hillier*

Date of Amalgamation

October 31, 1939

FEE PAID: \$230.00

WHITE, OTTENHEIMER

