

ARTICLE TWO

BUSINESS OF THE CORPORATION

- 2.01 Registered Office.** - Until changed in accordance with the Act, the registered office of the Corporation shall be in the City of Montreal, in the Province of Quebec, and at such location therein as the Board may from time to time determine.
- 2.02 Corporate Seal.** - The corporate seal of the Corporation shall be in such other form as the Board may, by resolution, from time to time determine. An instrument or agreement executed on behalf of the Corporation by a director, an officer, or an agent of the Corporation is not invalid merely because the corporate seal is not affixed thereto.
- 2.03 Financial Year.** - Unless otherwise determined by the Board by resolution, the financial year of the Corporation shall end on the last day of December in each year.
- 2.04 Execution of Instruments.** - Deeds, transfers, assignments, contracts, obligations, certificates and other instruments may be signed on behalf of the Corporation by two persons, one of whom is the Chairperson of the Board, the president, a vice-president or a director and the other of whom holds one of the said offices or is a director or is the Secretary, the Treasurer, an assistant secretary or an assistant treasurer, and all such deeds, transfers, assignments, contracts, obligations, certificates and other instruments so signed shall be binding upon the Corporation without any further authorization or formality. In addition, the Board may from time to time, by resolution, direct the manner in which and the person or persons by whom any particular instrument or class of instruments may or shall be signed. Any person authorized to sign an instrument on behalf of the Corporation may affix the corporate seal thereto.
- 2.05 Banking Arrangements.** - The banking business of the Corporation shall be transacted with such banks, trust companies or other firms or corporations as may from time to time be designated by or under the authority of the Board. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegations of powers as the Board may from time to time authorize by resolution.
- 2.06 Voting rights in other bodies corporate.** - The voting rights attaching to any shares or other securities held by the Corporation may be exercised in such manner and by such person or persons as the Board may from time to time determine by resolution. Persons authorized pursuant to the by-laws to execute instruments may execute and deliver for and on behalf of the Corporation instruments of proxy and arrange for the issuance of voting certificates or other evidence of the right to vote in such names as they may determine without the necessity of a resolution or other action by the Board.