



1. Name of corporation: Neutral Ground Inc.

Corporation No. 206046

2. The articles of the corporation are amended as follows:

please see attached

3. The amendment has been duly authorized by the members pursuant to sections 156 and 158 of the Act on the 15th day of August, 1984

OR

4. The amendment has been duly authorized by the directors pursuant to section 87 of the Act on the _____ day of _____, 19__

| DATE: | Name | Description of office | Signature |
|-----------------------|-------------|-----------------------|--------------------|
| December 5/84 | JOAN McNEIL | TREASURER | <i>[Signature]</i> |
| EXAMINED: DEC 5, 1984 | | | |

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Certified Copy of Special Resolution

This is to certify that at a Special Meeting of the Members of Neutral Ground Inc., held at the head office of the Company at Regina, in the Province of Saskatchewan, on the 15th day of August, A.D. 1984, the following resolutions which are certified hereby to be the true copy of the original resolution, was passed:

"It was resolved as a special resolution of this corporation that the articles of incorporation be amended as follows:

3. The classes of membership:

Membership is open to all who wish to join upon payment of a membership fee which is set at each Annual General Meeting of Neutral Ground Inc.

There are four classes of membership.

A. Full Membership: payment of Full Membership fee entitles member to one vote at all meetings of Neutral Ground Inc., as well as placement on the Neutral Ground Inc. mailing list.

B. Associate Membership: payment of Associate Member fee entitles member to placement on the Neutral Ground Inc. mailing list. An Associate member of Neutral Ground Inc. has no voting privileges.

C. Patron/Institutional Membership: payment of the Patron/Institutional member fee entitles member to the same rights as with payment of the Full Member fee. The Patron/Institutional fee will always be more than the Full Member fee. In the case of Institutional membership, the respective institution is entitled to only one vote.

D. Honorary Membership: Honorary memberships may only be awarded at a General Meeting of Neutral Ground Inc. An Honorary Member is entitled to the same rights as a Full member.

All fees, with the exception of Honorary Membership, are to be paid annually.

Membership, with the exception of Honorary Membership, terminates one year after the date of fee payment.

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

7. Restrictions, if any, on the activities the corporation may carry on or on the powers the corporation may exercise:

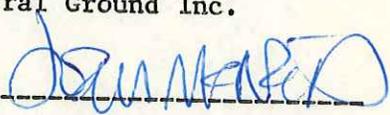
Neutral Ground Inc. is restricted to activities which are in pursuit of its objectives. The objectives of Neutral Ground Inc. are:

- a) encouraging and providing a forum for the production, exhibition, and/or performance of experimental events.
- b) encouraging collaborative ventures amongst all the fine arts (i.e. visual, performance, dance, drama, music, film, video, photography, and others.)
- c) providing a place for dialogue amongst artists, as well as a focus for the exchange of ideas, information, and resources.
- d) acting to stimulate innovation in expression and providing a higher profile for artists working in experimental and interdisciplinary artforms.
- e) ensuring that participation in its programs and activities is open to all interested persons.

8) Person to whom remaining property is to be distributed in the course of liquidation and dissolution of the corporation;
Subject to division XVII of the Non-Profit Corporations Act, in the event of the dissolution of the corporation, its properties and assets shall, after the payment of all liabilities, be donated to one or more recognized charitable organizations in Canada as may be decided by the corporation at a General Meeting called for the purpose of dissolution.

Dated at the City of Regina, in the Province of Saskatchewan, this 15th day of August,
A.D. 1984.

Neutral Ground Inc.

Per: 

Treasurer - Joan McNeil