



Industry Canada

Industrie Canada

Canada
Corporations Act

Loi sur les
corporations canadiennes

C A N A D A

SUPPLEMENTARY LETTERS PATENT

issued to

HELICOPTER ASSOCIATION OF CANADA

The Minister of Industry by virtue of the powers vested in him by the *Canada Corporations Act*, does hereby amend and vary the provisions of the letters patent incorporating the Corporation as provided in the Special Resolution of the said Corporation, a copy of which is annexed hereto to form part of these presents.

Date of Supplementary Letters Patent - April 23, 2009

GIVEN under the seal of office of the Minister of Industry.

for the Minister of Industry

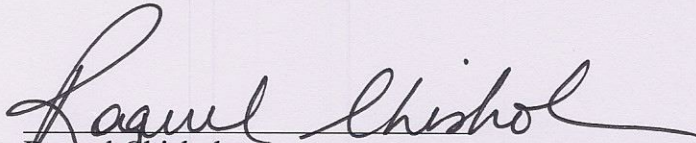
File Number: 310490-7



Canada

I HEREBY CERTIFY that the annexed document is a true copy of the Special Resolution approving amendments to the Helicopter Association of Canada's Letters Patent by the Board of the Helicopter Association of Canada ("the Corporation") on February 21, 2009, and approved by at least a 2/3 majority of the Corporation's members at a meeting duly called for that purpose on March 30, 2009.

Dated this 21st day of April, 2009.


Raquel Chisholm
LSUC #48984I



HELICOPTER ASSOCIATION OF CANADA SPECIAL RESOLUTION

A special resolution to amend the provisions of the Letters Patent and to authorize application for the issuance of Supplementary Letters Patent to confirm the same.

Be it enacted and it is hereby enacted as a special resolution of the Helicopter Association of Canada (herein called "the corporation") that:

1. Subject to confirmation by Supplementary Letters Patent, Part V of the Letters Patent concerning the head office of the Corporation, is deleted and replaced by the following which reads as follows:

The place within Canada where the head office of the corporation is to be situated is:

*The City of Ottawa
Ontario*


And, Part VIII of the Letters Patent concerning the repeal and amendment of by-laws, is deleted and replaced by the following which reads as follows:

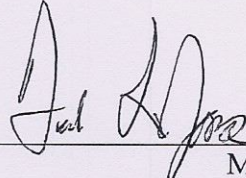
The by-laws of the corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

2. The Corporation be and is hereby authorized to make application to the Minister of Industry for the issue of Supplementary Letters Patent confirming this special resolution insofar as it relates to amending the provisions of the Letters Patent.

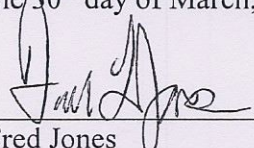
3. That the directors and officers are hereby authorized and directed to do, sign and execute all things, deeds and documents necessary or desirable for the due carrying out of the foregoing.

Enacted this 30th day of March, 2009.


Lynda Murdock
Chair of the Board


Mr. Fred Jones
President and Chief Executive Officer

Certified a true copy of the special resolution of the Helicopter Association of Canada enacted by the directors the 21st day of February, 2009 and sanctioned by at least 2/3 of the votes cast in favour of the resolution at a special general meeting of the corporation held on the 30th day of March, 2009.


Fred Jones
President and Chief Executive Officer

(add corporate seal here)

To the Minister of Industry:

The application of the Helicopter Association of Canada

SHOWS THAT:

1. The applicant was incorporated under the *Canada Corporations Act* by Letters Patent dated the 9th day of January, 1995.
2. On the 21st day of February, 2009, a special resolution was passed by the directors of the corporation authorizing an application for Supplementary Letters Patent amending and varying the provisions of the Letters Patent incorporating the applicant by deleting Part of the Letters Patent which presently reads as follows:

V

The place within Canada where the head office of the corporation is to be situated is:

*Municipality of the Township of Langley
British Columbia*

and confirming the insertion of the following wording in its place:

V

The place within Canada where the head office of the corporation is to be situated is:

*The City of Ottawa
Ontario*

And by deleting Part of the Letters Patent which presently reads as follows:

VIII

The by-laws of the corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

and confirming the insertion of the following wording in its place:

VIII

The by-laws of the corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

3. On the 30th day of March, 2009, this special resolution was sanctioned by at least 2/3 of the votes cast at a special general meeting of the members of the corporation duly called for the purpose of considering the special resolution.

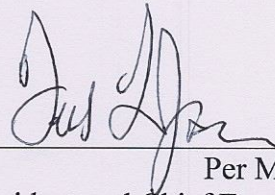
4. The proposed provisions are not for any improper purpose and are deemed necessary and expedient in the interest of the applicant.

5. We confirm that notice of the change of head office will be published in the Canada Gazette on May 2, 2009.

The applicant therefore requests that Supplementary Letters Patent be granted amending the provisions of the Letters patent incorporating the applicant.

Dated at Ottawa, Ontario this 21st day of April, 2009.

I hereby certify that I have the relevant knowledge of the corporation and that I am authorized to sign and submit this application.

A handwritten signature in dark ink, appearing to read 'Fred Jones', is written over a horizontal line.

Per Mr. Fred Jones
President and Chief Executive Officer

IN THE MATTER OF THE CANADA CORPORATIONS ACT

AND

**IN THE MATTER OF AN APPLICATION
FOR SUPPLEMENTARY LETTERS PATENT**

HELICOPTER ASSOCIATION OF CANADA

STATUTORY DECLARATION OF OFFICER

IN THE MATTER OF the application of the Helicopter Association of Canada for
Supplementary Letters Patent.

I, Fred Jones, of the City of Ottawa, in the Province of Ontario, Canada, do solemnly declare
that:

1. I am the President and Chief Executive Officer of the Helicopter Association of Canada and
as such have knowledge of the matters herein declared.
2. At a meeting of the directors of this corporation held at the Anaheim, California on the 21st
day of February, 2009, a special resolution approving amendments to the corporation's
Letters Patent, two certified copies of which are hereto annexed, was duly passed.
3. This special resolution was sanctioned by at least 2/3 of the votes cast in favour of the
resolution at a meeting of the members of this corporation called for the purpose of
consideration of the resolution, held in Vancouver, British Columbia on the 30th day of
March, 2009.
4. The statements in the annexed application are true in substance and in fact and the proposed
changes to the Letters Patent are bona fide and are considered to be in the best interest of the
corporation.

DECLARED before me at the City of Ottawa, in the Province of Ontario, this 21 day of
April, 2009.

SWORN before me in the City of
Ottawa, in the Province of Ontario
this 21st day of April, 2009 .

A Commissioner of Oaths, Etc.

Fred Jones

President and Chief Executive Officer