

MEMORIAL

Journal Officiel
du Grand-Duché de
Luxembourg



MEMORIAL

Amtsblatt
des Großherzogtums
Luxemburg

RECUEIL DES SOCIÉTÉS ET ASSOCIATIONS

Le présent recueil contient les publications prévues par la loi modifiée du 10 août 1915 concernant les sociétés commerciales et par la loi modifiée du 21 avril 1928 sur les associations et les fondations sans but lucratif.

C — N° 1441

14 juillet 2010

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Gipro Investment S.A., Société Anonyme.

Siège social: L-1118 Luxembourg, 23, rue Aldringen.

R.C.S. Luxembourg B 104.511.

Les comptes annuels au 31 décembre 2008 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010053961/9.

(100041698) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 mars 2010.

Dufouleur Père et Fils, S.à r.l., Société à responsabilité limitée.

Siège social: L-1140 Luxembourg, 45, route d'Arlon.

R.C.S. Luxembourg B 22.052.

Les comptes annuels au 31.12.2007 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010059346/9.

(100058598) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 avril 2010.

Dufouleur Père et Fils, S.à r.l., Société à responsabilité limitée.

Siège social: L-1140 Luxembourg, 45, route d'Arlon.

R.C.S. Luxembourg B 22.052.

Les comptes annuels au 31.12.2004 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010059347/9.

(100058601) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 avril 2010.

Dufouleur Père et Fils, S.à r.l., Société à responsabilité limitée.

Siège social: L-1140 Luxembourg, 45, route d'Arlon.

R.C.S. Luxembourg B 22.052.

Les comptes annuels au 31.12.2005 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010059348/9.

(100058600) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 avril 2010.

Dufouleur Père et Fils, S.à r.l., Société à responsabilité limitée.

Siège social: L-1140 Luxembourg, 45, route d'Arlon.

R.C.S. Luxembourg B 22.052.

Les comptes annuels au 31.12.2006 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010059349/9.

(100058599) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 avril 2010.

Brefina S.A., Société Anonyme.

Siège social: L-1258 Luxembourg, 4, rue Jean-Pierre Brasseur.

R.C.S. Luxembourg B 90.542.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010063581/9.

(100079109) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Erwilux G.m.b.H., Société à responsabilité limitée.

Siège social: L-6940 Niederanven, 188, route de Trèves.
R.C.S. Luxembourg B 46.404.

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Les comptes annuels au 31 décembre 2006 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010072753/10.

(100065450) Déposé au registre de commerce et des sociétés de Luxembourg, le 11 mai 2010.

Erwilux G.m.b.H., Société à responsabilité limitée.

Siège social: L-6940 Niederanven, 188, route de Trèves.
R.C.S. Luxembourg B 46.404.

—
Les comptes annuels au 31 décembre 2005 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010072752/10.

(100065451) Déposé au registre de commerce et des sociétés de Luxembourg, le 11 mai 2010.

Erwilux G.m.b.H., Société à responsabilité limitée.

Siège social: L-6940 Niederanven, 188, route de Trèves.
R.C.S. Luxembourg B 46.404.

—
Les comptes annuels au 31 décembre 2004 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010072751/10.

(100065452) Déposé au registre de commerce et des sociétés de Luxembourg, le 11 mai 2010.

Erwilux G.m.b.H., Société à responsabilité limitée.

Siège social: L-6940 Niederanven, 188, route de Trèves.
R.C.S. Luxembourg B 46.404.

—
Les comptes annuels au 31 décembre 2007 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010072754/10.

(100065449) Déposé au registre de commerce et des sociétés de Luxembourg, le 11 mai 2010.

Corazon Capital (Lux) S.A., Société Anonyme.

Siège social: L-1724 Luxembourg, 41, boulevard du Prince Henri.
R.C.S. Luxembourg B 141.357.

—
Il résulte des résolutions prises par l'assemblée générale ordinaire de la société en date du 22 avril 2010 que:
Monsieur Robert Milroy a démissionné de son poste d'administrateur de la société avec effet immédiat;
Monsieur Andrew Courtney, né le 7 décembre 1958 à Bristol (Angleterre) et ayant son adresse professionnelle The Grange, St Peter Port, Guernsey GY1 4AX est nommé en remplacement de l'administrateur démissionnaire avec effet immédiat et ce pour une durée de 6 ans.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Fait à Luxembourg, le 22 avril 2010.

Référence de publication: 2010055779/14.

(100056251) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 avril 2010.

Komplet Benelux GmbH, Société à responsabilité limitée.

Siège social: L-9952 Drinklange, Maison 1H.

R.C.S. Luxembourg B 99.234.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010059468/10.

(100059125) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 avril 2010.

Frama G.m.b.H., Société à responsabilité limitée.

Siège social: L-9764 Marnach, 19, rue de Marbourg.

R.C.S. Luxembourg B 118.481.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010059469/10.

(100059126) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 avril 2010.

MMM Business Media International S.A., Société Anonyme.

Siège social: L-9991 Weiswampach, 28, Gruuss-Strooss.

R.C.S. Luxembourg B 54.368.

Les comptes annuels au 31/12/2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010059470/10.

(100059660) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 avril 2010.

International Lease and Finance S.A. (Luxembourg), Société Anonyme.

Siège social: L-6623 Wasserbillig, 2, Am Haerewengert.

R.C.S. Luxembourg B 42.559.

Statuts coordonnés déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 22 avril 2010.

Référence de publication: 2010057721/10.

(100056015) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 avril 2010.

DKV Globality S.A., Société Anonyme.

Siège social: L-2540 Luxembourg, 13, rue Edward Steichen.

R.C.S. Luxembourg B 134.471.

Extrait de la résolution circulaire prise par le conseil d'administration le 22 avril 2010

Le conseil d'administration a décidé de nommer à l'unanimité des voix M. Martin Von Kiær, résidant professionnellement au 13, rue Edward Steichen, L-2540 Luxembourg, en tant que délégué à la gestion journalière de la Société.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 29 avril 2010.

Pour DKV Globality S.A.

Martin Von Kiær

Référence de publication: 2010059495/14.

(100059791) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 avril 2010.

House of Brands S.à r.l., Société à responsabilité limitée.

Siège social: L-5832 Fentange, 26A, op der Hobuch.

R.C.S. Luxembourg B 147.366.

Koordinierte Statuten eingetragen im Firmenregister Luxemburg.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Esch/Alzette, den 16. April 2010.

Référence de publication: 2010051847/10.

(100054080) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 avril 2010.

Cool Concept Sàrl, Société à responsabilité limitée.

Siège social: L-7327 Steinsel, 35, rue J.F. Kennedy.

R.C.S. Luxembourg B 90.549.

Les comptes annuels au 31 décembre 2008 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010063602/10.

(100079106) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Compagnie Immobilière de Weimerskirch, Société Anonyme.

Siège social: L-8009 Strassen, 19-21, route d'Arlon.

R.C.S. Luxembourg B 52.900.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010063591/10.

(100078957) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Cadeaux Schleich S. à r.l., Société à responsabilité limitée.

Siège social: L-8510 Redange-sur-Attert, 37, Grand-rue.

R.C.S. Luxembourg B 104.138.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010063587/10.

(100079177) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Luma Capital S.A. - SPF, Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-2180 Luxembourg, 5, rue Jean Monnet.

R.C.S. Luxembourg B 144.786.

Extrait du procès-verbal de la réunion du conseil d'administration du 26 mai 2010

Suite à l'autorisation accordée par l'assemblée générale ordinaire des actionnaires du 26 mai 2010, le conseil d'administration a nommé Monsieur Eirik DIESEN, demeurant à 42, rue Jean-Pierre Huberty, L-1742 Luxembourg, comme administrateur délégué de la société, avec pouvoir de gestion journalière sous sa seule signature.

Pour la société

LWM S.A.

Mandataire

Référence de publication: 2010063678/14.

(100078758) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Financière Bluestone S.A., Société Anonyme.

Siège social: L-1653 Luxembourg, 2, avenue Charles de Gaulle.
R.C.S. Luxembourg B 116.794.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 7 juin 2010.

Référence de publication: 2010063624/10.

(100078961) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

FMP Realty S.à r.l., Société à responsabilité limitée.

Siège social: L-1511 Luxembourg, 121, avenue de la Faïencerie.
R.C.S. Luxembourg B 105.130.

Les comptes annuels au 31 décembre 2007 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Un mandataire

Référence de publication: 2010063630/10.

(100079007) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Perlefin S.à r.l., Société à responsabilité limitée.

Capital social: EUR 37.500,00.

Siège social: L-1653 Luxembourg, 2, avenue Charles de Gaulle.
R.C.S. Luxembourg B 67.962.

Les comptes annuels au 31 décembre 2008 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010063732/10.

(100079055) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Reig Capital Group S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.
R.C.S. Luxembourg B 117.782.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Pour Reig Capital Group S.à r.l.

Intertrust (Luxembourg) S.A.

Référence de publication: 2010063744/11.

(100079024) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

ING Office Real Estate France S.à r.l., Société à responsabilité limitée.

Capital social: EUR 161.500,00.

Siège social: L-2453 Luxembourg, 5, rue Eugène Ruppert.
R.C.S. Luxembourg B 123.748.

Le bilan de la société au 30 juin 2009 a été déposé au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg.

Pour la société

Un mandataire

Référence de publication: 2010063654/13.

(100078954) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Reitstall Um Lannestack, Société à responsabilité limitée.

Siège social: L-8355 Garnich, 22, rue Nic Arend.
R.C.S. Luxembourg B 89.035.

Les comptes annuels au 31.12.2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010063750/9.

(100078996) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

RT3 S.A., Société Anonyme.

Siège social: L-1249 Luxembourg, 3-11, rue du Fort Bourbon.
R.C.S. Luxembourg B 118.676.

Les comptes annuels au 31/12/2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010063754/9.

(100078960) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Iphia Holding S.A., Société Anonyme.

Siège social: L-1637 Luxembourg, 1, rue Goethe.
R.C.S. Luxembourg B 83.321.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2010063663/9.

(100078906) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Gemplus International S.A., Société Anonyme.

Siège social: L-1840 Luxembourg, 32, boulevard Joseph II.
R.C.S. Luxembourg B 73.145.

EXTRAIT

La nouvelle adresse de Eke Bijzitter est la suivante:

Barbara Strozzi laan 382,
1083 HN Amsterdam

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 21 avril 2010.

Pour la Société

Signature

Référence de publication: 2010059498/15.

(100059804) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 avril 2010.

Ma Boite De Com., Société Anonyme.

Siège social: L-4818 Rodange, 21, avenue Dr. Gaasch.
R.C.S. Luxembourg B 135.598.

*Extrait du procès-verbal de l'Assemblée Générale Extraordinaire
du 7 janvier 2010*

Unique résolution

L'assemblée décide de transférer le siège social à L-4818 Rodange, 21, Avenue Dr. Gaasch.

Fabrice KAISER / Sandrine KAISER / Stéphanie BORE.

Référence de publication: 2010059466/12.

(100059780) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 avril 2010.

Carmo Retouches S.à.r.l., Société à responsabilité limitée.

Siège social: L-6450 Echternach, 22, route de Luxembourg.

R.C.S. Luxembourg B 116.409.

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Les comptes annuels au 31.12.2008 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010064099/10.

(100079032) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Art Management S.à r.l., Société à responsabilité limitée.

Siège social: L-2430 Luxembourg, 18-24, rue Michel Rodange.

R.C.S. Luxembourg B 121.873.

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Les comptes annuels au 31 décembre 2008 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 7/06/2010.

Signature.

Référence de publication: 2010064076/10.

(100078990) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Jay's S.A., Société Anonyme.

Siège social: L-4620 Differdange, 143, rue Emile Mark.

R.C.S. Luxembourg B 82.362.

—
Les comptes annuels au 31.12.2007 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010064168/10.

(100079039) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Jay's S.A., Société Anonyme.

Siège social: L-4620 Differdange, 143, rue Emile Mark.

R.C.S. Luxembourg B 82.362.

—
Les comptes annuels au 31.12.2006 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010064169/10.

(100079041) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

EDM Fund Management, Société Anonyme.

Siège social: L-1470 Luxembourg, 69, route d'Esch.

R.C.S. Luxembourg B 34.914.

—
Le bilan au 31 décembre 2009 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Pour EDM FUND MANAGEMENT

Société anonyme

RBC Dexia Investor Services Bank S.A.

Société anonyme

Signatures

Référence de publication: 2010064125/14.

(100079052) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Metro International S.A., Société Anonyme.

Siège social: L-2132 Luxembourg, 2-4, avenue Marie-Thérèse.

R.C.S. Luxembourg B 73.790.

Le bilan consolidé au 31 décembre 2009 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 28.05.10.

Signature.

Référence de publication: 2010064186/10.

(100078917) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Jay's S.A., Société Anonyme.

Siège social: L-4620 Differdange, 143, rue Emile Mark.

R.C.S. Luxembourg B 82.362.

Les comptes annuels au 31.12.2005 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010064170/10.

(100079042) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Jay's S.A., Société Anonyme.

Siège social: L-4620 Differdange, 143, rue Emile Mark.

R.C.S. Luxembourg B 82.362.

Les comptes annuels au 31.12.2004 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010064171/10.

(100079044) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Filuxim Sàrl, Société à responsabilité limitée.**Capital social: EUR 100.000,00.**

Siège social: L-1628 Luxembourg, 1, rue des Glacis.

R.C.S. Luxembourg B 128.534.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg.

Signature.

Référence de publication: 2010064133/11.

(100079037) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

M.A.R.S. Fund, Société d'Investissement à Capital Variable.

Siège social: L-2535 Luxembourg, 20, boulevard Emmanuel Servais.

R.C.S. Luxembourg B 92.303.

Le Rapport Annuel Révisé au 31 Décembre 2009 et la distribution des dividendes relative à l'Assemblée Générale Ordinaire du 3 juin 2010 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 4 juin 2010.

Eva-Maria MICK / Fabienne WALTZING

Mandataire Commercial / Mandataire Principal

Référence de publication: 2010064183/13.

(100078998) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

Endurance Residential Fehrbelliner S.à r.l., Société à responsabilité limitée.

Siège social: L-8308 Capellen, 38, Parc d'Activités Capellen.

R.C.S. Luxembourg B 124.542.

Les comptes annuels au 30 septembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature
Mandataire

Référence de publication: 2010064127/11.

(100078918) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

MILLE et 1 CHIENS S.à r.l., Société à responsabilité limitée.

Siège social: L-4599 Differdange, 43, rue J.F. Kennedy.

R.C.S. Luxembourg B 145.749.

Les comptes annuels au 31.12.2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signatures.

Référence de publication: 2010064187/10.

(100079019) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

MR Peinture S.à r.l., Société à responsabilité limitée.

Siège social: L-3378 Livange, Z.I. le 2000 route de Bettembourg.

R.C.S. Luxembourg B 136.392.

Les comptes annuels au 31 Décembre 2008 a été déposé au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2010064188/10.

(100079035) Déposé au registre de commerce et des sociétés de Luxembourg, le 7 juin 2010.

FDR Lux S.à r.l., Société à responsabilité limitée unipersonnelle.

Siège social: L-1118 Luxembourg, 19, rue Aldringen.

R.C.S. Luxembourg B 136.126.

Le bilan au 31 décembre 2009 a été déposé au registre de commerce et des sociétés de Luxembourg.
Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 27 Mai 2010.

Signature.

Référence de publication: 2010082635/10.

(100073220) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 mai 2010.

Kilanson S.à r.l., Société à responsabilité limitée.

Siège social: L-1882 Luxembourg, 5, rue Guillaume Kroll.

R.C.S. Luxembourg B 88.846.

En date du 22 avril 2010 et avec effet immédiat, Gérard Becquer, avec adresse professionnelle au 5, rue Guillaume Kroll, L-1882 Luxembourg, a démissionné de son mandat de Gérant de classe B de la société Kilanson S.à r.l., avec siège social au 5, rue Guillaume Kroll, L-1882 Luxembourg enregistrée au Registre de Commerce et des Sociétés sous le numéro B 88846.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 25 mai 2010.

Signature.

Référence de publication: 2010082639/13.

(100074106) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 mai 2010.

**Groupe Dynamite Inc. Luxembourg Branch / Groupe Dynamite Inc. Succursale de
Luxembourg**

Adresse de la succursale : 1, Allée Scheffer, L-2520 Luxembourg,
Grand-Duché de Luxembourg.

R.C.S. Luxembourg : *en voie d'immatriculation*

Constitution d'une succursale de droit luxembourgeois

Conformément à une résolution en date du 4 mai 2010 du conseil d'administration du Groupe Dynamite Inc., une société valablement constituée et existant sous les lois du Canada et ayant son siège social au 5592 Rue Ferrier, Ville Mont Royal, Québec, Canada H4P 1M2, (la « Société »), la Société a décidé d'ouvrir une succursale au Grand-Duché de Luxembourg en date du 4 mai 2010 et d'en demander l'inscription au Registre de Commerce et des Sociétés de Luxembourg (la « Succursale »).

Informations relatives à la Société :

- **Dénomination sociale :** Groupe Dynamite Inc.;
- **Droit de l'Etat dont relève la Société :** Canada ;
- **Registre auprès duquel la Société est enregistrée:** Industrie Canada ;
- **Numéro d'immatriculation de la Société auprès de Industrie Canada :** 293958-4;
- **Forme sociale :** « Incorporation » équivalente à une société anonyme de droit luxembourgeois ;
- **Siège social :** 5592 Rue Ferrier, Ville Mont Royal, Québec, Canada H4P 1M2.

Informations relatives à la Succursale :

- **Dénomination :** Groupe Dynamite Inc. Luxembourg Branch / Groupe Dynamite Inc. Succursale de Luxembourg;

- **Adresse** : 1, Allée Scheffer, L-2520 Luxembourg, Grand-Duché de Luxembourg;
- **Activités** : L'activité de la succursale est la détention et la gestion de participations d'intérêts sous quelque forme que ce soit, dans toutes formes de sociétés ou entités luxembourgeoises ou étrangères. La succursale luxembourgeoise peut également mener toute action ou opération se rattachant directement ou indirectement à son activité afin de faciliter l'accomplissement.
- **Personnes ayant le pouvoir d'engager la Société à l'égard des tiers et de la représenter en justice** :
 - **En qualités de gérants nommés dans les statuts constitutifs de la Société** :
 - Andrew LUTFY, né le 17 août 1964 à Montréal, Canada, résidant au 5592 Rue Ferrier, Ville Mont Royal, Québec, Canada H4P 1M2, en tant que Chef de la Direction; et
 - Anna MARTINI, née le 23 juin 1962 à Montréal, Canada, résidant au 5592 Rue Ferrier, Ville Mont Royal, Québec, Canada H4P 1M2, en tant que Présidente.

Conformément aux statuts de la Société, la Société est valablement engagée par la signature individuelle de l'un quelconque de ses gérants.

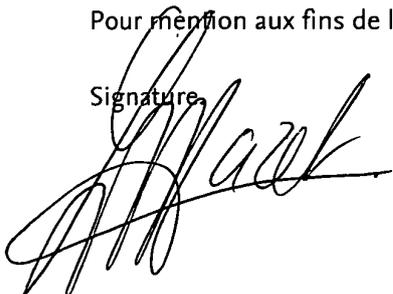
- **En tant que représentant permanent de la Société pour l'activité de la Succursale** :
 - Paul VAN BAARLE, né le 15 septembre 1958 à Rotterdam, Pays-Bas, résidant au 1, Allée Scheffer, L-2520 Luxembourg.

La Succursale est valablement engagée par la signature de son représentant permanent unique, ou en cas de pluralité de représentants permanents, par la signature individuelle de l'un quelconque de ses représentants permanents.

Le représentant permanent unique ou les représentants permanents, le cas échéant, peut/vent déléguer son/ses pouvoirs pour des tâches spécifiques à un ou plusieurs agents ad hoc.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature





Consumer and
Corporate Affairs Canada

Consommation et
Affaires commerciales Canada

**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi régissant les sociétés
par actions de régime fédéral**

LE GROUPE DYNAMITE BOUTIQUE INC.

293958-4

Name of corporation - Dénomination de la société

Corporation number - Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi régissant les sociétés par actions de régime fédéral*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director - Directeur

August 1, 1993/le 1 août 1993

Date of Amalgamation - Date de fusion

Canada

CANADA BUSINESS
CORPORATIONS ACT
FORM 9
ARTICLES OF AMALGAMATION
(SECTION 179)



LOI SUR LES CORPORATIONS
COMMERCIALES CANADIENNES
FORMULE 9
STATUTS DE FUSION
(ARTICLE 179)

1 Name of Amalgamated Corporation / Nom de la corporation née de la fusion
LE GROUPE DYNAMITE BOUTIQUE INC.

2 The place within Canada where the registered office is to be situated / Lieu au Canada où doit être situé le siège social
MONTREAL URBAN COMMUNITY

3 The classes and any maximum number of shares that the corporation is authorized to issue / Catégories et tout nombre maximal d'actions que la corporation est autorisée à émettre
SEE SCHEDULE "A" HERETO

4 Restrictions if any on share transfers / Restrictions sur le transfert des actions s'il y a lieu
SEE SCHEDULE "B" HERETO

5 Number (or minimum and maximum number) of directors / Nombre (ou nombre minimum et maximum) d'administrateurs
Minimum one (1) - Maximum ten (10)

6 Restrictions if any on business the corporation may carry on / Restrictions imposées quant aux entreprises que la corporation peut exploiter, s'il y a lieu
NONE

7 Other provisions if any / Autres dispositions s'il y a lieu
SEE SCHEDULE "C" HERETO

8 The amalgamation agreement has been approved by special resolutions of shareholders of each of the amalgamating corporations listed in Item 10 below in accordance with Section 177 of the Canada Business Corporations Act. La convention de fusion a été approuvée par résolutions spéciales des actionnaires de chacune des corporations fusionnantes énumérées à la rubrique 10 ci-dessous, en conformité de l'article 177 de la Loi sur les corporations commerciales canadiennes.

The amalgamation has been approved by a resolution of the directors of each of the amalgamating corporations listed in Item 10 below in accordance with Section 178 of the Canada Business Corporations Act. The attached articles of amalgamation set out herein are the same as the articles of incorporation of the amalgamating corporation named in Item 9. La fusion a été approuvée par résolution des administrateurs de chacune des corporations fusionnantes énumérées à la rubrique 10 ci-dessous en conformité de l'article 178 de la Loi sur les corporations commerciales canadiennes. Les statuts de fusion annexés, et indiqués ici sont les mêmes que les statuts d'incorporation de la corporation fusionnante indiquée à l'item numéro 9.

9 Name of the corporation the by-laws of which are to be the by-laws of the Amalgamated Corporation. / Nom de la corporation dont les règlements doivent être les règlements de la corporation née de la fusion.
SINDREW SPORTSWEAR INC.

10 Name of Amalgamating Corporations / Nom des corporations qui fusionnent	Corporation No. / No de la corporation	Signature	Date	Description of Office / Description du poste
SINDREW SPORTSWEAR INC./ VETEMENTS DE SPORT SINDREW INC.	222090-3		July 25/93	SECRETARY
DYNACORE SPORTSWEAR INC/VETEMENTS DE SPORT DYNACORE INC.	154939-1		July 25/93	SECRETARY

FOR DEPARTMENTAL USE ONLY / A L'USAGE DU MINISTÈRE SEULEMENT
Corporation No. - No de la corporation: **293958-4** Filed - Déposée: **1993**

SCHEDULE "A"

THE CLASSES OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE

The Corporation is authorized to issue Class "A" shares, Class "B" shares, Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares.

The rights, privileges, restrictions and conditions attaching to the said Class "A" shares, Class "B" shares, Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares are as follows:

1. The holders of the Class "A" shares shall be entitled to one (1) vote for each share held by them at all meetings of shareholders except meetings at which only holders of a specified class of shares other than the Class "A" shares are entitled to vote, and they shall be entitled to notice of all meetings of shareholders of the corporation.
2. Except as otherwise specifically provided in the Canada business Corporations Act, the Class "B" shares shall not carry any right to vote nor shall the holders thereof be entitled to notice of or to attend at shareholders' meetings.
3. The Class "A" shares and the Class "B" shares shall rank pari passu in every other respect, and the holders of such Class "A" Shares and Class "B" shares, shall, subject to the rights of the holders of the Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares, be entitled to receiving the remaining property of the corporation upon a dissolution.
4. The holders of the Class "C" shares, Class "D" shares, Class "E" shares, and Class "F" shares may receive non-cumulative dividends out of the funds legally available for such when declared by the directors, who may declare such dividends on one or more classes in such amounts as they direct. The foregoing shall also apply to the holders of the Class "G" shares, except that the latter shall bear a non-cumulative dividend rate of 9% per annum;

5. Each Class "C" share, Class "D" share, Class "E" share, Class "F" share and Class "G" share shall carry the right, in the event of the liquidation or winding up of the corporation to repayment of the consideration for which such share has been issued, and in the event that such share has been issued in consideration of property or past services, the repayment shall be the fair equivalent of the money that the corporation would have received if the share had been issued for money.
6. In the event that only part of the amount of the consideration received by the Corporation for any share issued by the Corporation is added to the stated capital account for the class or series of shares of which such share forms part, such share shall be deemed to have been issued for the full amount of the consideration received therefore for all purposes other than stated capital, including dividend, redemption, purchase, cancellation, liquidation and dissolution.
7. The Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares shall not carry the right to any further participation in profits or assets.
8. The holders of the Class "C" shares and Class "E" shares shall be entitled to one (1) vote for each share held by them at all meetings of shareholders except meetings at which only holders of a specified class of shares other than the Class "C" shares and Class "E" shares are entitled to vote, and they shall be entitled to notice of all meetings of shareholders of the corporation.
9. Except as otherwise specifically provided in the Canada Business Corporations Act, the Class "D" shares, Class "F" shares and Class "G" shares shall not carry any right to vote nor shall the holders thereof be entitled to notice of or to attend shareholders' meetings.

10. The Corporation may, at any time, at the option of the Directors, following the giving of seven (7) days prior notice to the holders, redeem the whole or any part of the Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares pursuant to the provisions of Section 34 of the Canada Business Corporations Act on payment for each share to be redeemed of the amount equal to its Redemption Amount (as hereinafter defined). In the case of a part only of the then outstanding Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares is at any time to be redeemed, the shares so to be redeemed shall be selected by lot in such manner as the Directors in their discretion shall decide or, if the Directors so determine, may be redeemed pro rata, disregarding fractions, and the Directors may make such adjustments as may be necessary to avoid the redemption of fractional parts of shares.
- 11 (a) The Redemption Amount for each Class "C" share, Class "D" share, Class "E" share and Class "F" share shall be an amount equal to the fair market value of the consideration for which the shares were issued. The same Redemption Amount shall also apply for each Class "G" share, subject, however, in the latter case, to the conditions set forth in Paragraph 11(b) hereinbelow;
- (b) In the event of a tax assessment in respect of the Class "G" shares, based on the fair market value of the consideration for which such shares were issued, the Corporation shall have the right to contest such assessment. In the event of such contestation, the fair market value shall be such as is determined either by final settlement between the Corporation and the representative of the taxing authority or by a final and non-appealable court judgment as the case may be. In the event of a discrepancy between the fair market value assessed by the federal and provincial taxing jurisdictions, the fair market value shall be the lesser of the two or if contested, the lesser of amounts determined either by final settlement between the Corporation and the representative of the taxing authority or by a final and non-appealable court judgment as the case may be. Thereafter, the Redemption Amount in respect of each Class "G" share will be adjusted to correspond to the fair market value as ultimately determined through the process hereinabove contemplated.

12. Each Class "E" share, Class "F" share and Class "G" share shall be redeemable at the option of the holder of such share at a price equal to its Redemption Amount (as hereinbefore defined). The Class "E" shares, Class "F" shares and Class "G" shares shall cease to be redeemable at the option of the holder of such share should such share be seized in execution by garnishment or in any other manner whatsoever or sold under judicial authority or pursuant to a pledge, collateral security or other such agreement from and including the date of such seizure or sale. The Corporation may also redeem all or any part of the Class "E" shares, and Class "F" shares at any time at the option of the directors of the corporation upon a notice of seven (7) days, without the consent of the holders thereof, and if less than the whole amount of the outstanding Class "E" shares and Class "E" shares shall be so redeemed, the shares to be redeemed shall be selected pro rata or by lot in such manner as the directors may determine.

13. The Class "C" shares, Class "D" shares, Class "E" shares, Class "F" shares and Class "G" shares shall rank pari passu in every other respect.

14. Should any shares which otherwise carry the right to vote be seized in execution, by garnishment or otherwise or sold under judicial authority or pursuant to a pledge, collateral security or other such agreement, the said shares shall cease to carry any right to vote from and including the date of seizure or sale.

SCHEDULE "B"

RESTRICTIONS ON THE TRANSFER OF SHARES

No share issued by the company shall be transferred without the approval of the directors. Such approval shall be expressed in a resolution of the Board of directors and may validly be given after the transfer has been registered in the corporate records, in which case it shall take effect retroactively upon the date on which the transfer was recorded.

SCHEDULE "C"

OTHER PROVISIONS

1. The number of shareholders of the company is limited to fifty (50), exclusive of present or former employees of the company or of a subsidiary; two or more persons who hold jointly one or more shares are counted as one shareholder.
2. Any distribution of securities by the company to the public is prohibited.
3. The directors may, when they deem it expedient,
 - a) borrow money upon the credit of the Company;
 - b) issue debentures or other securities of the company, and pledge or sell the same for such sums and at such price as may be deemed expedient;
 - c) notwithstanding the provisions of the Civil Code, hypothecate, mortgage or pledge the moveable or immoveable property, present or future, of the company, to secure any such debentures or other securities, or give part only of such guarantee for such purposes; and constitute the hypothec, mortgage or pledge above mentioned, by trust deed, in accordance with sections 27 and following of the Special Corporate Powers Act (L.R.Q., c. P-16) or in any other manner;
 - d) hypothecate or mortgage the immoveable property of the company, or pledge or otherwise affect the moveable property, or give all such guarantees, to secure the payment of loans made otherwise than by the issue of debentures, as well as the payment or performance of any other debt, contract or obligation of the company.



Industry Canada Industrie Canada

**Certificate
of Amendment**
**Canada Business
Corporations Act**
**Certificat
de modification**
**Loi canadienne sur
les sociétés par actions**

LE GROUPE DYNAMITE BOUTIQUE INC.	293958-4
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 <i>Canada Business Corporations Act</i> in accordance with the attached notice;	a) en vertu de l'article 13 de la <i>Loi canadienne sur les sociétés par actions</i> , conformément à l'avis ci-joint;
b) under section 27 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of amendment designating a series of shares;	b) en vertu de l'article 27 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
c) under section 179 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of amendment;	c) en vertu de l'article 179 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
d) under section 191 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of reorganization;	d) en vertu de l'article 191 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;
	May 31, 1999 / le 31 mai 1999
Director - Directeur	Date of Amendment - Date de modification





Industry Canada Industrie Canada
Canada Business Corporations Act Loi canadienne sur les sociétés par actions

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 LE GROUPE DYNAMITE BOUTIQUE INC.	2 - Corporation No. - N° de la société 2939584
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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 :

Section 3 of the Articles of amalgamation of the corporation are replaced by Schedule 1 and Schedule 2 attached hereto.

Date May 31, 1999	Signature  Andrew Lutfy	Title - Titre Director and president
IC 3069 (11-94) (cca 1387)		FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT

SCHEDULE 1**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.**

The corporation is authorized to issue:

1. an unlimited number of Class "A" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-A annexed to the present schedule as if recited at length;
2. an unlimited number of Class "B" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-B annexed to the present schedule as if recited at length;
3. an unlimited number of Class "C" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-C annexed to the present schedule as if recited at length;
4. an unlimited number of Class "D" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-D annexed to the present schedule as if recited at length;
5. an unlimited number of Class "E" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-E annexed to the present schedule as if recited at length;
6. an unlimited number of Class "F" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-F annexed to the present schedule as if recited at length;
7. an unlimited number of Class "G" shares, without par value, carrying and subject to the rights, privileges, restrictions and conditions described in Schedule 1-G annexed to the present schedule as if recited at length;

SCHEDULE 1-A**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.****1. CLASS "A" SHARES**

An unlimited number of Class "A" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Voting rights

1.1 The holders of Class "A" shares are entitled to vote at all meetings of shareholders of the corporation except meetings at which only holders of specified classes of shares are entitled to vote.

2. Dividend

2.1 Subject to the rights of the holders of the Class "C", Class "D", Class "F" and Class "G" shares, but *pari passu* with the holders of Class "B" shares, the holders of Class "A" shares shall be entitled to receive any amount of dividends declared by the Board of Directors of the corporation.

3. Reimbursement

3.1 Subject to the rights of the holders of the Class "C", Class "D", Class "E", Class "F" and Class "G" shares, but *pari passu* with the holders of the Class "B" shares, the holders of the Class "A" shares shall be entitled to receive the remaining property or assets of the corporation in the event of its dissolution, liquidation or winding-up or other distribution of its property or assets.

4. Other provisions

4.1 When pursuant to the provisions of the present schedule, certain rights of the holders of Class "A" shares rank *pari passu* with those of the holders of Class "B" shares in regard with the declaration and payment of dividend, any declaration and payment of dividend to the holders of Class "A" shares must be made by equal amounts on each Class "A" share and on each Class "B" share then outstanding, without preference or distinction.

4.2 When pursuant to the provisions of the present schedule, certain rights of the holders of Class "A" shares rank *pari passu* with those of the holders of Class "B" shares in regard with any distribution of the property or assets of the corporation, any distribution of the property or assets of the corporation to the holders of Class "A" shares must be made by equal amounts on each Class "A" share and on each Class "B" share then outstanding, without preference or distinction.

SCHEDULE I-B**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.****2. CLASS "B" SHARES**

An unlimited number of Class "B" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Voting rights

1.1 The holders of Class "B" shares shall not, as such, have any right to receive notice of, or to attend, or vote at any meetings of shareholders of the corporation.

2. Dividend

2.1 Subject to the rights of the holders of the Class "C", Class "D", Class "F" and Class "G" shares, but pari passu with the holders of Class "A" shares, the holders of Class "B" shares shall be entitled to receive, any amount of dividends declared by the Board of Directors of the corporation.

3. Reimbursement

3.1 Subject to the rights of the holders of the Class "C", Class "D", Class "E", Class "F" and Class "G" shares, but pari passu with the holders of the Class "A" shares, the holders of the Class "B" shares shall be entitled to receive the remaining property or assets of the corporation in the event of its dissolution, liquidation or winding-up or other distribution of its property or assets.

4. Other provisions

4.1 When pursuant to the provisions of the present schedule, certain rights of the holders of Class "B" shares rank pari passu with those of the holders of Class "A" shares in regard with the declaration and payment of dividend, any declaration and payment of dividend to the holders of Class "B" shares must be made by equal amounts on each Class "B" share and on each Class "A" share then outstanding, without preference or distinction.

4.2 When pursuant to the provisions of the present schedule, certain rights of the holders of Class "B" shares rank pari passu with those of the holders of Class "A" shares in regard with any distribution of the property or assets of the corporation, any distribution of the property or assets of the corporation to the holders of Class "B" shares must be made by equal amounts on each Class "B" share and on each Class "A" share then outstanding, without preference or distinction.

SCHEDULE 1-C

TO THE ARTICLES OF AMENDMENT OF LE GROUPE DYNAMITE BOUTIQUE INC.

3. CLASS "C" SHARES

An unlimited number of Class "C" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Dividend

1.1 Subject to paragraphs 1.2 and 1.3, the holders of Class "C" shares shall be entitled to receive for each financial year, as and when declared by the Board of Directors out of the profits and surpluses of the corporation available for the payment of dividends, a fixed, non-cumulative dividend of 0.4167% per month (5% per annum), in cash or otherwise.

1.2 Prior to the holders of Class "A", Class "B", Class "D", Class "F" and Class "G" during a given financial year, no dividend may be declared, paid or set aside for payment on the Class "A" and Class "B" shares, unless during said financial year, the prescribed dividend on the Class "F" shares shall have been declared, paid or set aside for payment.

1.3 Prior to the holders of Class "A", Class "B", Class "D", Class "F" and Class "G", if, for a given financial year, after complete payment of dividends on Class "C" shares, there still remains profits or surpluses available for the payment of dividends, such profits or surpluses may be, at the option of the Board of Directors of the corporation, distributed on the Class "A" and Class "B", Class "D", Class "F" and Class "G" shares according to the rights, privileges, restrictions and conditions attached to the Class "A", Class "B", Class "D", Class "F" and Class "G" shares.

2. Reimbursement

2.1 In the event of the liquidation, dissolution or winding-up of the corporation or other distribution of its property or assets, the holders of Class "C" shares shall be entitled to receive, prior to any distribution made to the holders of Class "A", Class "B", Class "E", Class "F" and Class "G" shares, but pari passu with the holders of Class "D" shares, an amount equal to the consideration received by the corporation for the issue of the then outstanding Class "C" shares, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation prior to such distribution on the then outstanding Class "C" shares, plus all declared and unpaid dividends on said Class "C" shares.

3. Additional Participation

3.1 The Class "C" shares shall not be entitled to participate any further in the profits and surpluses or assets of the corporation.

4. Voting rights

4.1 The holders of Class "C" shares are entitled to vote at all meetings of shareholders of the corporation except meetings at which only holders of specified classes of shares are entitled to vote.

5. Redemption at the option of the holder

5.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "C" shares shall be redeemable in whole or in part at the option of the holders of Class "C" shares at a redemption price for each Class "C" share so redeemed, equal to the amount representing the consideration received by the corporation for the issue of said Class "C" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "C" share, prior to said redemption, plus all declared and unpaid dividends on the said Class "C" share.

5.2 The holder shall remit to the secretary of the corporation a written notice of redemption setting out the number of Class "C" shares so to be redeemed, and the certificate or certificates representing said shares; within ten (10) days of the above-mentioned notice of redemption and upon presentation for cancellation of the certificates representing the shares to be redeemed, the corporation shall issue a cheque made to the order of the holder and representing the amount which the holder is entitled to receive under the terms of his right of redemption. From and after the date of redemption specified in the notice, the holders of the Class "C" shares called for redemption shall not be entitled to any further rights in respect thereof, unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation. In the event only a part of the Class "C" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6. Right of Redemption

6.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "C" shares shall be redeemable in whole or in part at the option of the corporation upon at least ten (10) days' written notice at the redemption price hereinafter set forth. The redemption price of a Class "C" share, shall be equal to the amount representing the consideration received by the corporation for the issue of said Class "C" share reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on the said Class "C" share prior to such redemption, plus all declared and unpaid dividends on the said Class "C" share. In the event only a part of the then outstanding Class "C" shares is to be redeemed, such shares shall be redeemed on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation and accepted unanimously by the holders of the then outstanding Class "C" shares.

6.2 The above-mentioned notice of redemption shall set out the redemption price, the place of payment of the redemption price, the date on which the redemption is to take place and, if only a part of the Class "C" shares held by a holder to whom the notice is addressed is to be redeemed, the number of Class "C" shares so to be redeemed. The corporation shall pay or cause to be paid the redemption price to each holder of Class "C" shares, or to his order, upon presentation and surrender of the certificates representing the Class "C" shares so called for redemption, at the registered office of the corporation or at any other place which may be indicated in the notice of redemption, and the Class "C" shares represented thereby shall thereupon be considered as having been redeemed. If only a part of the Class "C" shares represented by a

certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6.3 From and after the date of redemption specified in the notice, the holders of Class "C" shares called for redemption shall not be entitled to any further rights in respect thereof unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation.

6.4 The corporation shall have the right, at any time, to deposit the redemption price in a special account with any chartered bank or trust corporation in Canada mentioned in the notice of redemption, and the amount of such deposit shall be paid without interest to the respective holders of Class "C" shares so called for redemption, or to their order, upon presentation and surrender to such bank or trust corporation of the certificates representing such shares. From and after the date on which such deposit has been made or, as the case may be, the date of redemption mentioned in the notice, should such date be later than the date of deposit, the Class "C" shares in respect whereof such deposit has been made, shall be considered as having been redeemed and the rights of the holders thereof, as and from such deposit or such redemption, as the case may be, shall be limited to receive, without interest, the redemption price applicable to their respective shares upon presentation and surrender of the certificates held by them respectively.

7. Purchase by mutual agreement

7.1 Subject to the provisions of the *Canada Business Corporations Act*, the corporation may at its option, at any time and from time to time, further to offers to sell received subsequently to a request to such effect addressed by the corporation to all holders of Class "C" shares, or otherwise, purchase by mutual agreement, all or part of the Class "C" shares, at the lowest price at which, in the opinion of the Board of Directors, such shares are obtainable, however such price shall in no event exceed, with respect to each share so purchased, the amount representing the consideration received by the corporation for the issue of said Class "C" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "C" share prior to such purchase, plus all declared and unpaid dividends on said Class "C" share. If only a part of the outstanding Class "C" shares is to be purchased by mutual agreement, such shares shall be purchased on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation.

8. Adjustment

8.1 In the event that any competent tax authority should issue or propose to issue a notice of assessment or a notice of reassessment for purposes of income tax, gift tax or of any other tax (rights, duties, etc.) on the basis that the fair market value, on the date of issue of the Class "C" shares, of the property received by the corporation as consideration for the issuance thereof was different from the fair market value of the consideration received for the issuance thereof as set by the directors of the corporation, the said consideration for the issue of the Class "C" shares will be reduced or increased accordingly by an amount corresponding to the difference, without payment or reimbursement whatsoever by or to the holders thereof, subject however, to the assessment or new assessment becoming final and definitive because it is not disputed by an appeal or, because of a final judgement by a court or any other tribunal having ruled in last instance on the question or, because pursuant to a settlement reached between the corporation, the holders of the said Class "C" shares and the said tax authority. In the event of a difference between the federal and provincial assessments, the said adjustment will be based on the smallest of the two amounts, established as

herein above provided for.

8.2 When at the time of the adjustment, one or several Class "C" shares were purchased or redeemed, then the corporation shall, in the event of an adjustment increasing the purchase or the redemption price, pay to the holders of Class "C" shares so purchased or redeemed an amount equal to the difference, such payment to be deemed made as of the date of purchase or redemption thereof and, in the event of an adjustment reducing the purchase or redemption price of such Class "C" shares, the holders thereof shall reimburse to the corporation an amount equal to the difference. In the event that prior to the adjustment made hereunder dividends were declared on Class "C" shares, such dividends shall be adjusted accordingly, on the basis of the fair market value of the consideration received by the corporation for the issuance of the Class "C" shares.

9. Other provisions

9.1 For the purpose of this Schedule 1-C, the consideration received by the corporation for the issue of a Class "C" share, if in money, is the amount of money actually received by the corporation with respect to such share, and if in property other than money or in services, the consideration received is the fair market value of such property or services, expressed in money, as determined by resolution of the Board of Directors of the corporation.

9.2 For the purpose of this schedule 1-C, if a Class "C" share is issued following a conversion into a Class "C" share, the consideration received by the corporation will be equal to the amount fixed by the Board of Directors of the Corporation on the conversion of such shares into Class "C" shares.

9.3 When pursuant to the provisions of the present schedule, certain rights of the holders of Class "C" shares rank *pari passu* with those of the holders of Class "D" shares in regard with any distribution of the property or assets of the corporation, any distribution of the property or assets of the corporation to the holders of Class "C" shares must be made by equal amounts on each Class "C" share and on each Class "D" share then outstanding, without preference or distinction.

SCHEDULE I-D**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.****4. CLASS "D" SHARES**

An unlimited number of Class "D" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Dividend

1.1 Subject to paragraphs 1.2 and 1.3, the holders of Class "D" shares shall be entitled to receive for each financial year, as and when declared by the Board of Directors out of the profits and surpluses of the corporation available for the payment of dividends, a discretionary dividend, in cash or otherwise, of an amount to be determined by the Board of Directors of the corporation.

1.2 Subject to the rights of the holders of Class "C" shares, during a given financial year, no dividend may be declared, paid or set aside for payment on the Class "A", Class "B", Class "F" and Class "G" shares, unless during said financial year, the dividend on the Class "D" shares shall have been declared, paid or set aside for payment.

1.3 Subject to the rights of the holders of Class "C" if, for a given financial year, after complete payment of dividends on Class "D" shares, there still remains profits or surpluses available for the payment of dividends, such profits or surpluses may be, at the option of the Board of Directors of the corporation, distributed on the Class "A", Class "B", Class "F" and Class "G" shares according to the rights, privileges, restrictions and conditions attached to the Class "A", Class "B", Class "F" and Class "G" shares.

2. Reimbursement

2.1 In the event of the liquidation, dissolution or winding-up of the corporation or other distribution of its property or assets, the holders of Class "D" shares shall be entitled to receive, prior to any distribution made to the holders of Class "A", Class "B", Class "E", Class "F" and Class "G" shares, but pari passu with the holders of Class "C" shares, an amount equal to the consideration received by the corporation for the issue of the then outstanding Class "D" shares, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation prior to such distribution on the then outstanding Class "D" shares, plus all declared and unpaid dividends on said Class "D" shares.

3. Additional Participation

3.1 The Class "D" shares shall not be entitled to participate any further in the profits and surpluses or assets of the corporation.

4. Voting rights

4.1 The holders of Class "D" shares shall not as such have any right to receive notice of, or to attend, or vote at any meetings of shareholders of the corporation.

5. Redemption at the option of the holder

5.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "D" shares shall be redeemable in whole or in part at the option of the holders of Class "D" shares at a redemption price for each Class "D" share so redeemed, equal to the amount representing the consideration received by the corporation for the issue of said Class "D" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "D" share, prior to said redemption, plus all declared and unpaid dividends on the said Class "D" share.

5.2 The holder shall remit to the secretary of the corporation a written notice of redemption setting out the number of Class "D" shares so to be redeemed, and the certificate or certificates representing said shares; within ten (10) days of the above-mentioned notice of redemption and upon presentation for cancellation of the certificates representing the shares to be redeemed, the corporation shall issue a cheque made to the order of the holder and representing the amount which the holder is entitled to receive under the terms of his right of redemption. From and after the date of redemption specified in the notice, the holders of the Class "D" shares called for redemption shall not be entitled to any further rights in respect thereof, unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation. In the event only a part of the Class "D" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6. Right of Redemption

6.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "D" shares shall be redeemable in whole or in part at the option of the corporation upon at least ten (10) days' written notice at the redemption price hereinafter set forth. The redemption price of a Class "D" share, shall be equal to the amount representing the consideration received by the corporation for the issue of said Class "D" share reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on the said Class "D" share prior to such redemption, plus all declared and unpaid dividends on the said Class "D" share. In the event only a part of the then outstanding Class "D" shares is to be redeemed, such shares shall be redeemed on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation and accepted unanimously by the holders of the then outstanding Class "D" shares.

6.2 The above-mentioned notice of redemption shall set out the redemption price, the place of payment of the redemption price, the date on which the redemption is to take place and, if only a part of the Class "D" shares held by a holder to whom the notice is addressed is to be redeemed, the number of Class "D" shares so to be redeemed. The corporation shall pay or cause to be paid the redemption price to each holder of Class "D" shares, or to his order, upon presentation and surrender of the certificates representing the Class "D" shares so called for redemption, at the registered office of the corporation or at any other place which may be indicated in the notice of redemption, and the Class "D" shares represented thereby shall thereupon be considered as having been redeemed. If only a part of the Class "D" shares represented

by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6.3 From and after the date of redemption specified in the notice, the holders of Class "D" shares called for redemption shall not be entitled to any further rights in respect thereof unless payment of the redemption price as hereinabove provided upon presentation of the certificates representing such shares is not made by the corporation.

6.4 The corporation shall have the right, at any time, to deposit the redemption price in a special account with any chartered bank or trust corporation in Canada mentioned in the notice of redemption, and the amount of such deposit shall be paid without interest to the respective holders of Class "D" shares so called for redemption, or to their order, upon presentation and surrender to such bank or trust corporation of the certificates representing such shares. From and after the date on which such deposit has been made or, as the case may be, the date of redemption mentioned in the notice, should such date be later than the date of deposit, the Class "D" shares in respect whereof such deposit has been made, shall be considered as having been redeemed and the rights of the holders thereof, as and from such deposit or such redemption, as the case may be, shall be limited to receive, without interest, the redemption price applicable to their respective shares upon presentation and surrender of the certificates held by them respectively.

7. Purchase by mutual agreement

7.1 Subject to the provisions of the *Canada Business Corporations Act*, the corporation may at its option, at any time and from time to time, further to offers to sell received subsequently to a request to such effect addressed by the corporation to all holders of Class "D" shares, or otherwise, purchase by mutual agreement, all or part of the Class "D" shares, at the lowest price at which, in the opinion of the Board of Directors, such shares are obtainable, however such price shall in no event exceed, with respect to each share so purchased, the amount representing the consideration received by the corporation for the issue of said Class "D" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "D" share prior to such purchase, plus all declared and unpaid dividends on said Class "D" share. If only a part of the outstanding Class "D" shares is to be purchased by mutual agreement, such shares shall be purchased on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation.

8. Adjustment

8.1 In the event that any competent tax authority should issue or propose to issue a notice of assessment or a notice of reassessment for purposes of income tax, gift tax or of any other tax (rights, duties, etc.) on the basis that the fair market value, on the date of issue of the Class "D" shares, of the property received by the corporation as consideration for the issuance thereof was different from the fair market value of the consideration received for the issuance thereof as set by the directors of the corporation, the said consideration for the issue of the Class "D" shares will be reduced or increased accordingly by an amount corresponding to the difference, without payment or reimbursement whatsoever by or to the holders thereof, subject however, to the assessment or new assessment becoming final and definitive because it is not disputed by an appeal or, because of a final judgement by a court or any other tribunal having ruled in last instance on the question or, because pursuant to a settlement reached between the corporation, the holders of the said Class "D" shares and the said tax authority. In the event of a difference between the federal and

provincial assessments, the said adjustment will be based on the smallest of the two amounts, established as herein above provided for.

8.2 When at the time of the adjustment, one or several Class "D" shares were purchased or redeemed, then the corporation shall, in the event of an adjustment increasing the purchase or the redemption price, pay to the holders of Class "D" shares so purchased or redeemed an amount equal to the difference, such payment to be deemed made as of the date of purchase or redemption thereof and, in the event of an adjustment reducing the purchase or redemption price of such Class "D" shares, the holders thereof shall reimburse to the corporation an amount equal to the difference. In the event that prior to the adjustment made hereunder dividends were declared on Class "D" shares, such dividends shall be adjusted accordingly, on the basis of the fair market value of the consideration received by the corporation for the issuance of the Class "D" shares.

9. Other provisions

9.1 For the purpose of this Schedule 1-D, the consideration received by the corporation for the issue of a Class "D" share, if in money, is the amount of money actually received by the corporation with respect to such share, and if in property other than money or in services, the consideration received is the fair market value of such property or services, expressed in money, as determined by resolution of the Board of Directors of the corporation.

9.2 For the purpose of this schedule 1-D, if a Class "D" share is issued following a conversion into a Class "D" share, the consideration received by the corporation will be equal to the amount fixed by the Board of Directors of the Corporation on the conversion of such shares into Class "D" shares.

9.3 When pursuant to the provisions of the present schedule, certain rights of the holders of Class "D" shares rank *pari passu* with those of the holders of Class "C" shares in regard with any distribution of the property or assets of the corporation, any distribution of the property or assets of the corporation to the holders of Class "D" shares must be made by equal amounts on each Class "D" share and on each Class "C" share then outstanding, without preference or distinction.

SCHEDULE 1-E**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.****5. CLASS "E" SHARES**

An unlimited number of Class "E" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Reimbursement

1.1 In the event of the liquidation, dissolution or winding-up of the corporation or other distribution of its property or assets, the holders of Class "E" shares shall be entitled to receive, prior to any distribution made to the holders of Class "A", Class "B", Class "F" and Class "G" shares, but after the holders of Class "C" and Class "D" shares, an amount equal to the lesser of five hundred thousand dollars (\$500,000) per share and the fair market value of each Class "E" share issued and outstanding at the date of the liquidation, dissolution or winding-up of the corporation or other distribution of its property or assets as the case may be.

2. Additional Participation

2.1 The Class "E" shares shall not be entitled to participate any further in the profits and surpluses or assets of the corporation.

3. Voting rights

3.1 The holders of Class "E" shares shall not, as such, have any right to receive notice of, or to attend, or vote at any meetings of shareholders of the corporation.

4. Redemption at the option of the holder

4.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "E" shares shall be redeemable in whole or in part at the option of the holders of Class "E" shares at a redemption price for each Class "E" share so redeemed, equal to the lesser of five hundred thousand dollars (\$500,000) per share and the fair market value of each Class "E" share issued and outstanding at the date of redemption, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "E" share, prior to said redemption.

4.2 The holder shall remit to the secretary of the corporation a written notice of redemption setting out the number of Class "E" shares so to be redeemed, and the certificate or certificates representing said shares; within ten (10) days of the above-mentioned notice of redemption and upon presentation for cancellation of the certificates representing the shares to be redeemed, the corporation shall issue a cheque made to the order of the holder and representing the amount which the holder is entitled to receive under the terms of his right of redemption. From and after the date of redemption specified in the notice, the holders of the Class "E" shares called for redemption shall not be entitled to any further rights in respect thereof

unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation. In the event only a part of the Class "E" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

5. Right of Redemption

5.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "E" shares shall be redeemable in whole or in part at the option of the corporation upon at least ten (10) days' written notice at the redemption price hereinafter set forth. The redemption price of each Class "E" share shall be equal to the lesser of five hundred thousand dollars (\$500,000) per share and the fair market value of each Class "E" share issued and outstanding at the date of redemption and reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on the said Class "E" share prior to such redemption.

5.2 The above-mentioned notice of redemption shall set out the redemption price determined in paragraph 5.1, the place of payment of the redemption price, the date on which the redemption is to take place and, if only a part of the Class "E" shares held by a holder to whom the notice is addressed is to be redeemed, the number of Class "E" shares so to be redeemed. The corporation shall pay or cause to be paid the redemption price to each holder of Class "E" shares, or to his order, upon presentation and surrender of the certificates representing the Class "E" shares so called for redemption, at the registered office of the corporation or at any other place which may be indicated in the notice of redemption, and the Class "E" shares represented thereby shall thereupon be considered as having been redeemed. If only a part of the Class "E" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

5.3 From and after the date of redemption specified in the notice, the holders of Class "E" shares called for redemption shall not be entitled to any further rights in respect thereof unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation.

5.4 The corporation shall have the right, at any time, to deposit the redemption price in a special account with any chartered bank or trust corporation in Canada mentioned in the notice of redemption, and the amount of such deposit shall be paid without interest to the respective holders of Class "E" shares so called for redemption, or to their order, upon presentation and surrender to such bank or trust corporation of the certificates representing such shares. From and after the date on which such deposit has been made or, as the case may be, the date of redemption mentioned in the notice, should such date be later than the date of deposit, the Class "E" shares in respect whereof such deposit has been made, shall be considered as having been redeemed and the rights of the holders thereof, as and from such deposit or such redemption, as the case may be, shall be limited to receive, without interest, the redemption price applicable to their respective shares upon presentation and surrender of the certificates held by them respectively.

6. Purchase by mutual agreement

6.1 Subject to the provisions of the *Canada Business Corporations Act*, the corporation may at its option, at any time and from time to time, further to offers to sell received subsequently to a request to such effect addressed by the corporation to all holders of Class "E" shares, or otherwise, purchase by mutual agreement, all or part of the Class "E" shares, at the lowest price at which, in the opinion of the Board of Directors, such shares are obtainable, however such price shall in no event exceed, with respect to each share so purchased, the amount representing the consideration received by the corporation for the issue of said Class "E" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "E" share prior to such purchase, plus all declared and unpaid dividends on said Class "E" share. If only a part of the outstanding Class "E" shares is to be purchased by mutual agreement, such shares shall be purchased on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation.

7. Other provisions

7.1 For the purpose of this Schedule 1-E, the consideration received by the corporation for the issue of a Class "E" share, if in money, is the amount of money actually received by the corporation with respect to such share, and if in property other than money or in services, the consideration received is the fair market value of such property or services, expressed in money, as determined by resolution of the Board of Directors of the corporation.

SCHEDULE 1-F**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.****6. CLASS "F" SHARES**

An unlimited number of Class "F" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Dividend

1.1 Subject to paragraphs 1.2 and 1.3, the holders of Class "F" shares shall be entitled to receive for each financial year, as and when declared by the Board of Directors out of the profits and surpluses of the corporation available for the payment of dividends, a fixed, non-cumulative dividend, in cash or otherwise, of thirty thousand dollars (\$30,000) per holder of Class "F" shares.

1.2 Subject to the rights of the holders of Class "C" and Class "D" shares, during a given financial year, no dividend may be declared, paid or set aside for payment on the Class "A", Class "B" and Class "G" shares, unless during said financial year, the prescribed dividend on the Class "F" shares shall have been declared, paid or set aside for payment.

1.3 Subject to the rights of the holders of Class "C" and Class "D" shares, if, for a given financial year, after complete payment of dividends on Class "F" shares, there still remains profits or surpluses available for the payment of dividends, such profits or surpluses may be, at the option of the Board of Directors of the corporation, distributed on the Class "A", Class "B" and Class "G" shares according to the rights, privileges, restrictions and conditions attached to the Class "A", Class "B" and Class "G" shares.

2. Reimbursement

2.1 In the event of the liquidation, dissolution or winding-up of the corporation or other distribution of its property or assets, the holders of Class "F" shares shall be entitled to receive, prior to any distribution made to the holders of Class "A", Class "B" and Class "G" shares, but after the holders of Class "C", Class "D" and Class "E" shares, an amount equal to the consideration received by the corporation for the issue of the then outstanding Class "F" shares, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation prior to such distribution on the then outstanding Class "F" shares, plus all declared and unpaid dividends on said Class "F" shares.

3. Additional Participation

3.1 The Class "F" shares shall not be entitled to participate any further in the profits and surpluses or assets of the corporation.

4. Voting rights

4.1 The holders of Class "F" shares shall not, as such, have any right to receive notice of, or to attend, or vote at any meetings of shareholders of the corporation.

5. Redemption at the option of the holder

5.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "F" shares shall be redeemable in whole or in part at the option of the holders of Class "F" shares at a redemption price for each Class "F" share so redeemed, equal to the amount representing the consideration received by the corporation for the issue of said Class "F" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "F" share, prior to said redemption, plus all declared and unpaid dividends on the said Class "F" share.

5.2 The holder shall remit to the secretary of the corporation a written notice of redemption setting out the number of Class "F" shares so to be redeemed, and the certificate or certificates representing said shares; within ten (10) days of the above-mentioned notice of redemption and upon presentation for cancellation of the certificates representing the shares to be redeemed, the corporation shall issue a cheque made to the order of the holder and representing the amount which the holder is entitled to receive under the terms of his right of redemption. From and after the date of redemption specified in the notice, the holders of the Class "F" shares called for redemption shall not be entitled to any further rights in respect thereof, unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation. In the event only a part of the Class "F" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6. Right of Redemption

6.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "F" shares shall be redeemable in whole or in part at the option of the corporation upon at least ten (10) days' written notice at the redemption price hereinafter set forth. The redemption price of a Class "F" share, shall be equal to the amount representing the consideration received by the corporation for the issue of said Class "F" share reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on the said Class "F" share prior to such redemption, plus all declared and unpaid dividends on the said Class "F" share. In the event only a part of the then outstanding Class "F" shares is to be redeemed, such shares shall be redeemed on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation, such redemption being accepted unanimously by the holders of the then outstanding Class "F" shares.

6.2 The above-mentioned notice of redemption shall set out the redemption price, the place of payment of the redemption price, the date on which the redemption is to take place and, if only a part of the Class "F" shares held by a holder to whom the notice is addressed is to be redeemed, the number of Class "F" shares so to be redeemed. The corporation shall pay or cause to be paid the redemption price to each holder of Class "F" shares, or to his order, upon presentation and surrender of the certificates representing the Class "F" shares so called for redemption, at the registered office of the corporation or at any other place which may be indicated in the notice of redemption, and the Class "F" shares represented thereby shall thereupon be considered as having been redeemed. If only a part of the Class "F" shares represented by a

certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6.3 From and after the date of redemption specified in the notice, the holders of Class "F" shares called for redemption shall not be entitled to any further rights in respect thereof unless payment of the redemption price as hereinabove provided upon presentation of the certificates representing such shares is not made by the corporation.

6.4 The corporation shall have the right, at any time, to deposit the redemption price in a special account with any chartered bank or trust corporation in Canada mentioned in the notice of redemption, and the amount of such deposit shall be paid without interest to the respective holders of Class "F" shares so called for redemption, or to their order, upon presentation and surrender to such bank or trust corporation of the certificates representing such shares. From and after the date on which such deposit has been made or, as the case may be, the date of redemption mentioned in the notice, should such date be later than the date of deposit, the Class "F" shares in respect whereof such deposit has been made, shall be considered as having been redeemed and the rights of the holders thereof, as and from such deposit or such redemption, as the case may be, shall be limited to receive, without interest, the redemption price applicable to their respective shares upon presentation and surrender of the certificates held by them respectively.

7. Purchase by mutual agreement

7.1 Subject to the provisions of the *Canada Business Corporations Act*, the corporation may at its option, at any time and from time to time, further to offers to sell received subsequently to a request to such effect addressed by the corporation to all holders of Class "F" shares, or otherwise, purchase by mutual agreement, all or part of the Class "F" shares, at the lowest price at which, in the opinion of the Board of Directors, such shares are obtainable, however such price shall in no event exceed, with respect to each share so purchased, the amount representing the consideration received by the corporation for the issue of said Class "F" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "F" share prior to such purchase, plus all declared and unpaid dividends on said Class "F" share. If only a part of the outstanding Class "F" shares is to be purchased by mutual agreement, such shares shall be purchased on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation.

8. Other provisions

8.1 For the purpose of this Schedule 1-F, the consideration received by the corporation for the issue of a Class "F" share, if in money, is the amount of money actually received by the corporation with respect to such share, and if in property other than money or in services, the consideration received is the fair market value of such property or services, expressed in money, as determined by resolution of the Board of Directors of the corporation.

SCHEDULE 1-G**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.****7. CLASS "G" SHARES**

An unlimited number of Class "G" shares, carrying and subject to the following rights, privileges, restrictions and conditions:

1. Dividend

1.1 Subject to paragraphs 1.2 and 1.3, the holders of Class "G" shares shall be entitled to receive for each financial year, as and when declared by the Board of Directors out of the profits and surpluses of the corporation available for the payment of dividends, a fixed, non-cumulative dividend, in cash or otherwise, of nine percent (9%), calculated on the amount representing the consideration received by the corporation for the issue of the then outstanding Class "G" shares, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation, prior to the declaration of the dividend on the then outstanding Class "G" shares. Moreover, in the event that a financial year of the corporation is shorter than three hundred and sixty-five (365) days, the above-mentioned rate of dividend shall then be adjusted to correspond to the proportion represented by the number of days of said short financial year on three hundred and sixty-five (365) days.

1.2 Subject to the rights of the holders of Class "C", Class "D" and Class "F" shares, during a given financial year, no dividend may be declared, paid or set aside for payment on the Class "G" shares, unless during said financial year, the prescribed dividend on the Class "G" shares shall have been declared, paid or set aside for payment.

1.3 Subject to the rights of the holders of Class "C", Class "D" and Class "F" shares, if, for a given financial year, after complete payment of dividends on Class "G" shares, there still remains profits or surpluses available for the payment of dividends, such profits or surpluses may be, at the option of the Board of Directors of the corporation, distributed on the Class "A" and Class "B" shares according to the rights, privileges, restrictions and conditions attached to the Class "A" and Class "B" shares.

2. Reimbursement

2.1 In the event of the liquidation, dissolution or winding-up of the corporation or other distribution of its property or assets, the holders of Class "G" shares shall be entitled to receive, prior to any distribution made to the holders of Class "A" and Class "B" shares, but after the holders of Class "C", Class "D", Class "E" and Class "F" shares, an amount equal to the consideration received by the corporation for the issue of the then outstanding Class "G" shares, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation prior to such distribution on the then outstanding Class "G" shares, plus all declared and unpaid dividends on said Class "G" shares.

3. Additional Participation

3.1 The Class "G" shares shall not be entitled to participate any further in the profits and surpluses or assets of the corporation.

4. Voting rights

4.1 The holders of Class "G" shares shall not, as such, have any right to receive notice of, or to attend, or vote at any meetings of shareholders of the corporation.

5. Redemption at the option of the holder

5.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "G" shares shall be redeemable in whole or in part at the option of the holders of Class "G" shares at a redemption price for each Class "G" share so redeemed, equal to the amount representing the consideration received by the corporation for the issue of said Class "G" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "G" share, prior to said redemption, plus all declared and unpaid dividends on the said Class "G" share.

5.2 The holder shall remit to the secretary of the corporation a written notice of redemption setting out the number of Class "G" shares so to be redeemed, and the certificate or certificates representing said shares; within ten (10) days of the above-mentioned notice of redemption and upon presentation for cancellation of the certificates representing the shares to be redeemed, the corporation shall issue a cheque made to the order of the holder and representing the amount which the holder is entitled to receive under the terms of his right of redemption. From and after the date of redemption specified in the notice, the holders of the Class "G" shares called for redemption shall not be entitled to any further rights in respect thereof unless payment of the redemption price as herein above provided upon presentation of the certificates representing such shares is not made by the corporation. In the event only a part of the Class "G" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6. Right of Redemption

6.1 Subject to the provisions of the *Canada Business Corporations Act*, Class "G" shares shall be redeemable in whole or in part at the option of the corporation upon at least ten (10) days' written notice at the redemption price hereinafter set forth. The redemption price of a Class "G" share, shall be equal to the amount representing the consideration received by the corporation for the issue of said Class "G" share reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on the said Class "G" share prior to such redemption, plus all declared and unpaid dividends on the said Class "G" share. In the event only a part of the then outstanding Class "G" shares is to be redeemed, such shares shall be redeemed on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation, such redemption being accepted unanimously by the holders of the then outstanding Class "G" shares.

6.2 The above-mentioned notice of redemption shall set out the redemption price, the place of payment of the redemption price, the date on which the redemption is to take place and, if only a part of the Class "G" shares held by a holder to whom the notice is addressed is to be redeemed, the number of Class "G"

shares so to be redeemed. The corporation shall pay or cause to be paid the redemption price to each holder of Class "G" shares, or to his order, upon presentation and surrender of the certificates representing the Class "G" shares so called for redemption, at the registered office of the corporation or at any other place which may be indicated in the notice of redemption, and the Class "G" shares represented thereby shall thereupon be considered as having been redeemed. If only a part of the Class "G" shares represented by a certificate has been redeemed, a new certificate for the balance of the shares not redeemed shall be issued at the expense of the corporation.

6.3 From and after the date of redemption specified in the notice, the holders of Class "G" shares called for redemption shall not be entitled to any further rights in respect thereof unless payment of the redemption price as hereinabove provided upon presentation of the certificates representing such shares is not made by the corporation.

6.4 The corporation shall have the right, at any time, to deposit the redemption price in a special account with any chartered bank or trust corporation in Canada mentioned in the notice of redemption, and the amount of such deposit shall be paid without interest to the respective holders of Class "G" shares so called for redemption, or to their order, upon presentation and surrender to such bank or trust corporation of the certificates representing such shares. From and after the date on which such deposit has been made or, as the case may be, the date of redemption mentioned in the notice, should such date be later than the date of deposit, the Class "G" shares in respect whereof such deposit has been made, shall be considered as having been redeemed and the rights of the holders thereof, as and from such deposit or such redemption, as the case may be, shall be limited to receive, without interest, the redemption price applicable to their respective shares upon presentation and surrender of the certificates held by them respectively.

7. Purchase by mutual agreement

7.1 Subject to the provisions of the *Canada Business Corporations Act*, the corporation may at its option, at any time and from time to time, further to offers to sell received subsequently to a request to such effect addressed by the corporation to all holders of Class "G" shares, or otherwise, purchase by mutual agreement, all or part of the Class "G" shares, at the lowest price at which, in the opinion of the Board of Directors, such shares are obtainable, however such price shall in no event exceed, with respect to each share so purchased, the amount representing the consideration received by the corporation for the issue of said Class "G" share, reduced, as the case may be, by the amount representing any reimbursement or reduction of the stated capital made by the corporation on said Class "G" share prior to such purchase, plus all declared and unpaid dividends on said Class "G" share. If only a part of the outstanding Class "G" shares is to be purchased by mutual agreement, such shares shall be purchased on a pro rata basis disregarding fractions of shares, or in any other manner adopted by the Board of Directors of the corporation.

8. Other provisions

8.1 For the purpose of this Schedule 1-G, the consideration received by the corporation for the issue of a Class "G" share, if in money, is the amount of money actually received by the corporation with respect to such share, and if in property other than money or in services, the consideration received is the fair market value of such property or services, expressed in money, as determined by resolution of the Board of Directors of the corporation.

SCHEDULE 2

**TO THE ARTICLES OF AMENDMENT OF
LE GROUPE DYNAMITE BOUTIQUE INC.**

CONVERSION OF SHARES FURTHER TO REORGANIZATION OF THE CAPITAL STOCK

The eight hundred (800) Class "A" shares issued and outstanding in the Capital stock of the Corporation are converted into thirty-five million nine hundred fifty thousand (35, 950, 000) Class "C" shares and fifty thousand (50, 000) Class "D" shares upon issuance of the Articles of Amendment reorganizing the capital shares of the Corporation.



Industry Canada Industrie Canada

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

GROUPE DYNAMITE INC.	293958-4
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 <i>Canada Business Corporations Act</i> in accordance with the attached notice;	<input type="checkbox"/> a) en vertu de l'article 13 de la <i>Loi canadienne sur les sociétés par actions</i> , conformément à l'avis ci-joint;
b) under section 27 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of amendment designating a series of shares;	<input type="checkbox"/> b) en vertu de l'article 27 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
c) under section 179 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of amendment;	<input checked="" type="checkbox"/> c) en vertu de l'article 179 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
d) under section 191 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of reorganization;	<input type="checkbox"/> d) en vertu de l'article 191 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;
	August 27, 1999 / le 27 août 1999
Director - Directeur	Date of Amendment - Date de modification

Canada

LES SOCIÉTÉS
COMMERCIALES CANADIENNES
FORMULE 4
CLAUSES MODIFICATRICES
(ART. 527 DU 171)



Heure de réception: 16.12.00PM

CORPORATIONS ACT
FORM 4
ARTICLES OF AMENDMENT
(SECTION 27 OR 171)

1 - Dénomination de la société - Name of Corporation LE GROUPE DYNAMITE BOUTIQUE INC.	2 - No de la société - Corporation No. 293958-4
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2 - Les statuts de la société ci-haut mentionnée sont modifiés de la façon suivante:

The articles of the above-named corporation are amended as follows:

THAT the name of the Corporation be changed to:

GROUPE DYNAMITE INC.

Date June 28, 1999	Signature X	Description du poste - Description of Office DIRECTOR & PRESIDENT
A L'USAGE DU MINISTÈRE SEULEMENT		FOR DEPARTMENTAL USE ONLY Déposé - Filed AUG 27 1999



Industry Canada

Industrie Canada

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

GROUPE DYNAMITE INC.

293958-4

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;

Richard G. Shaw
Director - Directeur

December 6, 2006 / le 6 décembre 2006

Date of Amendment - Date de modification



Industry Canada Industrie Canada
Canada Business Corporations Act Loi canadienne sur les sociétés par actions

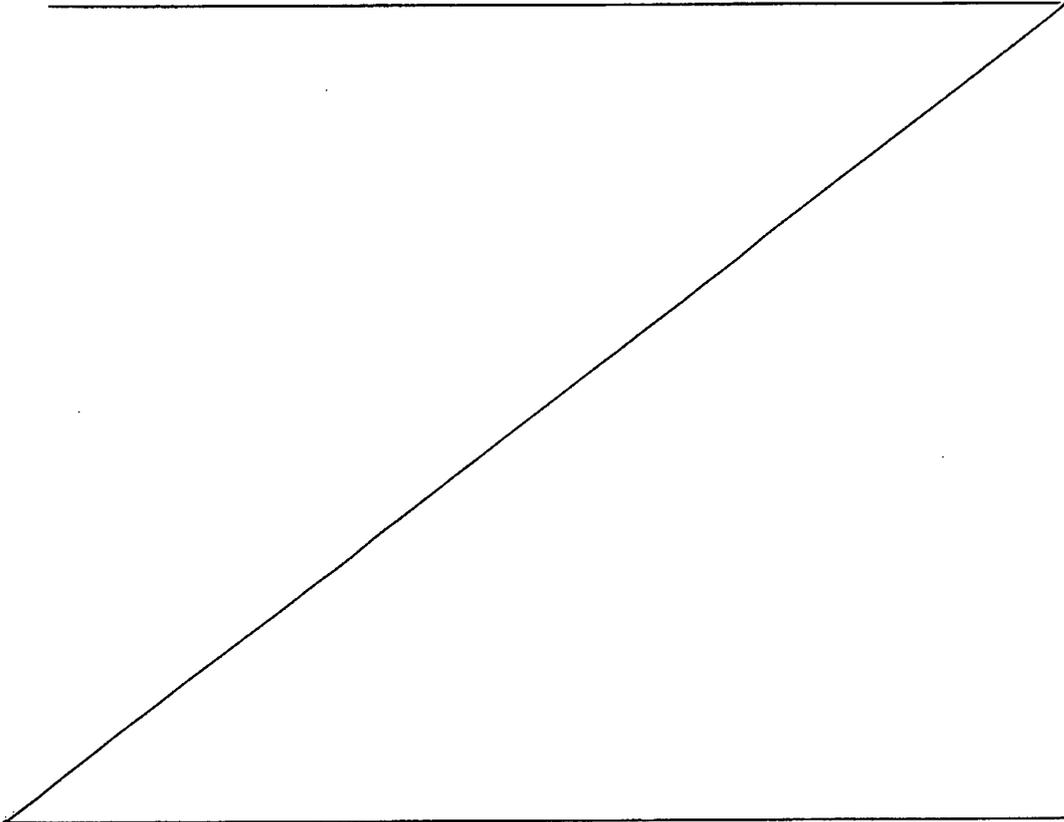
FORM 4
ARTICLES OF AMENDMENT
(SECTIONS 27 OR 177)

FORMULAIRE 4
CLAUSES MODIFICATRICES
(ARTICLES 27 OU 177)

1 -- Name of the Corporation - Dénomination sociale de la société Groupe Dynamite Inc.	2 -- Corporation No. - N° de la société 293958-4
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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 :

Schedule C described in Item 7 of the Articles of the Corporation is hereby repealed and replaced by Schedule 3-2006 appended hereto as if hereinafter recited at length.



Signature 	Printed Name - Nom en lettres moulées Andrew Lutfy	4 -- Capacity of - En qualité de Director	5 -- Tel. No. - N° de tél. (514) 733-3962
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FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT	
	B 6 DEC '06 8:54

SCHEDULE 3-2006

TO THE ARTICLES OF THE CORPORATION

As long as the Corporation benefits from the status of "Private Issuer" under *National Instrument 45-106 respecting prospectus and registration exemptions*, no security shall be transferred (excluding transfers of shares and of non convertible debt securities), unless such transfer has been approved by the board of directors of the Corporation or, as the case may be, shall be subject to such restrictions as may be found in such security holders' agreement.

Borrowing Powers

Without restricting the powers conferred unto the Corporation by the *Canada Business Corporations Act*, the directors of the Corporation may from time to time:

- (a) borrow money upon the credit of the Corporation;
- (b) issue or reissue bonds, debentures or other securities of the Corporation and pledge or sell such securities for sums and prices deemed expedient;
- (c) grant a hypothec or mortgage, even a floating hypothec or mortgage, on a universality of property, moveable and immovable, present or future, corporeal or incorporeal, of the Corporation; and
- (d) delegate to one or more persons that they may appoint all or any of the powers hereby conferred upon the directors, to the extent and in the manner that the directors will have determined.

Nothing herein contained shall limit or restrict the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

Référence de publication: 2010081333/2012.

(100073033) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 mai 2010.
