

PRIETO & CARRIZOSA

ABOGADOS

Rad: 06-051711- -00003-0000

F&E: 2006-11-21 16:40:25 Dep. 2030 NUECREACIONES

Tra. 11 PATENTEIYH

Ere: 379 FASENACIONALI

Act 444 RESPUESTAREQUE Folios: 21

58171

SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO

DIVISION DE NUEVAS CREACIONES

E. S. D.

Re: Expediente No. 06 051711

Solicitud de patente PCT fase nacional

Solicitud patente internacional No. PCT/CA2004/001814

Solicitante: ICEFLOE TECHNOLOGIES INC.

Yo, MAURICIO PATIÑO BONNET, vecino de Bogotá D.C., portador de la tarjeta profesional No. 73583, manifiesto a usted que doy respuesta al oficio 9420 notificado por estado el 25 de agosto de 2006, cuyo término fue prorrogado, según memorial radicado en ese despacho el 19 de octubre de 2006, sobre la solicitud de patente de la referencia, en los siguientes términos:

1. Acompaño los dibujos correspondientes para que sean agregados a los capítulos descriptivo y reivindicatorio, para la publicación.
2. Adjunto al presente memorial el documento en el cual consta la cesión del derecho a la patente de los inventores al solicitante debidamente legalizado.
3. Igualmente, acompaño el documento de poder de la sociedad ICIFLOE TECHNOLOGIES INC., domiciliada en Ontario (L4Z 2G3), Canadá, en el que consta la existencia y representación legal de la sociedad y el cual me faculta para obrar en este caso.

Acompaño la sustitución del poder a mi favor, para este caso.

Adicionalmente me permito manifestar a ese Despacho que en la modificación presentada en el Formulario Único de Correcciones y Modificaciones, se acompañaron nuevas Reivindicaciones 26, 27 y 28, pues es deseo del solicitante realizar las siguientes modificaciones al capítulo reivindicatorio:

- (i) Se han incluido dos nuevas reivindicaciones, una independiente 26 y una

115 /

PRIETO & CARRIZOSA
ABOGADOS

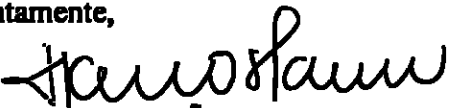
reivindicación 27 dependiente de la nueva reivindicación 26, dirigidas a proteger una realización preferida del método de la presente invención para la producción de una bebida fría. Como bien lo puede notar el Examinador la nueva reivindicación 26 corresponde a una realización del método de la presente invención en el que no se incluyen las etapas (iv) y (v).

- (ii) De la misma manera, se ha incluido una nueva reivindicación 28 dirigida a Proteger una realización preferida de alcance más general del aparato dispensador de la reivindicación 6. En efecto, como bien lo puede notar ese Despacho, la nueva reivindicación 28 no incluye los dos últimos componentes incluidos en el aparato dispensador protegido en la reivindicación 6

Sobre las anteriores modificaciones, me permito manifestar a ese despacho que las mismas no amplían el alcance de la presente invención, dado que las mismas obedecen simplemente a la protección de realizaciones preferidas del método y el aparato reivindicados en la presente solicitud. Además, como bien lo puede notar el Examinador, estas modificaciones tienen sustento adecuado dentro del contexto de la descripción y el contenido de las reivindicaciones presentadas, las cuales son de alcance más restringido con respecto a las nuevas reivindicaciones.

En vista de lo anterior, solicito se sirva continuar con el trámite de esta solicitud.

Atentamente,


MAURICIO PATIÑO BONNET
C.C. No. 11.342.699 de Zipaquirá
T.P. No. 73583

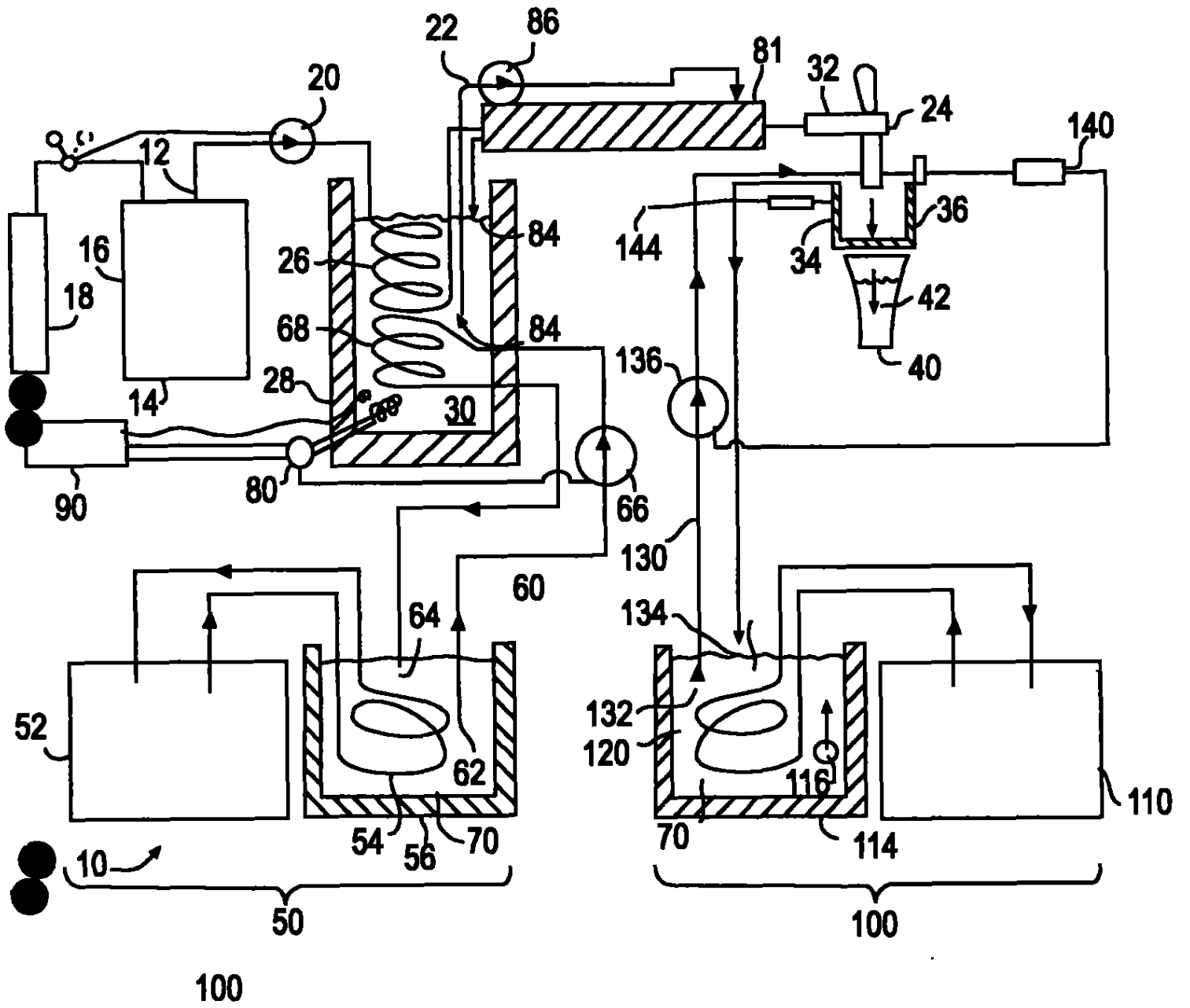


FIG. 1

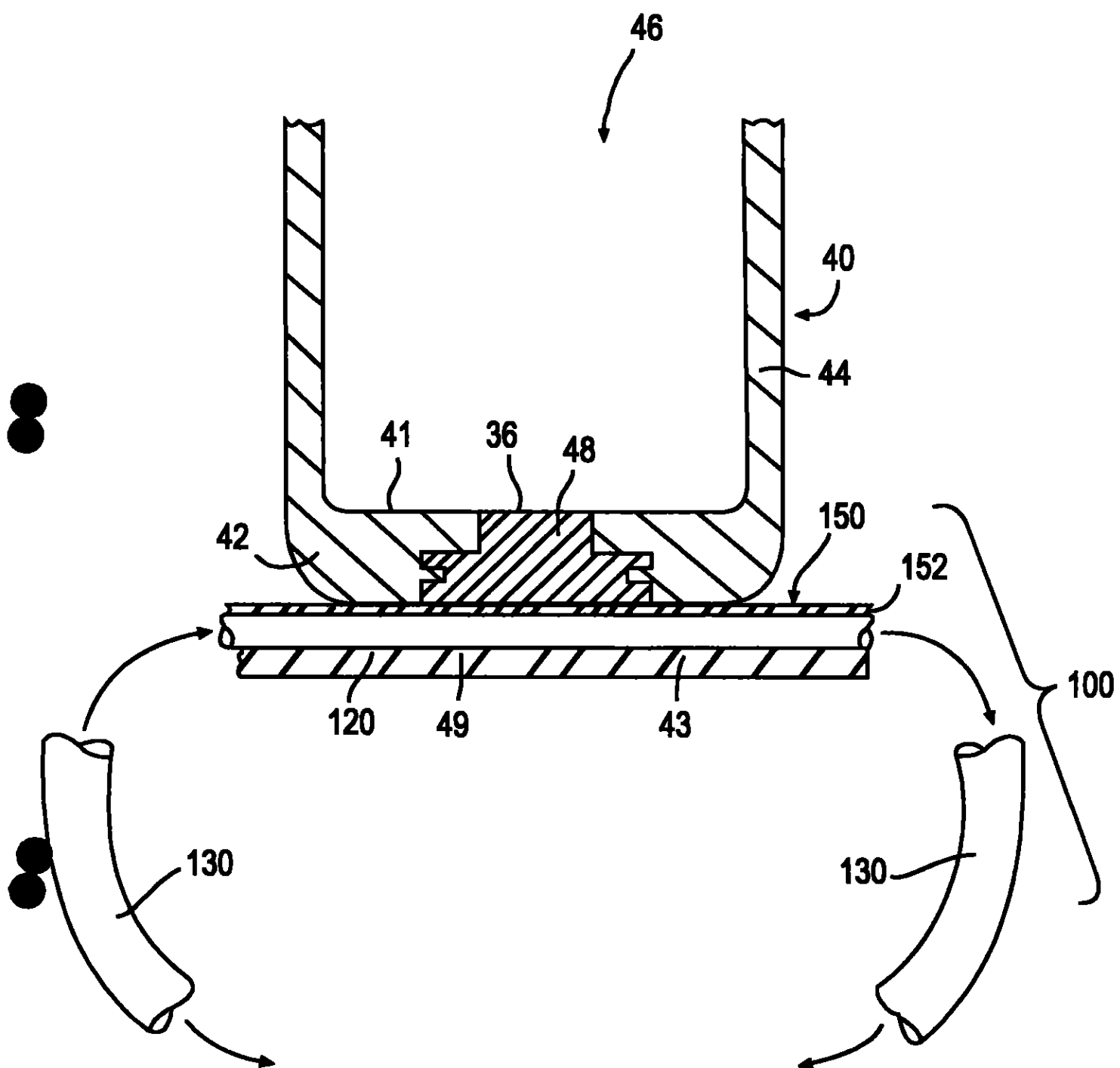


FIG. 2



118

MINISTRY OF GOVERNMENT SERVICES

I HEREBY CERTIFY AS FOLLOWS:

PETER MILNE

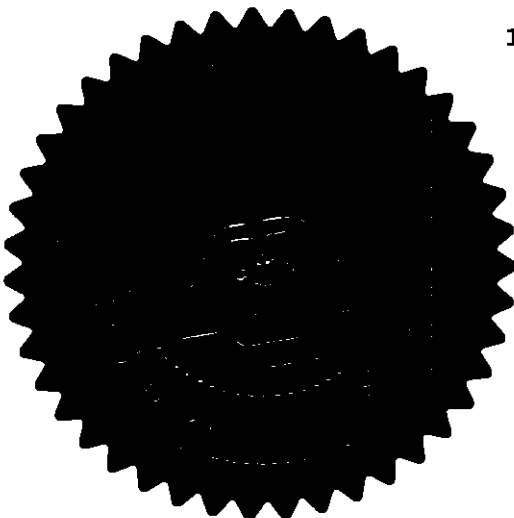
of the Province of Ontario, whose name is subscribed to the attached Instrument, was, at the time of subscribing thereto, a **NOTARY PUBLIC** in and for the Province of Ontario, Canada, duly commissioned and duly authorized by the laws thereof to administer oaths, to take affidavits and to certify the proof of deeds and other instruments in writing to be recorded within the said Province;

I FURTHER CERTIFY THAT I have compared the signature of the said **NOTARY PUBLIC** subscribed to the attached Instrument with the specimen signature of the said **NOTARY PUBLIC** filed in this office and verily believe the said signature to be genuine; and THAT I have compared the impression of the Seal of the said **NOTARY PUBLIC** appearing on the attached Instrument with the specimen of the Seal filed in this office and verily believe the impression of the Seal to be genuine.

IN TESTIMONY WHEREOF I have hereunto set
my Hand and affixed the Seal of the
Ministry of Government Services of the
Province of Ontario at the City of
Toronto in the said Province this
thirty-first day of October, A.D. 2006.

A handwritten signature in cursive script, appearing to read "Peter Milne".

for the MINISTER OF GOVERNMENT SERVICES



NOTARIAL CERTIFICATE

I, PETER MILNE, a Notary Public in and for the Province of Ontario, duly appointed, do certify and attest that the signatures hereon are the true signatures of Markus Hess, Cameron Dougall and Sam Chiusolo and I have granted my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

In testimony whereof I have subscribed my name and affixed my Notarial Seal of Office at the City of Toronto, in the Province of Ontario, this 19th day of October, 2006.



Peter Milne

A Notary Public in and for the
the Province of Ontario, Canada

Consulado General de Colombia
Toronto - Canada

No. 1160 Fecha OCT 31 2006
El Cónsul General de Colombia
Certifica: Que: Peter Milne
que autoriza
el pres. legalmente
en la notario Publico funciones
y que en el documento
aparece de no suyo, son los que usa y
acostumbra en sus actos oficiales.
El Consulado no asume responsabilidad
alguna por el contenido del documento.
Servicio Exterior.



Catalina Lucia Chaux E.
Consul General de Colombia

IMPUESTO DE TIMBRE U.S. \$	9.00
DERECHO CONSULAR U.S. \$	1.00
TOTAL A CANCELAR U.S. \$	10.00

519482
Catalina Chaux
CUYA FIRMA APARECE EN EL
DOCUMENTO DESEMPEÑA
LAS FUNCIONES INDICADAS

MINISTERIO DE
RELACIONES EXTERIORES

NO SE ASUME
RESPONSABILIDAD DEL TEXTO
2006 NOV-9 P 12:19
JEFE DE CREDITACIONES
BOGOTA D.C.

El (los) suscritos

(I (we), the undersigned) 1. Markus Hess
2. Cameron Dougall
3. Sam Chiusolo

con domicilio en

(domiciled in) 1. Toronto, Ontario, CANADA
2. Orillia, Ontario, CANADA
3. Port Perry, Ontario, CANADA

declaro (amos) que soy (somos) el (los) inventor(es) de la invención que lleva el título
(declare that I (we) am (are) the inventor (s) of the invention titled)

"METHOD AND APPARATUS FOR CONTROLLED ICE CRYSTAL FORMATION IN A BEVERAGE"

y que he(mos) cedido el derecho sobre esta invención en Colombia, junto con los privilegios y
(and that I (we) have assigned my (our) rights over this invention in Colombia, together with its privileges and

anexidades a favor de _____, domiciliada en _____
(attachments, to ICEFLOE TECHNOLOGIES INC., domiciled in CANADA)

Firmado en este
(Signed in Mississauga, this 19th day of October, 2006.


MARKUS HESS


CAMERON DOUGALL


SAM CHIUSOLO



121

CONSULADO GENERAL DE COLOMBIA

No. 040

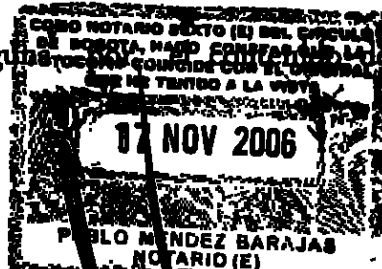
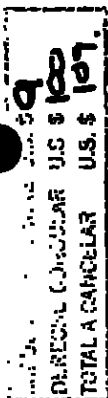
Toronto, Julio 6, 2006

El suscrito Cónsul General de Colombia en Toronto-Canadá,

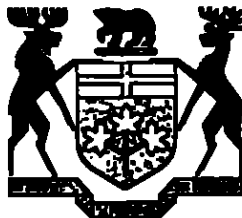
CERTIFICA:

1. Que el señor **MICHAEL THOMAS GARVEY**, quien autoriza el documento anterior, ejercía legalmente en la fecha allí indicada, las funciones de **Notario Público** de la Provincia de Ontario, Canadá y que la firma y sello que en el documento aparecen como suyos son los que usa y acostumbra en sus actos oficiales.
2. Que ha tenido a la vista los Artículos of Amalgamation y el Certificate of Status de la Compañía **ICEFLOE TECHNOLOGIES INC.**, según el cual la mencionada Compañía existe, está domiciliada en **5855 Kennedy Road, Mississauga, Ontario, Canadá, (L4Z 2G3)**, está registrada en el **Ministry of Consumer and Business Services**, bajo el número **001605473**, está legalmente constituida en dicha Provincia y ejerce su objeto social conforme a las leyes del Canadá.
3. Que el señor **WAYNE NEWSON**, quien firmó el documento precede en su carácter de **PRESIDENTE** de la Compañía, y está debidamente autorizado para firmar y otorgar el poder adjunto.

El Consulado no asume responsabilidad alguna por la veracidad del documento.




Catalina Lucia Chaux E.
Consul General de Colombia



Ontario

MINISTRY OF GOVERNMENT SERVICES

I HEREBY CERTIFY AS FOLLOWS:

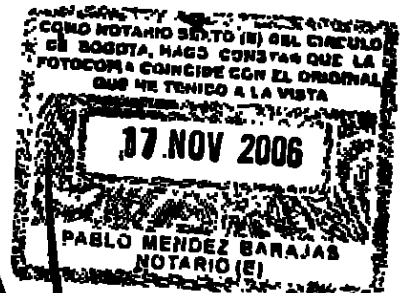
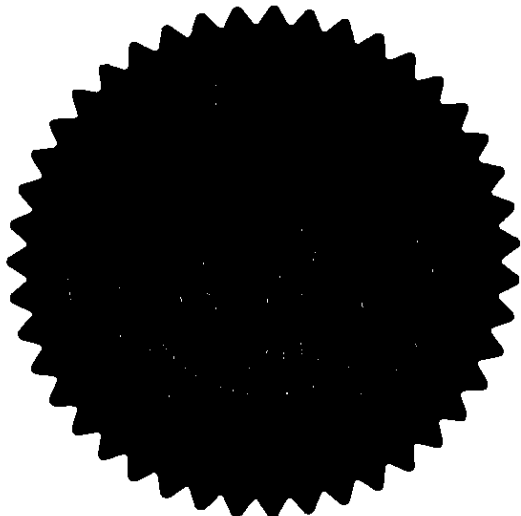
MICHAEL THOMAS GARVEY

of the Province of Ontario, whose name is subscribed to the attached Instrument, was, at the time of subscribing thereto, **NOTARY PUBLIC** in and for the Province of Ontario, Canada, duly commissioned and duly authorized by the laws thereof to administer oaths, to take affidavits and to certify the proof of deeds and other instruments in writing to be recorded within the said Province;

I FURTHER CERTIFY THAT I have compared the signature of the said **NOTARY PUBLIC** subscribed to the attached Instrument with the specimen signature of the said **NOTARY PUBLIC** filed in this office and verily believe the said signature to be genuine; and THAT I have compared the impression of the Seal of the said **NOTARY PUBLIC** appearing on the attached Instrument with the specimen of the Seal filed in this office and verily believe the impression of the Seal to be genuine.

IN TESTIMONY WHEREOF I have hereunto set my Hand and affixed the Seal of the Ministry of Government Services of the Province of Ontario at the City of Toronto in the said Province this sixth day of July, A.D. 2006.

for the MINISTER OF GOVERNMENT SERVICES



PRIETO & CARRIZOSA
INTELLECTUAL PROPERTY
POWER OF ATTORNEY

PRIETO & CARRIZOSA
PROPIEDAD INTELECTUAL
PODER

123

The undersigned WAYNE E. NEWSON acting on behalf of ICEFLOE TECHNOLOGIES INC. and representing ICEFLOE TECHNOLOGIES INC. domiciled in CANADA hereby appoint(s) JOSE ANTONIO LLORED, MAURICIO PATIÑO, JORGE DI TERLIZZI and MARTÍN CARRIZOSA domiciled in Bogotá D.C., Republic of Colombia, as our true and legal attorneys with the necessary powers:

1) To apply to the administrative, judicial and police authorities of the Republic of Colombia, in any instance or appeal, for obtaining registration of patents, utility models, industrial designs and models, commercial emblems and names, trademarks, slogans, health licenses, copyrights and domain names as well as their assignments, extensions, renewals and changes of name; 2) To prepare, apply for, obtain, execute and register contracts, licenses, authorizations and registrations of any kind; 3) To intervene as plaintiffs or defendants, in any instance or appeal, before any judge, court, tribunal, corporation, public officer or authority in any judicial, administrative or police action, such as: action dealing with commercial emblems and names; oppositions against trademark registrations; caducity and nullity actions; recovery actions, actions arising from obtainment and working of license agreements; actions dealing with unfair competition; criminal actions; actions claiming indemnity for damages, complaints or remarks on all sort of industrial property matters; the performance of precautionary measures, and in any other similar action, measure or appeal related to intellectual property matters.

To this effect, I (we) hereby authorize them to file applications, make descriptions, protests, amendments, declarations, oppositions, cancellations, appeals and claims; to pay taxes, quotas and liens as provided by Law; to waive or abandon granted rights or rights in process of being granted, to receive all kind of documents and securities; to issue the respective releases and, in general, to take, before said authorities, pertinent steps to the above mentioned purposes and take all measures they may deem advisable to protect my (our) interests, with all other necessary legal faculties, and I (we) hereby declare as good and valid whatever the attorneys should do to my (our) benefit.

This power comprises the authority to ratify or confirm on my (our) behalf any action, as well as the faculty of receiving, desisting, transacting, compromising, substituting and revoking substitutions, taking notifications, and appointing judicial or extra-judicial attorneys.

Signed in BOGOTÁ on this 22nd day of JUNE of 2006

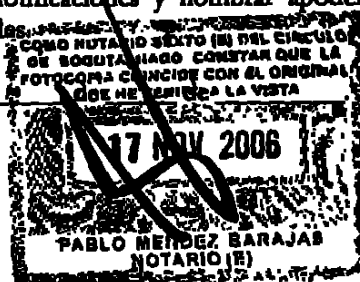
Yo (nosotros) _____, obrando en nombre propio y representación de _____, con domicilio en _____, nombro(amos) a JOSE ANTONIO LLORED, MAURICIO PATIÑO, JORGE DI TERLIZZI y MARTÍN CARRIZOSA con domicilio en Bogotá D.C., República de Colombia, apoderados verdaderos y legales con poder especial, amplio y suficiente:

1) Para recabar de las oficinas y autoridades colombianas administrativas, judiciales y de policía en cualquier instancia o recurso, la obtención de patentes de invención, modelos de utilidad, dibujos y modelos industriales, registro de marcas, registro de lemas comerciales, depósito de nombres y enseñas comerciales, registros sanitarios, derechos de autor y nombres de dominio así como sus traspasos, prórrogas, renovaciones y cambios de nombre; 2) Elaborar, tramitar, solicitar, obtener, realizar, ejecutar y registrar contratos, licencias, autorizaciones y registros de cualesquiera clases; 3) Intervenir como demandante o como demandado en cualquier instancia y recurso y ante cualquier juez, entidad, corporación, funcionario público o autoridad en acciones judiciales, administrativas y de policía, tales como acciones derivadas de nombre o enseña comerciales; acciones reivindicatorias; acciones derivadas de la obtención o explotación de licencias; acciones de competencia desleal, demandas penales y civiles; acciones de indemnización de perjuicios, reclamos, u observaciones a cualquier asunto sobre propiedad intelectual; al ejercicio de medidas cautelares y cualesquiera otras acciones, medidas o recursos similares relacionados con la propiedad intelectual.

A este efecto, los facultamos para elevar solicitudes, formular descripciones, enmiendas, protestas, declaraciones, oposiciones, cancelaciones, apelaciones y reclamos; pagar impuestos, cuotas y gravámenes prescritos por la Ley; renunciar o desistir a derechos concedidos o en curso de concesión; recibir toda clase de documentos y valores dando al descargo respectivo, y en general, para dar ante dichas autoridades todos los pasos necesarios al efecto indicado y tomar todas las medidas que creyeran conducentes al resguardo de mis (nuestros) intereses, con todas las facultades necesarias, y por este documento desde ahora declaro(amos) válido y bueno todo cuanto los apoderados hicieren en mi (nuestro) beneficio.

Este poder comprende la facultad de ratificar, o confirmar en mi (nuestro) nombre lo actuado, así como la facultad de recibir, desistir, transigir, comprometer, sustituir y revocar sustituciones, recibir notificaciones y nombrar apoderados judiciales o extrajudiciales.

Firmado en _____ el _____



CERTIFICATION

COMPANIES

The undersigned WAYNE E. NEWSON certifies: that the preceding signature(s) reading W.E. NEWSON (are) authentic; that the signer(s) at present fill(s) the position of PRESIDENT of TELEPHONE REPAIRS INC. that he (they) is (are) empowered to grant this power; and that said company exists, accomplishes its social object and is organized in ONTARIO in accordance with the Laws of ONTARIO. All the foregoing facts are known to me, due to my having examined the respective documents to which I attest.

Signed in MISSISSAUGA on this 22nd day of June of 2006

Wayne E. Newson

CERTIFICACIÓN

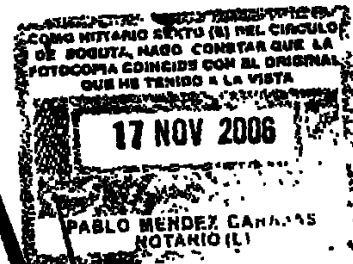
124

SOCIEDADES

El(la) infrascrito(s) _____ certifica: que la(s) firma(s) que antecede(n) y dice(n) _____ es (son) auténtica(s); que el (los) signatario(s) desempeña(n) actualmente el cargo(s) de _____ de _____; que tiene(n) facultad para otorgar este poder; y que dicha compañía existe, cumple su objeto social y está organizada en _____ conforme a las Leyes de _____.

Todos los hechos anteriores le constan, por haber examinado los documentos respectivos y de todo ello da fe.

Firmado en _____ el _____ de _____ de _____



Request ID: 008262218
Demande n° :
Transaction ID: 29734302
Transaction n° :
Category ID: CT
Catégorie :

Province of Ontario
Province de l'Ontario
Ministry of Consumer and Business Services
Ministère des Services aux consommateurs et aux entreprises
Companies and Personal Property Security Branch
Direction des compagnies et des sûretés mobilières

Date Report Produced: 2006/06/27
Document produit le :
Time Report Produced: 11:47:23
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

This is to certify that according to the records of the Companies and Personal Property Security Branch

D'après les dossiers de la Direction des compagnies et des sûretés mobilières, nous attestons que la société

ICEFLOE TECHNOLOGIES INC.

Ontario Corporation Number

Numéro matricule de la société (Ontario)

001605473

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est une société constituée, prorogée ou née
d'une fusion aux termes des lois de la
Province de l'Ontario.

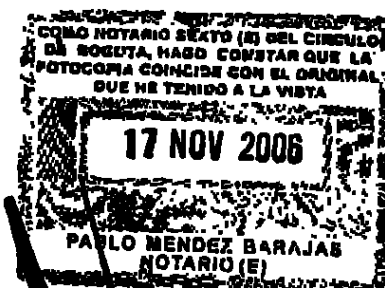
The corporation came into existence on

La société a été fondée le

APRIL 01 AVRIL, 2004

and has not been dissolved.

et n'est pas dissoute.



Dated

Fait le

JUNE 27 JUIN, 2006

Director
Directrice

The issuance of this certificate in electronic form is authorized by the Director of Companies and Personal Property Security Branch.
La délivrance du présent certificat sous forme électronique est autorisée par la Directrice de la Direction des compagnies et des sûretés mobilières.



 Ministry of
Consumer and
Original Business Services
CERTIFICATE
This is to certify that those articles
are authentic on

Ministère des Services
aux consommateurs
et aux entreprises

CERTIFICAT

Ceci atteste que les présents statuts
ont été déposés en vertu de la

Ontario Corporation Number
Numéro de la société en Ontario

1605473

JUNE 08 JUN. 2005

[Signature]
Director / Director

④

Business Corporations Act / Loi sur les sociétés par actions

**ARTICLES OF AMENDMENT
STATUTS DE MODIFICATION**

**Form 3
Business
Corporations
Act**

Formule 3
 Les 4^{es} des
 sections par
 section

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
(Nomination sociale actuelle de la société) (écrire en LETTRES MAJUSCULES SEULEMENT):

C	E	F	L	O	E	T	E	C	H	N	O	L	O	G	I	E	S	I	N	C
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

[illegible]

2. The name of the corporation is changed to (if applicable): (Set out in BLOCK CAPITAL LETTERS)
Nouvelle dénomination sociale de la société (S'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT):

[illegible]

3. **Date of incorporation/emergence:**
Date de la constitution ou de la fusion :

2004-04-01

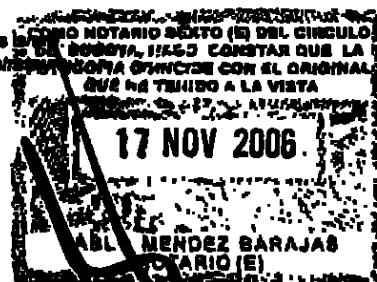
(Year, Month, Day)
(month, year, day)

- 4 **Complete only if there is a change in the number of directors or the minimum / maximum number of directors.**
Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors here: or minimum and maximum number of directors
 Nombre d'administrateurs : ou nombre minimum et maximum d'administ

Number of minimum and maximum
Nombre ou minimum et maximum

- 5 The articles of the corporation are amended as follows:
Les statuts de la société sont modifiés de la façon suivante :



- (a) delete the authorized but unissued Class A Preference Shares of the Corporation;
- (b) to amend the rights of the Common Shares of the Corporation to delete the references to the Class A Preference Shares by deleting paragraphs 8.(b) 1 and 8(b) 3 of the Articles of Amalgamation of the Corporation dated April 1, 2004 with respect to the rights of the Common Shares and replace them with the following paragraphs:

1. Dividends

The holders of the Common Shares shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation, out of any or all profits or surplus available for dividends, such non-cumulative dividends as the directors may from time to time declare. If within six (6) months after the expiration of any financial year of the Corporation, the board of directors in its discretion shall not have declared the said dividend or any part thereof on the Common Shares for such financial year, then the rights of the holders of the Common Shares to such dividends or to any undeclared part thereof for such financial year shall be forever extinguished.

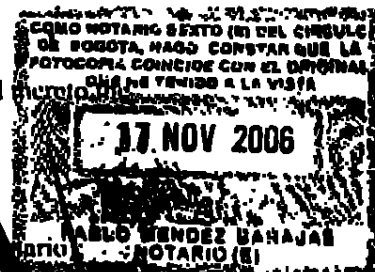
3. Dissolution

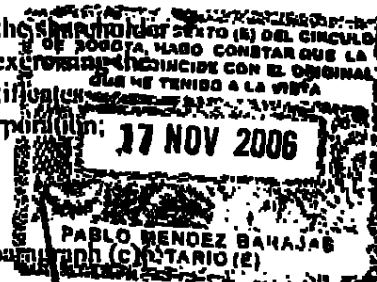
In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, a reduction of its capital or other distribution of its assets among shareholders by way of repayment of capital, all of the remaining property and assets of the Corporation shall be distributed among the holders of Common Shares in proportion to the number of shares held.

- (c) create 1,000 Class A Special Shares which shall have attached the following rights, privileges, restrictions and conditions:

1. Definitions

- 1.1 "Act" means the *Business Corporations Act* (Canada);
- 1.2 "Base Value" means an amount equal to \$5,264,007.50 CDN added to any amounts of paid in capital received by the Corporation on or after January 1, 2005 and up to and including the Date of Conversion;



- 1.3 "Conversion Formula" has the meaning set out in paragraph (c)4.1 herein;
- 1.4 "Conversion Notice" has the meaning set out in paragraph (c)4.3 herein;
- 1.5 "Company Value" means an amount equal to the market value of the Corporation based on the closing share value, as quoted on the Exchange on the day the Exchange is open for business immediately prior to the Date of Conversion, added to the Unexercised Value;
- 1.6 "Conversion Share Value" means the closing share value of Common Shares of the Corporation, as quoted on the Exchange on the day the Exchange is open for business immediately prior to the Date of Conversion;
- 1.7 "Date of Conversion" means the date on which the shareholder notifies the Corporation in writing that he/she is exercising conversion rights and delivers a certificate or certification representing the shares to be converted to the Corporation; 
- 1.8 "Exchange" means the TSX Venture Exchange;
- 1.9 "Redemption Date" has the meaning set out in paragraph (c)5;
- 1.10 "Redemption Notice" has the meaning set out in paragraph (c)6;
- 1.11 "Redemption Price" has the meaning set out in paragraph (c)5;
- 1.12 "Unexercised Value" means the aggregate dollar value of in-the-money unexercised options and warrants issued and outstanding on the Date of Conversion, calculated by multiplying the number of in-the-money unexercised options and warrants issued and outstanding on the Date of Conversion times the difference between the exercise or base price of such unexercised options and warrants and the Conversion Share Value of the securities underlying such unexercised options and warrants.

2. Non-Voting

Except as provided by the Act, the holders of the Class A Special Shares shall not be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation and shall not be entitled to vote at any meetings of the shareholders of the Corporation.

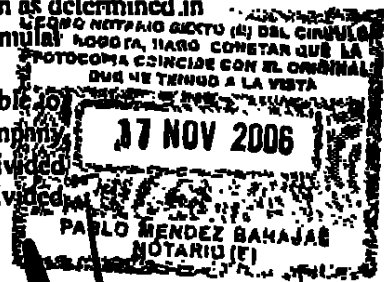
3. Dividends

Subsequent to any payment of dividends on the Common Shares, the holders of Class A Special Shares shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation, out of any or all profits or surplus available for dividends, such non-cumulative dividends as the directors may from time to time declare. If within (6) months after the expiration of any financial year of the Corporation, the board of directors in its discretion shall not have declared the said dividend or any part thereof on the Class A Special Shares for such financial year, then the rights of the holders of the Class A Special Shares to such dividends or to any undeclared part thereof for such financial year shall be forever extinguished.

4. Conversion

4.1 Subject to paragraph (c)4.2, every registered holder of Class A Special Shares may, at such holders option and in the manner hereinafter provided, after the issue date thereof, convert all or a part of the Class A Special Shares held by such holder into that number of Common Shares of the Corporation as determined in accordance with the following conversion formula:

One Class A Special Share is convertible into Common Shares at a rate equal to $\frac{\text{Company Value minus Base Value times 10\%}}{\text{Conversion Share Value}}$ divided by one thousand (1,000) and further divided by the Conversion Share Value (the "Conversion Formula").



4.2 No Common Shares shall be issued if the Conversion Formula results in a negative amount.

4.3 Before any holder of Class A Special Shares shall be entitled to convert the same into Common Shares, the holder thereof shall surrender the certificate or certificates representing such Class A Special Shares at the registered office of the Corporation accompanied by a notice in writing (hereinafter called a "Conversion Notice") signed by such holder requiring the Corporation to convert all or a specified number of the Class A Special Shares represented thereby into Common Shares. As soon as practicable following receipt of the Conversion Notice, and in any event within 10 days, the Corporation shall cause to be issued to the registered holder the number of Common Shares as calculated pursuant to the Conversion Formula.

- 4.4 On any conversion of the Class A Special Shares, the share certificates for Common Shares of the Corporation resulting therefrom shall be issued in the name of the registered holder of the Class A Special Shares so converted or in such name or names as such registered holder may direct in writing, provided that such registered holder shall pay any applicable security transfer taxes and in any such case the transfer form on the back of the certificates in question shall be endorsed by the registered holder of the Class A Special Share or his duly authorized attorney, the signature guaranteed in a manner satisfactory to the transfer agent.
- 4.5 In the case of reconstruction, reorganization, consolidation, amalgamation or merger of the Corporation or other event resulting in the reclassification of the Common Shares or a change of the Common Shares into other shares (other than a reconstruction, reorganization, consolidation, amalgamation or merger which does not result in any reclassification of the outstanding Common Shares or a change of the Common Shares into other shares), or in case of any transfer, sale or lease of the undertaking or assets of the Corporation as an entirety or substantially as an entirety to another corporation or other person at any time, a holder of Class A Special Shares who thereafter shall exercise its right of conversion hereunder shall be entitled to receive, and shall accept, in lieu of the number of Common Shares to which it was theretofore entitled upon such exercise, the kind and amount of shares and other securities or property which the holder of Class A Special Shares would have been entitled to receive as a result of such reclassification, change, reconstruction, reorganization, consolidation, amalgamation, merger, transfer, sale or lease if, on the effective date thereof, the holder of Class A Special Shares had been the registered holder of the number of Common Shares to which it was theretofore entitled upon exercise.
- 4.6 Whenever at any time the Corporation shall subdivide the outstanding Common Shares into a greater number of shares or consolidate the outstanding Common Shares into a lesser number of shares, the number of Common Shares which shall be issued upon conversion of each Class A Special Share shall, on the effective date of such subdivision or consolidation, as the case may be, be adjusted by multiplying the number of Common Shares which shall be issued upon conversion of each Class A Special Share, if such conversion took place immediately prior to such subdivision or consolidation, by a fraction, the denominator of which is the number of outstanding Common Shares before giving effect to such subdivision or consolidation and the numerator of

which is the number of outstanding Common Shares after giving effect to such subdivision or consolidation. Such adjustment shall be made successively whenever any event previously referred to shall occur.

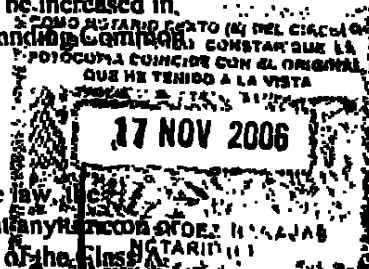
- 4.7 If the Corporation shall declare and pay a stock dividend upon the Common Shares, which dividend is payable in Common Shares or is payable at the option of the holders either in Common Shares or cash, then in such case upon or after the payment date of such dividend, the number of Common Shares which shall be issued upon conversion of Class A Special Shares shall be increased in proportion to the increase in the number of outstanding Common Shares resulting from such dividend.

5. Redeemable by Corporation

Subject to the requirements and limitations of applicable law, the Corporation may, upon giving the Redemption Notice, at any time after a date which is five (5) years after the date of issue of the Class A Special Shares, redeem the whole or any part of the then outstanding Class A Special Shares on payment of \$1.00 for each Class A Special Share to be redeemed (the "Redemption Price").

6. Manner of Redemption by Corporation

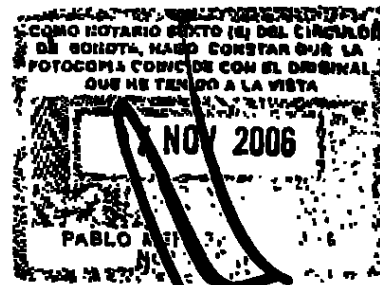
In the case of redemption of Class A Special Shares under the provisions of paragraph (c)5 herein, unless waived in writing by a registered holder of Class A Special Shares, the Corporation shall at least ten (10) days before the date specified for redemption, mail, to each person who at the date of mailing is a registered holder of Class A Special Shares to be redeemed, a notice in writing of the intention of the Corporation to redeem such Class A Special Shares (the "Redemption Notice"). The Redemption Notice shall be mailed, postage prepaid, or, at the option of the Corporation, delivered by courier, and be addressed to each such holder at the address of such holder as it appears on the books of the Corporation or in the event of the address of any such shareholder not so appearing, then to the last known address of such shareholder; provided however, that accidental failure to give any such notice to one or more of such shareholders shall not affect the validity of such redemption. The Redemption Notice shall set out the Redemption Price and the date on which redemption is to take place (the "Redemption Date"), and if only part of the shares held by the person to whom it is addressed is to be redeemed, the number thereof so to be redeemed. On or after the Redemption Date, the Corporation shall pay or cause to be paid to or to the order of the registered holders of the Class A Special Shares to be redeemed the Redemption Price on presentation and surrender, at the



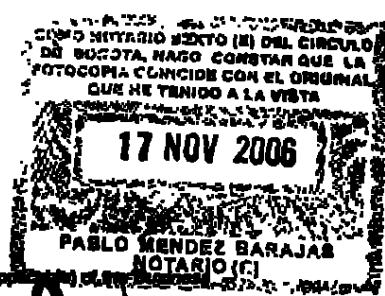
registered office of the Corporation or any other place designated in the Redemption Notice, of the certificate representing the Class A Special Shares called for redemption. If only a part of the shares represented by any certificate be redeemed, a new certificate for the balance shall be issued at the expense of the Corporation. From and after the Redemption Date, the Class A Special Shares called for redemption shall not be entitled to exercise any of the rights of shareholders in respect thereof unless payment of the Redemption Price shall not be made upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of the shareholders shall remain unaffected. The Corporation shall have the right, at any time after the mailing of the Redemption Notice, to deposit the Redemption Price in respect of the shares so called for redemption, or of such of the said shares represented by certificates which have not at the date of such deposit been surrendered by the holders thereof in connection with such redemption, to a special account at any chartered bank or trust company in Canada named in the Redemption Notice. Such amount shall be paid without interest to or to the order of the respective holders of such Class A Special Shares called for redemption, upon presentation and surrender to such bank or trust company of the certificates representing the shares and, upon such deposit being made or upon the Redemption Date, whichever is the later, the Class A Special Shares in respect whereof such deposit shall have been made shall be redeemed, and the rights of the holders thereof after such deposit or the Redemption Date, as the case may be, shall be limited to receiving without interest their proportionate part of the total amount so deposited against presentation and surrender of the said certificates.

7. Dissolution

The holders of the Class A Special Shares shall not be entitled to receive any of the remaining property or assets of the Corporation in the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.



133



6. The amendment has been duly authorized as required by sections 166 and 170 (as applicable) of the *Corporations Act*.
La modification a été dûment autorisée conformément aux articles 166 et 170 (selon le cas) de la Loi sur les sociétés par actions.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification la

2005-Jun-07

(Year, Month, Day)
(année, mois, jour)

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

ICEFLOE TECHNOLOGIES INC.

(Name of Corporation) (If the name is to be changed by these articles set out current name)
(Dénomination sociale de la société) (Si l'on demande un changement de nom, indiquer ci-dessus la dénomination sociale actuelle).

By/
Per

(Signature)
(Signature)

WAYNE NEWSON, President

(Description of Office)
(Fonction)

Ref.: 58171

SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO

DIVISION DE NUEVAS CREACIONES

E. S. D.

REF: EXPEDIENTE No.: 06 051711

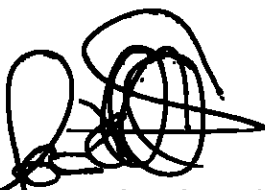
Solicitud de Patente PCT Fase Nacional

Solicitud de Patente Internacional No. PCT/CA2004/001814

Solicitante: ICIFLOE TECHNOLOGIES INC.

Yo, **JOSE ANTONIO LLOREDA**, mayor de edad, domiciliado en Bogotá D.C., portador de la tarjeta profesional No. 10784, atentamente manifiesto a usted, que sustituyo el poder que me ha sido conferido, en la persona del doctor **MAURICIO PATIÑO BONNET**, domiciliado en Bogotá D.C., portador de la tarjeta profesional No. 73583, con las mismas facultades con que me fue otorgado para este caso.

Señor Superintendente,



JOSE ANTONIO LLOREDA
C.C. No. 17.159.681 de Bogotá
T.P. No. 10784

Acepto la sustitución,



MAURICIO PATIÑO BONNET
C.C. No. 11.342.699 de Zipaquirá
T.P. No. 73583

NOTARIA SEXTA DE BOGOTA

RECONOCIMIENTO Y PRESENTACION PERSONAL

Bogotá, D.C.

20 NOV 2006

Ante mí **PABLO MENDEL BARRAS**

NOTARIO SEXTO (E) DEL CIRCULO DE BOGOTA

Comparecieron

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

quien (as) exhibieron la(s) C.C.

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

[Firma]

y declararon que la(s) firma(s) que aparece(n)
en el presente documento es(son) la(s) suya(s) y
que el contenido del mismo es cierto. En constan-
cia se firma esta diligencia.

[Firma]

