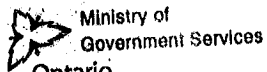


2548204



Ministère des Services gouvernementaux

Ontario CERTIFICATE This is to certify that these articles are effective on

CERTIFICAT Ceci certifie que les présents statuts entrent en vigueur le

APRIL 20 / AVRIL, 2017

Signature of Director

17

Director / Directeur Business Corporations Act / Loi sur les sociétés par actions

Form 3 Business Corporations Act

Formule 3 Loi sur les sociétés par actions

ARTICLES OF AMENDMENT / STATUTS DE MODIFICATION

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)

Dénomination sociale actuelle de la société (écrire en LETTRES MAJUSCULES SEULEMENT) :

Grid for current corporation name: A V I C A N N A I N C .

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) :

Empty grid for new corporation name

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

2016-11-25

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

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 is/are: / Nombre d'administrateurs :

Number / Nombre minimum and maximum / minimum et maximum

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

(i) to delete from the articles of the Corporation, as amended from time to time, the following paragraphs from Section 9, Other provisions, (if any, are), in their entirety:

“(a) The corporation shall be a private issuer within the meaning of section 2.4 of National Instrument 45-106 under the Securities Act (Ontario).”

(b) The corporation shall not at any time have outstanding securities of the Corporation that are beneficially owned, directly or indirectly, by more than 50 persons or companies that have purchased as principals, not including employees and former employees of the corporation or its affiliates (provided that each person is counted as one beneficial owner unless the person is created or used solely to purchase or hold securities of the Corporation in which case each beneficial owner or each beneficiary of the person, as the case may be, must be counted as a separate beneficial owner) and is:

- i. a director, officer, employee, founder or control person of the corporation,
- ii. a spouse, parent, grandparent, brother, sister or child of a director, executive officer, founder or control person of the corporation,
- iii. a parent, grandparent, brother, sister or child of the spouse of a director, executive officer, founder or control person of the corporation,
- iv. a close personal friend of a director, executive officer, founder or control person of the corporation,
- v. a close business associate of a director, executive officer, founder or control person of the corporation,
- vi. a spouse, parent, grandparent, brother, sister or child of the selling security holder or of the selling security holders spouse,
- vii. a security holder of the corporation,
- viii. an accredited investor,
- ix. a person of which a majority of the voting securities are beneficially owned by, or a majority of the directors are, persons described in paragraphs i to ix,
- x. a trust or estate of which all of the beneficiaries or a majority of the trustees or executors are persons described in paragraphs i to ix, or
- xi. a person that is not the public,

all within the meaning of section 2.4 of National Instrument 45-106 under the Securities Act (Ontario).”

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 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 le

2017 04 20

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

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

AVICANNA INC.

(Print name of corporation from Article 1 on page 1)
(Veuillez écrire le nom de la société de l'article un à la page une).

By/
Par :

(Signature) Setu Purohit
(Signature)

Director

(Description of Office)
(Fonction)