

COMMUNICATIONS MICHEL MATHIEU

CONSEILLER EN RADIODIFFUSION / BROADCAST CONSULTANT
MEMBER C.A.B.C.

5640, CR. PANARD, AUTEUIL, LAVAL, H7K 1C2

TÉL. : **514 233-3791** - FAX : **450 963-7229**

Laval, February 21st, 2012

To: CRTC
c/o Mr. John Traversy
Secretary General
Ottawa, Ontario

c.c.: Ms. Lyliane Tchatchoua-Dongué
Radio Analyst


By fax: 819 994-0218

Subject: **Application 2011-1663-2 - New Ethnic Commercial Station in
Markham, Ontario**

Please find enclosed the amended By-laws of 8041393 Canada Inc. in order to respect that 8041393 Canada Inc. will always be in compliance with the Commission's *Direction* on non-admissibility of non-Canadian and we pledge that the Board of Directors of 8041393 Canada Inc. will always be 100% Canadian.

Please do not hesitate to contact me should you have any further questions.

Best regards,



Michel Mathieu
Broadcast Consultant
on behalf of 8041393 Canada Inc.

Mohan & Mohan

BARRISTERS & SOLICITORS

3300 McNICOLL AVENUE, SUITE 220
SCARBOROUGH, ONTARIO
CANADA M1V 5J6

JEGAN N. MOHAN
THEIVA MOHAN

TELEPHONE : (416) 609-8200
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OUR FILE : 9045

February 21, 2012

Nadarajah Kumarakulasingam
8041393 Canada Inc
233 Riverwalk Drive
Markham, Ontario
L6B 0G9

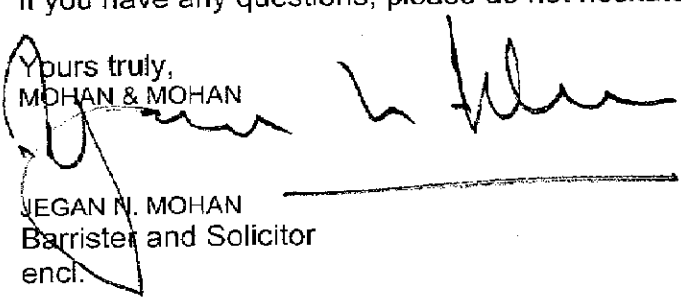
Dear Mr. Kumarakulasingam:

RE: Resolutions of the Corporation

Further to your instructions, please find attached the Resolutions from the Board of Directors and Shareholders to be executed by both parties.

If you have any questions, please do not hesitate to contact me.

Yours truly,
MOHAN & MOHAN



JEGAN N. MOHAN
Barrister and Solicitor
encl.

RESOLUTIONS OF THE BOARD OF DIRECTORS

of

8041393 CANADA INC

2. DIRECTRS

The following resolutions, signed by all of the directors of 8041393 Canada Inc entitled to vote thereon, are hereby passed pursuant to the provisions of the *Canada Business Corporations Act*.

The Board of Directors has amended the by-laws 2.01, 2.02 and 2.03 as follows:

- 2.01. **Powers** – Notwithstanding any other provisions in the by-laws, the board of directors shall manage, or supervise the management of, the business and affairs of the Corporation.

Until changed in accordance with the Act, the board shall consist of

a fixed number of 3 directors.

not fewer than the minimum number and not more than maximum number of directors provided for in the articles.

- 2.02. **Resident Canadians** – All directors of the Corporation shall be resident Canadian citizens as defined in the Act.

- 2.03. **Qualifications** – No person shall be qualified for election as a director if he or she is not a resident Canadian Citizen; if he or she is less than 18 years of age; if he or she is of unsound mind and has been so found by a court of Canada or elsewhere; if he is not an individual; or if he or she has the status of a bankrupt.

The undersigned, being all of the directors of the Corporation, hereby sign the foregoing resolutions pursuant to the provisions of the *Canada Business Corporations Act*.

Dated the 21st day of February, 2012.


Nadarajah Kumarakulasingham

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TOTAL 5 PAGES

INCLUDING THIS ONE.



Michel Mathieu
Broadcast Consultant