

EXHIBIT B1**ROCKEX LIMITED**
(the “Corporation”)**The Articles of the Corporation are hereby amended as follows:**

1. The authorized capital of the Corporation be it is hereby increased to add an unlimited number of special shares issuable in series.

Rights, Privileges, Restrictions and Conditions Attaching to the Special Shares

The Special Shares shall, as a class, carry and be subject to the following preferences, rights, privileges, restrictions and conditions:

1. the Special Shares may at any time and from time to time be issued in one or more series, each series to consist of an unlimited number of shares or such number of shares as may, before the issue thereof, be fixed by resolution of the Board of Directors of the Corporation;
2. the Board of Directors of the Corporation shall, by resolution duly passed before the issue of any series of Special Shares, determine the designation, preferences, rights, privileges, restrictions, limitations, prohibitions and conditions attaching to the Special Shares of such series, including (but without in any way limiting or restricting the generality of the foregoing), the rate or amount of preferential dividends (if any), the date or dates and place or places of payment thereof (if any), the consideration and the terms and conditions of any purchase or redemption thereof (if any), conversion rights (if any), the terms and conditions of any share purchase plan or sinking fund (if any), and the restrictions (if any) respecting the payment of dividends on any shares ranking junior to the Special Shares;
3. the holders of Special Shares shall be entitled to receive copies of the financial statements of the Corporation and the auditors' report thereon to be submitted to the shareholders of the Corporation at annual meetings but the holders of Special Shares shall not be entitled as such (except as hereinafter specifically provided) to receive notice of or to attend any meeting of the shareholders of the Corporation or to vote at any such meeting, but shall, notwithstanding the foregoing, be entitled to receive notice of meetings of shareholders of the Corporation called for the purpose of authorizing the dissolution of the Corporation or the sale, lease or exchange of its undertaking or a substantial part thereof or the creation of a class of shares ranking in priority to the Special Shares and shall be entitled to vote as a class (but only as a class) at any such meeting creating a class of shares ranking in priority to the Special Shares;
4. (a) if any Special Shares are redeemable, in the event of any distribution of assets or property of the Corporation among its shareholders as such, other than by way of dividend or by way of redemption or purchase for cancellation of any series of Special Shares of the Corporation whenever created, but including, without limitation, any distribution of assets or property of the Corporation resulting from any repayment of capital to shareholders upon a decrease in issued capital of the Corporation (except as aforesaid) or upon the winding up or other liquidation or dissolution of the Corporation or ratably among its shareholders as a condition precedent to the delivery of the articles of dissolution, no assets or property of the Corporation shall be distributed to the holders of any shares of the Corporation ranking junior to such redeemable Special Shares until there has been paid to the holders of the such Special Shares an amount equal to the redemption price of such redeemable Special Shares plus a sum equal to all unpaid dividends accrued thereon to the date of distribution (which for such purpose shall be calculated as if the

dividends on such redeemable Special Shares were accruing from day to day from the period from the expiration of the last dividend period for which any cumulative dividends have been paid in full or the right to any non-cumulative dividends has not expired or lapsed, as the case may be, up to such date of distribution); for all purposes of these provisions the “redemption price” of such redeemable Special Shares shall mean the amount paid up thereon plus the premium, if any, payable on redemption of Special Shares and shares of the Corporation “ranking junior” to such redeemable Special Shares shall mean all shares of any class of shares (including Common Shares of the Corporation) ranking junior to such redeemable Special Shares as to dividends and distribution of assets and property of the Corporation;

- (b) if upon any distribution of the assets and property of the Corporation among its shareholders, as such, the assets and property of the Corporation are insufficient to permit payment in full to the holders of redeemable Special Shares of the sums distributable to them as aforesaid then the entire assets and property of the Corporation to be distributed shall be distributed ratably among the holders of the redeemable Special Shares then outstanding according to their respective rights; and
 - (c) after payment in full to the holders of redeemable Special Shares of the redemption price and any amount of dividends distributable to them as aforesaid they shall not have the right to receive anything further in the distribution of assets and property of the Corporation and the remaining assets and property of the Corporation shall be distributed to the holders of shares of the Corporation ranking junior to the redeemable Special Shares according to their respective rights;
- 5. in the event that any special Shares have a preference or priority right to dividends or other distributions, no dividends shall at any time be declared or paid on or set apart for payment on any shares of the Corporation ranking junior to such Special Shares having such a preference or priority unless all dividends up to and including the dividend payable for the last completed period for which such dividends shall be payable on each series of such Special Shares having such a preference or priority then issued and outstanding shall have been declared and paid or set apart for payment at the date of such declaration of dividends or payment or setting apart of dividends for payment on such shares of the Corporation ranking junior to the Special Shares having such a preference or priority; nor shall the Corporation call for redemption or purchase or decrease or otherwise pay off any of the Special Shares having such a preference or priority (less than the total number of such Special Shares then outstanding) or any shares of the Corporation ranking junior to such Special Shares unless all dividends up to and including the dividends payable for the last completed period for which such dividends shall be payable on each series of the Special Shares having such a preference or priority then issued and outstanding shall have been declared and paid or set apart for payment at the date of such call for redemption, purchase, decrease or other payment;
- 6. subject to the provisions hereof, and subject to the rights, privileges, restrictions, limitations, prohibitions and conditions attaching to the Special Shares of any series and subject to any applicable provisions of the *Business Corporations Act* (Ontario), the Corporation may at any time or from time to time purchase or otherwise acquire the whole or any part of the Special Shares (or any part of any series of Special Shares, as the case may be):
 - (a) on the open market;
 - (b) with the consent of all of the holders of the Special Shares (or of the applicable series of Special Shares, as the case may be); or

- (c) pursuant to tenders received by the Corporation upon request for tenders addressed to all of the holders of such Special Shares (or of the applicable series of Special Shares, as the case may be), the whole or any part of the Special Shares (or the applicable series of Special Shares, as the case may be) at the lowest price which, in the opinion of the Board of Directors, such shares are obtainable; if any such purchase for cancellation is made by tender the Corporation shall afford to every holder of Special Shares or of the series of Special Shares with respect to which the Corporation is desirous of purchasing shares for cancellation the opportunity of tendering such shares for purchase for cancellation as aforesaid; the Corporation shall accept only the lowest tenders; if two or more shareholders submit tenders at the same price which the Corporation is prepared to accept, but which in number are in excess of the number of shares which the Corporation is prepared to purchase for cancellation, then the shares to be purchased shall be selected by the Corporation from each such tender in proportion as nearly as may be to the total number of shares offered in such tender; and
- 7.
- (a) any amendment to the Articles of the Corporation to delete or vary any preference, right, condition, restriction, limitation or prohibition attaching to the Special Shares or to any series of Special Shares or to create any other class of shares ranking in priority to or on a parity with the Special Shares or with any series of Special Shares, in addition to authorization by a special resolution, shall be authorized by at least two-thirds (2/3) of the votes cast at a meeting of the holders of the Special Shares or the holders of the applicable series of Special Shares, as the case may be, duly called for that purpose;
 - (b) the formalities to be observed in respect of the giving of notice of any meeting of the holders of Special Shares (including any meeting of the holders of any series of Special Shares) and the conduct of any such meeting shall be those from time to time prescribed in the by-laws of the Corporation in respect of meetings of shareholders and upon every poll taken at any such meeting of the holders of Special Shares or the holders of the applicable series of Special Shares, as the case may be, (or any adjourned meeting) each holder of Special Shares (or holder of shares of the applicable series of Special Shares, as the case may be) shall be entitled to one (1) vote per Special Share; provided that:
 - (A) no such meeting shall be held upon less than twenty-one (21) days' written notice, and
 - (B) if at any such meeting the holders of less than fifty per cent (50%) of the outstanding Special Shares (or series of Special Shares, as the case may be) are present or represented by proxy within half an hour after the time fixed for such meeting, then the meeting shall be adjourned to such date (being not more than twenty-one (21) day later) and to such time and place as may be fixed and announced by the chairman of the meeting and at least ten (10) days' written notice shall be given of such adjourned meeting (which notice may but need not specify the purpose for which the meeting was originally called); at such adjourned meeting the holders of the Special Shares (or series of Special Shares, as the case may be) present or represented by proxy may transact the business for which the meeting was originally called.