

INNOVATIVE PROPERTIES INC.

OFFICER'S CERTIFICATE

The undersigned, President of Innovative Properties Inc. (the "Corporation") hereby certifies for and on behalf of the Corporation and not in his personal capacity, that following is an amendment to By-Law No. One, Part III, Section 53 in regard to constitution of a quorum of shareholders, as follows:

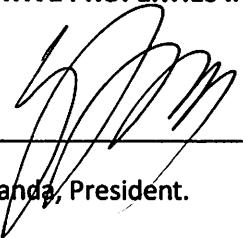
53. "one shareholder representing an aggregate of 5% of outstanding shares entitled to vote at the meeting, either in person or by proxy, shall constitute a quorum for the transaction of business at any meeting of shareholders."

Approved by a special resolution of the shareholders at a Special Meeting of the Shareholders of the Corporation, held on January 20, 2012.

The above referenced amendment is in full force and effect, unamended as of the date hereof.

Dated: January 20, 2012.

INNOVATIVE PROPERTIES INC.



Sonny Janda, President.