

CANADIAN ASSOCIATION OF WOUND CARE
(the "Corporation")

BY-LAW NO. 3

being a by-law to amend By-law No. 1
of the Corporation

BE IT ENACTED as a by-law of the Corporation as follows:

Subject to the approval of the Minister of Industry,

By-law No. 1 of the Corporation be and it is hereby amended as follows:


1. Paragraph 5.4 of By-law No. 1 be and the same is hereby repealed and revoked and the following paragraph is hereby substituted therefor:

5.4 Election and Term of Subsequent Directors

Subsequent directors shall be elected by the members and the directors so elected, as of and from the date hereof, shall have a term of office of three (3) years, provided that the directors currently serving a term of office shall continue to be directors until their term of office (as originally established) is completed and expires. Further provided that no director shall be eligible to serve more than two (2) consecutive terms as a director, unless such director is also an officer of the Corporation in which case such director shall not serve more than three (3) consecutive terms as a director, except if such restriction is waived or modified by a vote of not less than two-thirds (2/3) of the members at any meeting."

CERTIFIED to be a true copy of By-law No. 3 of CANADIAN ASSOCIATION OF WOUND CARE (the "Corporation"), which By-law No. 3 was passed at a meeting of the board of directors of the Corporation held on the 24th day of January, 2004, and confirmed by at least 66-2/3 of the votes of the members of the Corporation cast at a meeting of the members held on the 24th day of January, 2004, which said by-law is now in full force and effect.

DATED this 24 day of January, 2004.



President - David Keast