

Articles of Amalgamation

Business Corporations Act

1. **Name of Amalgamated Corporation**

Krang Energy Inc.

2. **The classes of shares, and any maximum number of shares that the corporation is authorized to issue:**

The Corporation is authorized to issue an unlimited number of Common Shares.

3. **Restrictions on share transfers (if any):**

No shares of the Corporation shall be transferred to any person without the approval of the Board of Directors by resolution.

Filed with Alberta Registries
by Macleod Dixon LLP
AUG 02 2005
Initials CK

4. **Number, or minimum and maximum number of directors:**

Minimum 1; Maximum 9

5. **If the corporation is restricted FROM carrying on a certain business or restricted TO carrying on a certain business, specify the restriction(s):**

None.

6. **Other provisions (if any):**

The attached Schedule is incorporated into and forms part of the Articles of the Corporation.

7. **Name of Amalgamating Corporations**

Krang Energy Inc.
1120403 Alberta Ltd.
1120408 Alberta Ltd.

Corporate Access Number

2011845605
2011204035
2011204084

Robert Fotheringham

Name of Person Authorizing (please print)

R Fotheringham
Identification

Director

Title (please print)

August 2, 2005

Date

THIS SCHEDULE IS INCORPORATED INTO
AND FORMS PART OF THE ARTICLES OF
KRANG ENERGY INC. (the "Corporation")

6. OTHER RULES OR PROVISIONS (IF ANY):

Subject to the *Business Corporations Act* (Alberta), the board of directors may, between annual general meetings of shareholders, appoint one or more additional directors of the Corporation to serve until the next annual general meeting of shareholders.

CORPORATE ACCESS NUMBER: 2011847221

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**KRANG ENERGY INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 2005/08/02.**



STATUTORY DECLARATION

CANADA) IN THE MATTER OF the *Business Corporations*
PROVINCE OF ALBERTA) *Act* (Alberta) and in the matter of the amalgamation
TO WIT:) of Krang Energy Inc., 1120403 Alberta Ltd. and
) 1120408 Alberta Ltd. as a Corporation to be known
) as Krang Energy Inc. (the "Amalgamated
Corporation")

I, Robert Fotheringham, of the City of Calgary, in the Province of Alberta, DO SOLEMNLY DECLARE THAT:

1. I am a proposed director of the Amalgamated Corporation and have personal knowledge of the matters hereinafter declared.
2. I am satisfied that there are reasonable grounds for believing that, immediately following the amalgamation:
 - (a) the Amalgamated Corporation will be able to pay its liabilities as they become due, and
 - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
3. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

AND I MAKE THIS SOLEMN DECLARATION conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath and by virtue of *The Canada Evidence Act*.

DECLARED BEFORE ME at the City of)
Calgary, in the Province of Alberta, this)
29th day of July, 2005)
)
)
)
)
)


A Commissioner for Oaths in and for the
Province of Alberta


ROBERT FOTHERINGHAM



MUNICIPAL AFFAIRS
Registries

Notice of Address or
Notice of Change of Address

1. NAME OF CORPORATION: KRANG ENERGY INC.	2. CORPORATE ACCESS NUMBER: 2011847221
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BUSINESS CORPORATIONS ACT
(SECTION 19)

FOF

3. ADDRESS OF REGISTERED OFFICE (ONLY A STREET ADDRESS, INCLUDING POSTAL CODE, OR LEGAL LAND DESCRIPTION).

**3700, 400 - 3rd Avenue SW
Calgary, Alberta
T2P 4H2**

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AUG 02 2005
Initials *CK*

4. RECORDS ADDRESS (ONLY A STREET ADDRESS, INCLUDING POSTAL CODE, OR LEGAL LAND DESCRIPTION).

**3700, 400 - 3rd Avenue SW
Calgary, Alberta
T2P 4H2**

5. ADDRESS FOR SERVICE BY MAIL, IF DIFFERENT FROM ITEM 3 (ONLY A POST OFFICE BOX, INCLUDING POSTAL CODE).

N/A

6. DATE: August 2, 2005	SIGNATURE <i>R Fotheringham</i> Robert Fotheringham	TITLE Director TELEPHONE NO. 403-268-3175
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FOR DEPARTMENTAL USE ONLY

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**NOTICE OF DIRECTORS OR
NOTICE OF CHANGE OF DIRECTORS**

1. NAME OF CORPORATION: KRANG ENERGY INC.	2. CORPORATE ACCESS NUMBER: 2011847221
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3. ON THE _____ DAY OF _____ 20____, THE FOLLOWING PERSON(S) WERE APPOINTED DIRECTOR(S):		
NAME	MAILING ADDRESS (INCLUDING POSTAL CODE)	RESIDENT CANADIAN?

4. ON THE _____ DAY OF _____ 20____, THE FOLLOWING PERSON(S) CEASED TO HOLD OFFICIAL DIRECTOR(S):	
NAME	MAILING ADDRESS (INCLUDING POSTAL CODE)

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AUG 02 2005
Initials: cl

5. AS OF THIS DATE, THE DIRECTOR(S) OF THE CORPORATION ARE:		
NAME	MAILING ADDRESS (INCLUDING POSTAL CODE)	RESIDENT CANADIAN?
Zahary, John E.	400, 330 - 5 Avenue S.W., Calgary, Alberta T2P 0L4	Yes
Fotheringham, Robert	400, 330 - 5 Avenue S.W., Calgary, Alberta T2P 0L4	Yes
Hunter, H. Douglas	400, 330 - 5 Avenue S.W., Calgary, Alberta T2P 0L4	Yes

6. TO BE COMPLETED ONLY BY ALBERTA CORPORATIONS:
ARE AT LEAST HALF OF THE MEMBERS OF THE BOARD OF DIRECTORS RESIDENT CANADIANS?
YES NO

7. DATE: August 2, 2005	SIGNATURE <u>Robert Fotheringham</u> Robert Fotheringham	TITLE Director TELEPHONE NO. 403-268-3175
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This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013.

I understand that the personal information on this form is being collected for the purpose of providing such information to Alberta Registries as required by the Business Corporations Act (Alberta) and may be disclosed, without my further consent to Alberta Registries or other firm departments. The personal information will not be disclosed to any third party, other than those identified, without my consent. By signing below I am consenting to the collection, use and disclosure of this information by Macleod Dixon LLP for the purposes stated.