

CORPORATE ACCESS NUMBER: 2012906729



BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**HARVEST OPERATIONS CORP.
IS THE RESULT OF AN AMALGAMATION FILED ON 2007/01/01.**



Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2007/01/01

Corporate Access Number: 2012906729

Service Request Number: 9512954
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: HARVEST OPERATIONS CORP.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 1400, 350 7TH AVENUE S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3N9

RECORDS ADDRESS

Street: 1400, 350 7TH AVENUE S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3N9

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: SEE SCHEDULE "A" ATTACHED HERETO
Share Transfers Restrictions: NONE
Number of Directors:
Min Number Of Directors: 1
Max Number Of Directors: 11

Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE SCHEDULE "C" ATTACHED HERETO

Professional Endorsement Provided:
Future Dating Required:
Registration Date: 2007/01/01

Director

Last Name: BENNETT
First Name: KEVIN
Middle Name: A.
Street/Box Number: 52 ARBOUR ESTATES LANDING N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3G 3Z9
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: BLUE
First Name: DALE
Middle Name: G.
Street/Box Number: 2300 PRINCE JOHN BOULEVARD
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L5K 2K1
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: BOONE
First Name: DAVID
Middle Name: J.
Street/Box Number: SUITE 1900, ELVEDEN HOUSE, 717 - 7TH AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0Z3
Country:
Resident Canadian: Y

Named On Stat Dec:

Last Name: BRUSSA
First Name: JOHN
Middle Name: A.
Street/Box Number: 1400, 350 - 7TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3N9
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: CHERNOFF
First Name: M.
Middle Name: BRUCE
Street/Box Number: 838 RIDEAU ROAD SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 0R6
Country:
Resident Canadian: Y
Named On Stat Dec: Y

Last Name: FRILEY
First Name: WILLIAM
Middle Name:
Street/Box Number: 1300, 530 - 8TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3S8
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: JOHNSON
First Name: VERNE
Middle Name: G.
Street/Box Number: 29 CHRISTIE ESTATE HEATH SW
City: CALGARY
Province: ALBERTA
Postal Code: T3H 2Z5

Country:

Resident Canadian: Y

Named On Stat Dec:

Last Name: MCFADYEN

First Name: HECTOR

Middle Name:

Street/Box Number: 3411 - 8A STREET SW

City: CALGARY

Province: ALBERTA

Postal Code: T2T 3B3

Country:

Resident Canadian: Y

Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
202518494	251849 ALBERTA LTD.
2012531857	HARVEST OPERATIONS CORP.
2012618720	HARVEST BEL INC.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Shares in Series	ELECTRONIC	2007/01/01
Other Rules or Provisions	ELECTRONIC	2007/01/01
Statutory Declaration	10000005101380019	2007/01/01
Share Structure	ELECTRONIC	2007/01/01

Registration Authorized By: SHANNON M. GANGL
SOLICITOR