

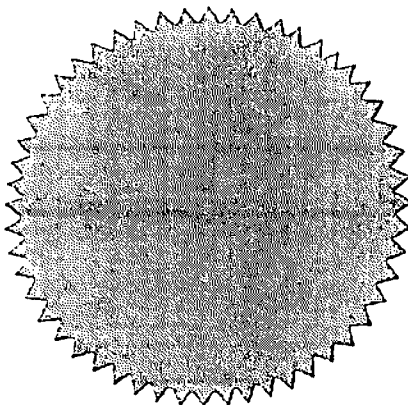


Number: A0065629

CERTIFICATE OF REGISTRATION

BUSINESS CORPORATIONS ACT

I Hereby Certify that 1057533 ALBERTA LTD. has been registered as an extraprovincial company under the Business Corporations Act on July 27, 2005 at 12:15 PM Pacific Time.



*Issued under my hand at Victoria, British Columbia
On July 27, 2005*

RON TOWNSHEND
Registrar of Companies
Province of British Columbia
Canada

Date and Time: September 16, 2008 09:39 AM Pacific Time



Ministry
of Finance
BC Registry Services

Mailing Address:
PO BOX 9431 Stn Prov Govt.
Victoria BC V8W 9V3
www.corporateonline.gov.bc.ca

Location:
2nd Floor - 940 Bannard St
Victoria BC
250 356-8626

Annual Report
EXTRAPROVINCIAL
COMPANY
FORM 35
BUSINESS CORPORATIONS ACT
Section 380

Filed Date and Time: September 16, 2008 09:39 AM Pacific Time

ANNUAL REPORT DETAILS

NAME OF EXTRAPROVINCIAL COMPANY

1057533 ALBERTA LTD.
SUITE 2600, THREE BENTALL CENTRE
PO BOX 49314
595 BURRARD ST
VANCOUVER BC V7X 1L3
CANADA

REGISTRATION NUMBER IN BC
A0065629

REGISTRATION DATE IN BC
July 27, 2005

DATE OF ANNUAL REPORT
(ANNIVERSARY DATE OF REGISTRATION IN BC)
July 27, 2008

FOREIGN JURISDICTION INFORMATION

EXTRAPROVINCIAL COMPANY'S CURRENT
JURISDICTION:

ALBERTA

DATE OF INCORPORATION, CONTINUATION,
AMALGAMATION OR ORGANIZATION IN
EXTRAPROVINCIAL COMPANY'S CURRENT
JURISDICTION:

July 17, 2003

IDENTIFYING NUMBER IN EXTRAPROVINCIAL
COMPANY'S CURRENT JURISDICTION:

2010575336

Date and Time: August 28, 2006 09:08 AM Pacific Time



**BRITISH
COLUMBIA**

Ministry of Finance
Corporate and Personal
Property Registries
www.corporateonline.gov.bc.ca

Mailing Address:
PO BOX 9431 Stn Prov Govt.
Victoria BC V8W 9V3

Location:
2nd Floor - 940 Blanshard St.
Victoria BC
250 356-8626

Annual Report EXTRAPROVINCIAL COMPANY

FORM 35
BUSINESS CORPORATIONS ACT
Section 380

Filed Date and Time: August 28, 2006 09:08 AM Pacific Time

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1057533 ALBERTA LTD.
SUITE 2600, THREE BENTALL CENTRE
PO BOX 49314
595 BURRARD ST
VANCOUVER BC V7X 1L3
CANADA

REGISTRATION NUMBER IN BC
A0065629

REGISTRATION DATE IN BC
July 27, 2005

DATE OF ANNUAL REPORT
(ANNIVERSARY DATE OF REGISTRATION IN BC)
July 27, 2006

FOREIGN JURISDICTION INFORMATION

EXTRAPROVINCIAL COMPANY'S CURRENT JURISDICTION:

ALBERTA

DATE OF INCORPORATION, CONTINUATION, AMALGAMATION OR ORGANIZATION IN EXTRAPROVINCIAL COMPANY'S CURRENT JURISDICTION:

July 17, 2003

IDENTIFYING NUMBER IN EXTRAPROVINCIAL COMPANY'S CURRENT JURISDICTION:

2010575336



Ministry of Finance
Corporate and Personal
Property Registries
www.fin.gov.bc.ca/registries

ANNUAL REPORT
FORM 35
EXTRAPROVINCIAL COMPANY
Section 380 Business Corporations Act

Telephone: 250 356 - 8626

DO NOT MAIL THIS FORM to the Corporate and Personal Property Registries unless you are instructed to do so by registry staff. The Regulation under the Business Corporations Act requires the electronic version of this form to be filed on the Internet at www.corporateonline.gov.bc.ca

Freedom of Information and Protection of Privacy Act (FIPPA)
The personal information requested on this form is made available to the public under the authority of the Business Corporations Act. Questions about how the FIPPA applies to this personal information can be directed to the Administrative Assistant of the Corporate and Personal Property Registries at 250 356-1199, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

A. REGISTRATION NUMBER OF EXTRAPROVINCIAL COMPANY

A0065629

B. NAME OF EXTRAPROVINCIAL COMPANY

1057533 ALBERTA LTD.

C. REGISTRATION DATE IN BC

2005 / 07 / 27

D. DATE OF ANNUAL REPORT

2006 / 07 / 27

E. FOREIGN JURISDICTION INFORMATION

Extrajurisdictional company's current jurisdiction Alberta

Extrajurisdictional company's date of incorporation, continuation, amalgamation or organization in current jurisdiction 2003 / 07 / 17

Extrajurisdictional company's identifying number in current jurisdiction 2010575336

F. COMPANY CHANGES

A extrajurisdictional company must file with the registrar a notice of any change to the information shown in the corporate register.

If there has been any change to the following:

- the extrajurisdictional company's jurisdiction, either by way of continuation, amalgamation or similar process;
- the identifying number or name of the extrajurisdictional company; or
- the mailing or delivery address of the head office or any attorney;

please visit our Web site at www.fin.gov.bc.ca/registries or phone 250 356-8626 for information on how to file these changes.

G. CERTIFIED CORRECT - I have read this form and found it to be correct.

NAME OF AUTHORIZED SIGNING AUTHORITY
FOR THE EXTRAPROVINCIAL COMPANY

M. Bruce Chernoff

SIGNATURE OF AUTHORIZED SIGNING AUTHORITY
FOR THE EXTRAPROVINCIAL COMPANY

x

DATE SIGNED

YYYY / MM / DD

2006/03/03



Number: A0065629

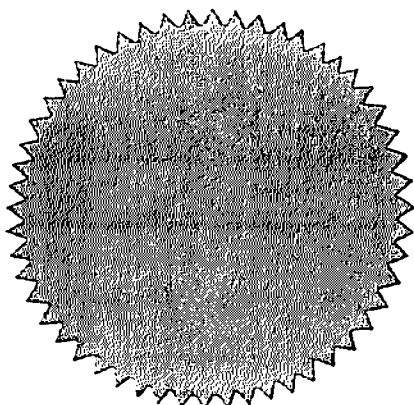
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*Issued under my hand at Victoria, British Columbia
On July 27, 2005*

RON TOWNSHEND
Registrar of Companies
Province of British Columbia
Canada



REGISTRATION STATEMENT

FORM 33
EXTRAPROVINCIAL COMPANY

Section 376 Business Corporations Act

OFFICE USE ONLY - DO NOT WRITE IN THIS AREA

FILED

JUL 27 2005

MLT

REGISTRAR OF COMPANIES

Note: If the foreign entity was formed outside of Canada, attach proof of existence (e.g. certificate of status) certified by the foreign entity's home jurisdiction.

Item C

Enter the delivery and mailing address of the head office of the foreign entity, whether or not the head office is in BC. The delivery address must be for a location that is accessible to the public between 9 a.m. and 4 p.m. on business days for the delivery of records. The delivery address must not be a post office box.

Item D

A foreign entity registered as an extraprovincial company must ensure it has one or more attorneys, or under its charter (or similar record), have its head office in BC. If its head office is in BC, the foreign entity may choose to appoint one or more attorneys. Each attorney for an extraprovincial company must be either:
1) an individual who is resident in BC, OR
2) a company incorporated in BC.

The delivery address of an attorney who is an individual is the address of the office in BC where the individual can usually be reached between 9 a.m. and 4 p.m. on business days for the delivery of records. Or, if the attorney is a BC company, the delivery address is for the registered office of the company which must be for a location in BC that is accessible to the public between 9 a.m. and 4 p.m. on business days for the delivery of records. A delivery address must not be a post office box. money order made payable to the Minister of Finance, or provide the registry with authorization to debit the fee from your BC Online Deposit Account. Please pay in Canadian dollars or in the equivalent amount of US funds.

Filing Fee: \$350.00

Submit this form with a cheque or money order made payable to the Minister of Finance, or provide the registry with authorization to debit the fee from your BC Online Deposit Account. Please pay in Canadian dollars or in the equivalent amount of US funds.

INSTRUCTIONS:

Please type or print clearly in block letters and ensure that the form is signed and dated in ink.

Item A A foreign entity must apply for a name approval and reservation prior to registering in BC as an extraprovincial company. The name reserved must be the foreign entity's own name in its current jurisdiction. If that name is not available, the foreign entity may reserve and adopt an assumed name for use in BC. A name reservation is not required if the foreign entity is a federal corporation.

Item B 1 Enter the identifying number in the foreign entity's current jurisdiction.

2 Enter the name of the foreign entity's name used in its current jurisdiction.

3 Enter the most recent of the following dates, the date the foreign entity was incorporated or organized, the date it was amalgamated, or the date it was continued or transferred.

4 Enter the jurisdiction in which the foreign entity was incorporated or in the case of a foreign entity that is a limited liability company, the jurisdiction in which it was organized.

If the foreign corporation resulted from an amalgamation or similar process, enter the jurisdiction in which the most recent amalgamation or similar process occurred. Or, if the corporation has since the later of its incorporation or any amalgamation been continued or otherwise transferred, enter the jurisdiction into which the corporation was most recently continued or transferred.

A NAME RESERVED FOR THE FOREIGN ENTITY

Complete section 1, 2 OR 3:

1. The name 1057533 ALBERTA LTD.

being the

foreign entity's own name has been reserved. The name reservation number is NR 7872553

2 The foreign entity's own name is not available and,

therefore, the assumed name

has been reserved. The name reservation number for the assumed name is

3 No name has been reserved because the foreign entity is a federal corporation with the name



BRITISH COLUMBIA

Ministry of Finance
Corporate and Personal
Properties Registries
www.fin.gov.bc.ca/registries

Mailing Address:
PO Box 9431 Stn Prov Govt
Victoria BC V8W 9V3
Location:
2nd Floor - 840 Blanshard Street
Victoria BC

Telephone: 250 356 8626

Freedom of Information and Protection of Privacy Act (FIPPA): The personal information requested on this form is made available to the public under the authority of the Business Corporations Act. Questions about how the FIPPA applies to this personal information can be directed to the Administrative Assistant of the Corporate and Personal Properties Registries at 250 356-1198, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

B FOREIGN ENTITY'S CURRENT JURISDICTION - If the current jurisdiction is other than a Canadian province, territory, or the federal government, attach proof of existence of the foreign entity, certified by its jurisdiction.

1. Corporate number assigned to the foreign entity by its current jurisdiction 2010575336

2. Foreign entity's name used in the foreign jurisdiction 1057533 ALBERTA LTD.

3. Foreign entity's date of incorporation, organization or most recent date of amalgamation or continuation 2003 / 07 / 17

4. Foreign entity's current jurisdiction of incorporation, organization, amalgamation or continuation

Alberta

C HEAD OFFICE ADDRESSES

DELIVERY ADDRESS OF HEAD OFFICE

3500, 855 - 2 Street SW, Calgary

PROVINCE/STATE

Alberta

COUNTRY

Canada

POSTAL CODE / ZIP CODE

T2P 4J8

MAILING ADDRESS OF HEAD OFFICE

3500, 855 - 2 Street SW, Calgary

PROVINCE/STATE

Alberta

COUNTRY

Canada

POSTAL CODE / ZIP CODE

T2P 4J8

D NAME OF ATTORNEY(S) (If any)

Enter the full name and the mailing and delivery address of each attorney.

LAST NAME

FIRST NAME

MIDDLE NAME

COMPANY NAME

Blakes Vancouver Services Inc.

DELIVERY ADDRESS OF ATTORNEY

Suite 2600, Three Bentall Centre, P.O. Box 49314, 595 Burrard Street, Vancouver

PROVINCE

BC

POSTAL CODE

V7X 1L3

MAILING ADDRESS OF ATTORNEY

Suite 2600, Three Bentall Centre, P.O. Box 49314, 595 Burrard Street, Vancouver

PROVINCE

BC

POSTAL CODE

V7X 1L3

LAST NAME

FIRST NAME

MIDDLE NAME

COMPANY NAME

DELIVERY ADDRESS OF ATTORNEY

PROVINCE

BC

POSTAL CODE

PROVINCE

BC

POSTAL CODE

MAILING ADDRESS OF ATTORNEY

If additional space is needed to enter more than two attorneys, please attach a separate sheet of paper.

E CERTIFIED CORRECT - I have read this form and found it to be correct.

NAME OF AUTHORIZED SIGNING AUTHORITY FOR THE FOREIGN ENTITY

SIGNATURE OF AUTHORIZED SIGNING AUTHORITY FOR THE FOREIGN ENTITY

DATE SIGNED

YYYY / MM / DD

James A Ralston

X



JULY 10 / 2004

CORPORATE ACCESS NUMBER: 2010575336



BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
INCORPORATION**

**1057533 ALBERTA LTD.
WAS INCORPORATED IN ALBERTA ON 2003/07/17.**



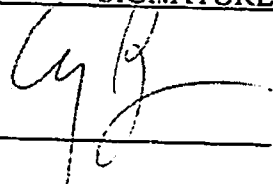
ALBERTA REGISTRIES

ARTICLES OF INCORPORATION

Business Corporations Act

Section 6

1. NAME OF CORPORATION:
1057533 ALBERTA LTD. 2010575330
2. THE CLASSES, AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE:
The annexed Schedule "A" is incorporated into and forms part of this form.
3. RESTRICTIONS ON SHARE TRANSFERS (IF ANY):
The annexed Schedule "B" is incorporated into and forms part of this form.
4. NUMBER, OR MINIMUM AND MAXIMUM NUMBER, OF DIRECTORS THAT THE CORPORATION MAY HAVE:
Minimum of one (1), maximum of seven (7).
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 RULES OR PROVISIONS (IF ANY):
The annexed Schedule "C" is incorporated into and forms part of this form.
7. DATE: July 17, 2003

INCORPORATORS NAMES	ADDRESS (including postal code)	SIGNATURE
Craig N. Spurn	3500, 855 - 2 Street SW Calgary, AB T2P 4J8	

This information is being collected for the purposes of Alberta Registries records in accordance with the Business Corporations Act

ELECTRONICALLY FILED WITH
ALBERTA REGISTRIES ON
JUL 17 2003
by BLAKE, CASSELL & GRAYDON LLP
Corporate Services

SCHEDULE "A"
ARTICLES OF INCORPORATION
1057533 ^{OF}
ALBERTA LTD.

(share structure)

The Corporation is authorized to issue an unlimited number of Common Shares. The rights attached to the Common Shares are as follows:

- (a) The holders of the Common Shares shall be entitled to receive notice of, attend at and vote at any meeting of the shareholders of the Corporation on the basis of one vote for each Common Share held at the time of any such meeting;
- (b) To receive dividends declared as and if declared by the Board of Directors; and
- (c) The holders of the Common Shares shall be entitled to share in the remaining property of the Corporation upon liquidation, dissolution, bankruptcy, winding-up or other distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs.

SCHEDULE "B"
ARTICLES OF INCORPORATION
OF
1057533 ALBERTA LTD.

(restrictions on share transfers)

The right to transfer shares of the Corporation is restricted in that no shareholder shall be entitled to transfer any share or shares in the capital of the Corporation unless the transfer has been approved by the directors of the Corporation, such approval to be signified by a resolution of the Board of Directors of the Corporation.

SCHEDULE "C"
ARTICLES OF INCORPORATION
1057553^{OF}
ALBERTA LTD.

(other rules or provisions)

1. The number of shareholders of the Corporation, exclusive of persons who are in its employment and are shareholders of the Corporation and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, shareholders of the Corporation, and have continued to be shareholders of the Corporation after termination of that employment, is limited to not more than fifty persons, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.
2. Any invitation to the public to subscribe for securities of the Corporation is prohibited.
3. The Corporation has a lien on the shares of a shareholder or his legal representative for a debt of that shareholder to the Corporation, provided that such lien shall be released in respect of shares transferred by such shareholder (or his legal representative) as permitted pursuant to the terms of these Articles or any unanimous shareholders agreement in respect of the Corporation.
4. The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual meeting, but the number of additional directors shall not at any time exceed one-third of the number of directors who held office at the expiration of the last annual meeting of the Corporation.