

# Articles Of Amalgamation

Business Corporations Act  
Section 185

1. **Name of Amalgamated Corporation**

UNITECH ENERGY RESOURCES INC.

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

The attached Schedule re Authorized Shares is incorporated in this form.

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

None

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

Minimum 3; Maximum 15

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

Not Applicable

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

The attached Schedule re Other Provisions is incorporated in this form.

7. **Name of Amalgamating Corporations**

**Corporate Access Number**

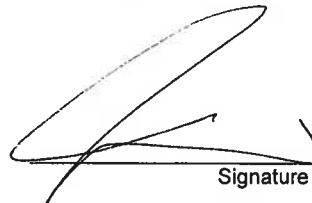
Name of Amalgamating Corporations	Corporate Access Number
NR2 Resources Corporation	2011051659
Unitech Energy Corp.	208509372

James Durward

Name of Person Authorizing (please print)

Chief Technology Officer

Title (please print)



Signature

June 29, 2006

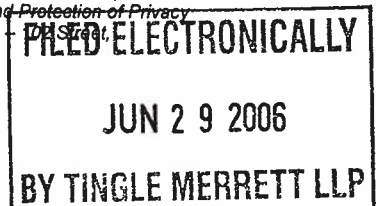
Date

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REG 3068 (99/01)

194359-342054

CAL\_DOCS #1499226



## SCHEDULE RE AUTHORIZED SHARES

The authorized capital of the Corporation shall consist of an unlimited number of Common Shares without nominal or par value and an unlimited number of First Preferred Shares without nominal or par value. The rights, privileges, restrictions and conditions attaching to the Common Shares and First Preferred Shares are as set out herein.

1. The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows:
  - (a) **Payment of Dividends:** The holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the Common Shares, the board of directors may in its sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation.
  - (b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the Common Shares, be entitled to participate in the distribution. Such distribution shall be made in equal amounts per share on all the Common Shares at the time outstanding without preference or distinction.
  - (c) **Voting Rights:** The holders of the Common Shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each Common Share held at all such meetings.
2. The rights, privileges, restrictions and conditions attaching to the First Preferred Shares are as follows:
  - (a) **Series:** The First Preferred Shares may at any time and from time to time be issued in one or more series. Subject to the provisions of clauses 2(b) and (c), the board of directors of the Corporation may from time to time before the issue thereof fix the number of shares in, and determine the designation, rights, privileges, restrictions and conditions attaching to the shares of, each series of First Preferred Shares.

- (b) **Idem:** The First Preferred Shares shall be entitled to priority over the Common Shares and all other shares ranking junior to the First Preferred Shares with respect to the payment of dividends and the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.
  
- (c) **Idem:** The First Preferred Shares of each series shall rank on a parity with the First Preferred Shares of every other series with respect to priority in the payment of dividends and in the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

## **SCHEDULE RE OTHER PROVISIONS**

The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.

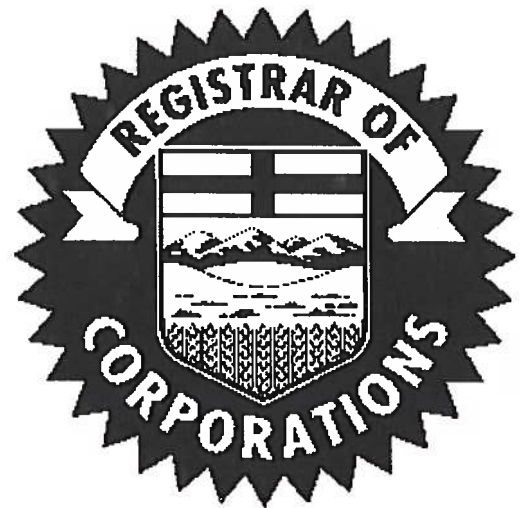
**CORPORATE ACCESS NUMBER: 2012527095**

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMALGAMATION**

**UNITECH ENERGY RESOURCES INC.  
IS THE RESULT OF AN AMALGAMATION FILED ON 2006/06/29.**



# Articles Of Amalgamation

Business Corporations Act  
Section 185

1. **Name of Amalgamated Corporation**

UNITECH ENERGY RESOURCES INC.

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

See the attached Schedule of Share Capital.

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

None.

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

Minimum 3 - Maximum 15

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.

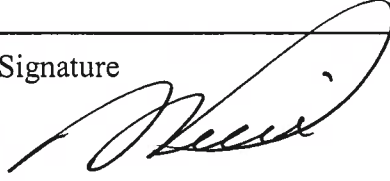
6. **Other provisions (if any):**

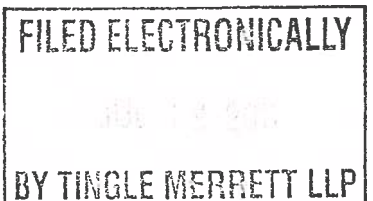
See the attached Schedule of Other Rules or Provisions.

7. **Name of Amalgamating Corporations**

**Corporate Access Number**

Pendor IV Joint Venture Ltd.	2011373608
Pendor V Joint Venture Ltd.	2012057556
Medicine Hat VI Inc.	2012383143
Unitech Energy Resources Inc.	2012527095

Date July 19, 2011	Signature 	Title Director
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## SCHEDULE OF SHARE CAPITAL

The authorized capital of the Corporation shall consist of an unlimited number of Common Shares without nominal or par value and an unlimited number of First Preferred Shares without nominal or par value. The rights, privileges, restrictions and conditions attaching to the Common Shares and First Preferred Shares are as set out herein.

1. The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows:
  - (a) **Payment of Dividends:** The holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the Common Shares, the board of directors may in its sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation.
  - (b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the Common Shares, be entitled to participate in the distribution. Such distribution shall be made in equal amounts per share on all the Common Shares at the time outstanding without preference or distinction.
  - (c) **Voting Rights:** The holders of the Common Shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each Common Share held at all such meetings.
2. The rights, privileges, restrictions and conditions attaching to the First Preferred Shares are as follows:
  - (a) **Series:** The First Preferred Shares may at any time and from time to time be issued in one or more series. Subject to the provisions of clauses 2(b) and (c), the board of directors of the Corporation may from time to time before the issue thereof fix the number of shares in, and determine the designation, rights, privileges, restrictions and conditions attaching to the shares of, each series of First Preferred Shares.
  - (b) **Idem:** The First Preferred Shares shall be entitled to priority over the Common Shares and all other shares ranking junior to the First Preferred Shares with

respect to the payment of dividends and the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

- (c) **Idem:** The First Preferred Shares of each series shall rank on a parity with the First Preferred Shares of every other series with respect to priority in the payment of dividends and in the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.



## **SCHEDULE OF OTHER RULES OR PROVISIONS**

The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.

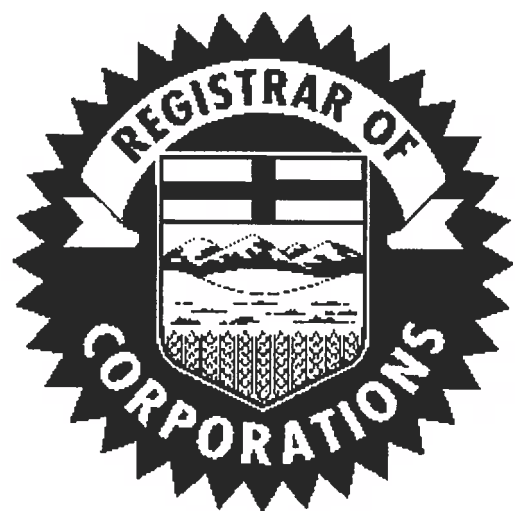
**CORPORATE ACCESS NUMBER: 2016191815**

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMALGAMATION**

**UNITECH ENERGY RESOURCES INC.  
IS THE RESULT OF AN AMALGAMATION FILED ON 2011/07/19.**



# Articles Of Amendment

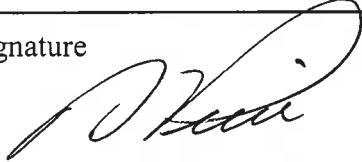
Business Corporations Act  
Section 29 or 177

1. Name of Corporation	2. Corporate Access Number
UNITECH ENERGY RESOURCES INC.	2016191815

3. The Articles of the above named corporation are amended as follows:

Pursuant to section 173(1)(a) of the *Business Corporations Act* (Alberta) the Articles of the Corporation are hereby amended by changing the name of the Corporation from UNITECH ENERGY RESOURCES INC. to JADELA OIL CORP.; and

Pursuant to subsection 173(1)(f) of the *Business Corporations Act* (Alberta), the Articles of the Corporation are hereby amended by consolidating the currently issued and outstanding Common Shares of the Corporation on the basis of one (1) new Common Share for every ten (10) Common Shares presently issued and outstanding.

Date	Signature	Title
July 20, 2011		Director

FILED ELECTRONICALLY  
BY TINGLE BURNETT LLP

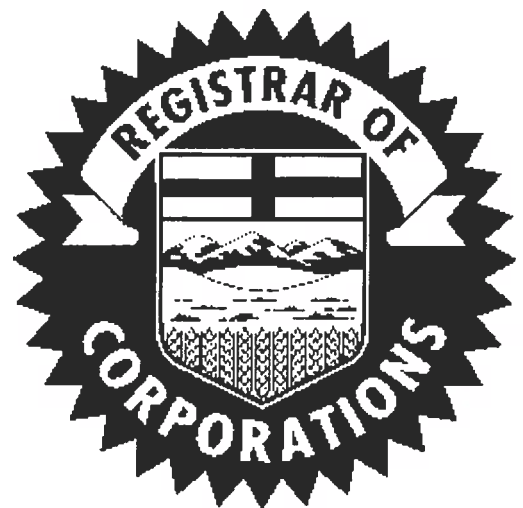
**CORPORATE ACCESS NUMBER: 2016191815**

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMENDMENT**

**JADELA OIL CORP.  
AMENDED ITS ARTICLES ON 2011/07/20.**



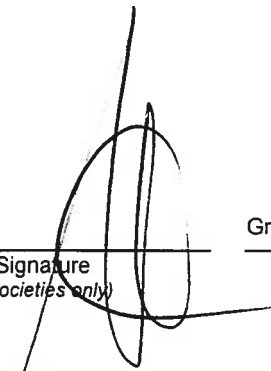
1. Name of Corporation

2. Corporate Access Number

JADELA OIL CORP.	201619815
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3. Item Number 1 of the Articles of the above named corporation are amended in accordance with Section 173(1)(a) of the Business Corporations Act.

ITEM 1 OF THE ARTICLES OF INCORPORATION BE AMENDED BY CHANGING THE NAME OF JADELA OIL CORP. TO "TENTH AVENUE PETROLEUM CORP"

	Gregory J. Leia	2015/05/05
Authorized Signature <i>(applicable for societies only)</i>	Name of Person Authorizing <i>(please print)</i>	Date
_____ Identification <i>(not applicable for societies)</i>	Solicitor	_____ Title <i>(please print)</i>

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**CORPORATE ACCESS NUMBER: 2016191815**

**Government  
of Alberta ■**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMENDMENT**

**JADELA OIL CORP.  
CHANGED ITS NAME TO TENTH AVENUE PETROLEUM CORP. ON 2015/05/05.**



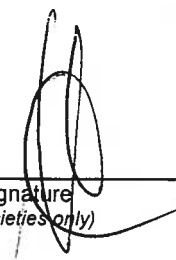
1. Name of Corporation

2. Corporate Access Number

TENTH AVENUE PETROLEUM CORP	2016191815
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3. Item Number 2 of the Articles of the above named corporation are amended in accordance with Section 173(1)(f) of the Business Corporations Act.

Pursuant to subsection 173(1)(f) of the Business Corporations Act (Alberta), the Articles of the Corporation are hereby amended by consolidating the currently issued and outstanding Common Shares of the Corporation on the basis of one (1) new Common Share for every five (5) Common Shares presently issued and outstanding.

 _____ Authorized Signature <i>(applicable for societies only)</i>	Gregory J. Leia _____ Name of Person Authorizing <i>(please print)</i>	2015/05/05 _____ Date
_____ Identification <i>(not applicable for societies)</i>	Solicitor _____ Title <i>(please print)</i>	

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**CORPORATE ACCESS NUMBER: 2016191815**

**Government  
of Alberta ■**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMENDMENT**

**TENTH AVENUE PETROLEUM CORP.  
AMENDED ITS ARTICLES ON 2015/05/05.**

