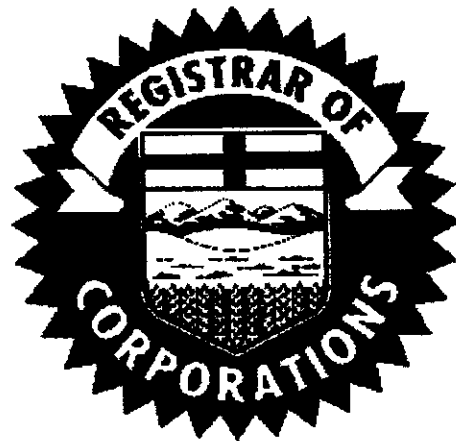




BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**ALPETRO RESOURCES LTD.
IS THE RESULT OF AN AMALGAMATION FILED ON 2006/01/01.**



**Articles of Amalgamation
For
ALPETRO RESOURCES LTD.**

Share Structure:	AN UNLIMITED NUMBER OF COMMON SHARES WITHOUT NOMINAL OR PAR VALUE
Share Transfers Restrictions:	NONE
Number of Directors:	
Min Number of Directors:	1
Max Number of Directors:	10
Business Restricted To:	NONE
Business Restricted From:	NONE
Other Provisions:	AS SET OUT IN PARAGRAPH 7 OF THE ARTICLES OF AMALGAMATION.

**Registration Authorized By: ROBERT BOYER
SOLICITOR**

Amalgamate Alberta Corporation - Registration Statement

Service Request Number: 8107138
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: ALPETRO RESOURCES LTD.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 2240, 444 – 5TH AVENUE S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2T8

RECORDS ADDRESS

Street: 2240, 444 – 5TH AVENUE S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2T8

ADDRESS FOR SERVICE BY MAIL

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

Share Structure: AN UNLIMITED NUMBER OF COMMON SHARES WITHOUT
NOMINAL OR PAR VALUE

Share Transfers Restrictions: NONE

Number of Directors:

Min Number Of Directors: 1

Max Number Of Directors: 10

Business Restricted To: NONE

Business Restricted From: NONE

AS SET OUT IN PARAGRAPH 7 OF THE ARTICLES OF

Other Provisions: AMALGAMATION.

**Professional Endorsement
Provided:**

Future Dating Required:

Registration Date: 2006/01/01

Director

Last Name: ISLAM
First Name: NAZRUL
Middle Name:
Street/Box Number: 36 EDGEVALLEY PLACE N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3A 4Z1
Country:
Resident Canadian: Y
Named On Stat Dec: Y

Last Name: BOYER
First Name: ROBERT
Middle Name:
Street/Box Number: #1400, 707 - 7TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3H6
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: RICHARDS
First Name: WILLIAM
Middle Name:
Street/Box Number: #1200, 550 - 6TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0S2
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: CHAN
First Name: ROBIN
Middle Name: SIU-LEUNG
Street/Box Number: 37 RIVER ROCK ROAD S.E.
City: CALGARY
Province: ALBERTA
Postal Code: T2C 4H2
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: KIDDLE
First Name: DAVID
Middle Name:
Street/Box Number: 1208 MILLRISE POINT S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2Y 3W4
Country:
Resident Canadian: Y
Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
206274458	ALPETRO RESOURCES LTD.
209956614	995661 ALBERTA LTD.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Other Rules or Provisions	ELECTRONIC	2006/01/01
Statutory Declaration	10000504000296445	2006/01/01

Registration Authorized By: ROBERT BOYER
SOLICITOR

7. OTHER PROVISIONS (IF ANY):

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 1/3 of the number of directors who held office at the expiration of the last annual general meeting of the Corporation.