

CERTIFICATE

TO: British Columbia Securities Commission
 Alberta Securities Commission
 Saskatchewan Securities Commission
 Manitoba Securities Commission
 Ontario Securities Commission
 Commission des valeurs mobilières du Québec
 The Administrator under the Securities Act of New Brunswick
 Registrar under the Securities Act of Nova Scotia
 Registrar of Securities, Department of Justice, Prince Edward Island
 Registrar of Deeds, Department of Justice, Newfoundland

The undersigned, Glenn R. Carley, Chairman and Chief Executive Officer, and Bonnie L. Vogeli, Corporate Secretary of Magin Energy Inc. (the "Corporation"), certify that the Corporation satisfies the requirements in Section 4.1(1)(a), (b) and (c) of National Policy No. 47 of the Canadian Securities Regulators.

IN WITNESS WHEREOF the undersigned have signed this Certificate under the Corporate seal of the Corporation this 30th day of April, 1998.

(signed) "Glenn R. Carley"

(signed) "Bonnie L. Vogeli"