



Saskatchewan
Justice

Corporations

101165519
Entity Number

Certificate of Registration

THE BUSINESS CORPORATIONS ACT

I certify that

BOE CAPITAL CORP.

is this day registered under *THE BUSINESS CORPORATIONS ACT* in accordance with the attached.

Given under my hand and seal

this 17th day of June, 2010



A handwritten signature in black ink, appearing to read "P. H. Key".

Director of Corporations



Saskatchewan
Justice
Corporations
Branch

Application for Registration
The Business Corporations Act



Form 22

1. Name of entity BOE CAPITAL CORP.	Corp. # in home jurisdiction BC0793321
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2. Address of Registered Office in home jurisdiction 1500 Royal Centre, 1055 West Georgia Street, PO Box 11117		
Street Address		
Vancouver	British Columbia	V6E 4N7
Name of City/Town/Village	Province	Postal Code

3. Corporate history: N/A	Fundamental changes since Incorporation/Amalgamation in home jurisdiction (E.g. Name changes & date of change, etc.) – Attach an additional sheet if insufficient space.
Incorporation/Amalgamation Date in home jurisdiction: June 6, 2007	
Jurisdiction of Incorporation/Amalgamation: British Columbia	

4. The directors of the corporation are: (Attach an additional sheet if insufficient space)

Name	Address	Position held (if any)
See Attached Schedule "A"		Director
		Director
		Director

5. Attached documents include:

- Power of Attorney
- Certificate of Status (or Compliance) from home jurisdiction

I <u>R. Todd Hanas</u> , being <u>Director</u> of the (Director/Solicitor and Agent/Authorized Officer)	
corporation, certify that the Application for Registration and any attachments are correct and that I have the authority to request this Application be filed pursuant to <i>The Business Corporations Act</i> .	
Date: <u>June 14</u> , 2010	Signature:



SCHEDULE "A"

Form 22

Application for Registration
The Business Corporations Act
FOR
BOE CAPITAL CORP.



1. The directors of the corporation are: (Attach an additional sheet if insufficient space)

Name	Address	Position held (if any)
Steven J. Bruk	3790 Southbridge Avenue West Vancouver, BC V7V 3J1	Director
D. Barry Lee	#283 - 1755 Robson Street Vancouver, BC V6G 3B7	Director
Richard Todd H. Hanas	560 Carmen Court Coquitlam, BC V3J 6P5	Director
Gilbert G. Schneider	900 - 925 West Georgia Street Vancouver, BC V6C 3L2	Director
Leonard Van Betuw	125 61st Avenue SE Calgary, Alberta T2H 0R4	Director



Saskatchewan
Justice
Corporations
Branch

Power of Attorney
The Non-profit Corporations Act, 1995

PROVINCE OF SASKATCHEWAN
REGISTERED

JUN 17 2010

Form 24

CORPORATIONS
BRANCH

Name of Corporation BOE CAPITAL CORP.	Entity No.: <i>101165519</i>
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appoints:

Name of Power of Attorney	Address (must be resident of Saskatchewan) If the Power of Attorney resides in a city his or her resident address MUST be indicated. If residence is in a rural area, use a legal land description (including R.M. name and number).	Signature of individual named as Attorney (indicates acceptance of appointment)
<i>Donald L. Wilson Aaron B. Runge Jenn A. Lipide</i>	All of MacPherson Leslie & Tyerman LLP 1500 - 1874 Scarth Street Regina, Saskatchewan S4P 4E9	See Attached Schedule "A"

to act as its attorney for the purpose of receiving service of process in all suits and proceedings by or against the corporation within Saskatchewan and for the purpose of receiving all lawful notices; and the corporation declares that service of process respecting such suits and proceedings, and of such notices, upon the attorney are legal and binding to all intents and purposes whatsoever.

Where more than one person is appointed attorney, any one of them, without the others, may act as true and lawful attorney of the corporation.

This appointment revokes all previous appointments.

(This section is to be completed by a Director or Authorized Officer of the above corporation.)

June <i>14</i> , 2010	R. Todd Hanas	Director	
Date	Name	Office Held	

SCHEDULE 1 CONSENT TO ACT AS ATTORNEY

THE UNDERSIGNED, of the City of Regina, in the Province of Saskatchewan, hereby consent to act as attorney for the corporation described in the attached Power of Attorney for the purposes therein specified.

DATED this 14th day of June, 2010.



Donald K. Wilson

John A. Dipple

Aaron D. Runge