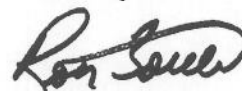


CERTIFIED COPY

Of a Document filed with the Province of
British Columbia Registrar of Companies



RON TOWNSHEND
February 19, 2010

Notice of Articles

BUSINESS CORPORATIONS ACT

This Notice of Articles was issued by the Registrar on: February 19, 2010 01:29 PM Pacific Time

Incorporation Number: BC0865346

Recognition Date and Time: Incorporated on November 2, 2009 05:44 PM Pacific Time

NOTICE OF ARTICLES

Name of Company:

MERUS LABS INTERNATIONAL INC.

REGISTERED OFFICE INFORMATION

Mailing Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

Delivery Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

RECORDS OFFICE INFORMATION

Mailing Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

Delivery Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

DIRECTOR INFORMATION

Last Name, First Name, Middle Name:

SHELDON, DONALD

Mailing Address:

1199 WEST HASTINGS STREET
SUITE 800
VANCOUVER BC V6E 3T5
CANADA

Delivery Address:

1199 WEST HASTINGS STREET
SUITE 800
VANCOUVER BC V6E 3T5
CANADA

AUTHORIZED SHARE STRUCTURE

1.	No Maximum	Common Shares	Without Par Value
----	------------	---------------	-------------------

Without Special Rights or
Restrictions attached

2.	No Maximum	Preferred Shares	Without Par Value
----	------------	------------------	-------------------

With Special Rights or
Restrictions attached



**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 Blanshard St.
Victoria BC
250 356-8626

Notice of Alteration

FORM 11
BUSINESS CORPORATIONS ACT
Section 257

Filed Date and Time: **February 19, 2010 01:29 PM Pacific Time**

Alteration Date and Time: **Notice of Articles Altered on February 19, 2010 01:29 PM Pacific Time**

NOTICE OF ALTERATION

Incorporation Number:

C0865346

Name of Company:

0865346 B.C. LTD.

Name Reservation Number:

NR4379693

Name Reserved:

MERUS LABS INTERNATIONAL INC.

ALTERATION EFFECTIVE DATE:

The alteration is to take effect at the time that this application is filed with the Registrar.

CHANGE OF NAME OF COMPANY

From:

0865346 B.C. LTD.

To:

MERUS LABS INTERNATIONAL INC.

CERTIFIED COPY

Of a Document filed with the Province of
British Columbia Registrar of Companies

Notice of Articles

BUSINESS CORPORATIONS ACT



RON TOWNSHEND
November 2, 2009

This Notice of Articles was issued by the Registrar on: November 2, 2009 05:44 PM Pacific Time

Incorporation Number: **BC0865346**

Recognition Date and Time: *Incorporated on November 2, 2009 05:44 PM Pacific Time*

NOTICE OF ARTICLES

Name of Company:

0865346 B.C. LTD.

REGISTERED OFFICE INFORMATION

Mailing Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

Delivery Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

RECORDS OFFICE INFORMATION

Mailing Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

Delivery Address:

SUITE 1810 - 1111 WEST GEORGIA STREET
VANCOUVER BC V6E 4M3
CANADA

DIRECTOR INFORMATION

Director Name, First Name, Middle Name:

SHELDON, DONALD

Mailing Address:

1199 WEST HASTINGS STREET
SUITE 800
VANCOUVER BC V6E 3T5
CANADA

Delivery Address:

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With Special Rights or
Restrictions attached