



Number: BC0987794

**CERTIFICATE
OF
AMALGAMATION**

BUSINESS CORPORATIONS ACT

I Hereby Certify that 0981571 B.C. LTD., incorporation number C0981571, and EMERITA GOLD CORP., incorporation number BC0865140 were amalgamated as one company under the name EMERITA GOLD CORP. on October 1, 2013 at 12:01 AM Pacific Time.

*Issued under my hand at Victoria, British Columbia
On October 1, 2013*



CAROL PREST
Registrar of Companies
Province of British Columbia
Canada

