



2011-08-15

Corporations Canada
9th floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Corporations Canada
9e étage, Tour Jean Edmonds sud
365, avenue Laurier ouest
Ottawa (Ontario) K1A 0C8

73 Richmond St West, Ste 207
Toronto ON M5H 1Z4
Canada

Corporation Number: **793496-3**
Numéro de société :

Request Received:
Date de réception de la **2011-08-11**
demande :

Request ID: **4588019**
Numéro de la demande

Your Reference:
Votre référence :

Please find enclosed the **Certificate of Amalgamation** issued under the *Canada Business Corporations Act* (CBCA) and related documents for **Argentium Resources Inc.** Please ensure that these documents are kept with the corporate records.

Vous trouverez ci-joint le **certificat de fusion** ainsi que les documents connexes émis en vertu de la *Loi canadienne sur les sociétés par actions* (LCSA) relativement à **Argentium Resources Inc.** Veuillez vous assurer de les conserver avec les livres de la société.

The issuance of this certificate will be listed in Corporations Canada's online Monthly Transactions report. You can access the report on the Corporations Canada website.

L'émission de ce certificat sera rapportée dans notre prochain rapport mensuel de transactions. Vous pouvez consulter le rapport dans le site Web de Corporations Canada.

Please ensure that the corporation is aware of its ongoing reporting obligations by referring to the pamphlet, *Keeping Your Corporation in Good Standing* (enclosed or available on our website).

Veuillez vous assurer que la société est informée de ses obligations de déclaration. Vous pouvez consulter la brochure *Maintenir votre société en conformité*, ci-jointe ou disponible en ligne, pour connaître les obligations de déclaration de la société.

Also enclosed is additional information about protecting a corporate name.

De plus vous trouverez ci-joint de l'information concernant la protection de la dénomination sociale.

If you require additional information, please contact Corporations Canada.

Si vous avez besoin de plus d'information, veuillez communiquer avec Corporations Canada.



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9th floor, Jean Edmonds Towers South
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Ottawa (Ontario) K1A 0C8

Corporation Information Sheet

Canada Business Corporations Act (CBCA)

Fiche de renseignements concernant la société

Loi canadienne sur les sociétés par actions (LCSA)

Argentium Resources Inc.

Corporation Number	793496-3	Numéro de société
Corporation Key Required for changes of address or directors online	29135132	Clé de société Requise pour mettre à jour en ligne l'adresse du siège social ou l'information concernant les administrateurs
Anniversary Date Required to file annual return	08-11 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2012	08-11 to/au 10-10 (mm-dd/mm-jj)	Période pour déposer le rapport annuel Débutant en 2012

Reporting Obligations

A corporation can be dissolved if it defaults in filing a document required by the CBCA. To understand the corporation's reporting obligations, consult **Keeping Your Corporation in Good Standing** (enclosed or available on our website).

Obligations de déclaration

Une société peut être dissoute si elle omet de déposer un document requis par la LCSA. Pour connaître les obligations de déclaration de la société veuillez consulter la brochure **Maintenir votre société en conformité**, ci-jointe ou disponible dans notre site Web.

Corporate Name

Where a name has been approved, be aware that the corporation assumes full responsibility for any risk of confusion with existing business names and trademarks (including those set out in the NUANS® search report). The corporation may be required to change its name in the event that representations are made to Corporations Canada and it is established that confusion is likely to occur. Also note that any name granted is subject to the laws of the jurisdiction where the corporation carries on business. For additional information, consult **Protecting Your Corporate Name** (enclosed or available on our website).

Dénomination sociale

En dépit du fait que Corporations Canada ait approuvé la dénomination sociale, il faut savoir que la société assume toute responsabilité de risque de confusion avec toutes dénominations commerciales, marques de commerce existantes (y compris celles qui sont citées dans le rapport de recherche NUANS^{MD}). La société devra peut-être changer sa dénomination advenant le cas où des représentations soient faites auprès de Corporations Canada établissant qu'il existe une probabilité de confusion. Il faut aussi noter que toute dénomination octroyée est assujettie aux lois de l'autorité législative où la société mène ses activités. Pour obtenir de l'information supplémentaire, veuillez consulter le document **Protection de la dénomination sociale** ci-joint ou disponible dans notre site Web.



Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

Argentium Resources Inc.

Corporate name / Dénomination sociale

793496-3

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Marcie Girouard

Director / Directeur

2011-08-11

Date of Amalgamation (YYYY-MM-DD)

Date de fusion (AAAA-MM-JJ)



Industry Canada Industrie Canada

Canada Business Corporations Act (CBCA) Loi canadienne sur les sociétés par actions (LCSA)

FORM 9
ARTICLES OF AMALGAMATION
(SECTION 185)

FORMULAIRE 9
STATUTS DE FUSION
(ARTICLE 185)

Form 9

1 -- Name of the Amalgamated Corporation Argentium Resources Inc.	Dénomination sociale de la société issue de la fusion
2 -- The province or territory in Canada where the registered office is to be situated (do not indicate the full address) Ontario	La province ou le territoire au Canada où sera situé le siège social (n'indiquez pas l'adresse complète)
3 -- The classes and any maximum number of shares that the corporation is authorized to issue The Corporation is authorized to issue an unlimited number of common shares without part value.	Catégories et tout nombre maximal d'actions que la société est autorisée à émettre The Corporation is authorized to issue an unlimited number of common shares without part value.
4 -- Restrictions, if any, on share transfers None.	Restrictions sur le transfert des actions, s'il y a lieu
5 -- Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes) Minimum: 3 Maximum: 10	Nombre minimal et maximal d'administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases) Minimal: Maximal:
6 -- Restrictions, if any, on business the corporation may carry on There shall be no restrictions on the business that the Corporation is authorized to carry on or on the powers the Corporation may exercise.	Limites imposées à l'activité commerciale de la société, s'il y a lieu There shall be no restrictions on the business that the Corporation is authorized to carry on or on the powers the Corporation may exercise.
7 -- Other provisions, if any None.	Autres dispositions, s'il y a lieu
8 -- The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows: ☒ 183 ☐ 184(1) ☐ 184(2)	La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après ☒ 183 ☐ 184(1) ☐ 184(2)

9 -- Declaration: I hereby certify that I am a director or an officer of the corporation.	Déclaration: J'atteste que je suis un administrateur ou un dirigeant de la société.	
Name of the amalgamating corporations Dénomination sociale des sociétés fusionnantes	Corporation No. N° de la société	Signature
Argentium Resources Inc.	7 5 3 7 2 6 - 3	
Tulox Resources Inc.	7 8 9 8 5 4 - 1	
	-	
	-	
	-	

Note:
Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Nota:
Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).

E-MAIL

2011-08-11

19h18

Canada

Canada

In the Matter of the *Canada Business Corporations Act*

And

In the Matter of Articles of Amalgamation Filed Pursuant to Section 185 in the Name

Argentium Resources Inc.

Statutory Declaration

I, Donald Gordon, of the City of North Vancouver in the Province of British Columbia, **DO SOLEMNLY DECLARE** that:

1. I am a director or officer of Tulox Resources Inc., an amalgamating corporation and I have personal knowledge of the matters herein deposed to.
2. I am satisfied that there are reasonable grounds for believing that:
 - a. each amalgamating corporation can and the amalgamated corporation will be able to pay its liabilities as they become due; and
 - b. the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes, and
 - c. there are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

AND I make this solemn declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath and by virtue of the Canada Evidence Act.

DECLARED BEFORE ME at the City of Vancouver,
Province of British Columbia, this day of
August, 2011.

A Commissioner for taking Oaths for
British Columbia

Donald Gordon

STEWART LEROY LOCKWOOD
Barrister & Solicitor
#1040 - 999 West Hastings street
Vancouver, BC V6K 2W2

In the Matter of the *Canada Business Corporations Act*

And

In the Matter of Articles of Amalgamation Filed Pursuant to Section 185 in the Name

Argentium Resources Inc.

Statutory Declaration

I, John Moses, of the City of Toronto in the Province of Ontario, **DO SOLEMNLY DECLARE** that:

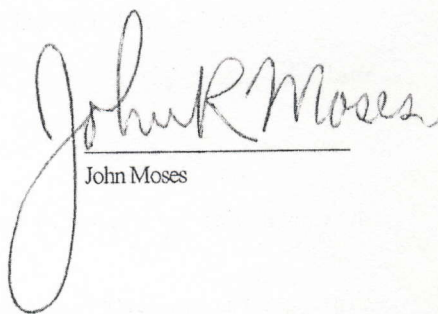
1. I am a director or officer of Argentium Resources Inc., an amalgamating corporation and I have personal knowledge of the matters herein deposed to.
2. I am satisfied that there are reasonable grounds for believing that:
 - a. each amalgamating corporation can and the amalgamated corporation will be able to pay its liabilities as they become due; and
 - b. the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes, and
 - c. there are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

AND I make this solemn declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath and by virtue of the Canada Evidence Act.

DECLARED BEFORE ME at the City of Toronto,
Province of Ontario, this 9 day of
August, 2011.


A Commissioner for taking Oaths for
Ontario

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)
)
)
)
)
)
)


John Moses



Industry Canada Industrie Canada
Corporations Canada Corporations Canada

Form 2

Initial Registered Office Address and First Board of Directors

(To be filed with Articles of Incorporation, Amalgamation and Continuance)
(Sections 19 and 106 of the Canada Business Corporations Act (CBCA))

Changes to the registered office or the board of directors are to be made by filing Form 3 — Change of Registered Office Address or Form 6 — Changes Regarding Directors.

Instructions

4 At least 25 per cent of the directors of a corporation must be Canadian residents. If a corporation has four directors or less, at least one director must be a Canadian resident (subsection 105(3) of the *Canada Business Corporations Act* (CBCA)).

If the corporation is a "distributing" corporation, there must be at least three directors.

However, the board of directors of corporations operating in uranium mining, book publishing and distribution, book sale or film and video distribution must be comprised of a majority of Canadian residents (subsection 105(3.1) of the CBCA). If the space available is insufficient, please attach a schedule to the form.

5 Declaration

In the case of an incorporation, this form must be signed by the incorporator. In the case of an amalgamation or a continuance, this form must be signed by a director or an officer of the corporation (subsection 262(2) of the CBCA).

General

The information you provide in this document is collected under the authority of the CBCA and will be stored in personal information bank number IC/PPU-049. Personal information that you provide is protected under the provisions of the *Privacy Act*. However, public disclosure pursuant to section 266 of the CBCA is permitted under the *Privacy Act*.

If you require more information, please consult our web-site at www.corporationscanada.ic.gc.ca or contact us at 613-941-9042 (Ottawa region), toll-free at 1-866-333-5556 or by email at corporationscanada@ic.gc.ca.

File documents online
(except for Articles of Amalgamation):
**Corporations Canada Online
Filing Centre:**
www.corporationscanada.ic.gc.ca

Or send documents by mail:
**Director General,
Corporations Canada
Jean Edmonds Tower South
9th Floor
365 Laurier Ave. West
Ottawa ON K1A 0C8**

By Facsimile:
613-941-0999

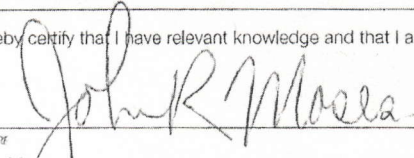
Canada

1	Corporation name
Argentium Resources Inc.	

2	Address of registered office (must be a street address, a P.O. Box is not acceptable)
73 Richmond Street West, Suite 207	
NUMBER AND STREET NAME	
Toronto	Ontario M5H 1Z4
CITY	PROVINCE/TERRITORY POSTAL CODE

3	Mailing address (if different from the registered office)
SAME AS ABOVE ☒	
ATTENTION OF	
NUMBER AND STREET NAME	
CITY	PROVINCE/TERRITORY POSTAL CODE

4	Members of the board of directors																								
<table border="1"><thead><tr><th>FIRST NAME</th><th>LAST NAME</th><th>RESIDENTIAL ADDRESS (must be a street address, a P.O. Box is not acceptable)</th><th>CANADIAN RESIDENT (Yes/No)</th></tr></thead><tbody><tr><td>John</td><td>Moses</td><td>8 King Street East, Suite 400 Toronto, Ontario M5C 4B5</td><td>Yes</td></tr><tr><td>Bohdan</td><td>Leshchyshe</td><td>33 Ashford Drive Toronto, Ontario M9B 5X2</td><td>Yes</td></tr><tr><td>Stephen</td><td>Knight</td><td>54 Glen Oak Drive Toronto, Ontario M4E 1Y5</td><td>Yes</td></tr><tr><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td></tr></tbody></table>	FIRST NAME	LAST NAME	RESIDENTIAL ADDRESS (must be a street address, a P.O. Box is not acceptable)	CANADIAN RESIDENT (Yes/No)	John	Moses	8 King Street East, Suite 400 Toronto, Ontario M5C 4B5	Yes	Bohdan	Leshchyshe	33 Ashford Drive Toronto, Ontario M9B 5X2	Yes	Stephen	Knight	54 Glen Oak Drive Toronto, Ontario M4E 1Y5	Yes									
FIRST NAME	LAST NAME	RESIDENTIAL ADDRESS (must be a street address, a P.O. Box is not acceptable)	CANADIAN RESIDENT (Yes/No)																						
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Bohdan	Leshchyshe	33 Ashford Drive Toronto, Ontario M9B 5X2	Yes																						
Stephen	Knight	54 Glen Oak Drive Toronto, Ontario M4E 1Y5	Yes																						

5	Declaration
I hereby certify that I have relevant knowledge and that I am authorized to sign and submit this form.	
	
SIGNATURE	TELEPHONE NUMBER
John Moses	(416) 729-4416
PRINT NAME	
Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).	

IC 2904 (2006/12)



**** RECEIPT/REÇU ****

INDUSTRY CANADA / INDUSTRIE CANADA
CORPORATIONS CANADA
365 LAURIER WEST / OUEST
TOUR JEAN EDMONDS TOWER SOUTH / SUD
9TH / 9IEME, OTTAWA, ON. K1A 0C8

12-Aug-2011 08:47 DROUINS3

BATCH: 3320 TRAN: 498087
RECEIPT ISSUED TO / REÇU ÉMIS À:

MOUANE SENGSAVANG

7934963 AMALG
KC359 1 @ \$200.00 \$200.00

TOTAL \$200.00 TOTAL

VISA: \$200.00

CHANGE DUE \$0.00 MONNAIE

CORPORATIONS CANADA
365 LAURIER AVE W
9TH FLOOR J.E.T.S.
OTTAWA ON K1A0C8
613-941-2791

TERM ID: 100

VISA ID: 17322560012

SALE

XXXXXXXXXXXXX1574

VISA ENTRY METHOD: MANUAL
08/12/11 08:45:23
INV #: 000001 APPR CODE: 053042
BATCH #: 000340
REF #: 001

CUST REF #: 7934963

AMOUNT \$200.00

CARDHOLDER COPY

APPROVED