

CORPORATE ACCESS NUMBER: 2017055282

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
INCORPORATION**

**1705528 ALBERTA LTD.
WAS INCORPORATED IN ALBERTA ON 2012/10/09.**



Amend Partnership - Proof of Filing

Alberta Amendment Date: 2012/12/12

The change to the Partners of PROGRESS EXPLORATION PARTNERSHIP 2009 - PT14473359 is filed as of 2012/12/12

Service Request Number: 18959488
Registration Date: 2009/01/15
Registration Number: PT14473359
Partnership Name: PROGRESS EXPLORATION PARTNERSHIP 2009
Type of Business: OIL AND GAS EXPLORATION AND DEVELOPMENT
Business Location: CALGARY
Commencement Date: 2009/01/15
Nuans Report Number: 94765380
Nuans Report Date: 2008/11/26

Partner

Partner Status: Active
Partner Type: Legal Entity
Corporate Access Number: 2017055282
Last Name/Legal Entity Name: 1705528 ALBERTA LTD.
Street: 1200, 205 - 5TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2V7

Partner Status: Active
Partner Type: Legal Entity
Corporate Access Number: 2014473348
Last Name/Legal Entity Name: PROGRESS ENERGY LTD.
Street: 1200, 205 - 5 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2V7

Partner Status: Active

Partner Type: Legal Entity
Corporate Access Number: 2014473017
Last Name/Legal Entity Name: PROGRESS ENERGY RESOURCES CORP.
Street: 1200, 205 - 5 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2V7

Registration Authorized By: ROBERT FROEHLICH
SOLICITOR

Amendment To Declaration
Of Partnership
Partnership Act

Name of Partnership	Registration Number
PROGRESS EXPLORATION PARTNERSHIP 2009	PT 14473359

We, the persons named as partners in the Declaration of Partnership, declare that:

1. The Partnership name indicated above has been change to:

N/A

Filed with Alberta Registries
by Norton Rose Canada LLP

DEC 12 2012

Initials: JMT

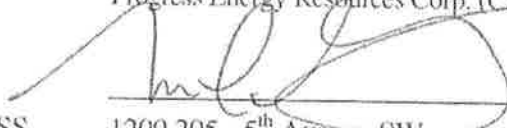
2. The current partners are:

NAME Progress Energy Ltd. (CAN 2014473348)

SIGNATURE 

BUSINESS ADDRESS 1200 205 - 5th Avenue SW.
Calgary, Alberta T2P 2V7

NAME Progress Energy Resources Corp. (CAN 2014473017)

SIGNATURE 

BUSINESS ADDRESS 1200 205 - 5th Avenue SW.
Calgary, Alberta T2P 2V7

NAME 1705528 Alberta Ltd. (CAN 2017055282)

SIGNATURE 

BUSINESS ADDRESS 1200 205 - 5th Avenue SW.
Calgary, Alberta T2P 2V7

3. Do the names above reflect:

a change of partners?

Yes

No

a change of address of partner?

Yes

No

DATE OF DECLARATION

December 12, 2012

NOTE:

Amendment to Declaration of Partnership must be signed by all members of the partnership and must state only the change that has taken place.