MEMORANDUM of ASSOCIATION
MACDONALD OILS LIMITED

Non-Personal Liability

(1) The name of the Company is Macdonalds Oils Limited. (Non-personal liability.)

2. The Head Office of the Company will be situate at the City of Calgary in the Province of Alberta.

3. The objects for which the Company is to be incorporated are as follows:

(1) To obtain by purchase, lease, hire, discovery, location, or otherwise, and hold within the Province mines, mineral claims, mine leases, prospects, mining lands and mining rights of every description, and to work, develop, operate and turn the same to account and to sell or otherwise dispose of the same or any of them or any interest therein.

(2) To dig, bore, raise, crush, wash, smelt, assay, analyse, reduce, amalgamate and otherwise treat gold, silver, copper, lead, ores, or deposits, and other minerals and metallic substances and compounds of all kinds, whether belonging to the Company or not, and to render the same merchantable, and to buy, sell and deal in the same or any of them.

(3) To carry on the business of a mining, smelting, milling and refining company in all or any of its branches.

(4) To acquire by purchase, lease, hire, exchange, or otherwise such timber lands or leases, timber claims, licenses to cut timber, surface rights and rights of way, water rights and privileges, mills, factories, furnaces for smelting and treating ores and refining metals, machinery, plant or other real or personal property as may be necessary for or conducive to the proper carrying out of any of the objects of the Company.

(5) To carry on the business of searching for, prospecting, preparing, reducing, refining, piping, storing, transporting, supplying, buying, selling, manufacturing and distributing petroleum and other oils and their products and by-products, and generally and particularly to deal in lands containing or believed to contain petroleum and other springs and deposits and natural gas.

(6) To purchase, take on lease or otherwise acquire and to hold, lease, mortgage, sell, exchange or otherwise dispose of any real and personal property and any rights, franchises, privileges and easements which the Company may think it expedient or desirable to purchase for the purpose of its business, subject to Section 63, of the Companies Ordinance.

(7) To acquire the good-will of any business and acquire or undertake the sale of all or any of the assets and liabilities of any such business and take over as a going concern the business in connection therewith, subject to section 63 of The Companies Ordinance.

(8) To purchase or otherwise acquire all or any part of the Business, property and liabilities of any company, society, partnership or person formed for all or any of the purposes within the objects of this Company, and to conduct and carry on or liquidate and wind up any such business.

(9) To construct, maintain, alter, make, work, and operate on the property of the Company, or on property controlled by the Company, any canals, trails, roads, ways, tramways, bridges and reservoirs, dams, flumes, race and other ways, water-courses, aqueducts, wells, wharves, piers, furnaces, saw-mills, crushing works, smelting works and concentrating works, hydraulic machinery, electrical works and appliances, warehouses, machinery, plant, stores and other works, to let on lease or on hire the whole or any part of the real and personal property of the Company on such terms as the Company shall determine.

(10) To apply for, purchase or otherwise acquire any patent rights, licenses, concessions and the like concerning any exclusive or non-exclusive or limited rights, to use any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or of the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, transfer or grant licenses in respect of or otherwise turn to account the rights, information so acquired.

(11) To enter into any agreement with any Government or authority, Federal, Provincial, Municipal, Local or otherwise, that may seem conducive to the Company's interest or any of them and to obtain from such Government or authority or take over from other persons or company possessing the same, any rights, privileges, and concessions which the Company may think it desirable to obtain and to carry on and out and utilise