

CORPORATE ACCESS NUMBER: 2023962448

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**DEXTERRA GROUP INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 2022/01/01.**



**Articles of Amalgamation
For
DEXTERRA GROUP INC.**

Share Structure: REFER TO "SHARE STRUCTURE" ATTACHMENT.

**Share Transfers
Restrictions:** NONE.

Number of Directors:

**Min Number of
Directors:** 3

**Max Number of
Directors:** 11

**Business Restricted
To:** THERE SHALL BE NO RESTRICTIONS ON THE BUSINESS THAT THE
CORPORATION MAY CARRY ON.

**Business Restricted
From:** THERE SHALL BE NO RESTRICTIONS ON THE BUSINESS THAT THE
CORPORATION MAY CARRY ON.

Other Provisions: REFER TO "OTHER RULES OR PROVISIONS" ATTACHMENT.

**Registration Authorized By: JANAN PASKARAN
SOLICITOR**

SHARE STRUCTURE
ATTACHED TO AND FORMING PART OF
THE ARTICLES OF AMALGAMATION
OF DEXTERRA GROUP INC.
(the "Corporation")

Common Shares

Unlimited number of Common shares without nominal or par value to which shares shall be attached the following rights:

- a) to vote at any meeting of shareholders of the Corporation;
- b) to receive any dividend declared by the Corporation; and
- c) to receive the remaining property of the Corporation upon dissolution.

Preferred Shares

Unlimited number of Preferred shares, which as a class, have attached thereto the following rights, privileges, restrictions and conditions:

- a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred shares including, without limiting the generality of the foregoing, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or other provisions;
- b) the Preferred shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. The Preferred shares of any series may also be given such other preferences, not inconsistent with these Articles, over the Common shares and any other such Preferred shares as may be fixed in accordance with clause (a); and

c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preferred shares are not paid in full, all series of Preferred shares shall participate rateably in respect of accumulated dividends and return of capital.

OTHER RULES
ATTACHED TO AND FORMING PART OF
THE ARTICLES OF AMALGAMATION OF
DEXTERRA GROUP INC.
(the "Corporation")

The directors may, between annual meetings, appoint one or more additional directors of the Corporation to serve until the next annual meeting, but the number of additional directors shall not at any time exceed 1/3 of the number of directors who held office at the expiration of the last annual meeting of the Corporation.

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2022/01/01

Corporate Access Number: 2023962448

Business Number:

Service Request Number: 36762165

Alberta Corporation Type: Named Alberta Corporation

Legal Entity Name: DEXTERRA GROUP INC.

Business Number:

French Equivalent Name:

Nuans Number:

Nuans Date:

French Nuans Number:

French Nuans Date:

REGISTERED ADDRESS

Street: SUITE 900, 240 AVENUE SW

Legal Description:

City: CALGARY

Province: ALBERTA

Postal Code: T2P4H4

RECORDS ADDRESS

Street: SUITE 900, 240 AVENUE SW

Legal Description:

City: CALGARY

Province: ALBERTA

Postal Code: T2P4H4

ADDRESS FOR SERVICE BY MAIL

Post Office Box:

City:

Province:

Postal Code:

Email Address: CHRISTOS.GAZEAS@DEXTERRA.COM

Share Structure: REFER TO "SHARE STRUCTURE" ATTACHMENT.

**Share Transfers
Restrictions:** NONE.

Number of Directors:

Min Number Of Directors: 3

**Max Number Of
Directors:** 11

Business Restricted To: THERE SHALL BE NO RESTRICTIONS ON THE BUSINESS THAT THE CORPORATION MAY CARRY ON.
Business Restricted From: THERE SHALL BE NO RESTRICTIONS ON THE BUSINESS THAT THE CORPORATION MAY CARRY ON.
Other Provisions: REFER TO "OTHER RULES OR PROVISIONS" ATTACHMENT.
Professional Endorsement Provided:
Future Dating Required:
Registration Date: 2022/01/01

Agent for Service

Agent for Service Type: Primary
Last Name: GAZEAS
First Name: CHRISTOS
Middle Name:
Firm Name:
Street: SUITE 900, 240 - 4 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P4H4
Email Address: CHRISTOS.GAZEAS@DEXTERRA.COM

Director

Last Name: JOHNSTON
First Name: DAVID
Middle Name:
Street/Box Number: 5915 AIRPORT ROAD, SUITE 425
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L4V1T1
Country:
Named On Stat Dec:

Last Name: MACCUISH
First Name: JOHN
Middle Name:
Street/Box Number: 5915 AIRPORT ROAD, SUITE 425
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L4V1T1
Country:

Named On Stat Dec: Y

Last Name: NEWMARK
First Name: RUSSELL
Middle Name:
Street/Box Number: 5915 AIRPORT ROAD, SUITE 425
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L4V1T1
Country:
Named On Stat Dec:

Last Name: MCFARLAND
First Name: WILLIAM
Middle Name:
Street/Box Number: 5915 AIRPORT ROAD, SUITE 425
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L4V1T1
Country:
Named On Stat Dec:

Last Name: NABHOLZ
First Name: KEVIN
Middle Name:
Street/Box Number: 5915 AIRPORT ROAD, SUITE 425
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L4V1T1
Country:
Named On Stat Dec:

Last Name: LANDY
First Name: SIMON
Middle Name:
Street/Box Number: 5915 AIRPORT ROAD, SUITE 425
City: MISSISSAUGA
Province: ONTARIO
Postal Code: L4V1T1
Country:
Named On Stat Dec:

Last Name: GARDEN
First Name: MARY
Middle Name:

Street/Box Number: 5915 AIRPORT ROAD, SUITE 425

City: MISSISSAUGA

Province: ONTARIO

Postal Code: L4V1T1

Country:

Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Business Number	Legal Entity Name
2013341108	104122940	DEXTERRA GROUP INC.
2023954957	759291404	2395495 ALBERTA LIMITED

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2022/01/01
Statutory Declaration	10000207138602590	2022/01/01
Other Rules or Provisions	ELECTRONIC	2022/01/01

Registration Authorized By: JANAN PASKARAN
SOLICITOR

The Registrar of Corporations certifies that the information contained in this statement is an accurate reproduction of the data contained in the specified service request in the official public records of Corporate Registry.

CORPORATE ACCESS NUMBER: 2013341108

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

CERTIFICATE

OF

AMENDMENT

**HORIZON NORTH LOGISTICS INC.
CHANGED ITS NAME TO DEXTERRA GROUP INC. ON 2020/11/13.**



Name Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2020/11/13

Service Request Number: 34379912
Corporate Access Number: 2013341108
Business Number: 104122940
Legal Entity Name: HORIZON NORTH LOGISTICS INC.
French Equivalent Name:
Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
New Legal Entity Name: DEXTERRA GROUP INC.
New French Equivalent Name:
Nuans Number: 121084879
Nuans Date: 2020/10/21
French Nuans Number:
French Nuans Date:
Professional Endorsement Provided:
Future Dating Required:

Annual Return

File Year	Date Filed
2020	2020/07/29
2019	2019/10/24
2018	2018/07/19

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2007/07/01
Statutory Declaration	10000503000534338	2007/07/01
Other Rules or Provisions	ELECTRONIC	2007/07/01
Letter - For Legal Name Change	10000607122580239	2015/09/23
Consolidation, Split, Exchange	ELECTRONIC	2020/07/10

Registration Authorized By: JAN CAMPBELL
AGENT OF CORPORATION

The Registrar of Corporations certifies that the information contained in this statement is an accurate reproduction of the data contained in the specified service request in the official public records of Corporate Registry.

CORPORATE ACCESS NUMBER: 2013341108

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

CERTIFICATE

OF

AMENDMENT

**HORIZON NORTH LOGISTICS INC.
AMENDED ITS ARTICLES ON 2020/07/10.**



Name/Structure Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2020/07/10

Service Request Number: 33711704
Corporate Access Number: 2013341108
Business Number: 104122940
Legal Entity Name: HORIZON NORTH LOGISTICS INC.
French Equivalent Name:
Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
New Legal Entity Name: HORIZON NORTH LOGISTICS INC.
New French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:
Share Structure: SEE SHARE CAPITAL SCHEDULE ATTACHED
Share Transfers Restrictions: NONE
Number of Directors:
Min Number Of Directors: 3
Max Number Of Directors: 11
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE OTHER PROVISIONS SCHEDULE ATTACHED
BCA Section/Subsection: 173(1)(F)
Professional Endorsement Provided:
Future Dating Required:

Annual Return

File Year	Date Filed
2019	2019/10/24
2018	2018/07/19

2017	2017/07/31
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Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2007/07/01
Statutory Declaration	10000503000534338	2007/07/01
Other Rules or Provisions	ELECTRONIC	2007/07/01
Letter - For Legal Name Change	10000607122580239	2015/09/23
Consolidation, Split, Exchange	ELECTRONIC	2020/07/10

Registration Authorized By: JAN CAMPBELL
OFFICER

The Registrar of Corporations certifies that the information contained in this statement is an accurate reproduction of the data contained in the specified service request in the official public records of Corporate Registry.

SHARE CONSOLIDATION SCHEDULE
OF ARTICLES OF AMENDMENT
OF
HORIZON NORTH LOGISTICS INC.
(the "Corporation")

In accordance with Section 173(1)(f) of the Business Corporations Act (Alberta), the Articles of the Corporation are amended to consolidate the Corporation's issued and outstanding common shares on the basis of one (1) post-consolidation common share for every five (5) pre-consolidation common shares (the "Consolidation").

No fractional common shares of the Corporation will be issued in connection with the Consolidation and the number of post-Consolidation common shares of the Corporation to be received by a holder will be rounded up, in the case of a fractional interest that is 0.5 or greater, or rounded down, in the case of a fractional interest that is less than 0.5, to the nearest whole number of common shares that such holder would otherwise be entitled to receive upon the implementation of the Consolidation.

Articles of Amendment

Business Corporations Act
Section 6

This information is collected in accordance with the *Business Corporations Act*. It is required to update an Alberta corporation's articles for the purpose of issuing a certificate of amendment. Collection is authorized under s. 33(a) of the *Freedom of Information and Protection of Privacy Act*. Questions about the collection can be directed to Service Alberta Contact Centre staff at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000) within Alberta).

1. Name of Corporation

2. Corporate Access Number

HORIZON NORTH LOGISTICS INC.	2013341108
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3. Item see below of the Articles of the above named corporation are amended in accordance

with Section see below of the *Business Corporations Act* as follows:

The Articles of the above named corporation are amended in accordance with the following sections of the *Business Corporations Act* (Alberta) (the "Act"):

Pursuant to Section 173(1)(f) of the Act, by changing the issued and outstanding Common Shares into Common Shares, as set forth in the Share Consolidation Schedule attached to the Articles of Amendment.

**ELECTRONICALLY FILED WITH
ALBERTA REGISTRIES ON**

 July 10, 2020 (MSWP)

**by BLAKE, CASSELS & GRAYDON LLP
Corporate Services**

4. Authorized Representative/Authorized Signing Authority for the corporation:

 Campbell, Jan
Last Name, First Name, Middle Name

 (403) 225-3003
Telephone Number

 July 10, 2020
Date

 Corporate Secretary
Relationship to Corporation

 Not Applicable.
E-mail (optional)

 Jan Campbell
Signature

**SHARE CONSOLIDATION SCHEDULE
OF ARTICLES OF AMENDMENT
OF
HORIZON NORTH LOGISTICS INC.
(the "Corporation")**

In accordance with Section 173(1)(f) of the *Business Corporations Act* (Alberta), the Articles of the Corporation are amended to consolidate the Corporation's issued and outstanding common shares on the basis of one (1) post-consolidation common share for every five (5) pre-consolidation common shares (the "**Consolidation**").

No fractional common shares of the Corporation will be issued in connection with the Consolidation and the number of post-Consolidation common shares of the Corporation to be received by a holder will be rounded up, in the case of a fractional interest that is 0.5 or greater, or rounded down, in the case of a fractional interest that is less than 0.5, to the nearest whole number of common shares that such holder would otherwise be entitled to receive upon the implementation of the Consolidation.

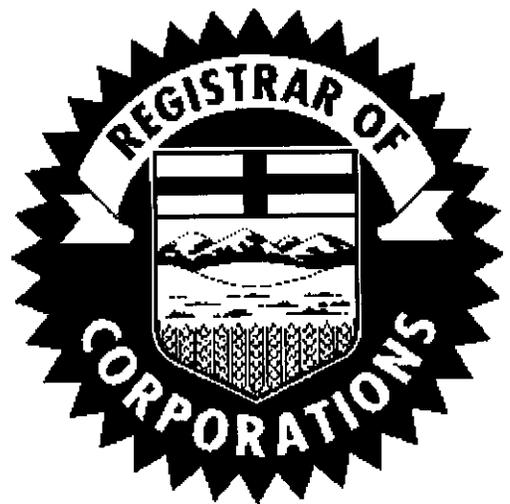
CORPORATE ACCESS NUMBER: 2013341108

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**HORIZON NORTH LOGISTICS INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 2007/07/01.**



**Articles of Amalgamation
For
HORIZON NORTH LOGISTICS INC.**

Share Structure: SEE SHARE CAPITAL SCHEDULE ATTACHED
Share Transfers Restrictions: NONE
Number of Directors:
Min Number of Directors: 3
Max Number of Directors: 11
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE OTHER PROVISIONS SCHEDULE ATTACHED

**Registration Authorized By: BRIAN A. ROBERTS
SOLICITOR**

ALBERTA

REGISTRIES

ARTICLES OF AMALGAMATION

1. NAME OF AMALGAMATED CORPORATION: HORIZON NORTH LOGISTICS INC.	2. CORPORATE ACCESS NO.:
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3. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE:

See Share Capital Schedule attached

4. RESTRICTIONS, IF ANY, ON SHARE TRANSFERS:

None

5. NUMBER (OR MINIMUM AND MAXIMUM NUMBER) OF DIRECTORS:

Minimum: Three (3) Maximum: Eleven (11)

6. RESTRICTIONS, IF ANY, ON BUSINESS THE CORPORATION MAY CARRY ON:

None

7. OTHER PROVISIONS, IF ANY:

See Other Provisions Schedule attached

8. NAME OF AMALGAMATING CORPORATIONS: Horizon North Logistics Inc. Shanco Camp Services Ltd. Legacy Industrial Camps Inc. Fortier & Associates Camp Catering Inc.	CORPORATE ACCESS NO.: 2012464653 205931223 209586338 2011152291
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DATE	SIGNATURE	TITLE
June 28, 2007		Director



ALBERTA

REGISTRIES

NOTICE OF ADDRESS OR NOTICE OF CHANGE OF ADDRESS

1. NAME OF CORPORATION:

Horizon North Logistics Inc.

2. CORPORATE ACCESS NO.:

3. ADDRESS OF REGISTERED OFFICE (P.O. Box number can only be used by a society):

Street	City/Town	Province	Postal Code
1600, 505 3 rd Street SW	Calgary	Alberta	T2P 3E6

OR

LEGAL LAND DESCRIPTION

Section	Township	Range	Meridian
N/A			

N/A

4. RECORDS ADDRESS (P.O. Box number cannot be used)

Street	City/Town	Province	Postal Code
1600, 505 3 rd Street SW	Calgary	Alberta	T2P 3E6

OR

LEGAL LAND DESCRIPTION

Section	Township	Range	Meridian
N/A			

N/A

5. ADDRESS FOR SERVICE BY MAIL (IF DIFFERENT FROM ITEM 3):
(Note: If this is a change, please read instructions carefully)

Postal Office Box Only	City/Town	Province	Postal Code
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DATE

June 28/07

SIGNATURE



TITLE

Director

FILED electronically

JUL 01 2007

Borden Ladner Gervais LLP
(Corporate Records Dept.)

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2007/07/01

Corporate Access Number: 2013341108

Service Request Number: 10279189
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: HORIZON NORTH LOGISTICS INC.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: #1600, 505 - 3RD STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3E6

RECORDS ADDRESS

Street: #1600, 505 - 3RD STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3E6

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: SEE SHARE CAPITAL SCHEDULE ATTACHED
Share Transfers Restrictions: NONE
Number of Directors:
Min Number Of Directors: 3
Max Number Of Directors: 11

Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE OTHER PROVISIONS SCHEDULE ATTACHED

Professional Endorsement Provided:
Future Dating Required:
Registration Date: 2007/07/01

Director

Last Name: BLONDIN-ANDREW
First Name: ETHEL
Middle Name:
Street/Box Number: 5020 - 46TH STREET
City: YELLOWKNIFE
Province: NORTHWEST TERRITORIES
Postal Code: X1A 1L3
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: GRAHAM
First Name: RODERICK
Middle Name: W.
Street/Box Number: 504, 304 - 8TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 1C2
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: MULLEN
First Name: BRUCE
Middle Name: W.
Street/Box Number: 600, 333 - 11TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L9
Country:
Resident Canadian: Y

Named On Stat Dec:

Last Name: NEWMARK
First Name: RUSSELL
Middle Name:
Street/Box Number: BOX 177
City: TUKTOYAKTUK
Province: NORTHWEST TERRITORIES
Postal Code: -
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: PETERSON
First Name: RICHARD
Middle Name:
Street/Box Number: 920 - 5TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 5P6
Country:
Resident Canadian: Y
Named On Stat Dec: Y

Last Name: STAMPE
First Name: SHANE
Middle Name:
Street/Box Number: 1600, 505 - 3RD STREET S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3E6
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: SWANBERG
First Name: DEAN
Middle Name:
Street/Box Number: R.R. #1, SITE 22, BOX 8
City: GRANDE PRAIRIE
Province: ALBERTA

Postal Code: -
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: WARREN
First Name: GARRY
Middle Name: L.
Street/Box Number: 1903 VALERNA CT
City: SUGAR LAND
Province: TEXAS
Postal Code: -
Country:
Resident Canadian:
Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
205931223	SHANCO CAMP SERVICES LTD.
209586338	LEGACY INDUSTRIAL CAMPS INC.
2011152291	FORTIER & ASSOCIATES CAMP CATERING INC.
2012464653	HORIZON NORTH LOGISTICS INC.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2007/07/01
Statutory Declaration	10000503000534338	2007/07/01
Other Rules or Provisions	ELECTRONIC	2007/07/01

Registration Authorized By: BRIAN A. ROBERTS
SOLICITOR

ALBERTA
REGISTRIES

**NOTICE OF DIRECTORS
NOTICE OF CHANGE OF DIRECTORS**

1. NAME OF CORPORATION:

Horizon North Logistics Inc.

2. CORPORATE ACCESS NO.:

3. UPON INCORPORATION, THE FOLLOWING PERSON(S) WERE APPOINTED DIRECTOR(S):

NAME	MAILING ADDRESS (INCLUDING POSTAL CODE)	RESIDENT CANADIAN
Ethel Blondin-Andrew	5020 - 46 St., Yellowknife, Northwest Territories	Y
Roderick W. Graham	504, 304 8th Ave SW, Calgary, Alberta	Y
Bruce W. Mullen	600, 333 11 Ave. SW, Calgary, Alberta	Y
Russell Newmark	Box 177, Tuktoyaktuk, Northwest Territories	Y
Richard Peterson	920 5 Ave. SW, Calgary, Alberta	Y
Shane Stampe	1600, 505 - 3 rd St. SW, Calgary, Alberta	Y
Dean Swanberg	RR1 Site 22 Box 8, Grande Prairie, AB	Y
Garry L. Warren	1903 Valerna Ct., Sugar Land, Texas	N

4. THE FOLLOWING PERSON(S) CEASED TO HOLD OFFICE AS DIRECTOR(S) ON: _____

NAME	MAILING ADDRESS (INCLUDING POSTAL CODE)

5. AS OF THIS DATE THE DIRECTORS OF THE CORPORATION:

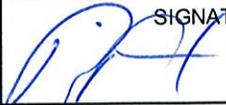
NAME	MAILING ADDRESS (INCLUDING POSTAL CODE)	RESIDENT CANADIAN
Ethel Blondin-Andrew	5020 - 46 St., Yellowknife, Northwest Territories	Y
Roderick W. Graham	504, 304 8th Ave SW, Calgary, AB T2P 1C2	Y
Bruce W. Mullen	600, 333 11 Ave. SW, Calgary, Alberta	Y
Russell Newmark	Box 177, Tuktoyaktuk, Northwest Territories	Y
Richard Peterson	920 5 Ave. SW, Calgary, Alberta	Y
Shane Stampe	1600, 505 - 3 rd St. SW, Calgary, Alberta	Y
Dean Swanberg	RR1 Site 22 Box 8, Grande Prairie, AB	Y
Garry L. Warren	1903 Valerna Ct., Sugar Land, Texas	N

FILED electronically
JUL 0 1 2007
Borden Ladner Gervais LLP
(Corporate Records Dept.)

6. TO BE COMPLETED ONLY BY ALBERTA CORPORATIONS:

ARE AT LEAST 25 PERCENT OF THE MEMBERS OF THIS BOARD OF DIRECTORS RESIDENT CANADIANS?

XX YES NO

DATE	SIGNATURE	TITLE
June 28, 2007		Director

FOR DEPARTMENTAL USE ONLY
CCA-06.106

FILED

HORIZON NORTH LOGISTICS INC.

SHARE CAPITAL SCHEDULE

Common Shares

Unlimited number of Common shares without nominal or par value to which shares shall be attached the following rights:

- a) to vote at any meeting of shareholders of the Corporation;
- b) to receive any dividend declared by the Corporation; and
- c) to receive the remaining property of the Corporation upon dissolution.

Preferred Shares

Unlimited number of Preferred shares, which as a class, have attached thereto the following rights, privileges, restrictions and conditions:

- a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred shares including, without limiting the generality of the foregoing, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or other provisions;
- b) the Preferred shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. The Preferred shares of any series may also be given such other preferences, not inconsistent with these Articles, over the Common shares and any other such Preferred shares as may be fixed in accordance with clause (a); and
- c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preferred shares are not paid in full, all series of Preferred shares shall participate rateably in respect of accumulated dividends and return of capital.

HORIZON NORTH LOGISTICS INC.

OTHER PROVISIONS SCHEDULE

The directors may, between annual meetings, appoint one or more additional directors of the Corporation to serve until the next annual meeting, but the number of additional directors shall not at any time exceed 1/3 of the number of directors who held office at the expiration of the last annual meeting of the Corporation.



**STATUTORY DECLARATION OF PROPOSED DIRECTOR
OF
THE AMALGAMATED CORPORATION**

100005030005343E

HORIZON NORTH LOGISTICS INC.

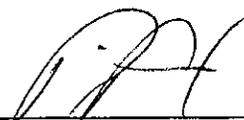
CANADA)	IN THE MATTER OF THE <i>BUSINESS CORPORATIONS ACT</i> AND THE AMALGAMATION OF HORIZON NORTH LOGISTICS INC., SHANCO CAMP SERVICES LTD., LEGACY INDUSTRIAL CAMPS INC. AND FORTIER & ASSOCIATES CAMP CATERING INC. (COLLECTIVELY, THE "AMALGAMATING CORPORATIONS")
)	
PROVINCE OF ALBERTA)	
TO WIT:)	

I, Ric Peterson, of the City of Calgary, in the Province of Alberta, do solemnly declare that:

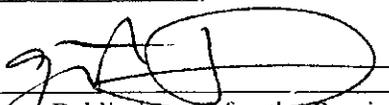
1. I am a proposed director of the amalgamated corporation, Horizon North Logistics Inc., (hereinafter referred to as the "**Amalgamated Corporation**") and as such have personal knowledge of the matters herein declared to.
2. I have conducted such examinations of the books and records of the Amalgamating Corporations and have made such inquiries and investigations as are necessary to enable me to make this declaration.
3. I have satisfied myself that:
 - (a) the Amalgamated Corporation will be able to pay its liabilities as they become due;
 - (b) the realizable value of the assets of the Amalgamated Corporation will not be less than the aggregate of its liabilities and stated capital of all classes.
4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

AND I MAKE this solemn declaration conscientiously believing the same 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)
Calgary, in the Province of)
 Alberta, this 28th day of)
June, 2007.)



RIC PETERSON



 A Notary Public in and for the Province of)
 Alberta **Jonathan L. Doll**)
Barrister & Solicitor)