

State of Idaho

Department of State.

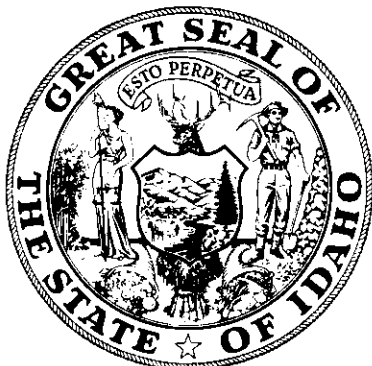
CERTIFICATE OF AUTHORITY OF

KALA RESOURCES INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of KALA RESOURCES INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to KALA RESOURCES INC. to transact business in this State under the name KALA RESOURCES INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated December 7, 19 81.



Pete T. Cenarrusa
SECRETARY OF STATE

Penny Gura
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is KALA RESOURCES INC.

2. *The name which it shall use in Idaho is KALA RESOURCES INC.

3. It is incorporated under the laws of Texas

4. The date of its incorporation is June 18, 1980 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 811 Dallas Avenue, c/o C T Corporation System, Houston, Texas 77002

6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Exploration for and development and production of oil and gas

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Robert Allan Beamish</u>	<u>President</u>	<u>82 Wedgewood Dr. S.W.</u> <u>Calgary, Alberta T3C 3G6</u>
<u>Albert John Langard</u>	<u>Secretary</u>	<u>Box 1</u> <u>Peers, Alberta, Canada T0E 2W0</u>
<u>John B. Thorpe</u>	<u>Treasurer</u>	<u>1630, 840-7th Avenue S.W.</u> <u>Calgary, Alberta, T2P 3G2</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>NPV</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
2	Common	NPV

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 12, 19 81

KALA RESOURCES INC.

By Robert Allan Beamish
Robert Allan Beamish
 Its President

and Albert John Langard
Albert John Langard
 Its _____ Secretary

PROVINCE OF ALBERTA
 JUDICIAL DISTRICT _____)
 COUNTY OF CALGARY) ss:

I, Harley L. Winger, a notary public, do hereby certify that on this 12th day of November, 19 81, personally appeared before me Robert Allan Beamish, who being by me first duly sworn, declared that he is the President of KALA RESOURCES INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

HARLEY L. WINGER
 BARRISTER AND SOLICITOR
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



DEC 7 10 21 AM '81
STATE

The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this office:

KALA RESOURCES INC.

ARTICLES OF INCORPORATION

JUNE 18, 1980

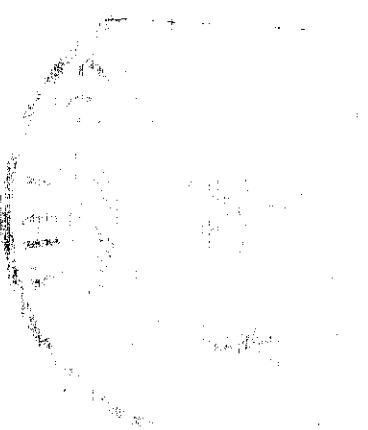
IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

25 day of November, A. D. 19⁸¹

David G. Bea

vbs

Secretary of State



ARTICLES OF INCORPORATION

OF

KALA RESOURCES INC.

FILED
In the Office of the
Secretary of State of Texas

JUN 18 1980

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is KALA RESOURCES INC.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) without par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000.00), consisting of money, labor done or property actually received, which sum is not less than One Thousand Dollars (\$1,000).

ARTICLE SIX

The street address of its initial registered office is 811 Dallas Avenue, c/o C T Corporation System, Houston, Texas 77002, and the name of its initial registered agent at such address is C T CORPORATION SYSTEM.

ARTICLE SEVEN

The number of directors of the corporation may be fixed by the by-laws. The number of directors constituting the initial board of directors is two (2), and the name and address of each person who is to serve as director until the first annual meeting of the shareholders or until a successor is elected and qualified are:

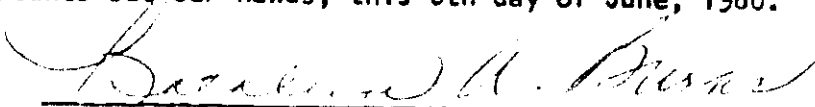
<u>NAME</u>	<u>ADDRESS</u>
Robert Allan Beamish	82 Wedgewood Drive S.W. Calgary, Alberta T3C 3G6
Robert James Taylor	520 Canterbury Drive S.W. Calgary, Alberta T2W 1J4

ARTICLE EIGHT

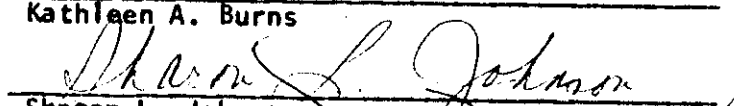
The names and addresses of the incorporators are:

<u>NAMES</u>	<u>ADDRESSES</u>
Kathleen A. Burns	1218 Third Avenue, Seattle, WA 98101
Sharon L. Johnson	1218 Third Avenue, Seattle, WA 98101
Katherine M. Marczuk	1218 Third Avenue, Seattle, WA 98101

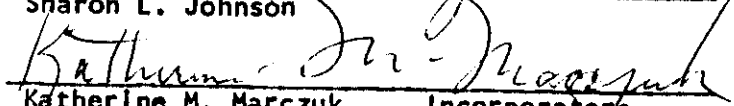
IN WITNESS WHEREOF, we have hereunto set our hands, this 6th day of June, 1980.



Kathleen A. Burns



Sharon L. Johnson



Katherine M. Marczuk Incorporators

STATE OF WASHINGTON))
COUNTY OF KING) ss:

I, J.P. Stuart Stout, a notary public do hereby certify that on this 6th day of June, 1980, personally appeared before me, Kathleen A. Burns, Sharon L. Johnson and Katherine M. Marczuk, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.


J.P. Stuart Stout, Notary Public

(Notarial Seal)