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State of Idaho

Department of State

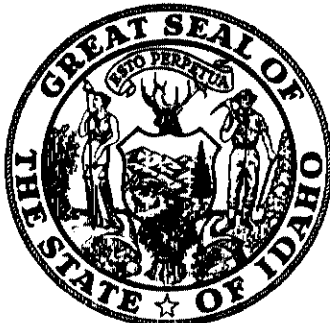
CERTIFICATE OF AUTHORITY OF

HUSKY GAS MARKETING INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HUSKY GAS MARKETING 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 HUSKY GAS MARKETING INC. to transact business in this State under the name HUSKY GAS MARKETING INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: May 18, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Reeves*

APPLICATION FOR CERTIFICATE OF AUTHORITY

MAY 10 10 59 AM '93

(Profit Corporation)

SECRETARY OF STATE

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 HUSKY GAS MARKETING INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of DELAWARE

4. The date of its incorporation is JULY 26, 1990 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
% The Prentice-Hall Corporation System, Inc., 32 Loockerman Square
Suite L-100, Dover, Delaware 19901

6. The address to which correspondence should be addressed, if different from that in Item 5.
707-8th Avenue, S.W., P.O. Box 6525, Postal Station D, Calgary, Alberta, Canada T2P 3G7

7. The street address of its proposed registered office in Idaho is _____
c/o The Prentice-Hall Corporation System, Inc.,
877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed
registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Exploration, development, production, transportation, purchase and marketing of
natural gas and by-products and derivatives of natural gas and the import into
the United States from Canada, for sale, exchange or transfer of natural gas and
the by-products and derivatives of natural gas.

(Continued on reverse)

Submit application and certificate of status

Office of the Secretary of State
Division of Corporations

SECRETARY OF STATE
19930518 0900 75774 2
CK #: 8805 CUST# 1
CORPORATIO 18 60.00= 60.00

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

Name	Office	Address
See Attached Rider		

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

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 30, 1993

HUSKY GAS MARKETING INC.

By John C. S. Lau (Corporation name) JOHN C. S. LAU
Executive Vice-President
is President/Vice President (please specify)
and Lawrence E. Dunn is Secretary/Assistant Secretary (please specify)
Lawrence E. Dunn, Secretary

PROVINCE OF
STATE OF ALBERTA)
COUNTY OF CANADA) ss:

I, Daniel Y. Chan, a notary public, do hereby certify that on
this 30th day of April, 19 93, personally appeared before
me Lawrence E. Dunn, who being by me first duly sworn, declared that (s)he
is the Secretary of Husky Gas Marketing Inc.

that (s)he signed the foregoing documents as Secretary of the corporation and that
the statements therein contained are true.

Daniel Y. Chan
Notary Public

DANIEL Y. CHAN
A Notary Public in and for
the Province of Alberta

**APPLICATION OF
CERTIFICATE OF AUTHORITY - IDAHO**

HUSKY GAS MARKETING INC.

DIRECTORS AND OFFICERS

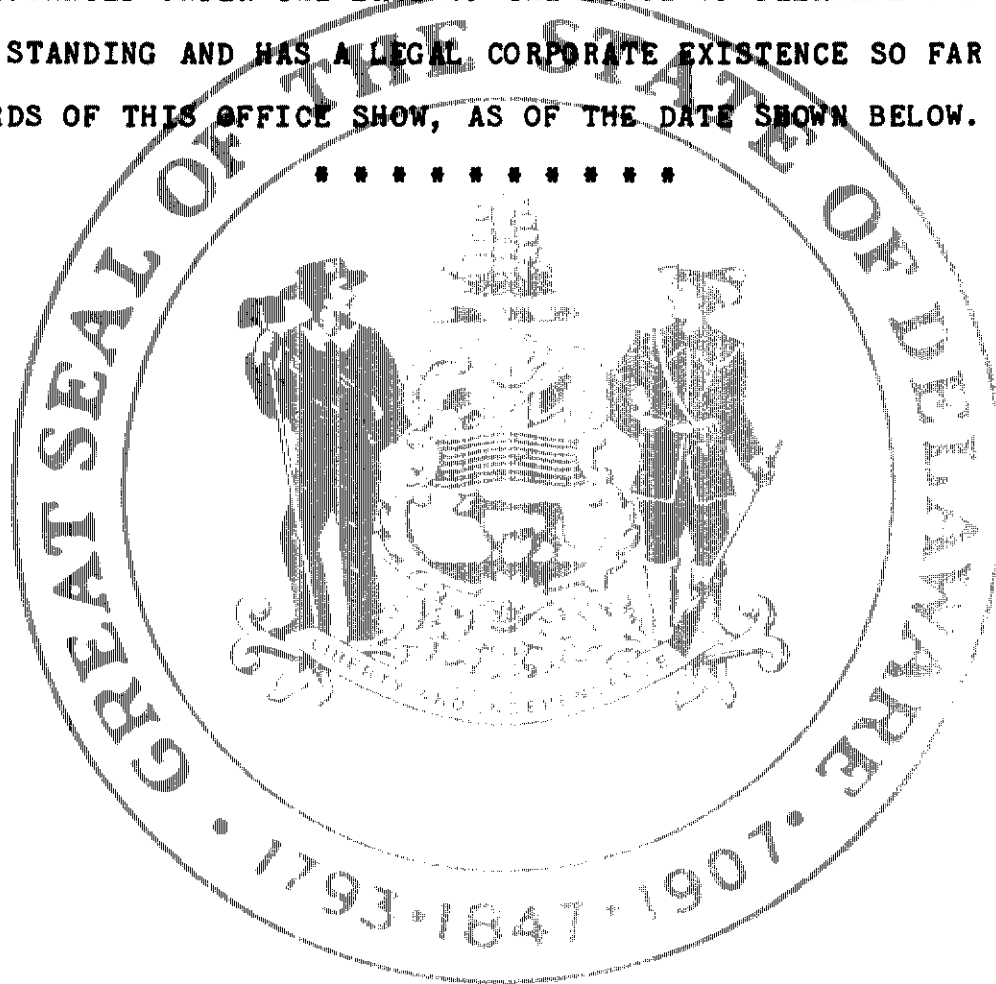
<u>NAME</u>	<u>OFFICE</u>	<u>BUSINESS ADDRESS</u>
PRICE, Arthur Richard	Director & President	40th Floor, 707 - 8 Avenue, SW Calgary, Alberta, T2P 1H5
LAU, John Chin-Sung	Director & Vice President	40th Floor, 707 - 8 Avenue, SW Calgary, Alberta, T2P 1H5
MILLER, William Roy	Director, Vice President & Treasurer	40th Floor, 707 - 8 Avenue, SW Calgary, Alberta, T2P 1H5
DUNN, Lawrence Edward	Director, Vice President & Secretary	39th Floor, 707 - 8 Avenue, SW Calgary, Alberta, T2P 1H5
STOUT, Douglas Loren	Vice President	22nd Floor, 707 - 8 Avenue, SW Calgary, Alberta, T2P 1H5

State of Delaware
Office of the Secretary of State

May 19 10 55 AM '93
SECRETARY OF STATE

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY HUSKY GAS MARKETING INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

* * * * *



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: #3896979

753133250

DATE: 05/13/1993