

State of Idaho

Department of State.

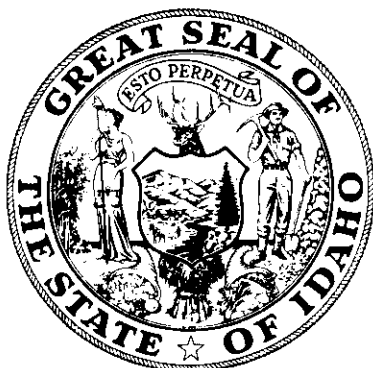
CERTIFICATE OF AUTHORITY OF

MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MOUNTAIN ROSE SERVICES AND SUPPLY, LTD. 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 MOUNTAIN ROSE SERVICES AND SUPPLY, LTD. to transact business in this State under the name MOUNTAIN ROSE SERVICES AND SUPPLY, LTD. and attach hereto a duplicate original of the Application for such Certificate.

Dated October 19, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

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 MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.
2. *The name which it shall use in Idaho is MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.
3. It is incorporated under the laws of Wyoming
4. The date of its incorporation is May 19, 1981 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 1001 Center, Suite 33, Evanston, Wyoming 82930
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 C T CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Renting, servicing and maintaining oil and gas field equipment and
selling mud, chemicals and supplies for oil and gas drilling.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
Brian Martin	President	423 Wildwood Dr. S.W. Calgary, Alberta T3C 3E7
Lyle Reiswig	Secretary/Treasurer	Box 8516, Station F Calgary, Alberta T2J 2V6 CANADA
Brian Martin	Director	423 Wildwood Drive S.W. Calgary, Alberta T3C 3E7
Lyle Reiswig	Director	Box 8516, Station F Calgary, Alberta T2J 2V6 CANADA

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>10,000</u>	<u>Common</u>	<u>Without Par Value</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
100	Common	Without Par Value

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 Sept 3, 19 81

MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.

By

Brian Martin,

Its _____ President

and

Lyle Reiswig,

Its _____ Secretary

STATE OF ARIZONA)

) ss:

COUNTY OF MARICOPA)

I, MARGARET J. RAMSAY, a notary public, do hereby certify that on this 3rd day of September, 19 81, personally appeared before me Lyle Reiswig, who being by me first duly sworn, declared that he is the Secretary/Treasurer of MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.

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

M. Ramsay
Notary Public

MARGARET J. RAMSAY

*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.

STATE OF WYOMING
Secretary of State

I hereby certify that this is a true
and complete copy of the document
as filed in this office and admitted to
record in File No. 180674
Dated: 10-9; 1981

Theresa Thompson
Secretary of State

BY Jody M Scott

STATE OF WYOMING
FILED
1:30 pm

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.

The undersigned for the purpose of incorporating a corporation under the Wyoming Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is MOUNTAIN ROSE SERVICES AND SUPPLY, LTD.

SECOND: The period of its duration is perpetual.

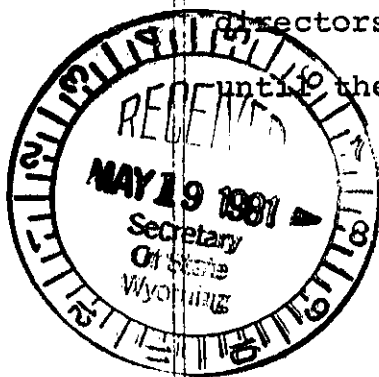
THIRD: The purpose or purposes for which the corporation is organized are:

The corporation shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which corporations may be organized under the Wyoming Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) without par value.

FIFTH: The post office address of its initial registered office is c/o C T Corporation System, 1720 Carey Avenue, Cheyenne, Wyoming 82001, and the name of its initial agent at such address is C T CORPORATION SYSTEM.

SIXTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

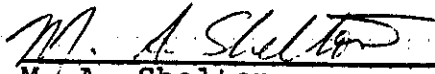
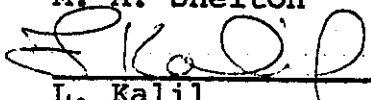
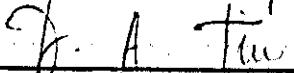


NAME	ADDRESS
Lyle Reiswig	Box 8516 Station F Calgary, Alberta T2J 2V6 Canada
Brain Martin	423 Wildwood Drive S.W. Calgary, Alberta T3C 3E7 Canada

EIGHT: The name and address of each incorporator is:

NAME	ADDRESS
M. A. Shelton	700 S. Flower St., Suite 1010 Los Angeles, CA 90017
L. Kalil	700 S. Flower St., Suite 1010 Los Angeles, CA 90017
D. A. Tiu	700 S. Flower St., Suite 1010 Los Angeles, CA 90017

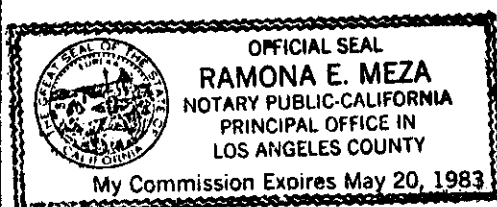
Dated May 8, 1981



 M. A. Shelton

 L. Kalil

 D. A. Tiu
 Incorporators

STATE OF CALIFORNIA)
) SS.
 COUNTY OF LOS ANGELES)

I, Ramona E. Meza, a notary public, hereby certify that on the 8th day of May, 1981, personally appeared before me M. A. Shelton, L. Kalil, and D. A. Tiu, who 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.

In witness whereof I have hereunto set my hand and seal this 8th day of May, A.D. 1981.




 Notary Public
 Ramona E. Meza