



Saskatchewan  
Justice

Corporations

101165284  
Entity Number

# Certificate of Amendment

*THE BUSINESS CORPORATIONS ACT*  
EXTRA-PROVINCIAL BUSINESS CORPORATION

I certify that

BAYTEX ENERGY LTD.

has registered an amendment made to its Articles under the laws of Alberta in accordance with the attached.

Given under my hand and seal

this 11th day of June, 2010



A handwritten signature in black ink, appearing to read "P. Kelly".

Director of Corporations

*Certified Copy*  
CORPORATE ACCESS NUMBER: 2015387463

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMALGAMATION**

**BAYTEX ENERGY LTD.**  
IS THE RESULT OF AN AMALGAMATION FILED ON 2010/05/26.



## *Certified Copy*

### **Amalgamate Alberta Corporation - Registration Statement**

**Alberta Registration Date: 2010/05/26**

**Corporate Access Number: 2015387463**

**Service Request Number:** 14776376  
**Alberta Corporation Type:** Named Alberta Corporation  
**Legal Entity Name:** BAYTEX ENERGY LTD.  
**French Equivalent Name:**  
**Nuans Number:**  
**Nuans Date:**  
**French Nuans Number:**  
**French Nuans Date:**

#### **REGISTERED ADDRESS**

**Street:** 1400, 350 - 7 AVENUE SW  
**Legal Description:**  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2P 3N9

#### **RECORDS ADDRESS**

**Street:** 1400, 350 - 7 AVENUE SW  
**Legal Description:**  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2P 3N9

#### **ADDRESS FOR SERVICE BY MAIL**

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

**Share Structure:** SEE SCHEDULE "A" ATTACHED HERETO  
**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 SCHEDULE "B" ATTACHED HERETO

**Professional Endorsement Provided:**  
**Future Dating Required:**  
**Registration Date:** 2010/05/26

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**Director**

**Last Name:** CHWYL  
**First Name:** EDWARD  
**Middle Name:**  
**Street/Box Number:** 2282 ARBUTUS ROAD  
**City:** VICTORIA  
**Province:** BRITISH COLUMBIA  
**Postal Code:** V8N 1V3  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** BRUSSA  
**First Name:** JOHN  
**Middle Name:** A.  
**Street/Box Number:** 1420 RENFREW DRIVE NW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2E 5J5  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** CHAN  
**First Name:** RAYMOND  
**Middle Name:** T.  
**Street/Box Number:** 803, 690 PRINCETON WAY SW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2P 5J9

Country:  
Resident Canadian: Y  
Named On Stat Dec:

Last Name: DARGAN  
First Name: NAVEEN  
Middle Name:  
Street/Box Number: 2216 - 7 STREET SW  
City: CALGARY  
Province: ALBERTA  
Postal Code: T2T 2X2  
Country:  
Resident Canadian: Y  
Named On Stat Dec:

Last Name: GEOPEL  
First Name: R.  
Middle Name: E.T. (RUSTY)  
Street/Box Number: 2200, 925 WEST GEORGIA STREET  
City: VANCOUVER  
Province: BRITISH COLUMBIA  
Postal Code: V6C 3L2  
Country:  
Resident Canadian: Y  
Named On Stat Dec:

Last Name: MELCHIN  
First Name: GREGORY  
Middle Name: K.  
Street/Box Number: 47 ROYAL RIDGE TERRACE NW  
City: CALGARY  
Province: ALBERTA  
Postal Code: T3G 5Y9  
Country:  
Resident Canadian: Y  
Named On Stat Dec:

Last Name: SHWED  
First Name: DALE  
Middle Name: O.  
Street/Box Number: 55 BEL-AIRE PLACE SW  
City: CALGARY

Province: ALBERTA  
Postal Code: T2V 2C3  
Country:  
Resident Canadian: Y  
Named On Stat Dec:

Last Name: MARINO  
First Name: ANTHONY  
Middle Name: W.  
Street/Box Number: 2800, 520 - 3 AVENUE SW  
City: CALGARY  
Province: ALBERTA  
Postal Code: T2P 0R3  
Country:  
Resident Canadian: Y  
Named On Stat Dec:

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**Amalgamating Corporation**

Corporate Access Number	Legal Entity Name
2012611766	SERRANO ENERGY LTD.
2014056028	BAYTEX ENERGY LTD.

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**Attachment**

Attachment Type	Microfilm Bar Code	Date Recorded
Other Rules or Provisions	ELECTRONIC	2010/05/26
Articles/Plan of Arrangement/Court Order	10000606101829812	2010/05/26
Share Structure	ELECTRONIC	2010/05/26

Registration Authorized By: MICHAEL D. ERVIN  
SOLICITOR