

CORPORATE ACCESS NUMBER: 203604137



BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
DISSOLUTION**

**BAYTEX EXPLORATION LTD.
VOLUNTARILY DISSOLVED ON 2003/09/02.**



ARTICLES OF DISSOLUTION

Business Corporations Act
(Alberta)

Sections 211 and 212

1. Name of Corporation: BAYTEX EXPLORATION LTD.	2. Corporate Access Number: <i>20360037</i>
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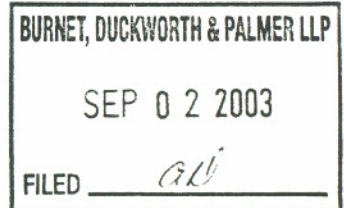
3. The Corporation has (check the appropriate box):

NOT ISSUED ANY SHARES, HAS NO PROPERTY AND NO LIABILITIES

NO PROPERTY AND NO LIABILITIES

LIABILITIES

NOT SENT A STATEMENT OF REVOCATION OF INTENT TO DISSOLVE



4. If the Corporation is being dissolved under Section 212 of the Business Corporations Act, the following question must be answered:

Has this Corporation complied with Section 212(7) Of The Act?

Yes

No

5. Documents and records of the Corporation shall be kept for six years from the date of dissolution by:

Name (First, Initial, Last) Baytex Energy Ltd.			
Business Address Suite 2200, 205 – 5th Avenue S.W.	City/Town Calgary	Province Alberta	Postal Code T2P 2V7

Shannon M. Gangl

Name of Person Authorizing (please print)

Solicitor

Title (please print)

Signature

September 2, 2003

Date

This information is being collected for purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Co-ordinator for Alberta Registries, Research and Program Support, 3rd Floor, Commerce Place, 10155 – 102 Street, Edmonton, Alberta T5J 4L4, (780) 422-7330.

Dissolution - Registration Statement

Service Request Number: 5289019
Corporate Access Number: 203604137
Legal Entity Name: BAYTEX EXPLORATION LTD.
French Equivalent Name:
Legal Entity Status: Dissolved
No Shares Issued, No Property or Liabilities:
No Property and Liabilities: Y
Liabilities:
Legal Entity has Complied with BCA Liq. Prov'ns:
Future Dating Required:
Dissolution Date: 2003/09/02

Directors / Shareholders / Record Keepers

Status: Inactive
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: COMBER
First Name: PETER
Middle Name:
Street / Box Number: 132 IMPERIAL ST
City: TORONTO
Province: ONTARIO
Postal Code: M5P 1C6

Status: Inactive
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: MCMORLAND
First Name: DONALD
Middle Name:
Street / Box Number: 530-550 6 AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0S2

Status: Inactive
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director

Last Name: ZAKRESKY
First Name: ROBERT
Middle Name:
Street / Box Number: 530-550 6 AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0S2

Status: Inactive
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: MONAGHAN
First Name: SEAN

Middle Name:
Street / Box Number: 530-550 6 AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0S2

Status: Inactive
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: JEPSON
First Name: ROBERT
Middle Name:
Street / Box Number: 530-550 6 AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0S2

Status: Inactive
Individual / Legal Entity Type: Other
Director / Shareholder / Record Keeper Type: Transfer Agent
Last Name: CIBC MELLON TRUST COMPANY
First Name:
Middle Name:
Street / Box Number: 600, 333 7 AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2Z1

Status: Inactive

Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: KIRKPATRICK
First Name: SHAWN
Middle Name:
Street / Box Number: 123 EDGE PARK BOULEVARD NW
City: CALGARY
Province: ALBERTA
Postal Code: T3A 4A8

Status: Active
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: SHWED
First Name: DALE
Middle Name: O.
Street / Box Number: 43 SCENIC GLEN CRESCENT N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3L 1K4

Status: Active
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: CHAN
First Name: RAYMOND
Middle Name: T.
Street / Box Number: SUITE 803, 690 PRINCETON WAY SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 5J9

Status: Active
Individual / Legal Entity Type: Individual
Director / Shareholder / Record Keeper Type: Director
Last Name: LEACH
First Name: JOHN
Middle Name: G.
Street / Box Number: 2200, 205 - 5TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2V7

Status: Active
Individual / Legal Entity Type: Legal Entity
Director / Shareholder / Record Keeper Type: Shareholder
Last Name: BAYTEX ENERGY LTD.
First Name:
Middle Name:
Street / Box Number: C/O 1200, 700 - 2ND STREET S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4V5

Status: Active
Individual / Legal Entity Type: Legal Entity
Director / Shareholder / Record Keeper Type: Record Keeper
Last Name: BAYTEX ENERGY LTD.
First Name:
Middle Name:
Street / Box Number: SUITE 2200, 205 - 5 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 2V7

Court Orders

No Records returned

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Articles/ Plan of Arrangement/ Court Order	10000302000624298	2003/09/02

Registration Authorized By: SHANNON M. GANGL
SOLICITOR