

CORPORATE ACCESS NUMBER: 203604137

COPY

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT**

**BELLATOR EXPLORATION INC.
CHANGED ITS NAME TO BAYTEX EXPLORATION LTD. ON 2001/01/22.**



ALBERTA

Consumer and Corporate Affairs

ARTICLES OF AMENDMENT

1. NAME OF CORPORATION	2. CORPORATE ACCESS NUMBER
Bellator Exploration Inc.	203604137

3. THE ARTICLES OF THE ABOVE NAMED CORPORATION ARE AMENDED AS FOLLOWS:

1. Pursuant to Section 167(1)(a) of the *Business Corporations Act* (Alberta), Item 1 of the Articles of the Corporation is hereby amended by changing the name of the Corporation from Bellator Exploration Inc. to:

BAYTEX EXPLORATION LTD.

January 17, 2001		Director
DATE	SIGNATURE	TITLE



Saskatchewan
Justice
Corporations

616223
Entity Number

Certificate of Amendment

THE BUSINESS CORPORATIONS ACT
EXTRA-PROVINCIAL BUSINESS CORPORATION

I certify that

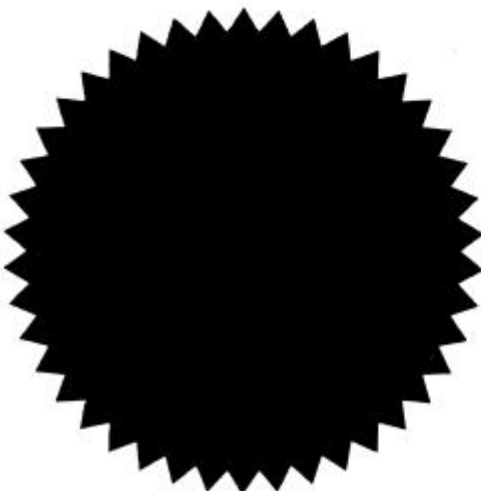
BAYTEX EXPLORATION LTD.

(formerly) BELLATOR EXPLORATION INC.

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 31st day of January, 2001



A handwritten signature in black ink, appearing to read 'P. Kelly', written over a horizontal line.

Director of Corporations

**CERTIFICATE
OF
CHANGE OF NAME**
for an extraprovincial company
COMPANY ACT

I Hereby Certify that

BELLATOR EXPLORATION INC.

has this day filed documents evidencing its change of name to

BAYTEX EXPLORATIONS LTD.

*Issued under my hand at Victoria, British Columbia
on February 16, 2001*



JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA