

CORPORATE ACCESS NUMBER: 2010982896

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT**

**ENTERPRISE GROUP, INC.
AMENDED ITS ARTICLES ON 2015/06/24.**



**BUSINESS CORPORATIONS ACT
(SECTION 29 OR 177)**

**ALBERTA
REGISTRIES**

ARTICLES OF AMENDMENT


1. NAME OF CORPORATION: ENTERPRISE GROUP, INC.	2. CORPORATE ACCESS NO.: 2010982896
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3. THE ARTICLES OF THE ABOVE-NAMED CORPORATION ARE AMENDED AS FOLLOWS:

Pursuant to Section 173(1)(f) of the *Business Corporations Act*, R.S.A. 2000, C. B 9, the Articles of the Corporation are amended to change the number of issued and outstanding Common Shares of the Corporation into a different number of shares of the same class (the "Consolidation") on the basis of one (1) Common Share (a "Post Consolidated Common Share") for every three (3) Common Shares currently issued provided, however, that:

- (i) holders of Common Shares ("Shareholders") on the date that the certificate of amendment is issued to give effect to the Consolidation (the "Effective Date") shall not be entitled to receive a certificate for a fractional Post Consolidated Common Share following the Consolidation;
- (ii) upon Consolidation, where a Shareholder would otherwise receive a fractional Post Consolidated Common Share, the number of Post Consolidated Common Shares issued to such Shareholder shall be rounded up to the next greater whole number of Post Consolidated Common Shares if the fractional entitlement is equal to or greater than 0.5 and shall be rounded down to the next lesser whole number of Post Consolidated Common Shares if the fractional entitlement is less than 0.5. In calculating such fractional interests, all Post Consolidated Common Shares held by a beneficial holder shall be aggregated; and
- (iii) from and after the Effective Date, all outstanding share certificates for Common Shares will thereafter only represent the number of Post Consolidated Common Shares to which the holder is entitled after giving effect to this amendment,

as described on the Schedule: Change of Shares attached hereto.

DATE	SIGNATURE	TITLE
June 24, 2015		PRESIDENT & CEO



SCHEDULE: CHANGE OF SHARES

Pursuant to Section 173(1)(f) of the *Business Corporations Act*, R.S.A. 2000, C. B 9, the number of issued and outstanding Common Shares of the Corporation are changed into a different number of shares of the same class (the "Consolidation") on the basis of one (1) Common Share (a "Post Consolidated Common Share") for every three (3) Common Shares currently issued provided, however, that:

- (i) holders of Common Shares ("Shareholders") on the date that the certificate of amendment is issued to give effect to the Consolidation (the "Effective Date") shall not be entitled to receive a certificate for a fractional Post Consolidated Common Share following the Consolidation;
- (ii) upon Consolidation, where a Shareholder would otherwise receive a fractional Post Consolidated Common Share, the number of Post Consolidated Common Shares issued to such Shareholder shall be rounded up to the next greater whole number of Post Consolidated Common Shares if the fractional entitlement is equal to or greater than 0.5 and shall be rounded down to the next lesser whole number of Post Consolidated Common Shares if the fractional entitlement is less than 0.5. In calculating such fractional interests, all Post Consolidated Common Shares held by a beneficial holder shall be aggregated; and
- (iii) from and after the Effective Date, all outstanding share certificates for Common Shares will thereafter only represent the number of Post Consolidated Common Shares to which the holder is entitled after giving effect to this amendment.

Name/Structure Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2015/06/24

Service Request Number: 23534363

Corporate Access Number: 2010982896

Legal Entity Name: ENTERPRISE GROUP, INC.

French Equivalent Name:

Legal Entity Status: Active

Alberta Corporation Type: Named Alberta Corporation

New Legal Entity Name: ENTERPRISE GROUP, INC.

New French Equivalent Name:

Nuans Number: 105781389

Nuans Date: 2012/05/04

French Nuans Number:

French Nuans Date:

Share Structure: SEE SCHEDULE "A" ATTACHED

Share Transfers Restrictions: NO RESTRICTIONS

Number of Directors:

Min Number Of Directors: 1

Max Number Of Directors: 7

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SEE SCHEDULE "B" ATTACHED

BCA Section/Subsection: 173(1)(F)

Professional Endorsement Provided:

Future Dating Required:

Annual Return

File Year	Date Filed
2015	2015/04/24
2014	2014/06/16
2013	2013/08/16

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Restrictions on Share Transfers	ELECTRONIC	2004/03/23
Other Rules or Provisions	ELECTRONIC	2004/03/23
Share Structure	ELECTRONIC	2004/03/23
Other Rules or Provisions	ELECTRONIC	2004/05/13
Consolidation, Split, Exchange	ELECTRONIC	2004/05/13
Share Structure	ELECTRONIC	2004/05/13
Other Rules or Provisions	ELECTRONIC	2014/07/09
Consolidation, Split, Exchange	ELECTRONIC	2015/06/24

**Registration Authorized By: JONATHAN POIRIER
SOLICITOR**

SCHEDULE: CHANGE OF SHARES

Pursuant to Section 173(1)(f) of the Business Corporations Act, R.S.A. 2000, C. B 9, the number of issued and outstanding Common Shares of the Corporation are changed into a different number of shares of the same class (the "Consolidation") on the basis of one (1) Common Share (a "Post Consolidated Common Share") for every three (3) Common Shares currently issued provided, however, that:

(i) holders of Common Shares ("Shareholders") on the date that the certificate of amendment is issued to give effect to the Consolidation (the "Effective Date") shall not be entitled to receive a certificate for a fractional Post Consolidated Common Share following the Consolidation;

(ii) upon Consolidation, where a Shareholder would otherwise receive a fractional Post Consolidated Common Share, the number of Post Consolidated Common Shares issued to such Shareholder shall be rounded up to the next greater whole number of Post Consolidated Common Shares if the fractional entitlement is equal to or greater than 0.5 and shall be rounded down to the next lesser whole number of Post Consolidated Common Shares if the fractional entitlement is less than 0.5. In calculating such fractional interests, all Post Consolidated Common Shares held by a beneficial holder shall be aggregated; and

(iii) from and after the Effective Date, all outstanding share certificates for Common Shares will thereafter only represent the number of Post Consolidated Common Shares to which the holder is entitled after giving effect to this amendment.

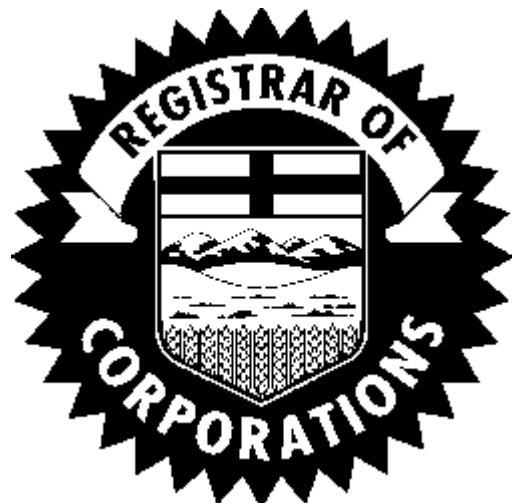
CORPORATE ACCESS NUMBER: 2010982896

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT AND REGISTRATION
OF RESTATED ARTICLES**

**ENTERPRISE GROUP, INC.
AMENDED ITS ARTICLES ON 2014/07/09.**




ALBERTA
REGISTRIES

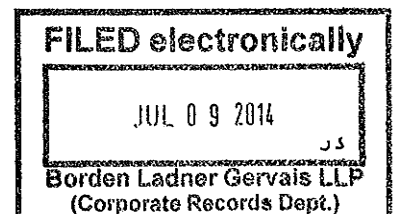
ARTICLES OF AMENDMENT

1. NAME OF CORPORATION: ENTERPRISE GROUP, INC.	2. CORPORATE ACCESS NO.: 2010982896
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3. THE ARTICLES OF THE ABOVE-NAMED CORPORATION ARE AMENDED AS FOLLOWS:

Pursuant to Section 173(1)(n) of the *Business Corporations Act*, R.S.A. 2000, C. B-9, the Articles of the Corporation be amended by the addition to Other Provisions, as set out in Schedule "B" to the Articles, the following: "Meetings of the shareholders may be held at any location in any Province of Canada."

DATE	SIGNATURE	TITLE
June <u>12</u> , 2014		SENIOR VICE PRESIDENT



Certified Copy
CORPORATE ACCESS NUMBER: 2010982896

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT**

**ENTERPRISE OILFIELD GROUP, INC.
CHANGED ITS NAME TO ENTERPRISE GROUP, INC. ON 2012/07/24.**



ALBERTA
REGISTRIES

ARTICLES OF AMENDMENT

1. NAME OF CORPORATION:

ENTERPRISE OILFIELD GROUP, INC.


2. CORPORATE ACCESS NO.:

2010982896

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

Pursuant to Section 173(1)(a) of the *Business Corporations Act*, R.S.A. 2000, C. B 9, the Articles of the Corporation are amended by changing the name of the Corporation to:

- ENTERPRISE GROUP, INC. -

DATE	SIGNATURE	TITLE
July 24, 2012		PRESIDENT.
	Leonard Jaroszuk	FILED

CORPORATE ACCESS NUMBER: 2010982896

Alberta

BUSINESS CORPORATIONS ACT

CERTIFICATE

OF

AMENDMENT

ENTERPRISE OIL LIMITED
CHANGED ITS NAME TO ENTERPRISE OILFIELD GROUP, INC. ON 2007/05/23.



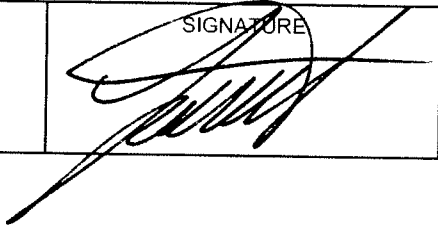
ALBERTA
REGISTRIES

ARTICLES OF AMENDMENT

1. NAME OF CORPORATION: ENTERPRISE OIL LIMITED	2. CORPORATE ACCESS NO.: 2010982896
3. THE ARTICLES OF THE ABOVE-NAMED CORPORATION ARE AMENDED AS FOLLOWS:	

Pursuant to 173(1)(a) of the *Business Corporations Act*, R.S.A. 2000, c. B-9, the Articles of the Corporation are amended by changing the name of the Corporation to:

“ENTERPRISE OILFIELD GROUP, INC.”

DATE	SIGNATURE	TITLE
		Leonard D. Jaroszuk President and Chief Executive Officer

FILED electronically
MAY 23 2007
Corporation Services LLP
(Corporate Records Dept.)

Name Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2007/05/23

Service Request Number: 10113120

Corporate Access Number: 2010982896

Legal Entity Name: ENTERPRISE OIL LIMITED

French Equivalent Name:

Legal Entity Status: Active

Alberta Corporation Type: Named Alberta Corporation

New Legal Entity Name: ENTERPRISE OILFIELD GROUP, INC.

New French Equivalent Name:

Nuans Number: 89164279

Nuans Date: 2007/02/27

French Nuans Number:

French Nuans Date:

Professional Endorsement Provided:

Future Dating Required:

Annual Return

File Year	Date Filed
2007	2007/05/23
2006	2006/07/06
2005	2005/04/28

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2004/03/23
Restrictions on Share Transfers	ELECTRONIC	2004/03/23
Other Rules or Provisions	ELECTRONIC	2004/03/23
Share Structure	ELECTRONIC	2004/05/13
Consolidation, Split, Exchange	ELECTRONIC	2004/05/13
Other Rules or Provisions	ELECTRONIC	2004/05/13

**Registration Authorized By: GILLIAN FINDLAY
SOLICITOR**

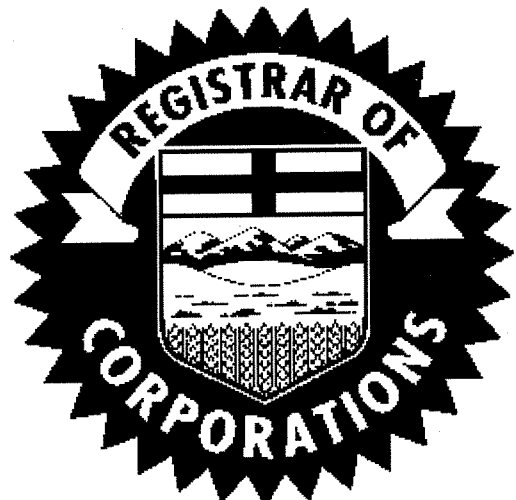
CORPORATE ACCESS NUMBER: 2010982896

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT AND REGISTRATION
OF RESTATED ARTICLES**

**ENTERPRISE OIL LIMITED
AMENDED ITS ARTICLES ON 2004/05/13.**



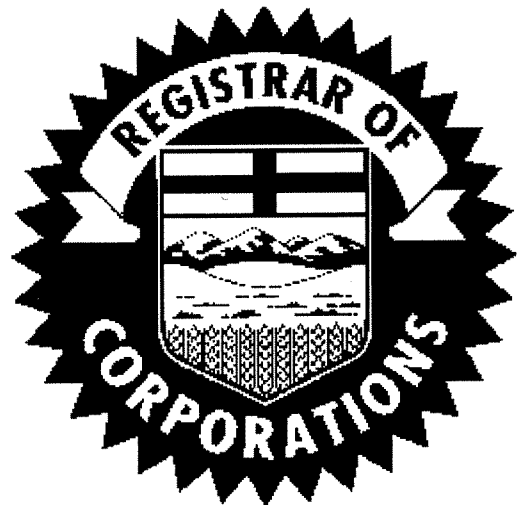
CORPORATE ACCESS NUMBER: 2010982896

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
INCORPORATION**

**ENTERPRISE OIL LIMITED
WAS INCORPORATED IN ALBERTA ON 2004/03/23.**



**BUSINESS CORPORATIONS ACT
(Section 29 or 177)**

**FILED electronically
at Alberta Registries**

MAY 13 2004

**Borden Ladner Gervais LLP
(Corporate Records Dept.)**

**ALBERTA CONSUMER
AND CORPORATE AFFAIRS**

ARTICLES OF AMENDMENT

1. NAME OF CORPORATION: ENTERPRISE OIL LIMITED

2. CORPORATE ACCESS NUMBER: 2010982896

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

Pursuant to S. 173 (1)(d) of the *Business Corporations Act* (Alberta),, R.S.A. 2000, C. B-9, the Articles of Incorporation of the Corporation be amended by the creation of shares designated as Common Shares and as Preferred Shares and having attached thereto the rights, privileges and restrictions as set out in Schedule "A" attached.

Upon the creation of Common Shares and Preferred Shares, and pursuant to S. 173 (f) of the *Business Corporations Act* (Alberta), R.S.A. 2000, C. B-9, the issued Class "A" Common Shares be converted to an equal number of Common Shares.

Upon the creation of Common Shares and Preferred Shares and the conversion of issued Class "A" Common Shares to an equal number of Common Shares, and pursuant to S. 173 (h) of the *Business Corporations Act* (Alberta), R.S.A. 2000, C. B-9, the Class "A" Common Shares and the Class "B" Common Shares be cancelled.

Pursuant to S. 173 (1)(m) of the *Business Corporations Act* (Alberta),, R.S.A. 2000, C. B-9, the Articles of the Corporation be amended by the deletion of Schedule "B" in its entirety, the same being replaced by the words "No restrictions".

Pursuant to S. 173 (1)(n) of the *Business Corporations Act* (Alberta),, R.S.A. 2000, C. B-9, the Articles of the Corporation be amended by the addition of Other Provisions as set out in Schedule "B" attached.

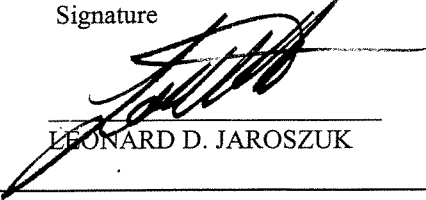
Pursuant to S. 173 (1)(n) of the *Business Corporations Act* (Alberta),, R.S.A. 2000, C. B-9, the Articles of the Corporation be amended by the deletion of Schedule "C" in its entirety.

Date

Signature

Title

13 May 2004


LEONARD D. JAROSZUK

Director

SCHEDULE "A"

THE CLASSES OF SHARES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE ARE:

1. An unlimited number of Common shares, the holders of which are entitled:

(a) to receive notice of and to attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote;

(b) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled to declare dividends on the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Common shares of the Corporation;

(c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation; and

(d) to the rights, privileges and restrictions normally attached to common shares;

2. An unlimited number of Preferred shares, which as a class, have attached thereto the following rights, privileges, restrictions and conditions:

(a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred shares including, without limiting the generality of the foregoing, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or other provisions;

(b) the Preferred shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the voting and non-voting Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. The Preferred shares of any series may also be given such other preferences, not inconsistent with these Articles, over the Common shares and any other such Preferred shares as may be fixed in accordance with clause (2) (a); and

(c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preferred shares are not paid in full, all series of Preferred shares shall participate rateably in respect of accumulated dividends and return of capital.

SCHEDULE "B"

OTHER RULES OR PROVISIONS

The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at the expiration of the last annual meeting of the Corporation.

Upon the creation of Common Shares and Preferred Shares, and pursuant to S. 173 (f) of the Business Corporations Act (Alberta), R.S.A. 2000, C. B-9, the issued Class "A" Common Shares be converted to an equal number of Common Shares.

**Articles of Incorporation
For
ENTERPRISE OIL LIMITED**

Share Structure: SEE SCHEDULE "A" ATTACHED
Share Transfers Restrictions: SEE SCHEDULE "B" ATTACHED
Number of Directors:
Min Number of Directors: 1
Max Number of Directors: 7
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE SCHEDULE "C" ATTACHED

**Registration Authorized By: LEONARD D. JAROSZUK
DIRECTOR**

SCHEDULE "A"
TO ARTICLES OF INCORPORATION

I. CLASS "A" COMMON VOTING SHARES

The Corporation is authorized to issue an unlimited number of Class "A" common voting shares having attached thereto the following rights:

a) The holders of class "A" shares shall be entitled to receive, as and when declared by the Directors out of the monies of the Corporation properly applicable to the payment of dividends, non-cumulative, cash dividends, at the rate to be set by the Directors, from time to time. The Directors may declare and pay dividends on the shares of one class without declaring and paying dividends on the shares of other classes;

b) Subject to the rights attaching to any other shares of the Corporation, upon the liquidation, dissolution, bankruptcy or winding-up of the Corporation or other distribution of its assets among its Shareholders for the purpose of winding-up its affairs, the holders of the Class "A" common voting shares are entitled to receive the remaining property of the Corporation pro rata with all other classes of common shares; and

c) The holders of Class "A" shares shall be entitled to one vote for each Class "A" share held, and shall be entitled to receive notice of and to vote in person or by proxy at all meetings of the Shareholders of the Corporation.

II. CLASS "B" COMMON VOTING SHARES

The Corporation is authorized to issue an unlimited number of Class "B" common voting shares having attached thereto the following rights:

a) The holders of Class "B" shares shall be entitled to receive, as and when declared by the Directors out of the monies of the Corporation properly applicable to the payment of dividends, non-cumulative, cash dividends, at the rate to be set by the Directors, from time to time. The Directors may declare and pay dividends on the shares of one class without declaring and paying dividends on the shares of other classes;

b) Subject to the rights attaching to any other shares of the Corporation, upon the liquidation, dissolution, bankruptcy or winding-up of the Corporation or other distribution of its assets among its Shareholders for the purpose of winding-up its affairs, the holders of the Class "B" common voting shares are entitled to receive the remaining property of the Corporation pro rata with all other classes of common shares; and

c) The holders of Class "B" shares shall be entitled to one vote for each Class "B" share held, and shall be entitled to receive notice of and to vote in person or by proxy at all meetings of the Shareholders of the Corporation.

SCHEDULE "B"

Restriction on share transfers:

The transfer of shares of the Corporation is restricted in that no shares in the capital of the Corporation shall be transferred to any person unless the transfer has been approved by the board of directors of the Corporation.

SCHEDULE "C"

OTHER PROVISIONS, IF ANY;

I. The number of shareholders of the Corporation, exclusive of persons who are in its employment and are shareholders of the Corporation and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, shareholders of the Corporation, and have continued to be shareholders of the Corporation after termination of the employment, is limited to not more than fifty persons, two or more persons who are the joint registered owner of one or more shares being counted as one shareholder.

II. Any invitation to the public to subscribe for securities of the Corporation is prohibited.