

**CORPORATE ACCESS NUMBER: 2015788686**

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMALGAMATION**

**KEYERA CORP.  
IS THE RESULT OF AN AMALGAMATION FILED ON 2011/01/01.**



# Alberta

MUNICIPAL AFFAIRS  
Registries

## Articles of Amalgamation

1. NAME OF AMALGAMATED CORPORATION  <b>KEYERA CORP.</b>	2. CORPORATE ACCESS NUMBER
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3. THE CLASSES OF SHARES, AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE:

The Corporation is authorized to issue an unlimited number of Common Shares.

4. RESTRICTIONS ON SHARE TRANSFERS (IF ANY):

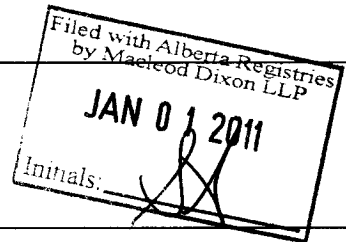
None.

5. NUMBER, OR MINIMUM AND MAXIMUM NUMBER OF DIRECTORS:

Minimum 3 - Maximum 12

6. Restrictions if any on business the corporation may carry on

None.



7. OTHER PROVISIONS (IF ANY):

The attached Schedule is incorporated into and forms part of the Articles of the Corporation.

8. NAME OF AMALGAMATING CORPORATIONS	CORPORATE ACCESS NUMBER
Keyera Energy Management Ltd.	2012121212
Keyera Corp.	2015198241
Keyera Energy Facilities Limited	2015788660

9. DATE  <i>January 1, 2011</i>	SIGNATURE  <i>[Signature]</i>	TITLE  Director
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FOR DEPARTMENTAL USE ONLY	FILED
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**J.V. Bertram**  
President & CEO  
**KEYERA Energy**

THIS SCHEDULE IS INCORPORATED INTO  
AND FORMS PART OF THE ARTICLES OF  
KEYERA CORP. (the "Corporation")

**OTHER RULES OR PROVISIONS (IF ANY):**

The directors may, between annual general meetings, appoint one or more additional directors of Keyera Corp. 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 Keyera Corp.

Meetings of the shareholders of Keyera Corp. may be held outside Alberta at any place within Canada as the Board of Directors of Keyera Corp. may determine.

**Articles of Amalgamation  
For  
KEYERA CORP.**

**Share Structure:** THE CORPORATION IS AUTHORIZED TO ISSUE AN UNLIMITED NUMBER OF COMMON SHARES.

**Share Transfers Restrictions:** NONE.

**Number of Directors:**

**Min Number of Directors:** 3

**Max Number of Directors:** 12

**Business Restricted To:** NONE.

**Business Restricted From:** NONE.

**Other Provisions:** THE ATTACHED SCHEDULE IS INCORPORATED INTO AND FORMS PART OF THE ARTICLES OF THE CORPORATION.

**Registration Authorized By: DION J. LEGGE  
SOLICITOR**

THIS SCHEDULE IS INCORPORATED INTO  
AND FORMS PART OF THE ARTICLES OF  
KEYERA CORP. (the "Corporation")

THE RULES OR PROVISIONS (IF ANY):

The directors may, between annual general meetings, appoint one or more additional directors of Keyera Corp. 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 Keyera Corp.

Meetings of the shareholders of Keyera Corp. may be held outside Alberta at any place within Canada as the Board of Directors of Keyera Corp. may determine.

# Amalgamate Alberta Corporation - Registration Statement

**Alberta Registration Date: 2011/01/01**

**Corporate Access Number: 2015788686**

**Service Request Number:** 15712099  
**Alberta Corporation Type:** Named Alberta Corporation  
**Legal Entity Name:** KEYERA CORP.  
**French Equivalent Name:**  
**Nuans Number:**  
**Nuans Date:**  
**French Nuans Number:**  
**French Nuans Date:**

## REGISTERED ADDRESS

**Street:** 600 SUN LIFE PLAZA, WEST TOWER, 144 - 4TH AVE S.W.  
**Legal Description:**  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2P 3N4

## RECORDS ADDRESS

**Street:** 600 SUN LIFE PLAZA, WEST TOWER, 144 - 4TH AVE S.W.  
**Legal Description:**  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2P 3N4

## ADDRESS FOR SERVICE

### BY MAIL

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

**Share Structure:** THE CORPORATION IS AUTHORIZED TO ISSUE AN UNLIMITED NUMBER OF COMMON SHARES.

**Share Transfers Restrictions:** NONE.

**Number of Directors:**  
**Min Number Of Directors:** 3  
**Max Number Of Directors:** 12

**Business Restricted To:** NONE.

**Business Restricted From:** NONE.

**Other Provisions:** THE ATTACHED SCHEDULE IS INCORPORATED INTO AND FORMS PART OF THE ARTICLES OF THE CORPORATION.

**Professional Endorsement Provided:**

**Future Dating Required:**

**Registration Date:** 2011/01/01

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#### **Director**

**Last Name:** BERTRAM

**First Name:** JAMES

**Middle Name:** V.

**Street/Box Number:** 600 SUN LIFE PLAZA, WEST TOWER, 144 - 4TH AVE S.W.

**City:** CALGARY

**Province:** ALBERTA

**Postal Code:** T2P 3N4

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** CATELL

**First Name:** ROBERT

**Middle Name:** B.

**Street/Box Number:** 62 OSBORNE ROAD

**City:** GARDEN CITY

**Province:** NEW YORK

**Postal Code:** 11530

**Country:**

**Resident Canadian:**

**Named On Stat Dec:**

**Last Name:** DAVIES

**First Name:** MICHAEL

**Middle Name:** B. C.

**Street/Box Number:** SUITE 110, 1 BENVENUTO PLACE

**City:** TORONTO

**Province:** ONTARIO

**Postal Code:** M4V 2L1

**Country:**

**Resident Canadian:** Y

**Named On Stat Dec:**

**Last Name:** LIARD  
**First Name:** NANCY  
**Middle Name:** M.  
**Street/Box Number:** 512 RIDEAU ROAD SW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2S 0R6  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** LOHEED  
**First Name:** E.  
**Middle Name:** PETER  
**Street/Box Number:** 805 PROSPECT AVENUE SW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2T 0W6  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** NELSON  
**First Name:** DONALD  
**Middle Name:** J.  
**Street/Box Number:** 750, 607 - 8TH AVENUE SW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T2P 0A7  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

**Last Name:** NICHOLS  
**First Name:** H.  
**Middle Name:** NEIL  
**Street/Box Number:** 104 EAST OLD POST ROAD P.O BOX 83  
**City:** SMITHS COVE  
**Province:** NOVA SCOTIA  
**Postal Code:** B0S 1S0  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**



**Last Name:** STEDMAN  
**First Name:** WILLIAM  
**Middle Name:** R.  
**Street/Box Number:** 52 PATTERSON MEWS SW  
**City:** CALGARY  
**Province:** ALBERTA  
**Postal Code:** T3H 2C6  
**Country:**  
**Resident Canadian:** Y  
**Named On Stat Dec:**

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**Amalgamating Corporation**

<b>Corporate Access Number</b>	<b>Legal Entity Name</b>
2012121212	KEYERA ENERGY MANAGEMENT LTD.
2015198241	KEYERA CORP.
2015788660	KEYERA ENERGY FACILITIES LIMITED

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**Attachment**

<b>Attachment Type</b>	<b>Microfilm Bar Code</b>	<b>Date Recorded</b>
Other Rules or Provisions	ELECTRONIC	2011/01/01
Articles/Plan of Arrangement/Court Order	10000807104657547	2011/01/01

**Registration Authorized By:** DION J. LEGGE  
SOLICITOR