

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2008

CONVEYING PARTY DATA

Name	Execution Date
NORTH AMERICAN OIL SANDS CORPORATION	01/01/2008

RECEIVING PARTY DATA

Name:	STATOIL CANADA LIMITED
Street Address:	4500, 855 - 2nd Street SW
City:	Calgary
State/Country:	CANADA
Postal Code:	T2P 4K7

PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	13197655

CORRESPONDENCE DATA

Fax Number: (403)265-7219
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 403-298-3661
 Email: rajani@bennettjones.com
 Correspondent Name: Roseann B. Caldwell, Bennett Jones LLP
 Address Line 1: 4500 Bankers Hall East
 Address Line 2: 855-2nd Street SW
 Address Line 4: Calgary, CANADA T2P 4K7

ATTORNEY DOCKET NUMBER:	61657-194
NAME OF SUBMITTER:	Roseann B. Caldwell

Total Attachments: 9
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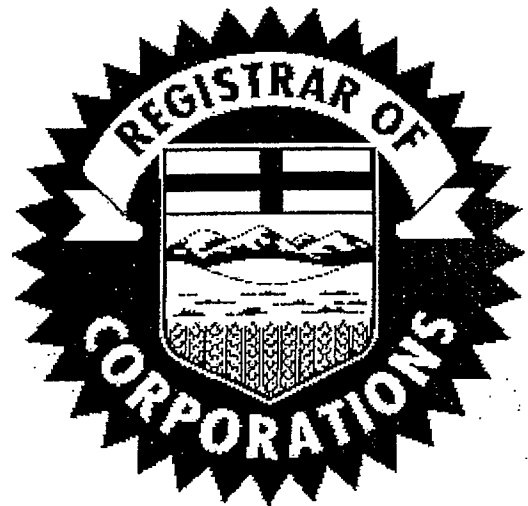
Certified Copy
CORPORATE ACCESS NUMBER: 2013700659

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

STATOIL CANADA LIMITED
IS THE RESULT OF AN AMALGAMATION FILED ON 2008/01/01.



PATENT
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Certified Copy

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2008/01/01

Corporate Access Number: 2013700659

Service Request Number: 10972815
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: STATOIL CANADA LIMITED
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 4500, 855 - 2ND STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K7

RECORDS ADDRESS

Street:
Legal Description:
City:
Province:
Postal Code:

ADDRESS FOR SERVICE BY MAIL

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

Share Structure: THE ATTACHED SCHEDULE OF SHARE CAPITAL IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Share Transfers Restrictions: THE ATTACHED SCHEDULE OF RESTRICTIONS ON SHARE TRANSFERS IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Number of Directors:

Min Number Of Directors: 1

Max Number Of Directors: 7

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: THE ATTACHED SCHEDULE OF OTHER PROVISIONS IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Professional Endorsement Provided:

Future Dating Required:

Registration Date: 2008/01/01

Director

Last Name: SORTLAND

First Name: PEDER

Middle Name:

Street/Box Number: 1000, 888 - 3RD STREET S.W.

City: CALGARY

Province: ALBERTA

Postal Code: T2P 5C5

Country:

Resident Canadian:

Named On Stat Dec:

Last Name: BERGSETH

First Name: STIG

Middle Name: JARLE

Street/Box Number: 1000, 888 - 3RD STREET S.W.

City: CALGARY

Province: ALBERTA

Postal Code: T2P 5C5

Country:

Resident Canadian:
Named On Stat Dec:

Last Name: JOHNSON
First Name: VERNE
Middle Name: G.
Street/Box Number: 1000, 888 - 3RD STREET S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 5C5
Country:
Resident Canadian: Y
Named On Stat Dec: Y

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
2012906265	NORTH AMERICAN OIL SANDS CORPORATION
2013188947	STATOIL CANADA LIMITED

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2008/01/01
Other Rules or Provisions	ELECTRONIC	2008/01/01
Statutory Declaration	1000000000370086	2008/01/01
Restrictions on Share Transfers	ELECTRONIC	2008/01/01

Registration Authorized By: BRENT W. KRAUS
SOLICITOR

Certified Copy

Articles of Amalgamation For STATOIL CANADA LIMITED

Share Structure: THE ATTACHED SCHEDULE OF SHARE CAPITAL IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

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Registration Authorized By: BRENT W. KRAUS
SOLICITOR

SCHEDULE OF SHARE CAPITAL

The Corporation is authorized to issue:

- (a) One class of shares, to be designated as "Class A Common Shares", in an unlimited number;
- (b) One class of shares, to be designated as "Class B Common Shares", in an unlimited number; and
- (c) One class of shares, to be designated as "Preferred Shares", issuable in series, in an unlimited number;

such shares having attached thereto the following rights, privileges, restrictions and conditions:

A. Class A Common Shares

The Class A Common Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

- (i) the holders of the Class A Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote for each Class A Common Share held;
- (ii) subject to the prior rights and privileges attaching to any other class of shares of the Corporation the right to receive any dividend declared by the Corporation; and
- (iii) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive the remaining property and assets of the Corporation upon dissolution.

B. Class B Common Shares

The Class B Common Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

- (i) the holders of the Class B Common Shares shall not be entitled (except as expressly provided in the Business Corporations Act) to receive notice of or to attend any meeting of the shareholders of the Corporation and shall not be entitled to vote at such meeting;
- (ii) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive any dividend declared by the Corporation; and
- (iii) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive the remaining property and assets of the Corporation upon dissolution.

C. The holders of the Class A and Class B Common Shares need not rank equally nor be treated equally in the declaration or payment of dividends and the directors shall have full and absolute discretion to declare and pay dividends:

- (i) to the holders of Class A Common Shares only; or
- (ii) to the holders of Class B Common Shares only; or
- (iii) in different amounts to the holders of Class A Common Shares and Class B Common Shares; provided that all

dividends paid on Class A Common Shares shall be paid in proportion to the number of Class A Common Shares held by each shareholder and all dividends paid on Class B Common Shares shall be paid in proportion to the number of Class B Common Shares held by each shareholder.

D. Preferred Shares

The Preferred Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

(i) the Preferred Shares may at any time and from time to time be issued in one or more series, each series to consist of such number of shares as may, before the issue thereof, be determined by resolution of the directors of the Corporation; and;

subject to the provisions of the Business Corporations Act (Alberta), the directors of the Corporation may by resolution fix from time to time before the issue thereof the designation, rights, privileges, restrictions and conditions attaching to each series of the Preferred Shares.

SCHEDULE OF RESTRICTIONS ON SHARE TRANSFERS

The right to transfer shares of the Corporation is restricted in that no shareholder shall be entitled to transfer any share or shares in the capital of the Corporation to any person who is not a shareholder of the Corporation unless the transfer has been approved by the board of directors of the Corporation.

SCHEDULE OF OTHER PROVISIONS

1. The number of direct or indirect beneficial owners of securities of the Corporation will be limited to not more than 50, not including employees and former employees of the Corporation or any of its affiliates, provided that each person is counted as one beneficial owner unless the person is created or used solely to purchase or hold securities of the Corporation, in which case each beneficial owner or each beneficiary of the person, as the case may be, shall be counted as a separate beneficial owner. For purposes of this paragraph, the term "securities" does not include non-convertible debt securities of the Corporation.
2. Any invitation to the public to subscribe for securities of the Corporation is prohibited.
3. The Corporation has a lien on the shares of a shareholder or his legal representative for a debt of that shareholder to the Corporation.
4. The right to transfer securities of the Corporation, other than non-convertible debt securities, is restricted in that no securityholder shall be entitled to transfer any securities of the Corporation to any person who is not a securityholder of the Corporation unless the transfer has been approved by the board of directors of the Corporation.