

CORPORATE ACCESS NUMBER: 2024819423

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**LYCOS ENERGY INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 2023/01/01.**



**Articles of Amalgamation
For
LYCOS ENERGY INC.**

Share Structure: SCHEDULE "A" ATTACHED
Share Transfers Restrictions: NONE
Number of Directors:
Min Number of Directors: 3
Max Number of Directors: 15
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SCHEDULE "B" ATTACHED

Registration Authorized By: SONY GILL
SOLICITOR

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 voting 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:

1. 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.
2. Meetings of the shareholders of the Corporation shall be held anywhere in Canada that the directors determine.

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2023/01/01

Corporate Access Number: 2024819423

Business Number:

Service Request Number: 38876942
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: LYCOS ENERGY INC.
Business Number:
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 4300 BANKERS HALL WEST, 888 - 3RD STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P5C5

RECORDS ADDRESS

Street: 4300 BANKERS HALL WEST, 888 - 3RD STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P5C5

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Email Address: ABREMINDERS@STIKEMAN.COM
Share Structure: SCHEDULE "A" ATTACHED
Share Transfers Restrictions: NONE
Number of Directors:
Min Number Of Directors: 3
Max Number Of Directors: 15
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SCHEDULE "B" ATTACHED

Professional Endorsement Provided:

Future Dating Required:

Registration Date: 2023/01/01

Agent for Service

Agent for Service Type: Primary

Last Name: CHATWIN

First Name: KEITH

Middle Name: R.

Firm Name:

Street: 4300 BANKERS HALL WEST, 888 - 3RD STREET S.W.

City: CALGARY

Province: ALBERTA

Postal Code: T2P5C5

Email Address: ABREMINDERS@STIKEMAN.COM

Director

Last Name: OLSON

First Name: KEVIN

Middle Name:

Street/Box Number: 2600, 333 - 7TH AVENUE S.W.

City: CALGARY

Province: ALBERTA

Postal Code: T2P2Z1

Country:

Named On Stat Dec:

Last Name: ATKINSON

First Name: IAN

Middle Name:

Street/Box Number: 534 SALEM AVENUE S.W.

City: CALGARY

Province: ALBERTA

Postal Code: T3C2K6

Country:

Named On Stat Dec:

Last Name: HORVATH

First Name: ALI

Middle Name:

Street/Box Number: 2600, 333 - 7TH AVENUE S.W.

City: CALGARY
Province: ALBERTA
Postal Code: T2P2Z1
Country:
Named On Stat Dec:

Last Name: JOHNSTON
First Name: KELVIN
Middle Name:
Street/Box Number: 2370, 440 - 2ND AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P5E9
Country:
Named On Stat Dec:

Last Name: BEYNON
First Name: BRUCE
Middle Name:
Street/Box Number: 2600, 333 - 7TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P2Z1
Country:
Named On Stat Dec:

Last Name: BURTON
First Name: DAVID
Middle Name:
Street/Box Number: 2600, 333 - 7TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P2Z1
Country:
Named On Stat Dec: Y

Last Name: COWIE
First Name: DON
Middle Name:
Street/Box Number: 2370, 440 - 2ND AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P5E9
Country:
Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Business Number	Legal Entity Name
2012342669	851200725	LYCOS ENERGY INC.
2024780997		CHRONOS RESOURCES LTD.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2023/01/01
Statutory Declaration	10000107142904725	2023/01/01
Other Rules or Provisions	ELECTRONIC	2023/01/01

Registration Authorized By: SONY GILL
SOLICITOR

The Registrar of Corporations certifies that the information contained in this statement is an accurate reproduction of the data contained in the specified service request in the official public records of Corporate Registry.

Certificate of Amendment

I certify that:

LYCOS ENERGY INC.

102162546

has registered an amendment to its registration, made pursuant to the laws of Alberta, Canada
in accordance with *The Business Corporations Act*
on January 11, 2023
resulting from an amalgamation.



A handwritten signature in black ink, appearing to read "Shirley" followed by a surname, is written over a horizontal line.

Director of Corporations
January 12, 2023



Profile Report

Entity Number: 102162546

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Entity Name: LYCOS ENERGY INC.

Report Date: 12-Jan-2023

Entity Details

Entity Type	Business Corporation
Entity Subtype	NWP Corporation
Entity Status	Active
Registration Date	11-Jan-2023
Entity Number in Home Jurisdiction	2024819423
Entity Name in Home Jurisdiction	LYCOS ENERGY INC.
Home Jurisdiction	Alberta, Canada
Incorporation/Amalgamation Date in Home Jurisdiction	01-Jan-2023
Nature of Business	Oil and gas extraction
Amalgamated From	101102064 - LYCOS ENERGY INC. 102162255 - CHRONOS RESOURCES LTD.

Registered Office/Mailing Address

Physical Address	4300 BANKERS HALL WEST, 888 - 3RD STREET S.W., CALGARY, Alberta, Canada, T2P 5C5
Mailing Address	LYCOS ENERGY INC., 4300 BANKERS HALL WEST, 888 - 3RD STREET S.W., CALGARY, Alberta, Canada, T2P 5C5

Power of Attorney

PATRICIA J.F. WARSABA

Physical Address: 800-1801 HAMILTON STREET, REGINA, Saskatchewan, Canada, S4P 4B4

Mailing Address: 800-1801 HAMILTON STREET, REGINA, Saskatchewan, Canada, S4P 4B4

DAVID J. BISHOP

Physical Address: 800- 1801 HAMILTON STREET, REGINA, Saskatchewan, Canada, S4P 4B4

Mailing Address: 800- 1801 HAMILTON STREET, REGINA, Saskatchewan, Canada, S4P 4B4

DANIEL P. KWOCKKA

Physical Address: 800-1801 HAMILTON STREET, REGINA, Saskatchewan, Canada, S4P 4B4

Mailing Address: 800-1801 HAMILTON STREET, REGINA, Saskatchewan, Canada, S4P 4B4



Profile Report

Entity Number: 102162546

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Entity Name: LYCOS ENERGY INC.

Report Date: 12-Jan-2023

Previous Entity Names

Type	Name	Effective Until
Registered Name	SAMOTH OILFIELD INC.	09-Jan-2023
Home Jurisdiction Name	SAMOTH OILFIELD INC.	09-Jan-2023
Registered Name	SAMOTH OILFIELD INC.	10-Jan-2023
English Name	SAMOTH OILFIELD INC.	10-Jan-2023
Home Jurisdiction Name	SAMOTH OILFIELD INC.	10-Jan-2023
HJ English Name	SAMOTH OILFIELD INC.	10-Jan-2023

Event History

Type	Date
Business Corporation - Extra-provincial Amalgamation	11-Jan-2023