

**CERTIFICATE
OF
INCORPORATION**

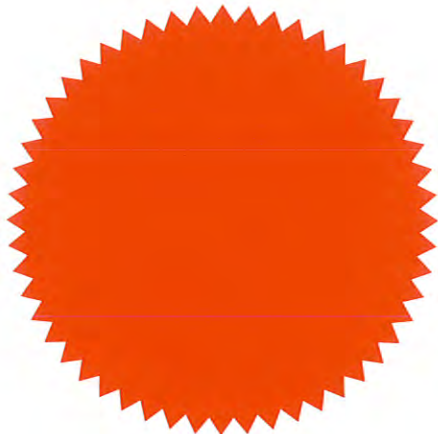
BUSINESS CORPORATIONS ACT

I Hereby Certify that 0816479 B.C. LTD. was incorporated under the Business Corporations Act on February 13, 2008 at 09:11 AM Pacific Time.

*Issued under my hand at Victoria, British Columbia
On February 13, 2008*



RON TOWNSHEND
Registrar of Companies
Province of British Columbia
Canada





The Best Place on Earth

Number: BC0816479

**CERTIFICATE
OF
CHANGE OF NAME**

BUSINESS CORPORATIONS ACT

I Hereby Certify that 0816479 B.C. LTD. changed its name to KIVALLIQ ENERGY CORP. on February 20, 2008 at 11:48 AM Pacific Time.

*Issued under my hand at Victoria, British Columbia
On February 20, 2008*

A handwritten signature in black ink, appearing to read "Ron Townshend".

RON TOWNSHEND
Registrar of Companies
Province of British Columbia
Canada

