

RECEIVED

By Manager of Licensing at 10:03 am, Apr 19, 2011

PROVINCE OF ONTARIO

)
)
)
)
)

TO WHOM THESE PRESENTS
MAY COME, BE SEEN OR KNOWN

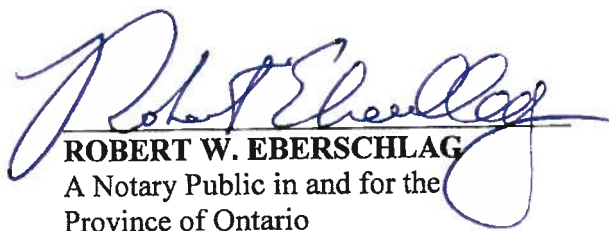
TO WIT:

GREETING:

I, **ROBERT W. EBERSCHLAG**, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing in the City of Toronto, in the said Province,

DO CERTIFY AND ATTEST that the paper-writings hereto annexed are true copies of documents produced and shown to me and purporting to be the Certificate and Articles of Incorporation dated January 10, 2008 and Certificate and Articles of Continuance dated July 21, 2008 of Canadian Orebodies Inc., the said copies having been compared by me with the said original documents, an act whereof being requested I have granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF, I have hereto subscribed my name and affixed my Notarial Seal of Office at the City of Toronto, this 2nd day of December, 2010.


ROBERT W. EBERSCHLAG
A Notary Public in and for the
Province of Ontario



CORPORATE ACCESS NUMBER: 2013738618



BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
INCORPORATION**

**CANADIAN OREBODIES INC.
WAS INCORPORATED IN ALBERTA ON 2008/01/10.**



Q.E.

**Articles of Incorporation
For
CANADIAN OREBODIES INC.**

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: 1

Max Number of Directors: 20

Business Restricted To: NONE.

Business Restricted From: NONE.

Other Provisions: NONE.

Registration Authorized By: JACK C. MACGILLIVRAY (JO)
SOLICITOR

Articles Of Incorporation

Business Corporations Act
Section 6

1. Name of Corporation

CANADIAN OREBODIES INC.

2. 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.

3. Restrictions on share transfers (if any):

None.

Filed with Alberta Registries
by Macleod Dixon LLP

JAN 10 2008

Initials

AD

4. Number, or minimum and maximum number, of directors that the corporation may have:

Minimum 1; Maximum 20

5. If the corporation is restricted FROM carrying on a certain business, or restricted TO carrying on a certain business, specify the restriction(s):

None

6. Other rules or provisions (if any):

None.

7. Date authorized by Incorporators:

2008 / 01 / 09

Year/ Month / Day

Incorporators

Name of Person Authorizing (please print)	Address: (including postal code)	Signature
Gordon S McKinnon	7331 Calfass Rd., RR #2 Puslinch, Ontario N0B 2J0	<i>Gordon S McKinnon</i>

This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator, Box 3140, Edmonton, Alberta T5J 4L4, (780) 427-7013.
REG 3047 (Rev. 2003/05)

R.E.

Incorporate Alberta Corporation - Registration Statement

Alberta Registration Date: 2008/01/10

Corporate Access Number: 2013738618

Service Request Number: 11043517
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: CANADIAN OREBODIES INC.
French Equivalent Name:
Nuans Number: 91938163
Nuans Date: 2008/01/09
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 3700, 400 - 3RD AVENUE S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4H2

RECORDS ADDRESS

Street: 3700, 400 - 3RD AVENUE S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4H2

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: 1

Max Number Of Directors: 20

Business Restricted To: NONE.

R.E.

Business Restricted From: NONE.

Other Provisions: NONE.

**Professional Endorsement
Provided:**

Future Dating Required:

Registration Date: 2008/01/10

Director

Last Name: MCKINNON

First Name: GORDON

Middle Name: S.

Street/Box Number: 7331 CALFASS RD., RR #2

City: PUSLINCH

Province: ONTARIO

Postal Code: N0B 2J0

Country:

Resident Canadian: Y

Attachment

No Records returned

Registration Authorized By: JACK C. MACGILLIVRAY (JO)
SOLICITOR

R.E.

Ontario Corporation Number
Numéro de la société en Ontario



Ministry of
Government Services

Ministère des
Services gouvernementaux

1762114

CERTIFICATE

This is to certify that these articles
are effective on

CERTIFICAT

Ceci certifie que les présents statuts
entrent en vigueur le

JULY 21 JUILLET, 2008

[Handwritten signature]

Director / Directrice

Business Corporations Act / Loi sur les sociétés par actions

ARTICLES OF CONTINUANCE
STATUTS DE MAINTIEN

Form 6
Business
Corporations
Act

Formule 6
Loi sur les
sociétés par
actions

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société : (Écrire en LETTRES MAJUSCULES SEULEMENT) :

[illegible]

2. The corporation is to be continued under the name (if different from 1);
Nouvelle dénomination sociale de la société (si elle différente de celle inscrite ci-dessus) :

[illegible]

3. Name of jurisdiction the corporation is leaving: / Nom du territoire (province ou territoire, État ou pays) que quitte la société :

ALBERTA

Name of jurisdiction / Nom du territoire

4. Date of incorporation/amalgamation: / *Date de la constitution ou de la fusion* :

2008-01-10

Year, Month, Année / année, mois, jour

5. The address of the registered office is: / Adresse du siège social en :

360 BAY STREET, #500

Street & Number or R.R. Number & if Multi-Office Building give Room No.
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

TORONTO

Name of Municipality or Post Office / Nom de la municipalité ou du bureau de poste

ONTARIO

M	5	H	2	V	6
---	---	---	---	---	---

Postal Code/Code postal

6. Number of directors is/are: Fixed number OR minimum and maximum 1 20
 Nombre d'administrateurs: Nombre fixe OU minimum et maximum

7. The director(s) is/are: / Administrateur(s) First name, middle names and surname Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
GORDON S. MCKINNON	7331 CALFASS ROAD, RR#2 PUSLINCH, ON NOB 2J0	Yes
DONALD D. MCKINNON	LOT 10, CONCESSION 5, GERMAN TOWNSHIP, 402 URQUHART ROAD, RR#1 CONNAUGHT, ON P0N 1A0	Yes
CHRISTOPHER D. HODGSON	20 MARY ELIZABETH CRESCENT MARKHAM, ON L3R 9M1	Yes
JOHN D. HARVEY	SUITE 1812, 55 HARBOUR SQUARE TORONTO, ON M5J 2L1	Yes
GORDON J. CYR	3 COTTER CIRCLE WINNIPEG, MB R2N 4R3	Yes

8. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
 Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

NONE

9. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre

THE CORPORATION IS AUTHORIZED TO ISSUE AN UNLIMITED NUMBER OF
COMMON SHARES.

10. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

NONE

11. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

NONE

12. Other provisions, (if any):
Autres dispositions s'il y a lieu :

NONE

13. The corporation has complied with subsection 180(3) of the *Business Corporations Act*.
La société s'est conformée au paragraphe 180(3) de la Loi sur les sociétés par actions.

14. The continuation of the corporation under the laws of the Province of Ontario has been properly authorized under the laws of the jurisdiction in which the corporation was incorporated/amalgamated or previously continued on
Le maintien de la société en vertu des lois de la province de l'Ontario a été dûment autorisé en vertu des lois de l'autorité législative sous le régime de laquelle la société a été constituée ou fusionnée ou antérieurement maintenue le

2008-07-16

Year, Month, Day
année, mois, jour

15. The corporation is to be continued under the *Business Corporations Act* to the same extent as if it had been incorporated thereunder.
Le maintien de la société en vertu de la Loi sur les sociétés par actions a le même effet que si la société avait été constituée en vertu de cette loi.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

CANADIAN OREBODIES INC.

Name of Corporation / Dénomination sociale de la société

By/Par


 Signature / Signature

STEPHEN GLEDHILL

Print name of signatory / Nom du signataire en lettres moulées

CHIEF FINANCIAL OFFICER

Description of Office / Fonction

These articles **must** be signed by a director or officer of the corporation (e.g. president, secretary)
Ces statuts doivent être signés par un administrateur ou un dirigeant de la société (p. ex. : président, secrétaire).