

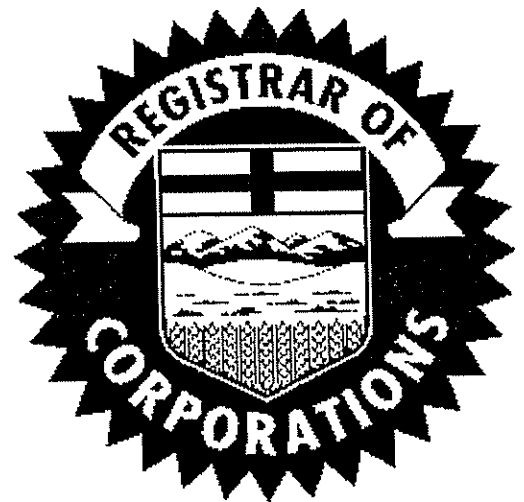
Certified Copy
CORPORATE ACCESS NUMBER: 2012888836

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

ATLAS ENERGY LTD.
IS THE RESULT OF AN AMALGAMATION FILED ON 2006/12/21.



Certified Copy

Articles of Amalgamation For ATLAS ENERGY LTD.

Share Structure: REFER TO "SHARE STRUCTURE" ATTACHMENT
Share Transfers Restrictions: NONE.
Number of Directors:
Min Number of Directors: 1
Max Number of Directors: 9
Business Restricted To: NONE.
Business Restricted From: NONE.
Other Provisions: REFER TO "OTHER RULES OR PROVISIONS" ATTACHMENT

Registration Authorized By: JAMES C. LOUGH
OFFICER

Certified Copy

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2006/12/21

Corporate Access Number: 2012888836

Service Request Number: 9488980
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: ATLAS ENERGY LTD.
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: T2P 5C5

RECORDS ADDRESS

Street: 4300 BANKERS HALL WEST, 888 - 3RD STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 5C5

ADDRESS FOR SERVICE BY MAIL

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

Share Structure: REFER TO "SHARE STRUCTURE" ATTACHMENT

Share Transfers Restrictions: NONE.
Number of Directors:
Min Number Of Directors: 1
Max Number Of Directors: 9
Business Restricted To: NONE.
Business Restricted From: NONE.
Other Provisions: REFER TO "OTHER RULES OR PROVISIONS"
ATTACHMENT

**Professional Endorsement
Provided:**

Future Dating Required:

Registration Date: 2006/12/21

Director

Last Name: ARNASON
First Name: LLOYD
Middle Name:
Street/Box Number: 910, 540 - 5TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0M2
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: CHAISSON
First Name: ROBERT
Middle Name:
Street/Box Number: 27 CHEYENNE MEADOWS WAY N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3R 1B6
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: LEWANSKI
First Name: RICHARD

Middle Name:
Street/Box Number: 1305 - 15TH STREET N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2N 2B7
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: LOUGH
First Name: JAMES
Middle Name: C.
Street/Box Number: 153 HAMPTONS GREEN N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3A 5A8
Country:
Resident Canadian: Y
Named On Stat Dec: Y

Last Name: JOHNSON
First Name: RANDY
Middle Name:
Street/Box Number: 66 SUNSET WAY S.E.
City: CALGARY
Province: ALBERTA
Postal Code: T2X 3C1
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: NIXON
First Name: CHRISTOPHER
Middle Name: W.
Street/Box Number: C/O 4300, 888 - 3RD STREET S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 5C5
Country:
Resident Canadian: Y
Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
2010189773	CASTLE RIVER RESOURCES LTD.
2012063000	ATLAS ENERGY LTD.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2006/12/21
Other Rules or Provisions	ELECTRONIC	2006/12/21
Statutory Declaration	10000105100608763	2006/12/21

Registration Authorized By: JAMES C. LOUGH
OFFICER