

Section 6

COURT FILE NUMBER 1501-12220
 COURT COURT OF QUEEN'S BENCH OF ALBERTA
 JUDICIAL CENTRE CALGARY
 PLAINTIFF/APPLICANT ALBERTA TREASURY BRANCHES
 DEFENDANTS/RESPONDENTS COGI LIMITED PARTNERSHIP, CANADIAN OIL & GAS INTERNATIONAL INC. and CONSERVE OIL GROUP INC.

Clerk's Stamp
 CLERK OF THE COURT
FILED
 NOV 23 2015
 JUDICIAL CENTRE
 OF CALGARY

DOCUMENT **AFFIDAVIT**
 PARTY FILING THIS DOCUMENT BIG COULEE RESOURCES LTD.
 ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
 MacPherson Leslie & Tyerman LLP
 Barristers and Solicitors
 1600, 520 3rd Ave SW
 Calgary, Alberta T2P 0R3
 Phone: 403.693.4305
 Fax: 403.508.4349
 Attention: Dean A. Hutchison

AFFIDAVIT OF ALEXANDER GRAMATZKI

Sworn on November 23, 2015

I, **ALEXANDER GRAMATZKI**, of the City of Calgary, in the Province of Alberta, **MAKE OATH AND SAY AS FOLLOWS:**

1. I am a Director of Big Coulee Resources Ltd. ("**Big Coulee**"), and as such, I have personal knowledge of the matters deposed to herein, except where stated to be based upon information and belief, and whereso stated, I do verily believe such facts and matters to be true.
2. Attached hereto and marked as **Exhibit "A"** to this Affidavit is a true copy of the results of an Alberta Corporate Registry search of Big Coulee which: (i) lists me as the sole director of Big Coulee; and (ii) indicates Big Coulee holds shares in Conserve Oil 1st Corporation ("**Conserve 1st**").

Exhibit: D-6
 Witness: A von Gramatzki
 Date: _____
 Premier Reporting Ltd.
Alex L. Fisher

Conserve Oil 1st Corporation

3. Attached hereto and marked as **Exhibit "B"** to this Affidavit is a true copy of the results of an Alberta Corporate Registry search of Conserve 1st which: (i) lists David Crombie as the sole director of Conserve 1st; (ii) lists Big Coulee as the only voting shareholder of Conserve 1st; and (iii) lists Big Coulee as holding One Hundred Percent (100%) of the Voting Shares of Conserve 1st.
4. Attached hereto and marked as **Exhibit "C"** to this Affidavit is a true copy of the Register of Directors of Conserve 1st which indicates that David Crombie is the sole director of Conserve 1st and has been so since September 23, 2009 (the date of incorporation of Conserve 1st).
5. Attached hereto and marked as **Exhibit "D"** to this Affidavit is a true copy of the Register of Shareholders of Conserve 1st (the "**Conserve 1st Shareholder Register**") which states that:
 - (a) Conserve Oil Corporation was issued One Thousand (1,000) common shares in the capital of Conserve 1st (the "**Conserve 1st Common Shares**") from Treasury on September 23, 2009 (the date of incorporation of Conserve 1st) at a price of \$1.00 per share and that Conserve 1st was the holder of share certificate A-1 with respect to the Conserve 1st Common Shares; and
 - (b) Conserve Oil Corporation transferred the Conserve 1st Common Shares to Big Coulee and share certificate A-1 was cancelled and a new share certificate, certificate A-2, was issued in favour of Big Coulee with respect to the Conserve 1st Common Shares on April 8, 2015.
6. Attached hereto and marked as **Exhibit "E"** to this Affidavit is a true copy of a Share Purchase Agreement made June 4, 2014 between Big Coulee, as "Purchaser", and Conserve Oil Corporation, as "Vendor" (the "**Share Purchase Agreement**") regarding the sale by Conserve Oil Corporation to Big Coulee of the Conserve 1st Common Shares.

7. The Share Purchase Agreement provides that in consideration of the purchase price of Two Hundred and Fifty Thousand Dollars (\$250,00.00), paid by the transfer by Big Coulee to Conserve Oil Corporation of Two Hundred and Fifty Thousand (250,000) common shares in the capital stock of Treeosco Inc., Conserve Oil Corporation hereby sells, assigns, transfers and sets over to Big Coulee as of June 4, 2014, all of Conserve Oil Corporation's entire right, title, interest and estate in and to the Conserve 1st Common Shares to Big Coulee and Big Coulee accepts the Conserve 1st Common Shares.
8. Attached hereto and marked as **Exhibit "F"** to this Affidavit is a true copy of the resolution of the sole director of Conserve 1st dated June 4, 2014 (the date of the Share Purchase Agreement) (the "**June 4, 2014 Director's Resolution**") whereby it was resolved that:
 - (a) the transfer of the Conserve 1st Common Shares by Conserve Oil Corporation, as "Transferor", to Big Coulee, as "Transferee", be approved;
 - (b) share certificate number A-1 held in the name of Conserve Oil Corporation be cancelled; and
 - (c) share certificate number A-2 held in the name of Big Coulee be issued.
9. Attached hereto and marked as **Exhibit "G"** to this Affidavit is a true copy of the resolution of the sole director of Conserve 1st dated April 8, 2015 (the "**April 8, 2015 Director's Resolution**") whereby it was resolved that the form of share certificate attached thereto regarding the transfer of the Conserve Oil 1st Common Shares approved by the June 4, 2014 Director's Resolution, is approved and adopted.
10. Attached hereto and collectively marked as **Exhibit "H"** to this Affidavit is a true copy of the cancelled certificate number A-1 and a true copy of share certificate number A-2 dated April 8, 2015 regarding the Conserve Oil 1st Common Shares.
11. Attached hereto and marked as **Exhibit "I"** to this Affidavit is a true copy share certificate A-68 concerning Two Hundred and Fifty Thousand (250,000) class "A" voting

common shares in Tressoco Inc. dated April 8, 2015 certifying that Conserve Oil Group Inc. is the registered owner of such shares.

Conserve Oil Corporation and Conserve Oil Group Inc.

12. Attached hereto and marked collectively as **Exhibit "J"** to this Affidavit are true copies of the results of an Alberta Corporate Registry search and a Federal Corporate Registry search of Conserve Oil Corporation which indicate that:
 - (a) Conserve Oil Corporation was incorporated as an Alberta corporation on May 26, 2005;
 - (b) Conserve Oil Corporation was continued as a Federal corporation on October 7, 2005; and
 - (c) Conserve Oil Corporation amalgamated into Conserve Oil Group Inc. on November 1, 2014.

13. Attached hereto and marked collectively as **Exhibit "K"** to this Affidavit are true copies of the results of an Alberta Corporate Registry search and a Federal Corporate Registry search of Conserve Oil Group Inc. which indicate that:
 - (a) Conserve Oil Group Inc. was incorporated as an Alberta corporation on July 23, 2014;
 - (b) Conserve Oil Group Inc. was continued as a Federal corporation on November 1, 2014; and
 - (c) Conserve Oil Group Inc. amalgamated with Conserve Oil Corporation and continued as Conserve Oil Group Inc. on November 1, 2014.

Communications with the Receiver Regarding Conserve 1st

14. I am advised by Ron Hansford, Barrister & Solicitor, of MacPherson Leslie & Tyerman LLP ("MLT"), and do verily believe to be true, that by e-mail of 4:14 p.m. Friday, November 6, 2015, we was sent copies of: (i) an Application of MNP Ltd. (the

"Receiver"), as the Receiver of COGI Limited Partnership, Canadian Oil and Gas International Inc., and Conserve Oil Group Inc., filed November 6, 2015 returnable on Tuesday, November 10, 2015 at 2:30 p.m. (the "Receiver's November 6 Application"); (ii) the First Report of the Receiver filed November 6, 2015 (the "Receiver's First Report"); and (iii) a service letter dated November 6, 2015 from DLA Piper (Canada) LLP ("DLA Piper"), legal counsel to the Receiver. Attached hereto and marked as Exhibit "L" is a true copy of such November 6, 2015 e-mail.

15. I am advised by Dean Hutchison ("Mr. Hutchison"), Barrister & Solicitor, of MLT, and do verily believe to be true, that by e-mail of 1:28 p.m. of Tuesday, November 10, 2015, MLT provided a letter (the "November 10 MLT Letter") to legal counsel to the Receiver, DLA Piper, clarifying certain facts as set out in the Receiver's First Report. The November 10 MLT Letter notes that the "Preliminary Organization Chart: Conserve Owned Entities" attached to the Receiver's First Report shows Conserve 1st as a wholly owned subsidiary of Conserve Oil Group Inc. while an Alberta Corporate Registry search of Conserve 1st evidences Big Coulee as the 100% shareholder of Conserve 1st. Attached hereto and marked as Exhibit "M" is true copy of the foregoing described e-mail, together with true copies of the November 10 MLT Letter and other Alberta Corporate Registry documents that were attached to such e-mail.

16. I am further advised by Mr. Hutchison, and do verily believe to be true, that by e-mail of 1:39 p.m. Tuesday, November 10, 2015 to counsel to the Receiver, DLA Piper, Mr. Hutchison requested an adjournment of the Receiver's November 6 Application to have an opportunity to review documentation and be in a position to provide information and documentation to the Receiver (and the Court if necessary) to clarify matters regarding the true state of ownership of purported subsidiaries of Conserve Oil Group Inc. I am still further advised by Mr. Hutchison, and do verily believe to be true, that by e-mail of 1:42 p.m. Tuesday, November 10, 2015, G. Brain Davison, Q.C. ("Mr. Davison") of DLA Piper responded to Mr. Hutchison's request for adjournment by stating "Please show up [at Court] at 2:30". Attached hereto and marked collectively as Exhibit "N" to this Affidavit is a true copy of the foregoing described November 10, 2015 e-mail correspondence.

17. I am further advised by Mr. Hutchison, and do verily believe to be true, that on Thursday, November 12, 2015 he received a letter from Mr. Davison (the "**November 12 DLA Piper Letter**") in which the Receiver requested several documents concerning Conserve 1st, including the minute book of Conserve 1st and all documentation of acquisition of Conserve 1st shares by Big Coulee from Conserve Oil Group Inc. Attached hereto and marked as **Exhibit "O"** is true copy of the November 12 DLA Piper Letter.
18. I am further advised by Mr. Hutchison, and do verily believe to be true, that by letter of Monday, November 16, 2015 (the "**November 16 MLT Letter**"), MLT responded to the November 12 DLA Piper Letter enclosing documents regarding the issue of whether Conserve 1st is a subsidiary of Conserve Oil Group Inc. The documents enclosed with the November 16 MLT Letter include copies of (collectively, the "**Conserve 1st Common Share Ownership Documents**");
- (a) the Conserve 1st Shareholder Register;
 - (b) the Share Purchase Agreement;
 - (c) the June 4, 2014 Director's Resolution;
 - (d) the April 8, 2015 Director's Resolution; and
 - (e) the cancelled signed share certificate number A-1 and the signed share certificate number A-2.

The November 16 MLT Letter requests that with the delivery of the Conserve 1st Common Share Ownership Documents to counsel to the Receiver, the Receiver confirm that it will no longer be seeking any relief in regards to Conserve 1st with respect to the Receiver's November 6 Application which was adjourned to November 27, 2015 as a result of the Order of the Honourable Mr. Justice Jeffrey granted November 10, 2015.

19. The November 16 MLT Letter further indicates that notwithstanding the Receiver having been provided with the Conserve 1st Common Share Ownership Documents, Conserve 1st is prepared to provide the Receiver with access to the minute book of Conserve 1st, or alternatively, provide the Receiver with a copy of the minute book of Conserve 1st, in

trust on the condition that the information and documentation contained in the minute book of Conserve 1st (other than the Conserve 1st Common Share Ownership Documents) is kept confidential and not disclosed to any third party except in certain expressly set out circumstances. The November 16 MLT Letter further provides that Conserve 1st will not object to the provision by the Receiver of any documents or information to the Court provided that any Report of the Receiver containing such documents or information is filed confidentially and a sealing order is obtained by the Receiver. Attached hereto and marked as **Exhibit "P"** to this Affidavit is a true copy of the November 16 MLT Letter together with true copies of the Conserve 1st Common Share Ownership Documents enclosed therewith.

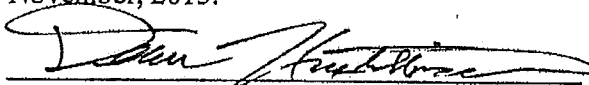
20. I am advised by Mr. Hutchison, and do verily believe to be true, that by e-mail of Wednesday, November 18, 2015 (the "**November 18 DLA Piper E-mail**"), counsel to the Receiver, Mr. Davison, responded to the November 16 MLT Letter thanking Mr. Hutchison for the November 16 MLT Letter and the Conserve 1st Common Share Ownership Documents enclosed therewith. The November 18 DLA Piper E-mail requests that an Affidavit be provided regarding the ownership of the Conserve 1st Common Shares as Mr. Davison "wish[es] to cross examine on the matter before the application Nov 27". The November 18 DLA Piper E-mail further indicated that with respect to examining the minute book of Conserve 1st, the confidentiality provisions and manner of dealing with disclosure issues by way of sealing order as set out in the November 16 MLT Letter is acceptable, and that Ryan Algar of DLA Piper ("**Mr. Algar**") would be attending MLT's offices and could pick up a copy of the minute book of Conserve 1st that afternoon. Attached hereto and marked as **Exhibit "Q"** is true copy of the November 18 DLA Piper E-mail.

21. I am further advised by Mr. Hutchison, and do verily believe to be true, that by e-mail of Friday, November 20, 2015 (the "**November 20 MLT E-Mail**") from Mr. Hutchison to Mr. Davison, Mr. Hutchison confirmed that a copy of the minute book of Conserve 1st had been provided to Mr. Algar on the afternoon of November 18, 2015 on the advice of Mr. Davison in the November 18 DLA Piper E-mail that the confidentiality terms as set out in the November 16 MLT Letter were acceptable. The November 20 MLT E-Mail

further states that an Affidavit with respect to the ownership of the Conserve 1st Common Shares would be filed on or before Monday, November 23, 2015 and that the affiant of such Affidavit would be available for questioning on Affidavit on the afternoon of Wednesday, November 25, 2015. Attached hereto and marked as **Exhibit "R"** is a true copy of the November 20 MLT E-mail.

22. I am still further advised by Mr. Hutchison, and do verily believe to be true, that on Saturday, November 20, 2015, he received an e-mail from Mr. Davison in which Mr. Davison confirmed receipt of a copy of the minute book of Conserve 1st and confirmed a time for questioning on Affidavit. Attached hereto and marked as **Exhibit "S"** is a true copy of the foregoing described e-mail.

23. I make this Affidavit in regards to the ownership of the Conserve 1st Common Shares.

SWORN BEFORE ME at the City of Calgary,)
in the Province of Alberta, this 23rd day of)
November, 2015.)
)
A Commissioner of Oaths in and for the State)
of Alberta)


ALEXANDER GRAMATZKI

Dean A. Hutchison
Barrister & Solicitor

Section 6A

**Government Corporation/Non-Profit Search
of Alberta ■ Corporate Registration System**


Date of Search: 2015/11/20
Time of Search: 04:55 PM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24259068
Customer Reference Number: 58723.2/jab

Corporate Access Number: 2015311463
Legal Entity Name: BIG COULEE RESOURCES LTD.
Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
Registration Date: 2010/04/19 YYYY/MM/DD

THIS IS EXHIBIT "A"
referred to in the Affidavit of
Alexander Gramatzki

Sworn before me this 23rd
day of November, A.D. 2015


A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

Registered Office:

Street: 1600, 520 - 3RD AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3

Records Address:

Street: 1600, 520 - 3RD AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3

Directors:

Last Name: GRAMATZKI
First Name: ALEXANDER
Street/Box Number: 29 SPRING VALLEY VIEW SW
City: CALGARY
Province: ALBERTA

Postal Code: T3H 5M1

Voting Shareholders:

Legal Entity Name: INGENIUM OIL INC.
Corporate Access Number: 2016596070
Street: 80 SIERRA MORENA GREEN SW
City: CALGARY
Province: ALBERTA
Postal Code: T3H 3H8
Percent Of Voting Shares: 100

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: THE CORPORATION IS AUTHORIZED TO ISSUE SHARES IN ACCORDANCE WITH SCHEDULE A ATTACHED HERETO, WHICH IS INCORPORATED INTO AND FORMS PART OF THIS FORM

Share Transfers: NO SHARES OF THIS CORPORATION SHALL BE TRANSFERRED WITHOUT THE APPROVAL OF THE DIRECTORS OF THE CORPORATION, AS EVIDENCED BY A RESOLUTION OF THE DIRECTORS OF THE CORPORATION

Min Number Of Directors: 1

Max Number Of Directors: 15

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SCHEDULE B ATTACHED HERETO IS INCORPORATED INTO AND FORMS PART OF THIS FORM

Holding Shares In:

Legal Entity Name
DRUMLIN ENERGY CORP.
ARROW POINT OIL & GAS LTD.
CONSERVE OIL 1ST CORPORATION

Other Information:

Last Annual Return Filed:

File Year	Date Filed (YYYY/MM/DD)
2014	2015/02/18

Outstanding Returns:

Annual returns are outstanding for the 2015 file year(s).

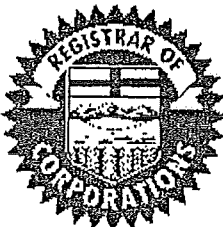
Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2010/04/19	Incorporate Alberta Corporation
2012/05/14	Change Director / Shareholder
2014/12/24	Change Address
2015/02/18	Enter Annual Returns for Alberta and Extra-Provincial Corp.

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2010/04/19
Other Rules or Provisions	ELECTRONIC	2010/04/19

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Section 6B

**Government Corporation/Non-Profit Search
of Alberta ■ Corporate Registration System**

Date of Search: 2015/11/20
Time of Search: 04:53 PM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24259063
Customer Reference Number: 058723-0002/jab

Corporate Access Number: 2017918026
Legal Entity Name: CONSERVE OIL 1ST CORPORATION

Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
Method of Registration: Amalgamation
Registration Date: 2013/12/20 YYYY/MM/DD

Registered Office:
Street: 500, 340 - 12TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Records Address:
Street: 500, 340 - 12TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Directors:

Last Name: CROMBIE
First Name: DAVID
Middle Name: W.
Street/Box Number: 500, 340 - 12TH AVENUE SW

THIS IS EXHIBIT "B"
referred to in the Affidavit of
Alexander Gramatzki
Sworn before me this 23rd
day of November, A.D. 2015


A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Voting Shareholders:

Legal Entity Name: BIG COULEE RESOURCES LTD.
Corporate Access Number: 2015311463
Street: 1600 CENTENNIAL PLACE, 520 - 3RD AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3
Percent Of Voting Shares: 100

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: SEE ATTACHED SCHEDULE "A"
NO SHARES OF THIS CORPORATION SHALL BE TRANSFERRED
Share Transfers WITHOUT THE APPROVAL OF THE DIRECTORS OF THE
Restrictions: CORPORATION, AS EVIDENCED BY A RESOLUTION OF THE
DIRECTORS OF THE CORPORATION
Min Number Of Directors: 1
Max Number Of Directors: 15
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE ATTACHED SCHEDULE "B"

Holding Shares In:

Legal Entity Name
TREEOSCO INC.

Other Information:

Amalgamation Predecessors:

Corporate Access Number	Legal Entity Name
2014919779	CONSERVE OIL 1ST CORPORATION
2014858951	CONSERVE OIL 2ND CORPORATION
2015532423	CONSERVE OIL 6TH CORPORATION
2015968932	CONSERVE OIL 7TH CORPORATION

Last Annual Return Filed:

File Year	Date Filed (YYYY/MM/DD)
2015	2015/11/02

Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2013/12/20	Amalgamate Alberta Corporation
2015/11/02	Enter Annual Returns for Alberta and Extra-Provincial Corp.
2015/11/03	Change Director / Shareholder

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Amalgamation Agreement	10000507104631144	2013/12/20
Statutory Declaration	10000107104631141	2013/12/20
Share Structure	ELECTRONIC	2013/12/20
Other Rules or Provisions	ELECTRONIC	2013/12/20

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



SECRET

Section 6C

CONSERVE OIL 1ST CORPORATION

REGISTER OF DIRECTORS

FULL NAME	RESIDENCE ADDRESS	DATE ELECTED OR APPOINTED	DATE CEASED TO BE A DIRECTOR
DAVID W. CROMBIE	1200, 340 - 12 AVENUE S.W. CALGARY, ALBERTA T2R 1L5	SEPTEMBER 23, 2009	

THIS IS EXHIBIT " C " referred to in the Affidavit of Alexander Grometzkii Sworn before me this 23rd day of November, A.D. 2015

Dean Hutchison
A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

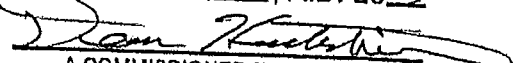
Section 6D

CONSERVE OIL 1ST CORPORATION

REGISTER OF SHAREHOLDERS

Name of Shareholder	Date	From Whom Acquired or to whom transferred	Class of Shares	Number of Shares Allocated	Consideration Paid to Corporation			SHARES Transferred/ redeemed/ Repurchased		BALANCE OF SHARES HELD	
					Price Per Share	Cash	Other than Cash	Quantity	Cancel No.		Issue No.
Conserve Oil Corporation	2009/09/23	Treasury	Common	1000	\$1.00	\$1,000	-	1,000	A-1	A-2	0
Big Coulee Resources Ltd.	2015/04/8	Conserve Oil Corporation	Common	1000	-	-	-	-	-	-	1,000


THIS IS EXHIBIT " D " referred to in the Affidavit of Alexander Grematzki Sworn before me this 23rd day of November, A.D. 2015


 A COMMISSIONER FOR OATHS
 in and for the Province of Alberta

Dean A. Hutchison
 Barrister & Solicitor

Section 6E

THIS IS EXHIBIT " E "
referred to in the Affidavit of
Alexander Gramotzki
Sworn before me this 23rd
day of November, A.D. 2015



A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

SHARE PURCHASE AGREEMENT

THIS AGREEMENT made as of the 4th day of June 2014.

BETWEEN:

BIG COULEE RESOURCES LTD., a body corporate incorporated
pursuant to the laws of the Province of Alberta (the "Purchaser")

- and -

CONSERVE OIL CORPORATION, a body corporate incorporated
pursuant to the laws of the Province of Alberta (the "Vendor")

WHEREAS the Vendor is the legal and beneficial owner of One Thousand (1,000) common shares (the "Shares") in the capital of Conserve Oil 1st Corporation (the "Corporation"); representing all of the issued and outstanding shares of the Corporation:

AND WHEREAS the Vendor wish to sell the Shares and the Purchaser wish to purchase the Shares;

NOW THEREFORE IN CONSIDERATION of the covenants herein contained, and for other good and valuable consideration (the receipt of which is hereby acknowledged), the parties hereto agree as follows:

1. In consideration of the receipt of the Purchase Price (as defined below), the Vendor hereby sells, assigns, transfers and sets over to the Purchaser as of the Effective Date (as defined below), the entire right, title, interest and estate of the Vendor in and to the Shares and the Purchaser accepts such Shares.
2. The purchase price for the Shares shall be Two Hundred and Fifty Thousand Dollars (\$250,000) (the "Purchase Price") and has been paid by the transfer by the Purchaser to the Vendor of 250,000 common shares (the "Treeosco Shares") in the capital stock of Treeosco Inc.
3. The Vendor does hereby covenant, represent and warrant to the Purchaser that:
 - (a) the Vendor is rightfully and absolutely possessed of and entitled to the Shares, and that the Vendor has good right, title and authority to transfer the Shares unto the Purchaser according to the true intent and meaning of this Agreement;
 - (b) each of the Shares is fully paid and non-assessable;
 - (c) the Shares are free and clear of all liens, charges, mortgages, encumbrances and adverse claims whatsoever;
 - (d) no person, firm or corporation has any agreement, option, right or privilege to purchase or otherwise acquire from the Vendor, any right, title, interest or estate in and to the Shares; and
 - (e) The Purchaser shall and may from time to time and at all times from the Effective Date have possession and enjoy all of the benefits and rights in and to the Shares for its own use and benefit, without any manner of claim or demand whatsoever of, from or by the Vendor or any person or persons claiming by, through or under the Vendor.

4. The representations, warranties and covenants by the Vendor contained in this Agreement shall be true as at the Effective Date. Notwithstanding any investigations or inquiries made by the Purchaser prior to the Effective Date, the representations, warranties and covenants of the Vendor shall survive the Effective Date and shall continue in full force and effect. In the event that any of the said representations and warranties is found to be incorrect or there is a breach of any covenant of the Vendor which results in any loss or damage sustained directly or indirectly by the Purchaser, then the Vendor shall pay the amount of such loss or damage to the Purchaser.

5. The Purchaser does hereby covenant, represent and warrant to the Vendor that:

- (a) the Purchaser is rightfully and absolutely possessed of and entitled to the Treeosco Shares, and that the Purchaser has good right, title and authority to transfer the Treeosco Shares unto the Vendor according to the true intent and meaning of this Agreement;
- (b) each of the Treeosco Shares is fully paid and non-assessable;
- (c) the Treeosco Shares are free and clear of all liens, charges, mortgages, encumbrances and adverse claims whatsoever;
- (d) no person, firm or corporation has any agreement, option, right or privilege to purchase or otherwise acquire from the Purchaser, any right, title, interest or estate in and to the Treeosco Shares; and
- (e) The Vendor shall and may from time to time and at all times from the Effective Date have possession and enjoy all of the benefits and rights in and to the Treeosco Shares for its own use and benefit, without any manner of claim or demand whatsoever of, from or by the Purchaser or any person or persons claiming by, through or under the Purchaser.

6. The representations, warranties and covenants by the Purchaser contained in this Agreement shall be true as at the Effective Date. Notwithstanding any investigations or inquiries made by the Vendor prior to the Effective Date, the representations, warranties and covenants of the Purchaser shall survive the Effective Date and shall continue in full force and effect. In the event that any of the said representations and warranties is found to be incorrect or there is a breach of any covenant of the Purchaser which results in any loss or damage sustained directly or indirectly by the Vendor, then the Purchaser shall pay the amount of such loss or damage to the Vendor.

7. The "Effective Date" of this Agreement and the transactions contemplated hereby shall be the 4th day of June 2014.

8. This Agreement constitutes the entire agreement among the parties hereto with respect to the transactions contemplated hereby and supersedes all prior negotiations, proposals and agreements, whether oral or written, with respect thereto.

9. This Agreement shall be binding upon and enure to the benefit of the parties hereto and their heirs, legal personal representatives, successors and permitted assigns. This Agreement may not be assigned by any party hereto, by operation of law or otherwise, without the prior written consent of the other party hereto.

10. This Agreement may not be amended, modified or terminated except by an instrument in writing signed by all parties hereto.

11. The waiver by either party of a breach of a default of any provision of this Agreement by the other party shall not be construed as a waiver of any succeeding breach of the same or any other provision nor shall any delay or omission on the part of either party to exercise or avail itself of any right, power or privilege that it has or may have hereunder operate as a waiver of any right, power or privilege by such party.

12. In the event that any part of this Agreement is held by a court of competent jurisdiction to be unenforceable because it is invalid or in conflict with any law of any relevant jurisdiction, the validity of the remaining provisions shall not be affected, and the rights and obligations of the parties shall, to the extent the particular provisions are held to be unenforceable, be construed and enforced as if the Agreement did not contain the particular provision held to be unenforceable.

13. Each party hereto will execute and deliver such instruments, certificates and other documents and take such other actions as may reasonably be required in order to carry out this Agreement.

14. This Agreement shall be construed and enforced in accordance with, and the rights of the parties hereto shall be governed by the laws in effect in the Province of Alberta excluding any principle of law that would apply the laws of another jurisdiction. Each of the parties hereto hereby irrevocably attorns to the exclusive jurisdiction of the courts of the Province of Alberta.

15. This Agreement may be signed in counterparts, and each signed counterpart, when signed, shall form part of this Agreement. Signed counterparts, showing acceptance of this Agreement on its terms, may be transmitted by facsimile or other electronic transmission.

IN WITNESS WHEREOF the parties hereto have executed this Agreement as of the day and year first above written.

CONSERVE OIL CORPORATION

Per: _____

BIG COULEE RESOURCES LTD.

Per: Aljerman

Section 6F

RESOLUTION OF THE SOLE DIRECTOR OF CONSERVE OIL 1ST CORPORATION (THE "CORPORATION"), APPROVED, ADOPTED AND CONSENTED TO IN WRITING AS EVIDENCED BY THE SIGNATURE OF THE SOLE DIRECTOR PURSUANT TO THE *BUSINESS CORPORATIONS ACT* (ALBERTA) AND THE BY-LAWS OF THE CORPORATION

TRANSFERS OF SHARES

BE IT RESOLVED THAT:

1. The following transfers of Common shares of the Corporation be approved:

Transferor	Transferee	Number of Common Shares
Conserve Oil Corporation	Big Coulee Resources Ltd.	1000

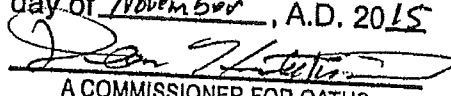
2. The following share certificate, having been endorsed for transfer and produced for cancellation, be cancelled:

Shareholder	Number of Common Shares	Certificate Number
Conserve Oil Corporation	1000	A-1

3. The following share certificate be issued in substitution therefor:

Shareholder	Number of Common Shares	Certificate Number
Big Coulee Resources Ltd. 1600 Centennial Place 520 - 3 rd Avenue S.W. T2P 0R3	1000	A-2

THIS IS EXHIBIT "F"
referred to in the Affidavit of
Alexander Granatzki
Sworn before me this 22nd
day of November, A.D. 2015



A COMMISSIONER FOR OATHS
in and for the Province of Alberta

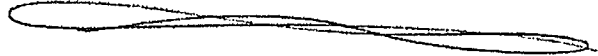
Dean A. Hutchison
Barrister & Solicitor

GENERAL

BE IT RESOLVED THAT:

1. Any one (1) director or officer of the Corporation be authorized for and on behalf of the Corporation to make all such arrangements, to do all acts and things and to sign and execute all documents and instruments in writing, whether under the corporate seal of the Corporation or otherwise, as may be considered necessary or advisable to give full force and effect to the foregoing.

DATED, as of the 4th day of June 2014.



DAVID CROMBIE

Section 6G

RESOLUTION OF THE SOLE DIRECTOR OF CONSERVE OIL 1ST CORPORATION (THE "CORPORATION"), APPROVED, ADOPTED AND CONSENTED TO IN WRITING AS EVIDENCED BY THE SIGNATURE OF THE SOLE DIRECTOR PURSUANT TO THE *BUSINESS CORPORATIONS ACT* (ALBERTA) AND THE BY-LAWS OF THE CORPORATION

ADOPTION OF FORM OF SHARE CERTIFICATE

BE IT RESOLVED THAT:

1. The form of share certificate attached to this resolution and marked Exhibit "A" be approved and adopted as the form of share certificate to be used for the Common shares of the Corporation.

TRANSFERS OF SHARES

BE IT RESOLVED THAT:

2. The following transfers of Common shares of the Corporation be approved:

Transferor	Transferee	Number of Common Shares
Conserve Oil Group Inc.	Big Coulee Resources Ltd.	1000

3. The following share certificate, having been endorsed for transfer and produced for cancellation, be cancelled:

Shareholder	Number of Common Shares	Certificate Number
Conserve Oil Corporation	1000	A-1

4. The following share certificate be issued in substitution therefor:

Shareholder	Number of Common Shares	Certificate Number
Big Coulee Resources Ltd. 1600 Centennial Place 520 - 3 rd Avenue S.W. T2P 0R3	1000	A-2

THIS IS EXHIBIT 5
referred to in the Affidavit of
Alexander Granatzi
Sworn before me this 23rd
day of November, A.D. 2015

Dean A. Hutchison
A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

CHANGE OF REGISTERED OFFICE ADDRESS

BE IT RESOLVED THAT the registered office address for the Corporation be changed to:

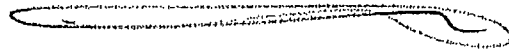
1600 Centennial Place
520 – 3rd Avenue S.W.
Calgary, Alberta
T2P 0R3

GENERAL

BE IT RESOLVED THAT:

5. Any one (1) director or officer of the Corporation be authorized for and on behalf of the Corporation to make all such arrangements, to do all acts and things and to sign and execute all documents and instruments in writing, whether under the corporate seal of the Corporation or otherwise, as may be considered necessary or advisable to give full force and effect to the foregoing.

DATED, as of the 8th day of April 2015.



DAVID CROMBIE

NON-NEGOTIABLE

NUMBER

A-

SHARES

NIL

CONSERVE OIL 1ST CORPORATION

Incorporated under the *Business Corporations Act* (Alberta)

THIS CERTIFIES THAT

SPECIMEN

Is the registered holder of

NIL

fully paid and non-assessable Common Share(s), without nominal or par value in the capital of the Corporation.

The transfer of shares represented by this Certificate is subject to the restrictions contained in the Articles of the Corporation.

The class or series of shares represented by this Certificate has the rights, privileges, restrictions or conditions attached to it and the Corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of:

- (i) the rights, privileges, restrictions and conditions attached to each class authorized to be issued and to each series in so far as they have been fixed by the directors, and
- (ii) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officers

DATED:

DIRECTOR OR OFFICER

Section 6H

CLASS "A" SHARES

SHARE CERTIFICATE NUMBER A-1

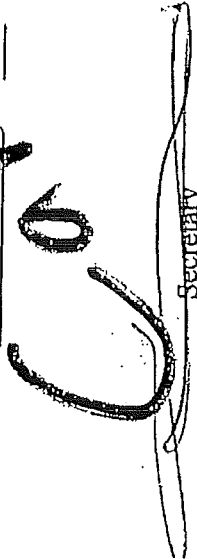
ONE THOUSAND - (1000)

CONSERVE OIL 1ST CORPORATION

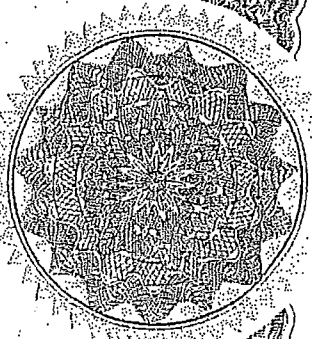
(THE CORPORATION)
INCORPORATED UNDER THE BUSINESS CORPORATIONS ACT OF THE PROVINCE OF ALBERTA

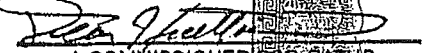
THIS CERTIFIES THAT ~~CONSERVE OIL CORPORATION~~ IS THE REGISTERED
HOLDER OF ONE THOUSAND (1000), CLASS "A" FULLY PAID AND NON-
ASSESSABLE SHARES WITHOUT PAR VALUE, IN THE CAPITAL OF THE
CORPORATION. THE TRANSFER OF SHARES IS RESTRICTED.

IN WITNESS WHEREOF THE SAID CORPORATION HAS CAUSED THIS CERTIFICATE TO
BE SIGNED BY ITS FULLY AUTHORIZED OFFICERS AND CORPORATE SEAL THIS
DAY OF NOV


Secretary


President



THIS IS EXHIBIT 11
referred to in the Affidavit of
Alexander Gromozki
Sworn before me 23rd
day of November A.D. 2015

A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

NUMBER
A-2

SHARES
1,000

CONSERVE OIL 1ST CORPORATION

Incorporated under the *Business Corporations Act* (Alberta)

NON-NEGOTIABLE

THIS CERTIFIES THAT **BIG COULEE RESOURCES LTD.**

Is the registered holder of **ONE THOUSAND (1,000)**

fully paid and non-assessable Common Share(s), without nominal or par value in the capital of the Corporation.

The transfer of shares represented by this Certificate is subject to the restrictions contained in the Articles of the Corporation.

The class or series of shares represented by this Certificate has the rights, privileges, restrictions or conditions attached to it and the Corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of:

- (i) the rights, privileges, restrictions and conditions attached to each class authorized to be issued and to each series in so far as they have been fixed by the directors, and
- (ii) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officers.

DATED: **APRIL 8, 2015**

DIRECTOR OR OFFICER

Section 6I

SHARE CERTIFICATE

A-68

CLASS "A" VOTING
COMMON SHARES

250,000

TREESCO INC.

Incorporated under the Business Corporations Act (Alberta)

CONSERVE OIL GROUP INC.

THIS CERTIFIES that

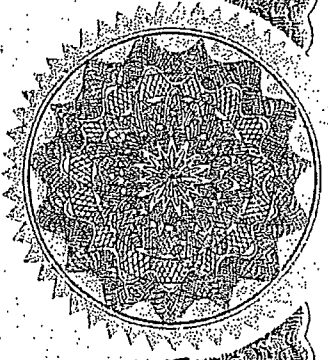
registered owner of 250,000 (Two Hundred Fifty Thousand)

is the
Class "A" Voting Common
Shares

The shares represented by this Certificate have the rights and privileges, and are subject to restrictions on transfer and other conditions, as set out in the Articles of the Corporation. The Corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of the rights, privileges, restrictions and conditions attached to each class of shares authorized to be issued by the Corporation and, as applicable, to each series of shares insofar as the same have been fixed by the directors, and the authority of the directors of the Corporation to fix the rights, privileges, restrictions and conditions of subsequent series.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officer
April 8, 2015.

A. Spelman
Secretary



THIS IS EXHIBIT "I"
referred to in the Affidavit of
Alexander Gronotzki
Sworn before me this 23
day of November, A. 2015
Dean Hutchison
A COMMISSIONER FOR O
in and for the Province of A

Dean A. Hutchison
Barrister & Solicitor

Section 6J

Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/23
Time of Search: 08:15 AM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24260227
Customer Reference Number: 58723-2/DAH

Corporate Access Number: 2011726292
Legal Entity Name: CONSERVE OIL CORPORATION

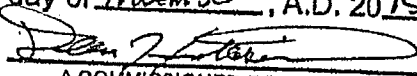
Legal Entity Status: Con Out
Alberta Corporation Type: Named Alberta Corporation
Registration Date: 2005/05/26 YYYY/MM/DD

Registered Office:
Street: 1200, 340 - 12 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Records Address:
Street: 1200, 340 - 12 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Directors:

Last Name: HUMPHREYS
First Name: LORNE
Middle Name: V.
Street/Box Number: 1200, 340 - 12 AVENUE SW
City: CALGARY

THIS IS EXHIBIT " J "
referred to in the Affidavit of
Alexander Granatzi
Sworn before me this 23rd
day of November, A.D. 2015

A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

Province: ALBERTA
 Postal Code: T2R 1L5

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: THE CORPORATION IS AUTHORIZED TO ISSUE SHARES IN ACCORDANCE WITH SCHEDULE A ATTACHED HERETO, WHICH IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Share Transfers Restrictions: NO SHARES OF THIS CORPORATION SHALL BE TRANSFERRED WITHOUT THE APPROVAL OF THE DIRECTORS OF THE CORPORATION, AS EVIDENCED BY A RESOLUTION OF THE DIRECTORS OF THE CORPORATION.

Min Number Of Directors: 1

Max Number Of Directors: 15

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SCHEDULE B ATTACHED HERETO IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Other Information:

Continuance Out

Jurisdiction Name: CANADA
Corporate Access Number in New Jurisdiction: 432628-8
Name in New Jurisdiction: CONSERVE OIL CORPORATION
Continuance Out Date: 2005/10/07 YYYY/MM/DD

Filing History:

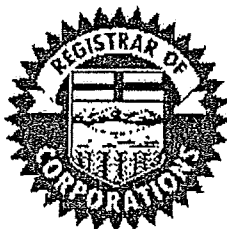
List Date (YYYY/MM/DD)	Type of Filing
2005/05/26	Incorporate Alberta Corporation

2005/09/30	Request Continuance to Another Jurisdiction
2005/10/25	Complete Continuance to Another Jurisdiction

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2005/05/26
Other Rules or Provisions	ELECTRONIC	2005/05/26
Certificate of Continuance	10000704100520975	2005/10/25

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/23
 Time of Search: 08:14 AM
 Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24260218
 Customer Reference Number: 058723-2/DAH

Corporate Access Number: 2113446757

Legal Entity Name: CONSERVE OIL CORPORATION

Legal Entity Status: Cancelled
 Extra-Provincial Type: Federal Corporation
 Cancellation Date: 2015/02/20 YYYY/MM/DD
 Registration Date: 2007/08/21 YYYY/MM/DD
 Date Of Formation in Home Jurisdiction: 2005/10/07 YYYY/MM/DD
 Home Jurisdiction: CANADA
 Home Jurisdiction CAN: 432628-8

Primary Attorney:

Last Name	First Name	Middle Name	Firm Name	Street	City	Province	Postal Code
CROMBIE	DAVID			500, 340 - 12 AVENUE S.W.	CALGARY	ALBERTA	T2R 1L5

Head Office Address:

Street: 500, 340 - 12TH AVENUE S.W.
 City: CALGARY
 Province: ALBERTA
 Postal Code: T2R 1L5

Directors:

Last Name: CROMBIE
First Name: DAVID
Middle Name: W.
Street/Box Number: 500 340 12 AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Voting Shareholders:

Legal Entity Name: 1266448 ALBERTA LTD.
Corporate Access Number: 2012664484
Street: 311, 340 - 12 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5
Percent Of Voting Shares: 14

Last Name: CALBA
First Name: MONIKA
Street: HEUTTENWEG 9
City: BERLIN
Postal Code: 14195
Country: GERMANY
Percent Of Voting Shares: 14

Last Name: CROMBIE
First Name: DAVID
Street: 500, 340 - 12 AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5
Percent Of Voting Shares: 13

Last Name: NAKAMURA
First Name: YOSHIKI
Street: 500, 340 - 12 AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Percent Of Voting Shares: 9

Holding Shares In:

Legal Entity Name
CONSERVE OIL 2ND CORPORATION
CONSERVE OIL 3RD CORPORATION
CONSERVE OIL COGI ENERGY LTD.
CONSERVE OIL 1ST CORPORATION
CONSERVE OIL & GAS NO. II CORPORATION
CONSERVE OIL 5TH CORPORATION
CONSERVE OIL 6TH CORPORATION
CONSERVE OIL 7TH CORPORATION
CONSERVE OIL 8TH CORPORATION
CONSERVE OIL 9TH CORPORATION
PROVEN OIL ASIA LTD.
PROVEN OIL CANADA LTD.

Other Information:

Amalgamation Successor:

Corporate Access Number	Legal Entity Name
2118791892	CONSERVE OIL GROUP INC.

Last Annual Return Filed:

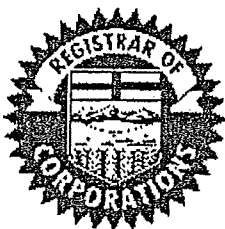
File Year	Date Filed (YYYY/MM/DD)
2014	2014/08/29

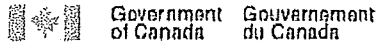
Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2007/08/21	Register Extra-Provincial Profit / Non-Profit Corporation

2009/03/26	Change Director / Shareholder
2011/02/25	Change Attorney
2012/02/26	Change Address
2014/08/29	Enter Annual Returns for Alberta and Extra-Provincial Corp.
2015/02/20	Register Extra-Provincial Amalgamation

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.





Industry Canada

Home > Corporations > Corporations Canada > Search for a Federal Corporation

Corporations Canada

Federal Corporation Information - 4326288

[Glossary of Terms used on this page](#)

[Return to Search Results](#)

[Start New Search](#)

Corporation

Number

4326288

Business Number (BN)

Not Available

Governing Legislation

Canada Business Corporations Act - 2005-10-07

Corporate Name

CONSERVE OIL CORPORATION

Status

Inactive - Amalgamated Into [Conserve Oil Group Inc.](#)
on 2014-11-01

Registered Office Address

340-12TH AVENUE S.W.
SUITE 500
CALGARY AB T2R 1L5
Canada

Active CBCA corporations are required to [update this information](#) within 15 days of any change. A [corporation key](#) is required.

Directors

Minimum

1

Maximum

15

Directors

David W. Crombie
500, 340 - 12th Avenue SW
Calgary AB T2R 1L5
Canada

Active CBCA corporations are required to [update director information](#) (names, addresses, etc.) within 15 days of any change. A [corporation key](#) is required.

Annual Filings

Anniversary Date (MM-DD)
10-07

Date of Last Annual Meeting
2013-09-26

Annual Filing Period (MM-DD)
10-07 to 12-06

Type of Corporation
Non-distributing corporation with 50 or fewer shareholders

Status of Annual Filings
2013 - Filed
2012 - Filed
2011 - Filed

Corporate History

Corporate Name History

2005-10-07 to Present
CONSERVE OIL CORPORATION

Certificates and Filings

Certificate of Continuance
2005-10-07

Previous jurisdiction: Alberta

Certificate of Amendment [±]
2005-12-21

Amendment details: Other

Certificate of Amendment [±]
2007-07-27

Amendment details: Other

* Amendment details are only available for amendments effected after 2010-03-20. Some certificates issued prior to 2000 may not be listed. For more information, [contact Corporations Canada](#).

Section 6K

Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/23
Time of Search: 08:16 AM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24260239
Customer Reference Number: 58723-2/DAH

Corporate Access Number: 2018366498
Legal Entity Name: CONSERVE OIL GROUP INC.

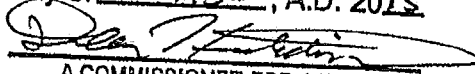
Legal Entity Status: Con Out
Alberta Corporation Type: Named Alberta Corporation
Registration Date: 2014/07/23 YYYY/MM/DD

Registered Office:
Street: 1600, 520 - 3RD AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3

Directors:

Last Name: CROMBIE
First Name: DAVID
Middle Name: W.
Street/Box Number: 500, 340 - 12TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

THIS IS EXHIBIT "K"
referred to in the Affidavit of
Alexander Gramatchi
Sworn before me this 23rd
day of November, A.D. 2015


A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

Details From Current Articles:**The information in this legal entity table supersedes equivalent electronic attachments**

Share Structure: SEE ATTACHED SCHEDULE OF AUTHORIZED SHARE CAPITAL
Share Transfers Restrictions: SEE ATTACHED SCHEDULE OF RESTRICTIONS ON SHARE TRANSFERS
Min Number Of Directors: 1
Max Number Of Directors: 15
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE ATTACHED SCHEDULE OF OTHER PROVISIONS

Other Information:

Continuance Out
Jurisdiction Name: CANADA
Corporate Access Number in New Jurisdiction: 4326288
Name in New Jurisdiction: CONSERVE OIL GROUP INC.
Continuance Out Date: 2014/11/01 YYYY/MM/DD

Filing History:

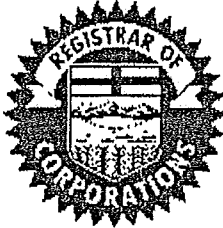
List Date (YYYY/MM/DD)	Type of Filing
2014/07/23	Incorporate Alberta Corporation
2014/11/01	Request Continuance to Another Jurisdiction
2015/02/17	Complete Continuance to Another Jurisdiction

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2014/07/23
Restrictions on Share Transfers	ELECTRONIC	2014/07/23

Other Rules or Provisions	ELECTRONIC	2014/07/23
Certificate of Continuance	10000607115795722	2015/02/17

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/23
 Time of Search: 08:16 AM
 Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24260233
 Customer Reference Number: 58723-2/DAH

Corporate Access Number: 2118791892
 Legal Entity Name: CONSERVE OIL GROUP INC.

Legal Entity Status: Active
 Extra-Provincial Type: Federal Corporation
 Method of Registration: Amalgamation
 Registration Date: 2015/02/20 YYYY/MM/DD
 Date Of Formation in Home Jurisdiction: 2014/11/01 YYYY/MM/DD
 Home Jurisdiction: CANADA
 Home Jurisdiction CAN: 897338-5

Primary Attorney:

Last Name	First Name	Middle Name	Firm Name	Street	City	Province	Postal Code
CROMBIE	DAVID	W.		500, 340 - 12TH AVENUE, S.W.	CALGARY	ALBERTA	T2R 1L5

Head Office Address:

Street: 500, 340 - 12TH AVENUE, S.W.
 City: CALGARY
 Province: ALBERTA
 Postal Code: T2R 1L5

Directors:

Last Name: CROMBIE
First Name: DAVID
Middle Name: W.
Street/Box Number: 500, 340 - 12TH AVENUE, S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Other Information:

Amalgamation Predecessors:

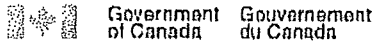
Corporate Access Number	Legal Entity Name
2113446757	CONSERVE OIL CORPORATION

Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2015/02/20	Register Extra-Provincial Amalgamation

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.





Industry Canada

Home > Corporations > Corporations Canada > Search for a Federal Corporation

Corporations Canada

Federal Corporation Information - 8973385

[Glossary of Terms used on this page](#)

[Return to Search Results](#)

[Start New Search](#)

Corporation

Number

8973385

Business Number (BN)

832151674RC0002

Governing Legislation

Canada Business Corporations Act - 2014-11-01

Corporate Name

Conserve Oil Group Inc.

Status

Active

Registered Office Address

500, 340-12TH AVENUE S.W.

CALGARY AB T2R 1L5

Canada

Active CBCA corporations are required to [update this information](#) within 15 days of any change. A [corporation key](#) is required.

Directors

Minimum

1

Maximum

15

Directors

DAVID W. CROMBIE

500, 340-12TH AVENUE S.W.

CALGARY AB T2R 1L5

Canada

Active CBCA corporations are required to [update director information](#) (names, addresses, etc.) within 15 days of any change. A [corporation key](#) is required.

Annual Filings

Anniversary Date (MM-DD)

11-01

Date of Last Annual Meeting
Not Available

Annual Filing Period (MM-DD)
11-01 to 12-31

Type of Corporation
Not Available

Status of Annual Filings
2015 - Due to be filed

Corporate History

Corporate Name History

2014-11-01 to Present
Conserve Oil Group Inc.

Certificates and Filings

Certificate of Amalgamation

2014-11-01

Corporations amalgamated:

- 9070672
- 4326288

Section 6L

Dean A. Hutchison

From: Nutt, Kim <kim.nutt@dlapiper.com>
Sent: Friday, November 06, 2015 4:14 PM
To: dnishimura@fieldlaw.com; Victor Kroeger; Katherine Petersen; Kelly Bourassa; Ryan Zahara; dsf@bdplaw.com; tbatty@bdplaw.com; cqw@colinqwinterlaw.com; Sean Fitzgerald (fitz@milesdavison.com); sburns@milesdavison.com; chunter@bdplaw.com; jozirny@bdplaw.com; fitzpatrick@burstall.com; cmcleod@jmmlawinn.ca; Travis Lysak; narmstrong@fasken.com; John P. Gruber; nordonbonham@gmail.com; heanderson@xplornet.com; rnielsen@emeryjamieson.com; kyle.kashuba@nortonrosefulbright.com; pcherewko@response-energy.com; jgab@robbeverson.com; Ron Hansford
Cc: Davison, Brian; Fellowes, Karen
Subject: Alberta Treasury Branches v. COGI Limited Partnership et al
Attachments: service letter enclosing application and receiver_s report november 6, 2015.PDF; application of the receiver (november 6, 2015).PDF; first report of the receiver (november 6, 2015).PDF
Importance: High

Please see the attached letter with enclosures. Thank you.

Kim Nutt
Legal Administrative Assistant

T 403.294.3591
F +1 403.296.4474
E kim.nutt@dlapiper.com



DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 2nd St SW
Calgary AB T2P 0C1
Canada
www.dlapiper.com

THIS IS EXHIBIT " L "
referred to in the Affidavit of
Alexander Gramatzki
Sworn before me this 23rd
day of November, A.D. 2015

A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

This e-mail and any attachment(s) are confidential and may be privileged. If you are not the intended recipient please notify me immediately by return e-mail, delete this e-mail and do not copy, use or disclose it.

Section 6M

Dean A. Hutchison

From: Dean A. Hutchison
Sent: Tuesday, November 10, 2015 1:28 PM
To: 'Fellowes, Karen'
Cc: Ron Hansford
Subject: Alberta Treasury Branches v. COGI Limited Partnership - Action No. 1501-12220
Attachments: November 10, 2015 Letter to Karen Fellowes.pdf; Corp. Registry Documents RE Bauland Inc..pdf; Corp. Registry Documents RE Conserve Oil 1st Corporation.pdf; Corp. Registry Documents RE Calgary Ventures Inc..pdf

Importance: High

Ms. Fellowes,

Please find attached Mr. Hansford's letter to you of today's date regarding the above referenced matter, with enclosures.

Regards,

Dean Hutchison
Partner
1600, 520 - 3rd Ave. S.W.
Calgary, Alberta T2P 0R3
P: (403) 693-4305
[Bio](#) | [VCard](#) | [Web](#) | dhutchison@mlt.com

MLT Western Canada's Law Firm
Regina | Saskatoon | Calgary | Edmonton | Vancouver

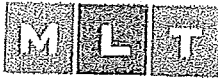
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THIS IS EXHIBIT " M "
referred to in the Affidavit of
Alexander Gramoteki
Sworn before me this 23rd
day of November, A.D. 2015



A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor



Western Canada's Law Firm

MacPherson Lealfo & Tyerman LLP
1600 - 520 2nd Avenue S.W.
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November 10, 2015

DLA Piper (Canada) LLP
1000, 250 - 2nd Street SW
Calgary, AB
T2P 0C1

Ron Hansford
Direct Line: 403 693-4312
Email: RHansford@mlt.com

Assistant: Tanyana Sandroyan
Paralegal
Direct Line: (403) 693-2643
E-mail: TSandroyan@mlt.com

Attention: Karen Fellowes

Dear Madam:

Re: Alberta Treasury Branches v. COGI Limited Partnership et al
Action No. 1501-12220

We have recently been retained by Bauland Inc., Calgary Ventures Inc., Big Coulee Resources Inc. and Drumlin Energy Corp. for the purposes of clarifying certain facts as set out in the First Report of the Receiver filed in support of the Application returnable on November 10, 2015 at 2:30 pm in the above referenced matter (the "Application").

In that regard, we can advise as follows:

1. With respect to statements made at paragraph 16 of the First Report of the Receiver, Alex Gramatzki resigned as a director of Bauland Inc. on July 1, 2015 as evidenced by the attached corporate record search;
2. With respect to the "Preliminary Organizational Chart: Conserve Owned Entities" attached to the First Report of the Receiver, it shows Conserve Oil 1st Corporation as a wholly owned subsidiary of the Conserve Oil Group Inc. A corporate search of Conserve Oil 1st Corporation (copy enclosed) evidences Big Coulee Resources Ltd. as the 100% shareholder of Conserve Oil 1st Corporation;
3. With respect to the "Preliminary Organizational Chart: Non-Conserve Owned Entities" attached to the First Report of the Receiver:
 - a. As set out in paragraph 1 above Alexander Gramatzki resigned from Bauland Inc. as director; and
 - b. Alexander Gramatzki ceased to be a director of Calgary Ventures Inc. as evidenced by the enclosed corporate records search.

On behalf of our clients, in light of the documentation contained herein which seeks to provide the Receiver of Conserve Oil Group Inc. with correct information, we request a short



adjournment of the Application to provide us with an opportunity to further review matters and provide the Receiver with further documentation and information to clarify matters regarding the true state of ownership of purported subsidiaries of Conserve Oil Group Inc.

If you have any questions please do not hesitate to contact the undersigned or Dean Hutchison (403.693.4305) of our office.

Yours truly,

MacPherson Leslie & Tyerman LLP

Per:

Ron Hansford

HRH tsg
(w-ene)

cc: Dean Hutchison (MacPherson Leslie & Tyerman LLP)

Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/10
Time of Search: 12:37 PM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24210344
Customer Reference Number: 055637-1/HRH

Corporate Access Number: 209009828
Legal Entity Name: BAULAND INC.
Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
Method of Registration: Amalgamation
Registration Date: 2000/10/11 YYYY/MM/DD

Registered Office:

Street: 1600, 520 - 3 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3

Records Address:

Street: 1600, 520 - 3 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3

Directors:

Last Name: HANNE
First Name: JUERGEN
Street/Box Number: 311, 340 - 12 AVENUE SW
City: CALGARY

Other Information:**Amalgamation Predecessors:**

Corporate Access Number	Legal Entity Name
200876043	BAULAND INC.
202041919	CASALTA MANAGEMENT LTD.
204831598	GLENAR CONSULTING & CONSTRUCTION LTD.
202709325	KONZEPTA REAL ESTATE LTD.

Last Annual Return Filed:

File Year	Date Filed (YYYY/MM/DD)
2015	2015/11/09

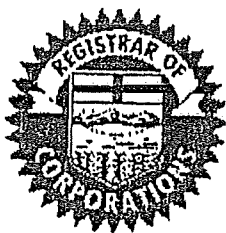
Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2000/10/11	Amalgamate Alberta Corporation
2001/05/17	Name/Structure Change Alberta Corporation
2013/05/31	Change Address
2015/11/05	Change Director / Shareholder
2015/11/09	Enter Annual Returns for Alberta and Extra-Provincial Corp.

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2000/10/11
Restrictions on Share Transfers	ELECTRONIC	2000/10/11
Other Rules or Provisions	ELECTRONIC	2000/10/11
Statutory Declaration	10000699000579102	2000/10/11
Amalgamation Agreement	10000499000579099	2000/10/11
Share Structure	ELECTRONIC	2001/05/17

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Change Director / Shareholder - Proof of Filing

Alberta Amendment Date: 2015/11/05

Service Request Number: 24176134
Corporate Access Number: 209009828
Legal Entity Name: BAULAND INC.
Legal Entity Status: Active
Min Number Of Directors: 1
Max Number Of Directors: 7

This confirms the Directors/Shareholders are amended/updated as of 2015/11/05

Director / Shareholder

Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: RONDEAU
First Name: PAUL
Middle Name: B.H.
Street/Box Number: 1200, 340 - 12 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5
Appointment Date: 2000/10/11
Cessation Date: 2003/10/15
Resident Canadian: Y

Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: DELLAVEDOVA
First Name: ANDRES
Street/Box Number: 4728, 2533 NORTH CARSON STREET
City: CARSON CITY
Province: NEVADA
Postal Code: 89706
Appointment Date: 2001/01/02

Cessation Date: 2011/10/06
Resident Canadian: Y

Status: Inactive
Director / Shareholder Type: Shareholder
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: RONDEAU
First Name: PAUL
Street/Box Number: 1200, 340 - 12 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5
Percent of Voting Shares: 33.3

Status: Active
Director / Shareholder Type: Shareholder
Individual / Legal Entity Type: Other
Last Name / Legal Entity Name: USA INTERNATIONAL CORPORATION
Street/Box Number: 100 SE 2 STREET, #2315-B
City: MIAMI
Province: FLORIDA
Postal Code: 33131
Percent of Voting Shares: 49

Status: Inactive
Director / Shareholder Type: Shareholder
Individual / Legal Entity Type: Legal Entity
Corporate Access Number: 209153410
Last Name / Legal Entity Name: CONTURA CONSULTING LTD.
Street/Box Number: #302, 602 - 11 AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1J8
Percent of Voting Shares: 51

Status: Inactive
Director / Shareholder Type: Shareholder
Individual / Legal Entity Type: Legal Entity
Corporate Access Number: 200897452
Last Name / Legal Entity Name: RONDEAU INC.
Street/Box Number: 1200, 340 - 12 AVENUE SW

City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5
Percent of Voting Shares: 33.3

Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: JEURGEN
Street/Box Number: #302, 602 - 11 AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1J8
Appointment Date: 2003/10/15
Cessation Date: 2007/12/30
Resident Canadian: Y

Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: SEBASTIAN
Street/Box Number: 302, 602 - 11 AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1J8
Appointment Date: 2007/12/30
Cessation Date: 2011/10/06

Status: Active
Director / Shareholder Type: Shareholder
Individual / Legal Entity Type: Legal Entity
Corporate Access Number: 2012894107
Last Name / Legal Entity Name: CALGARY VENTURES INC.
Street/Box Number: 7TH FLOOR, 700 - 4TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3J4
Percent of Voting Shares: 51

Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: GRAMATZKI
First Name: ALEXANDER
Street/Box Number: 302, 602 - 11TH AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1J8
Appointment Date: 2011/10/06
Cessation Date: 2015/07/01
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: JUERGEN
Street/Box Number: 311, 340 - 12 AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5
Appointment Date: 2011/10/06
Resident Canadian: Y

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2000/10/11
Restrictions on Share Transfers	ELECTRONIC	2000/10/11
Other Rules or Provisions	ELECTRONIC	2000/10/11
Statutory Declaration	10000699000579102	2000/10/11
Amalgamation Agreement	10000499000579099	2000/10/11
Share Structure	ELECTRONIC	2001/05/17

Registration Authorized By: JUERGEN HANNE

DIRECTOR

Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/05
Time of Search: 08:33 AM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24187603
Customer Reference Number: 58052.3 ts

Corporate Access Number: 2017918026
Legal Entity Name: CONSERVE OIL 1ST CORPORATION

Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
Method of Registration: Amalgamation
Registration Date: 2013/12/20 YYYY/MM/DD

Registered Office:

Street: 500, 340 - 12TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Records Address:

Street: 500, 340 - 12TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Directors:

Last Name: CROMBIE
First Name: DAVID
Middle Name: W.
Street/Box Number: 500, 340 - 12TH AVENUE SW

City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Voting Shareholders:

Legal Entity Name: BIG COULEE RESOURCES LTD.
Corporate Access Number: 2015311463
Street: 1600 CENTENNIAL PLACE, 520 - 3RD AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2P 0R3
Percent Of Voting Shares: 100

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: SEE ATTACHED SCHEDULE "A"
Share Transfers: NO SHARES OF THIS CORPORATION SHALL BE TRANSFERRED
Restrictions: WITHOUT THE APPROVAL OF THE DIRECTORS OF THE CORPORATION,
AS EVIDENCED BY A RESOLUTION OF THE DIRECTORS OF THE CORPORATION

Min Number Of Directors: 1
Max Number Of Directors: 15
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE ATTACHED SCHEDULE "B"

Holding Shares In:

Legal Entity Name
TREEOSCO INC.

Other Information:

Amalgamation Predecessors:

Corporate Access Number	Legal Entity Name
2014919779	CONSERVE OIL 1ST CORPORATION
2014858951	CONSERVE OIL 2ND CORPORATION
2015532423	CONSERVE OIL 6TH CORPORATION
2015968932	CONSERVE OIL 7TH CORPORATION

Last Annual Return Filed:

File Year	Date Filed (YYYY/MM/DD)
2015	2015/11/02

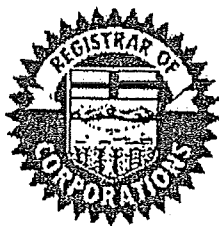
Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2013/12/20	Amalgamate Alberta Corporation
2015/11/02	Enter Annual Returns for Alberta and Extra-Provincial Corp.
2015/11/03	Change Director / Shareholder

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Amalgamation Agreement	10000507104631144	2013/12/20
Statutory Declaration	10000107104631141	2013/12/20
Share Structure	ELECTRONIC	2013/12/20
Other Rules or Provisions	ELECTRONIC	2013/12/20

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2015/11/10
Time of Search: 12:30 PM
Search provided by: MACPHERSON LESLIE & TYERMAN

Service Request Number: 24210286
Customer Reference Number: 055637-1/HRH

Corporate Access Number: 2012237398
Legal Entity Name: CALGARY VENTURES INC.

Legal Entity Status: Amalgamated
Alberta Corporation Type: Named Alberta Corporation
Amalgamation Date: 2006/12/31 YYYY/MM/DD
Registration Date: 2006/02/16 YYYY/MM/DD

Registered Office:

Street: 1200, 340 - 12TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Records Address:

Street: 1200, 340 - 12TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Directors:

Last Name: HANNE
First Name: SEBASTIAN
Middle Name: SASHA
Street/Box Number: 1200, 340 - 12TH AVENUE SW

City: CALGARY
Province: ALBERTA
Postal Code: T2R 1L5

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: CLASS "A": COMMON VOTING SHARES - UNLIMITED; CLASS "B":
 PREFERRED NON-VOTING SHARES - UNLIMITED
**Share Transfers
 Restrictions:** NONE
**Min Number Of
 Directors:** 1
**Max Number Of
 Directors:** 7
**Business Restricted
 To:** NONE
**Business Restricted
 From:** NONE
Other Provisions: NONE

Other Information:

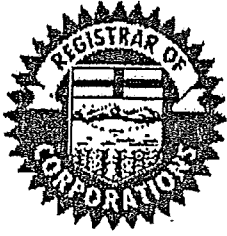
Amalgamation Successor:

Corporate Access Number	Legal Entity Name
2012894107	CALGARY VENTURES INC.

Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2006/02/16	Incorporate Alberta Corporation
2006/12/31	Amalgamate Alberta Corporation

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Certified Copy

Change Director / Shareholder - Proof of Filing

Alberta Amendment Date: 2015/11/04

Service Request Number: 24185774
Corporate Access Number: 2012894107
Legal Entity Name: CALGARY VENTURES INC.
Legal Entity Status: Active
Min Number Of Directors: 1
Max Number Of Directors: 7

This confirms the Directors/Shareholders are amended/updated as of 2015/11/04

Director / Shareholder

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: SEBASTIAN
Street/Box Number: 244, 104 - 1240 KENSINGTON ROAD NW
City: CALGARY
Province: ALBERTA
Postal Code: T2N 3P7
Appointment Date: 2006/12/31
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Shareholder
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: SEBASTIAN
Street/Box Number: 244, 104 - 1240 KENSINGTON ROAD NW
City: CALGARY
Province: ALBERTA
Postal Code: T2N 3P7

11/10/2015

Percent of Voting Shares: 100
Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: ALEXANDER
Street/Box Number: #302, 602 - 11 AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2R 1J8
Appointment Date: 2008/05/30
Cessation Date: 2015/11/03
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HANNE
First Name: JUERGEN
Street/Box Number: 840, 700 - 4TH AVE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P 3J4
Appointment Date: 2015/11/03
Resident Canadian: Y

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Statutory Declaration	10000806101737152	2006/12/31
Share Structure	ELECTRONIC	2006/12/31
Amalgamation Agreement	10000406101737154	2006/12/31
Other Rules or Provisions	ELECTRONIC	2006/12/31

Registration Authorized By: H. RON HANSFORD
 SOLICITOR

11/10/2015

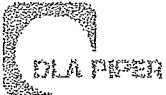
Section 6N

Dean A. Hutchison

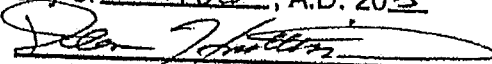
From: Davison, Brian <brian.davison@dlapiper.com>
Sent: Tuesday, November 10, 2015 1:42 PM
To: Dean A. Hutchison
Subject: RE: Alberta Treasury Branches v. COGI Limited Partnership et. al - Action No. 1501-12220

Please show up at 2:30

G. Brian Davison, Q.C.
Partner
T 403.284.3590
F 403.776.8864
E brian.davison@dlapiper.com



DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 2nd St SW
Calgary AB T2P 0C1
Canada
www.dlapiper.com

THIS IS EXHIBIT "N"
referred to in the Affidavit of
Alexander Gramatchi
Sworn before me this 23rd
day of November, A.D. 2015

A COMMISSIONER FOR OATHS
In and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

From: Dean A. Hutchison [mailto:DHutchison@mlt.com]
Sent: November-10-2015 1:40 PM
To: Fellowes, Karen; Davison, Brian
Cc: Trevor Batty (tbatty@bdplaw.com); KELLY.BOURASSA@blakes.com; Douglas Nishimura; Victor Kroeger; Ron Hansford
Subject: RE: Alberta Treasury Branches v. COGI Limited Partnership et. al - Action No. 1501-12220

My apologies. I had the wrong e-mail address for Mr. Nishimura in my prior e-mail.

This e-mail now has Mr. Nishimura's correct e-mail address.

Regards,

Dean Hutchison
Partner
1600, 520 - 3rd Ave. S.W.
Calgary, Alberta T2P 0R3
P: (403) 693-4305
Bio | VCard | Web | dhutchison@mlt.com



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From: Dean A. Hutchison
Sent: Tuesday, November 10, 2015 1:39 PM
To: Fellowes, Karen <karen.fellowes@dlapiper.com> (karen.fellowes@dlapiper.com); 'Davison, Brian'

Cc: Trevor Batty (tbatty@bdplaw.com); KELLY.BOURASSA@blakes.com; Doug Nishimura (dsn@bdplaw.com); 'Victor Kroeger'; Ron Hansford

Subject: Alberta Treasury Branches v. COGI Limited Partnership et. al - Action No. 1501-12220

Importance: High

Good Afternoon,

We have recently been retained by Bauland Inc., Calgary Ventures Inc., Big Coulee Resources Inc. and Drumlin Energy Corp. regarding the above referenced matter, in particular with respect to the Receiver's Application filed November 6, 2015 returnable this afternoon at 2:30 p.m.

On behalf of our clients, we request an adjournment of this afternoon's application to have an opportunity to review documentation and be in a position to provide information and documentation to the Receiver (and the Court if necessary) to clarify matters regarding the true state of ownership of purported subsidiaries of Conserve Oil Group Inc.

Please advise if the Receiver is prepared to agree to an adjournment of this afternoon's application. We understand that Mr. Nishimura, whom we understand is acting for Proven Oil Asia Ltd., has also requested an adjournment of this afternoon's application. We further understand that Mr. Batty's firm, whom we understand is acting for Capital Asia Group Oil Management Pte Ltd., has also indicated that their client requires more time to consider matters.

We look forward to hearing from you shortly.

Regards,

Dean Hutchison

Partner

1600, 520 - 3rd Ave. S.W.

Calgary, Alberta T2P 0R3

P: (403) 693-4305 Bio | [VCard](#) | [Web](#) | dhutchison@mlt.com

MLT Western Canada's Law Firm
Regina | Saskatoon | Calgary | Edmonton | Vancouver

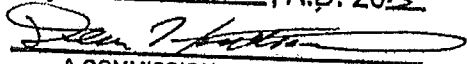
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Section 60



THIS IS EXHIBIT " 0 "
referred to in the Affidavit of
Alexander Grometzkj
Sworn before me this 23rd
day of November, A.D. 2015



A COMMISSIONER FOR OATHS
in and for the Province of Alberta

DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 2nd St SW
Calgary AB T2P 0C1
www.dlapiper.com

G. Brian Davison, Q.C.
brian.davison@dlapiper.com
T 403.294.3590
F 403.776.8864

November 12, 2015

FILE NUMBER: 16155-00002

Dean A. Hutchison
Barrister & Solicitor

DELIVERED BY EMAIL

Conserve Oil 1st Corporation
500, 340 - 12th Avenue SW
Calgary, Alberta
T2R 1L5

MacPherson Leslie & Tyerman LLP
1600, 520 - 3rd Avenue SW
Calgary, Alberta
T2P 0R3

Attention: David Cromble

Attention: Dean Hutchison

Dear Sirs:

Re: **COGI Limited Partnership, Canadian Oil & Gas International Inc. and Conserve Oil Group Inc. (the "Debtors")**

As you know, we act on behalf of MNP LLP, (the "Receiver") in receivership of the Debtors. In accordance with the order of November 10, 2015, of Justice Jeffrey, Conserve Oil 1st Corporation ("Conserve 1st") is directed to provide the information requested by the Receiver in regard to the assets and affairs of Conserve 1st.

We would request that you provide the following documents:

- Minute Book of Conserve 1st;
- All Loan Agreements;
- All security Agreements granted by or against Conserve 1st and copies of the corresponding documents;
- All Documentation of any pending sales;
- Management Agreements entered into or terminated in the past 12 months;
- All Transactions (purchase or sale) in the past 12 months of proceeds in excess of \$50,000;
- Debt forgiveness agreements entered into in the past 12 months;



- Share dispositions or transfers within the past 12 months and corresponding issuances, supporting resolutions, evidence of payment and valuation to support issuance price;
- All documentation of acquisition of Conserve 1st shares by Big Coulee Resources Ltd. from Conserve Oil Group Inc.
- All documents confirming ownership interest of Treosco Inc.;
- Copies of any notices or consents given to shareholders;
- List of consultants, contractors and employees for 2015;
- Location of corporate documents including accounting, legal and closing books of for transactions completed in the past 12 months;
- List of lawyers retained and lawyers involved in transactions for the past 12 months;
- Banking information including location of bank accounts and signing authorities;
- Monthly and year-end financial statements for 2014 and 2015;
- Tax returns for 2014 and 2015;

If Big Coulee has possession or control over Conserve 1st documents, we request Big Coulee answer the questions posed of Conserve 1st. If Big Coulee knows where Conserve 1st documents are located, please advise.

Attached is a copy of our October 29, 2015 letter delivered to MLT's office as registered office of Big Coulee. Dean, please refer to paragraphs 5 to 7 of that letter. We have not had a response from Big Coulee. May we have your reply shortly?

Please immediately forward all documents to 250 2nd Street SW, Suite 1000, Calgary, AB T2P 0C1, Attention: G. Brian Davison.

Yours truly,
DLA Piper (Canada) LLP
Per;

A handwritten signature in black ink, appearing to be "G. Brian Davison".

G. Brian Davison, Q.C.

GBD/cuw
Enclosure



DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 2nd St SW
Calgary AB T2P 0C1
www.dlapiper.com

G. Brian Davison, Q.C.
brian.davison@dlapiper.com
T 403.294.3590
F 403.776.8864

October 29, 2015

FILE NUMBER: 16155-00001

DELIVERED BY REGISTERED MAIL

Big Coulee Resources Ltd.
1600, 520 - 3 Avenue SW
Calgary, AB T2P 0R3

To Whom it May Concern:

Re: Property and Records of Debtors in Action No. 1501-12220

- I. We act on behalf of MNP Ltd. (the "Receiver") in the above action as the receiver for COGI Limited Partnership, Canadian Oil & Gas International Inc., and Conserve Oil Group Inc. (collectively, the "Debtors").
- II. We hereby give you notice of the Receivership Order of Justice A.D. Macleod dated Monday October 26, 2015 (the "Order"), a copy of which is enclosed. We draw your attention to the following paragraphs in the Order:
 3. Pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 ("BIA"), MNP Ltd. is hereby appointed receiver, without security, of all of the Debtors' current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate [sic], including all proceeds thereof (the "Property").
 4. The Receiver is empowered and authorized to do any of the following:
 - (a) to take possession of and exercise control over the Property and any and all proceeds, receipts and disbursements arising out of or from the Property;
 - (b) to receive, preserve and protect the Property, or any part or parts thereof, including, but not limited to, the changing of locks and security codes, the relocating of Property to safeguard it, the engaging of independent security personnel, the taking of physical inventories and the placement of such insurance coverage as may be necessary or desirable;....
 - (r) to exercise any shareholder, partnership, joint venture or other rights which the Debtors may have;....
 - (t) to take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations;



and in each case where the Receiver takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of other Persons (as defined below), including the Debtors, and without any other interference from any other Person.

5. (i) The Debtors, (ii) all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on their instructions or behalf, and (iii) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being "Persons" and each being a "Person") shall forthwith advise the Receiver of the existence of any Property in such Person's possession or control, shall grant immediate and continued access to the Property to the Receiver, and shall deliver all such Property (excluding Property subject to liens the validity of which is dependent on maintaining possession) to the Receiver upon the Receiver's request.
6. All Persons shall forthwith advise the Receiver of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the business or affairs of the Debtors, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the "Records") in that Person's possession or control, and shall provide to the Receiver or permit the Receiver to make, retain and take away copies thereof and grant to the Receiver unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this paragraph 5 or in paragraph 6 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Receiver due to the privilege attaching to solicitor-client communication or documents prepared in contemplation of litigation or due to statutory provisions prohibiting such disclosure.
7. If any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Receiver for the purpose of allowing the Receiver to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Receiver in its discretion deem expedient, and shall not alter, erase or destroy any Records without the prior written consent of the Receiver. Further, for the purposes of this paragraph, all Persons shall provide the Receiver with all such assistance in gaining immediate access to the information in the Records as the Receiver may in its discretion require including providing the Receiver with instructions on the use of any computer or other system and providing the Receiver with any and all access codes, account names and account numbers that may be required to gain access to the information.
11. No Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Debtors, without written consent of the Receiver or leave of this Court. Nothing in this Order shall prohibit any party to an eligible financial contract from closing out and terminating such contract in accordance with its terms.
12. All Persons having oral or written agreements with the Debtors or statutory or regulatory mandates for the supply of goods and/or services, including without limitation, all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to the Debtors are hereby restrained



until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Receiver, and this Court directs that the Receiver shall be entitled to the continued use of the Debtors' current telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all goods or services received after the date of this Order are paid by the Receiver in accordance with normal payment practices of the Debtors or such other practices as may be agreed upon by the supplier or service provider and the Receiver, or as may be ordered by this Court.

- III. The Receiver has reason to believe that you or your organization is in possession of Records or Property. Please immediately forward all Records or Property to the Receiver at 1500, 640 - 5th Avenue SW, Calgary, AB, T2P 3G4, Attention: Katherine Petersen, or take steps to preserve the same in accordance with the Order.
- IV. Alternatively, if you believe that you or your organization (i) is not in possession of any Property or Records, or (ii) do not have to make available certain Property or Records due to an exemption set forth in the Order, please provide us with notice of same and which, if any, exemption is being relied upon.
- V. If you have any questions regarding the above, please do not hesitate to contact me. Updated information on the Receiver's activity can be found at: <http://mnpdebt.ca/en/corporate-insolvency/corporate-engagements/pages/details.aspx?title=cogi-ltd>.

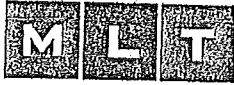
Yours truly,
DLA Piper (Canada) LLP
Per:

A handwritten signature in black ink, appearing to be 'G. Davison'.

G. Brian Davison, Q.C.
GBD:klh

cc: Niall Armstrong, Fasken Martineau

Section 6P



Western Canada's Law Firm

MacPherson Leslie & Tyerman LLP
1600 - 520 3rd Avenue S.W.
Calgary Alberta
Canada T2P 0R3
T: (403) 693-4300
F: (403) 508-4349
www.mlt.com

November 16, 2015

VIA E-MAIL

(brian.davison@dlapiper.com; karen.fellowes@dlapiper.com)

Dean A. Hutchison
Direct Line: 403.693.4305
E-mail: DHutchison@mlt.com

DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 - 2 Street S.W.
Calgary, Alberta
T2P 0C1

THIS IS EXHIBIT " P "
referred to in the Affidavit of
Alexander Granatzi
Sworn before me this 23rd
day of November, A.D. 2015

Attention: G. Brian Davison Q.C. & Karen Fellowes

Dear Sir and Madam:

Dean A. Hutchison
Barrister & Solicitor

A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Re: Alberta Treasury Branches v. COGI Limited Partnership, Canadian Oil & Gas International Inc. and Conserve Oil Group Inc. – Court of Queen's Bench of Alberta Court File Number 1501-12220 (the "Receivership Proceedings")

Further to our telephone conversation with Ms. Fellowes of the morning of November 12, 2015, together with Mr. Davison's subsequent letter of November 12, 2015 (the "November 12 Letter"), we can advise that we have recently been retained by Conserve Oil 1st Corporation ("Conserve 1st") with respect to the Receivership Proceedings.

With respect to the documents requested in your November 12 Letter, it was our understanding from the First Report of the Receiver dated and filed in the Receivership Proceedings November 6, 2015, and from the hearing before the Honourable Mr. Justice Jeffrey in the Receivership Proceedings on November 10, 2015, that your client, MNP Ltd. (the "Receiver") in its capacity as the court appointed receiver and manager of Conserve Oil Group Inc. ("Conserve Oil"), is concerned with the threshold issue of whether Conserve 1st is in fact a subsidiary of Conserve Oil. It is thus our understanding that the Order of Justice Jeffrey granted on November 10, 2015 (the "November 10 Order") requires management of Conserve 1st to provide the Receiver with information in regard to the ownership of Conserve 1st. Accordingly, we enclose copies of the following documents regarding the ownership of shares of Conserve 1st:

1. A copy of the Register of Shareholders of Conserve 1st which evidences that:
 - (a) Conserve Oil was issued 1,000 common shares in the capital of Conserve 1st (the "Conserve 1st Shares") from Treasury on September 23, 2009 (the date of incorporation of Conserve 1st) and Conserve Oil was the holder of share certificate A-1 with respect to the Conserve 1st Shares; and
 - (b) Conserve Oil transferred the Conserve 1st Shares to Big Coulee Resources Ltd. ("Big Coulee") and share certificate A-1 was cancelled and a new share certificate, certificate A-2, was issued in favour of Big Coulee regarding the Conserve 1st Shares on April 8, 2015.



2. A signed copy of the Share Purchase Agreement made June 4, 2014 between Big Coulee, as "Purchaser", and Conserve Oil, as "Vendor" (the "SPA") regarding the purchase by Big Coulee from Conserve Oil of the Conserve 1st Shares. Pursuant to the terms of the SPA, in consideration of \$250,000.00 paid by way of a transfer by Big Coulee to Conserve Oil of 250,000 common shares in the capital stock of Treeosco Inc., Conserve Oil sold, assigned, transferred and set over to Big Coulee all of its entire rights, title, interest and estate in and to the Conserve 1st Shares as of June 4, 2014.
3. A signed copy of the Resolution of the sole director of Conserve 1st dated June 4, 2014 (the "June 2014 Resolution") whereby: (i) the transfer of the Conserve 1st Shares by Conserve Oil, as "Transferor", to Big Coulee, as "Transferee", is approved; (ii) share certificate A-1 held in the name of Conserve Oil is cancelled; and (iii) share certificate A-2 is to be issued in the name of Big Coulee.
4. A signed copy of the Resolution of the sole director of Conserve 1st dated April 8, 2015 whereby the form of share certificate attached thereto regarding the share transfer approved by the June 2014 Resolution, is adopted and approved.
5. A signed copy of the cancelled share certificate number A-1 and a signed copy of share certificate number A-2 dated April 8, 2015.

The enclosed documentation evidences that Conserve Oil's interest as a shareholder of Conserve 1st was transferred to Big Coulee and that as a result of such transfer, Conserve 1st is not a subsidiary, wholly owned or otherwise, of Conserve Oil.

With our delivery of the enclosed documentation to you, this should conclude matters in relation to Conserve 1st with respect to the Receivership Proceedings. Please confirm that the Receiver will no longer be seeking any relief in regards to Conserve 1st with respect to its application filed November 6, 2015 in the Receivership Proceedings which was adjourned to November 27, 2015 as a result of the November 10 Order.

Notwithstanding that the Receiver has now been provided documentation evidencing that Conserve 1st is not a subsidiary of Conserve Oil, we can advise that our office is in possession of the minute book of Conserve 1st. Conserve 1st is prepared to provide a copy of its minute book to the Receiver but has concerns with respect to its confidentiality. Accordingly, Conserve 1st is prepared to provide the Receiver with access to its minute book, or alternatively, provide a copy of its minute book to the Receiver, in trust on the condition that the information and documentation contained therein (other than with respect to the ownership of shares in the capital of Conserve 1st) is kept confidential and not disclosed to any third party except for information and documentation:

1. to which the Receiver has already had access as Receiver of COGI Limited Partnership, Canadian Oil & Gas International Inc., or Conserve Oil;
2. in respect of the release of which Conserve 1st consents;
3. which the Receiver obtains from parties other than Conserve 1st; and
4. which is required to be disclosed pursuant to a subsequent Order of the Court obtained on notice to Conserve 1st.

Conserve 1st will not object to the provision by the Receiver of any documents or information to the Court, provided however that any Report of the Receiver containing such documents or information is



filed confidentially and a sealing order is obtained by the Receiver (unless one of the foregoing exceptions set out above applies). If the Receiver seeks to disclose documentation and information to third parties, the consent of Conserve 1st will be required or an application to the Court of an Order permitting the disclosure of such documentation and/or information by the Receiver shall be brought on notice to Conserve 1st.

Please note that Conserve 1st does not take issue with respect to the Receiver disclosing the information and documentation regarding the ownership of shares of Conserve 1st that is enclosed with this letter.

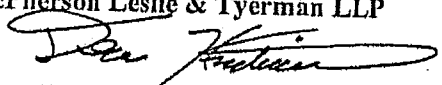
Please advise if the Receiver wishes to review, or receive a copy of, the minute book of Conserve 1st. In the event the Receiver does so wish, please confirm that the foregoing conditions regarding the release and disclosure of information are acceptable to the Receiver.

Finally, with respect to your letter of October 29, 2015 sent to our office as the registered office of Big Coulee (which letter is referenced in your November 12 Letter), we are advised that Big Coulee is not in possession of any further Property or Records of the Debtors (as such terms are defined in the Receivership Order of Justice MacLeod granted October 26, 2015 in the Receivership Proceedings) that it has not already advised the Receiver of or provided copies of to the Receiver.

Yours truly,

MacPherson Leslie & Tyerman LLP

Per:


Dean A. Hutchison

DAH/ica
Enclosures

Cc: Ron Hansford (MacPherson Leslie & Tyerman LLP) - via e-mail
Cc: Clients

SHARE PURCHASE AGREEMENT

THIS AGREEMENT made as of the 4th day of June 2014.

BETWEEN:

BIG COULEE RESOURCES LTD., a body corporate incorporated pursuant to the laws of the Province of Alberta (the "Purchaser")

- and -

CONSERVE OIL CORPORATION, a body corporate incorporated pursuant to the laws of the Province of Alberta (the "Vendor")

WHEREAS the Vendor is the legal and beneficial owner of One Thousand (1,000) common shares (the "Shares") in the capital of Conserve Oil 1st Corporation (the "Corporation"); representing all of the issued and outstanding shares of the Corporation;

AND WHEREAS the Vendor wish to sell the Shares and the Purchaser wish to purchase the Shares;

NOW THEREFORE IN CONSIDERATION of the covenants herein contained, and for other good and valuable consideration (the receipt of which is hereby acknowledged), the parties hereto agree as follows:

1. In consideration of the receipt of the Purchase Price (as defined below), the Vendor hereby sells, assigns, transfers and sets over to the Purchaser as of the Effective Date (as defined below), the entire right, title, interest and estate of the Vendor in and to the Shares and the Purchaser accepts such Shares.
2. The purchase price for the Shares shall be Two Hundred and Fifty Thousand Dollars (\$250,000) (the "Purchase Price") and has been paid by the transfer by the Purchaser to the Vendor of 250,000 common shares (the "Treeosco Shares") in the capital stock of Treeosco Inc.
3. The Vendor does hereby covenant, represent and warrant to the Purchaser that:
 - (a) the Vendor is rightfully and absolutely possessed of and entitled to the Shares, and that the Vendor has good right, title and authority to transfer the Shares unto the Purchaser according to the true intent and meaning of this Agreement;
 - (b) each of the Shares is fully paid and non-assessable;
 - (c) the Shares are free and clear of all liens, charges, mortgages, encumbrances and adverse claims whatsoever;
 - (d) no person, firm or corporation has any agreement, option, right or privilege to purchase or otherwise acquire from the Vendor, any right, title, interest or estate in and to the Shares; and
 - (e) The Purchaser shall and may from time to time and at all times from the Effective Date have possession and enjoy all of the benefits and rights in and to the Shares for its own use and benefit, without any manner of claim or demand whatsoever of, from or by the Vendor or any person or persons claiming by, through or under the Vendor.

4. The representations, warranties and covenants by the Vendor contained in this Agreement shall be true as at the Effective Date. Notwithstanding any investigations or inquiries made by the Purchaser prior to the Effective Date, the representations, warranties and covenants of the Vendor shall survive the Effective Date and shall continue in full force and effect. In the event that any of the said representations and warranties is found to be incorrect or there is a breach of any covenant of the Vendor which results in any loss or damage sustained directly or indirectly by the Purchaser, then the Vendor shall pay the amount of such loss or damage to the Purchaser.
5. The Purchaser does hereby covenant, represent and warrant to the Vendor that:
- (a) the Purchaser is rightfully and absolutely possessed of and entitled to the Treosco Shares, and that the Purchaser has good right, title and authority to transfer the Treosco Shares unto the Vendor according to the true intent and meaning of this Agreement;
 - (b) each of the Treosco Shares is fully paid and non-assessable;
 - (c) the Treosco Shares are free and clear of all liens, charges, mortgages, encumbrances and adverse claims whatsoever;
 - (d) no person, firm or corporation has any agreement, option, right or privilege to purchase or otherwise acquire from the Purchaser, any right, title, interest or estate in and to the Treosco Shares; and
 - (e) The Vendor shall and may from time to time and at all times from the Effective Date have possession and enjoy all of the benefits and rights in and to the Treosco Shares for its own use and benefit, without any manner of claim or demand whatsoever of, from or by the Purchaser or any person or persons claiming by, through or under the Purchaser.
6. The representations, warranties and covenants by the Purchaser contained in this Agreement shall be true as at the Effective Date. Notwithstanding any investigations or inquiries made by the Vendor prior to the Effective Date, the representations, warranties and covenants of the Purchaser shall survive the Effective Date and shall continue in full force and effect. In the event that any of the said representations and warranties is found to be incorrect or there is a breach of any covenant of the Purchaser which results in any loss or damage sustained directly or indirectly by the Vendor, then the Purchaser shall pay the amount of such loss or damage to the Vendor.
7. The "Effective Date" of this Agreement and the transactions contemplated hereby shall be the 4th day of June 2014.
8. This Agreement constitutes the entire agreement among the parties hereto with respect to the transactions contemplated hereby and supersedes all prior negotiations, proposals and agreements, whether oral or written, with respect thereto.
9. This Agreement shall be binding upon and enure to the benefit of the parties hereto and their heirs, legal personal representatives, successors and permitted assigns. This Agreement may not be assigned by any party hereto, by operation of law or otherwise, without the prior written consent of the other party hereto.
10. This Agreement may not be amended, modified or terminated except by an instrument in writing signed by all parties hereto.

RESOLUTION OF THE SOLE DIRECTOR OF CONSERVE OIL 1ST CORPORATION (THE "CORPORATION"), APPROVED, ADOPTED AND CONSENTED TO IN WRITING AS EVIDENCED BY THE SIGNATURE OF THE SOLE DIRECTOR PURSUANT TO THE *BUSINESS CORPORATIONS ACT* (ALBERTA) AND THE BY-LAWS OF THE CORPORATION

TRANSFERS OF SHARES

BE IT RESOLVED THAT:

1. The following transfers of Common shares of the Corporation be approved:

Transferor	Transferee	Number of Common Shares
Conserve Oil Corporation	Big Coulee Resources Ltd.	1000

2. The following share certificate, having been endorsed for transfer and produced for cancellation, be cancelled:

Shareholder	Number of Common Shares	Certificate Number
Conserve Oil Corporation	1000	A-1

3. The following share certificate be issued in substitution therefor:

Shareholder	Number of Common Shares	Certificate Number
Big Coulee Resources Ltd. 1600 Centennial Place 520 - 3 rd Avenue S.W. T2P 0R3	1000	A-2

GENERAL

BE IT RESOLVED THAT:

1. Any one (1) director or officer of the Corporation be authorized for and on behalf of the Corporation to make all such arrangements, to do all acts and things and to sign and execute all documents and instruments in writing, whether under the corporate seal of the Corporation or otherwise, as may be considered necessary or advisable to give full force and effect to the foregoing.

DATED, as of the 4th day of June 2014.



DAVID CROMBIE

RESOLUTION OF THE SOLE DIRECTOR OF CONSERVE OIL 1ST CORPORATION (THE "CORPORATION"), APPROVED, ADOPTED AND CONSENTED TO IN WRITING AS EVIDENCED BY THE SIGNATURE OF THE SOLE DIRECTOR PURSUANT TO THE *BUSINESS CORPORATIONS ACT* (ALBERTA) AND THE BY-LAWS OF THE CORPORATION

ADOPTION OF FORM OF SHARE CERTIFICATE

BE IT RESOLVED THAT:

1. The form of share certificate attached to this resolution and marked Exhibit "A" be approved and adopted as the form of share certificate to be used for the Common shares of the Corporation.

TRANSFERS OF SHARES

BE IT RESOLVED THAT:

2. The following transfers of Common shares of the Corporation be approved:

Transferor	Transferee	Number of Common Shares
Conserve Oil Group Inc.	Big Coulee Resources Ltd.	1000

3. The following share certificate, having been endorsed for transfer and produced for cancellation, be cancelled:

Shareholder	Number of Common Shares	Certificate Number
Conserve Oil Corporation	1000	A-1

4. The following share certificate be issued in substitution therefor:

Shareholder	Number of Common Shares	Certificate Number
Big Coulee Resources Ltd. 1600 Centennial Place 520 - 3 rd Avenue S.W. T2P 0R3	1000	A-2

CHANGE OF REGISTERED OFFICE ADDRESS

BE IT RESOLVED THAT the registered office address for the Corporation be changed to:

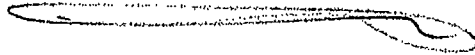
1600 Centennial Place
520 - 3rd Avenue S.W.
Calgary, Alberta
T2P 0R3

GENERAL

BE IT RESOLVED THAT:

5. Any one (1) director or officer of the Corporation be authorized for and on behalf of the Corporation to make all such arrangements, to do all acts and things and to sign and execute all documents and instruments in writing, whether under the corporate seal of the Corporation or otherwise, as may be considered necessary or advisable to give full force and effect to the foregoing.

DATED, as of the 8th day of April 2015.



DAVID CROMBIE

NON-NEGOTIABLE

CONSERVE OIL 1ST CORPORATION

Incorporated under the *Business Corporations Act* (Alberta)

NUMBER
A-

SHARES
NIL

THIS CERTIFIES THAT SPECIMEN

Is the registered holder of NIL

fully paid and non-assessable Common Share(s), without nominal or par value in the capital of the Corporation.

The transfer of shares represented by this Certificate is subject to the restrictions contained in the Articles of the Corporation.

The class or series of shares represented by this Certificate has the rights, privileges, restrictions or conditions attached to it and the Corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of:

- (i) the rights, privileges, restrictions and conditions attached to each class authorized to be issued and to each series in so far as they have been fixed by the directors, and
- (ii) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officers.

DATED:

DIRECTOR OR OFFICER

CLASS "A" SHARES

SHARE CERTIFICATE NUMBER A-1

ONE THOUSAND - (1000)

CONSERVE OIL 1st CORPORATION

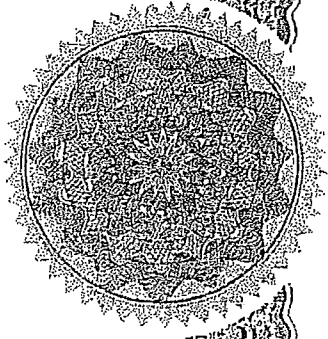
(THE CORPORATION)
INCORPORATED UNDER THE BUSINESS CORPORATIONS ACT OF THE PROVINCE OF ALBERTA

THIS CERTIFIES THAT ~~CONSERVE OIL CORPORATION~~ IS THE REGISTERED
HOLDER OF ONE THOUSAND (1000), CLASS "A" FULLY PAID AND NON-
ASSESSABLE SHARES WITHOUT PAR VALUE, IN THE CAPITAL OF THE
CORPORATION. THE TRANSFER OF SHARES IS RESTRICTED.

IN WITNESS WHEREOF THE SAID CORPORATION HAS CAUSED THIS CERTIFICATE TO
BE SIGNED BY ITS FULLY AUTHORIZED OFFICERS AND CORPORATE SEAL THIS
DAY OF _____, 19____

[Handwritten Signature]
Secretary

[Handwritten Signature]
President



NON-NEGOTIABLE

NUMBER
A-2

SHARES
1,000

CONSERVE OIL 1ST CORPORATION

Incorporated under the *Business Corporations Act* (Alberta)

THIS CERTIFIES THAT **BIG COULEE RESOURCES LTD.**
Is the registered holder of **ONE THOUSAND (1,000)**

fully paid and non-assessable **Common Share(s)**, without nominal or par value in the capital of the Corporation.
The transfer of shares represented by this Certificate is subject to the restrictions contained in the Articles of the Corporation.
The class or series of shares represented by this Certificate has the rights, privileges, restrictions or conditions attached to it and the Corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of:

- (i) the rights, privileges, restrictions and conditions attached to each class authorized to be issued and to each series in so far as they have been fixed by the directors, and
- (ii) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officers.

DATED: APRIL 8, 2015

DIRECTOR OR OFFICER

Section 6Q

Dean A. Hutchison

From: Davison, Brian <brian.davison@dlapiper.com>
Sent: Wednesday, November 18, 2015 12:35 PM
To: Dean A. Hutchison
Cc: Fellowes, Karen; Algar, Ryan; Webster, Catrina
Subject: RE: ATB v. COGI Limited Partnership, et. al - Court File No. 1501-12220 - Conserve Oil 1st Corporation

Dean. Thanks for your letter and attachments. Please describe the share transactions in an affidavit as I wish to cross examine on the matter before the application Nov 27. Please file and serve the affidavit as soon as possible. I can examine morning or afternoon of November 25 . If that is not convenient please give me alternate dates and times

As for examining the minute book, your confidentiality provisions and the manner of dealing with disclosure issues by way of sealing order is acceptable. Ryan Algar of our office is planning to attend your office to look at the Treesco Inc. minute book and could pick up the Conserve 1st minute book at that time. We would copy and return the original minute book to you

Please get back to me

G. Brian Davison, Q.C.
Partner
T 403.294.3590
F 403.776.8864
E brian.davison@dlapiper.com



DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 2nd St SW
Calgary AB T2P 0C1
Canada
www.dlapiper.com

THIS IS EXHIBIT " Q "
referred to in the Affidavit of
Alexander Gramatzki
Sworn before me this 23rd
day of November, A.D. 2015

A COMMISSIONER FOR OATHS
in and for the Province of Alberta

Dean A. Hutchison
Barrister & Solicitor

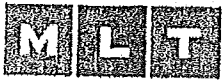
From: Dean A. Hutchison [mailto:DHutchison@mlt.com]
Sent: November-16-2015 5:25 PM
To: Davison, Brian; Fellowes, Karen
Cc: Ron Hansford; Lorraine Chanasyk-Alford
Subject: ATB v. COGI Limited Partnership, et. al - Court File No. 1501-12220 - Conserve Oil 1st Corporation

Good Afternoon,

Please find attached our letter to you of today's date regarding the above referenced matter, together with copies of the enclosures referenced therein.

Regards,

Dean Hutchison
Partner
1600, 520 - 3rd Ave. S.W.
Calgary, Alberta T2P 0R3
P: (403) 693-4305
Bio | VCard | Web | dhutchison@mlt.com



Western Canada's Law Firm
Regina | Saskatoon | Calgary | Edmonton | Vancouver

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Section 6R

Dean A. Hutchison

From: Dean A. Hutchison
Sent: Friday, November 20, 2015 4:58 PM
To: 'Davison, Brian'
Cc: Fellowes, Karen; Algar, Ryan; Webster, Catrina; Ron Hansford
Subject: RE: ATB v. COGI Limited Partnership, et. al - Court File No. 1501-12220 - Conserve Oil 1st Corporation

Brian,

Thank you for your e-mail.

With respect to the minute book of Conserve Oil 1st Corporation, a copy of same was provided to your Associate, Ryan Algar, when he attended our office on the afternoon of Wednesday, November 18 on your advice in the e-mail confirming that the confidentiality terms set out in our letter to you of November 16, 2015 are acceptable.

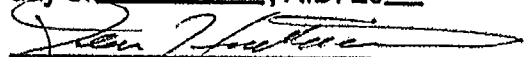
With respect to any Affidavit our client(s) may wish to file on the issue of the ownership of the shares Conserve Oil 1st Corporation, such Affidavit will be filed on or before November 23, 2015. Should counsel for the Receiver wish to question on such Affidavit, both the Affiant and their counsel will be available on the afternoon of Wednesday, November 25 at 3:00 p.m. Please confirm that you still wish to question on the Affidavit upon your receipt of it, and that the 3:00 p.m. Wednesday, November 23rd time suggested works.

We look forward to hearing from you and have a pleasant weekend.

Regards,

Dean Hutchison
Partner
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From: Davison, Brian [mailto:brian.davison@dlapiper.com]
Sent: Wednesday, November 18, 2015 12:35 PM
To: Dean A. Hutchison
Cc: Fellowes, Karen; Algar, Ryan; Webster, Catrina
Subject: RE: ATB v. COGI Limited Partnership, et. al - Court File No. 1501-12220 - Conserve Oil 1st Corporation

Dean. Thanks for your letter and attachments. Please describe the share transactions in an affidavit as I wish to cross examine on the matter before the application Nov 27. Please file and serve the affidavit as soon as possible. I can examine morning or afternoon of November 25. If that is not convenient please give me alternate dates and times

As for examining the minute book, your confidentiality provisions and the manner of dealing with disclosure issues by way of sealing order is acceptable. Ryan Algar of our office is planning to attend your office to look at the Treeosco Inc. minute book and could pick up the Conserve 1st minute book at that time. We would copy and return the original minute book to you

Please get back to me

G. Brian Davison, Q.C.
Partner

T 403.294.3590
F 403.776.8864
E brian.davison@dlapiper.com



DLA Piper (Canada) LLP
Suite 1000, Livingston Place West
250 2nd St SW
Calgary AB T2P 0C1
Canada
www.dlapiper.com

From: Dean A. Hutchison [<mailto:DHutchison@mlt.com>]
Sent: November-16-2015 5:25 PM
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Cc: Ron Hansford; Lorraine Chanasyk-Alford
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Section 6S

Dean A. Hutchison

From: Davison, Brian <brian.davison@dlapiper.com>
Sent: Saturday, November 21, 2015 10:28 AM
To: Dean A. Hutchison
Cc: DNishimura@fieldlaw.com; BOURASSA KELLY; Zahara Ryan
Subject: Re: ATB v. COGI Limited Partnership, et. al - Court File No. 1501-12220 - Conserve Oil 1st Corporation
Attachments: image001.png; image001.png

Thank you Dean. We confirm receipt of a copy of the Conserve 1st minute book. Examinations Wed at 3 pm will work. I have arranged for a court reporter to be at my office then.

As well, I have arranged to examine Mr. Nishimura's client on affidavit Tues afternoon at my office on any affidavit they may file. Please feel free to attend.

I am also inviting the other counsel copied on this email to attend to observe, but not participate, in both examinations.

Sent from my iPad

On Nov 20, 2015, at 4:57 PM, Dean A. Hutchison <DHutchison@mlt.com> wrote:

Brian,

Thank you for your e-mail.

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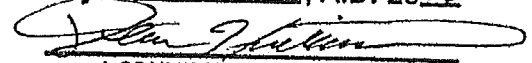
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Sworn before me this 23rd
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Canada
www.dlapiper.com

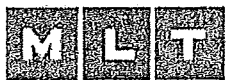
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