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20358118

BUSINESS CORPORATIONS ACT
(SECTION 6)

FORM 1

MAR 16 1987
OFFICE OF THE REGISTRAR
OF CORPORATIONS
PROVINCE OF ALBERTA



CONSUMER AND
CORPORATE AFFAIRS

ARTICLES OF INCORPORATION

FILED

MAR 16 1987

Registrar of Corporations
Province of Alberta

1. NAME OF CORPORATION.

TITAN DIVERSIFIED HOLDINGS LTD.

2. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE.

The attached Schedule A is incorporated into and forms part of this form.

3. RESTRICTIONS IF ANY ON SHARE TRANSFERS.

None

4. NUMBER (OR MINIMUM AND MAXIMUM NUMBER) OF DIRECTORS.

Not less than three (3) directors and not more than seven (7) directors.

5. IF THE CORPORATION IS RESTRICTED FROM CARRYING ON A CERTAIN BUSINESS, SPECIFY THESE RESTRICTIONS.

Not Applicable

6. OTHER PROVISIONS IF ANY.

None

7. DATE: March 13, 1987

INCORPORATORS NAMES:	ADDRESS (INCLUDE POSTAL CODE)	SIGNATURE
DARYL R. REFVIK	3200, 400 - 4th Avenue S.W. Calgary, Alberta T2P 0X9	

FOR DEPARTMENTAL USE ONLY

CORPORATE ACCESS NO.
CCA-06.101
(REV. 1/85)

Grid for Corporate Access No.

INCORPORATION DATE

87/03/16

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SCHEDULE A

The Corporation is authorized to issue:

- (a) One class of shares, to be designated as "Common Shares", in an unlimited number; and
- (b) One class of shares, to be designated as "Preferred Shares", issuable in a series;

such shares having attached thereto the following rights, privileges, restrictions and conditions:

A. Common Shares

The Common Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

- (i) the right to one vote at all meetings of shareholders of the Corporation, except meetings at which only holders of a specified class of shares are entitled to vote;
- (ii) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive any dividend declared by the Corporation; and
- (iii) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive the remaining property and assets of the Corporation upon dissolution.

B. Preferred Shares

The Preferred Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

- (i) the Preferred Shares shall have preferred rights as to dividends as determined by the directors of the Corporation in accordance with subclause (ii) hereof; and
- (ii) the Preferred Shares may from time to time be issued in one or more series, each series to consist of such number of shares as may before the issue thereof be determined by the directors who may by resolution fix from time to time before the issue thereof the designation, preferences, rights, privileges, restrictions and conditions, attaching to the Preferred Shares of each series, including, without limiting the generality of the foregoing, the rate and nature of preferential dividends, the date of payment thereof, the redemption price and conditions of redemption, if any, conversion rights and conditions of conversions, if any, and voting rights, if any.

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