

Certified Copy
CORPORATE ACCESS NUMBER: 208130666

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT**

**TRICAN WELL SERVICE LTD.
AMENDED ITS ARTICLES ON 2006/05/10.**



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Name/Structure Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2006/05/10

Service Request Number: 8658554

Corporate Access Number: 208130666

Legal Entity Name: TRICAN WELL SERVICE LTD.

French Equivalent Name:

Legal Entity Status: Active

Alberta Corporation Type: Named Alberta Corporation

New Legal Entity Name: TRICAN WELL SERVICE LTD.

New French Equivalent Name:

Nuans Number:

Nuans Date:

French Nuans Number:

French Nuans Date:

Share Structure: SEE SCHEDULE "A" ATTACHED HERETO

Share Transfers Restrictions: NONE

Number of Directors:

Min Number Of Directors: 3

Max Number Of Directors: 10

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SEE SCHEDULE "B" ATTACHED HERETO

BCA Section/Subsection:

Professional Endorsement Provided:

Future Dating Required:

Annual Return

File Year	Date Filed
2006	2006/02/16
2005	2005/02/28
2004	2004/02/02

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Statutory Declaration	10000498000272491	1999/01/01
Share Structure	ELECTRONIC	1999/01/01
Other Rules or Provisions	ELECTRONIC	1999/01/01
Consolidation, Split, Exchange	ELECTRONIC	2005/05/12
Consolidation, Split, Exchange	ELECTRONIC	2006/05/10

Registration Authorized By: GARY R. BUGEAUD
SOLICITOR

CONSOLIDATION, SPLIT, EXCHANGE

The Articles of the corporation are amended in accordance with Section 173(1)(f) of the Business Corporations Act:

(a) to subdivide the issued and outstanding Common Shares of the Corporation by issuing an additional Common Share for each one Common Share issued and outstanding;

(b) no fractional Common Shares shall be issued on the aforesaid subdivision and in the case that the subdivision results in a shareholder otherwise becoming entitled to a fraction of a Common Share, an adjustment shall be made to round up to the next number of full Common Shares; and

(c) the record date of the subdivision for the purpose of entitlement of additional Common Shares shall be the close of business on May 25, 2006 or such other date as is established prior thereto by the Board of Directors and publicly announced by the Corporation.

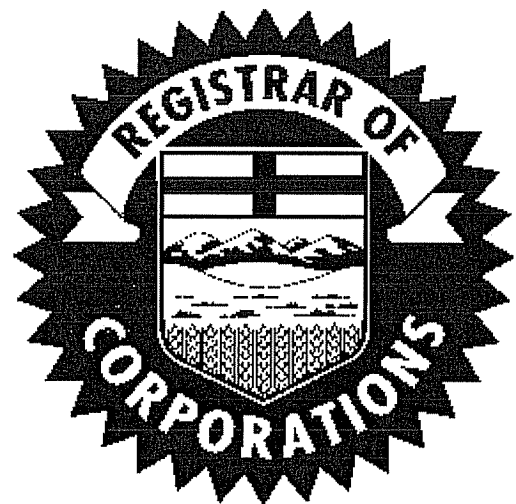
Certified Copy
CORPORATE ACCESS NUMBER: 208130666

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMENDMENT**

**TRICAN WELL SERVICE LTD.
AMENDED ITS ARTICLES ON 2005/05/12.**



Certified Copy

Name/Structure Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2005/05/12

Service Request Number: 7303054

Corporate Access Number: 208130666

Legal Entity Name: TRICAN WELL SERVICE LTD.

French Equivalent Name:

Legal Entity Status: Active

Alberta Corporation Type: Named Alberta Corporation

New Legal Entity Name: TRICAN WELL SERVICE LTD.

New French Equivalent Name:

Nuans Number:

Nuans Date:

French Nuans Number:

French Nuans Date:

Share Structure: SEE SCHEDULE "A" ATTACHED HERETO

Share Transfers Restrictions: NONE

Number of Directors:

Min Number Of Directors: 3

Max Number Of Directors: 10

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SEE SCHEDULE "B" ATTACHED HERETO

BCA Section/Subsection: 173(1)(F)

Professional Endorsement Provided:

Future Dating Required:

Annual Return

File Year	Date Filed
2005	2005/02/28
2004	2004/02/02
2003	2003/08/20

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Statutory Declaration	10000498000272491	1999/01/01
Share Structure	ELECTRONIC	1999/01/01
Other Rules or Provisions	ELECTRONIC	1999/01/01
Consolidation, Split, Exchange	ELECTRONIC	2005/05/12

Registration Authorized By: GARY R. BUGEAUD
SOLICITOR

CONSOLIDATION, SPLIT, EXCHANGE

The Articles of the corporation are amended in accordance with Section 173(1)(f) of the Business Corporations Act:

(a) to subdivide the issued and outstanding Common Shares of the Corporation by issuing an additional two Common Shares for each one Common Share issued and outstanding;

(b) no fractional Common Shares shall be issued on the aforesaid subdivision and in the case that the subdivision results in a shareholder otherwise becoming entitled to a fraction of a Common Share, an adjustment shall be made to round up to the next number of full Common Shares; and

(c) the record date of the subdivision for the purpose of entitlement of additional Common Shares shall be the close of business on May 26, 2005 or such other date as is established prior thereto by the Board of Directors and publicly announced by the Corporation.

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CORPORATE ACCESS NUMBER: 208130666

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

TRICAN WELL SERVICE LTD.
IS THE RESULT OF AN AMALGAMATION FILED ON 1999/01/01.



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Articles of Amalgamation For TRICAN WELL SERVICE LTD.

Share Structure: SEE SCHEDULE "A" ATTACHED HERETO
Share Transfers Restrictions: NONE
Number of Directors:
Min Number of Directors: 3
Max Number of Directors: 10
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE SCHEDULE "B" ATTACHED HERETO

Registration Authorized By: GARY R. BUGEAUD
SOLICITOR

SCHEDULE "A"

The Corporation shall be authorized to issue an unlimited number of Common Shares and an unlimited number of Preferred Shares.

Common Shares

The rights, privileges, restrictions and conditions attaching to the Common Shares shall be as follows:

(a) The holders of Common Shares shall be entitled to receive notice of and to attend and vote at all meetings of shareholders of the Corporation except meetings of the holders of another class of shares. Each Common Share shall entitle the holder thereof to one vote.

(b) Subject to the preferences accorded to the holders of the Preferred Shares, the holders of Common Shares shall be entitled to receive such dividends as may be declared thereon by the Board of Directors of the Corporation from time to time.

(c) In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Shares shall be entitled to receive pro rata all of the assets remaining for distribution after the payment to the holders of the Preferred Shares, in accordance with the preference or liquidation, dissolution or winding-up accorded to the holders of the Preferred Shares.

Preferred Shares

The Preferred Shares shall, as a class, have the following rights, privileges, restrictions and conditions:

(a) The Board of Directors of the Corporation may at any time and from time to time issue the Preferred Shares in one or more series, each series to consist of such number of shares as may, before the issuance thereof, be determined by the Board of Directors.

(b) The Board of Directors of the Corporation may (subject to as hereinafter provided) from time to time fix, before issuance, the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred Shares including, without limiting the generality of the foregoing, the amount, if any, specified as being payable preferentially to such series on a distribution of capital of the Corporation; the extent, if any, of further participation in a distribution of capital; voting rights, if any; and dividend rights (including whether such dividends be preferential, or cumulative or non-cumulative), if any.

(c) In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of each series of Preferred Shares shall be entitled, in priority to the holders of Common Shares and any other shares of the Corporation ranking junior to the Preferred Shares on a distribution of capital, to be paid rateably with the holders of each other series of Preferred Shares the amount, if any, specified as being payable

preferentially to the holders of such series on a distribution of capital of the Corporation.

(d) The holders of each series of Preferred Shares shall be entitled, in priority to the holders of Common Shares and any other shares of the Corporation ranking junior to the Preferred Shares with respect to the payment of cumulative dividends, to be paid rateably with the holders of each other series of Preferred Shares, the amount of cumulative dividends, if any, specified as being payable preferentially to the holders of such series.

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SCHEDULE "B"

The Directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting, but the number of additional directors shall not at any time exceed 1/3 of the number of directors who held office at the expiration of the last annual meeting of the Corporation.

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