

NOTICE TO INDUSTRY OF CORPORATE AMALGAMATIONS

Please be advised of the following transaction:

This is to confirm the completion of the previously announced merger of Pace Oil & Gas Ltd. ("Pace"), AvenEx Energy Corp. ("AvenEx") and Charger Energy Corp. ("Charger") by way of Plan of Arrangement effective March 28, 2013 ("Effective Date") with the resulting entity carrying on business as Spyglass Resources Corp. Attached is a copy of the Certificate of Amalgamation of the above three Companies into Spyglass.

All notices, correspondence, documentation, invoices or payments related to **Pace, AvenEx and Charger** should now be directed to **Spyglass** at the following address:


Spyglass Resources Corp.
1700, 250 – 2nd Street, SW
Calgary, Alberta
T2P 0C1
Phone: 403-303-8500
Fax: 403-264-0085

Please circulate this notice to all affected departments within your organization and amend your records accordingly. No further documentation is required.

Full documentation can be found at our website [www.spyglassresources.com/investors/public filings](http://www.spyglassresources.com/investors/public_filings)

Should you have any questions or concerns please contact our office.

SPYGLASS RESOURCES CORP.



Mark Walker
VP Finance and CFO

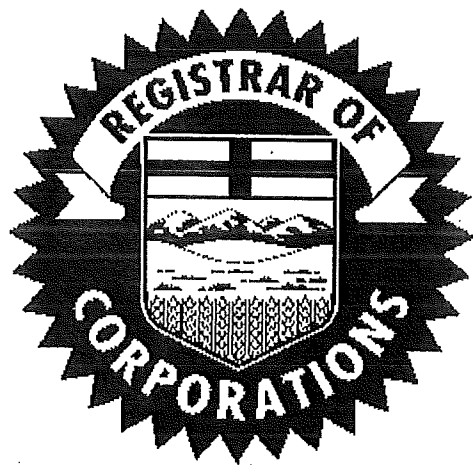
CORPORATE ACCESS NUMBER: 2017389566

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**SPYGLASS RESOURCES CORP.
IS THE RESULT OF AN AMALGAMATION FILED ON 2013/03/28.**



**Articles of Amalgamation
For
SPYGLASS RESOURCES CORP.**

Share Structure: SEE SCHEDULE "A" ATTACHED HERETO
Share Transfers Restrictions: NONE
Number of Directors:
Min Number of Directors: 3
Max Number of Directors: 11
Business Restricted To: NONE
Business Restricted From: NONE
Other Provisions: SEE SCHEDULE "B" ATTACHED HERETO

**Registration Authorized By: LINDSAY P. COX
SOLICITOR**

ARTICLES OF AMALGAMATION

Business Corporations Act
(Alberta)
Section 185

1. Name of Amalgamated Corporation: Spyglass Resources Corp.

2. The classes of shares, and any maximum number of shares that the Corporation is authorized to issue:
See Schedule "A" attached hereto


3. Restriction on share transfers, if any:
None

4. Number, or minimum and maximum number of directors:
Minimum of three (3); Maximum of eleven (11)


5. If the corporation is restricted FROM carrying on a certain business or restricted TO carrying on a certain business, specify the restriction(s):
None

6. Other Provisions, if any:
See Schedule "B" attached hereto

7. Name of Amalgamating Corporations:	Corporate Access Number:
Charger Energy Corp.	2016634038
AvenEx Energy Corp.	2015782127
Pace Oil & Gas Ltd.	2015450378

Thomas Buchanan	
Name of Person Authorizing (please print)	Signature
Chief Executive Officer	
Title (please print)	Date

This information is being collected for purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Co-ordinator for Alberta Registries, Research and Program Support, 3rd Floor, Commerce Place, 10155 - 102 Street, Edmonton, Alberta T5J 4L4, (780) 422-7330.

BURNET, DUCKWORTH & PALMER LLP
MAR 28 2013
FILED 

Change Director / Shareholder - Proof of Filing

Alberta Amendment Date: 2013/04/01

Service Request Number: 19474165
Corporate Access Number: 2017389566
Legal Entity Name: SPYGLASS RESOURCES CORP.
Legal Entity Status: Active
Min Number Of Directors: 3
Max Number Of Directors: 11

This confirms the Directors/Shareholders are amended/updated as of 2013/04/01

Director / Shareholder

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: FINDLAY
First Name: RANDALL
Middle Name: J.
Street/Box Number: 24 GRANITE RIDGE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3Z 3B3
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: BALDERSTON
First Name: DENNIS
Street/Box Number: 235 HERITAGE PLACE SW
City: CALGARY
Province: ALBERTA
Postal Code: T3Z 3P3
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: BUCHANAN
First Name: THOMAS
Middle Name: W.
Street/Box Number: 67 LYNX MEADOWS DR. N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3L 2L9
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: DUNDAS
First Name: GARY
Middle Name: H.
Street/Box Number: 126 VALLEY GLEN HEIGHTS N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3B 5S8
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: SHAIKH
First Name: MICHAEL
Street/Box Number: 1111 COLBURNE CR. S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2T 0R1
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: SMITH

First Name: JEFFREY
Middle Name: T.
Street/Box Number: 931 EDMONTON DRIVE N.W.
City: CALGARY
Province: ALBERTA
Postal Code: T3A 2J1
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Inactive
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: WOODS
First Name: FREDERICK
Middle Name: N.
Street/Box Number: 1007 HILLCREST AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2T 0Z3
Appointment Date: 2013/03/28
Cessation Date: 2013/03/28
Resident Canadian: Y
Stat Dec Director Notice Error: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: WRIGHT
First Name: JOHN
Middle Name: D.
Street/Box Number: 1012 FRONTENAC AVENUE S.W.
City: CALGARY
Province: ALBERTA
Postal Code: T2T 1B3
Appointment Date: 2013/03/28
Resident Canadian: Y

Status: Active
Director / Shareholder Type: Director
Individual / Legal Entity Type: Individual
Last Name / Legal Entity Name: HARRISON
First Name: PETER

Street/Box Number: 1165 PLACE SANTERRE
City: BROSSARD
Province: QUEBEC
Postal Code: J4X 1X3
Appointment Date: 2013/03/28
Resident Canadian: Y
Stat Dec Director Notice Error: Y

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Share Structure	ELECTRONIC	2013/03/28
Other Rules or Provisions	ELECTRONIC	2013/03/28
Articles/Plan of Arrangement/Court Order	10000907111139402	2013/03/28
Articles/Plan of Arrangement/Court Order	10000707111139403	2013/03/28
Statutory Declaration Notice Error	10000007104664877	2013/04/01

Registration Authorized By: LINDSAY P. COX
SOLICITOR

CERTIFICATE OF STATUS

Form 32

I CERTIFY THAT ACCORDING TO THE OFFICIAL RECORDS OF THE CORPORATE
REGISTRY

SPYGLASS RESOURCES CORP.
FORMED BY AMALGAMATION IN ALBERTA ON 2013/03/28
IS AS OF THIS DATE A VALID AND SUBSISTING CORPORATION.

GIVEN UNDER MY SEAL OF OFFICE IN THE PROVINCE OF ALBERTA.

DATED: 2013/03/28

