



**Restated Certificate of
Incorporation**
Canada Business Corporations Act

**Certificat de constitution à
jour**
Loi canadienne sur les sociétés par actions

Pulse Seismic Inc.

Corporate name / Dénomination sociale

450664-2

Corporation number / Numéro de société

I HEREBY CERTIFY that the articles of incorporation of the above-named corporation were restated under section 180 of the *Canada Business Corporations Act* as set out in the attached restated articles of incorporation.

JE CERTIFIE que les statuts constitutifs de la société susmentionnée ont été mis à jour en vertu de l'article 180 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les statuts mis à jour ci-joints.

Marcie Girouard

Director / Directeur

2012-05-18

Date of Restatement (YYYY-MM-DD)
Date de constitution à jour (AAAA-MM-JJ)



1 -- Name of the Corporation - Dénomination sociale de la société	Corporation No. - N° de la société
PULSE SEISMIC INC.	4506642
2 -- The province or territory in Canada where the registered office is situated	La province ou le territoire au Canada où est situé le siège social
Alberta	
3 -- The classes and any maximum number of shares that the corporation is authorized to issue	Catégories et tout nombre maximal d'actions que la société est autorisée à émettre
See Share Structure Schedule attached hereto.	
4 -- Restrictions, if any, on share transfers	Restrictions sur le transfert des actions, s'il y a lieu
None.	
5 -- Number (or minimum and maximum number) of directors	Nombre (ou nombre minimal et maximal) d'administrateurs
Minimum 1; Maximum 10	
6 -- Restrictions, if any, on business the corporation may carry on	Limites imposées à l'activité commerciale de la société, s'il y a lieu
None.	
7 -- Other provisions, if any	Autres dispositions, s'il y a lieu
See Other Provisions Schedule attached hereto.	

These restated articles of incorporation correctly set out, without substantive change, the corresponding provisions of the articles of incorporation as amended and supersede the original articles of incorporation.

Cette mise à jour des statuts constitutifs démontre exactement, sans changement substantiel, les dispositions correspondantes des statuts constitutifs modifiés qui remplacent les statuts constitutifs originaux.

Signature 	Printed Name - Nom en lettres mouées Douglas Curtis	4 - Capacity of - En qualité de President & CEO	5 - Tel. No. - N° de tél 403-237-5559
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**SHARE STRUCTURE SCHEDULE
REFERRED TO IN THE FOREGOING
RESTATED ARTICLES**

1. An unlimited number of Common Shares without nominal or par value ("Common Shares") with the following rights, privileges, restrictions and conditions:
 - (a) to vote at meetings of shareholders of the Corporation, except meetings at which only holders of a specified class of shares are entitled to vote;
 - (b) subject to any prior rights of the holders of Preferred Shares of the Corporation, to receive any dividends declared by the Directors of the Corporation on the Common Shares; and
 - (c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to share equally in the remaining property of the Corporation upon liquidation, dissolution or winding-up of the Corporation.

2. An unlimited number of Preferred Shares without nominal or par value ("Preferred Shares") which, as a class, have attached thereto the following:
 - (a) the Preferred Shares may from time to time be issued in one or more series and subject to the following provisions, and subject to the sending of articles of amendment in prescribed form, and the issuance of a certificate of amendment in respect thereof, the directors may fix, from time to time before such issue, the number of shares which is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of Preferred Shares including, without limiting the generality of the foregoing, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the redemption, purchase and/ or conversion prices and terms and conditions of redemption, purchase and/or conversion, and any sinking fund and other provisions;
 - (b) the Preferred Shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs, rank on a parity with the Preferred Shares of every other series and be entitled to preference over the Common Shares and over any other shares of the Corporation ranking junior to the Preferred Shares. The Preferred Shares of any series may also be given such other preferences, not inconsistent with these articles, over the Common Shares and any other shares of the Corporation ranking junior to such Preferred Shares as may be fixed in accordance with clause (2)(a);
 - (c) if any cumulative dividends or amounts payable on the return of capital in respect of a series of Preferred Shares are not paid in full, all series of Preferred Shares shall participate ratably in respect of accumulated dividends and return of capital; and

- (d) unless the directors otherwise determine in the articles of amendment designating a series, the holder of each share of a series of Preferred Shares shall not, except as otherwise specifically provided in the *Canada Business Corporations Act*, be entitled to receive notice of or vote at any meeting of shareholders.

**OTHER PROVISIONS SCHEDULE
REFERRED TO IN THE FOREGOING
RESTATED ARTICLES**

OTHER PROVISIONS

The directors may, between annual meetings of shareholders, appoint one or more additional directors of the Corporation to serve until the next annual meeting of shareholders, but the number of additional directors so appointed shall not at any time exceed one-third of the number of directors elected at the previous annual meeting of shareholders.