THIS IS EXHIBIT "3"
referred to in the Affidavit of
Tim S. Granger
Sworn before me this 25__
day of September, 2013

CHRIS SIMARD
Barrister and Solicitor
Alberta

BUSINESS CORPORATIONS ACT

CERTIFICATE OF AMALGAMATION

CANADIAN FOREST OIL LTD.
IS THE RESULT OF AN AMALGAMATION FILED ON 2011/05/27.
BUSINESS CORPORATIONS ACT

Alberta

Articles of Amalgamation

1. Name of Amalgamated Corporation
   CANADIAN FOREST OIL LTD.

2. The classes of shares, and any maximum number of shares that the corporation is authorized to issue:
   The attached Schedule of Share Capital is incorporated into and forms part of this form.

3. Restrictions on share transfers (if any):
   The attached Schedule of Restrictions on Share Transfers is incorporated into and forms part of this form.

4. Number, or minimum and maximum number of directors:
   Not less than One (1) director and not more than Seven (7) directors.

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):
   None.

7. Name of Amalgamating Corporations
   Corporate Access Number
   Canadian Forest Oil Ltd. 2016092575
   1602409 Alberta ULC 2016024099

DATE
May 27, 2011

SIGNATURE

TITLE
Solicitor

REGISTERED ON
THE ALBERTA REGISTRIES CORES SYSTEM
MAY 27, 2011
SCHEDULE OF SHARE CAPITAL

The Corporation is authorized to issue:

(a) one class of shares, to be designated as "Class A Common Shares", in an unlimited number; and
(b) one class of shares, to be designated as "Class B Common Shares", in an unlimited number;

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

A. CLASS A COMMON SHARES

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

(a) the holders of the Class A Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote for each Class A Common Share held;

(b) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive dividends at such times and in such amounts as the directors of the Corporation may in their discretion from time to time declare; and

(c) 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. CLASS B COMMON SHARES

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

(a) except as expressly provided in the Business Corporations Act (Alberta), the holders of the Class B Common Shares shall not be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation and shall not be entitled to vote at such meeting;

(b) subject to the prior rights and privileges attaching to any other class of shares of the Corporation, the right to receive dividends at such times and in such amounts as the directors of the Corporation may in their discretion from time to time declare; and

(c) 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.
C. DISCRETIONARY DIVIDENDS, RETURNS OF CAPITAL AND OTHER DISTRIBUTIONS

The holders of the Class A Common Shares and the Class B Common Shares need not rank equally nor be treated equally in the declaration or payment of dividends, returns of capital or other distributions to shareholders, and the directors shall have full and absolute discretion to declare and pay dividends, return capital or make such other distributions to the holders of one or more classes of shares to the exclusion of the other classes of shares and in different amounts to the holders of different classes of shares; provided that all payments of dividends, returns of capital or such other distributions on any particular class of shares shall be paid in proportion to the number of shares of such class that are held by each shareholder.
SCHEDULE OF RESTRICTIONS ON SHARE TRANSFERS

The right to transfer shares of the Corporation is restricted in that no shareholder shall be entitled to transfer any share or shares in the capital of the Corporation to any person who is not a shareholder of the Corporation unless the transfer has been approved by the board of directors of the Corporation.
Articles of Amalgamation
For
CANADIAN FOREST OIL LTD.

Share Structure: THE ATTACHED SCHEDULE OF SHARE CAPITAL IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Share Transfers Restrictions: THE ATTACHED SCHEDULE OF RESTRICTIONS ON SHARE TRANSFERS IS INCORPORATED INTO AND FORMS PART OF THIS FORM.

Number of Directors: NONE.

Min Number of Directors: 1

Max Number of Directors: 7

Business Restricted To: NONE.

Business Restricted From: NONE.

Other Provisions: NONE.

Registration Authorized By: COLIN R. PERRY
SOLICITOR
Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2011/05/27

Corporate Access Number: 2016095404

Service Request Number: 16402944
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: CANADIAN FOREST OIL LTD.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS
Street: 4500, 855 - 2ND STREET S.W.
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K7

RECORDS ADDRESS
Street:
Legal Description:
City:
Province:
Postal Code:

ADDRESS FOR SERVICE BY MAIL
Post Office Box:
City:
Province:
Postal Code:
Internet Mall ID:

Share Structure: THE ATTACHED SCHEDULE OF SHARE CAPITAL IS
Share Transfers Restrictions: 

Number of Directors: 
Min Number Of Directors: 1 
Max Number Of Directors: 7 
Business Restricted To: NONE. 
Business Restricted From: NONE. 
Other Provisions: NONE. 

Professional Endorsement Provided: 
Future Dating Required: 
Registration Date: 2011/05/27 

Director 
Last Name: ANDERSON 
First Name: DAVID 
Middle Name: M. 
Street/Box Number: 2500, 645 - 7TH AVENUE S.W. 
City: CALGARY 
Province: ALBERTA 
Postal Code: T2P 4G8 
Country: 
Resident Canadian: Y 
Named On Stat Dec: Y 

Amalgamating Corporation 

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<th>Legal Entity Name</th>
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<td>2016024099</td>
<td>1602409 ALBERTA ULC</td>
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<td>Amalgamation Agreement</td>
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**Registration Authorized By:** COLIN R. PERRY
SOLICITOR
CORPORATE ACCESS NUMBER: 2016095404

Alberta

BUSINESS CORPORATIONS ACT

CERTIFICATE

OF

AMENDMENT

CANADIAN FOREST OIL LTD.
CHANGED ITS NAME TO LONE PINE RESOURCES CANADA LTD. ON
2011/06/30.
Alberta

ARTICLES OF AMENDMENT

1. Name of Corporation

CANADIAN FOREST OIL LTD.

2. Corporate Access Number

2016095404

3. Pursuant to subsection 173(1)(a) of the Business Corporations Act (Alberta), the Articles of the Corporation be amended by changing the name of the Corporation from Canadian Forest Oil Ltd. to LONE PINE RESOURCES CANADA LTD.

4. Date

June 30, 2011

Signature

Solicitor

Registered on
THE ALBERTA REGISTRIES
CORES SYSTEM

JUN 30 2011
Name Change Alberta Corporation - Registration Statement

Alberta Amendment Date: 2011/06/30

Service Request Number: 16548925
Corporate Access Number: 2016095404
Legal Entity Name: CANADIAN FOREST OIL LTD.
French Equivalent Name: 
Legal Entity Status: Active

Alberta Corporation Type: Named Alberta Corporation
New Legal Entity Name: LONE PINE RESOURCES CANADA LTD.
New French Equivalent Name: 
Nuans Number: 103039804
Nuans Date: 2011/06/27
French Nuans Number: 
French Nuans Date:

Professional Endorsement Provided: 
Future Dating Required:

Annual Return
No Records returned

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