

**Government
of Alberta ■**

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
CONTINUANCE**

CRYOPEAK LNG SOLUTIONS CORPORATION
CONTINUED FROM BRITISH COLUMBIA TO ALBERTA ON 2024/01/31.



**Articles of Continuance
For
CRYOPEAK LNG SOLUTIONS CORPORATION**

Share Structure:	SCHEDULE "A" ATTACHED
Share Transfers Restrictions:	NO SHARES OF THE CORPORATION SHALL BE TRANSFERRED WITHOUT THE APPROVAL OF THE BOARD OF DIRECTORS.
Number of Directors:	
Min Number of Directors:	1
Max Number of Directors:	3
Business Restricted To:	NONE
Business Restricted From:	NONE
Other Provisions:	SCHEDULE "B" ATTACHED

**Registration Authorized By: ROY HUDSON
SOLICITOR**

SCHEDULE "A"

THE CLASSES OF SHARES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE ARE:

1. An unlimited number of Common shares, the holders of which are entitled:
 - (a) to receive notice of and to attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote;
 - (b) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled to declare dividends on the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Common shares of the Corporation;
 - (c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation; and
 - (d) to the rights, privileges and restrictions normally attached to common shares;
2. An unlimited number of Preferred shares, which as a class, have attached thereto the following rights, privileges, restrictions and conditions:
 - (a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred 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, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or 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 amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the voting and non-voting Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. 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 such Preferred shares as may be fixed in accordance with clause (2)(a); and
 - (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 rateably in respect of accumulated dividends and return of capital.

SCHEDULE "B"

OTHER RULES AND PROVISIONS (IF ANY)

(a) The Directors may, between Annual General Meetings, appoint 1 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.

(b) Meetings of shareholders of the Corporation shall be held anywhere that the directors determine.



Articles of Continuance

Business Corporations Act
Section 188

This information is collected in accordance with the *Business Corporations Act*. It is required to convert an extra-provincial corporation to an Alberta corporation for the purpose of issuance of a certificate of continuance. Collection is authorized under s. 33(a) of the *Freedom of Information and Protection of Privacy Act*. Questions about the collection can be directed to Service Alberta Contact Centre staff at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000 within Alberta).

1. Name of Corporation

CRYOPEAK LNG SOLUTIONS CORPORATION

2. The classes of shares, and any maximum number of shares that the corporation is authorized to issue:

Schedule "A" Attached

3. Restrictions on share transfers (if there are no restrictions, enter "NONE"):

No shares of the Corporation shall be transferred without the approval of the board of directors.

4. Number, or minimum and maximum number of directors:

Min: 1; Max: 3

5. If the corporation is restricted FROM carrying on a certain business or restricted TO carrying on a certain business, specify the restrictions (if there are no restrictions, enter "NONE"):

None.

6. Other rules or provisions (if there are no restrictions, enter "NONE"):

Schedule "B" Attached

7. If a change of name is effected, indicate previous name:

8. Current Extra-Provincial Registration (if applicable):

Corporation's Name on Alberta Extra-Provincial Registration

Cryopeak LNG Solutions Corporation

Alberta Corporate Access Number

2119092613

9. Current Jurisdiction Information

Name (if different from the corporation's name as stated above)

Registration Number in Current Jurisdiction

BC0943089

Jurisdiction

British Columbia

Date of Formation in Current Jurisdiction (yyyy-mm-dd)

June 13, 2012

10. Authorized Representative/Authorized Signing Authority for the Corporation

Last Name, First Name, Middle Name (optional)

Relationship to Corporation

Telephone Number (optional)

Email Address (optional)

Date of submission (yyyy-mm-dd)

Signature
0E18C086E2F48E...

SCHEDULE "A"

THE CLASSES OF SHARES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE ARE:

1. **An unlimited number of Common shares**, the holders of which are entitled:
 - (a) to receive notice of and to attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote;
 - (b) to receive any dividend declared by the Corporation on this class of shares; provided that the Corporation shall be entitled to declare dividends on the Preferred shares, or on any of such classes of shares without being obliged to declare any dividends on the Common shares of the Corporation;
 - (c) subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, to receive the remaining property of the Corporation upon dissolution in equal rank with the holders of all other Common shares of the Corporation; and
 - (d) to the rights, privileges and restrictions normally attached to common shares;
2. **An unlimited number of Preferred shares**, which as a class, have attached thereto the following rights, privileges, restrictions and conditions:
 - (a) the Preferred shares may from time to time be issued in one or more series, and the Directors may fix from time to time before such issue the number of Preferred 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, any voting rights, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the terms and conditions of redemption, purchase and conversion if any, and any sinking fund or 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 amongst its shareholders for the purpose of winding up its affairs, be entitled to preference over the voting and non-voting Common shares and over any other shares of the Corporation ranking by their terms junior to the Preferred shares of that series. 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 such Preferred shares as may be fixed in accordance with clause (2)(a); and
 - (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 rateably in respect of accumulated dividends and return of capital.

SCHEDULE "B"

OTHER RULES AND PROVISIONS (IF ANY)

- (a) The Directors may, between Annual General Meetings, appoint 1 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.
- (b) Meetings of shareholders of the Corporation shall be held anywhere that the directors determine.

Continuance Into Alberta - Registration Statement

Alberta Registration Date: 2024/01/31

Corporate Access Number: 2025839586

Business Number: 807868880

**Service Request
Number:** 41373099

**Alberta Corporation
Type:** Named Alberta Corporation

Legal Entity Name: CRYOPEAK LNG SOLUTIONS CORPORATION

**French Equivalent
Name:**

Nuans Number:

Nuans Date:

French Nuans Number:

French Nuans Date:

REGISTERED ADDRESS

Street: 1000-250 2 ST SW

Legal Description:

City: CALGARY

Province: ALBERTA

Postal Code: T2P0C1

RECORDS ADDRESS

Street: 1000-250 2 ST SW

Legal Description:

City: CALGARY

Province: ALBERTA

Postal Code: T2P0C1

ADDRESS FOR SERVICE BY MAIL

Post Office Box:

City:

Province:

Postal Code:

Email Address: CORPORATESERVICES.CALGARY@CA.DLAPIPER.COM

Share Structure: SCHEDULE "A" ATTACHED

**Share Transfers
Restrictions:** NO SHARES OF THE CORPORATION SHALL BE TRANSFERRED WITHOUT
THE APPROVAL OF THE BOARD OF DIRECTORS.

Number of Directors:

Min Number Of Directors:	1
Max Number Of Directors:	3
Business Restricted To:	NONE
Business Restricted From:	NONE
Other Provisions:	SCHEDULE "B" ATTACHED
Professional Endorsement Provided:	
Alberta Corporate Access Number:	2119092613
Name In Previous Jurisdiction:	CRYOPEAK LNG SOLUTIONS CORPORATION
Corporate Access Number in Previous Jurisdiction:	BC0943089
Previous Canadian Jurisdiction:	BRITISH COLUMBIA
Previous Foreign Jurisdiction:	
Date Created in Previous Jurisdiction:	2012/06/13
Business Number:	807868880
Future Dating Required:	
Registration Date:	2024/01/31

Agent for Service

Agent for Service Type:	Primary
Last Name:	HUDSON
First Name:	ROY
Middle Name:	
Firm Name:	DLA PIPER (CANADA) LLP
Street:	1000-250 2 ST SW
City:	CALGARY
Province:	ALBERTA
Postal Code:	T2P0C1
Email Address:	CORPORATESERVICES.CALGARY@CA.DLAPIPER.COM

Director

Last Name:	MCCLURE
First Name:	CALUM
Middle Name:	HUGH

Street/Box Number: 13351 COMMERCE PARKWAY, UNIT 1263
City: RICHMOND
Province: BRITISH COLUMBIA
Postal Code: V6V2X7
Country:

Last Name: SZEWCZYK
First Name: ALEKSANDER
Middle Name:
Street/Box Number: 2911 TURTLE CREEK BLVD, STE 400
City: DALLAS
Province: TEXAS
Postal Code: 75219
Country:

Last Name: MCDONALD
First Name: JIMMY
Middle Name:
Street/Box Number: 2911 TURTLE CREEK BLVD, STE 400
City: DALLAS
Province: TEXAS
Postal Code: 75219
Country:

Continuance

Name In Previous Jurisdiction	Corporate Access Number in Previous Jurisdiction	Business Number	Previous Canadian Jurisdiction	Previous Foreign Jurisdiction	Date Created In Previous Jurisdiction
CRYOPEAK LNG SOLUTIONS CORPORATION	BC0943089	807868880	BRITISH COLUMBIA		2012/06/13

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Other Rules or Provisions	ELECTRONIC	2024/01/31
Letter of Approval	10000107141441585	2024/01/31
Share Structure	ELECTRONIC	2024/01/31

Registration Authorized By: ROY HUDSON
SOLICITOR

The Registrar of Corporations certifies that the information contained in this statement is an accurate reproduction of the data contained in the specified service request in the official public records of Corporate Registry.



Notice of Address or Notice of Change of Address

Business Corporations Act
Section 20

This information is collected in accordance with the *Business Corporations Act*. It is required to register or update an Alberta corporation's address for the purpose of notice and service. Collection is authorized under s. 33(a) of the *Freedom of Information and Protection of Privacy Act*. Questions about the collection can be directed to Service Alberta Contact Centre staff at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000 within Alberta).

1. Name of Corporation

2. Corporate Access Number

CRYOPEAK LNG SOLUTIONS CORPORATION

3. Address of Registered Office

Street	City / Town	Province	Postal Code
1000-250 2 Street SW	Calgary	AB	T2P 0C1

OR Legal Land Description

4. Records Address

Street	City / Town	Province	Postal Code
1000-250 2 Street SW	Calgary	AB	T2P 0C1

OR Legal Land Description

5. Address for Service by Mail (if different from Item 3)

Post Office Box Only	City / Town	Province	Postal Code

6. Email Address (optional)

corporate.calgary@dlapiper.com

7. Authorized Representative/Authorized Signing Authority for the Corporation

Last Name, First Name, Middle Name

Relationship to Corporation

Telephone Number (optional)

Email Address (optional)

Date of submission (yyyy-mm-dd)

DocuSigned by:

0E18C600E2F40E...
Signature



Notice of Directors/Change of Directors for Alberta or Extra-provincial Corporation

Public (when completed)

Business Corporations Act
Sections 106, 113 and 289

This information is collected, used and may be publicly disclosed in accordance with s. 33(a,c), 39(1)(a,c) and 40(1)(c,e,f) of the *Freedom of Information and Protection of Privacy Act*, the *Business Corporations Act* and the *Common Business Number Act*. It is required to register or update a corporation's directors for the purpose of notice and to maintain up-to-date information. Questions can be directed to the Service Alberta Contact Centre at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000 within Alberta).

1. Name of Corporation	2. Corporate Access Number	3. Business Number (optional)
CRYOPEAK LNG SOLUTIONS CORPORATION		

4. The following person(s) were appointed director(s) of the corporation:

Last Name	Given Names	Mailing Address	Appointment Date

5. The following person(s) ceased to hold office as director(s) of the corporation:

Last Name	Given Names	Mailing Address	Cessation Date

6. As of this date, the director(s) of the corporation are:

Last Name	Given Names	Mailing Address
McClure	Calum Hugh	13351 Commerce Parkway, Unit 1263 Richmond, BC V6V 2X7
McDonald	Jimmy	2911 Turtle Creek Blvd, Ste 400 Dallas, TX, USA 75219
Szewczyk	Aleksander	2911 Turtle Creek Blvd, Ste 400 Dallas, TX, USA 75219

7. Authorized Representative/Authorized Signing Authority for the Corporation

Last Name	First, Middle Name	Relationship to Corporation	Email Address (optional)	Phone Number (optional)

Date of Submission yyyy-mm-dd

DocuSigned by:

 0E18CC008E2F48E...
 Signature



Notice of Agent for Service/Change of Agent for Service for Alberta and Extra-provincial Corporation

Public (when completed)

*Business Corporations Act
Sections 20.1, 20.2, 280 and 288*

This information is collected, used and may be publicly disclosed in accordance with s. 33(a,c), 39(1)(a,c) and 40(1)(c,e,f) of the *Freedom of Information and Protection of Privacy Act*; the *Business Corporations Act* and the *Common Business Number Act*. It is required to register or update an Alberta or extra-provincial corporation's agent for the purpose of notice and service. Questions can be directed to the Service Alberta Contact Centre at cr@gov.ab.ca or 780-427-7013 (toll-free 310-0000 within Alberta).

1. **Name of Corporation** 2. **Corporate Access Number** 3. **Business Number** (optional)

CRYOPEAK LNG SOLUTIONS CORPORATION

4. **Agent for Service** (Select the appropriate option)

- ☒ Appointment of primary agent for service
☐ Change of primary agent for service
☐ Appointment of alternate agent for service
☐ Change of alternate agent for service
☐ Resignation of _____ as _____

Name of Agent for Service

Date of Resignation yyyy-mm-dd _____

☐ The agent for service confirms that a 60-day resignation notice has been given to the corporation at its registered office/head office.

- ☐ Revocation of appointment of _____ as _____
 Name of Agent for Service

Date of Revocation yyyy-mm-dd _____

5. **The corporation has appointed** Roy Hudson
 First Name Middle Name (optional) Last Name

of DLA Piper (Canada) LLP as the corporation's primary agent for service.
 Firm Name (optional)

Date of Appointment yyyy-mm-dd _____

6. **Full Address of Agent for Service**

Street Address/Legal Land Description/Mailing Address

City or Town

Province

Postal Code

1000-250 2 Street SW

Calgary

AB

T2P 0C1

Email Address (mandatory)

corporate.calgary@dlapiper.com

7. **Consent to act as Agent for Service**

Roy Hudson

Name of Agent for Service (first, middle, last)

has consented to act as the

agent for service of the above named corporation.

8. **Authorized Representative/Authorized Signing Authority for the Corporation**

First Name

Middle Name (optional)

Last Name

Relationship to Corporation

Email Address (optional)

DocuSigned by:

Phone Number (optional)

Date of Submission yyyy-mm-dd

Signature

Notice of Agent for Service/Change of Agent for Service for Alberta and Extra-provincial Corporation

Business Corporations Act

INSTRUCTIONS

Use this form to collect information to submit to an authorized [Corporate Registry Service Provider](#). The information will be filed with the Registrar of Corporations in accordance with the *Business Corporations Act*.

- Item 1. Enter the corporation's full legal name in Alberta.
- Item 2. Enter the Alberta corporate access number if one was previously assigned. It is printed on the certificate of registration and all other documents from Corporate Registry.
- Item 3. The Business Number may be supplied, if known.
- Item 4. Select the appropriate option.
- Only one agent for service appointment, resignation, revocation or change can be recorded per form.
 - The agent for service does not need to be a lawyer, but does need to be an individual located in Alberta.
 - A resigning agent for service must confirm that at least 60 days' notice has been given to the extra-provincial corporation at its head office.
- Item 5. Enter the full name of the individual who has been appointed as agent for service or alternative agent for service and enter their appointment date.
- Item 6. Enter the complete address of the agent for service, including the postal code.
- This address must be accessible to the public and must be within Alberta.
 - When mail cannot be delivered to a street address or legal land description, enter the mailing address first, followed by the physical address, e.g. Box 545, 5750-29 St.
 - Enter an email address so the agent for service can receive a reminder when the Corporate Registry annual return is due.
- Note:** The address of an alternate agent for service does not need to be the same as the primary agent for service.
- Item 7. The corporation must keep confirmation of the agent for service's consent with the corporation's records.
- Item 8.
- Enter the first and last name of the authorized individual. The middle name is optional.
 - Select the appropriate relationship to the corporation.
 - Enter the telephone number of the signing authority.
 - Enter the email address of the signing authority.
 - Enter the date of submission.
 - Ensure the form is signed.

Note: The authorized representative of the corporation must present their identification to the Corporate Registry service provider in order to register this information.