

**IN THE MATTER OF
THE COMPANIES ACT**

MEMORANDUM OF ASSOCIATION

1. The name of the Company is BILCON OF NOVA SCOTIA, CORPORATION
2. There are no restrictions on the objects and powers of the Company.
3. Pursuant to subsection (11) of Section 26 of the *Companies Act*, with the intention that subsection (9) of Section 26 not apply to the Company, the following powers are hereby expressly conferred upon the Company:

The Company shall have the power to:

- (a) sell or dispose of its undertaking or a substantial part thereof;
 - (b) distribute any of its property in specie among its members; and
 - (c) amalgamate with any company or other body of persons.
4. The liability of the members is unlimited.

I, the undersigned subscriber, whose name and address is subscribed, am desirous of being formed into a company in pursuance of this Memorandum of Association and agree to take the number and kind of shares in the capital stock of the Company set opposite my name.

NAME

3066313 Nova Scotia Limited, by
its representative, Debbie J. Tibbo

**ADDRESS AND
OCCUPATION OF
SUBSCRIBER**

President & Secretary
10 Church Street
P.O. Box 1068
Truro, NS B2N 5B9

**NUMBER AND KIND OF
SHARES TAKEN BY
SUBSCRIBER**

One (1) Common share
without nominal or par
value



TOTAL SHARES TAKEN: One (1) Common share without nominal or par value

DATED this 24th day of April, 2001.

Pamela Christig
(Witness)

10 Church St.

P.O. Box 1068

Truro, NS B2N 5B9