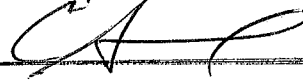


THIS IS EXHIBIT " 2 "
referred to in the Affidavit of

J. David Rushford

Sworn before me this 8th

day of March 2016



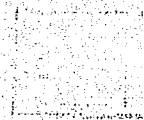
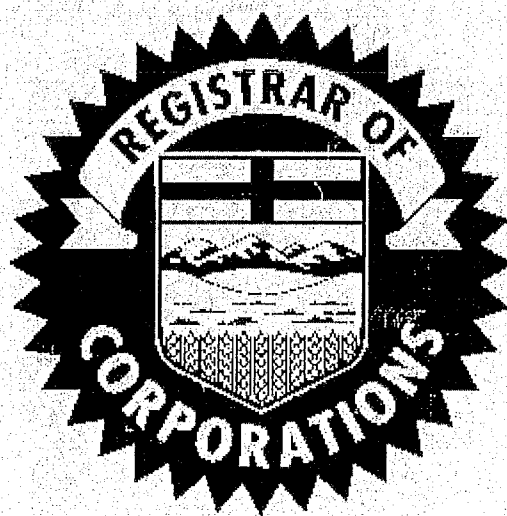
CHRIS SIMARD
Barrister and Solicitor



BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**QUICKSILVER RESOURCES CANADA INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 2009/01/01.**



**Articles of Amalgamation
For
QUICKSILVER RESOURCES CANADA INC.**

Share Structure: THE ATTACHED SCHEDULE RE AUTHORIZED SHARES IS INCORPORATED IN THIS FORM.

Share Transfers Restrictions: THE ATTACHED SCHEDULE RE SHARE TRANSFER RESTRICTIONS IS INCORPORATED IN THIS FORM.

Number of Directors:

Min Number of Directors: 2

Max Number of Directors: 7

Business Restricted To: NOT APPLICABLE.

Business Restricted From: NOT APPLICABLE.

Other Provisions: THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED IN THIS FORM.

**Registration Authorized By: KEITH R. BYBLOW
SOLICITOR**

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2009/01/01

Corporate Access Number: 2014451096

Service Request Number: 12525517
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: QUICKSILVER RESOURCES CANADA INC.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

RECORDS ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: THE ATTACHED SCHEDULE RE AUTHORIZED SHARES IS INCORPORATED IN THIS FORM.
Share Transfers Restrictions: THE ATTACHED SCHEDULE RE SHARE TRANSFER RESTRICTIONS IS INCORPORATED IN THIS FORM.
Number of Directors:
Min Number Of Directors: 2
Max Number Of Directors: 7
Business Restricted To: NOT APPLICABLE.
Business Restricted From: NOT APPLICABLE.

Other Provisions:

THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED IN THIS FORM.

**Professional Endorsement
Provided:**

Future Dating Required:

Registration Date: 2009/01/01

Director

Last Name: DARDEN
First Name: GLENN
Middle Name:
Street/Box Number: 777 WEST ROSEDALE STREET
City: FORT WORTH
Province: TEXAS
Postal Code: 76104
Country:
Resident Canadian:
Named On Stat Dec:

Last Name: DARDEN
First Name: THOMAS
Middle Name: F.
Street/Box Number: 777 WEST ROSEDALE STREET
City: FORT WORTH
Province: TEXAS
Postal Code: 76104
Country:
Resident Canadian:
Named On Stat Dec:

Last Name: MCGREGOR
First Name: ROBERT
Middle Name: W.
Street/Box Number: 188 SCENIC HILL CLOSE NW
City: CALGARY
Province: ALBERTA
Postal Code: T3L 1P4
Country:
Resident Canadian: Y
Named On Stat Dec: Y

Corporate Access Number	Legal Entity Name
208428680	QUICKSILVER RESOURCES CANADA INC.
2013731597	QUICKSILVER RESOURCES HORN RIVER INC.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Other Rules or Provisions	ELECTRONIC	2009/01/01
Amalgamation Agreement	10000102000051479	2009/01/01
Share Structure	ELECTRONIC	2009/01/01
Statutory Declaration	10000302000051478	2009/01/01
Restrictions on Share Transfers	ELECTRONIC	2009/01/01

Registration Authorized By: KEITH R. BYBLOW
SOLICITOR

Amalgamate Alberta Corporation - Pre-Registration Confirmation Report

Service Request Number: 12525517
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: QUICKSILVER RESOURCES CANADA INC.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

RECORDS ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: THE ATTACHED SCHEDULE RE AUTHORIZED SHARES IS INCORPORATED IN THIS FORM.
Share Transfers Restrictions: THE ATTACHED SCHEDULE RE SHARE TRANSFER RESTRICTIONS IS INCORPORATED IN THIS FORM.
Number of Directors:
Min Number Of Directors: 2
Max Number Of Directors: 7
Business Restricted To: NOT APPLICABLE.
Business Restricted From: NOT APPLICABLE.
Other Provisions: THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED IN THIS FORM.

Professional Endorsement

Provided:

Future Dating Required: Y

Registration Date: 2009/01/01

Director

Last Name: DARDEN

First Name: GLENN

Middle Name:

Street/Box Number: 777 WEST ROSEDALE STREET

City: FORT WORTH

Province: TEXAS

Postal Code: 76104

Country:

Resident Canadian:

Named On Stat Dec:

Last Name: DARDEN

First Name: THOMAS

Middle Name: F.

Street/Box Number: 777 WEST ROSEDALE STREET

City: FORT WORTH

Province: TEXAS

Postal Code: 76104

Country:

Resident Canadian:

Named On Stat Dec:

Last Name: MCGREGOR

First Name: ROBERT

Middle Name: W.

Street/Box Number: 188 SCENIC HILL CLOSE NW

City: CALGARY

Province: ALBERTA

Postal Code: T3L 1P4

Country:

Resident Canadian: Y

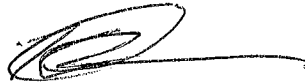
Named On Stat Dec: Y

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
208428680	QUICKSILVER RESOURCES CANADA INC.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Amalgamation Agreement	10000102000051479	2008/12/31
Statutory Declaration	10000302000051478	2008/12/31
Share Structure	ELECTRONIC	2008/12/31
Restrictions on Share Transfers	ELECTRONIC	2008/12/31
Other Rules or Provisions	ELECTRONIC	2008/12/31



Registration Authorized By: KEITH R. BYBLOW
SOLICITOR

SCHEDULE RE AUTHORIZED SHARES

The authorized capital of the Corporation shall consist of an unlimited number of Common Shares without nominal or par value and an unlimited number of First Preferred Shares without nominal or par value. The rights, privileges, restrictions and conditions attaching to the Common Shares and First Preferred Shares are as set out herein.

1. The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows:
 - (a) PAYMENT OF DIVIDENDS: The holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the Common Shares, the board of directors may in its sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation.
 - (b) PARTICIPATION UPON LIQUIDATION, DISSOLUTION OR WINDING UP: In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the Common Shares, be entitled to participate in the distribution. Such distribution shall be made in equal amounts per share on all the Common Shares at the time outstanding without preference or distinction.
 - (c) VOTING RIGHTS: The holders of the Common Shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each Common Share held at all such meetings.
2. The rights, privileges, restrictions and conditions attaching to the First Preferred Shares are as follows:
 - (a) SERIES: The First Preferred Shares may at any time and from time to time be issued in one or more series. Subject to the provisions of clauses 2(b) and (c), the board of directors of the Corporation may from time to time before the issue thereof fix the number of shares in, and determine the designation, rights, privileges, restrictions and conditions attaching to the shares of, each series of First Preferred Shares.
 - (b) IDEM: The First Preferred Shares shall be entitled to priority over the Common Shares and all other shares ranking junior to the First Preferred Shares with respect to the payment of dividends and the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.
 - (c) IDEM: The First Preferred Shares of each series shall rank on a parity with the First Preferred Shares of every other series with respect to priority in the payment of dividends and in the distribution of assets of the Corporation in the event of any

liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

Doc no. 252239 v.2

SCHEDULE RE SHARE TRANSFER RESTRICTIONS

No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in the Schedule re Other Provisions to these Articles.

doc no. 252175 v.2

SCHEDULE RE OTHER PROVISIONS

(1) The directors may, between annual general meetings, appoint one 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 one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.

(2) No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:

(a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;

(b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;

(c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or

(d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.

(3) Meetings of shareholders may be held outside of Alberta.

Articles Of Amalgamation

Business Corporations Act
Section 185

1. Name of Amalgamated Corporation

QUICKSILVER RESOURCES CANADA INC. 2014451096

2. The classes of shares, and any maximum number of shares that the corporation is authorized to issue:
The attached Schedule Re Authorized Shares is incorporated in this form.

3. Restrictions on share transfers (if any):

The attached Schedule Re Share Transfer Restrictions is incorporated in this form.

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

Minimum 2; Maximum 7

5. If the corporation is restricted FROM carrying on a certain business or restricted TO carrying on a certain business, specify the restriction(s):

Not applicable.

6. Other provisions (if any):

The attached Schedule Re Other Provisions is incorporated in this form.

7. Name of Amalgamating Corporations

Corporate Access Number

Quicksilver Resources Canada Inc.	208428680
Quicksilver Resources Horn River Inc.	2013731597

gpc
GLENN DARDEN

Name of Person Authorizing (please print)

PRESIDENT

Title (please print)

G Darden
Signature

December 31, 2008

Date

This information is being collected for the 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 Coordinator for Alberta Registries, Research and Program Support, 3rd Floor, Commerce Place, 10155 - 102 Street, Edmonton, Alberta T5J 4L4, (780) 422-7330

REG 3068 (99/01)

185070-406460
DOCS #252163 v. 1

FILED

January 1, 2009
McCarthy Tétrault LLP
Calgary, Alberta

Per: 

SCHEDULE RE AUTHORIZED SHARES

The authorized capital of the Corporation shall consist of an unlimited number of Common Shares without nominal or par value and an unlimited number of First Preferred Shares without nominal or par value. The rights, privileges, restrictions and conditions attaching to the Common Shares and First Preferred Shares are as set out herein.

1. The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows:
 - (a) **Payment of Dividends:** The holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the Common Shares, the board of directors may in its sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation.
 - (b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the Common Shares, be entitled to participate in the distribution. Such distribution shall be made in equal amounts per share on all the Common Shares at the time outstanding without preference or distinction.
 - (c) **Voting Rights:** The holders of the Common Shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each Common Share held at all such meetings.
2. The rights, privileges, restrictions and conditions attaching to the First Preferred Shares are as follows:
 - (a) **Series:** The First Preferred Shares may at any time and from time to time be issued in one or more series. Subject to the provisions of clauses 2(b) and (c), the board of directors of the Corporation may from time to time before the issue thereof fix the number of shares in, and determine the designation, rights, privileges, restrictions and conditions attaching to the shares of, each series of First Preferred Shares.
 - (b) **Idem:** The First Preferred Shares shall be entitled to priority over the Common Shares and all other shares ranking junior to the First Preferred Shares with respect to the payment of dividends and the distribution of assets of the

Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

- (c) **Idem:** The First Preferred Shares of each series shall rank on a parity with the First Preferred Shares of every other series with respect to priority in the payment of dividends and in the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

SCHEDULE RE SHARE TRANSFER RESTRICTIONS

No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in the Schedule re Other Provisions to these Articles.

SCHEDULE RE OTHER PROVISIONS

- (1) The directors may, between annual general meetings, appoint one 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 one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.
- (2) No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:
 - (a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;
 - (b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;
 - (c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or
 - (d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.
- (3) Meetings of shareholders may be held outside of Alberta.



10000302000051478

CAN 2014451096

In the Matter of the
Business Corporations Act (Alberta)

and

In the Matter of Articles of Amalgamation
Filed Pursuant to Section 185 of the Said Act

In the Name

QUICKSILVER RESOURCES CANADA INC.

Per:

FILED

January 1, 2009
McCarthy Tétrault LLP
Calgary, Alberta

Statutory Declaration

I, Robert W. McGregor, of the City of Calgary, in the Province of Alberta, refer to the proposed amalgamation of Quicksilver Resources Canada Inc. (the "Corporation") with Quicksilver Resources Horn River Inc. ("QRHR") and DO SOLEMNLY DECLARE that:

1. I am a proposed director of the Amalgamated Corporation (as defined below) and have personal knowledge of the matters herein deposed to.
2. I have satisfied myself that as of the date hereof there are reasonable grounds for believing that:
 - (a) the corporation continuing from the amalgamation of the Corporation and QRHR (the "Amalgamated Corporation") will be able to pay its liabilities as they become due;
 - (b) the realizable value of the Amalgamated Corporation's assets immediately after the issuance of the certificate of amalgamation giving effect to the said amalgamation will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor of the Corporation or QRHR will be prejudiced by the said amalgamation.

And I make this solemn declaration conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath and by virtue of the Canada Evidence Act.

DECLARED before me at the City of
Calgary, in the Province of Alberta, this 31st
day of December, 2008.

Notary Public
Adam J. Huff
Student-at-Law

Robert W. McGregor



AMALGAMATION AGREEMENT

100000102000051479

FILED

January 1, 2009
McCormick Titus LLP
Calgary, Alberta

THIS AGREEMENT is made as of December 31, 2008

BETWEEN

QUICKSILVER RESOURCES CANADA INC., a corporation
amalgamated under the laws of the Province of Alberta ("QRCI");

- and -

CAN 2014451096

QUICKSILVER RESOURCES HORN RIVER INC., a
corporation incorporated under the laws of the Province of Alberta
("QRHR").

WHEREAS QRCI was amalgamated under the laws of Alberta by articles of
amalgamation effective August 19, 1999, as subsequently amended by articles of amendment
effective December 22, 2000 and April 10, 2006;

AND WHEREAS the authorized capital of QRCI consists of an unlimited number
of Class "A" Common Shares, an unlimited number of Class "B" Common Shares and an
unlimited number of Class "C" Common Shares, 2,495,646 Class "B" Common Shares and
434,329 Class "C" Common Shares of which are outstanding;

AND WHEREAS QRHR was incorporated under the laws of the Province of
Alberta by articles of incorporation effective February 1, 2008;

AND WHEREAS the authorized capital of QRHR consists of an unlimited
number of Common Shares, 1,000 of which are outstanding, an unlimited number of First
Preferred Shares issuable in Series, of which an unlimited number of Series 1 Preferred Shares
have been authorized and 10,000,000 of which are outstanding, and an unlimited number of
Series 2 Preferred Shares have been authorized and 10,000,000 of which are outstanding;

AND WHEREAS Quicksilver Resources Inc. ("QRI") is the beneficial owner and
the registered holder of all of the Class "B" Common Shares and Class "C" Common Shares of
QRCI;

AND WHEREAS QRI is the beneficial owner and the registered holder of all of
the Common Shares of QRHR and QRCI is the beneficial owner and the registered holder of all
of the Series 1 Preferred Shares and Series 2 Preferred Shares of QRHR;

AND WHEREAS QRCI and QRHR propose to amalgamate and continue as one
corporation;

NOW THEREFORE, in consideration of the covenants and agreements herein
contained, the parties agree as follows:

1. Amalgamation

QRCI and QRHR will amalgamate, pursuant to the provisions of the *Business Corporations Act* (Alberta) (“ABCA”), and continue as one corporation (the “**Amalgamated Corporation**”) effective the earliest possible time on January 1, 2009 when the certificate of amalgamation is issued by the Registrar of Corporations appointed under the ABCA in respect of the amalgamation (the “**Effective Time**”) upon and subject to the terms and conditions and in the manner set out in this Agreement.

2. Name

The name of the Amalgamated Corporation will be Quicksilver Resources Canada Inc.

3. Registered Office

The registered office of the Amalgamated Corporation will be located in the City of Calgary, in the Province of Alberta and the address of the Amalgamated Corporation will be 3300, 421 7 Avenue SW, Calgary, Alberta T2P 4K9.

4. Directors

(a) The number of directors of the Amalgamated Corporation will be a minimum of 2 and a maximum of 7.

(b) The following persons will be the first directors:

Name	Address	Resident Canadian
Glen Darden	777 West Rosedale Street Fort Worth, Texas U.S.A. 76104	No
Thomas F. Darden	777 West Rosedale Street Fort Worth, Texas U.S.A. 76104	No
Robert W. McGregor	188 Scenic Hill Close NW Calgary, Alberta T3L 1P4	Yes

5. Authorized Capital

(a) The Amalgamated Corporation shall be authorized to issue an unlimited number of Common Shares and an unlimited number of First Preferred Shares issuable in series.

(b) The rights, privileges, restrictions and conditions attaching to the Common Shares and First Preferred Shares of the Amalgamated Corporation are as set out in the Schedule Re Authorized Shares to this Agreement.

6. Issued Capital

(a) The 10,000,000 Series 1 Preferred Shares and the 10,000,000 Series 2 Preferred Shares of QRHR of which QRCI is the registered holder will, at the Effective Time, be cancelled without any repayment of capital in respect thereof.

(b) The outstanding shares of each of the parties, except the shares to be cancelled pursuant to Section 6(a) will, at the Effective Time, be converted into outstanding shares of the Amalgamated Corporation as follows:

- (i) each Class "B" Common Share of QRCI will become 1 Common Share of the Amalgamated Corporation;
- (ii) each Class "C" Common Share of QRCI will become 1 Common Share of the Amalgamated Corporation; and
- (iii) each Common Share of QRHR will become 1 Common Share of the Amalgamated Corporation.

(c) After the Effective Time, the holders of shares of QRCI and QRHR will be entitled to receive certificates representing shares of the Amalgamated Corporation on the above bases on presentation and surrender of the certificates representing shares held by them at the registered office of the Amalgamated Corporation and must, if requested by the Amalgamated Corporation, surrender the certificates representing shares of QRCI or QRHR for cancellation.

7. Stated Capital

(a) The amounts to be added at the Effective Time to the stated capital accounts to be maintained by the Amalgamated Corporation are as follows:

- (i) an amount equal to the amount in the stated capital account maintained by QRCI for its Class "B" Common Shares will be added to the stated capital account for the Common Shares;
- (ii) an amount equal to the amount in the stated capital account maintained by QRCI for its Class "C" Common Shares will be added to the stated capital account for the Common Shares; and
- (iii) an amount equal to the amount in the stated capital account maintained by QRHR for its Common Shares will be added to the stated capital account for the Common Shares.

8. No Restrictions on Business

There will be no restrictions on the business the Amalgamated Corporation may carry on or on the powers the Amalgamated Corporation may exercise.

9. Restrictions on Security Transfers

The right to transfer securities of the Amalgamated Corporation will be restricted in that no share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in the Schedule Re Other Provisions.

10. Other Provisions

- (a) The directors may, between annual general meetings, appoint one 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 one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.
- (b) No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:
 - (i) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;
 - (ii) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;
 - (iii) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or
 - (iv) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.
- (c) Meetings of shareholders may be held outside of Alberta.

11. By-Laws

The by-laws of QRCI will, with necessary changes, be the by-laws of the Amalgamated Corporation, such by-laws after the Effective Time to be supplemented, amended or repealed in accordance with the provisions of the ABCA relating to the making, amending and repealing of by-laws. A copy of such by-laws may be examined at 3300, 421 7 Avenue SW, Calgary, Alberta T2P 4K9.

12. Amendment

Each of the parties may, by resolution of their respective directors, assent to any amendment or variation of this Agreement that the shareholders of the parties may approve and the term "Agreement" as used herein includes this Agreement as so amended or varied.

13. Termination

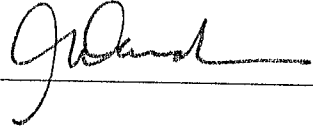
Notwithstanding the approval of this Agreement by the shareholders of either party, the directors of such party may by resolution terminate this Agreement at any time prior to the Effective Time.

14. Governing Law

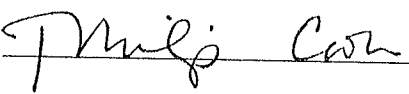
This Agreement is governed by and will be construed in accordance with the laws of the Province of Alberta and the laws of Canada applicable therein.

IN WITNESS WHEREOF the parties have executed this Agreement.

QUICKSILVER RESOURCES CANADA INC.

Per: 

QUICKSILVER RESOURCES HORN RIVER INC.

Per: 

SCHEDULE RE AUTHORIZED SHARES

The authorized capital of the Corporation shall consist of an unlimited number of Common Shares without nominal or par value and an unlimited number of First Preferred Shares without nominal or par value. The rights, privileges, restrictions and conditions attaching to the Common Shares and First Preferred Shares are as set out herein.

1. The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows:
 - (a) **Payment of Dividends:** The holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the Common Shares, the board of directors may in its sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation.
 - (b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the Common Shares, be entitled to participate in the distribution. Such distribution shall be made in equal amounts per share on all the Common Shares at the time outstanding without preference or distinction.
 - (c) **Voting Rights:** The holders of the Common Shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each Common Share held at all such meetings.

2. The rights, privileges, restrictions and conditions attaching to the First Preferred Shares are as follows:
 - (a) **Series:** The First Preferred Shares may at any time and from time to time be issued in one or more series. Subject to the provisions of clauses 2(b) and (c), the board of directors of the Corporation may from time to time before the issue thereof fix the number of shares in, and determine the designation, rights, privileges, restrictions and conditions attaching to the shares of, each series of First Preferred Shares.
 - (b) **Idem:** The First Preferred Shares shall be entitled to priority over the Common Shares and all other shares ranking junior to the First Preferred Shares with respect to the payment of dividends and the distribution of assets of the

Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

- (c) **Idem:** The First Preferred Shares of each series shall rank on a parity with the First Preferred Shares of every other series with respect to priority in the payment of dividends and in the distribution of assets of the Corporation in the event of any liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.