

FORM 33

Notice Of Intention To Make A Proposal
(Subsection 50.4(1) of the Act)

IN THE MATTER OF THE BANKRUPTCY OF DESMARAIS ENERGY CORPORATION

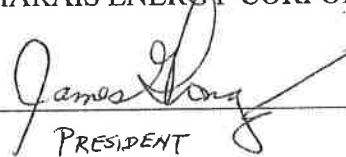
TAKE NOTICE THAT:

1. Desmarais Energy Corporation, an insolvent person, pursuant to subsection 50.4(1) of the *Bankruptcy and Insolvency Act*, intend to make a proposal to its creditors.
2. Hardie & Kelly Inc., of 206, 5800 2nd Street SW, Calgary, Alberta, a licensed trustee, has consented to act as trustee under the proposal and a copy of the consent is attached hereto.
3. A list of the names of the known creditors with claims amounting to \$250.00 or more and the amounts of their claims is attached.
4. Pursuant to Section 69 of the *Bankruptcy and Insolvency Act*, all proceedings against Desmarais Energy Corporation are stayed as of the date of filing this notice with the Official Receiver in its locality.

DATED at Calgary, Alberta this 26th day of September, 2011.

DESMARAIS ENERGY CORPORATION

Per: _____


PRESIDENT

To be completed by Office Receiver: _____

Filing Date: _____

Official Receiver

E-mail

Desmarais Energy Corporation
#510, 640 – 8th Ave. SW
Calgary, AB T2P 1G7

Attention: Mr. James G. Long

September 26, 2011

Dear Mr. Long:

Re: Desmarais Energy Corporation (“DEC”)

Please accept this letter as confirmation of our consent to act as Trustee regarding DEC’s proposal to creditors pursuant to the *Notice of Intention to Make a Proposal* dated September 26, 2011

Yours very truly,
Hardie & Kelly Inc.,


Per: Marc Kelly, CA•CIRP
Senior Vice President

DESMARAIS ENERGY CORPORATION
LISTING OF CREDITORS AS AT SEPTEMBER 26, 2011

NAME	(unaudited)	TOTAL
1104289 ALBERTA LTD.		\$ 8,029.81
1499888 ALBERTA LTD.		5,100.00
323 HOLDINGS LTD.		2,603,285.89
ALEXANDER INDUSTRY RELATIONS CORPORATION		301.88
ALEXIS NAKKOTA SIOUX NATION		2,175.00
ALL AROUND OILFIELD SERVICES LTD.		46,323.15
ALLIANCE BOREALIS		4,715.55
AMT ENVIRONMENTAL SERVICES		9,166.50
ANDERSON ENERGY PARTNERSHIP		56.82
APEX DISTRIBUTION INC.		511.53
ARC RESOURCES LTD.		272.84
ASSINIBOINE VALLEY OILFIELD RENTALS LTD.		18,637.50
AZTEC INDUSTRIAL MAINTENANCE LTD.		1,388.10
BELL-K ENTERPRISES LTD		2,520.00
BIG GUNS PERFORATING AND LOGGING INC.		123,858.55
BLAIR NELSON ENTERPRISES LTD.		37,694.77
BOB GARDNER		13,185.30
BOHN PETROLEUM SERVICES LTD.		932.40
BOSS, WALTER ALLAN		2,700.00
BOWNE OF CANADA, LTD.		2,494.53
BRANDEN, MARVIN AND BARBARA		2,100.00
BROADRIDGE COMMUNICATIONS SOLUTIONS, CAN		41.28
BRUCE & YVONNE CHURCHILL		5,200.00
BUCKLEY EDEN & MELLISSA SCHMIDT		1,000.00
BURNET DUCKWORTH & PALMER LLP		27,651.57
C&D TANK TRUCK SERVICE INC.		113,303.75
C.U.YOUROILRIG CORP.		76,997.63
CALMENA ENERGY SERVICES		14,792.66
CANADIAN NATURAL RESOURCES		1,985.65
CASCADE PROCESS CONTROLS LTD.		1,026.11
CBW RESOURCE CONSULTANTS		3,121.50
CENOVUS ENERGY INC.		19,172.03
CNW GROUP		400.84
COMPLETE RENTAL EQUIPMENT LTD.		5,905.64
CONOCOPHILLIPS CANADA (BRC) PARTNERSHIP		298.64
COOK OIL TOOLS		696.35
COUNTY OF BARRHEAD NO. 11		83,818.94
CP WESTERN CANADAPARTNERSHIP		48,572.06
CRANE LAKE HOLDINGS LTD.		5,943.62
CRITICAL CONTROL ENERGY SERVICES INC.		1,417.50
CULLIGAN OF CANADA		30.58
DIAL OILFIELD SERVICES		3,585.75
DNTW CHARTERED ACCOUNTANTS, LLP		16,275.00

DESMARAIS ENERGY CORPORATION
LISTING OF CREDITORS AS AT SEPTEMBER 26, 2011
(unaudited)

DONALD & JOANNA HUISMAN	2,800.00
DORY PETROLUEM LIMITED	1,637.83
DUSTY'S PLUNGERLIFT & WELL OPTIMIZATION	3,812.03
DUSZA, DALE & KAREN	2,700.00
EGBERTUS SYBRANDUS JOZEPH BOUMA	2,860.00
ENCANA HERITAGE LANDS	1,280.00
ENERMARK INC.	918.30
ENERPLUS RESOURCES CORPORATION	448.47
ENSECO ENERGY SERVICES PARTNERSHIP	1,000.00
ENTERRA ENERGY TRUST	1,871.62
EOG RESOURCES CANADA	1,573.71
FAIRWEST ENERGY CORPORATION	901.22
FEDMET TUBULARS	7,297.54
FLEXPIPE SYSTEMS	10,835.34
FREEHOLD ROYALTIES LTD.	387.03
GALLATIN, GORDON & JENNIFER	250.00
GAS & OIL ACCOUNTING LTD.	1,301.95
GEIS, BRIAN & KIM	5,538.00
GEIS, BRIAN/ERIKA/KIM	3,400.00
GEOLOGIC SYSTEMS LTD.	7,056.00
GRAND & TOY	35.10
GRB ENGINEERING LTD.	387.05
HARVEST OPERATIONS CORP.	22,114.08
HERMES ENERGY CORP.	212.37
HXC CORPORATION	4,993.77
HZ PROJECTS INC.	40,342.05
JAMES & SHARON DAVIS	8,000.00
KEYERA ENERGY LIMITED PARTNERSHIP	3,878.22
KOOL TECH	1,008.00
KRAMM, MANFRED & SONIA	5,800.00
KREMP, ROBERT	2,600.00
LEWCAM HOLDINGS LTD.	1,260.00
LONG, JAMES G.	83,061.15
LOOMIS EXPRESS	56.54
MANCAL ENERGY INC.	14,784.51
MCBETH OILFIELD SERVICES LTD.	20,170.50
MCKAIN, GLENN AND ELAINE	3,100.00
MIDFIELD SUPPLY ULC B3999	20,205.80
MINISTER OF FINANCE - ALBERTA CR ROY	320,740.19
MINISTER OF FINANCE - ALBERTA EN	26.88
MINISTER OF FINANCE - ALBERTA TR	59,786.69
MJ SYSTEMS	52.50
MONARCH SUPPLY LTD.	2,308.71

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NEMETH, JOSEPH FRANK	8,700.00
NEWALTA	3,294.90
NUTECK RESOURCES LTD.	121,019.18
OLYMPIA TRUST COMPANY	1,041.10
ON TRACK COURIER SERVICES LTD.	2.63
ORCA POD ACCOUNTING SERVICES LTD.	7,872.50
P2 ENERGY SOLUTIONS ALBERTA ULC	437.59
PACE OIL & GAS LTD.	768.08
PALKO ENVIRONMENTAL LTD.	41,462.59
PARKLAND INDUSTRIES	24,603.38
PAUL FIRST NATION	1,500.00
PEARSON, DWIGHT & VANESSA	5,200.00
PENGROWTH CORPORATION	2,972.94
PENN WEST PETROLEUM	41,322.24
PENN WEST PETROLEUM LTD. (CANETIC)	1,525.50
PETRO J. LAND	10,914.44
PINNACLE DRILLING FLUIDS LTD.	12,276.34
PLUS ENERGY GRAPHICS	178.50
POLARD INSULATION SERVICES LTD	4,294.37
PRIME PUMP INDUSTRIES INC.	4,452.41
PRIMEWEST ENERGY INC.	8,682.17
PROGRESS EXPLORATION PARTNERSHIP 2009	1,868.79
PRONGHORN CONTROLS	4,045.94
PUROLATOR INC.	30.35
QUICK SILVER WIRELINE LTD.	3,465.00
RAMDAR RESOURCE MANAGEMENT LTD.	7,867.13
RICOH CANADA INC.	74.00
ROBERT & DEBORA WIGMORE	3,500.00
ROCKBRIDGE ENERGY ALBERTA INC.	1,519.48
ROSZKO CONSTRUCTION LIMITED	3,117.50
S&T HOLDINGS LTD.	17,580.44
SCHAFFERS, HERMAN JOSEPH & MARIAN	4,000.00
SIGNALTA RESOURCES LIMITED	15,774.43
SINGULAR, SHELLEY	6,580.58
STRATE-LINE INSPECTION LTD.	5,737.82
STRIKE PETROLEUM LTD.	75.51
STUBER'S CAT SERVICE LTD.	29,937.08
SURECALL	77.70
TAQA NORTH	7.64
TELUS	483.87
TELUS MOBILITY	49.14
TERENCE NUTT	2,300.00
TERRAX ENVIORMENTAL MANAGEMENT LTD.	4,939.68

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THREAD PROTECTOR SPECIALTIES & RECYCLING	149.52
TRIDENT EXPLORATION CORP.	9,477.63
TRIOIL RESOURCES LTD.	1,817.65
TRYTON TOOL SERVICES	2,942.73
TWIN BUTTE ENERGY	151.61
UNIVAR CANADA LTD.	1,696.04
UNIVERSAL SURVEYS INC.	12,463.67
VANCE & AMY KEITH	2,200.00
VAREX ENERGY SERVICES	1,185.24
VERMILION RESOURCES LTD.	1,150.43
VERSA-LINE SERVICES INC.	4,507.13
VESTA ENERGY LTD.	323.54
VISSER'S WELDING INC.	262.50
WEATHERFORD CANADA PARTNERSHIP	14,957.88
WESPRO PRODUCTION TESTING	13,105.84
WEST COUNTRY LIVESTOCK LTD.	2,800.00
WESTERN CANADIAN SPILL SERVICES LTD.	728.70
WESTHILL RESOURCES LIMITED	659.80
WESTWOOD VENTURES LTD.	2,149.88
WITHERS LP	3,084.65
YELLOWHEAD COUNTY	5,010.95
	<u>\$ 4,485,858.70</u>