

**FORM 6**

**CERTIFICATE OF COMPLIANCE**

**TO: CANADIAN NATIONAL STOCK EXCHANGE ("CNSX")**

Silver Phoenix Resources Inc. (the "Issuer") hereby certifies to CNSX that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CNSX Requirements (as defined in CNSX Policy 1).

Date: April 3, 2009

Signed:

(Signature)

William Murray

(Name of Signatory)

Director, President & Chief Executive Officer

(Office of Signatory)