

COURT FILE NUMBER **1901-18029**
COURT COURT OF QUEEN’S BENCH OF ALBERTA
JUDICIAL CENTRE Calgary

Clerk’s Stamp

IN THE MATTER OF SECTION 47 OF THE
BANKRUPTCY AND INSOLVENCY ACT, RSC 1985 C B-3

AND IN THE MATTER OF SECTION 13(2) OF THE
JUDICATURE ACT, RSA 2000, C J-2

AND IN THE MATTER OF SECTION 49 OF THE *LAW OF*
PROPERTY ACT, RSA 2000, C L-7

APPLICANTS **SUN LIFE ASSURANCE COMPANY OF CANADA
AND THOSE OTHER APPLICANTS SET OUT IN THE
ATTACHED SCHEDULE “A-1”**

RESPONDENTS **SUNDANCE PLACE II LTD. AND SUNDANCE PLACE
II 1000 LIMITED PARTNERSHIP BY ITS GENERAL
PARTNER, SUNDANCE PLACE II LTD. AND THOSE
OTHER RESPONDENTS SET OUT IN THE
ATTACHED SCHEDULE “A-2”**

DOCUMENT **AMENDED ORIGINATING
APPLICATION**

(Commercial List)

ADDRESS FOR SERVICE AND THOSE COUNSEL AND PARTIES LISTED IN THE
CONTACT INFORMATION OF ATTACHED SCHEDULE “B”

PARTY FILING THIS

DOCUMENT

NOTICE TO THE RESPONDENTS

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Court.

To do so, you must be in Court when the application is heard as shown below:

Date: December 19, 2019
Time: 2:00 p.m.
Where: Calgary Courts Centre, 601 – 5th Street SW, Calgary, AB
Before: The Honourable Justice K. Horner

Go to the end of this document to see what you can do and when you must do it.

Basis for this claim:

1. The Applicants are comprised of banks, credit unions and other lending institutions who granted stand-alone, discrete mortgage loans to the various Respondents, each on a specific and individual basis, as more particularly outlined in Schedules “A-1” and “A-2”, attached hereto. The lands over which the mortgage loans are registered are outlined in Schedule “C”, attached hereto.
2. Each of the Applicants opposes the relief sought by the Respondents in Court of Queen’s Bench of Alberta Action No. 1901-17453 (the “**CCAA Proceedings**”) in part on the basis that they no longer have confidence in management of the Respondents to operate the business of the Respondents, including the mortgaged property owned either in whole or in part by the Respondents (the “**Property**”).
3. The Applicants require an efficient and cost-effective process in which to ensure the Property is managed safely and preserved, rents are collected and not co-mingled amongst the Respondents, and operational expenses are paid by the appropriate Respondent from its cash flow.
4. It is just and convenient, and necessary that a receiver be put in place, at least on a temporary basis, to preserve the Property and the cash flow derived therefrom while the lenders evaluate their respective positions and determine how best to enforce their security in a value maximizing manner.
5. The application for the appointment of an interim receiver is supported, not only by the Mortgagees, but by Telus Pension Master Trust, a beneficial owner of an undivided interest in approximately 27 of the 42 Properties which are the subject of the within application.

Remedy sought:

6. An order abridging the time for service of notice of this application and for the appointment of an interim receiver or other receiver with respect to the Respondents, pursuant to section

47 of the *Bankruptcy and Insolvency Act*, RSC 1985, c C-6, section 13(2) of the *Judicature Act*, RSA 2000, c J-2 and section 49 of the *Law of Property Act*, RSA 2000, c L-7, substantially in the form attached hereto as Schedule “D”;

7. An order authorizing the Applicants to submit and rely upon the Affidavits filed in Court of Queen’s Bench of Alberta Action No. 1901-17453 and Court of Queen’s Bench of Alberta Action No. 1901-017394; and
8. Such further and other relief as counsel may advise and this Honourable Court permit.

Affidavit or other evidence to be used in support of this application:

9. The Affidavits filed on behalf of the Respondents in this action, in Court of Queen’s Bench of Alberta Action No. 1901-17453 and Court of Queen’s Bench of Alberta Action No. 1901-17394; and
10. Such further and other affidavits or evidence as counsel may advise and this Honourable Court permit.

Applicable Acts and regulations:

11. *Bankruptcy and Insolvency Act*, RSC 1985, c B-6, and in particular, section 47 thereof;
12. *Judicature Act*, RSA 2000, c J-2, and in particular, section 13(2) thereof;
13. *Law of Property Act*, RSA 2000, c L-7, and in particular, section 49 thereof;
14. *Alberta Rules of Court*, Alta Reg 124/2010, including Part 6 and Rule 6.11(f); and
15. Such further and other acts and regulations as counsel may advise and this Honourable Court permit.

WARNING

You are named as a respondent because you have made or are expected to make an adverse claim in respect of this originating application. If you do not come to Court either in person or by your lawyer, the Court may make an order declaring you and all persons claiming under you to be barred from taking any further proceedings against the applicant(s) and against all persons claiming under the applicant(s). You will be bound by any order the Court makes, or another order might be given or other proceedings taken which the applicant(s) is/are entitled to make without any further notice to you. If you want to take part in the application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of

this form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

SCHEDULE “A.1” – The Applicants	Schedule “A.2” – The Respondents
ACM Advisors Ltd.	<ul style="list-style-type: none"> • Sundance Place II Ltd. and Sundance Place II 1000 Limited Partnership by its general partner Sundance Place II Ltd.
ATB Financial	<ul style="list-style-type: none"> • Bonavista Square Ltd. and Bonavista Square Limited Partnership by its general partner Bonavista Square Ltd. • Stony Plain Capital Corp. and Stony Plain Limited Partnership by its general partner, Stony Plain Capital Corp. • Airdrie Gateway Block 3 Capital Corp. and Airdrie Gateway Block 3 Limited Partnership by its general partner, Airdrie Gateway Block 3 Capital Corp.
Bank of Montreal	<ul style="list-style-type: none"> • Aura Capital Corp. and Aura Limited Partnership by its general partner Aura Capital Corp. • Avenida Village Ltd. and Avenida Village Limited Partnership by its general partner Avenida Village Ltd. • One Six Capital Corp. and One Six Limited Partnership by its general partner One Six Capital Corp.
Business Development Bank of Canada	<ul style="list-style-type: none"> • 411 Capital Corp., 411 Ltd. and 411 Limited Partnership by its general partner 411 Ltd.
Canada ICI Capital Corporation	<ul style="list-style-type: none"> • 1112-1124 Capital Corp. and 1112-1124 Limited Partnership by its general partner 1112-1124 Capital Corp. • 808 Capital Corp. and 808 Limited Partnership by its general partner 808 Capital Corp. • Airdrie Gateway Block 2 Capital Corp. and Airdrie Gateway Block 2 Limited Partnership by its general partner Airdrie Gateway Block 2 Capital Corp. • Bonavista Square Ltd. and Bonavista Square Limited Partnership by its general partner Bonavista Square Ltd. • Deerfoot 17 Corp. and Deerfoot 17 Limited Partnership by its general partner Deerfoot 17 Corp.

	<ul style="list-style-type: none"> • Macleod Place Holding Corp., Macleod Place Ltd. and Macleod Place Limited Partnership by its general partner, Macleod Place Ltd. • Mayfield Capital Corp. and Mayfield Limited Partnership by its general partner Mayfield Capital Corp. • Airdrie Creekside Capital Corp. and Airdrie Creekside Limited Partnership by its general partner Airdrie Creekside Capital Corp. • Torode Strategic 1129 GP Ltd. and Torode Strategic Limited Partnership by its general partner Torode Strategic 1129 GP Ltd. • Shelbourne Place Ltd. and Shelbourne Place Limited Partnership by its general partner Shelbourne Place Ltd. • Stella Place Capital Corp. and Stella Place Limited Partnership by its general partner Stella Place Capital Corp. • Sundance Place II Ltd., Sundance Place II 3000 Limited Partnership by its general partner Sundance Place II Ltd. and Sundance Place II 4000 Limited Partnership by its general partner Sundance Place II Ltd. • Sundance Place Ltd. and Sundance Place Limited Partnership by its general partner Sundance Place Ltd. • Sunpark Place Ltd. and Sunpark Place Limited Partnership by its general partner Sunpark Place Ltd.
Canadian Imperial Bank of Commerce.	<ul style="list-style-type: none"> • Centre 2102 Capital Corp. and Centro 2102 Limited Partnership by its general partner Centre 2102 Capital Corp. • Place 9-6 Ltd. and Place 9-6 Limited Partnership by its general partner Place 9-6 Ltd.
Canadian Western Bank	<ul style="list-style-type: none"> • 534 Capital Corp. and 534 Limited Partnership by its general partner 534 Capital Corp. • Glenmore Commerce Court Capital Corp. and Glenmore Commerce Court Limited

	<p>Partnership by its general partner Glenmore Commerce Court Capital Corp.</p> <ul style="list-style-type: none"> • Macleod Place Holding Corp., Macleod Place Ltd. and Macleod Place Limited Partnership by its general partner Macleod Place Ltd. • Parkwood/Eastgate Capital Corp. and Parkwood/Eastgate Limited Partnership by its general partner Parkwood/Eastgate Capital Corp. • Petro Fina Capital Corp. and Petro Fina Building Limited Partnership by its general partner Petro Fina Building Limited Partnership • Strategic Centre Ltd. and Strategic Centre Limited Partnership by its general partner Strategic Centre Ltd.
Centurion Mortgage Capital Corporation	<ul style="list-style-type: none"> • Stony Plain Capital Corp. and Stony Plain Limited Partnership by its general partner Stony Plain Capital Corp.
CMLS Financial Ltd.	<ul style="list-style-type: none"> • Aura Capital Corp. and Aura Limited Partnership by its general partner Aura Capital Corp.
Computershare Trust Company of Canada	<ul style="list-style-type: none"> • <u>550 Capital Corp. and 550 Limited Partnership by its general partner 550 Capital Corp.</u> • <u>1445122 Alberta Ltd., Airways Business Plaza Capital Corp. and Airways Business Plaza Limited Partnership by its general partner Airways Business Plaza Capital Corp.</u> • Centre 1000 Capital Corp. and Centre 1000 Limited Partnership by its general partner Centre 1000 Capital Corp. • Deerfoot Court (2011) Capital Corp. and Deerfoot Court (2011) Limited Partnership by its general partner Deerfoot Court (2011) Capital Corp.
Connect First Credit Union Ltd. as the successor in interest to First Calgary Savings & Credit Union Ltd. and First Calgary Financial Credit Union Limited.	<ul style="list-style-type: none"> • Willow Park Capital Corp. and Willow Park Limited Partnership by its general partner Willow Park Capital Corp. • Wesley Church Building Inc. and Wesley Church Building Limited Partnership by

	<p>its general partner Wesley Church Building Inc.</p> <ul style="list-style-type: none"> • Paramount Building Ltd. and Paramount Building Limited Partnership by its general partner Paramount Building Ltd.
Fiera Properties Debt Strategies Ltd.	<ul style="list-style-type: none"> • Centre Street GP Ltd. and Centre Street Limited Partnership by its general partner Centre Street GP Ltd.
Industrial Alliance Insurance and Financial Services	<ul style="list-style-type: none"> • Inglewood 9th Avenue Limited Partnership by its general partner Inglewood 9th Avenue GP Ltd. • <u>Place 9-6 Limited Partnership by its general partner Place 9-6 Ltd.</u>
Institutional Mortgage Capital Canada Inc.	<ul style="list-style-type: none"> • 744 (2011) Capital Corp. and 744(2011) Limited Partnership by its general partner 744 (2011) Capital Corp.
MCAP Financial Corporation	<ul style="list-style-type: none"> • 926 Capital Corp. and 926 Limited Partnership by its general partner 926 Capital Corp. • Center Eleven Capital Corp. and Center Eleven Limited Partnership by its general partner Center Eleven Capital Corp. • Parallel Centre Ltd. and Parallel Centre Limited Partnership by its general partner Parallel Centre Ltd.
Royal Bank of Canada	<ul style="list-style-type: none"> • 20/20 Capital Corp. and 20/20 Limited Partnership by its general partner 20/20 Capital Corp. • Petro West Ltd. and Petro West Limited Partnership by its general partner Petro West Ltd.
SBI Canada Bank	<ul style="list-style-type: none"> • Blackfoot Centre Ltd. and Blackfoot Centre Limited Partnership by its general partner Blackfoot Centre Ltd.
Sun Life Assurance Company of Canada	<ul style="list-style-type: none"> • Sundance Place II Ltd. and Sundance Place II 1000 Limited Partnership by its general partner Sundance Place II Ltd.
Terrapin Mortgage Corporation	<ul style="list-style-type: none"> • Aura Capital Corp. and Aura Limited Partnership by its general partner Aura Capital Corp.

	<ul style="list-style-type: none"> • Mayfield Capital Corp. and Mayfield Limited Partnership by its general partner Mayfield Capital Corp.
Vancity Community Investment Bank	<ul style="list-style-type: none"> • First Street Plaza GP Ltd. and First Street Plaza (2006) Limited Partnership by its general partner First Street Plaza GP Ltd. • Louise Block Capital Corp. and Louise Block Limited Partnership by its general partner Louise Block Capital Corp. • Macleod Place Ltd. and Macleod Place Limited Partnership by its general partner Macleod Place Ltd. • Mission Centre Inc. and Mission Centre Limited Partnership by its general partner Mission Centre Inc. • Sundance Place II Ltd. and Sundance Place II 6000 Limited Partnership by its general partner Sundance Place II Ltd.

SCHEDULE "B"
ADDRESSES FOR SERVICE

1. BORDEN LADNER GERVAIS LLP

Address: 1900, 520 3rd Ave SW, Calgary, AB, T2P 0R3
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Counsel to: Bank of Montreal, ATB Financial, Industrial Alliance Insurance and Financial Services, RBC Investor Services Trust c/o CMLS Financial Ltd., and ACM Advisors

2. BORDEN LADNER GERVAIS LLP

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Counsel to: Terrapin Mortgage Corp.

3. BLAKE, CASSELS & GRADYON LLP

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Counsel to: Sun Life Assurance Company of Canada

4. CASSELS BROCK & BLACKWELL LLP

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Counsel to: MCAP Financial Corporation and Business Development Bank Canada

5. MCMILLAN LLP

Address: 1700, 421 7th Avenue SW, Calgary, AB, T2P 4K9
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Counsel to: Royal Bank of Canada

6. MCLENNAN ROSS LLP

Address: 600, 12220 Stony Plain Road, Edmonton, AB, T5N 3Y4

Attention: Chuck Russell crussell@mross.com

Counsel to: Canadian Western Bank

7. **BROWNLEE LLP**

Address: 10155 102 St NW, Edmonton, AB, T5J 4G8

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Counsel to: Canada ICI Capital Corporation and SBI Canada Bank

8. **LAWSON LUNDELL LLP**

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Counsel to: Vancity Community Investment Bank

9. **FASKEN MARTINEAU DUMOULIN LLP**

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Counsel to: Fiera Properties Debt Strategies Ltd.

10. **TORYS LLP**

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Counsel to: Connect First Credit Union Ltd.

11. **Gowling WLG**

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Elizabeth Burton elizabeth.burton@gowlingwlg.com

Counsel to: CIBC Mortgage Inc. and Canadian Imperial Bank of Commerce

12. **LAWSON LUNDELL LLP**

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Attention: Bryan Gibbons bgibbons@lawsonlundell.com

Counsel to: Centurion Mortgage Capital Corporation

13. STIKEMAN ELLIOTT LLP

Address: 5300, 199 Bay Street, Toronto, ON, M5L 1B9

Attention: Maria Konyukhova mkonyukhova@stikeman.com

Counsel to: Institutional Mortgage Capital Canada Inc. and Computershare Trust Company of Canada

14. OSLER, HOSKIN & HARCOURT LLP

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Attention: Tracy Sandler tsandler@osler.com

Randal Van de Mosselaer rvandemosselaer@osler.com

Emily Paplawski epaplawski@osler.com

Counsel to: TELUS Pension Master Trust

SCHEDULE “C”

THE LANDS

No.	Entity (Building Name)	General Partner/Holdco	Legal Land Description
1.	1112 & 1124	1112-1124 Capital Corp.	<u>FIRST</u> <u>PLAN A1</u> <u>BLOCK 118</u> <u>LOTS 10, 11 AND 12</u> <u>SECOND</u> <u>PLAN A1</u> <u>BLOCK 118</u> <u>LOTS 13 AND 14</u> <u>EXCEPTING THEREOUT ALL MINES AND MINERALS</u>
2.	20/20 Limited Partnership	20/20 Capital Corp.	PLAN 0811106 BLOCK 23 LOT 17 EXCEPTION THEREOUT ALL MINES AND MINERALS
3.	411 Property	411 Capital Corp.	PLAN A BLOCK 66 ALL THAT PORTION OF LOT 1 WHICH LIES TO THE EAST OF THE WESTERLY 5 FEET, AND ALL OF LOTS 2 AND 3.
4.	<u>4th Avenue Office</u>	<u>744 (2011) Capital Corp.</u>	<u>PLAN A1</u> <u>BLOCK 13</u> <u>LOTS 39 AND 40</u> <u>EXCEPTING THEREOUT AS TO</u> <u>SURFACE ONLY A PORTION</u> <u>FOR ROAD WIDENING ON</u> <u>PLAN 8310002</u>
5.	<u>550 11th Avenue Office Building</u>	<u>550 Capital Corp.</u>	<u>PLAN A1 CALGARY</u> <u>BLOCK SIXTY NINE (69)</u> <u>LOTS THIRTY EIGHT (38),</u> <u>THIRTY NINE (39), FORTY (40)</u> <u>AND FORTY ONE (41)</u> <u>EXCEPTING THEREOUT A</u>

			<u>PORTION AS TO SURFACE</u> <u>ONLY FOR ROAD WIDENING</u> <u>ON PLAN 8310204</u>
6.	808	808 Capital Corp.	PLAN 7410331 BLOCK 1 LOT 4 EXCEPTING THEREOUT: THE EASTERLY 68.580 METRES IN PERPENDICULAR WIDTH <u>THROUGHOUT LOT 4</u> EXCEPTING THEREOUT ALL MINES AND MINERALS
7.	926 Property	926 Capital Corp.	FIRST: PLAN A1 BLOCK 20 LOT 33 EXCEPTING THEREOUT PORTION FOR ROADWAY ON PLAN 8110080 SECOND: PLAN A1 BLOCK 20 LOT 34 EXCEPTING THEREOUT PORTION FOR ROADWAY ON PLAN 8110080 THIRD: PLAN A1 BLOCK 20 LOT 35 EXCEPTING THEREOUT PORTION FOR ROADWAY ON PLAN 8110080 FOURTH: PLAN A1 BLOCK 20 LOT 36 EXCEPTING THEREOUT PORTION FOR ROADWAY ON PLAN 8110080
8.	<u>Airways Business Plaza</u>	<u>1445122 Alberta Ltd</u>	<u>PLAN SOUTH AIRWAYS</u> <u>INDUSTRIAL PARK CALGARY</u> <u>781007</u>

			<p><u>BLOCK FIFTEEN (15)</u> <u>LOT ONE (1) EXCEPTING THE</u> <u>SOUTH EIGHTY EIGHT AND</u> <u>FOUR HUNDRED AND ONE</u> <u>THOUSANDTHS (88.401)</u> <u>METERS IN PERPENDICULAR</u> <u>WIDTH THROUGHOUT THE</u> <u>SAID LOT CONTAINING 0.846</u> <u>HECTARES (2.09 ACRES) MORE OR LESS</u> <u>EXCEPTING THEREOUT ALL MINES AND MINERALS</u></p> <p><u>PLAN 8610719</u> <u>BLOCK 15</u> <u>LOT 7</u> <u>EXCEPTING THEREOUT ALL MINES AND MINERALS</u> <u>AREA: 0.463 HECTARES (1.14 ACRES) MORE OR LESS</u></p>
9.	Aqua	Airdrie Gateway Block 2 Capital Corp.	<p>PLAN 1213592 BLOCK 2 LOT 6 EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
10.	Arriva Podium	Torode Strategic 1129 GP Ltd.	<p>CONDOMINIUM PLAN 1014767 UNITS 3, 6, 9, 10, 11, 17, 18, 19, 61, 62, 63, 70, 73, 74, 86, 87, 88, 89, 90, 91 AND 3903 UNDIVIDED TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
11.	Aura 1000 Property	Aura Capital Corp.	<p>PLAN 1210641 BLOCK 1 LOT 9 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.678 HECTARES (1.68 ACRES) MORE OR LESS</p>
12.	Aura 2000 and 3000 Property	Aura Capital Corp.	<p>FIRST: CONDOMINIUM PLAN 1411763 UNIT 1 AND 3974 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROEPRTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>

			<p>SECOND: CONDOMINIUM PLAN 1411763 UNIT 2 AND 3433 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROEPRTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
13.	Aura 4000 Property	Aura Capital Corp.	<p>CONDOMINIUM PLAN 1411763 UNIT 3 AND 2593 UNDIVDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
14.	Avenida Place	Bonavista Square Ltd.	<p>PLAN 9912347 BLOCK 1 LOTS 5 TO 8 INCLUSIVE EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
15.	Avenida Village	Avenida Village Ltd.	<p>PLAN 8811251 BLOCK 1 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 3.83 HECTARES (9.46ACRES) MORE OR LESS</p>
16.	Blackfoot Centre	Blackfoot Centre Ltd.	<p>PLAN 2175JK BLOCK 1 EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
17.	Bonavista/Avenida Place	Bonavista Square Ltd.	<p>FIRST: PLAN 9912347 BLOCK 1 LOT 5 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.301 HECTARES (0.74 ACRES) MORE OR LESS</p> <p>SECOND: PLAN 9912347 BLOCK 1 LOT 6 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.368 HECTARES (0.91 ACRES) MORE OR LESS</p>

			<p>THIRD: PLAN 9912347 BLOCK 1 LOT 7 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 1.203 HECTARES (2.97 ACRES) MORE OR LESS</p> <p>FOURTH: PLAN 9912347 BLOCK 1 LOT 8 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.458 HECTARES (1.13 ACRES) MORE OR LESS</p>
18.	<u>Centre 1000</u>	<u>Centre 1000 Capital Corp.</u>	<p><u>PLAN 3946N</u> <u>BLOCK 24</u> <u>LOTS 5 TO 10 INCLUSIVE</u></p>
19.	Centre Eleven Property	Centre Eleven Capital Corp.	<p>PLAN CALGARY 3946N BLOCK SEVENTEN (17) LOTS FIFTEEN (15) TO NINETEEN (19) INCLUSIVE AND THE WESTERLY FORTY (40) FEET THROUGHOUT LOTS TWENTY (20) TO TWENTY FOUR (24) INCLUSIVE</p>
20.	Centro Building	Centro 2102 Capital Corp.	<p>PLAN 21290 BLOCK 20 LOTS 1 THROUGH 4 INCLUSIVE EXCEPTING THEREOUT OF LOT 3 ALL MINES AND MINERALS</p>
21.	Deerfoot 17	Deerfoot 17 Corp.	<p><u>FIRST</u> <u>PLAN CALGARY 4946T</u> <u>BLOCK TWENTY TWO (22)</u> <u>LOTS THIRTY THREE (33) TO FORTY (40) INCLUSIVE</u> <u>EXCEPTING OUT OF LOT FORTY (40) THE CORNER CUT ON PLAN</u> <u>8210932</u> <u>EXCEPTING THEREOUT OF LOT THIRTY THREE (33) AND LOTS</u> <u>THIRTY SEVEN (37) TO FORTY (40) INCLUSIVE ALL MINES AND</u> <u>MINERALS</u></p>

			<p><u>SECOND:</u> <u>PLAN 4946T</u> <u>BLOCK 22</u> <u>LOT 31</u></p> <p><u>THIRD:</u> <u>PLAN 4946T</u> <u>BLOCK 22</u> <u>LOT 32</u></p> <p><u>FOURTH:</u> <u>PLAN 7014FW</u> <u>PARCEL B</u> <u>PORTION LOT A, BLOCK 22, PLAN CALGARY 4946T</u></p>
22.	<u>Deerfoot Court</u>	<u>Deerfoot Court (2011)</u> <u>Capital Corp.</u>	<p><u>PLAN 8210117</u> <u>BLOCK 13</u> <u>LOT 20</u> <u>EXCEPTING THEREOUT ALL</u> <u>MINES AND MINERALS</u></p>
23.	Entro Building	Stony Plain Capital Corp	<p>CONDOMINIUM PLAN 1720526 UNIT 1 AND 6446 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
24.	Glenmore Commerce Court	Glenmore Commerce Court Capital Corp.	<p>PLAN 0110420 BLOCK 2 CONTAINING .8410 HECTARES(2.08 ACRES) MORE OR LESS EXCEPTING THEREOUT: HECTARES (ACRES) MORE OR LESS A) PLAN 1811789 ROAD 0.013 0.03 EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
25.	Inglewood 1410	Inglewood 9 th Avenue GP Ltd.	<p>PLAN A3 BLOCK 12 LOT 'A' AND LOTS 1-7 INCLUSIVE</p>

			EXCEPTING THEREOUT ALL MINES AND MINERALS OUT OF LOTS 6 & 7
26.	Macleod Lands	Macleod Place Ltd.	<p>FIRST: PLAN 4880AJ BLOCK 2 LOTS 11 AND 12 EXCEPTING THEREOUT ALL MINES AND MINERAL</p> <p>SECOND: PLAN 4880AJ BLOCK 2 LOTS 13 TO 15 INCLUSIVE EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>THIRD: PLAN 4880AJ BLOCK 2 LOTS 16 TO 19 INCLUSIVE EXCEPTING OUT OF LOTS EIGHTEEN (18) AND NINETEEN (19) ALL MINES AND MINERALS</p> <p>FOURTH: PLAN 4880AJ BLOCK (2) LOTS (32), (33) AND (34) EXCEPTING OUT OF LOT (34) THAT PORTION BOUNDED AS FOLLOWS COMMENCING AT A POINT IN THE EAST BOUNDARY, AT A DISTANCE OF (17) FEET SOUTH OF THE NORTH EAST CORNER OF THE SAID LOT (34) THENCE NORTHERLY ALONG THE SAID EAST BOUNDARY TO THE SAID NORTH EAST CORNER</p>

			<p>THENCE WESTERLY ALONG THE NORTH BOUNDARY TO THE NORTH WEST CORNER OF THE SAID LOT (34) THENCE SOUTHERLY ALONG THE WEST BOUNDARY OF THE SAID LOT (34) A DISTANCE OF (10) FEET THENCE EASTERLY PARALLEL WITH THE SAID NORTH BOUNDARY A DISTANCE OF (110) FEET THENCE SOUTH EASTERLY IN A STRAIGHT LINE TO THE POINT OF COMMENCEMENT, CONTAINING .012 OF A HECTARE (0.03 OF AN ACRE) MORE OR LESS EXCEPTING THEREOUT OF LOT 32 ALL MINES AND MINERALS</p> <p>FIFTH: PLAN 4880AJ BLOCK 2 LOTS 37 AND 38 EXCEPTING THEREOUT A PORTION FOR STREET WIDENING ON PLAN 7611172</p> <p>SIXTH: PLAN 4880AJ BLOCK 13 LOTS 7 AND 8</p> <p>SEVENTH: PLAN 4880AJ BLOCK 13 LOTS 35 TO 38 INCLUSIVE</p>
27.	MacLeod Place	MacLeod Place Ltd.	<p>FIRST: PLAN 4880AJ BLOCK 13 LOTS 5 AND 6</p>

			SECOND: PLAN 4880AJ BLOCK 13 LOTS 1 TO 4 INCLUSIVE
28.	Mayfield Business Centre	Mayfield Business Centre	PLAN 1844TR BLOCK 2 LOT 8 EXCEPTING THEREOUT ALL MINES AND MINERALS
29.	Mayfield Business Centre	Mayfield Capital Corp.	PLAN 1844TR BLOCK 2 LOT 8 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 1.81 HECTARES (4.47 ACRES) MORE OR LESS
30.	Mission 17	Center Street GP Ltd.	PLAN 0210992 BLOCK 4 LOT 41 EXCEPTING THEREOUT ALL MINES AND MINERALS
31.	ONE6	One Six Capital Corp.	PLAN CALGARY 2768JK BLOCK ONE (1) CONTAINING 0.392 HECTARES (0.97 ACRES) MORE OR LESS EXCEPTING THEREOUT: FIRST: A PORTION FOR ROAD WIDENING AND LANE FOR PLAN 8310651 SECONDLY: PLAN NUMBER HECTARES MORE OR LESS ACRES MORE OR LESS ROAD 8910148 0.08 0.020 EXCEPTING THEREOUT ALL MINES AND MINERALS
32.	Parallel Centre Property	Parallel Centre Ltd.	PLAN A 1 CALGARY BLOCK THIRTY SIX (36) LOTS THIRTY THREE (33) TO FORTY (40) INCLUSIVE EXCEPTING THEREOUT AS TO SURFACE ONLY A PORTION FOR STREET WIDENING ON PLAN 8310476 EXCEPTING THEREOUT OUT OF LOTS THIRTY THREE (33) AND THIRTY FOUR (34) ALL MINES AND MINERALS
33.	Paramount Building	Paramount Building Ltd.	PLAN A

			BLOCK 68 LOTS 21 TO 24 INCLUSIVE EXCEPTING THEREOUT: ROAD WIDENING PLAN NUMBER 8210057 0.015 HECTARES/ 0.04 ACRES (MORE OR LESS)
34.	Parkwood Office	Parkwood/Eastgate Capital Corp.	FIRST: PLAN 7622073 BLOCK 2 LOT 9 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.45 HECTARES (1.11 ACRES) MORE OR LESS SECOND: PLAN 7622073 BLOCK 2 LOT 10 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.45 HECTARES (1.11 ACRES) MORE OR LESS THIRD: PLAN 7622073 BLOCK 2 LOT 11 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 0.45 HECTARES (1.11 ACRES) MORE OR LESS
35.	Petro Fina Building	Petro Fina Capital Corp.	PLAN A1 BLOCK 47 LOTS 35, 36, 39 AND 40 AND THOSE PORTIONS OF LOTS 37 AND 38 WHICH LIE TO THE NORTH OF THE SOUTHERLY 7 FEET THROUGHOUT THE SAID LOTS 37 AND 38 EXCEPTING OUT OF THE SAID LOTS 37 AND 38 ALL MINES AND MINERALS
36.	Petro West Limited Partnership	Petro West Ltd.	PLAN A1 BLOCK 85 LOTS 1 AND 2

			EXCEPTING FIRST: OUT OF SAID LOT 1, THE ROADWAY SHOWN ON PLAN 1917K SECONDLY: THAT PORTION THEREOUT FOR ROAD WIDENING ON PLAN 8111566
37.	Place 9-6	Place 9-6 Ltd.	PLAN A1 BLOCK 26 LOTS 35, 36, 37 AND THOSE PORTIONS OF LOTS 38 AND 39 WHICH LIE TO THE NORTH OF TH ESOUTH 7 FEET OF THE SAID LOTS 38 AND 39 AND THAT PORTION OF LOTS 40 WHICH LIES TO THE EAST OF THE WEST 5 FEET AND TO THE NORTH OF THE SOUTH 7 FEET OF THE SAID LOT 40 EXCEPTION THEREOUT: AS TO SURFACE ONLY THOSE PORTIONS OF LOTS 35, 36, 37 AND 40 FOR STREET WIDENING ON PLAN 8210505
38.	Shelbourne Place	Shelbourne Place Ltd.	FIRST: PLAN 179R BLOCK 29 LOTS 1 AND 2 SECOND: PLAN 179R BLOCK 29 LOTS 3 AND 4
39.	Ship & Anchor Building	534 Capital Corp.	PLAN A1 BLOCK 107 THE WESTERLY 10 FEET OF LOT 40 AND ALL OF LOTS 41, 42 AND 43 EXCEPTING THEREOUT: PLAN NUMBER HECTARES (ACRES) MORE OR LESS ROAD 7611168 AS TO PORTION (LOTS 40 TO 43 INCLUSIVE) EXCEPTING THEREOUT ALL MINES AND MINERALS
40.	Stella Place	Stella Place Capital Corp.	PLAN 1522188 BLOCK 1 LOT 15 EXCEPTING THEREOUT ALL MINES AND MINERALS
41.	Strategic Centre	Strategic Centre Ltd.	PLAN A1 BLOCK 48 LOTS 35, 36 AND 37

			EXCEPTING OUT OF LOTS 35 AND 36 THE MOST SOUTHERLY 7 FEET THEREOF EXCEPTING THEREOUT ALL MINES AND MINERALS
42.	Sundance Place	Sundance Place II Ltd.	FIRST: CONDOMINIUM PLAN 0713860 UNITS 3 AND 4 AND 3254 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS. SECOND: CONDOMINIUM PLAN 0713860 UNITS 2 AND 5 AND 2897 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS
43.	Sundance Place	Sundance Place Ltd.	PLAN 9912494 BLOCK 1 LOT 11 EXCEPTING THEREOUT ALL MINES AND MINERALS
44.	Sunpark Plaza	Sunpark Place Ltd.	PLAN 9912291 BLOCK 2 LOT 6 EXCEPTING THEREOUT ALL MINES AND MINERALS
45.	Terra Property	Airdrie Gateway Block 3 Capital Corp.	FIRST: CONDOMINIUM PLAN 1710403 UNIT 1 AND 1595 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS SECOND: CONDOMINIUM PLAN 1710403 UNIT 2 AND 1678 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY

			<p>EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>THIRD: CONDOMINIUM PLAN 1710403 UNIT 3 AND 1915 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>FOURTH: CONDOMINIUM PLAN 1710403 UNIT 4 AND 1117 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>FIFTH: CONDOMINIUM PLAN 1710403 UNIT 5 AND 1793 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>SIXTH: CONDOMINIUM PLAN 1710403 UNIT 6 AND 1902 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p>
46.	Wesley Church Building	Wesley Church Building Inc.	<p>PLAN A1 BLOCK 92 LOTS 21 TO 25 INCLUSIVE</p>
47.	Willow Park	Willow Park Capital Corp.	<p>FIRST: PLAN 6946JK</p>

			<p>THAT PORTION OF BLOCK 3 WHICH LIES TO THE EAST OF THE WESTERLY 200 FEET THROUGHOUT THE SAID BLOCK 3 CONTAINING 0.43 OF A HECTARE (1.06 ACRES) MORE OR LESS EXCEPTING THEREOUT ALL MINES AND MINERALS AND THE RIGHT TO WORK THE SAME</p> <p>SECOND: PLAN 6946JK THAT PORTION OF BLOCK 4 WHICH LIES TO THE EAST OF THE WESTERLY 150 FEET THROUGHOUT THE SAID BLOCK 4 CONTAINING 0.53 OF A HECTARE (1.31 ACRES) MORE OR LESS EXCEPTING THEREOUT ALL MINES AND MINERALS AND THE RIGHT TO WORK THE SAME</p>
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