

FORM 23

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES AND
ACCOMPANYING DECLARATION PURSUANT TO SECTION 112
OF THE *SECURITIES ACT*

1 Name and address of reporting issuer

2 Date issuer became a reporting issuer

3 Name and address of selling security holder

4 Amount or number and designation of securities of the reporting issuer held by the selling security holder (Instruction 1).

5 Amount or number and designation of securities of the reporting issuer proposed to be distributed by the selling security holder.

6 State, to the extent known to the selling security holder, the following particulars about the control position of the reporting issuer: name(s), securities of the reporting issuer held, offices or positions with the reporting issuer or selling security holder and any other material particular regarding such control position.

7 Proposed method of distribution.

8 Proposed date and places of commencement of distribution.

9 If the selling security holder is a lender, pledgee, mortgagee or other encumbrancer selling securities acquired pursuant to section 107(1)(e) of the Act, state the date and amount of the loan, pledge, mortgage or other encumbrance, the reasons for liquidating the debt and the circumstances of default.

10 State the date that the selling security holder or creditor acquired the securities.

DECLARATION, CERTIFICATE AND UNDERTAKING

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The seller for whose account the securities to which this certificate relates are to be sold hereby:

(a) certifies as follows:

The seller of the securities that are to be sold to which this certificate relates hereby represents that he has no knowledge of any material change that has occurred in the affairs of the issuer of the securities that has not been generally disclosed and reported to the Executive Director, nor has he any knowledge of any other material adverse information in regard to the current and prospective operations of the issuer that have not been generally disclosed.

(b) represents that to the best of his information and belief

(i) no unusual effort has been and undertakes that no unusual effort will be made to prepare the market or to create a demand for the securities to be sold and no extraordinary commission or other consideration has been or has been agreed to be paid in respect of such trade, and

(ii) the transaction to which this notice of intention and declaration relate is a bona fide and arm's length transaction;

(c) represents that the appropriate hold period at section 112(1)(d) of the *Securities Act* shall be satisfied on the date of commencement of the distribution;

(d) undertakes that:

(i) the notice required to be filed under clause (a), and

(ii) the declaration required to be filed under clause (b)

of section 112(3) of the *Securities Act* shall be renewed and filed at the end of 60 days after the original date of filing of this notice of intention and thereafter at the end of each 28 day period so long as any of the securities specified under this notice have not been sold or until notice has been filed that the securities so specified or any part thereof are no longer for sale;

(e) certifies that the information given in the answers to the questions in this notice of intention are true.

Date _____
(name of selling security holder)

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(signature)

(official capacity - please print)

(please print here name of individual whose signature appears above, if different from name of selling security holder printed above.)

INSTRUCTIONS:

1 In this form the “selling security holder” means the control person of a reporting issuer or a creditor of that control person, being a lender, pledgee, mortgagee or other encumbrancer that acquired securities of that reporting issuer pursuant to section 107(1)(e) or section 112 of the Securities Act.

2 In respect of paragraph 10, if the selling security holder is a creditor being a lender, pledgee, mortgagee or other encumbrancer selling securities acquired pursuant to section 107(1)(e) or section 112 of the Securities Act, the appropriate hold period under section 112(1)(d) of the Securities Act shall be satisfied if that creditor or control person has, in the aggregate, held the securities for the appropriate hold period under section 112(1)(d) of the Securities Act. In setting out particulars under paragraph 10, the creditor of the control person shall set out the date of acquisition of the securities by the control person and the date of acquisition of those securities by the creditor.

3 If the space provided for any item is insufficient use additional sheets which refer to the item, are identified and are signed.

4 In Item 8, if the place of commencement of distribution is to be on the floor of an exchange, a statement to this effect and naming the exchange is sufficient.

5 Please file this notice in duplicate with the required fee. Cheques are payable to the Alberta Securities Commission.

6 Clause (d) of the Declaration, Certificate and Undertaking must be deleted if this Form is being used for the purposes of an exemption under section 123.1 of the Regulation.

IT IS AN OFFENCE UNDER THE SECURITIES ACT, THE SECURITIES REGULATION AND THE ALBERTA SECURITIES COMMISSION RULES FOR A PERSON OR COMPANY TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR

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FURNISHED UNDER THE ACT OR THE REGULATIONS THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.

ANY FEE PAYABLE UNDER THE *SECURITIES ACT*, *THE ALBERTA SECURITIES COMMISSION RULES* AND *THE SECURITIES REGULATION* SHALL BE PAID TO THE ALBERTA SECURITIES COMMISSION. ANY FAILURE TO ACCOMPANY A FORM OR APPLICATION WITH THE PRESCRIBED FEE MAY RESULT IN THE RETURN OF THAT FORM OR APPLICATION.