

4. Mr. Gadbois, as President of the Company has signed a Statutory Declaration confirming that;
 - (a) The Phase 2 amenities have been constructed, completed and installed at the Resort. and
 - (b) The Company has paid all accounts for material and labour related to the Phase 2 amenities but for those accounts specifically listed in the Statutory Declaration. And
5. Mr. Gadbois, as President of the Company has signed a Letter of Direction authorizing Kidston & Company LLP to pay so much of the Phase 2 proceeds as may be required to pay those accounts that remain unpaid and specifically listed in the Statutory Declaration for the Phase 2 amenities. And Mr. Gadbois has further authorized the payment of the sum of \$ 80,000.00 to Andrew Gregoire as Certificate of Possession Holder (Locatee) of PIN: 902503340, Lot 26 Block 3 Plan: CLSR 85145 07390 Okanagan Indian Reserve No. 1 British Columbia (the property) which payment is recorded on account and to be submitted at the request of Indian and Northern Affairs Canada (INAC) on account of the application for the head lease on the property for a twenty year term.

When all of the conditions 1 through 5 have been satisfied I will release the balance then remaining of the Phase 2 proceeds to Andrew Gregoire.

I attach;

6. A copy of the Company's summary concerning the Resort as prepared by Mr. Gadbois.
7. A copy of the form of Statutory Declaration that Mr. Gadbois will be signing concerning the Phase 2 amenities.) The list of outstanding accounts will be provided by Mr. Gadbois).
8. A copy of the form of the Letter of Direction to be signed by Mr. Gadbois.
9. A copy of the non-revocable letter of Authorization to Kidston & Company LLP to Disburse the Phase 2 proceeds.

I confirm that I am the lawyer for the Company only. I do not act for you and I cannot and will not provide any advice concerning this transaction. I recommend that each purchaser of a leasehold lot in the Resort consult with and be advised by their own independent legal representative before proceeding.

Please sign a copy of this letter and return it to me, confirming receipt of documents 6 to 9 and acknowledging conditions 1 to 5 and confirming that you have been advised to obtain independent legal advice before proceeding.

Meadows Edge Holdings Ltd.
Thursday, June 14, 2007
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Yours very truly,

KIDSTON & COMPANY LLP

Per:

DAVID A. HELM

DAH\dah

Cc: Meadows Edge Holdings Ltd.