

Form 49
[Rule 13.19]

COURT FILE NUMBER 1103 18646
COURT QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE EDMONTON



IN THE MATTER OF THE
**COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C.**
1985, Chapter C-36, AS AMENDED

AND IN THE MATTER OF A
COMPROMISE OR
ARRANGEMENT OF ARMAC
INVESTMENTS LTD. (AB), LAKE
EDEN PROJECTS INC. (AB),
1204583 ALBERTA INC. (AB),
1317517 ALBERTA INC. (AB),
WESTRIDGE PARK LODGE
DEVELOPMENT CORP (AB), and
WESTRIDGE PARK LODGE AND
GOLF RESORT LTD. (AB), HALF
MOON LAKE RESORT LTD. (AB),
NO. 50 CORPORATE VENTURES
LTD. (BC), FISHPATHS RESORTS
CORPORATION (BC), ARMAC
INVESTMENT LTD. (BC), OSTROM
ESTATES LTD. (BC), HAWKEYE
MARINE GROUP LTD. (BC),
JUBILEE MOUNTAIN HOLDINGS
LTD. (BC), GIANT MOUNTAIN
PROPERTIES LTD. (BC), and
CHERRY BLOSSOM PARK
DEVELOPMENT CORP (BC)

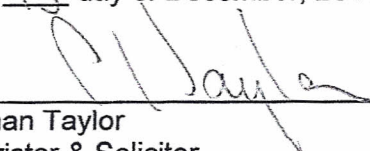
DOCUMENT **AFFIDAVIT OF JOHN KENNETH
PURDY sworn on December 15th
2011**

ADDRESS FOR SERVICE
AND
CONTACT INFORMATION
OF
PARTY FILING THIS
DOCUMENT Taylor Law Office
Suite 401, 10722 – 103 Avenue
Edmonton, Alberta
T5J 5G7
Attention: Conan J. Taylor
Phone: (780) 428-7770
Fax: (780) 428-7775

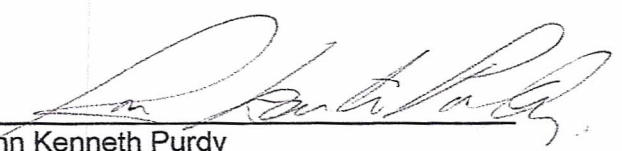
I, JOHN KENNETH PURDY (also known as "Jack Purdy"), businessman, of the County of Strathcona, in the Province of Alberta, MAKE OATH AND SAY THAT:

1. I, either directly or through holding companies, legally and beneficially own and control 100 percent of the voting shares, and I am the sole director, of all the Applicants in these proceedings, and as such I have personal knowledge of the facts and matters hereinafter deposed to save and except where stated to be on information and belief and where so stated I verily believe the same to be true.
2. Attached hereto as **Exhibit "A"** to this my Affidavit is copy of Projected Cash Flow Statement for the period of December 15th, 2011 to February 16th, 2012 (the "Cash Flow"). The Cash Flow is also attached as Appendix "C" to the First Report of the Monitor to be filed.
3. There is sufficient cash flow throughout the requested stay extension period, as set out in the Cash Flow, to undertake and continue the necessary assessment and restructuring that is required in respect of the Applicants' assets in order to put forward a meaningful compromise or plan of arrangement that I believe will be acceptable to the Applicants' creditors in due course.
4. The assumptions of the Applicants underlying the Cash Flow, which the Applicants believe to be true and reasonable, are set out and detailed in the First Report of the Monitor to be filed.
5. In respect of the Lake Eden Monies, I attach hereto and mark as **Exhibit "B"** a copy of Resolution of the Directors of Lake Eden Projects Inc. authorizing, among other things, the Mortgage registered on the Lake Eden Lands in favour of Armac Investments Ltd. (AB), a copy of which Mortgage is attached as Exhibit "E" to my Affidavit dated December 1, 2011, filed in the within matter (the "Armac/Eden Mortgage").
6. Attached hereto as **Exhibit "C"** is evidence of payments totalling \$914,088.70, representing advances made directly to Lake Eden Projects Inc. by Armac Investments Ltd. (AB).
7. Attached hereto as **Exhibit "D"** is evidence of payments totalling \$829,499.00, representing advances made to pay obligations of Lake Eden Projects Inc., by I strongly believe Armac Investment Ltd. (AB), but could also have been made by Armac Investments Ltd. (BC). The intention, however, was for all advances to the benefit of Lake Eden Projects Inc. to flow through Armac Investments Ltd. (AB) as this was the mortgage holder.
8. The payments evidenced in Exhibits "C" and "D" attached hereto were advances made and secured by the above referenced Armac/Eden Mortgage.

SWORN BEFORE ME at Edmonton, Alberta,)
this 15th day of December, 2011.)




Conan Taylor
Barrister & Solicitor



John Kenneth Purdy

Purdy Group of Companies
Projected Cash Flow Statement*
 For the period of December 15, 2011 to February 16, 2012 (the "Forecast Period")
 (in CDN dollars)

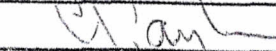
Week ending:	Week 4 23-Dec-11	Week 5 30-Dec-11	Week 6 06-Jan-12	Week 7 13-Jan-12	Week 8 20-Jan-12	Week 9 27-Jan-12	Week 10 03-Feb-12	Week11 10-Feb-12	Week12 17-Feb-12	Total
RECEIPTS										
Fishpath trade sales and rental receipts	-	6,900	-	-	-	6,900	-	-	-	13,800
Total receipts	-	6,900	-	-	-	6,900	-	-	-	13,800
DISBURSEMENTS										
Fishpath operating disbursements	-	3,500	-	-	-	3,500	-	-	-	7,000
Advances / Management fees	-	4,400	-	-	-	5,200	-	-	-	9,600
Property tax arrears	106,000	-	-	-	50,000	-	50,000	-	-	206,000
Contingency	-	5,000	-	-	-	5,000	-	-	5,000	15,000
Preservation, repair and marketing costs	-	-	50,000	-	-	40,000	-	40,000	-	130,000
Total operating disbursements	106,000	12,900	50,000	-	50,000	53,700	50,000	40,000	5,000	367,600
Restructuring retainer fees	-	-	-	-	-	-	-	-	-	-
Total disbursements	106,000	12,900	50,000	-	50,000	53,700	50,000	40,000	5,000	367,600
NET CHANGE IN CASH	(106,000)	(6,000)	(50,000)	-	(50,000)	(46,800)	(50,000)	(40,000)	(5,000)	(353,800)
OPENING CASH	363,381	257,381	251,381	201,381	201,381	151,381	104,581	54,581	14,581	363,381
Net change in cash	(106,000)	(6,000)	(50,000)	-	(50,000)	(46,800)	(50,000)	(40,000)	(5,000)	(353,800)
ENDING CASH	257,381	251,381	201,381	201,381	151,381	104,581	54,581	14,581	9,581	9,581


 Jack Purdy
 President & Chief Executive Officer

Dec 15 / 2011
 Date

This is Exhibit "A" referred to in the
 Affidavit of

John Kenneth Purdy
 Sworn before me this 15th day
 of December A.D., 20 11


 A Commissioner for Oaths
 in and for the Province of Alberta
CONAN J. TAYLOR
 Barrister and Solicitor

CERTIFIED COPY OF RESOLUTION OF THE DIRECTORS OF
LAKE EDEN PROJECTS INC.

(the "Corporation")

"RESOLVED:

1. THAT the Corporation borrow from **Armac Investments Ltd.** (hereinafter called the "**Lender**") the principal sum of **Seven Million Five Hundred and Forty Thousand (\$7,540,000.00) Dollars** together with interest thereon as provided in that certain Commitment Letter between the Lender and the Corporation dated the 1st day of October, 2005.
2. THAT as security for the repayment of the said loan the Corporation do execute and deliver to and in favour of the Lender the security listed in the Security Schedule attached hereto, together with any other security as may be required by the Lender, such securities and documents to be in such form and upon such terms and conditions as the President or Secretary or any Director of the Corporation in their sole discretion may approve, the signing of such securities and documents by one or more of them to be conclusive evidence of such approval.
3. THAT any Officer or Director of the Corporation is hereby authorized for and on behalf of and in the name of the Corporation to execute and deliver such further deeds, documents, assignments or authorities as may be necessary to carry out effectively the terms of the said loan and the securities to be granted with respect thereto."

CERTIFICATE

I, John Kenneth Purdy, Secretary/Treasurer of **EDEN LAKE PROJECTS INC.**
HEREBY CERTIFY that:

1. The foregoing Resolutions are true and correct copies of Resolutions duly passed by the Directors of **EDEN LAKE PROJECTS INC.**, in strict accordance with the provisions set forth and contained in the By-laws of the Corporation, and that the said Resolutions have not since been varied, amended or revoked and are now in full force and effect as of the date hereof.
2. The passage, adoption and implementation thereof by the Directors of the Corporation is within the power and authority granted to the Directors of the Corporation by the Corporation's By-laws.


CERTIFIED under seal of the Corporation this 25th day of October, 2005.


SECRETARY/TREASURER

This is Exhibit "B" referred to in the
Affidavit of

John Kenneth Purdy

Sworn before me this 15th day
of December, A.D., 20 11


A Commissioner for Oaths
in and for the Province of Alberta

NORMAN J. TAYLOR
Barrister and Solicitor

SECURITY SCHEDULE

1. Real Property Mortgage for the Lands described in the Land Schedule attached thereto
2. General Security Agreement
3. Assignment of Insurance



LAND SCHEDULE

The Lands are legally described as follows:

PLAN 8520616
BLOCK 1
LOT 1



EXCEPTING THEREOUT ALL MINES AND MINERALS



Armac Alberta # 914,038.70

This is Exhibit "C" referred to in the Affidavit of John Kenneth Rudy sworn before me this 15th day of December A.D., 2011
A Commissioner for Oaths in and for the Province of Alberta

CONAN J. TAYLOR
Barrister and Solicitor

CIBC ARMAC INVESTMENTS LTD. 312 - 50TH ST. N.W. EDMONTON, ALBERTA T6B 3K4		0497
MAY 24 2006 <i>CS</i>		DATE <u>May 15 / 2006</u>
10102 JASPER AVENUE EDMONTON, AB T5J 1W5		\$ 274,500.00
DO NOT DESTROY		100 DOLLARS 
CIBC CANADIAN IMPERIAL BANK OF COMMERCE COMMERCE PLACE 10102 JASPER AVE. EDMONTON, ALBERTA T5J 1W5		ARMAC INVESTMENTS LTD.
RE <u>pay order in mtg. / habe</u>		PER <u>[Signature]</u>
5909619		
Account number changed due to certification		
09000497 10005900101		
09003001611		
Number de compte modifié en raison de la certification du chèque		

100-420-1113

P.11

CIBC
CERTIFIED

ARMAC INVESTMENTS LTD.
6312 - 50TH ST. N.W.
EDMONTON, ALBERTA T6B 3K4

0855

AUG 08 2006

DATE

August 8 / 2006

10102 JASPER AVENUE
EDMONTON, AB T5J 1W5

DO NOT DESTROY

Bennett Jones

\$ 2353.70

Two thousand three hundred fifty three and 70/100

DOLLARS



CANADIAN IMPERIAL BANK OF COMMERCE
COMMERCE PLACE
10102 JASPER AVE.
EDMONTON, ALBERTA T5J 1W5

ARMAC INVESTMENTS LTD.

RE

*interest + fees on note Ellen Propts
as per Feb 27 letter.*



PER

[Signature]

5909019

⑈000855⑈ ⑆00059⑈010⑆

Account number changed due to certification
09 30016
Número de cuenta modificado en ocasión de la
certificación de cheque

ARMAC INVESTMENTS
11617 - 106 AVE. N.W.
EDMONTON, ALBERTA T5H 0S1
Tel: (780) 485-5166

1280
DATE *May 4 / 2007*

PAY to *Bonnie H Jones In Trust* \$ *400,000.00*
the order of *Four hundred and some thousand & no/100* DOLLARS

CIBC CANADIAN IMPERIAL BANK OF COMMERCE
COMMERCE PLACE
10102 JASPER AVE.
EDMONTON, ALBERTA T5J 1W5



ARMAC INVESTMENTS
PER *[Signature]*

RE *partial payment on Adv. Elder Rights fee*
100 inst. fee.

⑈001280⑈ ⑆00059⑈010⑆ 59⑈09619⑈

ARMAC INVESTMENTS
11617 - 106 AVE. N.W.
EDMONTON, ALBERTA T5H 0S1
Tel: (780) 485-5166

1441


DATE *Jan 29 / 2007*

PAY to
the order of

Bennett Jones

\$ *230,235.06*

Trust Loan City Bank Inc. 1/29/07

DOLLARS 



CANADIAN IMPERIAL BANK OF COMMERCE
COMMERCE PLACE
10102 JASPER AVE.
EDMONTON, ALBERTA T5J 1W5

ARMAC INVESTMENTS

RE

*paid pursuant to settlement agreement
Re: i-File*



PER \$

[Signature]

⑈001441⑈ ⑆00059⑈010⑆ 59⑈09619⑈

July 9/2000

Coloboff & Marzini

Attn R Coloboff / Summary

Pls provide the pl's official authority to transfer the sum of \$525,000.00 Cdn to Ogilvie LLP in Edmonton, (attention Kent Rowan) These funds are for the completion of purchase of the Lake Eden property and are to be prepared from your bank statements.

Truly
[Signature]

1/2 Ogilvie - Kent Rowan

1/2 Ogilvie
1/2 Lake Eden LLP - bank statements

GOLUBOFF MAZZEI - CLIENTS TRUST ACCOUNT
BARRISTERS & SOLICITORS
P.O. BOX 91700
WEST VANCOUVER, B.C. V7V 3P3


3984

July 20/05
DATE

PAY to Bennett Jones, in trust
the order of
THE SUM 82,000.00

\$82,000.00

100 DOLLARS

 CANADIAN IMPERIAL BANK OF COMMERCE
902 PARK ROYAL SOUTH
WEST VANCOUVER, B.C. V7T 1A1



GOLUBOFF MAZZEI - CLIENTS TRUST ACCOUNT
BARRISTERS & SOLICITORS

RE 455617

PER

⑈003984⑈ ⑆08910⑈0101⑆ 40⑈02210⑈

GOLUBOFF MAZZEI - CLIENTS TRUST ACCOUNT
BARRISTERS & SOLICITORS
P.O. BOX 91700
WEST VANCOUVER, B.C. V7V 3P3


3986

July 20/05
DATE

PAY to Bennett Jones, in trust
the order of
THE SUM 27,499.00

\$27,499.00

100 DOLLARS

 CANADIAN IMPERIAL BANK OF COMMERCE
902 PARK ROYAL SOUTH
WEST VANCOUVER, B.C. V7T 1A1



GOLUBOFF MAZZEI - CLIENTS TRUST ACCOUNT
BARRISTERS & SOLICITORS

RE 4556-8

PER

⑈003986⑈ ⑆08910⑈0101⑆ 40⑈02210⑈

To Goloboff + Messeri

To Ruone
As Discussed

July 14/04

Re R Goloboff / Pearson

Consider the full & sufficient authority of the
Ch. 65000 for part proceeds to Ogilvie LLP
part are in Edwards to close Lake Eden transaction

Sinks
[Signature]

transmitted by Fax

604 926 7817