

092

Page: 1

BC OnLine: PPRS SEARCH RESULT
 Lterm: XPSP0054 For: PM53800 CLARK, WILSON LLP

2010/11/15
 10:38:59

Index: BUSINESS DEBTOR

Search Criteria: 682202 B.C. LTD.

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: JAN 31, 2007 Reg. Length: 5 YEARS
 Reg. Time: 12:58:54 Expiry Date: JAN 31, 2012
 Base Reg. #: 479041D Control #: B7822181

Block#

S0001 Secured Party: 1397225 ONTARIO LIMITED
 5650 YONGE STREET, SUITE 300
 TORONTO ON M2M 4H5

=D0001 Base Debtor: 682202 B.C. LTD.
 (Business) 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0002 Bus. Debtor: KINGSWAY ARMS MANAGEMENT SERVICES
 INC.
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0003 Bus. Debtor: KINGSWAY ARMS HOLDINGS INC.
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0004 Bus. Debtor: CHAPLIN VENTURES LTD.
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0005 Bus. Debtor: COLTER INVESTMENTS (GP) LTD.
 1200-200 BURRARD STREET
 VANCOUVER BC V7X1T2

D0006 Bus. Debtor: COLTER INVESTMENTS LIMITED
 PARTNERSHIP
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0007 Bus. Debtor: KINGSWAY ARMS HOLDINGS B.C. LTD.
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0008 Bus. Debtor: 0780293 B.C. LTD.
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

D0009 Ind. Debtor: BYRNE PATRICK
 1200-200 BURRARD STREET Birthdate:
 VANCOUVER BC V7X 1T2

D0010 Ind. Debtor: PARKER GRAHAM Birthdate:
 1200-200 BURRARD STREET
 VANCOUVER BC V7X 1T2

This is Exhibit E referred to in the affidavit of
MARK KATZ sworn (or affirmed)
 before me on [dd/mm/yyyy]

.....
 A Commissioner for taking Affidavits
 within British Columbia
 Ontario

093

Continued on Page 2

Search Criteria: 682202 B.C. LTD.

Page: 2

D0011 Ind. Debtor: CHAPLIN MICHAEL
1200-200 BURNARD STREET Birthdate:
VANCOUVER BC V7X 1T2

General Collateral:

AS TO 682202 B.C. LTD.:

(1) ALL OF THE PRESENT AND AFTER-ACQUIRED GOODS, CHATTEL PAPER, INTANGIBLES, INSTRUMENTS, DOCUMENTS OF TITLE, SECURITIES, MONEY OR OTHER PRESENT OR AFTER-ACQUIRED PERSONAL PROPERTY OF THE DEBTOR SITUATE ON OR USED IN CONNECTION WITH OR ARISING FROM OR OUT OF THE REAL PROPERTY (AS DEFINED BELOW). PROCEEDS: ALL PROCEEDS THAT ARE GOODS, CHATTEL PAPER, INTANGIBLES, INSTRUMENTS, DOCUMENTS OF TITLE, SECURITIES, MONEY OR OTHER PRESENT OR AFTER-ACQUIRED PERSONAL PROPERTY. TERMS USED IN THIS GENERAL COLLATERAL DESCRIPTION WHICH ARE DEFINED IN THE PERSONAL PROPERTY SECURITY ACT, SHALL HAVE THE MEANINGS SPECIFIED IN THAT ACT, UNLESS THE CONTEXT OTHERWISE REQUIRES.

(2) PROCEEDS FROM A DEPOSIT IN THE PRINCIPAL SUM OF \$260,000.00 PLUS INTEREST THEREON PLEDGED TO THE SECURED PARTY TO SECURE A LOAN TO THE DEBTOR FROM THE SECURED PARTY

(3) ALL RIGHTS UNDER ALL CONTRACTS INCLUDING BUT NOT LIMITED TO BUILDING OR DEVELOPMENT PERMITS, CONSTRUCTION CONTRACTS AND CONTRACTS FOR THE PROVISION OF SERVICES RELATING TO THE DEVELOPMENT OF THE REAL PROPERTY AND ALL LICENCES ISSUED AND ANY AND ALL OPERATING AND FUNDING AGREEMENTS ENTERED INTO RELATING TO THE INDEPENDENT LIVING FACILITY OPERATED ON THE REAL PROPERTY.

THE TERM "REAL PROPERTY" AS USED HEREIN REFERS TO PROPERTY HAVING A CIVIC ADDRESS OF:

32331 7TH AVENUE, MISSION, BRITISH COLUMBIA

AND A LEGAL DESCRIPTION OF:

PID: 017-490-146, LOT A SECTION 20, TOWNSHIP 17, NWD, PLAN LMP1741

AS TO KINGSWAY ARMS MANAGEMENT SERVICES INC., KINGSWAY ARMS

HOLDINGS INC., CHAPLIN VENTURES LTD., COLTER INVESTMENTS (GP)

LTD., COLTER INVESTMENTS LIMITED PARTNERSHIP, KINGSWAY ARMS

HOLDINGS B.C. LTD., 0780293 B.C. LTD. PATRICK BYRNE, GRAHAM PARKER,

MICHAEL CHAPLIN:

ALL DEBTS AND LIABILITIES PRESENT AND FUTURE OF 682202 B.C. LTD. TO THE DEBTORS AND ALL PROCEEDS OF THE FOREGOING COLLATERAL INCLUDING, WITHOUT LIMITATION, ALL GOODS, SECURITIES, INSTRUMENTS, DOCUMENTS OF TITLE, CHATTEL PAPER, INTANGIBLES AND MONEY (ALL AS DEFINED IN THE PERSONAL PROPERTY SECURITY ACT OF BRITISH COLUMBIA AND REGULATIONS THEREUNDER AND ANY AMENDMENTS THERETO)

AS TO COLTER INVESTMENTS LIMITED PARTNERSHIP, KINGSWAY ARMS

HOLDINGS B.C. LTD., 0780293 B.C. LTD. AND MICHAEL CHAPLIN::

A PLEDGE OF ALL OF THE ISSUED AND OUTSTANDING SHARES HELD BY

THE DEBTOR IN 682202 B.C. LTD. TO THE SECURED PARTY.

Registering

Party: CELIA KLETT

401 88TH 6TH STREET

NEW WESTMINSTER BC V3L 5B3

Continued on Page 3

Search Criteria: 682202 B.C. LTD.

Page: 3

***** P P S A S E C U R I T Y A G R E E M E N T *****

Reg. Date: JAN 31, 2007 Reg. Length: 5 YEARS
Reg. Time: 13:20:23 Expiry Date: JAN 31, 2012
Base Reg. #: 479136D Control #: B7822317

Block#

S0001 Secured Party: 1397225 ONTARIO LIMITED
5650 YONGE STREET, SUITE 300
TORONTO ON M2M 4H5

=D0001 Base Debtor: 682202 B.C. LTD.
(Business) 1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0002 Bus. Debtor: KINGSWAY ARMS MANAGEMENT SERVICES
INC.
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0003 Bus. Debtor: KINGSWAY ARMS HOLDINGS INC.
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0004 Bus. Debtor: CHAPLIN VENTURES LTD.
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0005 Bus. Debtor: COLTER INVESTMENTS (GP) LTD.
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0006 Bus. Debtor: COLTER INVESTMENTS LIMITED
PARTNERSHIP
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0007 Bus. Debtor: KINGSWAY ARMS HOLDINGS B.C. LTD.
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0008 Bus. Debtor: 0780293 B.C. LTD.
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

D0009 Ind. Debtor: BYRNE PATRICK Birthdate:
1200-200 BURRARD STREET
VANCOUVER BC V7X 1T2

095

| | | | |
|-------|-------------------------|------------|------------|
| D0010 | Ind. Debtor: PARKER | GRAHAM | Birthdate: |
| | 1200-200 BURRARD STREET | BC V7X 1T2 | |
| | VANCOUVER | | |
| D0011 | Ind. Debtor: CHAPLIN | MICHAEL | Birthdate: |
| | 1200-200 BURRARD STREET | BC V7X1T2 | |
| | VANCOUVER | | |

Continued on Page 4

Search Criteria: 682202 B.C. LTD.

Page: 4

General Collateral:

AS TO 682202 B.C. LTD.:

(1) ALL OF THE PRESENT AND AFTER-ACQUIRED GOODS, CHATTEL PAPER, INTANGIBLES, INSTRUMENTS, DOCUMENTS OF TITLE, SECURITIES, MONEY OR OTHER PRESENT OR AFTER-ACQUIRED PERSONAL PROPERTY OF THE DEBTOR SITUATE ON OR USED IN CONNECTION WITH OR ARISING FROM OR OUT OF THE REAL PROPERTY (AS DEFINED BELOW). PROCEEDS: ALL PROCEEDS THAT ARE GOODS, CHATTEL PAPER, INTANGIBLES, INSTRUMENTS, DOCUMENTS OF TITLE, CHATTEL PAPER, INTANGIBLES PRESENT OR AFTER-ACQUIRED PERSONAL PROPERTY. TERMS USED IN THIS GENERAL COLLATERAL DESCRIPTION WHICH ARE DEFINED IN THE PERSONAL PROPERTY SECURITY ACT, SHALL HAVE THE MEANINGS SPECIFIED IN THAT ACT, UNLESS THE CONTEXT OTHERWISE REQUIRES.

(2) PROCEEDS FROM A DEPOSIT IN THE PRINCIPAL SUM OF \$86,000.00 PLUS INTEREST THEREON PLEDGED TO THE SECURED PARTY TO SECURE A LOAN TO THE DEBTOR FROM THE SECURED PARTY

(3) ALL RIGHTS UNDER ALL CONTRACTS INCLUDING BUT NOT LIMITED TO BUILDING OR DEVELOPMENT PERMITS, CONSTRUCTION CONTRACTS AND CONTRACTS FOR THE PROVISION OF SERVICES RELATING TO THE DEVELOPMENT OF THE REAL PROPERTY AND ALL LICENCES ISSUED AND ANY AND ALL OPERATING AND FUNDING AGREEMENTS ENTERED INTO RELATING TO THE INDEPENDENT LIVING FACILITY OPERATED ON THE REAL PROPERTY.

THE TERM "REAL PROPERTY" AS USED HEREIN REFERS TO PROPERTY HAVING A CIVIC ADDRESS OF:

32331 7TH AVENUE, MISSION, BRITISH COLUMBIA

AND A LEGAL DESCRIPTION OF:

PID: 017-490-146, LOT A SECTION 20, TOWNSHIP 17, NWD, PLAN LMP1741 AS TO KINGSWAY ARMS MANAGEMENT SERVICES INC., KINGSWAY ARMS HOLDINGS INC., CHAPLIN VENTURES LTD., COLTER INVESTMENTS (GP) LTD., COLTER INVESTMENTS LIMITED PARTNERSHIP, KINGSWAY ARMS HOLDINGS B.C. LTD., 0780293 B.C. LTD. PATRICK BYRNE, GRAHAM PARKER, MICHAEL CHAPLIN:

ALL DEBTS AND LIABILITIES PRESENT AND FUTURE OF 682202 B.C. LTD. TO THE DEBTORS AND ALL PROCEEDS OF THE FOREGOING COLLATERAL INCLUDING, WITHOUT LIMITATION, ALL GOODS, SECURITIES, INSTRUMENTS, DOCUMENTS OF TITLE, CHATTEL PAPER, INTANGIBLES AND MONEY (ALL AS DEFINED IN THE PERSONAL PROPERTY SECURITY ACT OF BRITISH COLUMBIA AND REGULATIONS THEREUNDER AND ANY AMENDMENTS THERETO)

AS TO COLTER INVESTMENTS LIMITED PARTNERSHIP, KINGSWAY ARMS HOLDINGS B.C. LTD., 0780293 B.C. LTD. AND MICHAEL CHAPLIN:: A PLEDGE OF ALL OF THE ISSUED AND OUTSTANDING SHARES HELD BY

Registering

Continued on Page 5

Page: 5

Some, but not all, tax liens and other Crown claims are registered at the Personal Property Registry (PPR) and if registered, will be displayed on this search result. HOWEVER, it is possible that a particular chattel is subject to a Crown claim that is not registered at the PPR. Please consult the Miscellaneous Registrations Act, 1992 for more details. If you are concerned that a particular chattel may be subject to a Crown claim not registered at the PPR, please consult the agency administering the type of Crown claim.

[illegible]