

Clerk's Stamp

COURT FILE NUMBER **1101-17318**

COURT **COURT OF QUEEN'S BENCH OF ALBERTA**

JUDICIAL CENTRE **Calgary**

APPLICANTS **IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended**

**AND IN THE MATTER OF THE BUSINESS CORPORATIONS
ACT, R.S.A. 2000, c. B-9**

**AND IN THE MATTER OF LEGACY COMMUNITIES INC.,
AIRDRIE CAPITAL CORPORATION and AIRDRIE COUNTRY
ESTATES INC.**

DOCUMENT **SUPPLEMENTAL AFFIDAVIT**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

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File No. 439537-000003

BLG
Borden Ladner Gervais

SUPPLEMENTAL AFFIDAVIT OF RONALD AITKENS

Sworn on March 20, 2012

I, Ronald Aitkens, of the City of Lethbridge, in the Province of Alberta, Businessman, SWEAR AND SAY THAT:

1. I am the sole director of each of Railside Capital Inc., Railside Industrial Park Inc. ("Railside Industrial"), Foundation Place Capital Inc. and Foundation Place Inc. and have been a director of these corporations since their inception in 2007 and 2008. As such, I have personal knowledge of

the matters and facts hereinafter deposed to except where stated to be based on information and belief and where so stated, I verily believe the same to be true.

2. I swore an Affidavit in these proceedings on March 15, 2012 (the "March 15 Affidavit"). Attached as Exhibit "G" to the March 15 Affidavit were financial statements prepared for Railside Industrial (the "Railside Financials"). I have discovered that an older version of the Railside Financials were attached to the March 15 Affidavit. I have since located a newer version of the Railside Financials, which are attached hereto as **Exhibit "A"** to this my Affidavit.

SWORN BEFORE ME at Calgary, Alberta,
this 20 day of March, 2012.



Commissioner for Oaths in and for the
Province of Alberta

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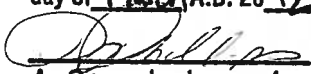
RONALD AITKENS

PAULINE PHILLIPS
A Commissioner for Oaths in and for the
Province of Alberta
Appointee #0676947
Expiry Date March 6, 2013

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20/03/12
Accrual Basis

Railside Industrial Park Inc.
Balance Sheet
As of 29 February 2012

	<u>29 Feb 12</u>
ASSETS	
Current Assets	
Chequing/Savings	
Royal Bank Account	15,275.78
Total Chequing/Savings	15,275.78
Other Current Assets	
Other Investment	50,000.00
Prepaid Insurance	1,100.00
Prepays & Deposits	10,000.00
Total Other Current Assets	61,100.00
Total Current Assets	76,375.78
Fixed Assets	
Capitalized Interest	3,390,471.00
Development Costs	7,801,601.06
Land	22,725,000.00
Total Fixed Assets	33,917,072.06
TOTAL ASSETS	<u>33,993,447.84</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	825.00
Total Accounts Payable	825.00
Other Current Liabilities	
Due to 1252064 Alberta Ltd.	644,333.92
GST/HST Payable	-2,466.51
Total Other Current Liabilities	641,867.41
Total Current Liabilities	642,692.41
Long Term Liabilities	
Interest- Railside Capital Inc	3,390,471.00
Railside Capital Inc.- Loans	33,706,727.15
Total Long Term Liabilities	37,097,198.15
Total Liabilities	37,739,890.56
Equity	
Class A Shares	1.00
Class B Shares	34,204.10
Opening Balance Retained Earnings	-3,777,273.18
Retained Earnings	-2,537.64
Net Income	-837.00
Total Equity	-3,746,442.72
TOTAL LIABILITIES & EQUITY	<u>33,993,447.84</u>

This Is Exhibit "A"
referred to in the Affidavit of
Ronald Aitkens
Sworn before me this
day of March A.D. 20 12

A Commissioner for
Oaths in and for the
Province of Alberta

PAULINE PHILLIPS
A Commissioner for Oaths in and for the
Province of Alberta
Appointee #0676947
Expiry Date March 6, 2013

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19/03/12

Railside Industrial Park Inc.
A/P Aging Summary
As of 29 February 2012

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>> 90</u>	<u>TOTAL</u>
Harvest Group LP	825.00	0.00	0.00	0.00	0.00	825.00
TOTAL	<u>825.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>825.00</u>