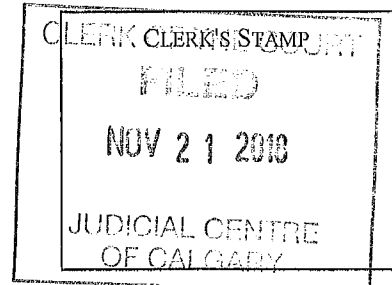


FORM 49
[RULE 13.19]



COURT FILE NUMBER	1801-06796
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
PLAINTIFF	ECN AVIATION INC., successor in interest to ELEMENT FINANCIAL CORPORATION
DEFENDANTS	OPSMOBIL GROUP INC. (previously known as GEMINI HELICOPTERS INC., and the amalgamation successor to LYNN'S HELICOPTER LEASING LTD. and 810807 ALBERTA LTD.), LYNN'S HELICOPTER LEASING LTD., 810807 ALBERTA LTD., OPSMOBIL INC. and AIR DALLAIRE LTD.
DOCUMENT	<u>AFFIDAVIT OF SERVICE</u>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	BENNETT JONES LLP Barristers and Solicitors 4500 Bankers Hall East 855 – 2 Street SW Calgary, Alberta T2P 4K7 Attention: Kelsey Meyer Telephone No.: 403-298-3323 Fax No.: 403-265-7219 Client File No.: 78704.1

AFFIDAVIT OF ALLISON ENDERSBY

Affirmed on November 21, 2018

I, ALLISON ENDERSBY, of Calgary, Alberta, AFFIRM AND SAY THAT:

1. I am employed by Bennett Jones Services Limited Partnership, a services limited partnership for Bennett Jones LLP, Barristers and Solicitors, Solicitors for the Plaintiff, ECN AVIATION INC., and therefore have personal knowledge of the matters deposed to herein

except where otherwise stated to be based on information and belief, in which case I verily believe the same to be true.

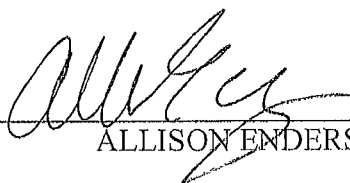
2. On the 5th day of July, 2018, I served the Defendant, Ops Mobil Group Inc., with a cover letter dated July 5, 2018 and a copy of a Notice of Disposition of Collateral dated July 5, 2018 by sending the same by courier. Attached hereto and marked as **Exhibit "1"** is a copy of the cover letter and the Notice of Disposition of Collateral. Attached hereto and marked as **Exhibit "2"** is a copy of the courier delivery confirmation confirming delivery on July 5, 2018.

3. On the 5th day of July, 2018, I served Third Eye Capital Corporation, a secured creditor of Ops Mobil Group Inc., with a cover letter dated July 5, 2018 and a copy of a Notice of Disposition of Collateral dated July 5, 2018 by sending the same by courier. Attached hereto and marked as **Exhibit "3"** is a copy of the cover letter and the Notice of Disposition of Collateral. Attached hereto and marked as **Exhibit "4"** is a copy of the courier delivery confirmation confirming delivery on July 6, 2018.

AFFIRMED BEFORE ME at the City of
Calgary, in the Province of Alberta,
This 21st day of November, 2018



A COMMISSIONER FOR OATHS IN AND
FOR THE PROVINCE OF ALBERTA


ALLISON ENDERSBY

Print Name and Expiry/Lawyer/Student-At-
Law

DONNA KATHLER
A Commissioner for Oaths
in and for the Province of Alberta
My Commission Expires December 24, 2018

EXHIBIT 1



Bennett Jones

Bennett Jones LLP
4500 Bankers Hall East, 855 2nd Street SW
Calgary, Alberta, T2P 4K7 Canada
T: 403.298.3100
F: 403.265.7219

Kelsey Meyer
Partner
Direct Line: 403.298.3323
e-mail: meyerk@bennettjones.com
Our File No.: 78704.1

July 5, 2018

VIA COURIER

Ops Mobil Group Inc.
1200, 815 - 8th Avenue SW
Calgary, AB T2P 3P2

Dear Sir or Madam:

Re: Notice of Disposition of Collateral

We are counsel for ECN Aviation Inc., the successor in interest to Element Financial Corporation, and a secured creditor of OpsMobil Group Inc. Please find enclosed for service upon you a Notice of Disposition of Collateral pursuant to Section 60(4) of the *Personal Property Security Act*, RSA 2000 c P-7.

Yours truly,

BENNETT JONES LLP

Kelsey Meyer

KM:ag
Enclosure
cc: cc

This is Exhibit "1" to the Affidavit of
Arlison Endersby
Affirmed before me this 21st day of
November, 2018
Donna Kathler
A Commissioner for Oaths in and for
the Province of Alberta

DONNA KATHLER
A Commissioner for Oaths
In and for the Province of Alberta
My Commission Expires December 24, 2018

NOTICE OF DISPOSITION OF COLLATERAL

Pursuant to Section 60(4) of the *Personal Property Security Act*, RSA 2000 c P-7

July 5, 2018

Agency File No.: 2012-010287

TO: OpsMobil Group Inc. (previously known as Gemini Helicopters Inc.)
1200, 815 8th Avenue SW
Calgary, AB T2P 3P2

(the "Debtor")

AND TO: Third Eye Capital Corporation, as Administrative Agent, a creditor
161 Bay Street, Suite 3930
Toronto, ON M5J 2S1

FROM: Allied Shortridge Civil Enforcement Agency Inc.
126, 1111 – 6th Avenue S.W.
Calgary, Alberta T2P 5M5
Telephone: (403) 237-5468
Facsimile: (403) 263-7313
Email: allied.shortridge@shaw.ca

ON BEHALF OF: ECN Aviation Inc., the successor in interest to Element Financial Corporation and a secured creditor of the Debtor

ECN Aviation Inc., the successor in interest to Element Financial Corporation ("ECN"), gives notice of disposition of the following collateral over which it holds security and which has been seized:

- One (1) 1998 Eurocopter model AS350BA-FX2 aircraft bearing manufacturer's serial number 3100 (described on the International Registry by free text entry as Eurocopter model AS350-BA manufacturer's serial number 3100) and Canadian registration mark C-FXHP, including one (1) Lycoming (Honeywell) model LTS101-700D2 engine installed on the airframe bearing manufacturer's serial number LE-43005C (described on the International Registry by free text entry as Honeywell model LTS 101 manufacturer's serial number LE43005);
- One (1) 2000 Eurocopter model EC120B aircraft bearing manufacturer's serial number 1057 (described on the International Registry by free text entry as Eurocopter model EC120B manufacturer's serial number 1057) and Canadian registration mark C-GEMU, including one (1) Turbomeca model Arrius 2F engine installed on the airframe bearing manufacturer's serial number 34069 (described on the International Registry by free text entry as Turbomeca model Arrius 2F manufacturer's serial number 1057 (described on the International Registry by free text entry)

and all parts, accessories, appliances, appurtenances, components, furnishings, instruments, modules, navigational and communications equipment and all other goods, tangible, personal property and other equipment of whatever nature that may from time to time be incorporated or installed in or attached to the foregoing airframes, engines or auxiliary power unit, as the case

may be, and all records, logs, maintenance records, manuals, technical data, training aids, computer software, and other materials relating to the airframes, engines, propellers or auxiliary power unit, as the case may be, and any property substituted for any of the foregoing.

(collectively, the "Collateral").

The amount required to satisfy the obligations secured by the security interest of ECN is:

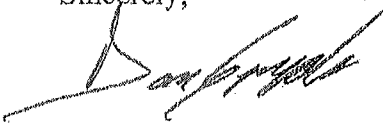
- CDN \$1,079,954.39 as of July 3, 2018;
- plus interest at the default rate of 12% per annum;
- plus reasonable expenses of enforcing the security agreement, holding, repairing, processing or preparing for disposition and disposing of the Collateral and any other reasonable expenses incurred by ECN, in the amount reasonably estimated to be CDN \$165,000.00.

On payment of the above-noted amounts in the total amount of CDN \$1,079,954.39 as of July 3, 2018 plus interest at the default rate of 12% per annum plus reasonable expenses in the amount reasonably estimated to be CDN \$165,000.00, any person entitled to receive this Notice may redeem the Collateral.

UNLESS THE COLLATERAL IS REDEEMED ON OR BEFORE July 26, 2018, the Collateral will be disposed of and the Debtor may be liable for any deficiency.

The Collateral will be disposed of by private sale at any time after July 26, 2018.

Sincerely,



Dan Syryda
Operations Manager
Allied Shortridge Civil Enforcement Agency Inc.

EXHIBIT 2



WEST DIRECT
EXPRESS COURIER

West Direct Express Ltd.

2018-07-09

Job Details for 10617332

Shipper

BENNETT JONES SLP

P3

855 2 ST

SW

Calgary AB

Consignee

OpsMobil Group Inc.

1200

815 8 AVE

SW

Calgary Alberta

T2P 3P2

This is Exhibit "2" to the Affidavit of

Allison Endersby

Sworn before me this 21st day of

November, 2018

Donna Kathler

A Commissioner for Oaths in and for
the Province of Alberta

DONNA KATHLER

A Commissioner for Oaths
in and for the Province of Alberta

My Commission Expires December 24, 2018

Details

Service: C-20

Description: ENVELOPE

Pieces: 1

Weight: 1

Caller: cafeuser

Instructions:

References

Lwyr=0985

=

File=78704

Mtr=1

TimeLine

Jul 05 2018, 14:27 Trip Created

Jul 05 2018, 14:55 Trip Ready

Jul 05 2018, 15:13 Trip Assigned to Driver

Driv1: -> 087

Jul 05 2018, 15:21 Trip marked Picked
by Driver 087

Trip Due at (DCT): Jul 05 2018, 15:15

Trip Delivered : Jul 05 2018, 15:34

Trip Signed By : Sam

[Handwritten signature]

EXHIBIT 3



Bennett Jones

Bennett Jones LLP
4500 Bankers Hall East, 855 2nd Street SW
Calgary, Alberta, T2P 4K7 Canada
T: 403.298.3100
F: 403.265.7219

Kelsey Meyer
Partner
Direct Line: 403.298.3323
e-mail: meyerk@bennettjones.com
Our File No.: 78704.1

July 5, 2018

VIA COURIER

Third Eye Capital Corporation
161 Bay Street, Suite 3930
Toronto, ON M5J 2S1

Dear Sir or Madam:

Re: Notice of Disposition of Collateral

We are counsel for ECN Aviation Inc., the successor in interest to Element Financial Corporation, and a secured creditor of OpsMobil Group Inc. Please find enclosed for service upon you a Notice of Disposition of Collateral pursuant to Section 60(4) of the *Personal Property Security Act*, RSA 2000 c P-7.

Yours truly,

BENNETT JONES LLP

Kelsey Meyer

KM:ag
Enclosure

This is Exhibit " 3 " to the Affidavit of
Allison Endersby
Affirmed Sworn before me this 21st day of
November, 2018
Donna Kathler
A Commissioner for Oaths in and for
the Province of Alberta

DONNA KATHLER
A Commissioner for Oaths
in and for the Province of Alberta
My Commission Expires December 24, 2018

NOTICE OF DISPOSITION OF COLLATERAL

Pursuant to Section 60(4) of the *Personal Property Security Act*, RSA 2000 c P-7

July 5, 2018

Agency File No.: 2012-010287

TO: OpsMobil Group Inc. (previously known as Gemini Helicopters Inc.)
1200, 815 8th Avenue SW
Calgary, AB T2P 3P2

(the "**Debtor**")

AND TO: Third Eye Capital Corporation, as Administrative Agent, a creditor
161 Bay Street, Suite 3930
Toronto, ON M5J 2S1

FROM: Allied Shortridge Civil Enforcement Agency Inc.
126, 1111 – 6th Avenue S.W.
Calgary, Alberta T2P 5M5
Telephone: (403) 237-5468
Facsimile: (403) 263-7313
Email: allied.shortridge@shaw.ca

ON BEHALF OF: ECN Aviation Inc., the successor in interest to Element Financial Corporation and a secured creditor of the Debtor

ECN Aviation Inc., the successor in interest to Element Financial Corporation ("ECN"), gives notice of disposition of the following collateral over which it holds security and which has been seized:

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- One (1) 2000 Eurocopter model EC120B aircraft bearing manufacturer's serial number 1057 (described on the International Registry by free text entry as Eurocopter model EC120B manufacturer's serial number 1057) and Canadian registration mark C-GEMU, including one (1) Turbomeca model Arrius 2F engine installed on the airframe bearing manufacturer's serial number 34069 (described on the International Registry by free text entry as Turbomeca model Arrius 2F manufacturer's serial number 1057 (described on the International Registry by free text entry)

and all parts, accessories, appliances, appurtenances, components, furnishings, instruments, modules, navigational and communications equipment and all other goods, tangible, personal property and other equipment of whatever nature that may from time to time be incorporated or installed in or attached to the foregoing airframes, engines or auxiliary power unit, as the case

may be, and all records, logs, maintenance records, manuals, technical data, training aids, computer software, and other materials relating to the airframes, engines, propellers or auxiliary power unit, as the case may be, and any property substituted for any of the foregoing.

(collectively, the "**Collateral**").

The amount required to satisfy the obligations secured by the security interest of ECN is:

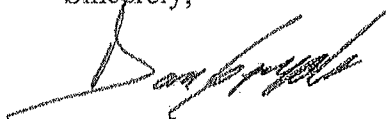
- CDN \$1,079,954.39 as of July 3, 2018;
- plus interest at the default rate of 12% per annum;
- plus reasonable expenses of enforcing the security agreement, holding, repairing, processing or preparing for disposition and disposing of the Collateral and any other reasonable expenses incurred by ECN, in the amount reasonably estimated to be CDN \$165,000.00.

On payment of the above-noted amounts in the total amount of CDN \$1,079,954.39 as of July 3, 2018 plus interest at the default rate of 12% per annum plus reasonable expenses in the amount reasonably estimated to be CDN \$165,000.00, any person entitled to receive this Notice may redeem the Collateral.

UNLESS THE COLLATERAL IS REDEEMED ON OR BEFORE July 26, 2018, the Collateral will be disposed of and the Debtor may be liable for any deficiency.

The Collateral will be disposed of by private sale at any time after July 26, 2018.

Sincerely,



Dan Syryda
Operations Manager
Allied Shortridge Civil Enforcement Agency Inc.

EXHIBIT 4



This is Exhibit "4" to the Affidavit of
Allison Endersby
Affirmed Sworn before me this 21st day of
November, 2018
Donna Kathler
A Commissioner for Oaths in and for
the Province of Alberta

July 9, 2018

Dear Customer:

The following is the proof-of-delivery for tracking number **740890155403**.

DONNA KATHLER
A Commissioner for Oaths
in and for the Province of Alberta
My Commission Expires December 24, 2018

Delivery Information:

Status:	Delivered	Delivered to:	Mailroom
Signed for by:	M.JUSTINE	Delivery location:	181 BAY STREET TORONTO, ON M5J2S1
Service type:	FedEx Priority Overnight	Delivery date:	Jul 6, 2018 08:38
Special Handling:	Deliver Weekday		
	Direct Signature Required		



Shipping Information:

Tracking number:	740890155403	Ship date:	Jul 5, 2018
		Weight:	0.2 lbs/0.1 kg

Recipient:
THIRD EYE CAPITAL CORPORATION
161 BAY STREET
SUITE 3930
TORONTO, ON M5J2S1 CA

Shipper:
MAILROOM
BENNETT JONES LLP
855 - 2 ST SW
SUITE 4500
CALGARY, AB T2P4K7 CA
0985 /78704.1
0985 /

Reference
Department number

Thank you for choosing FedEx.