Form 49
[Rule 13.19]

Clerk's Stamp
CLERK OF THE COURT
JUL 2 5 2011
CALGARY, ALBERTA

COURT FILE NUMBER	0901-11866
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED, THE *JUDICATURE ACT*, R.S.A. 2000, c. J-2, AS AMENDED AND THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, C. B-9, AS AMENDED
RESPONDENT	AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SHIRE INTERNATIONAL REAL ESTATE INVESTMENTS LTD., SHIRE CAPITAL LTD., HALAMA GARDENS LLC, SHIRE ASSET MANAGEMENT LTD., WINN RIVER RESORT LTD., FORT MCMONEY PROPERTIES II LTD., HALAMA GARDENS LTD., MAPLES AND WHITE SANDS INVESTMENT LTD., FORT MCMONEY PROPERTIES LTD., CHEMAINUS PROPERTIES LTD., SKAHA LAKE DEVELOPMENT LTD., TSEHUM HARBOUR LTD., BEARSPAW AT 144TH AVENUE LTD., BEARSPAW AT 144TH EQUITIES LTD., BEARSPAW AT 144TH BONDS INC., TSEHUM HARBOUR EQUITIES LTD., TSEHUM HARBOUR BONDS LTD., ORILLIA INVESTMENTS LTD., 0726028 B.C. LTD., 0675816 B.C. LTD. and BOSUN'S HOLDINGS LTD.
DOCUMENT	**AFFIDAVIT OF GORDON LANG**
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	MacPherson Leslie & Tyerman LLP Lawyers 1600 Centennial Place 520 - 3rd Avenue S.W., Calgary, Alberta T2P 0R3 Telephone: 403.693.4300 Fax: 403.508.4349 Attention: Dean Hutchison/Jeffrey M. Lee

M L T
MACPHERSON LESLIE & TYERMAN LLP
LAWYERS

AFFIDAVIT OF GORDON LANG
Sworn on July 8, 2011

I, Gordon Lang, of Saskatoon, Saskatchewan, Businessperson,

SWEAR AND SAY THAT:

1. I am married to Cheryl Lang of Saskatoon, Saskatchewan. My wife is one of the retail investors (the "**MAWSIL Retail Investors**") who purchased mortgage units in Maples and White Sands Investments Ltd. ("**MAWSIL**"). I assisted my wife in completing this transaction, such that I have personal knowledge of the facts and matters hereinafter deposed to, except where stated to be based upon information and belief, and where so stated, I believe the same to be true.

2. I make this Affidavit to supplement the Affidavit sworn by me on February 9, 2011 and filed in these proceedings (the "**February 9 Affidavit**").

Background To MAWSIL

3. Exhibit "A" to the February 9 Affidavit is a true copy of pages 95 to 100, excerpted from the Third Report prepared by the Court-Appointed Receiver of MAWSIL, Ernst & Young Inc., (the "**Receiver**") and filed in these proceedings.

4. I have determined from my review of Exhibit "A" to the February 9 Affidavit, and I verily believe it to be true, that:

   (a) the offering memorandum for MAWSIL dated May 16, 2008 (the "**MAWSIL OM**") indicated that MAWSIL intended to raise a maximum of $14.1 million in funds from individuals acquiring mortgage units in a mortgage that was to be registered against certain property that was to be acquired by MAWSIL;

   (b) the funds so raised by MAWSIL from individuals acquiring mortgage units were to be used to acquire various assets (collectively, the "**MAWSIL Project**"), which assets included:

i. all of the issued and outstanding shares of a corporation known as Tidbury Ball Enterprises Ltd. (which subsequently changed its name to 0726028 B.C. Ltd.) ("**Tidbury**"), which corporation owned the Sorrento Inn located in Sorrento, British Columbia (the "**Sorrento Inn**");

ii. the Maples Resort, which was situated on two acres of lakeshore land located on the Shushwap Lake in British Columbia ("**Maples**"), which land was contiguous to the Sorrento Inn; and

iii. the White Sands Resort comprising three acres of waterfront property on the shores of the Shushwap Lake in British Columbia ("**White Sands**"); and

(c) investors in MAWSIL acquired mortgage units that represented an undivided interest in a mortgage that was to be registered against title to the MAWSIL Project;

(d) a total of $11,060,399.00 was raised by MASWSIL from the MAWSIL Retail Investors who purchased mortgage units in MAWSIL; and

(e) the respective amounts of the investments made in MAWSIL by the MAWSIL Retail Investors comprise relatively small amounts ranging (on average) between $10,000 to $100,000.

The Five MAWSIL Retail Investors & Their Efforts To Preserve The Net Sale Proceeds

5. The law firm of MacPherson Leslie & Tyerman LLP ("**MLT**") is counsel to a group of five MAWSIL Retail Investors (the "**Five MAWSIL Retail Investors**") comprising:

(a) my wife, Cheryl Lang, of Saskatoon, Saskatchewan, who invested Fifty Thousand ($50,000.00) Dollars to purchase mortgage units in MAWSIL;

(b) a Saskatchewan corporation known as 613790 Saskatchewan Ltd. of which the principal is Murray Sadownick of Saskatoon, Saskatchewan, which corporation invested Fifty Thousand ($50,000.00) Dollars to purchase mortgage units in MAWSIL;

(c) Susan and Blair Betts of Sherwood Park, Alberta, who invested Fifty Thousand ($50,000.00) Dollars to purchase mortgage units in MAWSIL;

(d) Willie Unger of Hague, Saskatchewan, who invested Fifteen Thousand ($15,000.00) Dollars to purchase mortgage units in MAWSIL; and

(e) Shari Bedient of Saskatoon, Saskatchewan, who invested Fifteen Thousand ($15,000.00) Dollars to purchase mortgage units in MAWSIL.

6. Attached and marked collectively as Exhibit "A" to this Affidavit are true copies of the cheques delivered to MAWSIL by the Five MAWSIL Retail Investors to purchase mortgage units in MAWSIL, namely:

(a) Cheque No. 0059 dated September 2, 2008 in the amount of Fifty Thousand ($50,000.00) Dollars payable to MAWSIL and drawn upon the account of 613790 Saskatchewan Ltd.;

(b) Cheque No. 190 dated September 3, 2008 in the amount of Fifty Thousand ($50,000.00) Dollars payable to MAWSIL and drawn upon the account of Blair Betts;

(c) Cheque No. 001 dated August 28, 2008 in the amount of Fifteen Thousand ($15,000.00) Dollars payable to MAWSIL and drawn upon the account of Willie Unger;

(d) Cheque No. 631 dated July 9, 2008 in the amount of Fifty Thousand ($50,000.00) Dollars payable to MAWSIL and drawn upon my account (on behalf of my wife, Cheryl Lang); and

(e) Cheque No. 5186 dated October 17, 2008 in the amount of Ten Thousand ($10,000.00) Dollars payable to MAWSIL and drawn upon the account of 101021493, a corporation which I am informed by Jeffrey M. Lee of MLT (and I verily believe to be true) is associated with Shari Bedient.

7. The persons who have instructed MLT in regard to these proceedings on behalf of the Five MAWSIL Retail Investors are myself (as representative of Cheryl Lang) and Cindy Hunter of Saskatoon, Saskatchewan (as representative of 613790 Saskatchewan Ltd., Susan and Blair Betts, Willie Unger and Shari Bedient).

8. As more particularly described below, the Sorrento Inn (together with certain real property associated with or adjacent to the Sorrento Inn) has been sold under the supervision of the Honourable Madam Justice C.A. Kent of the Court of Queen's Bench of Alberta within these proceedings.

9. As a direct result of the efforts of myself and Cindy Hunter (as representatives of the Five MAWSIL Retail Investors) to instruct MLT:

(a) to gather information regarding these proceedings;

(b) to communicate with the Receiver regarding MAWSIL and the background to its assets;

(c) to monitor, review and report on the various complex court applications commenced within these proceedings;

(d) to communicate with Romspen Investment Corporation regarding the sale of the Sorrento Inn; and

(e) to appear in Court in Calgary in regard to these proceedings (and in regard to the sale of the Sorrento Inn) on several occasions;

the net sale proceeds of the Sorrento Inn, in the amount of $608,738.51 (the "**Net Sale Proceeds**"), have been preserved by Order of this Honourable Court and are being held by the Receiver of MAWSIL and the MAWSIL Retail Investors have retained the opportunity to advance claims against the Net Sale Proceeds.

10. I have been informed by Dean Hutchison of MLT, and I believe it to be true, that apart from the Five MAWSIL Retail Investors, none of the other several hundred persons

comprising the MAWSIL Retail Investors has appeared in Court in Calgary in regard to the sale of the Sorrento Inn.

11. By reason of the facts and matters described above in the foregoing ten paragraphs, I have determined, and I believe it to be true, that but for the Five Retail Investors expending the time, resources and efforts described above to retain and instruct MLT in regard to these proceedings, the Net Sale Proceeds would in all likelihood have been ordered by this Honourable Court to have been released to the only other party who advanced a claim against the Net Sale Proceeds, namely: Romspen Investment Corporation.

The Current Status of The Net Sale Proceeds

12. I have been informed by Mr. Hutchison, and I believe it to be true, that:

(a) the Order of the Honourable Madam Justice C.A. Kent of this Court which was entered on September 23, 2010 (the "**September 23 Order**") declared the Sorrento Inn to be an "encumbered property" for purposes of these proceedings;

(b) a mortgage has been registered against title to the Sorrento Inn in respect of which Olympia Trust Company has been named as mortgagee (the "**Olympia Trust Mortgage**");

(c) during the course of the Court Application leading to the September 23 Order, an issue (the "**Olympia Trust Mortgage Issue**") arose as to whether the amount secured by the Olympia Trust Mortgage comprises:

i. only the amount required to pay the administration costs of Olympia Trust Company; or

ii. both the amount required to pay the administration costs of Olympia Trust Company and the amounts contributed to MAWSIL by the MAWSIL Retail Investors pursuant to various investment agreements entered into by the MAWSIL Retail Investors at the behest or invitation of the Shire Group of Companies (which includes MAWSIL);

(d) in making its determination pursuant to the September 23 Order, this Honourable Court observed that the Olympia Trust Mortgage Issue requires adjudication by the Court;

(e) in April of 2011, the Sorrento Inn was subject of a Court-supervised sale which yielded the Net Sale Proceeds; and

(f) the Net Sale Proceeds are currently being held by the Receiver of MAWSIL under court supervision until the Olympia Trust Mortgage Issue is resolved.

Recent Communications With The MAWSIL Retail Investors

13. By means of an Order pronounced in these proceedings on February 25, 2011 (the "**February 25 Order**"), the Honourable Madam Justice C.A. Kent authorized and directed the Receiver to provide to MLT (as counsel to the Five MAWSIL Retail Investors) a detailed listing of the names, addresses, contact information and respective investment amounts contributed to MAWSIL and/or 0726028 B.C. Ltd. by the individuals listed as Creditors of MAWSIL and 0726028 B.C. Ltd. in the "Creditor Listing" attached to the "Notice and Statement of Receiver" prepared by the Receiver and dated October 12, 2009. Attached and marked as Exhibit "B" to this Affidavit is a true copy of the February 25 Order.

14. In their application which gave rise to the February 25 Order, the Five MAWSIL Retail Investors communicated to the Court that they required their counsel to be provided with information as to the names, addresses and contact information for the MAWSIL Retail Investors for the purposes of co-ordinating and organizing efforts of the MAWSIL Retail Investors, pooling resources and sharing costs among the MAWSIL Retail Investors, and taking timely and cost-effective collective action on behalf of the MAWSIL Retail Investors, in order to ensure that the position of the MAWSIL Retail Investors with regard to the Olympia Trust Mortgage Issues was adequately argued before the Court.

15. Subsequent to receiving from the Receiver the names, addresses and contact information for the MAWSIL Retail Investors, MLT (as counsel to the Five MAWSIL Retail Investors) caused to be sent by e-mail a two-page letter addressed to the MAWSIL Retail

Investors and dated May 27, 2011 (the "**May 27 Letter**"), together with an enclosed one-page form whereby the MAWSIL Retail Investors could indicate their support for the proposed course of action described in the accompanying letter (the "**Support Form**") by completing the Support Form and returning it to MLT. Attached and marked collectively as Exhibit "C" to this Affidavit are true copies of the May 27 Letter and the Support Form.

16. The May 27 Letter described to the MAWSIL Retail Investors a proposed course of action whereby the Five MAWSIL Retail Investors would make an application to the Court of Queen's Bench of Alberta for an Order:

(a) appointing MLT as representative counsel to all of the MAWSIL Retail Investors for the purpose of advancing and proving a claim that the monies invested in MAWSIL by the MAWSIL Retail Investors were used to purchase the Sorrento Inn and obtaining a further Order directing a *pro rata* distribution to the MAWSIL Retail Investors of the Net Sale Proceeds; and

(b) creating a court-ordered charge in favour of MLT on the Net Sale Proceeds, to the maximum amount of Seventy-Five Thousand ($75,000.00) Dollars, in order to secure payment of the professional fees and disbursements of MLT in acting as representative counsel to the MAWSIL Retail Investors.

17. I have been informed by Mr. Hutchison, and I believe it to be true, that:

(a) MLT caused the May 27 Letter and the accompanying Support Form to be sent by e-mail to 377 of the MAWSIL Retail Investors in respect of whom MLT had been provided by the Receiver with e-mail address information;

(b) of the 377 items of e-mail correspondence sent by MLT to MAWSIL Retail Investors described in the immediately preceding paragraph, 21 such items of e-mail correspondence were returned as "Undeliverable";

(c) in the net result, 356 of the MAWSIL Retail Investors received from MLT the May 27 Letter and the Support Form; and

(d) from among those 356 MAWSIL Retail Investors who received from MLT the May 27 Letter and the Support Form, MLT received back 178 completed Support Forms.

18. Attached and marked collectively as Exhibit "D" to this Affidavit are true copies of the 178 completed Support Forms received back by MLT from those 356 MAWSIL Retail Investors who received from MLT the May 27 Letter and the Support Form.

19. By reason of the facts and matter described above in the foregoing eighteen paragraphs, I have determined, and I believe it to be true, that the proposed application to appoint MLT as representative counsel to the MAWSIL Retail Investors has the support of 178 out of those 356 (or 50% of) the MAWSIL Retail Investors who received from MLT the May 27 Letter and the Support Form.

20. As the respective amounts of the Net Sale Proceeds owed to the MAWSIL Retail Investors are relatively small and given that the MAWSIL Retail Investors are a diverse group located nationally and internationally, it is exceedingly difficult for any individual MAWSIL Retail Investor to bear the costs of litigating the Olympia Trust Mortgage Issue. Accordingly, as a practical matter, the position of the MAWSIL Retail Investors with regard to the Olympia Trust Mortgage Issue cannot be properly advanced before the Court without collective action on behalf of an organized body of the MAWSIL Retail Investors (such as the proposed Order appointing MLT as representative counsel to the MAWSIL Retail Investors).

<u>Proposed MAWSIL Retail Investors Committee</u>

21. The Five MAWSIL Retail Investors respectfully propose that the interests of the MAWSIL Retail Investors in regard to these proceedings can be satisfactorily and effectively represented by a MAWSIL Retail Investors Committee comprised of;

(a) myself;

(b) Cindy Hunter of Saskatoon, Saskatchewan; and

(c) Murray Sadownick of Saskatoon, Saskatchewan.

22. As more particularly described above, Cindy Hunter (as representative of 613790 Saskatchewan Ltd., Blair Betts, Willie Unger and Shari Bedient) and I (as representative of my wife, Cheryl Lang) expended considerable time, effort and resources in retaining and instructing MLT to take the steps described above and our efforts were instrumental in preserving the Net Sale Proceeds and in preserving the ability of the MAWSIL Retail Investors to advance a claim to the Net Sale Proceeds.

23. By reason of the facts and matters described above, it is the position of the Five MAWSIL Retail Investors that Cindy Hunter, Murray Sadownick and I are persons suitable to be appointed as the MAWSIL Retail Investors Committee in order to represent the interests of the MAWSIL Retail Investors in regard to these proceedings.

24. "Consent To Appointment" documents executed by each of Cindy Hunter, Murray Sadownick and myself and indicating our willingness to serve as the MAWSIL Retail Investors Committee (if this Honourable Court determines it to be appropriate to appoint us in that capacity) are anticipated to be filed in support of the application by the Five MAWSIL Retail Investors.

25. I make this Affidavit in support of the Application by the Five MAWSIL Retail Investors for an Order appointing MLT as representative counsel to the MAWSIL Retail Investors, together with ancillary relief, all as more particularly described in the Notice of Application commencing the application.

SWORN BEFORE ME at the City of Saskatoon, in the Province of Saskatchewan this 8th day of July, 2011	))))))	
A Notary Public in and for the Province of Saskatchewan		**GORDON LANG**

613790 SASKATCHEWAN LTD.
318 LAKESHORE CRT.
SASKATOON, SASKATCHEWAN S7J 3T6
Tel: (306) 955-3056

0059

Sept 2. 2008
DATE

PAY to the order of Maples + White Sands Investment Ltd | $ 50,000.00

— fifty thousand —— 00/100 DOLLARS

CIBC CANADIAN IMPERIAL BANK OF COMMERCE
201 - 21 STREET EAST
SASKATOON, SASKATCHEWAN S7K 0B8

613790 SASKATCHEWAN LTD.

RE ______ PER [signature]

⑈000059⑈ ⑆00018⑉010⑆ 12⑉11714⑈

page and the next ~~three~~ four pages
THIS IS EXHIBIT " A " referred to in
the Affidavit of Gordon Lang
SWORN before me at Saskatoon, SK.
this 8th day of July
, 20 11
[signature]
A NOTARY PUBLIC in and for the
Province of Saskatchewan

BLAIR BETTS
36 NOTTINGHAM BLVD
SHERWOOD PARK AB T8A 5M4

190

DATE 0 3 0 9 2 0 0 8
D D M M Y Y Y Y

PAY TO THE ORDER OF Maple and White Sands Investments Ltd. $ 50,000.00

Fifty Thousand ——— xx/100 DOLLARS

CIBC Wood Gundy

Canadian Imperial Bank of Commerce
MAIN BRANCH - COMMERCE COURT
TORONTO, ONTARIO M5L 1G9
1 (800) 387-2979

Asset Advantage Account

MEMO

⑈190⑈ ⑆03202⑉010⑆ 40⑉26837⑈

WILLIE M UNGER
PO BOX 209
HAGUE SK S0K 1X0

001

DATE 2 0 0 8 0 8 2 8
Y Y Y Y M M D D

PAY TO THE ORDER OF MAPLES & WHITE SANDS INVESTMENT $ 15,000.00

FIFTEEN THOUSAND —— 00/100 DOLLARS

CIBC Wood Gundy

Canadian Imperial Bank of Commerce
MAIN BRANCH - COMMERCE COURT
TORONTO, ONTARIO M5L 1G9
1 (800) 387-2979

Asset Advantage Account

MEMO BC LAND LOAN

⑈001⑈ ⑆03202⑉010⑆ 53⑉39685⑈

GORDON R LANG
511 WHITESHORE WAY
SASKATOON SK S7J 4H3
TEL: (306) 955-0154

VIP

631

DATE 2 0 0 8 0 7 0 9
Y Y Y Y M M D D

PAY TO THE ORDER OF MAPLES + WHITE SANDS INVEST. $ 50000.00

fifty thousand ———— XX/100 DOLLARS

ROYAL BANK OF CANADA
NUTANA BRANCH
842 BROADWAY AVE.
SASKATOON, SK S7N 1B6

MEMO B: CHERYL LANG

⑈631⑈ ⑆07598⑉003⑆561⑉498⑉7⑈

5186

101021493 SASKATCHEWAN LTD.
~~T/A DENNIS~~ 818 - 13th St. E
~~#5, 105 - 21ST ST E.~~
SASKATOON, SASKATCHEWAN ~~S7K 0B8~~ S7N 0M3
~~Tel: (306) 978-8866~~ (306) 652-2818

DATE 2 0 0 8 1 0 1 7
Y Y Y Y M M D D

PAY to the order of Maples & White Dods Investments Ltd $ 10,000.00

ten thousand 00/100 DOLLARS

CIBC
CANADIAN IMPERIAL BANK OF COMMERCE
201 - 21 STREET EAST
SASKATOON, SASKATCHEWAN S7K 0B8

[redacted]

101021493 SASKATCHEWAN LTD.
~~T/A DENNIS~~

RE

⑈005186⑈ ⑆00018⑉010⑆ 12⑉33610⑈

COURT FILE NUMBER	0901-11866
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
	IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED, *THE JUDICATURE ACT*, R.S.A. 2000, c. J-2, AS AMENDED AND THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, C. B-9, AS AMENDED
RESPONDENTS	AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SHIRE INTERNATIONAL REAL ESTATE INVESTMENTS LTD., SHIRE CAPITAL LTD., HALAMA GARDENS LLC, SHIRE ASSET MANAGEMENT LTD., WINN RIVER RESORT LTD., FORT MCMONEY PROPERTIES II LTD., HALAMA GARDENS LTD., MAPLES AND WHITE SANDS INVESTMENT LTD., FORT MCMONEY PROPERTIES LTD., CHEMAINUS PROPERTIES LTD., SKAHA LAKE DEVELOPMENT LTD., TSEHUM HARBOUR LTD., BEARSPAW AT 144TH AVENUE LTD., BEARSPAW AT 144TH EQUITIES LTD., BEARSPAW AT 144TH BONDS INC., TSEHUM HARBOUR EQUITIES LTD., TSEHUM HARBOUR BONDS LTD., ORILLIA INVESTMENTS LTD., 0726028 B.C. LTD., 0675816 B.C. LTD. and BOSUN'S HOLDINGS LTD.
DOCUMENT	**ORDER**
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF	MacPherson Leslie & Tyerman LLP Lawyers 1600 Centennial Place 520 - 3rd Avenue S.W.

CLERK OF T...
FEB 2...
CALGAR...

I hereby certify this to be a true copy of the original Order
Dated this 25 day of July, 2011
for Clerk of the Court

page and the next two pages
THIS IS EXHIBIT " B " referred to in the Affidavit of Gordon Lang
SWORN before me at Saskatoon, SK.
this 8th day of July, 2011
A NOTARY PUBLIC in and for the Province of Saskatchewan

:ODMA\PCDOCS\CALGARY\1229241\1

PARTY FILING THIS DOCUMENT	Calgary AB T2P 0R3 Telephone: 403.693.4300 Fax: 403.508.4349 Attention: Dean A. Hutchison

DATE ON WHICH ORDER WAS PRONOUNCED: February 25, 2011

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice C.A. Kent

ORDER

UPON the application of 6193970 Saskatchewan Ltd., Blair Betts, Willie Unger, Shair Bedient and Cheryl Lang (collectively, the "Applicants"); **AND UPON** having read the notice of Application and Affidavit of Gordon Lang sworn February 9, 2011, each respectively filed on February 18, 2011; **AND UPON** hearing counsel for the Applicants and all other counsel present at the application;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of notice of the Application and materials in support thereof is hereby abridged to the date of actual service and service, including the manner of service of the application materials, is hereby approved and validated.

2. Ernst & Young Inc. (the "Receiver"), the Court-Appointed Receiver of Maples and White Sands Investments Ltd. ("MAWSIL"), is hereby authorized and directed to provide to the Applicants' counsel, MacPherson Leslie & Tyerman LLP: "CAK" "CAK"

   (a) a detailed listing of the names, addresses, contact information and respective investment amounts contributed to MAWSIL and/or 0726028 B.C. Ltd. by the approximately 428 individuals identified as Creditors of MAWSIL and 0726028 B.C. Ltd. in the "Creditor Listing" attached to the "Notice and Statement of Receiver" prepared by the Receiver and dated October 19, 2009;

   (b) copies of any analysis of the sources and uses of funds provided to MAWSIL and/or 0726028 B.C. Ltd. that has been prepared by the Receiver; and

(c) copies of any other documents and records pertaining to MAWSIL and/or 0726028 B.C. Ltd. which are in the possession or control of the Receiver and which the Receiver (in its professional judgment) regards as potentially relevant to the issue of what amount is secured by the mortgage held in the name of the Olympia Trust Company registered against title to the property commonly known as the Sorrento Inn and legally described as:

> Parcel Identifier: 008-545-994, Lot 1, Section 16, Township 22, Range 11, West of the 6th Meridian, Kamloops Division Yale District Plan 16715

and

> Parcel Identifier: 003-654-770, Lot 6, Section 16, Township 22, Range 11, West of the 6th Meridian, Kamloops Division Yale District Plan 31558

3. The Applicants will be responsible for paying the disbursements incurred by the Receiver with respect to the copying of any documents or records described in paragraph 2 hereof that are provided to the Applicants or the Applicants' legal counsel.

"C. A. Kent"

The Honourable Madam Justice C.A. Kent

M L T

MACPHERSON LESLIE
& TYERMAN LLP
LAWYERS

SASKATOON OFFICE:
1500 - 410 22nd Street East
Saskatoon Saskatchewan
Canada S7K 5T6
T: (306) 975-7100
F: (306) 975-7145

May 27, 2011

VIA E-MAIL

To: Investors in Maples and White Sands Investment Ltd.

Dear Sir/Madam:

You have been identified by our law firm as an investor in Maples and White Sands Investment Ltd. ("**MAWSIL**"), one of the Shire International Group of Companies involved in litigation (the "**Alberta Court Proceedings**") in Calgary before the Court of Queen's Bench of Alberta (the "**Alberta Court**").

Background

Certain British Columbia real estate assets described below which were owned by (or associated with) MAWSIL have been sold under the supervision of the Alberta Court. Proceeds of sale of these assets, in an amount which we understand exceeds Five Hundred Thousand ($500,000.00) Dollars (the "**Sale Proceeds**"), are being held under the direction of the Alberta Court.

We are presently legal counsel to five investors in MAWSIL (the "**Subject Investors**").

The purpose of this letter is to describe to you the efforts that our law firm is taking on behalf of all investors in MAWSIL to organize an application to the Alberta Court to obtain an Order directing that the Sale Proceeds be paid out on a *pro rata* basis to all investors in MAWSIL (including you).

Preliminary Investigations Conducted By Our Office

On behalf of the Subject Investors, with the co-operation of Ernst & Young Inc. (the "**Receiver**"), the court-appointed Receiver of MAWSIL, our law firm has conducted an investigation to identify the investors in MAWSIL. Our investigation has identified you as an investor in MAWSIL.

On behalf of the Subject Investors, and with the assistance of the Receiver, we have conducted a further preliminary investigation to determine how monies invested in MAWSIL by retail investors (the "**MAWSL Monies**") were used.

Specifically, we have focused our investigation on whether and to what extent the MAWSIL Monies were used in the purchase by MAWSIL (and a related company, 0726028 B.C. Ltd.) of two properties located in Sorrento, British Columbia known as the "Sorrento Inn".

Our preliminary investigation suggests that it can be fairly argued that the MAWSIL Monies were used (in part) to purchase the Sorrento Inn and that such monies are secured by a mortgage that was registered against the Sorrento Inn by Olympia Trust Company (the "**Olympia Trust Mortgage**").

page and the next two pages THIS IS EXHIBIT " C " referred to in
the Affidavit of Gordon Lang
SWORN before me at Saskatoon, SK.
this 8th day of July, 2011

A NOTARY PUBLIC in and for the
Province of Saskatchewan

::ODMA\PCDOCS\CALGARY\1303951\1

The Proposed Application To The Alberta Court

We have received instructions from the Subject Investors to bring an application to the Alberta Court for an Order (the "**Representative Counsel Order**") appointing our law firm as representative legal counsel to all investors in MAWSIL for the purpose of:

(a) advancing and proving a claim that the MAWSIL Monies were used to purchase the Sorrento Inn; and

(b) obtaining a further Order directing a *pro rata* distribution of the Sale Proceeds to all investors in MAWSIL (including you) (the "**Distribution Order**").

None of the investors in MAWSIL will be charged any costs by our law firm in regard to the court application for either the Representative Counsel Order or the court application for the Distribution Order.

We are proposing that the Representative Counsel Order will create a court-ordered charge on the Sale Proceeds, to the maximum amount of Seventy-Five Thousand Dollars ($75,000.00), in order to secure payment of our firm's professional fees and disbursements in acting on behalf of all investors in MAWSIL to obtain the Distribution Order.

In order to assist our law firm in obtaining the Representative Counsel Order, we require information from you as to whether or not you support the application for the Representative Counsel Order.

We enclose a response form which you can complete in order to indicate whether or not you support this court application.

Please complete the enclosed form and return it to us by e-mail to mawsilinvestors@mlt.com on or before June 6, 2011.

If we receive response forms supporting this proposed course of action from a satisfactory number of investors in MAWSIL on or before June 6, 2011, we will move forward with the applications to the Court for the Representative Counsel Order and the Distribution Order. Please note that in the event we are unsuccessful in obtaining the Representative Counsel Order, we will not proceed with an application for the Distribution Order.

Please take a moment to indicate whether or not you support our firm proceeding with these court applications by completing the enclosed form and returning it to our office by e-mail at mawsilinvestors@mlt.com on or before June 6, 2011.

Thank you for your consideration.

Yours truly,

MacPherson Leslie & Tyerman LLP

TO: The Law Firm of MacPherson Leslie & Tyerman LLP

FROM: ______________________________

(Name of Investor)

As an investor in Maples and White Sands Investment Ltd. ("**MAWSIL**"), I support:

a) the law firm of MacPherson Leslie & Tyerman LLP ("**MLT**") acting as representative counsel for myself and all other investors in MAWSIL in regard to the potential recovery of the sale proceeds of the Sorrento Inn Property (as defined below) (the "**Sale Proceeds Recovery Proceedings**"); and

b) MLT bringing an application to the Court of Queen's Bench of Alberta in Calgary Action No. 0901-11866 (the "**Action**") to obtain an Order providing for:

(i) designation of MLT as representative counsel of all investors in MAWSIL in regard to the Sale Proceeds Recovery Proceedings; and

(ii) a court-ordered charge in favour of MLT (in the maximum amount of $75,000.00 (the "**Charge**"), in order to secure payment of its legal fees and disbursements in regard to the Sale Proceeds Recovery Proceedings) on the proceeds of sale of the lands legally described as follows:

Parcel Identifier: 008-545-944
Lot 1, Section 16, Township 22, Range 11, West of the 6th Meridian
Kamloops
Division Yale District Plan 16715

and

Parcel Identifier: 003-654-770
Lot 6, Section 16, Township 22, Range 11, West of the 6th Meridian
Kamloops
Division Yale District Plan 31558

(the "**Sorrento Inn Property**") that are held in trust pursuant to the Order concerning the approval of the sale of the Sorrento Inn Property granted in the Action on April 21, 2011.

I understand and acknowledge that the legal fees and disbursements of MLT in acting as representative counsel to all investors in MAWSIL in regard to the Sale Proceeds Recovery Proceedings will be secured and paid solely by means of the Charge and that I will have no liability or responsibility for payment of same.

DATED this ___ day of _________, 2011.

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Print Name: