

FIRST AMENDMENT TO DISCLOSURE STATEMENT

FOR

LUXFORD ESTATES

Date of Disclosure Statement: June 5, 2008
Date of any prior Amendments: N/A
Date of this Amendment: January 7, 2009
Name of Development: Luxford Estates
Name of Developer: 0699694 B.C. Ltd. and 0784448 B.C. Ltd.

Developer's Address for Service in BC:

3103 West Road
Nanaimo, BC V9R 6X1

Developer's Business Address:

3103 West Road
Nanaimo, BC V9R 6X1

Name and Business Address of
any Real Estate Brokerage acting
on behalf of the Developer:

REMAX OF NANAIMO
1 – 5140 Metral Drive
Nanaimo, BC V9T 2K8
Telephone: (250) 751-1223
Facsimile: (250) 751-1300

Attention: Dave Thompson
Office: (250) 751-3575
Cell: (250) 755-6059
dave@thompsonsgodfrey.com

Attention: Brian Godfrey
Office: (250) 751-3538
Cell: (250) 714-4487
brian@thompsonsgodfrey.com

This Disclosure Statement and the Amended Disclosure Statement has been filed with the Superintendent of Real Estate, but neither the Superintendent, nor any other authority of the government of the Province of British Columbia, has determined the merits of any statement contained in the Disclosure Statement, or whether the Disclosure Statement contains a misrepresentation or otherwise fails to comply with the requirements of the *Real Estate Development Marketing Act*. It is the responsibility of the developer to disclose plainly all material facts, without misrepresentation.

The Disclosure Statement dated June 5, 2008, is amended as follows:

1. The Real Estate Agent for Developer paragraph as stated on the Title Page be deleted in its entirety and replaced with the following:

"Real Estate Agent for Developer

REMAX OF NANAIMO

1 – 5140 Metral Drive
Nanaimo, BC V9T 2K8
Telephone: (250) 751-1223
Facsimile: (250) 751-1300

Attention: Dave Thompson
Office: (250) 751-3575
Cell: (250) 755-6059
dave@thompsongodfrey.com

Attention: Brian Godfrey
Office: (250) 751-3538
Cell: (250) 714-4487
brian@thompsongodfrey.com"

2. Section 2.1 – General Description of the Development is amended by deleting the paragraph entitled Legal Description and replacing it with the following legal description:

"Legal Description – The development which is the subject of this Disclosure Statement (the "Development") is being constructed on the lands located at 6156 McGirr Road, in the City of Nanaimo, Province of British Columbia, which lands are legally described as:

Parcel Identifier: 027-761-509

Lot A, District Lot 25G, Wellington District, Plan VIP86047, except part in Strata Plan VIS6730 (Phase 1)

3. Section 2.1 is amended by adding the following sentence to the end of the paragraph entitled "Strata Plan":

"A copy of the surveyed strata plan for Phase 1 (the "Phase 1 Strata Plan") is attached hereto as Exhibit A-1"

4. Section 2.3 'Phased Strata Plan Declaration' be deleted and replaced with the following:

"Phased Strata Plan Declaration – On December 1, 2008 the Deputy Subdivision Approving Officer for the City of Nanaimo (the "Approving Officer") granted his approval to the Form P – Phased Strata Plan Declaration of the Developer (the "Form P Declaration") concerning the intention of the Developer to construct 30 Development Units in seven phases on the Lands. A copy of the Form P Declaration is attached hereto as Exhibit I.

The Form P was submitted to the Victoria Land Title Office for concurrent registration with the approved strata plan for Phase 1.

Any change to the Form P requires the approval of the Approving Officer under section 232 of the *Strata Property Act* and the Developer must comply with any requirements of the Approving Officer in connection with the phasing the Development.

The Developer may elect not to proceed with Phases 2 – 7 of the Development under compliance with section 235 of the *Strata Property Act*. “

5. Exhibit I (Form P Declaration) is deleted in its entirety and replaced with the Exhibit I (Form P Declaration) attached to this Amendment.
6. Section 4.1 Legal Description is deleted in its entirety and replaced with the following:

“4.1 Legal Description

The Development Property is legally described as Parcel Identifier 027-761-509, Lot A, District Lot 25G, Wellington District, Plan VIP86047, except part in Strata Plan VIS6730 (Phase 1)

The legal description for the newly created Strata Lots are as follows:

<u>Strata Lot</u>	<u>Legal Description</u>
1	PID: 027-774-945 Strata Lot 1, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
2	PID: 027-774-953 Strata Lot 2, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
3	PID: PID: 027-774-961 Strata Lot 3, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
4	PID: 027-774-970 Strata Lot 4, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V

7. Items (n) to (q) as listed below be added to Section 4.3 Existing Encumbrances and Legal Notations as follows:

- “(n) Phased Strata Plan Declaration (Form P) filed FB235189
- (o) Easement No. FB235200 over the Common Property of Strata Plan VIS6730
- (p) Covenant No. FB235187 in favour of the City of Nanaimo
- (q) Priority Agreement No. FB235188 granting priority over CA464277 and CA464278”

8. **Section 5.1- Construction Dates** is amended to change the Completion date of Phase 1 to be December 31, 2008.
9. **Exhibit B** (Form V Schedule of Unit Entitlement) is deleted in its entirety and replaced with the Exhibit B (Form V Schedule of Unit Entitlement) attached to this Amendment.
10. The first page of **Exhibit D** (Form Y Owner Developers' Notice of Different Bylaws) is deleted in its entirety and replaced with the Exhibit D (Form Y Owner Developers' Notice of Different Bylaws) attached to this Amendment. The Division 8 - Owner Developer Bylaws that differ from the Standard Bylaws remain the same as originally included in the Disclosure Statement.
11. **Exhibit F** (Form J Rental Disclosure Statement) is deleted in its entirety and replaced with the Exhibit F (Form J Rental Disclosure Statement) attached to this Amendment.

DEEMED RELIANCE


Section 22 of the *Real Estate Development Marketing Act* provides that every purchaser who is entitled to receive this Disclosure Statement is deemed to have relied on any false or misleading statement of a material fact contained in this Amended Disclosure Statement, if any, and any omission to state a material fact. The developer, its directors and any person who has signed or authorized the filing of this Amended Disclosure Statement are liable to compensate the purchaser for any misrepresentation, subject to any defences available under section 22 of the Act.

DECLARATION

The foregoing statements disclose, without misrepresentation, all material facts relating to the Development referred to above, as required by the Real Estate Development Marketing Act of British Columbia, as of January 7, 2009.

0699694 B.C. LTD.

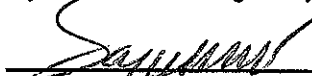
By its Authorized Signatory:



Donald Robert Saywell

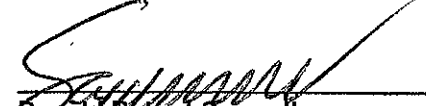
0784448 B.C. LTD.

By its Authorized Signatory:



Donald Robert Saywell

DIRECTOR OF THE DEVELOPER:



Donald Robert Saywell

SOLICITOR'S CERTIFICATE

**IN THE MATTER OF REAL ESTATE DEVELOPMENT
MARKETING ACT AND THE DISCLOSURE STATEMENT
OF 0699694 B.C. LTD. AND 0784448 B.C. LTD.**

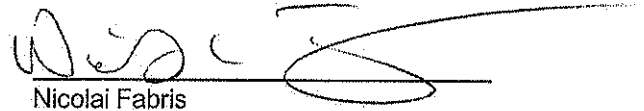
For property in the City of Nanaimo, Province of British
Columbia, legally described as:

P.I.D.: 027-761-509

Lot A, District Lot 25G, Wellington District,
Plan VIP86047, Except Part in Strata Plan VIS6730
(Phase 1)

I, Nicolai Fabris, Solicitor, a member of the Law Society of British Columbia, having read over the above described Amended Disclosure Statement dated January 7, 2009, made any required investigations in public offices, and reviewed same with the Developer therein named, hereby certify that the facts contained in amended Paragraphs 4.1 and 4.3 of the Disclosure Statement are correct.

DATED at the City of Nanaimo, in the Province of British Columbia, this 14 day of APRIL,
2009.


Nicolai Fabris

Strata Property Act
FORM V
SCHEDULE OF UNIT ENTITLEMENT
(Sections 245(a), 246, 264)

Re: Phased Building Strata Plan V156730 of:

FID:

Legal: Strata Development Over Lot A, District Lot 25G, Wellington District, Plan VIP ___

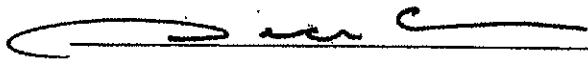
STRATA PLAN CONSISTING ENTIRELY OF RESIDENTIAL STRATA LOTS

The unit entitlement for each residential strata lot is as set out in the following table:

Certificate of British Columbia Land Surveyor

I, David G. Wallace, a British Columbia Land Surveyor, certify that the following table reflects the habitable area of each residential strata lot.

Date: Oct 16/08

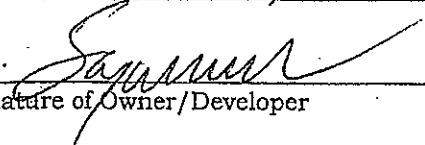

Signature

- (a) the habitable area of the strata lot, in square metres, rounded to the nearest whole number as determined by a British Columbia land surveyor as set out in section 246(3)(a)(i) of the *Strata Property Act*.

Strata Lot No.	Sheet No.	Habitable Area in m ²	Unit Entitlement	% of Total Unit Entitlement
PHASE I				
Strata Lot 1		176.4	176	
Strata Lot 2		182.7	183	
Strata Lot 3		176.5	177	
Strata Lot 4		182.8	183	
Total number of lots	4		Total entitlement: 719	

* expression of percentage is for informational purposes only and has no legal effect
** not required for a phase of a phased strata plan

Date: OCTOBER 16, 2008


Signature of Owner/Developer

"D"
-8 DEC 2008 14 09

FB235197

Strata Property Act

FORM Y

OWNER DEVELOPERS' NOTICE OF DIFFERENT BYLAWS

(Section 245(d); Regulations section 14.6(2))

Re: Strata Plan VIS 6730, being a strata plan of

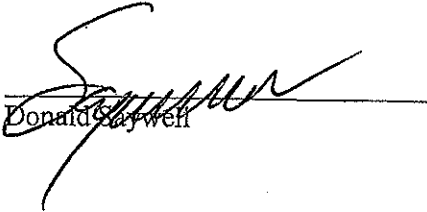
Lot A, District Lot25G, Wellington District, Plan VIP 86047

The following or attached bylaws differ from the Standard Bylaws to the *Strata Property Act*, permitted by section 120 of the Act:

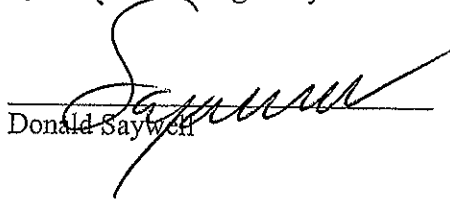
See attached.

Date: December 4, 2008

699694 B.C. Ltd.
by its authorized signatory:


Donald Saywell

784448 B.C. Ltd.
by its authorized signatory:


Donald Saywell

"F"

Strata Property Act

FORM J

RENTAL DISCLOSURE STATEMENT

(Section 139)

Re: Strata Plan VIS6730, being a strata plan of:

Parcel Identifier: 027-761-509

Lot A, District Lot 25G, Wellington District, Plan VIP86047

- 1 The development described above includes thirty (30) residential strata lots.
- 2 The residential strata lots described below are rented out by the owner developer as of the date of this statement and the owner developer intends to rent out each strata lot until the date set out opposite its description.

Description of Strata Lot [<i>strata lot number as shown on strata plan</i>]	Date Rental Period Expires [<i>month, day, year</i>]
<i>Nil</i>	<i>Not Applicable</i>

- 3 In addition to the number of residential strata lots rented out by the owner developer as of the date of this statement, the owner developer reserves the right to rent out further residential strata lots, as described below, until the date set out opposite each strata lot's description.

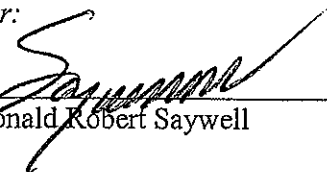
Description of Strata Lot [<i>strata lot number as shown on strata plan</i>]	Date Rental Period Expires [<i>month, day, year</i>]
<i>1 - 30</i>	<i>Non-expiring</i>

- 4 There is no bylaw of the strata corporation that restricts the rental of strata lots.

Date: *January 7, 2009*

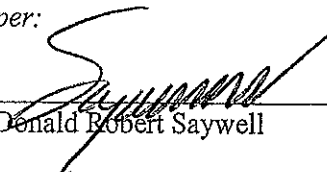
0699694 B.C. LTD.

per:


Donald Robert Saywell

0784448 B.C. LTD.

per:


Donald Robert Saywell

FORM P

PHASED STRATA PLAN DECLARATION
(Sections 221, 222)

I, **Donald Saywell**, an officer of **699694 BC LTD.** declare

1. That I intend to create a strata plan by way of phased development of the following land which I own or on which I hold a right to purchase:

Parcel Identifier
District Lot **A**
District Lot **25G**
Wellington District
Plan VIP 86047

2. That the plan of development is as follows:

(a) 30 Strata Lots to be developed in 7 phases; the common property consists of all roads, parking, and landscaping;

(b) The sketch plan is attached showing:

- (i) all land to be included in phased strata plan;
- (ii) the present parcel boundaries;
- (iii) the approximate boundaries of each phase
- (iv) there are no common facilities

(c) Schedule setting out estimated dates of commencement of construction and completion of construction for each phase:

<u>Phase</u>	<u>Estimated Date of Commencement</u>	<u>Estimated Date of Completion</u>
1	June 1, 2008	December 31, 2008
2	June 2, 2008	December 31, 2008
3	June 1, 2009	December 31, 2009
4	June 1, 2010	December 31, 2010
5	June 1, 2011	December 31, 2011
6	June 1, 2011	December 31, 2011
7	June 1, 2012	December 31, 2012

(d) The estimated unit entitlement of each phase and total unit entitlement of the completed development.

Unit Entitlement	Phase I	719
	Phase II	1027
	Phase III	664
	Phase IV	774
	Phase V	884
	Phase VI	774
	Phase VII	664
	TOTAL	5506

(e) The number of units and general type of residence or other structure to be built in each phase:

Phase I	4	Residential Units
Phase II	6	Residential Units
Phase III	4	Residential Units
Phase IV	4	Residential Units
Phase V	4	Residential Units
Phase VI	4	Residential Units
Phase VII	4	Residential Units

3. That I shall elect whether or not to proceed with each phase on or by the following dates:

<u>Phase</u>	<u>Date</u>
Phase I	December 31, 2008
Phase II	December 31, 2008
Phase III	December 31, 2009
Phase IV	December 31, 2010
Phase V	December 31, 2011
Phase VI	December 31, 2011
Phase VII	December 31, 2012

.....
Signature of Applicant

Date of approval:

Dec 1, 2008
(month day, year) *

.....
Signature of Approving Officer

.....
Name of Municipality (or as the case may be)

* Section 222 (2) of the Act provides that approval expires after one year unless the first phase is deposited before that time.

SKETCH PLAN SHOWING PHASING BOUNDARIES OF A STRATA DEVELOPMENT OVER LOT 3 DISTRICT LOT 25G WELLINGTON DISTRICT PLAN VIP67766 EXCEPT PARTS IN PLANS VIP68948, VIP74137 AND VIP82375

Scale 1:750



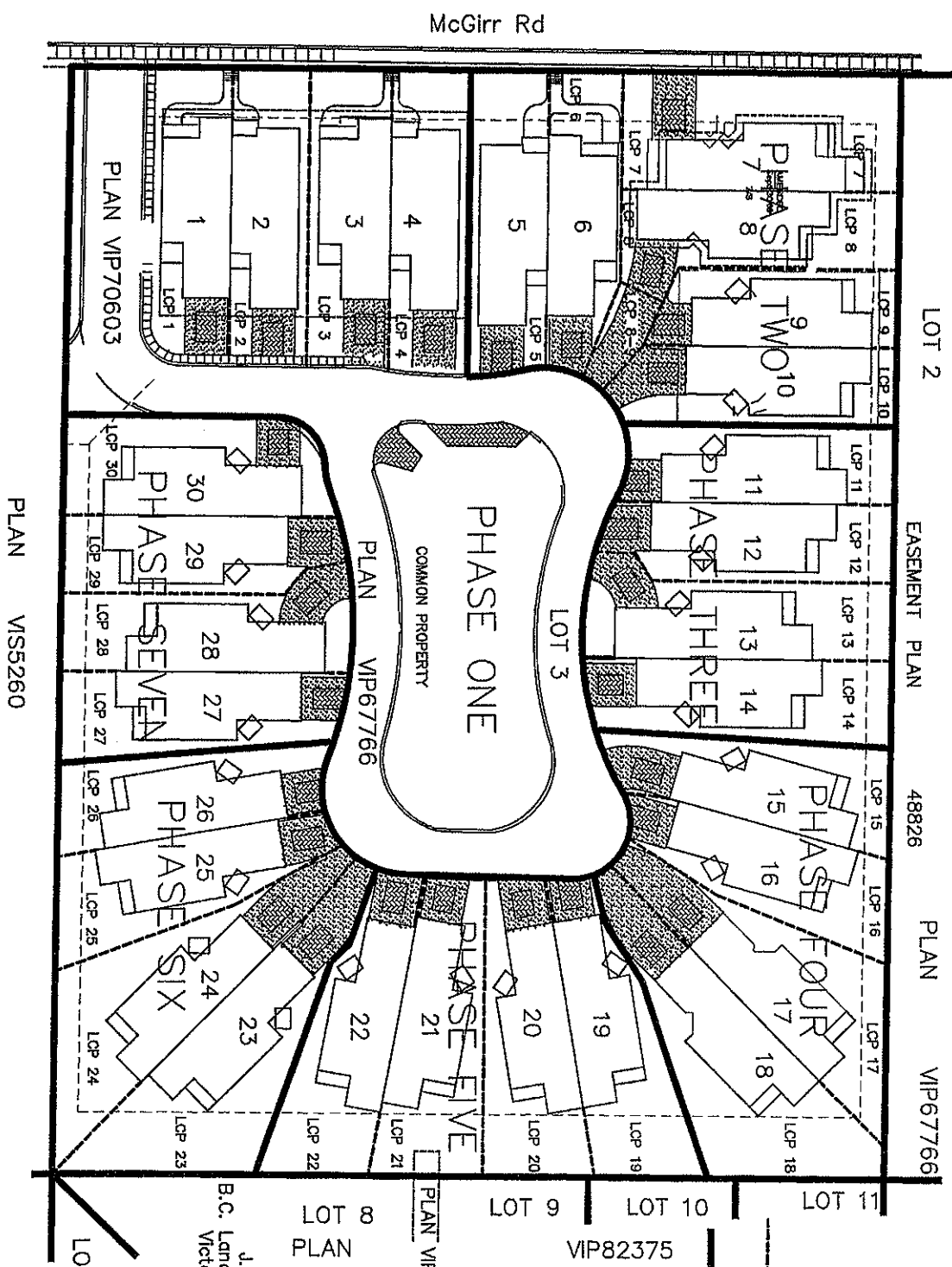
LEGEND

ALL DIMENSIONS ARE IN METRES AND ARE APPROXIMATE SUBJECT TO FINAL LEGAL SURVEY

CP DENOTES COMMON PROPERTY

LCP DENOTES LIMITED COMMON PROPERTY

— DENOTES PHASING BOUNDARY



J.E. ANDERSON & ASSOCIATES
 B.C. Land Surveyors - Consulting Engineers
 Victoria-Nanaimo-Parksville, B.C.
 File : 86099
 APRIL 30 2008

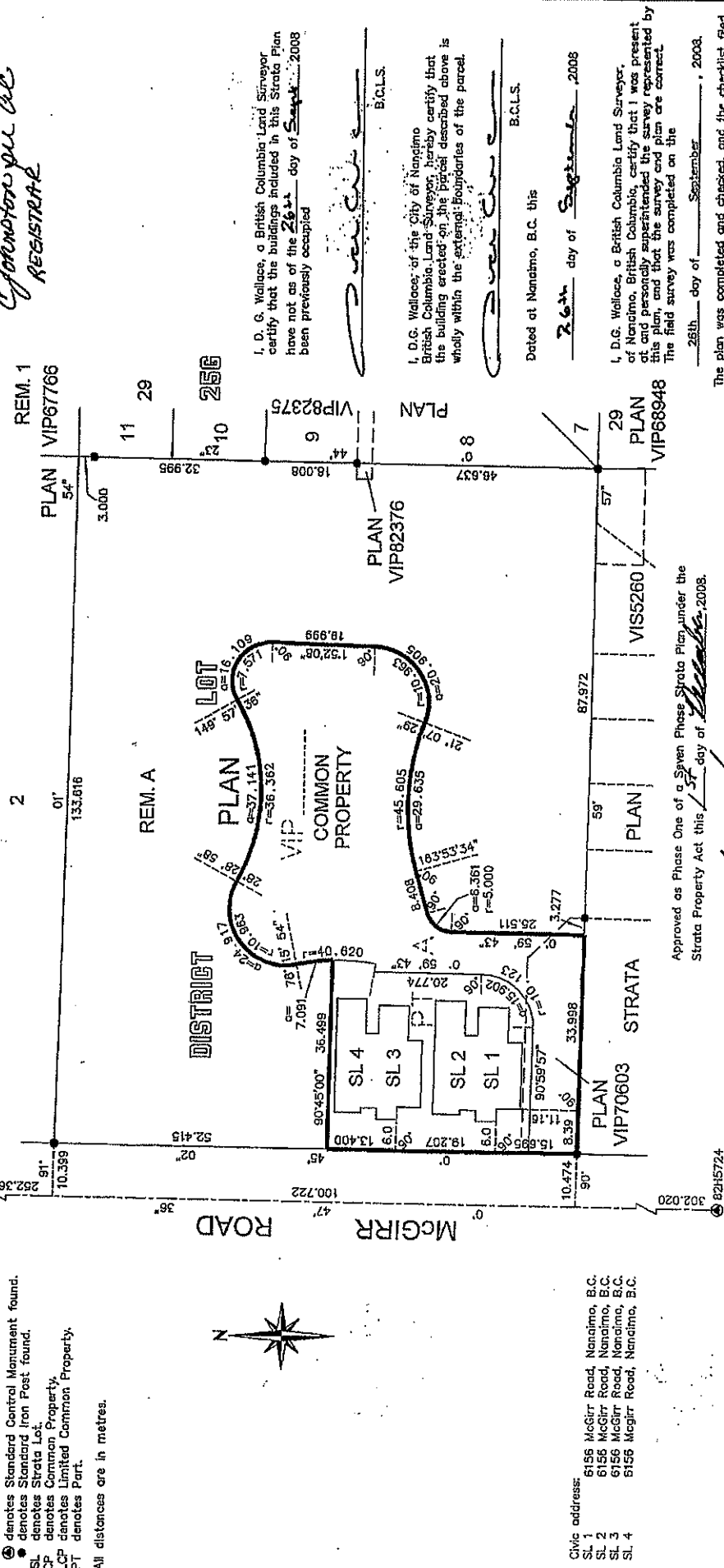
PHASE ONE OF A PHASED STRATA PLAN OVER PART OF LOT A, DISTRICT LOT 25G, WELLINGTON DISTRICT, PLAN VIP

FB235190 PHASE 1 FIRST SHEET Sheet 1 of 5 Sheets
STRATA PLAN VIS6730

DEPOSITED IN THE LAND TITLES OFFICE AT VICTORIA THIS 8TH DAY OF DECEMBER, 2008.
C. Johnson, Registrar

Integrated Survey Area No. 20, City of Nanaimo, NAD83(CSRS). Grid bearings are derived Control Monument 82JH724 and 86H5610. This plan shows horizontal ground-level distances except where otherwise noted. To compute grid distances multiply ground-level distances by combined factor 0.9998574.

B.C.G.S. 92F 030 Scale 1:750
LEGEND
● denotes Standard Central Monument found.
SL denotes Strata Lot.
CP denotes Common Property.
LCP denotes Limited Common Property.
PT denotes Part.
All distances are in metres.



I, D. G. Wallace, a British Columbia Land Surveyor certify that the buildings included in this Strata Plan have not as of the 26th day of September, 2008 been previously occupied

I, D.G. Wallace, of the City of Nanaimo British Columbia Land Surveyor, hereby certify that the building erected on the parcel described above is wholly within the external boundaries of the parcel.

Dated at Nanaimo, B.C. this 26th day of September, 2008

I, D.G. Wallace, a British Columbia Land Surveyor, of Nanaimo, British Columbia, certify that I was present at and personally supervised the survey represented by this plan, and that the survey and plan are correct. The field survey was completed on the 26th day of September, 2008.

The plan was completed and checked, and the checklist filed under # 87844 on the 3rd day of October, 2008

Approved as Phase One of a Seven Phase Strata Plan under the Strata Property Act this 1st day of December, 2008.
Rick Gray
Approving Officer, City of Nanaimo
THIS PLAN LIES WITHIN THE NANAIMO REGIONAL DISTRICT AND THE CITY OF NANAIMO
B.C.L.S.
ORIGINAL
SUB 734

SECOND AMENDMENT TO DISCLOSURE STATEMENT

FOR

LUXFORD ESTATES

Date of Disclosure Statement: June 5, 2008
Date of any prior Amendments: January 7, 2009
Date of this Amendment: August 31, 2009
Name of Development: Luxford Estates
Name of Developer: 0699694 B.C. Ltd. and 0784448 B.C. Ltd.

Developer's Address for Service in BC:

3103 West Road
Nanaimo, BC V9R 6X1

Developer's Business Address:

3103 West Road
Nanaimo, BC V9R 6X1

Name and Business Address of
any Real Estate Brokerage acting
on behalf of the Developer:

REMAX OF NANAIMO
1 – 5140 Metral Drive
Nanaimo, BC V9T 2K8
Telephone: (250) 751-1223
Facsimile: (250) 751-1300

Attention: Dave Thompson
Office: (250) 751-3575
Cell: (250) 755-6059
dave@thompsongodfrey.com

Attention: Brian Godfrey
Office: (250) 751-3538
Cell: (250) 714-4487
brian@thompsongodfrey.com

This Disclosure Statement and the Amended Disclosure Statement has been filed with the Superintendent of Real Estate, but neither the Superintendent, nor any other authority of the government of the Province of British Columbia, has determined the merits of any statement contained in the Disclosure Statement, or whether the Disclosure Statement contains a misrepresentation or otherwise fails to comply with the requirements of the *Real Estate Development Marketing Act*. It is the responsibility of the developer to disclose plainly all material facts, without misrepresentation.

The Disclosure Statement dated June 5, 2008, is amended as follows:

1. The Real Estate Agent for Developer paragraph as stated on the Title Page be deleted in its entirety and replaced with the following:

"Real Estate Agent for Developer **REMAX OF NANAIMO**
1 – 5140 Metral Drive
Nanaimo, BC V9T 2K8
Telephone: (250) 751-1223
Facsimile: (250) 751-1300

Attention: Dave Thompson
Office: (250) 751-3575
Cell: (250) 755-6059
dave@thompsonsgodfrey.com

Attention: Brian Godfrey
Office: (250) 751-3538
Cell: (250) 714-4487
brian@thompsonsgodfrey.com"

2. Section 2.1 – General Description of the Development is amended by deleting the paragraph entitled Legal Description and replacing it with the following legal description:

Legal Description – The development which is the subject of this Disclosure Statement (the "Development") is being constructed on the lands located at 6156 McGirr Road, in the City of Nanaimo, Province of British Columbia, which lands are legally described as:

Parcel Identifier: 027-761-509
Lot A, District Lot 25G, Wellington District, Plan VIP86047, except part in Strata Plan VIS6730 (Phases 1 and 2)

3. Section 2.1 is amended by adding the following sentence to the end of the paragraph entitled "Strata Plan":

"A copy of the surveyed strata plan for Phase 1 (the "Phase 1 Strata Plan") is attached hereto as Exhibit A-1. A copy of the surveyed strata plan for Phase 2 (the "Phase 2 Strata Plan") is attached hereto as Exhibit A-2."

4. Section 2.3 'Phased Strata Plan Declaration' be deleted and replaced with the following:

Phased Strata Plan Declaration – On December 1, 2008 the Deputy Subdivision Approving Officer for the City of Nanaimo (the "Approving Officer") granted his approval to the Form P – Phased Strata Plan Declaration of the Developer (the "Form P Declaration") concerning the intention of the Developer to construct 30 Development Units in seven phases on the Lands. A copy of the Form P Declaration is attached hereto as Exhibit I.

The Form P was submitted to the Victoria Land Title Office for concurrent registration with the approved strata plan for Phase 1.

Any change to the Form P requires the approval of the Approving Officer under section 232 of the *Strata Property Act* and the Developer must comply with any requirements of the Approving Officer in connection with the phasing the Development.

The Developer may elect not to proceed with Phases 3 – 7 of the Development under compliance with section 235 of the *Strata Property Act*. "

5. Exhibit I (Form P Declaration) is deleted in its entirety and replaced with the Exhibit I (Form P Declaration) attached to this Amendment.

6. Section 4.1 Legal Description is deleted in its entirety and replaced with the following:

"4.1 Legal Description

The Development Property is legally described as Parcel Identifier 027-761-509, Lot A, District Lot 25G, Wellington District, Plan VIP86047, except part in Strata Plan VIS6730 (Phase 1 and 2)

The legal description for the newly created Strata Lots are as follows:

<u>Strata Lot</u>	<u>Legal Description</u>
1	PID: 027-774-945 Strata Lot 1, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
2	PID: 027-774-953 Strata Lot 2, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
3	PID: 027-774-961 Strata Lot 3, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
4	PID: 027-774-970 Strata Lot 4, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
5	PID: 027-992-659 Strata Lot 5, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V
6	PID: 027-992-667 Strata Lot 6, District Lot 25G, Wellington District, Strata Plan VIS6730, together with an interest in the Common Property in proportion to the Unit Entitlement of the Strata Lot as shown on Form V

- 7 PID: 027-992-675
Strata Lot 7, District Lot 25G, Wellington District, Strata Plan VIS6730,
together with an interest in the Common Property in proportion to the Unit
Entitlement of the Strata Lot as shown on Form V
- 8 PID: 027-992-683
Strata Lot 8, District Lot 25G, Wellington District, Strata Plan VIS6730,
together with an interest in the Common Property in proportion to the Unit
Entitlement of the Strata Lot as shown on Form V
- 9 PID: 027-992-691
Strata Lot 9, District Lot 25G, Wellington District, Strata Plan VIS6730,
together with an interest in the Common Property in proportion to the Unit
Entitlement of the Strata Lot as shown on Form V
- 10 PID: 027-992-705
Strata Lot 10, District Lot 25G, Wellington District, Strata Plan VIS6730,
together with an interest in the Common Property in proportion to the Unit
Entitlement of the Strata Lot as shown on Form V

7. Items (n) to (t) as listed below be added to Section 4.3 Existing Encumbrances and Legal Notations as follows:

- "(n) Phased Strata Plan Declaration (Form P) filed FB235189
- (o) Easement No. FB235200 over the Common Property of Strata Plan VIS6730
- (p) Covenant No. FB235187 in favour of the City of Nanaimo
- (q) Priority Agreement No. FB235188 granting priority over CA464277 and CA464278
- (r) Easement No. FB285458 over part of Lot A, Plan VIP86934
- (s) Priority Agreement No. FB285459 granting priority over CA464277 and CA464278
- (t) Priority Agreement No. FB285461 granting FB285460 over CA464277 and CA464278"

8. Section 5.1 Construction Dates is deleted in its entirety and replaced with the following:

"5.1 **Construction Dates**

The Developer expects construction to commence and complete as follows:

<u>Phase</u>	<u>Commencement</u>	<u>Completion</u>
1	June 1, 2008	December 31, 2008
2	November 1, 2008	July 15, 2009
3	April 1, 2009	May 15, 2010
4	September 1, 2009	October 1, 2010
5	February 1, 2010	March 1, 2011
6	July 1, 2010	August 1, 2011
7	December 1, 2010	December 1, 2011"

9. Exhibit B (Form V Schedule of Unit Entitlement) is deleted in its entirety and replaced with the Exhibit B (Form V Schedule of Unit Entitlement) attached to this Amendment.

10. The first page of Exhibit D (Form Y Owner Developers' Notice of Different Bylaws) is deleted in its entirety and replaced with the Exhibit D (Form Y Owner Developers' Notice of Different Bylaws) attached to this Amendment. The Division 8 - Owner Developer Bylaws that differ from the Standard Bylaws remain the same as originally included in the Disclosure Statement.
11. Exhibit F (Form J Rental Disclosure Statement) is deleted in its entirety and replaced with the Exhibit F (Form J Rental Disclosure Statement) attached to this Amendment.
12. Exhibit E (Interim Strata Budget) is deleted in its entirety and replaced with the Exhibit E (Interim Strata Budget) attached to this Amendment.

DEEMED RELIANCE

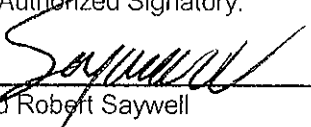
Section 22 of the *Real Estate Development Marketing Act* provides that every purchaser who is entitled to receive this Disclosure Statement is deemed to have relied on any false or misleading statement of a material fact contained in this Amended Disclosure Statement, if any, and any omission to state a material fact. The developer, its directors and any person who has signed or authorized the filing of this Amended Disclosure Statement are liable to compensate the purchaser for any misrepresentation, subject to any defences available under section 22 of the Act.

DECLARATION

The foregoing statements disclose, without misrepresentation, all material facts relating to the Development referred to above, as required by the Real Estate Development Marketing Act of British Columbia, as of August 31, 2009.

0699694 B.C. LTD.

By its Authorized Signatory:



Donald Robert Saywell

0784448 B.C. LTD.

By its Authorized Signatory:



Donald Robert Saywell

DIRECTOR OF THE DEVELOPER:



Donald Robert Saywell

SOLICITOR'S CERTIFICATE

IN THE MATTER OF REAL ESTATE DEVELOPMENT
MARKETING ACT AND THE DISCLOSURE STATEMENT
OF 0699694 B.C. LTD. AND 0784448 B.C. LTD.

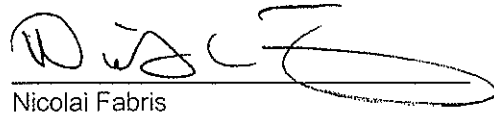
For property in the City of Nanaimo, Province of British
Columbia, legally described as:

P.I.D.: 027-761-509

Lot A, District Lot 25G, Wellington District,
Plan VIP86047, Except Part in Strata Plan VIS6730
(Phases 1 and 2)

I, Nicolai Fabris, Solicitor, a member of the Law Society of British Columbia, having read over the above described Amended Disclosure Statement dated August 31, 2009, made any required investigations in public offices, and reviewed same with the Developer therein named, hereby certify that the facts contained in amended Paragraphs 4.1 and 4.3 of the Disclosure Statement are correct.

DATED at the City of Nanaimo, in the Province of British Columbia, this 21 day of October, 2009.


Nicolai Fabris

NICOLAI FABRIS
Barrister & Solicitor
P.O. BOX 778
NANAIMO, B.C.
V9R 5M2

FORM P

PHASED STRATA PLAN DECLARATION
(Sections 221, 222)

I, **Donald Saywell**, an officer of **699694 BC LTD.** declare

1. That I intend to create a strata plan by way of phased development of the following land which I own or on which I hold a right to purchase:

Parcel Identifier
District Lot **A**
District Lot **25G**
Wellington District
Plan VIP 86047

2. That the plan of development is as follows:

(a) 30 Strata Lots to be developed in 7 phases; the common property consists of all roads, parking, and landscaping;

(b) The sketch plan is attached showing:

- (i) all land to be included in phased strata plan;
- (ii) the present parcel boundaries;
- (iii) the approximate boundaries of each phase
- (iv) there are no common facilities

(c) Schedule setting out estimated dates of commencement of construction and completion of construction for each phase:

<u>Phase</u>	<u>Estimated Date of Commencement</u>	<u>Estimated Date of Completion</u>
1	June 1, 2008	December 31, 2008
2	June 2, 2008	December 31, 2008
3	June 1, 2009	December 31, 2009
4	June 1, 2010	December 31, 2010
5	June 1, 2011	December 31, 2011
6	June 1, 2011	December 31, 2011
7	June 1, 2012	December 31, 2012

(d) The estimated unit entitlement of each phase and total unit entitlement of the completed development.

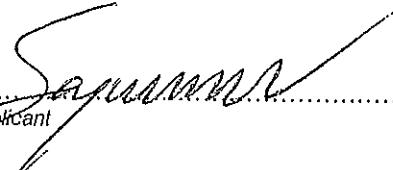
Unit Entitlement	Phase I	719
	Phase II	1027
	Phase III	664
	Phase IV	774
	Phase V	884
	Phase VI	774
	Phase VII	664

(e) The number of units and general type of residence or other structure to be built in each phase:

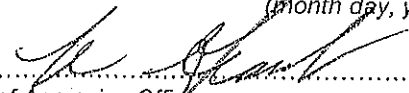
Phase I	4	Residential Units
Phase II	6	Residential Units
Phase III	4	Residential Units
Phase IV	4	Residential Units
Phase V	4	Residential Units
Phase VI	4	Residential Units
Phase VII	4	Residential Units

3. That I shall elect whether or not to proceed with each phase on or by the following dates:

<u>Phase</u>	<u>Date</u>
Phase I	December 31, 2008
Phase II	December 31, 2008
Phase III	December 31, 2009
Phase IV	December 31, 2010
Phase V	December 31, 2011
Phase VI	December 31, 2011
Phase VII	December 31, 2012


.....
Signature of Applicant

Date of approval: Dec 1, 2008
.....
(month day, year) *


.....
Signature of Approving Officer

Parsons
.....
Name of Municipality (or as the case may be)

* Section 222 (2) of the Act provides that approval expires after one year unless the first phase is deposited before that time.

SKETCH PLAN SHOWING PHASING BOUNDARIES OF A STRATA DEVELOPMENT
 OVER LOT 3 DISTRICT LOT 256 WELLINGTON DISTRICT PLAN VIP67766 EXCEPT
 PARTS IN PLANS VIP68948, VIP74137 AND VIP82375

Scale 1:750



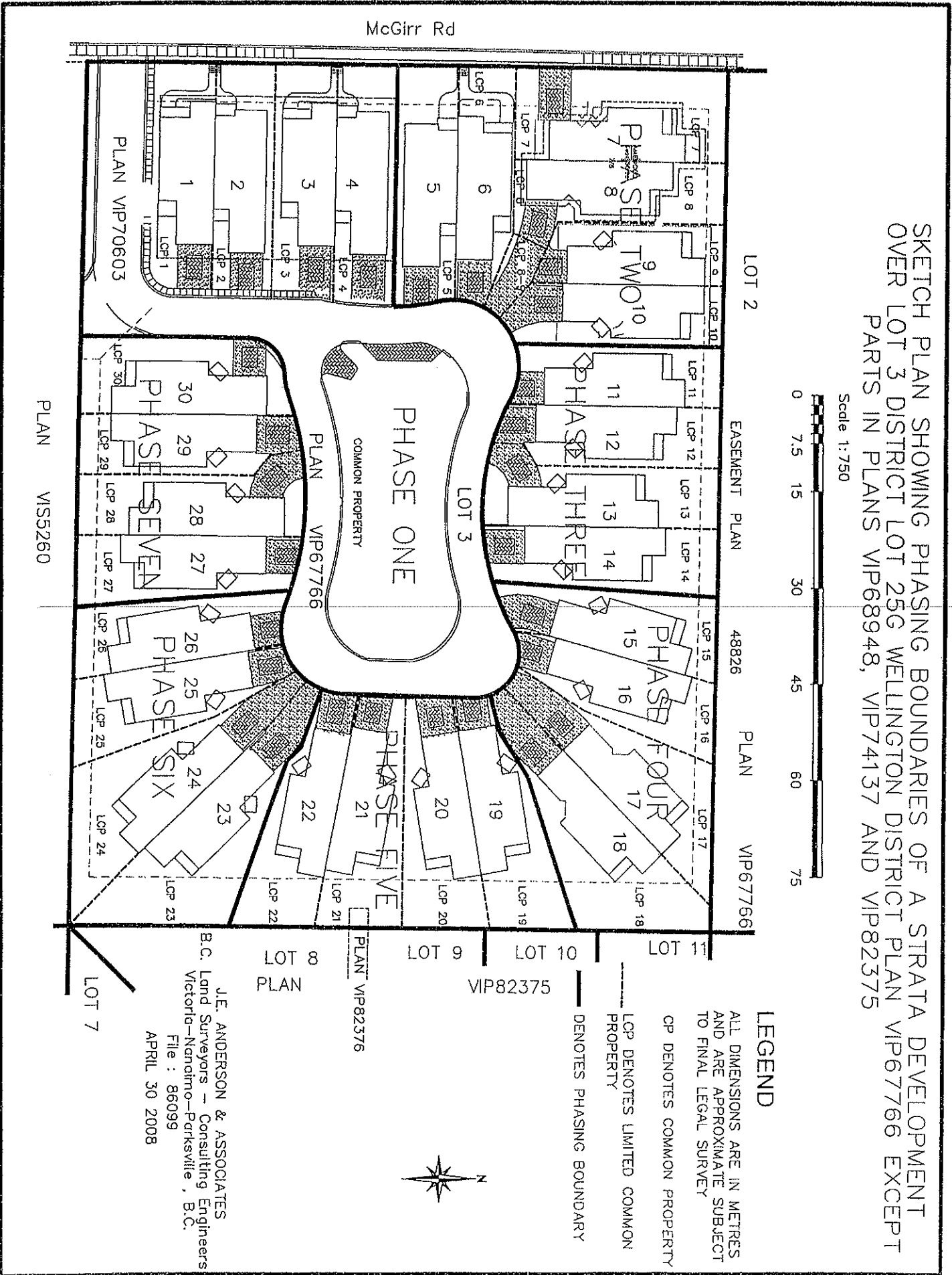
LEGEND

ALL DIMENSIONS ARE IN METRES
 AND ARE APPROXIMATE SUBJECT
 TO FINAL LEGAL SURVEY

CP DENOTES COMMON PROPERTY

LCP DENOTES LIMITED COMMON
 PROPERTY

— DENOTES PHASING BOUNDARY



J.E. ANDERSON & ASSOCIATES
 B.C. Land Surveyors - Consulting Engineers
 Victoria-Nanaimo-Parksville, B.C.
 File : 86099
 APRIL 30 2008

Strata Property Act
FORM V
SCHEDULE OF UNIT ENTITLEMENT
(Sections 245(a), 246, 264)

Re: Phased Building Strata Plan VIS6730 of:
PID:
Legal: Strata Development Over Lot A, District Lot 25G, Wellington District, Plan VIP_ _ _

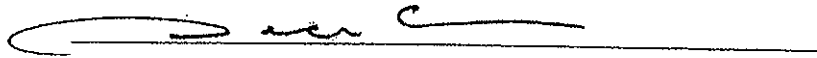
STRATA PLAN CONSISTING ENTIRELY OF RESIDENTIAL STRATA LOTS

The unit entitlement for each residential strata lot is as set out in the following table:

Certificate of British Columbia Land Surveyor

I, David G. Wallace, a British Columbia Land Surveyor, certify that the following table reflects the habitable area of each residential strata lot.

Date: Oct 16/08

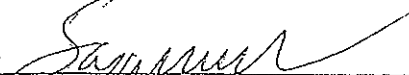

Signature

- (a) the habitable area of the strata lot, in square metres, rounded to the nearest whole number as determined by a British Columbia land surveyor as set out in section 246(3)(a)(i) of the *Strata Property Act*.

Strata Lot No.	Sheet No.	Habitable Area in m ²	Unit Entitlement	% of Total Unit Entitlement**
PHASE I				
Strata Lot 1		176.4	176	
Strata Lot 2		182.7	183	
Strata Lot 3		176.5	177	
Strata Lot 4		182.8	183	
Total number of lots	4		Total entitlement: 719	

* expression of percentage is for informational purposes only and has no legal effect
** not required for a phase of a phased strata plan

Date: OCTOBER 16, 2008


Signature of Owner/Developer

23 JUL 2009 13 11

FB285469

Strata Property Act

FORM V

SCHEDULE OF UNIT ENTITLEMENT

(Sections 245(a), 246, 264)

Re: Phased Two of a Phased Strata Plan VIS6730 of:

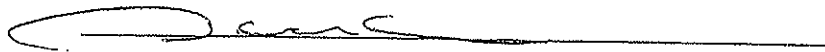
PID: 027-761-509

Legal: Strata Development of Part of Lot A, District Lot 25G, Wellington District,
Plan VIP86047**STRATA PLAN CONSISTING ENTIRELY OF RESIDENTIAL STRATA LOTS**

The unit entitlement for each residential strata lot is as set out in the following table:

Certificate of British Columbia Land Surveyor

I, David G. Wallace, a British Columbia Land Surveyor, certify that the following table reflects the habitable area of each residential strata lot.

Date: APRIL 15/09.


Signature

- (a) the habitable area of the strata lot, in square metres, rounded to the nearest whole number as determined by a British Columbia land surveyor as set out in section 246(3)(a)(i) of the *Strata Property Act*.

Strata Lot No.	Sheet No.	Habitable Area in m ²	Unit Entitlement	%* of Total Unit Entitlement**
PHASE II				
Strata Lot 5	4,5	182.9	183	
Strata Lot 6	4,5	175.7	176	
Strata Lot 7	4,5	164.2	164	
Strata Lot 8	4,5	167.0	167	
Strata Lot 9	4,5	165.7	166	
Strata Lot 10	4,5	165.9	166	
Total number of lots:	6		Total entitlement: 1,022	

"D"
-8 DEC 2008 14 09
Strata Property Act

FB235197

FORM Y

OWNER DEVELOPERS' NOTICE OF DIFFERENT BYLAWS

(Section 245(d); Regulations section 14.6(2))

Re: Strata Plan V18 6730, being a strata plan of

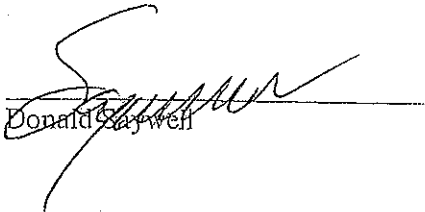
Lot A, District Lot25G, Wellington District, Plan VIP 86047

The following or attached bylaws differ from the Standard Bylaws to the *Strata Property Act*, permitted by section 120 of the Act:

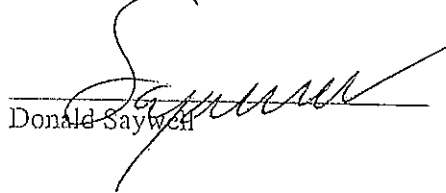
See attached.

Date: December 4, 2008

699694 B.C. Ltd.
by its authorized signatory:


Donald Saywell

784448 B.C. Ltd.
by its authorized signatory:


Donald Saywell

" F "

Strata Property Act

FORM J

RENTAL DISCLOSURE STATEMENT

(Section 139)

Re: Strata Plan VIS6730, being a strata plan of:

Parcel Identifier: 027-761-509

Lot A, District Lot 25G, Wellington District, Plan VIP86047

- 1 The development described above includes thirty (30) residential strata lots.
- 2 The residential strata lots described below are rented out by the owner developer as of the date of this statement and the owner developer intends to rent out each strata lot until the date set out opposite its description.

Description of Strata Lot [strata lot number as shown on strata plan]	Date Rental Period Expires [month, day, year]
Nil	Not Applicable

- 3 In addition to the number of residential strata lots rented out by the owner developer as of the date of this statement, the owner developer reserves the right to rent out further residential strata lots, as described below, until the date set out opposite each strata lot's description.

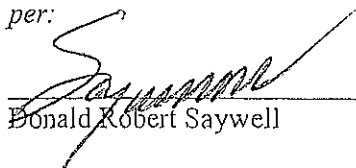
Description of Strata Lot [strata lot number as shown on strata plan]	Date Rental Period Expires [month, day, year]
1 - 30	Non-expiring

- 4 There is no bylaw of the strata corporation that restricts the rental of strata lots.

Date: January 7, 2009

0699694 B.C. LTD.

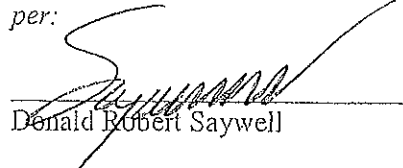
per:



Donald Robert Saywell

0784448 B.C. LTD.

per:



Donald Robert Saywell

"E"

LUXFORD ESTATES
Strata Lots 1 to 30

INTERIM STRATA BUDGET

For the 12 month period of September 1, 2009 to August 31, 2010

ESTIMATED STRATA EXPENSES

<u>Service Provider</u>	<u>Service</u>	<u>Annual Cost</u>
	Accounting and Legal	\$ 420.00 GST*
ScotiaBank	Bank Service Charges	\$ 500.00
Brad Koster AEI	Electrical Maintenance	\$ 630.00 GST
Waste Services Inc.	Garbage and Recycling pickup	\$ 4,725.00 GST
Saywell Developments	General Repairs and Maintenance	\$ 4,200.00 GST
BC Hydro	Hydro for Common Area	\$ 1,470.00 GST
Beveridge Insurance	Property Insurance	\$ 11,718.00 GST
Bill Bains Landscaping	Landscaping & Irrigation Maintenance & Repairs	\$ 18,900.00 GST
Saywell Developments	Miscellaneous	\$ 525.00 GST
Saywell Developments	Office Supplies	\$ 210.00 GST
City of Nanaimo	Sewer and water user fees	\$ 14,000.00 **
Saywell Developments	Snow Removal	\$ 2,625.00 GST
Worksafe BC	WCB	\$ 80.00
Saywell Developments	Management Fees	\$ 5,670.00 GST
Total Estimated Operating Fund Expenses		\$ 65,673.00
<u>CONTINGENCY RESERVE FUND</u>		
5% of estimated operating fund expenses		\$ 3,283.65
Total Estimated Operating Fund Expenses and Contingency Reserve Fund		<u>\$ 68,956.65</u>
Estimated balance in the Operating Fund at the end of this twelve (12) month period:		\$ 18,307.99
Estimated balance in the Contingency Reserve Fund at the end of this twelve (12) month period:		\$ 6,567.30

* GST = GST included

** The City of Nanaimo has implemented an annual 5% increase on water usage, therefore
your water usage portion of these fees will increase by 5% each year.

Strata Lot No.	Unit Entitlement	Monthly Assessment
Phase I		
1	176	\$183.88
2	183	\$190.78
3	177	\$185.03
4	183	\$190.78
Phase II		
5	183	\$190.78
6	176	\$183.88
7	164	\$171.24
8	167	\$174.69
9	166	\$173.54
10	166	\$173.54