

Act requiring the applicant to register and file a prospectus or statement of material facts under the Act in connection with the Issue provided that:

- (a) the Purchasers each complete an acknowledgement in Form 2 under Blanket Order No. 1 of the Registrar (the "Blanket Order") which acknowledgement shall be retained by the issuer for a period of 6 years after the distribution and shall be made available to the Registrar on request;
 - (b) the applicant files a report with the Registrar in accordance with Form 1 under the Blanket Order within 10 days of issuance of this order; and
 - (c) the applicant provides a copy of this order to each of the Purchasers.
2. The first trade in the units acquired pursuant to the Issue shall be a distribution unless the trade is made in accordance with section 2.1 of Alberta Securities Commission Rule 45-501 (the "Rule") and the Executive Director of the Alberta Securities Commission has not advised the Applicant that pursuant to section 4.1 of the Rule it is no longer entitled to rely on the exemption in section 2.1 of the Rule.

DATED at the City of Yellowknife, in the Northwest Territories, this 24th day of July, 2001.

"Katharine Tummon"

Katharine Tummon
Registrar of Securities