

Action No.: 0901-09579

**IN THE COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL DISTRICT OF CALGARY**

**BETWEEN:**

**NATIONAL BANK OF CANADA**

**Plaintiff**

**-and-**

**DRIFTWOOD RESOURCES LTD. AND  
GREEN POINT RESOURCES LTD.**

**Defendant**

**FIRST REPORT TO THE COURT  
OF MEYERS NORRIS PENNY LIMITED  
IN ITS CAPACITY AS COURT-APPOINTED RECEIVER AND MANAGER OF  
DRIFTWOOD RESOURCES LTD. AND GREEN POINT RESOURCES LTD.**

**January 18, 2010**



## APPENDICES

- APPENDIX A Interim Statement of Receipts and Disbursements for the Period  
June 25, 2009 to January 15, 2010
- APPENDIX B Notice of Property Divesture Offering
- APPENDIX C Introductory Letter

## **INTRODUCTION AND PURPOSE**

1. The Court of Queen's Bench of Alberta (the "Court") appointed Meyers Norris Penny Limited as receiver and manager (the "Receiver") of Driftwood Resources Ltd. ("Driftwood") and Green Point Resources Ltd. ("Green Point") (collectively, the "Company") pursuant to an order granted June 25, 2009 (the "Receivership Order").
2. This report constitutes the Receiver's First Report to the Court (the "First Report") and is to provide this Honourable Court with:
  - a) An update as to the Receiver's activities since the date of its appointment;
  - b) The Receiver's Interim Statement of Receipts and Disbursements for the period June 25, 2009 to January 15, 2010; and
  - c) Information on the property divestiture offering.
3. The Receiver is seeking the approval of the Court to sell Driftwood's interest in certain oil and gas properties.

## **LIMITATIONS OF FIRST REPORT**

4. The information contained in the First Report has been obtained from the records of the Company. The Receiver has relied on this information and has not performed an audit, review or other verification of such information.

## **RECEIVER'S ACTIVITIES**

5. For the purpose of an orderly liquidation of the Company's assets, the Receiver has been continuing operations of the Company. The Receiver has performed numerous activities since the date of its appointment, including, but not limited to, the following:
  - a) vacated the Company's leased office premises effective June 30, 2009;
  - b) retained Barry Reid, the Company's former Vice President of Operations, to manage the day-to-day operations of the Company's oil and gas properties;
  - c) retained DGL Software Services to perform the Company's joint venture, production and Crown royalty accounting;
  - d) retained Bill Wylie, the Company's former land consultant, to review, reconcile and revise the Company's land schedules;
  - e) filed a redirection of mail with Canada Post;
  - f) contacted all of the operators of the various wells with respect to on-going operations;
  - g) identified a potential Crown royalty refund of approximately \$20,000 due to Driftwood (anticipated to be released in late spring 2010 following expiration of 13-month adjustment period);

- h) contacted the receiver of Parker Point Petroleum Ltd. to obtain return of a \$20,000 retainer paid by the Company (anticipated to be released in February 2010);
- i) reviewed various Gas Processing Agreements, in conjunction with legal counsel, with respect to rights and priorities asserted under an operator's lien;
- j) issued collection letters with respect to accounts receivable due to the Company;
- k) issued the various reports as required by sections 245 and 246 of the *Bankruptcy and Insolvency Act*
- l) confirmed insurance coverage for the Company's assets;
- m) filed the outstanding pre and post receivership GST returns;
- n) reviewed the Company's tax pool information;
- o) obtained an independent legal opinion with respect to National Bank of Canada's (the "Bank") security (discussed in further detail below);
- p) paid all of the Company's outstanding and current property taxes, mineral leases, and crown royalties;
- q) issued the outstanding pre and post receivership joint venture billings;
- r) calculated and paid the outstanding gross overriding royalty amounts due; and
- s) communicated with appropriate regulatory bodies including Alberta Energy and the Energy Resources Conservation Board.

## OPERATIONS

6. The Company's oil and gas interests are approximately 90% natural gas.
7. Prior to receivership the Company reported production of approximately 130 barrels of oil equivalent per day ("BOE/day"). However, it was determined that actual production was closer to approximately 80 BOE/day. This was largely attributed to an overstatement of production from the Elk Island 16-28 well that had been previously reported as 350 mcf when, in fact, actual production was approximately 100 mcf. This had a significant impact as Driftwood holds a 100% interest in this well.
8. In addition, a plunger lift was installed to increase production at another well that had previously been reported at 100 mcf. It subsequently dropped to 60 mcf after the installation of the plunger lift. Driftwood holds a 40% working interest in this well.
9. In the Sousa area, a well was shut in for a period of time in July and August 2009 as a result of a rupture of the TCPL pipeline. The Receiver was advised that the issue was resolved in mid-August 2009; however, current production volume is still below the levels prior to the rupture.
10. Natural gas prices declined by approximately 18% between May and July 2009 (to less than \$3.00 per GJ). As a result of lower than anticipated revenues, the Receiver obtained a Receiver's Certificate from the Bank in the amount of \$50,000 pursuant to

paragraph 19 of the Receivership Order in order to ensure that operating expenses were paid in a timely manner.

11. Natural gas prices have increased slightly over the past few months and are currently approximately \$3.50 per GJ. Current production as at November 2009 is at approximately 34 BOE/day.

#### **INTERIM STATEMENT OF RECEIPTS AND DISBURSEMENTS**

12. The Receiver's Interim Statement of Receipts and Disbursements for the period June 25, 2009 to January 15, 2010 is attached hereto as Appendix A.

#### **PROPERTY DIVESTITURE OFFERING**

13. Prior to receivership, the Company retained CB Securities Inc. ("CB") as its advisor in connection with the divestiture of the Company's oil and gas interests.
14. On July 17, 2009, the Receiver agreed to continue an advisory arrangement with CB under a new engagement agreement.
15. On August 13, 2009, CB commenced a property divestiture offering with respect to the Company's oil and gas interests (the "Offering"). The Offering stipulated a non-binding bid date of September 23, 2009. A copy of the Notice of Property Divestiture Offering is attached as Appendix B.
16. Notice of the property divestiture offering was posted on CB's website ([www.cbsecurities.com](http://www.cbsecurities.com)), advertised in Nickle's Daily Oil Bulletin and, as at September 23, 2009, CB had issued 1,180 introductory letters and 500 emails to Canadian, international and other oil and gas companies. A copy of the introductory letter is attached as Appendix C.
17. The introductory letter and a link to CB's website were also posted on the Receiver's website ([www.mnpdebt.ca](http://www.mnpdebt.ca)).
18. A total of 62 parties requested the Offering Circular and 30 parties executed the Confidentiality Agreement.

#### **NON-BINDING BIDS RECEIVED**

19. Sixteen parties submitted non-binding bids in response to the Offering (the "Offerors"). All of the non-binding bids received were for individual properties or various combinations of individual properties. There were no *en bloc* bids received.
20. Subsequent to the receipt of non-binding bids, CB continued to solicit interest from additional parties for the purchase of the Company's properties on an *en bloc* basis.
21. CB has negotiated with the various Offerors; however, other than the Agreement of Purchase and Sale discussed in further detail below, none of the non-binding bids received resulted in the execution of an Agreement of Purchase and Sale.

22. As of the date of the First Report, CB continues to solicit interest from prospective purchasers and discussions are continuing with known parties in an attempt to sell the Company's remaining properties on an *en bloc* basis.

#### **AGREEMENT OF PURCHASE AND SALE**

23. On January 14, 2010, the Receiver entered into an Agreement of Purchase and Sale dated December 23, 2009 with Drake Energy Ltd. ("Drake") (the "Drake Agreement") for the sale of Driftwood's interest in only two of the Company's oil and gas properties, namely Sousa and Jenner (the "Properties"). A copy of the Drake Agreement is attached as Appendix A to the Confidential Addendum to the First Report. The Receiver respectfully requests that the Confidential Addendum and the Drake Agreement be sealed so as not to taint any future sales process in the event the sale contemplated by the Drake Agreement does not close.
24. The Drake Agreement is subject to Court approval, which the Receiver is now seeking, and also calls for the immediate vesting of the Properties.
25. The Drake Agreement stipulates an effective date of July 1, 2009 and is not subject to any adjustments.
26. Drake has provided the Receiver with a non-refundable deposit in an amount equal to 10% of the purchase price.
27. The Receiver supports the Drake Agreement for reasons provided in the Confidential Addendum and summarized below:
- a) Based on discussions with CB, the purchase price contemplated by the Drake Agreement is reasonable for the Properties;
  - b) Drake is the operator of Sousa and currently holds significant working interests (approximately 75%) in the Sousa interests; and
  - c) The Bank supports the sale of the Properties to Drake.

#### **LEGAL OPINION ON BANK'S SECURITY**

28. The Receiver retained independent legal counsel to obtain a legal opinion with respect to the Bank's security. The legal opinion indicated that, based on a review of the Bank's security documents and searches conducted, the Bank's security as against the assets of the Company is valid and enforceable.
29. On or about November 10, 2009, Drake filed a Notice of Motion for an order of the Court determining the priority of Drake in respect of certain properties of Driftwood and declaring the security of Drake arising from its operator's liens, or portions thereof, in priority to that of the Bank. The hearing with respect to the Notice of Motion was scheduled for November 24, 2009; however, the hearing was subsequently adjourned.
30. The Receiver has been advised that Drake no longer claims that its operator's liens rank in priority to the Bank's security and as a result, Drake will be discontinuing its action as set out in its Notice of Motion.

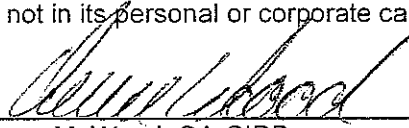
**OTHER PRIORITY CLAIMS**

31. The Company did not have any employees (management was retained on a consultancy basis) and therefore no deemed trust claim is owed to Canada Revenue Agency with respect to employee source deductions. All of the Company's GST returns have been filed to date and the Company is currently in a refund position.
32. The Receiver is not aware of any other claims that would rank ahead of the Bank's security.

All of which is respectfully submitted this 18th day of January, 2010.

**MEYERS NORRIS PENNY LIMITED**, In its capacity  
as Court-Appointed Receiver and Manager of  
Driftwood Resources Ltd. and Green Point Resources  
Ltd. and not in its personal or corporate capacity

Per: \_\_\_\_\_

  
Verne M. Wood, CA•CIRP  
Senior Vice President

# APPENDIX A

**Driftwood Resources Ltd. - In Receivership**  
**Interim Statement of Receipts and Disbursements**  
**For the Period June 25, 2009 to January 15, 2010**

<b>Receipts</b>	
Accounts Receivable	\$ 32,109.06
Revenues	90,239.52
Sale of Assets - Deposit	25,000.00
Receiver's Certificate	50,000.00
GST Collected	4,511.98
GST Refund	2,055.30
<b>Total Receipts</b>	<u>203,915.86</u>
 <b>Disbursements</b>	
General and Administrative	276.15
Consulting Services (Note 1)	
Pre Receivership	9,814.50
Post Receivership	21,349.14
Accounting Services	
Accounting Services (Note 1)	12,376.13
Accounting Software and System Rental	1,233.33
Operating Expenses	39,552.02
GST Paid	5,607.29
Royalty and Lease Payments	14,273.31
Property Taxes	11,002.55
Transfer to Green Point Resources Ltd.	2,938.96
Professional Fees (Note 1)	
Business Review	6,698.79
Legal Fees and Disbursements (Note 2)	9,995.35
Receiver's Fees and Disbursements (Note 2)	15,633.45
<b>Total Disbursements</b>	<u>150,750.97</u>
 <b>Excess of Receipts over Disbursements</b>	 <u><u>\$ 53,164.89</u></u>

NOTE 1: For ease of administration, in certain instances, the disbursements reported with respect to consulting services, accounting services and professional fees include amounts relating to both Driftwood Resources Ltd. and Green Point Resources Ltd. These disbursements will be allocated between the two companies prior to any distribution to unsecured creditors.

NOTE 2: The Receiver and its legal counsel agreed to defer payment of their professional fees until such time as a sale of assets has been concluded. A schedule of professional fees and disbursements incurred to date is attached hereto as Appendix 1.

Driftwood Resources Ltd. - In Receivlership  
Interim Statement of Receipts and Disbursements  
For the Period June 25, 2009 to January 15, 2010  
Summary of Professional Fees

Appendix 1

Description	Invoice Number	Invoice Date	Fees	Disbursements	Subtotal	GST	Total
<b>Receiver's Fees and Disbursements</b>							
For the period June 25, 2009 to July 6, 2009 (Note 1)	5917679	09-Jul-09	\$ 14,883.00	\$ 750.45	\$ 15,633.45	\$ 781.67	\$ 16,415.12
For the period July 7, 2009 to August 11, 2009	5928059	19-Aug-09	23,243.00	1,336.93	24,579.93	1,229.00	25,808.93
For the period August 12, 2009 to September 11, 2009	5934445	13-Sep-09	21,854.70	1,106.72	22,961.42	1,148.07	24,109.49
For the period September 12, 2009 to October 22, 2009	5946085	22-Oct-09	12,299.00	643.48	12,942.48	647.12	13,589.60
For the period October 23, 2009 to November 24, 2009	5956232	24-Nov-09	8,685.25	462.29	9,147.54	457.38	9,604.92
For the period November 25, 2009 to December 18, 2009	5965478	21-Dec-09	9,623.40	490.58	10,113.98	505.70	10,619.68
<b>SubTotal</b>			<b>90,588.35</b>	<b>4,790.45</b>	<b>95,378.80</b>	<b>4,768.94</b>	<b>100,147.74</b>
<b>Legal Counsel's Fees and Disbursements</b>							
For the period to August 31, 2009	54584	31-Aug-09	10,585.00	8.40	10,593.40	529.67	11,123.07
For the period to September 30, 2009	54880	30-Sep-09	3,707.50	12.76	3,720.26	186.02	3,906.28
For the period to November 30, 2009	55699	30-Nov-09	2,195.00	14.08	2,209.08	110.15	2,319.23
For the period to December 22, 2009	56088	22-Dec-09	2,222.50	-	2,222.50	111.13	2,333.63
<b>SubTotal</b>			<b>18,710.00</b>	<b>35.24</b>	<b>18,745.24</b>	<b>936.97</b>	<b>19,682.21</b>
<b>Total Professional Fees</b>			<b>\$ 109,298.35</b>	<b>\$ 4,825.69</b>	<b>\$ 114,124.04</b>	<b>\$ 5,705.91</b>	<b>\$ 119,829.95</b>

Note 1: This amount has been paid from funds on hand in the Receiver's trust account and is reflected on the Receiver's Interim Statement of Receipts and Disbursements for the period June 25, 2009 to January 15, 2010.

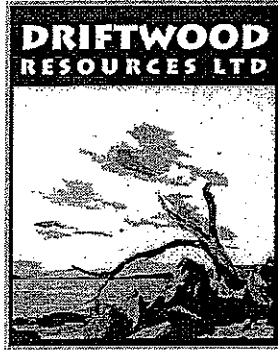
**Green Point Resources Ltd. - In Receivership  
Interim Statement of Receipts and Disbursements  
For the Period June 25, 2009 to January 15, 2010**

<b>Receipts</b>	
Accounts Receivable	\$ 7,626.27
Revenues	15,502.43
Transfer from Driftwood Resources Ltd.	2,938.96
GST Collected	775.12
GST Refund	1,196.44
<b>Total Receipts</b>	<u>28,039.22</u>
<b>Disbursements</b>	
General and Administrative	108.12
Consulting Services (Note 1)	3,125.00
Accounting Services	
Accounting Services (Note 1)	-
Accounting Software and System Rental	1,500.00
Storage	1,561.60
GST Paid	309.33
Operating Expenses	2,501.04
Royalty and Lease Payments	8,882.62
Property Taxes	3,251.60
Professional Fees (Note 1)	
Legal Fees and Disbursements (Note 2)	-
Receiver's Fees and Disbursements (Note 2)	-
<b>Total Disbursements</b>	<u>21,239.31</u>
<b>Excess of Receipts over Disbursements</b>	<u>\$ 6,799.91</u>

NOTE 1: For ease of administration, in certain instances, disbursements incurred with respect to consulting services, accounting services and professional fees relating to both Driftwood Resources Ltd. and Green Point Resources Ltd. have been paid by Driftwood Resources Ltd. These disbursements will be allocated between the two companies prior to any distribution to unsecured creditors.

NOTE 2: The Receiver and its legal counsel agreed to defer payment of their professional fees until such time as a sale of assets has been concluded. A schedule of professional fees and disbursements incurred to date is attached as Appendix 1 to the Interim Statement of Receipts and Disbursements of Driftwood Resources Ltd.

# APPENDIX B



**Non Binding Bids Due: September 23, 2009**

**Driftwood Resources Ltd. and Green Point Resources Ltd. - In Receivership  
Property Divestiture Offering**

Meyers Norris Penny Limited, Receiver and Manager of Driftwood Resources Ltd. and Green Point Resources Ltd., has retained CB Securities Inc. as its exclusive advisor with respect to the divestiture of Driftwood's natural gas and oil properties, either individually or en-bloc.

The Offering is characterized by:

- Currently 82 BOE/day, consisting of 445 Mcf/day of net sales gas and 8 Bbls/day of liquids from 15 gross wells (5.1 net).
- Significant "low hanging fruit" operations identified that Driftwood was not in the position to carry out due to financial constraints, specifically ~\$250 thousand of net capital for pump installation, short tie-in, cleanouts, zone perforations and fracture treatments for potentially more than 600 Mcf/day net gas plus some liquids at ~56% average interest. This production could be added at an estimated \$2,250/BOE/day.
- 12 development and optimization projects identified to potentially add 40 Bbls/day of net oil and 1.2 MMcf/day of net gas for ~\$1.2 million of net capital at ~35% average interest.
- Positive cash flows with ~15% current royalties and ~\$7.65/BOE operating costs.
- Properties located at Sousa, Elk Island / Norris, Three Hills, Thorsby, Morningside, Jenner and Hoosier

Interested parties are asked to contact Darryl Derouin at (403) 781-7041 or view details online at [www.cbsecurities.com](http://www.cbsecurities.com).

# APPENDIX C



SUITE 2060, SUN LIFE PLAZA  
140 - 4<sup>TH</sup> AVENUE S.W.  
CALGARY, ALBERTA T2P 3N3  
T 403.781.7040  
F 403.781.7099  
INFO@CBSECURITIES.COM  
WWW.CBSECURITIES.COM

August 20, 2009

Meyers Norris Penny Limited  
Suite 300  
622 – 5<sup>th</sup> Avenue S.W.  
Calgary, Alberta T2P 0M6

Attention: Verne Wood  
Senior Vice President

<b>Non-Binding Bids Due: 5pm September 23, 2009</b>
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**Re: Driftwood Resources Ltd. and Green Point Resources Ltd. - In Receivership  
Property Divestiture Offering**

Meyers Norris Penny Limited (the "Receiver"), Receiver and Manager of Driftwood Resources Ltd. and Green Point Resources Ltd. (collectively "Driftwood"), has retained CB Securities Inc. ("CB Securities") as its exclusive advisor with respect to the divestiture of Driftwood's oil and natural gas properties (the "Offering"). This program is an invitation to submit a Non-Binding Bid for any of the properties of Driftwood.

The Offering is characterized by:

- Currently 82 BOE/day, consisting of 445 Mcf/day of net sales gas and 8 Bbls/day of liquids from 15 gross wells (5.1 net).
- Significant "low hanging fruit" operations identified that Driftwood was not in the position to carry out due to financial constraints, specifically ~\$250 thousand of net capital for pump installation, short tie-in, cleanouts, zone perforations and fracture treatments for an additional 630 Mcf/day net gas plus some liquids at ~56% average interest. This production can be added at an estimated \$2,250/BOE/day.
- 12 development and optimization projects identified to add 44 Bbls/day of net oil and 1.2 MMcf/day of net gas for ~\$1.2 million of net capital at ~35% average interest.
- Positive cash flows with ~15% current royalties and ~\$7.65/BOE operating costs.

***Sousa***

The Sousa property is located in Townships 109 to 111, Ranges 2 to 5 W6M in northwestern Alberta. Driftwood holds 25% working interests in approximately 38 sections of land. The land is characterized by multi-zone potential in the Devonian (Slave Point) and the Quaternary (Glacial Drift). Production is currently 185 Mcf/day of net sales gas plus 5.5 Bbls/day of net condensate from three wells completed in the Slave Point. One of the wells is capable of producing an additional 75 Mcf/day of net sales gas with compression. There is one drilling opportunity and one re-entry opportunity identified in the Slave Point. There is also a Glacial Drift play with 200 Mcf/day of net sales gas for reactivation with workovers to clean out wells and addition of booster compression. There is extensive 3-D seismic across the lands.

### ***Elk Island / Norris***

The Elk Island/Norris property is located in Townships 52 and 53, Ranges 17 and 18 W4M in central Alberta. Driftwood has 4.5 sections of land with 24% to 100% working interests. Production is currently 125 Mcf/day of net sales gas from three wells producing from the Viking and Glauconitic zones. Driftwood has identified several inexpensive low risk recompletion opportunities.

### ***Three Hills***

The Three Hills property is located in Township 34, Range 25 W4M in central Alberta. Driftwood has 3 sections of land with mostly 50% working interests. Current production is 65 Mcf/day of net sales gas from two wells producing from the Ellerslie and Glauconitic zones. Driftwood has identified several inexpensive low risk upside opportunities which include a short tie-in of an existing tested well, installation of compression, and completion of the uphole Glauconitic in two wells.

### ***Thorsby***

The Thorsby property is located in Township 48, Range 1 W5M in central Alberta. Driftwood has 6 sections of land with working interests ranging from 18% to 50%. Current production is 35 Mcf/day of net sales gas plus liquids from one 30% working interest well producing dually from the Ellerslie and Glauconitic zones. There is a re-entry opportunity offsetting current production.

### ***Morningside***

The Morningside property is located in Townships 41 and 42, Range 27 W4M in central Alberta. Driftwood has 5 sections of land with interests ranging between 9% and 100%. Six wells currently produce 9 BOE/day, consisting of 2.6 Bbls/day of net oil and 37 Mcf/day of net sales gas, from the Ellerslie and Horseshoe Canyon zones in which working interests average 14%. Driftwood has identified several low risk upside opportunities on high interest land which include cleaning out and/or refracturing the Glauconitic zone in one well, fracturing the Ellerslie zone in one well, and installing a pump in one well. Other prospects include two drilling locations on 100% working interest land, of which one is a re-drill.

### ***Jenner***

The Jenner property is located in Township 22, Range 8 W4M in southeastern Alberta. Driftwood has 1 section of land with a 40% working interest. There is an inexpensive low risk uphole completion opportunity.

### ***Hoosier***

The Hoosier property consists of a 30% working interest in the NW of Section 31-27 W3M in west central Saskatchewan. One well is capable of producing gas from the commingled Bakken/Success, but is currently shut-in due to economics. Driftwood has proposed completing the uphole Waseca horizon, however did not have the funds to do so.



An attachment to this letter provides a property location map that identifies upside opportunities and property highlights, plus third party reserves, production, and cash flow for the properties. Additional information and the Confidentiality Agreement are provided in the Offering Circular available for review in hard copy or at our website [www.cbsecurities.com](http://www.cbsecurities.com). Execution of the Confidentiality Agreement will allow potential purchasers to gain access to the Data Book, physical and virtual Data Room.

The effective date of the transaction(s) will be September 1, 2009. The properties will be sold on an as is, where is basis; however, a Vesting Order from the Court of Queen's Bench of Alberta will be obtained to facilitate the sale of the properties.

This Offering is for the sale of the individual oil and natural gas properties. Interested parties are asked to submit a Non-Binding Bid by **5:00pm on Wednesday, September 23rd, 2009**. From the Non-Binding Bids received, the Receiver will hold additional discussions for the purpose of identifying the most serious party(ies) with whom to conclude the transaction(s). Preference will be given to en-bloc offers to purchase the properties.

The Receiver and CB Securities make no representation or warranty as to the accuracy or completeness of the information provided in connection with this Offering. Each potential purchaser should rely on their own investigation and due diligence to satisfy itself as to all matters relating to this Offering.

The Receiver and CB Securities reserve the right to modify the timing, procedures, terms and conditions of this Offering, or to terminate this Offering at any time. The Receiver also reserves the right to accept or reject any or all offers at its sole discretion for any reason whatsoever.

Prospective purchasers wishing to participate in this Offering are requested to direct their inquiries to **Darryl Derouin** at (403) 781-7041 or email at [info@cbsecurities.com](mailto:info@cbsecurities.com).

Yours very truly,

**CB SECURITIES INC.**



Darryl S. Derouin  
President



Action No. 0901-09579

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IN THE COURT OF QUEEN'S BENCH OF  
ALBERTA  
JUDICIAL DISTRICT OF CALGARY

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BETWEEN:

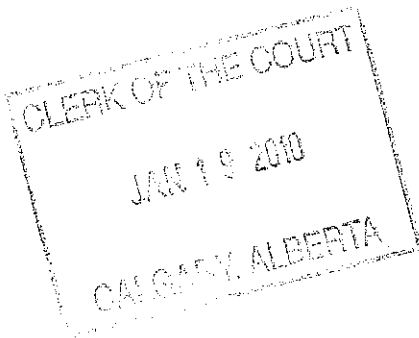
NATIONAL BANK OF CANADA

Plaintiff

- and -

DRIFTWOOD RESOURCES LTD. AND  
GREEN POINT RESOURCES LTD.

Defendant



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FIRST REPORT TO THE COURT  
of Meyers Norris Penny Limited  
in its capacity as the Court-appointed  
Receiver and Manager of  
Driftwood Resources Ltd. and  
Green Point Resources Ltd.

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**MILES DAVISON LLP**  
Barrister and Solicitors  
1600 Bow Valley Square II  
205 - 5 Avenue SW  
Calgary AB T2P 2V7

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Solicitor: Terry Czechowskyj  
Telephone: (403) 298-0333  
Facsimile: (403) 263-6840