

COPY

PROVINCE OF BRITISH COLUMBIA

Ministry of Forests

IN THE MATTER OF TREE FARM LICENCE NUMBER 1

INSTRUMENT NUMBER 78

Amendment

THIS AGREEMENT made in duplicate this 27th day of February, 1979.

BETWEEN:

THE MINISTER OF FORESTS of the Province of British Columbia,

(hereinafter called the "Minister")

OF THE ONE PART

AND:

CANADIAN CELLULOSE COMPANY, LIMITED, a corporation duly incorporated and having its registered office at 1200 - 1111 West Hastings Street in the City of Vancouver in the said Province,

(hereinafter called the "Licensee")

OF THE OTHER PART

WHEREAS the Licensee is the assignee of Tree Farm Licence numbered one (1) on the Forest Service Register of Tree Farm Licences and known as the "Port Edward Tree Farm Licence" or "Tree Farm Licence No. 1", (hereinafter called the "Tree Farm Licence");

AND WHEREAS pursuant to Clause 48 of the said Tree Farm Licence the said Indenture may be amended and the parties hereto have mutually agreed to amend the said Indenture as hereinafter set forth;

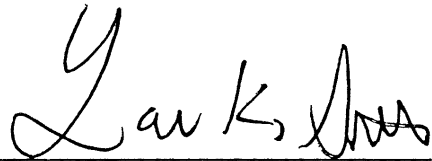
NOW THEREFORE THIS INDENTURE WITNESSETH THAT in consideration of the premises and the sum of One Dollar (\$1.00) of lawful money of Canada now paid by the Licensee to the Licensor, receipt whereof is hereby acknowledged, the parties hereto agree as follows:

1. THAT the Licence Indenture dated January 1st, 1970 be amended by cancelling Schedule "B" and plans designated Schedule "C", "D", "E", "F" and "G" attached to Exhibit "A" as referred to in Sub-clause (ii) of Clause 2 of the Indenture and replacing the said Schedule with the revised Schedule "B" and plans designated Area 1 of 3, Area 2 of 3 and Area 3 of 3.

2. THE Tree Farm Licence as heretofor amended, subject only to the amendments provided in this Agreement, is confirmed as being in full force and effect.

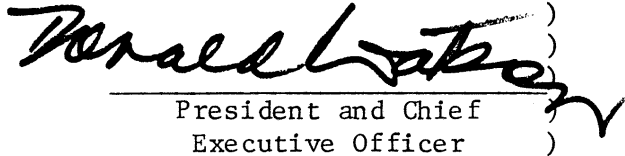
IN WITNESS WHEREOF the Minister has executed these presents and the Licensee has hereunto affixed its common seal in the presence of its duly authorized proper officers in that behalf as of the date hereof.

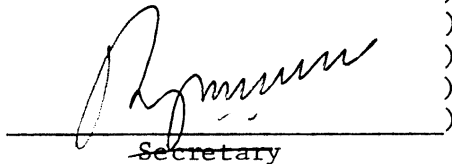
SIGNED, SEALED AND DELIVERED
by the Minister of Forests
in the presence of:




Minister of Forests

The Common Seal of Canadian)
Cellulose Company, Limited)
was hereunto affixed in the)
presence of:)


President and Chief
Executive Officer)


Secretary)

Vice President, General Counsel
and Secretary

SCHEDULE "B"

This is Schedule "B" attached to Exhibit "A" as referred to in Sub-clause (ii) of Clause 2 of the Indenture dated the first day of January in the year of Our Lord One Thousand Nine Hundred and Seventy.

AREA 1

Crown lands not otherwise alienated within the following described area: Commencing at the northeast corner of S.T.L. 4244p, Range 5, Coast District, being a point on the highwater mark on the left bank of Skeena River; thence in a general northeasterly direction along the said highwater mark on the left bank of Skeena River to the northwest corner of Indian Reserve No. 1A, "Killutsal"; thence southerly along the westerly boundary of said Indian Reserve No. 1A to the northwest corner of Lot 2653 (T.L. 11120p); thence southerly, easterly and northerly along the westerly, southerly and easterly boundaries of said Lot 2653 (T.L. 11120p) to the southwest corner of Lot 2654 (T.L. 11123p); thence easterly and northerly along the southerly and easterly boundaries of said Lot 2654 (T.L. 11123p) and Lot 2655 (T.L. 11134p) to the southwest corner of Lot 5973; thence easterly along the southerly boundary of said Lot 5973 to the highwater mark on the left bank of Lakelse River; thence in a general easterly direction along the said highwater mark on the left bank of Lakelse River to the westerly boundary of Lot ²⁶⁵⁹2695 (T.L. 8285p); thence — southerly and easterly along the westerly and southerly boundaries — of said Lot ²⁶⁵⁹2695 to the northwest corner of Lot 2658 (T.L. 8284p); thence southerly along the westerly boundary of said Lot 2658 to the southwest corner thereof; thence southwesterly in a straight line to the most easterly northeast corner of Lot 4132 (T.L. 12464p); thence southerly and westerly along the easterly and southerly boundaries of said Lot 4132 to the most southerly southwest corner thereof; thence due west to the southerly boundary of the watershed of White Creek; thence in a general westerly direction along the southerly boundaries of the watersheds of White Creek, Whitebottom Creek, and Dasque Creek to the westerly boundary of the said watershed of Dasque Creek; thence in a general northerly direction along the said westerly boundary of the watershed of Dasque Creek to a point due south of the southeast corner of Lot 5885; thence north 805 metres more or less to the said southeast corner; thence northerly along the easterly boundary of said Lot 5885 to the northeast corner thereof, being a point on the highwater mark on the left bank of Skeena River; thence in a general easterly direction along the said highwater mark on the left bank of Skeena River

to the northwest corner of Lot 7178, Indian Reserve No. 85; thence southerly, easterly and northerly along the westerly, southerly and easterly boundaries of the said Lot 7178 to the northeast corner thereof, being a point on the aforesaid highwater mark on the left bank of Skeena River; thence in a general northeasterly direction along the said highwater mark on the left bank of Skeena River to the aforesaid northeast corner of S.T.L. 4244p, being the point of commencement.

AREA 2

Crown lands not otherwise alienated within the following described area: Commencing at the northwest corner of S.T.L. 9129p, Range 5, Coast District being a point on the highwater mark on the left bank of Zymoetz River; thence due north 4.426 kilometres more or less to the northerly boundary of the watershed of said Zymoetz River; thence in a general easterly and northerly direction along the northerly and westerly boundaries of the said watershed of Zymoetz River to a point due west of the intersection of the highwater mark of the right bank of Red Canyon Creek with the highwater mark on the right bank of Zymoetz River; thence east to the said intersection; thence south 33 degrees east to the easterly boundary of the watershed of said Zymoetz River, being the westerly boundary of the watershed of Serb Creek; thence in a general southerly direction along the said easterly boundary of the watershed of Zymoetz River and the westerly boundary of the watershed of Burnie River to the summit of Pillar Peak; thence southeasterly in a straight line to the intersection of the highwater mark on the right bank of Burnie River with the highwater mark on the right bank of Clore River; thence westerly in a straight line to the summit of Hope Peak; thence southwesterly in a straight line to the summit of Cumulus Mountain, being a point on the westerly boundary of the watershed of Clore River; thence in a general northerly direction along the said westerly boundary of the watershed of Clore River to the southerly boundary of the watershed of the main stream of Zymoetz River; thence in a general westerly direction along the said southerly boundary of the watershed of the main stream of Zymoetz River to a point due south of the most westerly southwest corner of aforesaid S.T.L. 9129p; thence north to the said most westerly southwest corner; thence northerly along the westerly boundary of said S.T.L. 9129p to the aforesaid northwest corner thereof, being the point of commencement.

AREA 3

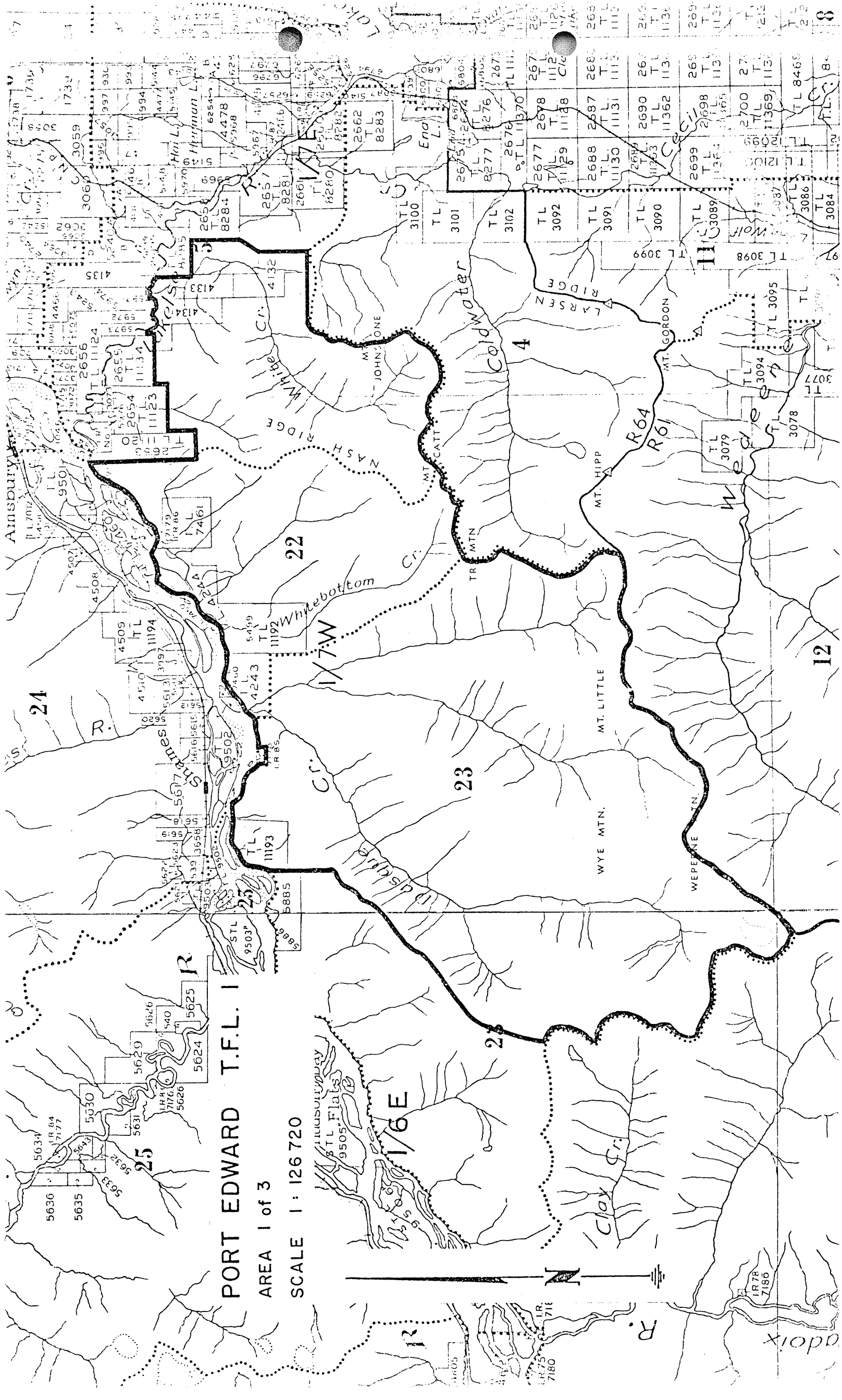
Crown lands not otherwise alienated within the following described area: Commencing at the southeast corner of Lot 1405A, Range 5, Coast District being a point on the highwater mark of the right bank of

Kitsumkalum River; thence westerly along the southerly boundaries of Lots 1405A and 1405 to the northeast corner of Lot 475 (T.L. 8713p); thence southerly and westerly along the easterly and southerly boundaries of said Lot 475 to the northwest corner of Lot 474 (T.L. 6229p); thence southerly along the westerly boundary of said Lot 474 to a point due east of the southeast corner of S.T.L. 8718p; thence west to said southeast corner; thence westerly along the southerly boundary of said S.T.L. 8718p to the southwest corner thereof; thence due west 2.414 kilometres; thence due north a distance of 302 metres more or less to the northerly boundary of the watershed of Zymagotitz River; thence in a general westerly direction along the said northerly boundary of the watershed of Zymagotitz River to the northerly boundary of the watershed of Exstew River; thence in a general westerly direction along the said northerly boundary of the watershed of Exstew River to the southerly boundary of the watershed of Ishkheenickh River; thence in a general westerly and northerly direction along the southerly and westerly boundaries of the said watershed of Ishkheenickh River to the westerly boundary of the watershed of an unnamed creek which flows northerly through Lot 3964, Indian Reserve No. 41 into the Nass River; thence northerly along the said westerly boundary of the watershed of an unnamed creek to a point due south of the southeast corner of Lot 3963, Indian Reserve No. 12A; thence north 905 metres more or less to said corner; thence northerly along the easterly boundary of said Lot 3963, Indian Reserve No. 12A to the southwest corner of aforesaid Lot 3964, Indian Reserve No. 41; thence easterly, northerly, and westerly along the southerly, easterly and northerly boundaries of said Lot 3964, Range 5, Coast District to the most northerly northwest corner thereof, being a point on the highwater mark of the left bank of Nass River; thence in a general northeasterly direction along the said highwater mark of the left bank of Nass River to the most southerly southwest corner of Indian Reserve No. 9, "Lachkaltsap", Cassiar District; thence easterly and northerly along the southerly and easterly boundaries of said Indian Reserve No. 9 to the aforesaid highwater mark on the left bank of Nass River; thence northeasterly along the said highwater mark of Nass River on the left bank to a point due south of the most southerly point of T.L. 11354p; thence north to the southerly boundary of said T.L. 11354p; thence westerly, northerly and northeasterly along the southerly, westerly and northerly boundaries of the said T.L. 11354p to a point due south of the southeast corner of Indian Reserve No. 30, "Dachlabah"; thence north to the said southeast corner; thence northerly and westerly along the easterly and northerly boundaries of said Indian Reserve No. 30 to the most westerly southwest corner of Lot 2951; thence northerly along the westerly

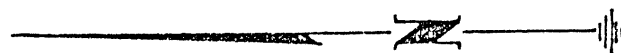
boundary of said Lot 2951 to the northwest corner thereof; thence due north 3.219 kilometres more or less to a point due west of the most northerly northwest corner of Lot 2946; thence east 2.414 kilometres more or less to the said most northerly northwest corner; thence easterly along the northerly boundary of said Lot 2946 to the northeast corner thereof, being a point on the highwater mark on the right bank of Nass River; thence in a general northerly direction along the said highwater mark on the right bank of Nass River to the southwest corner of Lot 1095, Indian Reserve No. 31; thence due south to the aforesaid highwater mark on the left bank of Nass River; thence in a general easterly direction along the said highwater mark on the left bank of Nass River to the northeast corner of S.T.L. 11357p; thence northerly in a straight line to the most westerly extremity of S.T.L. 11355p; thence in a general northerly, easterly and southerly direction along the westerly, northerly and easterly boundaries of said S.T.L. 11355p to a point due west of the intersection of the highwater mark on the left bank of Nass River with the highwater mark on the right bank of Kwinyarh Creek; thence east to the said intersection; thence in a general northerly and easterly direction along the said highwater mark on the left bank of Nass River to the southwest corner of Indian Reserve No. 29, "Zaul Zap"; thence easterly and northerly along the southerly and easterly boundaries of Indian Reserve No. 29 and Lot 1093, Indian Reserve No. 44, to the most easterly northeast corner of said Lot 1093, Indian Reserve No. 44; thence due east 4.828 kilometres; thence due north 2.414 kilometres; thence due east 2.816 kilometres; thence due south 1.408 kilometres more or less to a point due west of the southwest corner of Lot 2626; thence east to the said southwest corner; thence easterly and northerly along the southerly and easterly boundaries of said Lot 2626 to the southeast corner of Lot 2625; thence northerly along the easterly boundary of said Lot 2625 to the southeast corner of Lot 1714; thence northerly and westerly along the easterly and northerly boundaries of said Lot 1714 to the southeast corner of Lot 1711; thence northerly along the easterly boundary of said Lot 1711 to the most southerly southwest corner of Lot 1717; thence easterly, northerly and westerly along the southerly, easterly and northerly boundaries of said Lot 1717 to the southeast corner of Lot 1721; thence northerly along the easterly boundary of said Lot 1721 to the southerly boundary of Lot 1724; thence easterly and northerly along the southerly and easterly boundaries of said Lot 1724 to the southerly boundary of Lot 3052; thence easterly, northerly and westerly along the southerly, easterly and northerly boundaries of said Lot 3052 to the southeast corner of Lot 3055; thence northerly along the easterly boundary of said Lot 3055 to the southerly boundary of Lot 3058; thence easterly and northerly along the southerly and easterly boundaries of Lots 3058,

3061, 3063, and 3065 to the northeast corner of said Lot 3065; thence westerly along the northerly boundary of said Lot 3065 to the southeast corner of Lot 3068; thence northerly and westerly along the easterly and northerly boundaries of Lot 3068 to the northwest corner thereof, being a point on the highwater mark on the left bank of Nass River; thence due west to the highwater mark on the right bank of Nass River; thence in a general southerly direction along said highwater mark on the right bank of Nass River to the northeast corner of Lot 3087; thence westerly and southerly along the northerly and westerly boundaries of Lots 3087, 3086, 3083, and 3080 to the northwest corner of Lot 1701; thence southerly along the westerly boundaries of Lot 1701 and Indian Reserve No. 1A, "Gitlakdamix" to the southeast corner of Lot 1703; thence westerly along the southerly boundary of said Lot 1703 to the northeast corner of Lot 1704; thence westerly along the northerly boundary of said Lot 1704 to the northwest corner thereof; thence due west 21.324 kilometres more or less to the line of the Cascade Mountains as defined in the Interpretation Act R.S. 1960, C 199 S (24) c 2 for administrative purposes; thence in a general northerly direction along the said line of the Cascade Mountains to the summit of Yvonne Peak, being a point on the westerly boundary of the watershed of Meziadin Lake; thence in a general northerly and easterly direction along the westerly and northerly boundaries of the watershed of said Meziadin Lake to the summit of Mount Bell-Irving, being a point on the westerly boundary of the watershed of Bell-Irving River; thence in a general southeasterly direction along the said westerly boundary of the watershed of Bell-Irving River to a point north 35 degrees west of the intersection of the highwater mark on the right bank of Bell-Irving River with the highwater mark on the right bank of Nass River; thence southerly in a straight line to the said intersection; thence southeasterly in a straight line 18.507 kilometres more or less to a point 1.207 kilometres due west and 805 metres due north of the northeast corner of S.T.L. 4107p; thence due east 2.414 kilometres more or less to the northeasterly boundary of the watershed of Wolverine Creek; thence in a general southeasterly direction along the northeasterly boundaries of the watersheds of Wolverine and Axnegrelga Creeks to the easterly boundary of the watershed of Nass River; thence in a general southeasterly direction along the said easterly boundary of the watershed of Nass River to a point due east of the northeast corner of Lot 1891, being a point on the easterly boundary of the watershed of Cranberry River; thence west to the said northeast corner; thence westerly along the northerly boundaries of Lots 1891 and 1890 to the northwest corner of said Lot 1890; thence due west 15.691 kilometres more or less to the easterly boundary of the watershed of Ginmiltkun Creek; thence in a

general southerly direction along the said easterly boundary of the watershed of Ginmiltkun Creek to the easterly boundary of the watershed of Kiteen River; thence in a general southerly and westerly direction along the easterly and southerly boundaries of the said watershed of Kiteen River to the westerly boundary of the watershed of Cedar River; thence in a general southerly direction along the said westerly boundary of the watershed of Cedar River to the northerly boundary of the watershed of Sterling Creek; thence in a general westerly direction along the said northerly boundary of the watershed of Sterling Creek to a point due north of a point 16.898 kilometres due south and 10.863 kilometres due east of the northeast corner of Lot 2625; thence due west 1.609 kilometres; thence due south 2.414 kilometres; thence due west 1.207 kilometres; thence due south 2.414 kilometres; thence due west 1.609 kilometres; thence due south 2.937 kilometres more or less to a point due east of the northeast corner of Lot 4573, Range 5, Coast District; thence due east 4.627 kilometres more or less to the westerly boundary of Lot 4404 (T.L. 6689p), Cassiar District; thence northerly along the westerly boundaries of Lots 4404 (T.L. 6689p) and 1627 (T.L. 6691p), Cassiar District to the northwest corner of said Lot 1627; thence due north 2.816 kilometres; thence due east 6.437 kilometres more or less, to a point due north of the northeast corner of Lot 4384 (T.L. 6678p), Range 5, Coast District; thence south 12.070 kilometres more or less to the said northeast corner of Lot 4384; thence due east 2.414 kilometres; thence due south 4.023 kilometres more or less to a point due east of the southeast corner of Lot 4387 (T.L. 6685p); thence west 3.219 kilometres more or less to the said southeast corner; thence westerly along the southerly boundary of said Lot 4387 to the southwest corner thereof; thence westerly in a straight line to the northeast corner of Lot 1040; thence westerly along the northerly boundary of said Lot 1040 to the northwest corner thereof, being a point on the highwater mark on the left bank of Cedar River; thence due west to the highwater mark on the right bank of Cedar River; thence in a general southerly direction along the said highwater mark on the right bank of Cedar River to the highwater mark on the left bank of Kitsumkalum River; thence due south to the highwater mark on the right bank of said Kitsumkalum River; thence in a general southeasterly direction along the said highwater mark on the right bank of Kitsumkalum River to the highwater mark on the westerly shore of Kitsumkalum Lake; thence in a general southerly direction along the said highwater mark on the westerly shore of Kitsumkalum Lake and the highwater mark on the right bank of Kitsumkalum River to the aforesaid southeast corner of Lot 1405A, being the point of commencement.



PORT EDWARD T.F.L. AREA 1 of 3
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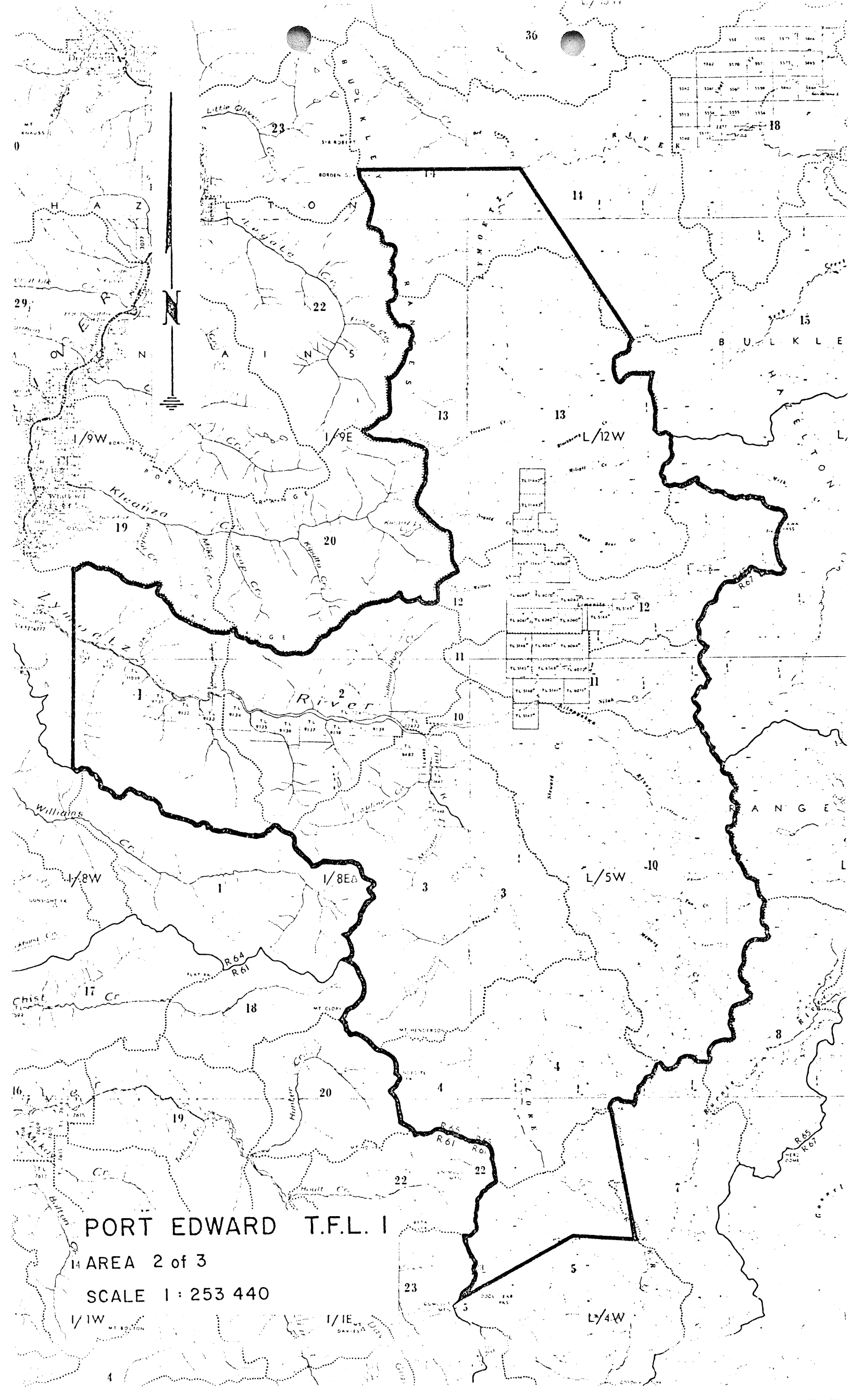
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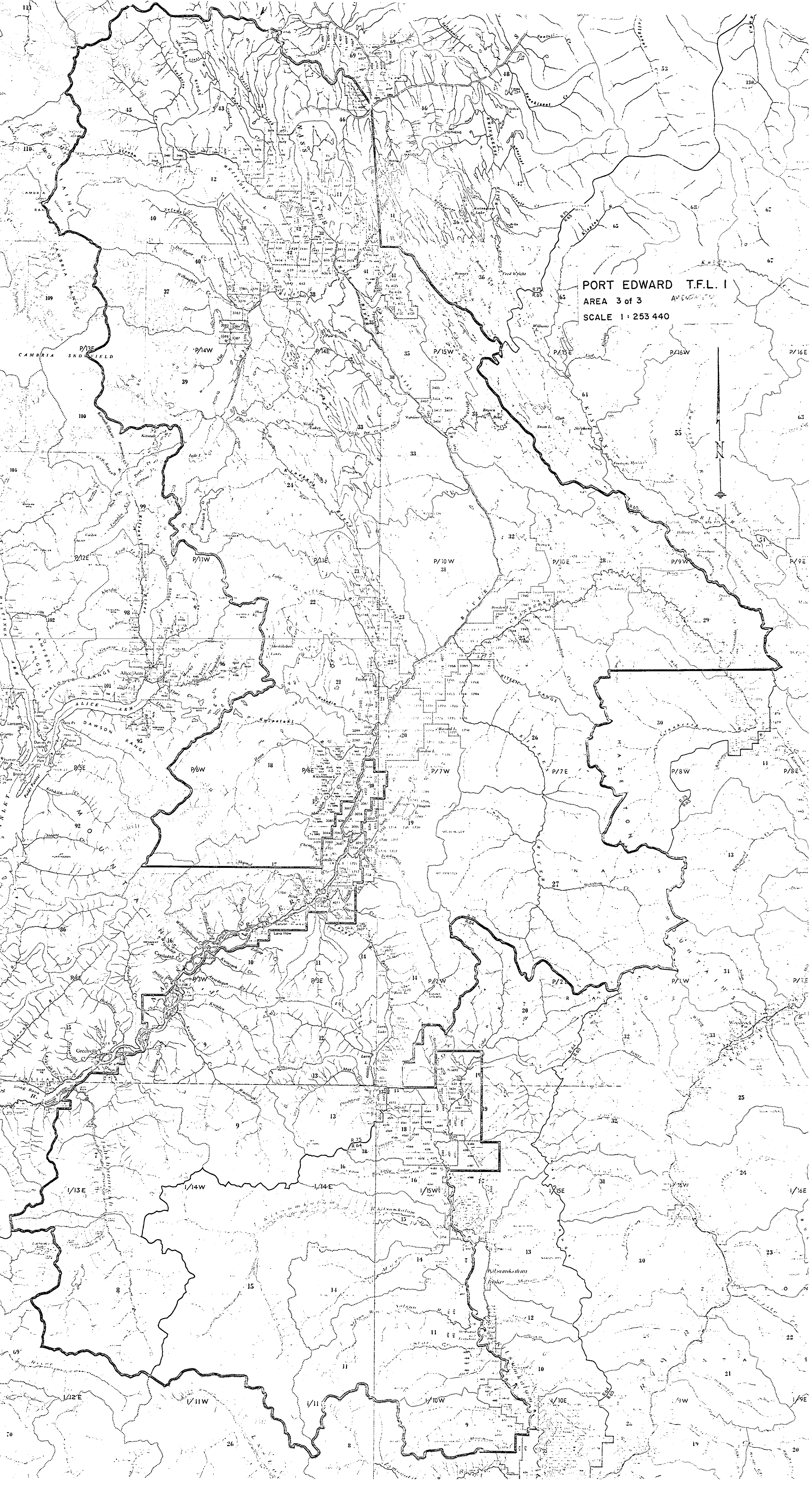
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AREA 3 of 3
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