

To whom it may concern:

IN THE MATTER OF TREE FARM LICENCE NUMBER 23
AMENDMENT NUMBER 93,

the Minister of Lands, Forests, and Water Resources for the Province of British Columbia HEREBY CONSENTS, in so far as it is within his authority so to do, to the Assignment hereunto annexed, marked " A ", dated 1st January, 1970.

BETWEEN: CELGAR LIMITED (formerly Celgar Development Company Limited), a corporation duly incorporated under the laws of the Province of British Columbia, and having its registered office in the City of Vancouver,
in the Province of British Columbia, hereinafter called the Assignor(s),

OF THE ONE PART,

AND SKEENA KRAFT LIMITED, a corporation duly incorporated under the laws of the Province of British Columbia, and having its registered office in the City of Vancouver,
in the Province of British Columbia, hereinafter called the Assignee(s),

OF THE OTHER PART.

SUBJECT, HOWEVER, to the express condition that, notwithstanding anything contained in this Consent, or in the said Assignment, or any documents referred to therein, no person on behalf of the Department of Lands, Forests, and Water Resources shall be deemed to have waived compliance with or observance of, on the part of the Assignor(s), his/their/its predecessors, successors, and assigns, any of the covenants, provisoes, conditions, or reservations contained in the said matter above referred to, nor to have waived, impaired, or restricted in any way whatsoever any of the rights or remedies of the Crown or of the said Minister of Lands, Forests, and Water Resources in respect of the said matter above referred to, or of the property or rights thereby demised or privileges granted, nor to have approved of the form or of any of the terms, provisions, or conditions of the said Assignment, or of any document, IT BEING EXPRESSLY DECLARED that the sole object, purport, and effect of this document is merely as a permission in writing to validate the making of an assignment, and no action shall be taken or thing done under, by virtue of, or in connection with the said Assignment, or any documents referred to therein, that may prejudice, impair, or affect in any way whatsoever any of the rights of the said Minister of Lands, Forests, and Water Resources.

DATED at Victoria, British Columbia this first day of January , 19 70 .


Deputy Minister of Forests.

THIS INDENTURE is made as of the 1st day of January,
1970.

BETWEEN:

CELGAR LIMITED, of 1111 West
Hastings Street, in the City of
Vancouver, Province of British
Columbia,

(hereinafter called the "Assignor")

OF THE FIRST PART

AND:

SKEENA KRAFT LIMITED, of 1111
West Hastings Street, in the City
of Vancouver aforesaid,

(hereinafter called the "Assignee")

OF THE SECOND PART

WHEREAS pursuant to an agreement made as of the 31st day
of December, 1969 (the "Amalgamation Agreement") between the
Assignor, the Assignee and Columbia Cellulose Company, Limited,
the Assignor agreed inter alia to sell and transfer to and the
Assignee agreed to purchase, directly or indirectly through
Columbia, substantially all the undertaking, business, property,
contracts, powers, privileges, rights and assets of the Assignor,
including Tree Farm Licence numbered 23 on the Forest Service
Register of Tree Farm Licences and on the official atlas maps of
the Department of Lands and Forests, and known as the "Arrow

Lakes Tree Farm Licence" or "Tree Farm Licence No. 23", as the same has heretofore been amended and/or supplemented (hereinafter called the "Tree Farm Licence"), and the Assignee agreed to assume all the Assignor's liabilities and obligations, all with effect as of January 1, 1970; and

WHEREAS the said Amalgamation Agreement contained a covenant by the Assignor that it would execute and do all such further deeds, acts, things and assurances as might be requisite in the opinion of the Assignee for more perfectly and absolutely assigning, transferring and assuring unto the Assignee the matters in the said agreement mentioned;


NOW THEREFORE THIS INDENTURE WITNESSETH that pursuant the said covenant and for the consideration set forth in the said Amalgamation Agreement the Assignor hereby transfers, assigns and sets over to the Assignee effective immediately after midnight on December 31, 1969/January 1, 1970, all the Assignor's right, title and interest in and to the Tree Farm Licence TO HAVE AND TO HOLD the same unto and to the use of the Assignee, its successors and assigns forever SUBJECT to the payments reserved by, and the terms and conditions contained in the Tree Farm Licence.

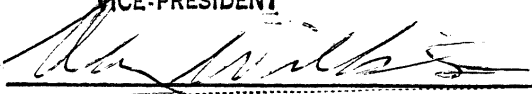
The Assignee for itself, its successors and assigns

hereby covenants with the Assignor to make all payments provided for in the Tree Farm Licence and henceforth to become payable thereunder and to observe and perform all the covenants and conditions in the Tree Farm Licence contained as if the Assignee were a party thereto and the Licensee named therein.

IN WITNESS WHEREOF the parties hereto have caused their respective common seals to be hereunto affixed in the presence of their proper officers as of the day and year first above written.


The common seal of CELGAR
LIMITED was hereunto affixed
in the presence of:

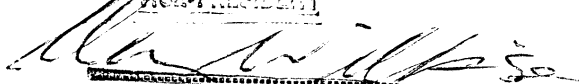


VICE-PRESIDENT


Assistant Treasurer

The common seal of SKEENA
KRAFT LIMITED was hereunto
affixed in the presence of:



VICE-PRESIDENT


Assistant Treasurer

To whom it may concern:

IN THE MATTER OF TREE FARM LICENCE NUMBER 23
AMENDMENT NUMBER 93,

the Minister of Lands, Forests, and Water Resources for the Province of British Columbia HEREBY CONSENTS, in so far as it is within his authority so to do, to the Assignment ~~dated~~ **hereunto annexed, marked "A", dated 1st January, 1970.**

BETWEEN: CELGAR LIMITED (formerly Celgar Development Company Limited), a corporation duly incorporated under the laws of the Province of British Columbia, and having its registered office in the City of Vancouver,

in the Province of British Columbia, hereinafter called the Assignor(s),

OF THE ONE PART,

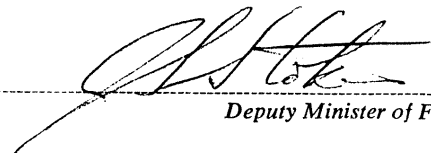
AND SKEENA KRAFT LIMITED, a corporation duly incorporated under the laws of the Province of British Columbia, and having its registered office in the City of Vancouver,

in the Province of British Columbia, hereinafter called the Assignee(s),

OF THE OTHER PART.

SUBJECT, HOWEVER, to the express condition that, notwithstanding anything contained in this Consent, or in the said Assignment, or any documents referred to therein, no person on behalf of the Department of Lands, Forests, and Water Resources shall be deemed to have waived compliance with or observance of, on the part of the Assignor(s), his/their/its predecessors, successors, and assigns, any of the covenants, provisoes, conditions, or reservations contained in the said matter above referred to, nor to have waived, impaired, or restricted in any way whatsoever any of the rights or remedies of the Crown or of the said Minister of Lands, Forests, and Water Resources in respect of the said matter above referred to, or of the property or rights thereby demised or privileges granted, nor to have approved of the form or of any of the terms, provisions, or conditions of the said Assignment, or of any document, IT BEING EXPRESSLY DECLARED that the sole object, purport, and effect of this document is merely as a permission in writing to validate the making of an assignment, and no action shall be taken or thing done under, by virtue of, or in connection with the said Assignment, or any documents referred to therein, that may prejudice, impair, or affect in any way whatsoever any of the rights of the said Minister of Lands, Forests, and Water Resources.

DATED at Victoria, British Columbia this first day of January , 19 70.


Deputy Minister of Forests.

FARRIS, FARRIS, VAUGHAN, WILLS & MURPHY

BARRISTERS & SOLICITORS

HON. J. W. DEB. FARRIS, O.C.
C. H. WILLS
A. D. POOL
BRIAN S. LOWE
MICHAEL BUTLER
H. P. McLAUGHLIN
DAVID B. FINLAY
TERENCE W. BOYLAN

JOHN L. FARRIS, O.C.
C. FRANCIS MURPHY
G. S. HUGH-JONES
P. W. BUTLER
K. A. L. HILLMAN
J. D. N. EDGAR
BRUCE H. MCCOLL
RODNEY K. WARD

D. L. VAUGHAN, O.C.
BRICE S. EVANS
JOHN D. McALPINE
JACK M. GILES
JAMES F. RICHARDSON
GLEN P. BANCROFT
ROGER J. DUNCAN
IRWIN G. NATHANSON

TELEPHONE 681-7111
AREA CODE 604
CABLE ADDRESS "FAREM"
TELEX Q4 507819

15TH FLOOR

510 WEST HASTINGS STREET

VANCOUVER 2, B. C.

REPLY ATTENTION OF Mr. D. L. Vaughan, Q.C.

March 26, 1970.

Minister of Lands, Forests, and
Water Resources,
Parliament Buildings
Victoria, B. C.

Dear Sir:

Respecting the transfer of Tree Farm Licence No. 23 by Celgar Limited to Skeena Kraft Limited, this will confirm that all properties including both temporary tenures and lands held in fee simple, described in Schedule "A" of Tree Farm Licence No. 23 have been conveyed and effectively transferred to Skeena Kraft Limited.

Yours truly,

FARRIS, FARRIS, VAUGHAN, WILLS & MURPHY

Per: 

DLV:w