

PROVINCE OF BRITISH COLUMBIA

Ministry of Forests

IN THE MATTER OF TREE FARM LICENCE 39

INSTRUMENT NUMBER 163

Amendment

THIS AGREEMENT is dated the 28th day of May 2001.

BETWEEN:

THE MINISTER OF FORESTS, on behalf of
HER MAJESTY THE QUEEN IN RIGHT OF THE
PROVINCE OF BRITISH COLUMBIA
Parliament Buildings
Victoria, British Columbia V8V 1X4

(the "Licensor")

AND:

WEYERHAEUSER COMPANY LIMITED
925 West Georgia Street
Vancouver, British Columbia
V6C 3L2

(the "Licensee")

WHEREAS:

- A. Pursuant to the provisions of the *Forest Act*, the Licensor and Licensee entered into a replacement agreement for Tree Farm Licence (TFL) 39, dated March 1, 2000;
- B. The Licensor and the Licensee have mutually agreed to delete certain lands from Schedule "A" of the said TFL, for the purpose of the removal of a powerhouse site and hydro dam.

THEREFORE:

Pursuant to Section 39(1)(e) of the *Forest Act*, the parties agree to delete the following parcel of land from Schedule "A" of TFL 39:

1. Powerhouse Property (PID 024-934-429)
Lot 1, District Lot 2676, Group 1, New Westminster District, Plan LMP47913
2. Lois Lake Dam Property (PID 024-936-090)
Lot 1, District Lot 1571, Group 1, New Westminster District, Plan LMP47914

The said land so withdrawn shall henceforth no longer be part of or subject to the said TFL 39.

This agreement has been executed by the Licensor and Licensee on the day and year first written above.

SIGNED, SEALED AND DELIVERED)
 by the MINISTER OF FORESTS on behalf)
 of Her Majesty the Queen in Right of the)
 Province of British Columbia in the)
 presence of:)

Andrea S. de Lestard)
 _____)
 _____)

J. Ped A/DM

 MINISTER OF FORESTS

THE COMMON SEAL (C/S) of the)
 Licensee was affixed in the presence of:)

C. Neeser)
 Authorized Signatory C.D. Neeser)
Alex A. Shorten)
 Authorized Signatory Alex A. Shorten)
 _____)
 _____)

C/S

~~(OR)~~

SIGNED, SEALED AND DELIVERED)
 by the Licensee in the presence of:)

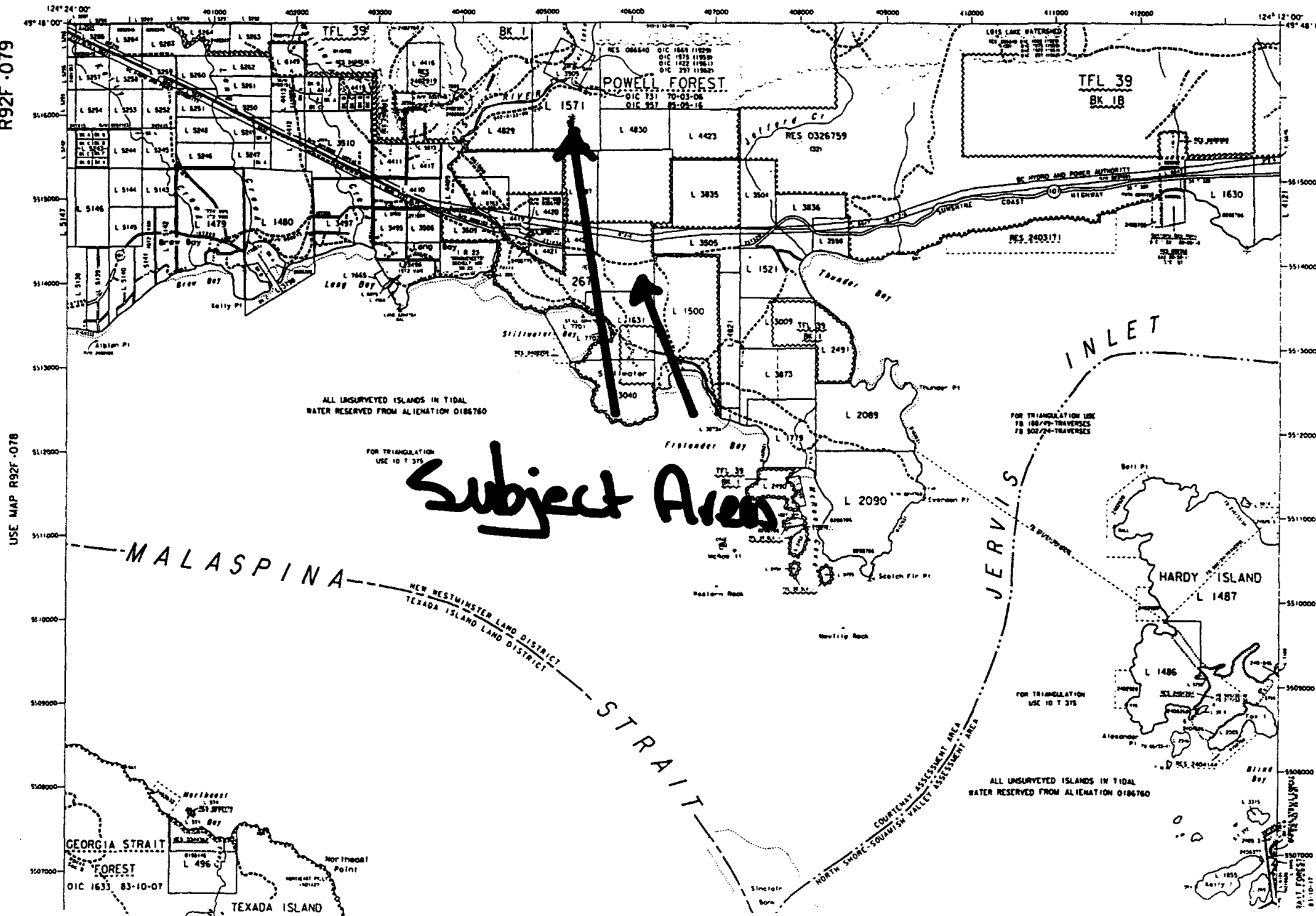
_____)
 _____)
 _____)
 _____)

Authorized Signatory

Title

AUG 27 1995

R92F-079



Subject Area

ALL UNSURVEYED ISLANDS IN TIDAL WATER RESERVED FROM ALIENATION 0186760

FOR TRIANGULATION USE 10 T 375

FOR TRIANGULATION USE 78 188/49-TRAVERSES 78 502/24-TRAVERSES

FOR TRIANGULATION USE 10 T 375

ALL UNSURVEYED ISLANDS IN TIDAL WATER RESERVED FROM ALIENATION 0186760

GEORGIA STRAIT

FOREST

OIC 1633 83-10-07

TEXADA ISLAND

NEW WESTMINSTER LAND DISTRICT
TEXADA ISLAND LAND DISTRICT

STRAIT

COURTESY ASSESSMENT AREA
NORTH STONE-SQUAMISH VALLEY ASSESSMENT AREA

HARDY ISLAND
L 1487

L 1486

ALEXANDER PI

BLIND BAY

L 1855

L 1857

PAUL FOREST

PAUL FOREST
OIC 1855 83-10-17

SUBDIVISION PLAN OF PART OF DISTRICT LOT 1571, GROUP 1, NEW WESTMINSTER DISTRICT.

SCALE 1:2500
B.C.G.S. 92F.079

- LEGEND**
 MARKINGS ARE ASTRONOMIC AND WERE DERIVED FROM REFERENCE PLAN LPP37302.
 ● DENOTES STANDARD ROCK POST FOUND
 ○ DENOTES STANDARD CAPPED POST FOUND
 + DENOTES STANDARD IRON POST FOUND
 * DENOTES OLD LEAD PLUM FOUND
 ⊙ DENOTES STANDARD ROCK POST SET
 ⊙ DENOTES STANDARD CAPPED POST SET
 ⊙ DENOTES STANDARD IRON POST SET

WE CERTIFY THAT THE SUBDIVISION OF THE LAND SHOWN ON THIS PLAN IS PERMITTED BY REGULATION 17 OF THE FOREST LAND RESERVE ACT AND HAS BEEN APPROVED BY THE LAND RESERVE COMMISSION.

H. Small
 APPROVING OFFICER
 MINISTRY OF TRANSPORTATION AND HIGHWAYS

REGISTERED OWNER
 WOFFERMANUSAR COMPANY LIMITED
 INC. NO. A51955

Alex A. Christie
 AUTHORIZED SIGNATORY
 PRINT NAME: ALEX A. CHRISTIE

G. Kennedy
 AUTHORIZED SIGNATORY
 PRINT NAME: G. KENNEDY

John J. ...
 AUTHORIZED SIGNATORY
 PRINT NAME: JOHN J. ...

THIS PLAN NEED NOT COMPLY WITH SECTION 75.1-4 OF THE LAND TITLE ACT.
 THIS ON DAY OF JANUARY, 2004

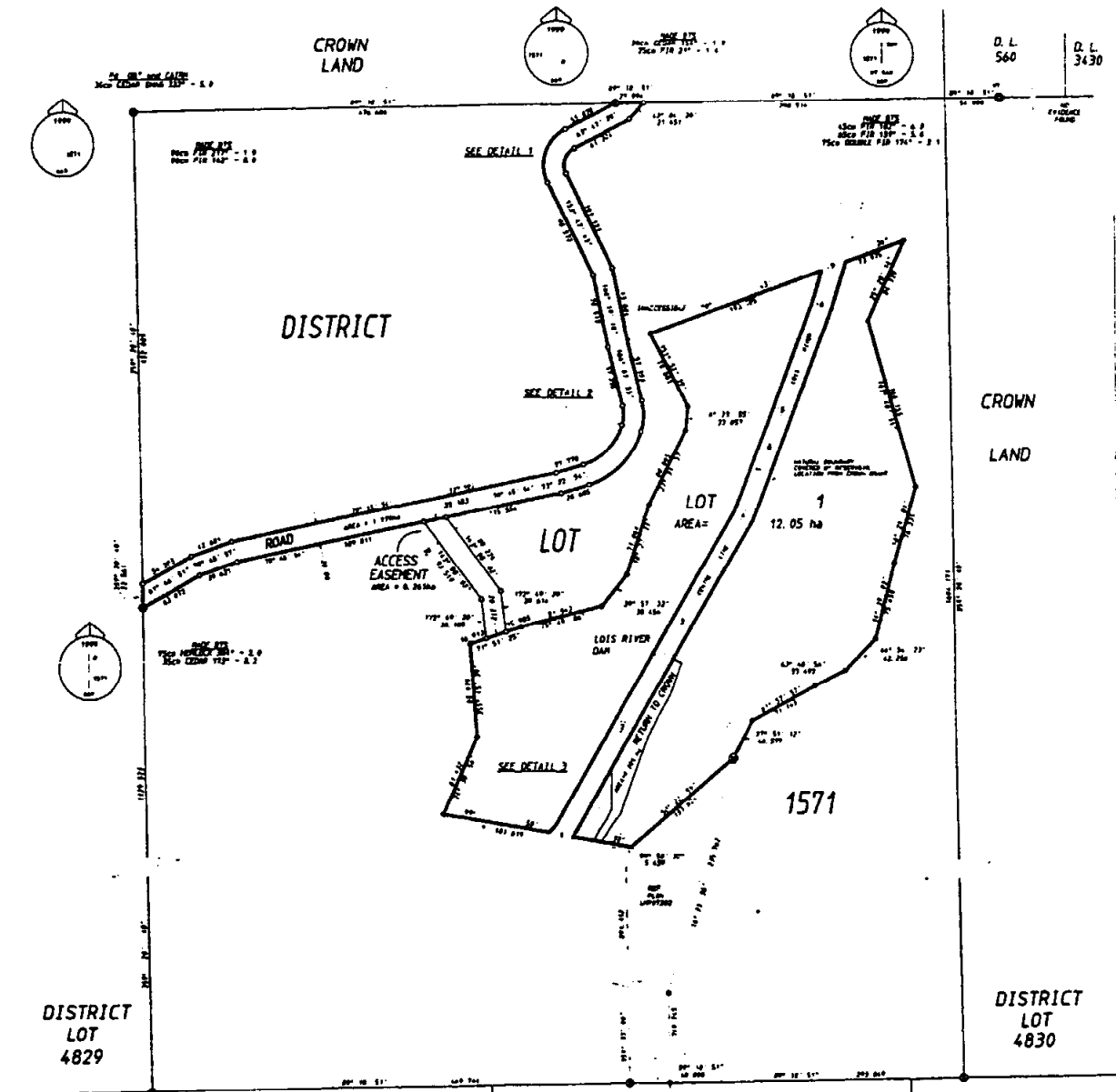
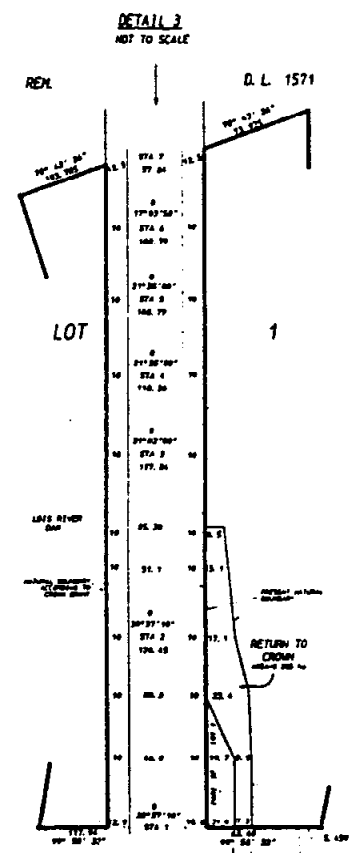
H. Small
 APPROVING OFFICER
 MINISTRY OF TRANSPORTATION AND HIGHWAYS

APPROVED UNDER THE LAND TITLE ACT WITH ACCESS BY EASEMENT ONLY PURSUANT TO SECTION 9 OF B.C. REGULATIONS 334/79.

THIS ON DAY OF JANUARY, 2004

H. Small
 APPROVING OFFICER
 MINISTRY OF TRANSPORTATION AND HIGHWAYS

THIS PLAN LIES WITHIN THE "POWELL RIVER"



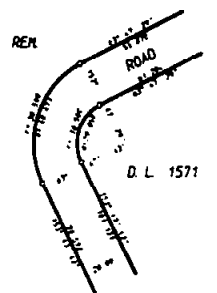
PLAN LMP 47914

DEPOSITED IN THE LAND TITLE OFFICE AT NEW WESTMINSTER, B.C. THIS 7th DAY OF NOV 2000

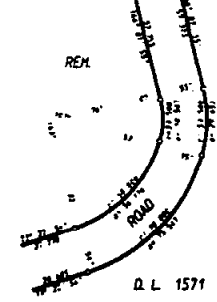
H. Small *Alex A. Christie*
 DEPUTY REGISTRAR

29266914

DETAIL 1
 SCALE 1:1250



DETAIL 2
 SCALE 1:1250



THE REGISTERED OWNERS DESIGNATED HEREON HEREBY DECLARE THAT THEY HAVE ENTERED INTO A COVENANT IN FAVOUR OF HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF BRITISH COLUMBIA AS REPRESENTED BY THE MINISTER RESPONSIBLE FOR HEALTH UNDER SECTION 219 OF THE LAND TITLE ACT.

D. L. 4419

THIS PLAN LIES WITHIN THE "POWELL RIVER" REGIONAL DISTRICT

DISTRICT LOT 5697

I, FRED BERRY, A BRITISH COLUMBIA LAND SURVEYOR OF POWELL RIVER, BRITISH COLUMBIA, CERTIFY THAT I HAVE PREPARED AND PERSONALLY SUPERVISED THE SURVEY REPRESENTED BY THIS PLAN AND THAT THE SURVEY AND PLAN ARE CORRECT. THE SURVEY WAS COMPLETED ON THE 4th DAY OF NOVEMBER, 1999.

F. Berry
 FRED BERRY
 B.C.G.S.

ENERGY AND RAIL AND SAMUEL LEE
 LAND SURVEYING LTD.
 1000 BURNHAMTHORPE

SUBDIVISION PLAN OF PART OF DISTRICT LOT 2676, GROUP 1 EXCEPT:
 FIRSTLY: PART IN PLAN 22685;
 SECONDLY: PART SUBDIVIDED BY PLAN LMP44007;
 NEW WESTMINSTER DISTRICT.

PLAN LMP47913

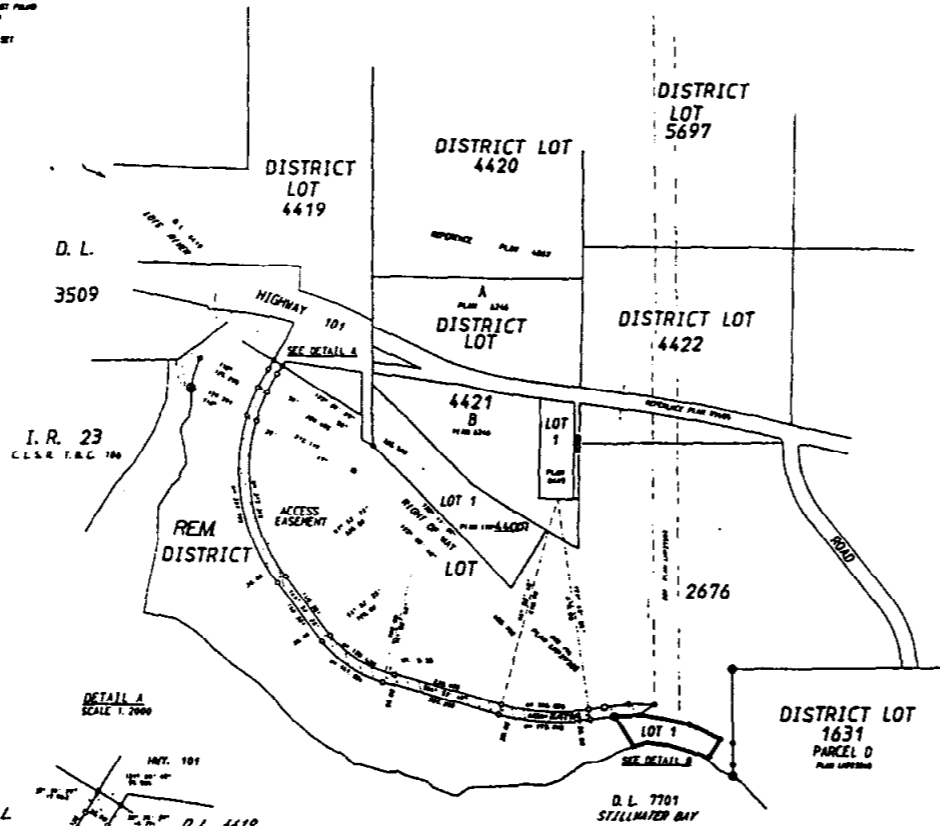
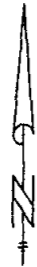
DEPOSITED IN THE LAND TITLE OFFICE
 AT NEW WESTMINSTER, B.C.
 THIS 7TH DAY OF JULY, 2004

J. Small
 DEPUTY REGISTRAR

SCALE 1:5000

B.C.L.S. 929.079

LEGEND
 BEARINGS ARE ASTRONOMIC AND WERE DERIVED FROM PLAN LMP37384
 (S) BOUNDARY STATIONS CAPPED POST PLUMB
 (A) BOUNDARY STATIONS ALUMINUM POST PLUMB
 (D) BOUNDARY STATIONS DOWEL POST PLUMB
 (R) BOUNDARY STATIONS RAILROAD POST PLUMB
 (T) BOUNDARY STATIONS TOWER POST PLUMB



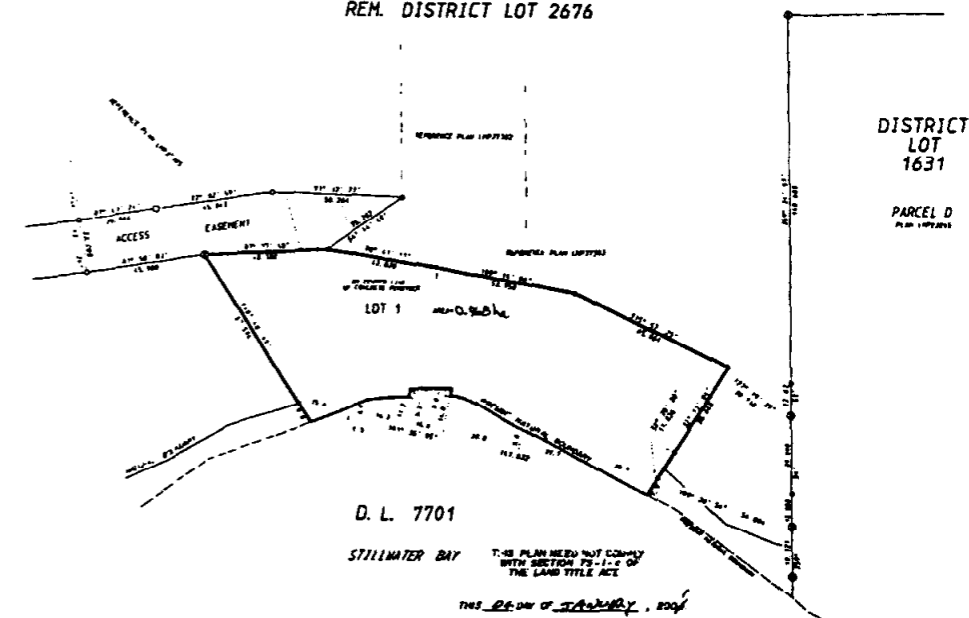
DETAIL A
 SCALE 1:2000



CERTIFICATE UNDER LAND TITLE ACT, S. 94(1)(a) RD
 THE BATED BOUNDARY SHOWN HEREON IS DEEMED TO BE
 THE NATURAL BOUNDARY AS DEFINED IN THE LAND ACT
 FOR THE MINISTER OF ENVIRONMENT LANDS AND PARKS
 VICTORIA, B.C. August 10, 2004

THE REGISTERED OWNERS DESIGNATED HEREON
 HEREBY DECLARE THAT THEY HAVE ENTERED INTO
 A COVENANT IN FAVOR OF HER SUBJECTS THE
 QUEEN IN RIGHT OF THE PROVINCE OF BRITISH
 COLUMBIA AS REPRESENTED BY THE MINISTER
 RESPONSIBLE FOR HEALTH UNDER SECTION 239
 OF THE LAND TITLE ACT.

DETAIL B
 SCALE 1:1000



REGISTERED OWNER:
 WERNER/CLUSER COMPANY LIMITED
 THE NO. 1-2-2075

Alex A. Shorten
 Alex A. Shorten
 Paul K. Perrins
 Brenda A. Stewart
 WERNER/CLUSER COMPANY LIMITED
 1000-1000
 2000
 2000
 2000
 VANCOUVER, B.C.

APPROVED UNDER THE LAND TITLE ACT
 WITH ACCESS BY EASEMENT ONLY
 PURSUANT TO SECTION 9 OF B.C. REGULATIONS 224/79
 THIS 07 DAY OF JANUARY, 2004

APPROVED UNDER THE LAND TITLE ACT
 WITH ACCESS BY EASEMENT ONLY
 PURSUANT TO SECTION 9 OF B.C. REGULATIONS 224/79
 THIS 07 DAY OF JANUARY, 2004

THIS PLAN LIES WITHIN THE
 "TODMELL RIVER"
 REGIONAL DISTRICT

HEREBY CERTIFY THAT THE SUBDIVISION OF THE LAND
 SHOWN ON THIS PLAN IS PERMITTED BY REGULATION 10
 UNDER THE FOREST LAND RESERVE ACT AND HAS BEEN
 REVIEWED BY THE LAND RESERVE COMMISSION.

I, FRED BERRY, A BRITISH COLUMBIA LAND SURVEYOR,
 PARCEL BINDER, BRITISH COLUMBIA, CERTIFY THAT
 I AM PERSONALLY SUPERVISING THE SURVEY,
 AND THAT THE SURVEY PLAN AND CORRECT. THE SURVEY HAS COMPLETED
 THE 7TH DAY OF JULY, 2004

B.C.L.S.
 ENTRY AND BAK
 LAND SURVEYING LTD.
 1000-1000
 VANCOUVER, B.C.