

CONVEYANCE

THIS AGREEMENT made this ____ day of _____, _____.

BETWEEN:

TRANSFEROR, a body corporate, having an office in the City of _____, in the Province of Alberta (hereinafter called the "Transferor")

OF THE FIRST PART

- and -

TRANSFEEE, a body corporate having an office in the City of _____, in the Province of Alberta (hereinafter called the "Transferee")

OF THE SECOND PART

WHEREAS the Transferor has agreed to sell and convey the _____ Assets to the Transferee and the Transferee has agreed to purchase and receive the _____ Assets from the Transferor.

NOW THEREFORE for the consideration provided in the Asset Exchange Agreement and in consideration of the premises hereto and the covenants and agreements hereinafter set forth and contained, the parties hereto covenant and agree as follows:

1. DEFINITIONS

In this Agreement, including the premises hereto, "Asset Exchange Agreement" means the agreement entitled "Asset Exchange Agreement" dated as of _____ between the Transferor and the Transferee.

In addition, the definitions provided for in the Asset Exchange Agreement are adopted herein by this reference.

2. CONVEYANCE

The Transferor, pursuant to and for the consideration provided for in the Asset Exchange Agreement, the receipt and sufficiency of which is acknowledged by the Transferor, hereby sells, assigns, transfers, conveys and sets over to the Transferee the entire right, title, estate and interest of the Transferor in and to the _____ Assets, to have and to hold the same absolutely, together with all benefit and advantage to be derived therefrom.

THIS IS A 2-PAGE FORM.