

FOGLER, RUBINOFF

BARRISTERS & SOLICITORS

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 JEFFERY S. JONES, O.C.
 GARY C. GRIERSON
 JACK B. BERKOW
 EFFIE J. TRIANTAFILOPOULOS
 MICHAEL S. WOLFFISH
 STEPHEN A. BERENSONSKY
 ALDEN M. OCHTENBERG
 R. KENNETH S. PEARCE
 LAWRENCE D. WILDER
 TAMMY J. ANKLEWICZ
 ELIZABETH J. WOLFE
 RICHARD A. YASNY
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 DOUGLAS G. SMITH
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 JANE P. RATCHFORD
 ADRIENNE V. CAMPBELL
 RISA SOKOLOFF
 YVONNE A. DIEDRICK
 LAURA M.G. BEBANT

NORMAN MAY, O.C.
 STANLEY S. COHEN
 ARTHUR M. GANS
 RICHARD H. SKEETER
 JEFFREY ALPERT
 PETER K. GUSELLE
 JOHN G. TEMESVARY
 LAWRENCE R. HABER
 DAPHNE E. M. HUNGER
 R. LEIGH YOLUD
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 TOM KOUTOULAKIS

MICHAEL H. APFLETON, O.C.
 RICHARD A. BAIN, O.C.
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 JOSEPH S. MANNING
 ARLENE D. WOLFF
 IRWIN GREENBLATT
 I. WILLIAM BERKOFF
 HOWARD G. RUBINOFF
 JENNY L. CHU
 RICHARD J. STEINBERG
 BRUCE S. BARTIS
 MICHAEL DONSKY
 MONIQUE T. PASTREAU
 LESLIE G. DOLINDER
 (1972-1989)

The Corporation of The Village
 of St. Clair Beach
 13677 St. Gregory's Road
 St. Clair Beach, Ontario
 N8N 3E4

- and -

Newmas Holdings Inc.
 3695 Huntington Road
 Windsor, Ontario
 N9E 3N2

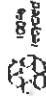
Dear Sirs:

Re: 388257 Ontario Limited;
 St. Clair Beach Shopping Centre,
 Village of St. Clair Beach, County of Essex.

We are legal counsel for 388257 Ontario Limited ("388257"), and have acted in connection with 388257 entering into a Site Plan Control Amending Agreement dated the 12th day of October, 1994, with The Corporation of the Village of St. Clair Beach and Newmas Holdings Inc. in respect of the St. Clair Beach Shopping Centre (the "Site Plan Control Amending Agreement") and in connection with 388257 entering into a lease dated the 4th day of April, 1994, as Landleord, and Newmas Holdings Inc. as Tenant, in respect of certain leased premises located at the St. Clair Beach Shopping Centre (the "Lease"). We render this opinion and we are of the opinion that:

1. 388257 is in good standing under the laws of the Province of Ontario.
2. 388257 has the capacity to enter into the Site Plan Control Amending Agreement and the Lease and complete the transactions contemplated by the Site Plan Control Amending Agreement and the Lease.

SUITE 4400, P.O. BOX 95, ROYAL TRUST TOWER
 TORONTO-DOMINION CENTRE
 TORONTO, ONTARIO, CANADA M5K 1G8
 TELEPHONE: (416) 864-9700 FAX: (416) 341-8652 TDDX BOX NUMBER: 49

1004
revised

October 27, 1994 File #93/2147

FOGLER, RUBINOFF

BARRISTERS & SOLLICITORS

- 2 -

3. Neither the execution of the Site Plan Control Amending Agreement and the Lease nor the performance of it by 388257 will violate its constating documents or any agreements to which it is bound of which we have knowledge after due enquiry with 388257, or any Court Orders.

4. The Site Plan Control Amending Agreement and the Lease and all transactions contemplated by the Site Plan Control Amending Agreement and the Lease have been duly and validly authorized by all requisite 388257 corporate proceedings.

This opinion is provided solely for your use in connection with the above transactions and may not be used or relied upon by any other person (except your successors) either in connection with this or any other matter or transaction.

Yours very truly,

FOGLER, RUBINOFF

Per: 

Michael Wolfish

MW:kc
CO-38825.acb



FOR OFFICE USE ONLY

1290364

94 10 25 15 54

CERTIFICATE OF REGISTRATION
ESSEX COUNTY LANDS

AND REGISTRATION INSTRUMENTS

Additional: See Schedule

New Property Identifiers

Executions

Additional: See Schedule

(1) Registry Land Titles (2) Page 1 of 2 pages

(3) Property Identifier(s) Block Property Additional: See Schedule

(4) Nature of Document
POSTPONEMENT AGREEMENT

(5) Consideration
N/A Dollars \$

(6) Description
Part of Lot 1, Concession West of the Pike Creek, containing by a measurement the sum of 18.192 acres be the same more or less, Village of St. Clair Beach, County of Essex;

AS MORE PARTICULARLY DESCRIBED IN SCHEDULE "1" ATTACHED HERETO.

(7) This Document Contains: (a) Redescription New Easement Plan/Sketch (b) Schedule for: Description Other Additional Parties

(8) This Document provides as follows:

VILLAGE GROVE CORPORATION, the registered owner of a Charge/Mortgage registered as Instrument No. 1275877 on the 8th day of June, 1994, hereby postpones the said Charge/Mortgage No. 1275877 to a Site Plan Control Amending Agreement made between The Corporation of the Village of St. Clair Beach, 388257 Ontario Limited, and Newmas Holdings Inc., registered as Instrument No. 1289305 on the 14th day of October, 1994, with respect to the lands set out in Box (6) and on Schedule "1" attached hereto.

Continued on Schedule

(9) This Document relates to Instrument number(s) Charge/Mortgage No. 1275877

(10) Party(ies) (Set out Status or Interest)

Name(s)	Signature(s)	Date of Signature Y M D
VILLAGE GROVE CORPORATION (Postponer)	<i>[Signature]</i> Name: A. J. Anderson Title: Treasurer	1994 09 22
I/We have authority to bind the Corporation.		1994 09

(11) Address for Service 3255 Odessa Drive, R.R. #2, Tecumseh, Ontario, N8N 2M1

(12) Party(ies) (Set out Status or Interest)

Name(s)	Signature(s)	Date of Signature Y M D
THE CORPORATION OF THE VILLAGE OF ST. CLAIR BEACH (Postponee)		

(13) Address for Service 13677 St. Gregory's Road, St. Clair Beach, Ontario, N8N 3E4

(14) Municipal Address of Property

Not Assigned

(15) Document Prepared by:

Michael Wolfish, Esq.
Fogler, Rubino
Suite 4400, Royal Trust Tower
Toronto Dominion Centre
Toronto, Ontario
M5K 1G8

FOR OFFICE USE ONLY	
Fees and Tax:	<i>[Signature]</i>
Registration Fee	
Total	<i>[Signature]</i>

SCHEDULE "1"LEGAL DESCRIPTION
(St. Clair Beach Property)

ALL AND SINGULAR that certain parcel or tract of land and premises situate, lying and being in the Village of St. Clair Beach, County of Essex and Province of Ontario, being composed of Part of Lot 1, Concession West of the Pike Creek, containing by a measurement the sum of 18.192 acres be the same more or less, more particularly described as follows:

Bearings are astronomic and are referred to those as shown on a Plan of Record of Tecumseh Road registered in the Land Registry System at the Land Registry Office for Essex (No. 12) as Instrument No. 129011;

COMMENCING at a point in the Northern limit of said Tecumseh Road, distant 190.00 feet measured Easterly in that limit from its intersection with the widened Eastern limit of Manning Road (Townline Road between the Town of Tecumseh and the Village of St. Clair Beach), said widening being registered in the aforementioned Land Registry Office as Instrument No. 199717;

THENCE South 85 degrees, 47 minutes East and following the Northern limit of said Tecumseh Road, 76.36 feet to a bend in said limit;

THENCE South 86 degrees, 07 minutes East and following the last mentioned limit, 490.37 feet to a found standard iron bar;

THENCE North 2 degrees, 13 minutes, 10 seconds East, 1,107.82 feet to a point, said point being the South-Eastern corner of Part 2 on a Plan deposited in the aforementioned Land Registry Office as Plan 12R-4183;

THENCE North 87 degrees, 34 minutes, 50 seconds West and following the Southern limit of said Part 2, Plan 12R-4183, 759.53 feet to the South-Western corner thereof, said corner being in the said widened Eastern limit of Manning Road;

THENCE South 2 degrees, 03 minutes West and following the last mentioned limit, 886.29 feet more or less to a point, said point being distant 209.38 feet measured Northerly along the last mentioned limit from its intersection with the said Northern limit of Tecumseh Road;

THENCE South 87 degrees, 59 minutes, 20 seconds East, 197.86 feet to a point;

THENCE South 4 degrees, 13 minutes West, 207.86 feet more or less to the POINT OF COMMENCEMENT.

SAVE AND EXCEPT that portion of the said lands conveyed to the Corporation of the Village of St. Clair Beach, and designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7381;

SUBJECT TO an easement in favour of Union Gas Limited over part of the said lands designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411;

AND SUBJECT TO an easement for Roof Top Agreement in favour of Union Gas Limited over PARTS 2, 3, 4 and 5 on a Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411.



Document General

Form 4 — Land Registration Reform Act

D

(2) Page 1 of 2 pages

(1) Registry Land Titles Property Additional: See Schedule

(3) Property Identifier(s) Block

(4) Nature of Document
POSTPONEMENT AGREEMENT

(5) Consideration
Dollars \$

(6) Description
Part of Lot 1, Concession West of the Pike Creek, containing by a measurement the sum of 18.192 acres be the same more or less, Village of St. Clair Beach, County of Essex;
AS MORE PARTICULARLY DESCRIBED IN SCHEDULE "1" ATTACHED HERETO.

(7) This Document Contains: (a) Redescription New Easement Plan/Sketch (b) Schedule for: Description Additional Parties Other

FOR OFFICE USE ONLY
1289307
94 10 14 30
NEW PROPERTY IDENTIFIERS
Additional: See Schedule

Executions
Additional: See Schedule

(8) This Document provides as follows:
MONTREAL TRUST COMPANY OF CANADA, the registered owner of a Subordinated Fixed and Floating Charge Debenture contained in a Trust Indenture registered as Instrument No. 1274858 on the 31st day of May, 1994, hereby postpones the said Trust Indenture No. 1274858 to a Site Plan Control Amending Agreement made between The Corporation of the Village of St. Clair Beach, 388257 Ontario Limited, and Newmas Holdings Inc., registered as Instrument No. 1289305 on the 14th day of October, 1994, with respect to the lands set out in Box (6) and on Schedule "1" attached hereto.

(9) This Document relates to instrument number(s)
Trust Indenture No. 1274858 + 1289305

Continued on Schedule

(10) Party(ies) (Set out Status or Interest)
Name(s)
MONTREAL TRUST COMPANY OF CANADA
(Postponer)
APPROVED FOR EXECUTION BY M.T.C. of C. Title: **MARY BAYOFF TRUST OFFICER CORPORATE TRUST SERVICES**
Signature(s) *Mary Bayoff*
Date of Signature Y M D
1994 09 26
We have authority to bind the Corporation.
Name: *M. Bayoff*
Title: *Trust Officer*

(11) Address for Service
151 Front Street West, Suite 605, Toronto, Ontario, M5J 2N1

(12) Party(ies) (Set out Status or Interest)
Name(s)
THE CORPORATION OF THE VILLAGE OF ST. CLAIR BEACH
(Postponee)
Signature(s)
Date of Signature Y M D

(13) Address for Service
13677 St. Gregory's Road, St. Clair Beach, Ontario, N8N 3E4

(14) Municipal Address of Property
Not Assigned

(15) Document Prepared by:
**Michael Wolfish, Esq.
Fogler, Rubinfoff
Suite 4400, Royal Trust Tower
Toronto Dominion Centre
Toronto, Ontario
M5K 1G8**

FOR OFFICE USE ONLY
Registration Fee
Total **50**

SCHEDULE "1"LEGAL DESCRIPTION
(St. Clair Beach Property)

ALL AND SINGULAR that certain parcel or tract of land and premises situate, lying and being in the Village of St. Clair Beach, County of Essex and Province of Ontario, being composed of Part of Lot 1, Concession West of the Pike Creek, containing by a measurement the sum of 18.192 acres be the same more or less, more particularly described as follows:

Bearings are astronomic and are referred to those as shown on a Plan of Record of Tecumseh Road registered in the Land Registry System at the Land Registry Office for Essex (No. 12) as Instrument No. 129011;

COMMENCING at a point in the Northern limit of said Tecumseh Road, distant 190.00 feet measured Easterly in that limit from its intersection with the widened Eastern limit of Manning Road (Townline Road between the Town of Tecumseh and the Village of St. Clair Beach), said widening being registered in the aforementioned Land Registry Office as Instrument No. 199717;

THENCE South 85 degrees, 47 minutes East and following the Northern limit of said Tecumseh Road, 76.36 feet to a bend in said limit;

THENCE South 86 degrees, 07 minutes East and following the last mentioned limit, 490.37 feet to a found standard iron bar,

THENCE North 2 degrees, 13 minutes, 10 seconds East, 1,107.82 feet to a point, said point being the South-Eastern corner of Part 2 on a Plan deposited in the aforementioned Land Registry Office as Plan 12R-4183;

THENCE North 87 degrees, 34 minutes, 50 seconds West and following the Southern limit of said Part 2, Plan 12R-4183, 759.53 feet to the South-Western corner thereof, said corner being in the said widened Eastern limit of Manning Road;

THENCE South 2 degrees, 03 minutes West and following the last mentioned limit, 886.29 feet more or less to a point, said point being distant 209.38 feet measured Northerly along the last mentioned limit from its intersection with the said Northern limit of Tecumseh Road;

THENCE South 87 degrees, 59 minutes, 20 seconds East, 197.86 feet to a point;

THENCE South 4 degrees, 13 minutes West, 207.86 feet more or less to the POINT OF COMMENCEMENT.

SAVE AND EXCEPT that portion of the said lands conveyed to the Corporation of the Village of St. Clair Beach, and designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7381;

SUBJECT TO an easement in favour of Union Gas Limited over part of the said lands designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411;

AND SUBJECT TO an easement for Roof Top Agreement in favour of Union Gas Limited over PARTS 2, 3, 4 and 5 on a Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411.

<p>(1) Registry <input checked="" type="checkbox"/> Land Titles <input type="checkbox"/></p> <p>(2) Page 1 of XX 2 pages</p>	<p>(3) Property Identifier(s) <input type="checkbox"/> Block <input type="checkbox"/> Property <input type="checkbox"/></p> <p>(4) Nature of Document</p> <p style="text-align: right;">Dollars \$</p> <p>(5) Consideration</p> <p>(6) Description Part of Lot 1, Concession West of the Pike Creek, Village of St. Clair Beach, County of Essex, and more particularly described on Schedule "A" attached hereto.</p>
<p>(7) This Document Contains:</p> <p>(a) Redescription <input type="checkbox"/> New Easement <input type="checkbox"/> Plan/Sketch <input type="checkbox"/></p> <p>(b) Schedule for: <input checked="" type="checkbox"/> Description <input type="checkbox"/> Additional Parties <input type="checkbox"/> Other <input type="checkbox"/></p>	<p>Additional: See Schedule <input type="checkbox"/></p> <p>Additional: See Schedule <input type="checkbox"/></p>

(8) This Document provides as follows:

National Bank of Canada, the registered owner of Charge/Mortgage of Land registered on the 9th day of January, 1992 as Instrument No. 1186027 hereby postpones the said Charge/Mortgage of Land to a Site Plan Control Amending Agreement made between The Corporation of the Village of St. Clair Beach, 388257 Ontario Limited and Newmas Holdings Inc. registered on the 14th day of September, 1994 as Instrument No. 1289305 with respect to the lands set out in Box (6) and on Schedule "A" attached hereto.

Power of Attorney registered February 21, 1992 as Instrument No. 1189981.

To the best of our knowledge and belief this Power of Attorney is still in full force and effect.

(9) This Document relates to instrument number(s) 1289305
Mortgage No. 1186027;

(10) Party(ies) (Set out Status or Interest)
Name(s)
NATIONAL BANK OF CANADA (Postponer)
by its Attorneys:
Signature(s) *[Signature]* Date of Signature Y M D 1994 09 20
Per: *[Signature]*
Name: (ROWLEY) LEWIS, SENIOR MANAGER
Title: NORTH AMERICAN REAL ESTATE
Per: *[Signature]* 1994 09 20
Name: THOMAS J. FAY, ACCOUNT MANAGER
Title: NORTH AMERICAN REAL ESTATE

(11) Address for Service **National Bank Building, 12th Floor, 150 York Street, Toronto, Ontario, M5H 3A9**
Signature(s) _____ Date of Signature Y M D _____

(12) Party(ies) (Set out Status or Interest)
Name(s)
THE CORPORATION OF THE VILLAGE OF ST. CLAIR BEACH (Postponce)
Signature(s) _____ Date of Signature Y M D _____

(13) Address for Service **13677 St. Gregory's Road, St. Clair, Ontario, N8N 3E4**
Signature(s) _____ Date of Signature Y M D _____

(14) Municipal Address of Property
NOT ASSIGNED
Signature(s) _____ Date of Signature Y M D _____

(15) Document Prepared by:
**Steven N. Iczkovitz
Borden & Elliot
Scotia Plaza
40 King Street West
Toronto, Ontario
M5H 3Y4**

FOR OFFICE USE ONLY	Fees and Tax
Registration Fee	
Total	50-

2

SCHEDULE "A"

LEGAL DESCRIPTION
(St. Clair Beach Property)

ALL AND SINGULAR that certain parcel or tract of land and premises situate, lying and being in the Village of St. Clair Beach, County of Essex and Province of Ontario, being composed of Part of Lot 1, Concession West of the Pike Creek, containing by a measurement the sum of 18.192 acres be the same more or less, more particularly described as follows:

Bearings are astronomic and are referred to those as shown on a Plan of Record of Tecumseh Road registered in the Land Registry System at the Land Registry Office for Essex (No. 12) as Instrument No. 129011;

COMMENCING at a point in the Northern limit of said Tecumseh Road, distant 190.00 feet measured Easterly in that limit from its intersection with the widened Eastern limit of Manning Road (Townline Road between the Town of Tecumseh and the Village of St. Clair Beach), said widening being registered in the aforementioned Land Registry Office as Instrument No. 199717;

THENCE South 85 degrees, 47 minutes East and following the Northern limit of said Tecumseh Road, 76.36 feet to a bend in said limit;

THENCE South 86 degrees, 07 minutes East and following the last mentioned limit, 490.37 feet to a found standard iron bar;

THENCE North 2 degrees, 13 minutes, 10 seconds East, 1,107.82 feet to a point, said point being the South-Eastern corner of Part 2 on a Plan deposited in the aforementioned Land Registry Office as Plan 12R-4183;

THENCE North 87 degrees, 34 minutes, 50 seconds West and following the Southern limit of said Part 2, Plan 12R-4183, 759.53 feet to the South-Western corner thereof, said corner being in the said widened Eastern limit of Manning Road;

THENCE South 2 degrees, 03 minutes West and following the last mentioned limit, 886.29 feet more or less to a point, said point being distant 209.38 feet measured Northerly along the last mentioned limit from its intersection with the said Northern limit of Tecumseh Road;

THENCE South 87 degrees, 59 minutes, 20 seconds East, 197.86 feet to a point;

THENCE South 4 degrees, 13 minutes West, 207.86 feet more or less to the POINT OF COMMENCEMENT.

SAVE AND EXCEPT that portion of the said lands conveyed to the Corporation of the Village of St. Clair Beach, and designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7381;

SUBJECT TO an easement in favour of Union Gas Limited over part of the said lands designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411;

AND SUBJECT TO an easement for Roof Top Agreement in favour of Union Gas Limited over PARTS 2, 3, 4 and 5 on a Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411.



Document General

Form 4 — Land Registration Reform Act, 1984

FOR OFFICE USE ONLY

1289309

CENTRAL REGISTRATION
FOR

94 10 14 31

AND OFFICIALS

LAND REGISTRATION

New Property Identifiers Additional: See Schedule

Executions Additional: See Schedule

(1) Registry Land Titles (2) Page 1 of 3 pages

(3) Property Identifier(s) Block Property

(4) Nature of Document POSTPONEMENT AGREEMENT Additional: See Schedule

(5) Consideration

(6) Description Dollars \$

Part of Lot 1, Concession West of the Pike Creek, Village of St. Clair Beach, County of Essex, and more particularly described on Schedule "1" attached hereto.

(7) This Document Contains: (a) Redescription New Easement Plan/Sketch (b) Schedule for: Description Additional Parties Other

(8) This Document provides as follows:

See Schedule "2" attached.

Continued on Schedule

(9) This Document relates to instrument number(s) 1289305
Mortgage No. 1059559, Assignment of Rents No. 1059560, Assignment of Leases No. 1059561

(10) Party(ies) (Set out Status or Interest)

Name(s)	Signature(s)	Per: Name:	Title:	Date of Signature Y M D
ROYAL TRUST CORPORATION OF CANADA, Trustee (Postponer)	<i>[Signature]</i>	Wm. H. Devlin	Senior Advisor, Compliance	1994 09 29
		K. Byles	Director, Compliance	1994 09 29

(11) Address for Service

(12) Party(ies) (Set out Status or Interest)

Name(s)

THE CORPORATION OF THE VILLAGE OF ST. CLAIR BEACH (Postponee)

Signature(s)

Date of Signature Y M D

(13) Address for Service 13677 St. Gregory's Road, St. Clair, Ontario, N8N 3E4

(14) Municipal Address of Property

NOT ASSIGNED

(15) Document Prepared by:

LANDAWN SHOPPING CENTRES LIMITED
11 Polson Street
Toronto, Ontario
M5A 1A4

Per: Michael Cherney, Legal Counsel

FOR OFFICE USE ONLY

Fees and Tax	
Registration Fee	
Total	50

SCHEDULE "1"LEGAL DESCRIPTION
(St. Clair Beach Property)

ALL AND SINGULAR that certain parcel or tract of land and premises situate, lying and being in the Village of St. Clair Beach, County of Essex and Province of Ontario, being composed of Part of Lot 1, Concession West of the Pike Creek, containing by a measurement the sum of 18.192 acres be the same more or less, more particularly described as follows:

Bearings are astronomic and are referred to those as shown on a Plan of Record of Tecumseh Road registered in the Land Registry System at the Land Registry Office for Essex (No. 12) as Instrument No. 129011;

COMMENCING at a point in the Northern limit of said Tecumseh Road, distant 190.00 feet measured Easterly in that limit from its intersection with the widened Eastern limit of Manning Road (Townline Road between the Town of Tecumseh and the Village of St. Clair Beach), said widening being registered in the aforementioned Land Registry Office as Instrument No. 199717;

THENCE South 85 degrees, 47 minutes East and following the Northern limit of said Tecumseh Road, 76.36 feet to a bend in said limit;

THENCE South 86 degrees, 07 minutes East and following the last mentioned limit, 490.37 feet to a found standard iron bar;

THENCE North 2 degrees, 13 minutes, 10 seconds East, 1,107.82 feet to a point, said point being the South-Eastern corner of Part 2 on a Plan deposited in the aforementioned Land Registry Office as Plan 12R-4183;

THENCE North 87 degrees, 34 minutes, 50 seconds West and following the Southern limit of said Part 2, Plan 12R-4183, 759.53 feet to the South-Western corner thereof, said corner being in the said widened Eastern limit of Manning Road;

THENCE South 2 degrees, 03 minutes West and following the last mentioned limit, 886.29 feet more or less to a point, said point being distant 209.38 feet measured Northerly along the last mentioned limit from its intersection with the said Northern limit of Tecumseh Road;

THENCE South 87 degrees, 59 minutes, 20 seconds East, 197.86 feet to a point;

THENCE South 4 degrees, 13 minutes West, 207.86 feet more or less to the POINT OF COMMENCEMENT.

SAVE AND EXCEPT that portion of the said lands conveyed to the Corporation of the Village of St. Clair Beach, and designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7381;

SUBJECT TO an easement in favour of Union Gas Limited over part of the said lands designated as PART 1 on Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411;

AND SUBJECT TO an easement for Roof Top Agreement in favour of Union Gas Limited over PARTS 2, 3, 4 and 5 on a Plan of Survey of Record deposited in the said Registry Office as Plan 12R-7411.

SCHEDULE "2"

(Box (8) cont'd)

Royal Trust Corporation of Canada, Trustee, the registered holder of Charge/Mortgage of Land registered on the 7th day of September, 1988 as Instrument No. 1059559, Assignment of Rents registered on the 7th day of September, 1988 as Instrument No. 1059560 and Assignment of Leases registered on the 7th day of September, 1988 as Instrument No. 1059561 hereby postpones the said Charge/Mortgage of Land, Assignment of Rents and Assignment of Leases to a Site Plan Control Amending Agreement given by 388257 Ontario Limited in favour of The Corporation of the Village of St. Clair Beach registered on the 14th day of ~~September~~ October 1994, 1994 as Instrument No. 1289325 with respect to the lands set out in Box 6 and on Schedule "1" of the Document General to which this Schedule is attached.