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MAR 28 10 48
LAND TITLE OFFICE
VICTORIA

ES022551
(priority)

01 MAR 28 10 48
LAND TITLE OFFICE
VICTORIA

ES022550
(covenant)

Land Title Act

Form C (Section 219.81)

Province of British Columbia

GENERAL INSTRUMENT - PART 1 (This area for Land Title Office use)

Page 1 of 4 pages

1. APPLICATION: (Name, address, phone number and signature of applicant, applicant's solicitor or agent)

Jawl & Bundon (c/o Debbie Fielden),
Barristers and Solicitors, 5331 Cordova Bay
Road, Victoria, BC V8Y 2L3 Tel: 658-4700

Mohan Jawl
Signature of Applicant's Solicitor or Agent

2. PARCEL IDENTIFIER(S) AND LEGAL DESCRIPTION(S) OF LAND:*

(PID) 024-980-536
ES 22542

(LEGAL DESCRIPTION)
LOT 1, SECTION 4, VICTORIA DISTRICT, PLAN VIP 72115

3. NATURE OF INTEREST:*

DESCRIPTION
SECTION 219 COVENANT

DOCUMENT REFERENCE
(page and paragraph)
ENTIRE INSTRUMENT

PERSON ENTITLED TO INTEREST
Transferee

PRIORITY AGREEMENT PAGE 4, PARA. 6
Granting ES 22550 priority over CE 132740, CG 123883 & EJ 102062

4. TERMS: Part 2 of this Instrument consists of (select one only)

(a) Filled Standard Charge Terms

D.F. No.
Annexed as Part 2
There is no Part 2 of this instrument

01 01/03/28 10:48:21 01 VI 295440
CHARGE \$110.00

A selection of (a) includes any additional or modified terms referred to in Item 7 or in a schedule annexed to this instrument. If (c) is selected, the charge described in Item 3 is released or discharged as a charge on the land described in Item 2.

5. TRANSFEROR(S):* JAWL HOLDINGS LIMITED, (Inc. No. 411,629), 5331 Cordova Bay Road, Victoria, BC V8Y 2L3; and ROYAL BANK OF CANADA, a Chartered Bank, having an office at 2nd Floor, 707 Fort Street, Victoria, BC V8W 3G3

6. TRANSFEREE(S): (including postal address(es) and postal code(s))*
THE CORPORATION OF THE CITY OF VICTORIA, 1 Centennial Square, Victoria, BC V8W 1P6

7. ADDITIONAL OR MODIFIED TERMS: N/A

8. EXECUTION(S): This instrument creates, assigns, modifies, enlarges, discharges or governs the priority of the interest(s) described in Item 3 and the Transferor(s) and every other signatory agree to be bound by this instrument and acknowledge(s) receipt of a true copy of the filed standard charge terms, if any.

Officer Signature(s)

Mohan Jawl

MOHAN S. JAWL
Barrister & Solicitor
FOURTH FLOOR - 1007 FORT STREET
VICTORIA, B.C.

Execution Date

Y	M	D
2001	03	16

Party(ies) Signature(s)

JAWL HOLDINGS LIMITED, by its
Authorized Signatory.

Robert Jawl
Robert Jawl - Director

Officer Certification: Your signature constitutes a representation that you are a solicitor, notary public or other person authorized by the Evidence Act, R.S.B.C. 1979, c. 116, to take affidavits for use in British Columbia and certifies the matters set out in Part 5 of the Land Title Act as they pertain to the execution of this instrument. * If space insufficient, enter "SEE SCHEDULE" and attach schedule in Form E.

Land Title Act
Form D
Province of British Columbia
EXECUTIONS CONTINUED

(This area for Land Title Office use)

Execution Date

Officer Signature(s)

Y	M	D
2001	03	06

Party(ies) Signature(s)

ROYAL BANK OF CANADA, by its
Authorized Signatories:

Chris Lapher Brown
Christopher Brown
a commissioner for
taking affidavits in
British Columbia.

[Signature]
Name and Title: KELLY McKNIGHT
SENIOR ACCOUNT MANAGER

[Signature]
Name and Title:
BEVERLY ELLEN ELCHUK, ACCOUNT MANAGER

2nd Floor, 1025 West Georgia Street
Vancouver, BC V6E 3N9

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Document 3

TERMS OF INSTRUMENT - PART 2

WITNESS THAT WHEREAS:

A. The Transferor is the registered owner in fee simple of certain lands in the City of Victoria, Province of British Columbia, legally described as:

Parcel Identifier:

LOT 1, SECTION 4, VICTORIA DISTRICT, PLAN VIP 72115

("Land");

B. The Transferee is a municipality;

C. Section 219 of the Land Title Act provides, inter alia, that a Covenant in respect of the use of land in favour of a municipality may be registered as a charge against title to that land;

D. The Land is included in Development Area 1 of the Selkirk Waterfront development;

E. The Zoning Bylaw for the Selkirk Waterfront prescribes permitted uses and maximum floor space allocations within Development Area 1;

F. The Transferee is desirous of acquiring a Covenant registered as a charge against the title to the Land restricting it to certain uses, and the Transferor has agreed to grant a Covenant for this purpose;

NOW THEREFORE, for good and valuable consideration, the Transferor covenants with the Transferee:

1. The use of the Land shall be restricted as follows:

<u>Permitted Use</u>	<u>Maximum Floor Area</u>
Multiple Dwellings and Rest Homes – Classes A and B	12,463 m ²
Retail Stores	100 m ²

2. The permitted uses listed in paragraph 1 correspond with the permitted uses in the Zoning Bylaw for the Selkirk Waterfront.

Page 4 of 4 Pages

3. In a mixed use building, the floor area of the common areas shall be allocated amongst the permitted uses which they serve on a pro rata basis.
4. "Maximum floor area" means maximum floor area as defined in the regulations for the CD-1 Zone.
5. This Covenant is made pursuant to the provisions of Section 219 of the Land Title Act, R.S.B.C., 1979, c. 219.
6. The Royal Bank of Canada approves of, joins in and consents to the grant of Covenant and to its registration and priority over Mortgages registered under numbers EE132740 and EJ102062 and EG123883
7. The covenants contained herein bind the Transferor and his successors in title to the Land.

END OF DOCUMENT