

INCORPORATION AGREEMENT made this 9 day of May, 2006.

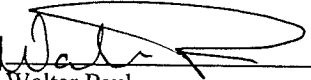
The undersigned incorporators wish to form a company under the *Business Corporations Act* in accordance with the terms of this Agreement.


1. The Company will bear the name "PRSC LAND DEVELOPMENTS LTD." (the "Company").
2. The undersigned incorporator adopts the Incorporation Application signed this day by Milda Karen-Byng and the Notice of Articles attached thereto.
3. The undersigned incorporator adopts as the Articles of the Company the form of Articles signed this day by the undersigned incorporator and attached to this Agreement.
4. The authorized share structure of the Company is an UNLIMITED number of the Common Voting shares without par value.

The undersigned incorporator agrees to take the number and class of shares in the Company set out opposite its name as set out below.

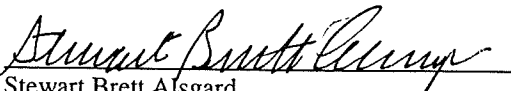
FULL NAME, DELIVERY ADDRESS & OCCUPATION OF INCORPORATORS	NUMBER, CLASS AND KIND OF SHARES TAKEN BY INCORPORATORS
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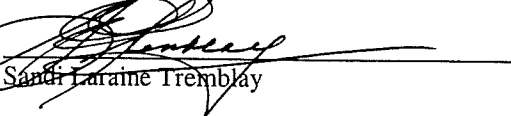
SLIAMMON DEVELOPMENT CORPORATION	30 Common Voting shares without par value
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Per: 
Walter Paul


Per: 
David John Formosa

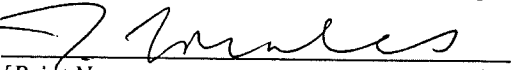
POWELL RIVER WATERFRONT DEVELOPMENT CORPORATION	30 Common Voting shares without par value
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Per: 
Stewart Brett Aisgard

Per: 
Sandi Laraine Tremblay

O 606890 B.C. LTD.	30 Common Voting shares without par value
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Per: 
[Print Name: _____]

Per: 
[Print Name: _____]

TOTAL NUMBER OF SHARES TAKEN:	90 Common Voting shares without par value
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