

PROMISSORY NOTE
MADE AT BARBADOS, W.I.

August 12, 2004

\$300,000.00 BDS

FOR VALUE RECEIVED, MARJORIE KNOX, JANE GODDARD AND KENT GODDARD, (HEREINAFTER CALLED THE "Borrowers") all of Barbados, W.I., and KATHLEEN DAVIS of Miami, FL, USA, AND JOHN KNOX of Barbados, W.I. (hereinafter called the "Beneficiaries") do hereby promise to pay PETER A. ALLARD, of Seaview, Chancery Lane, Christ Church, Barbados, the sum of THREE HUNDRED THOUSAND BARBADOS DOLLARS (\$300,000.00) (the "Principal"). Interest from the date of advance to the date of repayment of the Principal shall be at the rate of the Prime Rate of Interest, per annum calculated monthly and payable after as well as before maturity, default and judgment. Interest and principal shall be payable on demand only.

The Prime Rate of Interest charged on this loan will be the Prime Rate of Interest calculated from time to time at the Royal Bank of Canada, Barbados, W.I.

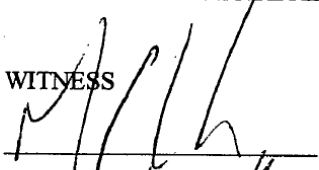
Presentment, notice of dishonour, protest and notice of protest, and notice of default are hereby waived, and The Borrowers and the Beneficiaries agree to remain as fully liable as if every presentation, protest and notice hereby waived were duly made and given.

In the event of demand by the Payee under this Promissory Note, then the Borrowers and the Beneficiaries will pay all costs and expenses incurred by the Payee, including without limitation, legal fees and expenses on a solicitor and own client basis, in pursuing the Payee's remedies against the Borrowers and the Beneficiaries.

The Borrowers and the Beneficiaries shall include its assigns, successors, executors and administrators where applicable.

DATED AT BARBADOS, W.I., this 12th day of August, 2004.

WITNESS



MAURICE ADRIAN KING
ATTORNEY-AT-LAW



MARJORIE KNOX

Page 2 continued of Promissory Note between Marjorie Knox, Jane Goddard, Kent Goddard and Peter A. Allard dated August __, 2004.

WITNESS

[Signature]

MAURICE ANRIAN KING

ATTORNEY-AT-LAW

Jane Goddard

JANE GODDARD

WITNESS

[Signature]

MAURICE ANRIAN KING

ATTORNEY-AT-LAW

Kent Goddard

KENT GODDARD

WITNESS

[Signature]

MAURICE ANRIAN KING

ATTORNEY-AT-LAW

John Knox

JOHN KNOX

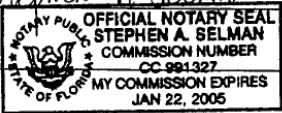
WITNESS

[Signature]

Stephen A. Selman

Kathleen I. Davis

KATHLEEN DAVIS



This Agreement is made this 1st day of August, 2005,

Between:

Peter Allard

- and -

Donald Best in trust for a Company to be incorporated

In consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, Peter Allard transfers and assigns the Barbados charge and debt of approximately US\$Two Million Dollars, to Donald Best in Trust for a Company to be incorporated.

In case of any dispute, the laws of Ontario apply and if negotiation does not work the matter will be litigated in the Courts of Ontario.



Peter Allard

Donald Best in Trust for
a Company to be Incorporated