

HSBC Capital (Canada) Inc.

GENERAL SECURITY AGREEMENT**(British Columbia, Alberta, New Brunswick, Nova Scotia, Newfoundland and Labrador)**

This General Security Agreement made as of the ____ day of, _____,

Between:

1400, 3

(the "Debtor")

And:**HSBC Capital (Canada) Inc.**, having an office in the City of Vancouver, in the Province of British Columbia at:

(the

"Bank")

I Security

- 1.1 For value received, the Debtor grants and creates the security constituted by this General Security Agreement and agrees to the terms, covenants, agreements, conditions, provisos and other matters set out in this General Security Agreement.
- 1.2 As general and continuing security for the Obligations (as defined in clause 2.1 hereof), the Debtor:
 - 1.2.1 hereby grants to the Bank, by way of mortgage, charge, assignment and transfer, a security interest in all presently owned and hereafter acquired personal property of the Debtor of whatsoever nature and kind and wheresoever situate and all proceeds thereof and therefrom, renewals thereof, Accessions thereto and substitutions therefor, (all of which are herein collectively called the "Personal Property Collateral"), including, without limiting the generality of the foregoing, all the presently owned or held and hereafter acquired right, title and interest of the Debtor in and to all Goods (including all accessories, attachments, additions and Accessions thereto), Chattel Paper, Documents of Title (whether negotiable or not), Instruments, Intangibles (subject to Clause 1.2.2 hereof), Licences, Money, Securities, and all:
 - (a) Inventory of whatsoever nature and kind and wheresoever situate;