

Clerk's Stamp



COURT FILE NUMBER

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

EDMONTON

IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, As Amended

AND IN THE MATTER OF
PARKLAND AIRPORT DEVELOPMENT
CORPORATION

DOCUMENT

BOOK OF DOCUMENTS

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT

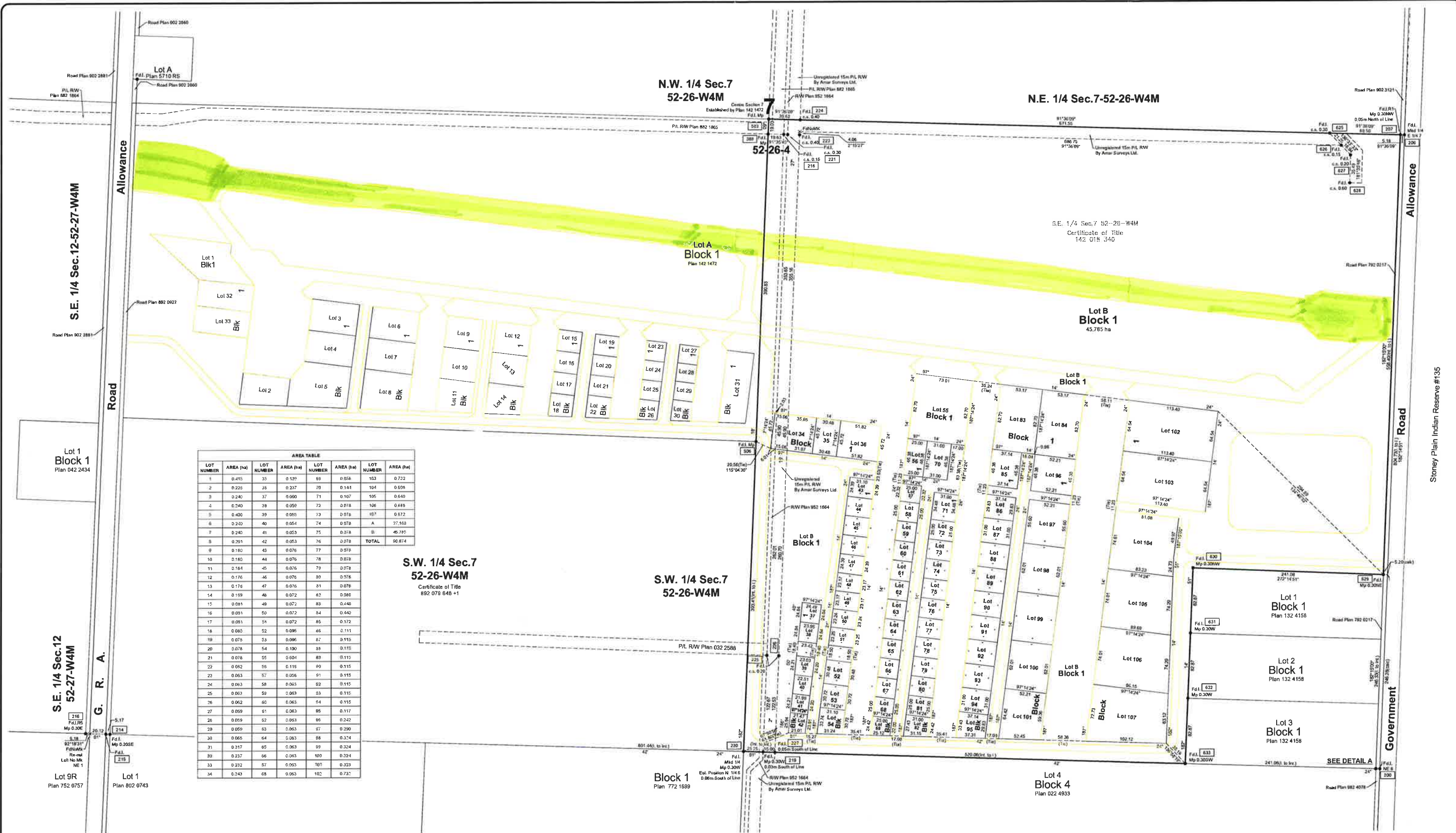
Reynolds, Mirth, Richards & Farmer LLP
Barristers & Solicitors
3200 Manulife Place
10180 - 101 Street
Edmonton, AB T5J 3W8

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File No: 114984-001-MJM

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Tab 1



AREA TABLE

LOT NUMBER	AREA (ha)	LOT NUMBER	AREA (ha)	LOT NUMBER	AREA (ha)	LOT NUMBER	AREA (ha)
1	0.415	35	0.130	69	0.056	103	0.732
2	0.228	36	0.237	70	0.144	104	0.608
3	0.240	37	0.060	71	0.107	105	0.640
4	0.240	38	0.059	72	0.076	106	0.685
5	0.400	39	0.055	73	0.076	107	0.672
6	0.240	40	0.054	74	0.078	A	27.160
7	0.240	41	0.053	75	0.076	B	46.775
8	0.291	42	0.053	76	0.078	TOTAL	90.874
9	0.160	43	0.076	77	0.078		
10	0.160	44	0.076	78	0.078		
11	0.164	45	0.076	79	0.078		
12	0.176	46	0.076	80	0.076		
13	0.176	47	0.076	81	0.078		
14	0.159	48	0.072	82	0.080		
15	0.081	49	0.072	83	0.440		
16	0.051	50	0.072	84	0.440		
17	0.081	51	0.072	85	0.172		
18	0.085	52	0.096	86	0.111		
19	0.078	53	0.096	87	0.115		
20	0.078	54	0.100	88	0.115		
21	0.078	55	0.094	89	0.115		
22	0.092	56	0.115	90	0.115		
23	0.063	57	0.056	91	0.115		
24	0.063	58	0.063	92	0.115		
25	0.063	59	0.063	93	0.115		
26	0.062	60	0.063	94	0.115		
27	0.059	61	0.063	95	0.117		
28	0.059	62	0.063	96	0.242		
29	0.059	63	0.063	97	0.290		
30	0.065	64	0.063	98	0.374		
31	0.217	65	0.063	99	0.324		
32	0.237	66	0.063	100	0.324		
33	0.232	67	0.063	101	0.323		
34	0.243	68	0.063	102	0.732		

**S.W. 1/4 Sec.7
52-26-W4M**
Certificate of Title
892 078 648 +1

**S.W. 1/4 Sec.7
52-26-W4M**

**Lot 4
Block 4**
Plan 022 4933

Stoney Plain Indian Reserve #135

SEE DETAIL A

Tab 2



Transport Canada **Transports Canada**
Prairie and Northern Region Région des Prairies et du Nord

Regional Director General **Directrice générale régionale**
P.O. Box 8550
Winnipeg, Manitoba
R3C 0P6

April 28, 2014

Mr. Robert C. Gilgen
President
Parkland Airport Development Corporation
10336, 107th Street NW
Edmonton, Alberta
T5J 1K2

Dear Mr. Gilgen,

I am writing to you with respect to the proposed requirement for certification of the aerodrome operated by Parkland Airport Development Corporation (PADC), in Parkland County, Alberta.

As a result of the concerns raised with respect to potential bird strikes and emergency response coordination, I advised you on October 24, 2013, of my intent to require certification. At that time, I invited you to provide me any relevant information that may address these concerns. You provided a response on November 25, 2013, describing the actions you have taken and will undertake to address the department's concerns.

I take note that you have reviewed a variety of information sources with respect to the presence of birds and reported bird strike incidents in the region. You also indicated that you have retained an environmental and wildlife management consultant to develop a multi-stage plan that could lead to an airport wildlife management plan. In addition, you have indicated that you will fully enclose the aerodrome using a Transport Canada recommended wildlife and security fence.

I also take note that you presented in your submission elements of emergency response planning, including fire suppression equipment, emergency response training and the provision of an onsite water supply. You also advised that you have given consideration to emergency response planning and will enter into an agreement with the Parkland County volunteer fire service or the Spruce Grove full-time fire service to provide emergency response services to the aerodrome.

After a careful review of the above noted safety concerns, the nature of the operations of your aerodrome, and that PADC has publicly stated intentions for further expansion of the infrastructure and operations, including a runway extension, I am of the opinion that it would be in the public interest and would further the safe operation of the aerodrome to require certification of the aerodrome.

Please find attached the mechanism that will permit you to continue operating while we work with you towards certification. Please carefully note the conditions that you must meet in order to continue operations. Should you fail to do so, subsection 302.10 of the CARs will immediately prohibit further operations of the Parkland Aerodrome. We will work with you in the coming days to ensure that you obtain certification of the aerodrome.

Further, we strongly encourage you to proactively engage with representatives of the County of Parkland as well as local residents to explain the safety measures you have implemented and other areas of mutual interests.

We will continue to exercise the appropriate level of regulatory oversight of your aerodrome and of the users of this aerodrome, including the two flight training schools to ensure aviation safety and compliance with the applicable regulations.

Sincerely,

A handwritten signature in cursive script, appearing to read "M. Taylor".

Michele Taylor
Regional Director General
Prairie and Northern Region

cc: Mr. Richard G. Ferguson, Lynass, Ferguson & Shoctor

Attachment: 1



Transport
Canada

Transports
Canada

**PROTECTED A
PRAIRIE AND NORTHERN REGION**

RDIMS # 9393232

**EXEMPTION FROM SUBSECTION 302.01(1)
OF THE CANADIAN AVIATION REGULATIONS**

Pursuant to subsection 5.9(2) of the *Aeronautics Act*, and after taking into account that the exemption is in the public interest and is not likely to adversely affect aviation safety, I hereby exempt the aerodrome operated by Parkland Airport Development Corporation (PADC), in Parkland County, Alberta, as well as its operator, PADC, from the application of subsection 302.01(1) of the *Canadian Aviation Regulations* (CARs), subject to the conditions set out below.

- Subsection 302.01(1) of the CARs is set out in **Appendix A** to this exemption.

PURPOSE

The purpose of this exemption is to exempt the aerodrome operated by PADC in Parkland County, Alberta, as well its operator, PADC, from the application of Subpart II of Part III of the CARs for a limited time in order that it may take the necessary steps for certification as determined by the Minister of Transport on April 28, 2014.

APPLICATION

This exemption applies to the aerodrome operated by PADC located in Parkland County, Alberta, as well as that aerodrome's operator.

CONDITIONS

1. PADC shall continue to operate the aerodrome in accordance with Subpart I of Part III of the CARs;
2. PADC shall submit by October 28, 2014 to the Minister for approval
 - a. an application for an airport certificate that will be signed, in ink, and that will be in the form set out in the *aerodrome standards and recommended practices publications*; and

- b. a copy of the proposed airport operations manual in respect of the airport that shall set out the standards to be met and the services to be provided by PADC and that will contain:
 - i. a table of contents;
 - ii. any information relating to the administration of the airport, including
 - A. a record of any amendments to the airport operations manual,
 - B. a list of holders of copies of the airport operations manual or of portions thereof,
 - C. a description of the procedure for amendment of the airport operations manual,
 - D. a description of the organizational structure and operational procedures of the airport management,
 - E. an enumeration of the obligations of the operator as set out in section 302.07 of the CARs,
 - F. an undertaking, signed by PADC, in respect of the operator's obligations under paragraphs 302.07(1)(c) and (d),
 - G. a statement, signed by PADC, certifying that the airport operations manual is complete and accurate, and that the operator agrees to comply with all of the conditions and specifications referred to therein,
 - H. a statement, signed by the Minister, that the Minister has approved the airport operations manual and any amendments thereto, and
 - I. a copy of any agreement or memorandum of understanding that affects the operation of the airport;
 - iii. all of the information necessary to verify that the aerodrome meets the applicable standards set out in the *aerodrome standards and recommended practices publications*, and, where applicable, satisfies any conditions that may be specified by the Minister as she would otherwise be authorized to specify pursuant to subsection 302.03(3) in respect of
 - A. physical characteristics,

- B. obstacle limitation surfaces,
 - C. declared distances,
 - D. lighting,
 - E. markers,
 - F. markings,
 - G. signs,
 - H. emergency response measures,
 - I. airport safety measures,
 - J. access to the movement area and control procedures, and
 - K. apron management plans and apron safety plans;
- iv. an enumeration of the facilities and services provided and the measures in effect at the airport, including
- A. movement area maintenance services,
 - B. measures for the removal of disabled aircraft,
 - C. air traffic services and aeronautical information and communication services,
 - D. navigation aids, and
 - E. aviation weather services;
- v. a description of movement area services and facilities provided at the discretion of the operator; and
- vi. with respect to the safety management system required under section 107.02,
- A. a description of the system's components specified in section 302.502, and
 - B. a list of the titles, dates and locations of any documents that are not in the airport operations manual and that describe how the

operator is meeting its obligations with respect to the safety management system;

3. PADC shall develop by August 28, 2014, an airport emergency plan in accordance with sections 302.202 and 302.203 of the CARs;
4. PADC shall develop by August 28, 2014, an airport wildlife management plan in accordance with sections 302.305 and 302.306 of the CARs;
5. PADC shall develop a safety management system for the purposes of section 302.501 of the CARs.
6. PADC shall without charge and at the request of a Department of Transport inspector, allow access to the aerodrome facilities and provide the equipment necessary to conduct an inspection at the aerodrome.

VALIDITY

This exemption is in effect until the earliest of the following:

- a) April 28, 2015;
- b) the issuance by the Minister, of an Airport Certificate, to the operator of the aerodrome;
- c) the date on which any condition set out in this exemption is breached; or
- d) the date on which this exemption is cancelled in writing by the Minister where she is of the opinion that it is no longer in the public interest or that it is likely to adversely affect aviation safety.

Dated at Ottawa, Ontario, Canada on this 28th day of April 2014, **on behalf of the Minister of Transport**



Martin Eley
Director General
Civil Aviation

APPENDIX A

Relevant provisions of the Canadian Aviation Regulations

Application

302.01 (1) Subject to subsection (2), this Subpart applies in respect of

- (a) an aerodrome that is located within the built-up area of a city or town;
- (b) a land aerodrome that is used by an air operator for the purpose of a scheduled service for the transport of passengers; and
- (c) any other aerodrome, other than an aerodrome referred to in subsection (2), in respect of which the Minister is of the opinion that meeting the requirements necessary for the issuance of an airport certificate would be in the public interest and would further the safe operation of the aerodrome.



Transport Canada Transports
Canada Canada

Transport Canada
Aerodrome Safety (RAXF)
1100, 9700 Jasper Avenue, N.W.
Edmonton, Alberta
T5J 4E6

Your file *Votre référence*

Our file *Notre référence*
5151 – W531

November 26, 2015

Robert Gilgen, President
Parkland Airport development Corporation
10336 – 107 Street NW
Edmonton, Alberta
T5J 1K2

Attention: Mr. Robert Gilgen:

Re: Parkland Airport Runway Extension

Dear Mr. Gilgen,

This letter is to notify the Parkland airport that it has been determined that the Parkland Airport runway extension (10-26) is in compliance with applicable standards.

Please ensure that all amendments to the AOM and any other document changes required are effected within fourteen days of this letter.

Congratulations on achieving operational status on the runway extension at Parkland Airport.

Sincerely,

Patrick Cahill
Technical Team Lead
Specialties
Edmonton Operations Division
Civil Aviation
Prairie and Northern Region

Canada



**CIVIL AVIATION
AIRPORT CERTIFICATE**

**AVIATION CIVILE
CERTIFICAT D'AÉROPORT**

5151-W531

Certificate No. / N° du certificat

Edmonton / Parkland

Name of Airport / Nom de l'aéroport

Parkland Airport Development Corp

Name of Certificate Holder / Nom du détenteur du certificat

53 28 28 / 113 49 46

Latitude / Longitude

This airport certificate is issued by the Minister pursuant to Part III of the *Canadian Aviation Regulations* under authority of the *Aeronautics Act* and authorizes the operator named in the approved Airport Operations Manual to operate this airport.

Ce certificat d'aéroport est délivré par le ministre en vertu de la Partie III du *Règlement de l'aviation canadien* sous l'autorité de la *Loi sur l'aéronautique* et il autorise l'exploitant, tel que l'établit le manuel d'exploitation d'aéroport approuvé, à exploiter ledit aéroport.

The Minister may suspend or cancel this airport certificate at any time where the airport operator fails to comply with the provisions set forth in the Act, the Regulations or for other grounds as set out in the Act.

Le ministre peut suspendre ou annuler ce certificat d'aéroport en tout temps si l'exploitant de l'aéroport ne se conforme pas aux dispositions établies dans la *Loi*, le *Règlement*, ou pour toutes autres raisons tel que l'énonce la *Loi*.

This certificate is subject to any conditions, limitations or special procedures established by the Minister pursuant to Section 302.03(3) of the Regulations as set out on the reverse of this certificate and set out in the approved Airport Operations Manual.

Ce certificat est sujet à toutes les conditions fixées par le ministre en vertu du paragraphe 302.03(3) du *Règlement* telles que spécifiées à l'endos de ce certificat et tel que l'établit le manuel d'exploitation d'aéroport approuvé.

This airport certificate shall remain in effect until transferred by the Minister, suspended or cancelled.

Ce certificat d'aéroport doit demeurer en vigueur jusqu'à son transfert, sa suspension ou son annulation.

Minister of Transport / Ministre des Transports



2015-04-27

Certificate date of issue / Date de délivrance du certificat

Tab 3



Runway extension completed and certified in Nov 2015.

The information presented is current as of March 2016



Parkland Airport Development Corp.

PARKLAND AIRPORT

Runway extension certified

Our Location



Parkland Airport is the closest airport to West Edmonton, about 10 driving minutes each from the Anthony Henday Drive, the Acheson Industrial Area and the city of Spruce Grove. Please see the overview map on the left.

While located in a rural setting we provide full services on the airport site. Major businesses, retail centers and hospitals are not far away in Edmonton, Spruce Grove, and Stony Plain.

The site address is 52111 Range Road 270 (Sandhills Road), in Parkland County between Highways 627 and 628. Driving times should shorten further after the Highway 628 / Whitemud Drive has been upgraded to a full freeway as planned by the Province.

You can Buy and Build

Parkland Airport is offering airport land for purchase as fully titled aviation lots. The site plan and all legal registrations are complete.

You can own one or more aviation lots, build your own hangar, lease your hangar space to others or invest in property.

Our team is glad to meet and discuss your ideas and plans, provide build-to-suit packages or refer other companies for the design, planning and construction.

Much Work Behind Us

Our team has been working on this project since 2012 with engineers and aviators, Transport Canada, NavCanada, officials, councils and planners, land owners, neighbours and residents, businesses and many other groups and associations.

The Phase I runway construction was completed between Sep and Nov 2013. We have since become a certified airport under the Federal Aeronautics Act with Transport Canada. This allows us to take commercial passenger traffic and cargo.

We Are Moving Fast



Our full length runway is now operational, and aviation services are being provided including fuel sales and flight training. Hangar construction and other work is in progress, including bringing services to the hangar lots, further taxiways and roads.

Aviation Lots

Aviation lots are available in various sizes.

Each lot has access to and the right to use the airport facilities including the runway, roads, water, sanitary sewer, storm water management and other infrastructure.

Some Phase I lots are still available, and Phase 2 lots are now becoming available for purchase.

Please contact us for status and details.

A first-class facility in the making



Team and Structure

The Parkland Airport project was initiated by a local group of aviators affected by the 2013 Edmonton City Centre Airport closure.

We have been joined by a team of local business people who bring their knowledge, strength and expertise to the partnership.

We have obtained the advice and services of airport engineering specialists, surveyors, contractors and many other companies in formulating a strong proactive business and operating plan for this airport.

The project and its quality control are being professionally managed by experienced staff and companies.

Airport land owners have the assurance of owning their land and benefit from the overall airport use, operation and growth.

An independent airport advisory board is planned to provide guidance of the operation and development.

Parkland Airport will continue to operate efficiently and invest for the benefit of all airport land owners and users.

Airport Development

We are the only certified airport in Parkland County, Alberta. Construction started in September 2013 and operation began in November 2013. The airport is already boasting business development, employment opportunities and opening regional travel options. After extending our runway and services in November 2015 we anticipate further development and more aviation companies and groups to use our facility.



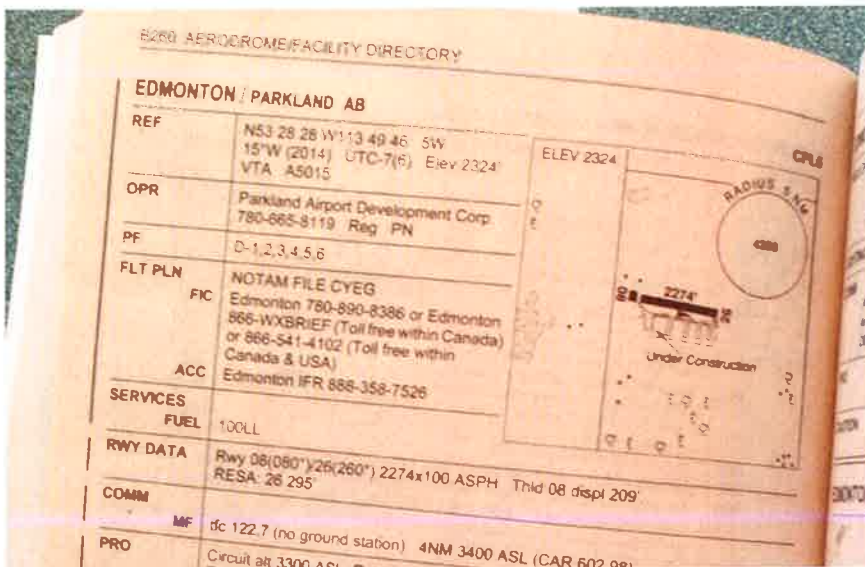
Legal Framework and Ownership

Parkland Airport is a privately owned airport open for public use. Our designs, policies and operation comply with Transport Canada and NavCanada standards, environmental and other regulations, federal legislation and the National Airports Policy. Parkland Airport has been certified in April 2015.

The lots are individually owned and operated. Each lot owner shall own and be responsible for their land, the buildings they erect, services and maintenance of their property. They are free to build, lease out, and sell their lot as their needs and/or business plan requires, for aviation related uses. Lot owners have the right, privilege, license and easement to use the Airport Facilities Right of Way and the Airport Lots Right of Way. These easements/rights are legally registered on each title. Please see the Easement and Right of Way Agreement for more information. The airport common areas and buildings are maintained by the airport corporation and all lot owners share in these cost.

Airport Facilities and Uses

The main focus of the airport are the aviation businesses, maintenance, charter, private, training, government and other flights. Several hangars and offices are now being constructed, and more are underway. The terminal building and further areas are available for general and business aviation services. Two flight schools (fixed-wing and helicopter) and several aviation maintenance companies are operating from our airport.



Hangars and Offices

Parkland Airport is ready for more hangars and offices to be constructed.

The land subdivided and sold within the Parkland Airport is available for aviation related uses, including aircraft tie-downs, hangars, aircraft storage and servicing, offices and aviation training.

Federal standards, engineering, regulations and codes, and Parkland Airport architecture, design and construction guidelines apply.

Electrical power, natural gas, water, sewer and other infrastructure services will be provided to each building site.

Services

Parkland Airport currently has an East/West asphalt runway of approximately 4,700'x100' and a large general aviation apron., and two paved runway end safety zones of approx. 300' each.

The following services are available or planned:

- Approaches: Visual and GPS
- Asphalt Runway, Taxiways and Aprons
- Mandatory Frequency 122.7 4 nm radius
- Radio Controlled Beacon and Lighting
- Aviation Fuel 100LL and Jet A-1
- Aircraft and Vehicle Parking
- Designated Engine Run-up Areas
- Fixed Based Operator services
- Aircraft Wash Area

- Hangar Lot Grading and Drainage
- Single Phase and 3-Phase Electrical Power
- Natural Gas, Potable Water and Sewer
- Telephone and Cell Phone Coverage
- Wi-Fi and Wired Internet Access
- Security Fencing, Cards and Monitoring
- Summer and Winter Maintenance

- Airport Terminal Building and Lounge
- Washrooms and Shower
- Local Transportation Services
- Airport Viewing and Event Areas

Development Ideas

Parkland Airport is considering further business development ideas, including

- Rental Car, Taxi and Shuttle Services
- FlyParkland Charter Office

The airspace above our circuit altitude is controlled by Edmonton Terminal. Local NavCanada tower services may be provided to us in the future.

Airport Land Pricing and Operating Costs

Parkland Airport sells aviation lots at a competitive price.

Only land uses related to aviation are permitted within Parkland Airport.

The Parkland Airport is owned and operated by a private Corporation, which is responsible for the development, ongoing maintenance and administration of the airport services and common structure, including the upkeep of the runway, taxiways, roadways and common water, sewer, utilities, terminal and other common buildings.

Lot owners are responsible for their proportionate share of "Operating Costs" to the Corporation. This Operating Cost shall be determined on a per square foot basis on the building and a small amount per remaining space. The Operating Encumbrance is registered with Alberta Land Titles on all lots within Parkland Airport.

Operating Costs shall be estimated and payments will be required from the lot owners on a monthly basis. The Corporation shall provide statements and make adjustments at the end of each period.

Included in these estimated fees payable by the lot owners is also a Capital Reserve amount. The Capital Reserve will be allocated toward repair or replacement of larger common items and structures as will be required within 25 years of a third party Reserve Fund Report.

Further details are provided in the Operating Encumbrance To Secure Rent Charge Pursuant to "The Land Titles Act" document. The contractual documents are available to potential aviation lot purchasers.

Land Use and Utilities

The airport must abide by all Federal building standards, engineering, regulations and codes.

Parkland Airport may also have separate guidelines for architecture, design and construction which must be abided by when developing aviation lots and property.

Utility services will be provided to the building sites. The lot owner is responsible for any utility services within their lot. Each lot owner's utility use will be metered individually and billed directly.

Business Opportunities

We are always interested in discussing business opportunities, including:

- Planning and Design
- Products and Materials
- Construction
- Employment
- Operation
- Services

Contact Information



Parkland Airport Development Corp.
10336 - 107 Street NW
Edmonton, Alberta
T5J 1K2 Canada

Please contact us for any questions or concerns about Parkland Airport and the opportunities, available aviation lots and further business development.

Robert Gilgen

President

robertg@parklandairport.com

Aaron Soos

Vice President

aarons@parklandairport.com

Dan Weiss

Sales and Marketing

danw@parklandairport.com

Office: 780.665.8119

Fax: 780.414.6421

info@parklandairport.com

www.parklandairport.com

Tab 4

Parkland Airport

Plan of Construction Operations

Phase 2 Runway Extension

Prepared by:

Parkland Airport Development Corp.
Edmonton, Alberta, Canada

v1.1 FINAL

Parkland Airport Development Corp.
Oct 16, 2015

Plan of Construction Operations

Airport Site and Airport Manager Office:

Parkland Airport
 #1 52111 Range Road 270
 Parkland County, Alberta, T7X 3L7

Mailing Address:

Parkland Airport Development Corp.
 10336 – 107 St NW
 Edmonton, Alberta T5J 1K2

Updating this plan is the responsibility of the Parkland Airport Development Corporation.

All agencies listed in the plan are asked to inform the Parkland Airport Development Corporation of changes to contact numbers and key personnel in operational roles as they occur.

This information and any question or comments should be directed to:

Airport Manager
 Phone: 780.665.8119
 Fax: 780.414.6421
 Email: manager@parklandairport.com

Distribution List / List of Plan of Construction Operations Holders:

Name	Agency
Accountable Executive	Parkland Airport Development Corp.
Airport Manager	Parkland Airport Development Corp.
Project Manager	Parkland Airport Development Corp.
Aerodrome Safety	Transport Canada

Updates to the Plan of Construction operations will be circulated to this list.

Document Revisions:

Revision	Doc Date	Status/Changes
1.0 DRAFT	Jul 15 2015	Initial document submitted for review, reviewed, change requests received.
1.1 FINAL	Oct 16 2015	Changes made: timeline, NOTAM examples, pipeline crossing, truck and equipment site access, contacts. Submitted for approval.

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Plan of Construction Operations (PCO)

This document is the Plan of Construction Operations for the Parkland Airport Phase 2 Runway Extension.

Purpose of this Plan

The purpose of the Plan of Construction Operations is to:

1. Provide notification of deviations from the certification standards and the Aerodrome Operations Manual (AOM);
2. Formulate in advance the coordination required to implement this construction project with minimal interruption to airport operations and to ensure that airport security and flight safety are not compromised by the construction operations;
3. Inform airport users and organization of the project such that they are aware of its effect on their operations before and during the construction activities.

Scope of Work

Construction of an extension of our existing runway 26-08 as well as Taxiway C, including

1. Earthwork, Compaction and Grading of Clay Base Layer
2. Gravel Delivery, Placement and Compaction
 - a. Approx. 500 mm of Gravel Pit Run (in 2 lifts)
 - b. Approx. 300 mm of Gravel Crush (in 2 lifts)
3. Ongoing Surveying and Compaction Testing
4. Final Grading of Base Layers
5. Paving of Runway Surface
 - a. Approx. 100 mm of Hot Mix Asphalt
6. Runway Line Painting
7. Dual Windsock Installation
8. Runway Lights and Signage Installation (as applicable)

An overview diagram of the construction is attached in Appendix A. As Parkland Airport is a certified aerodrome, the runway extension will require certification of the extension by Transport Canada prior to the start of operations of the extension.

For the PennWest pipeline crossing, Parkland Airport Development Corporation has fulfilled all crossing requirements, and PennWest has agreed to issue the crossing agreement and will work in cooperation with Parkland Airport Development Corp.

The Project Manager is responsible for ensuring that all applicable permits are obtained.

Proposed Construction Schedule and Equipment

A diagram showing the designed runway extension is attached in Appendix

- 1) Dates of construction: Commencing in July 2015 and finishing by November 2015.
- 2) Time of Work: We expect most of the work to be performed during daylight hours.
- 3) Estimate of total work time: 8 weeks, with potential interruptions, weather dependent
- 4) Maximum time required to remove equipment from critical areas: 0.5 hours
- 5) Maximum height of equipment above ground level: 10 m
- 6) Name and number of main project representative: Mr. Aaron Soos: 780.721.0747

As per the plan there will be preparations and work done outside of the 60 meter zone of the existing runway 26-08, until the pipeline crossing agreement has been put in place. The work over the pipeline is expected to take 3 days, prior to asphalt paving of the runway and Twy C.

Operations and Procedures

The Project Manager will thoroughly review the Plan of Construction Operations (PCO) with own forces and the contractors during the pre-construction meetings to ensure that all procedures, instructions and schedules are clear and understood.

Construction vehicles will not be permitted on or near the movement and maneuvering areas unless coordinated with the Radio Escort. A radio escort provided by the Project Manager will be present in the area at all times to oversee airside vehicle movements and ensure compliance with all safety precautions.

All work within 60 meters of the East end of the existing runway 26-08 as well as all work within the strip width shall be coordinated with the Radio Escort and follow the CARs.

The Construction Foreman shall coordinate all airside side vehicle movements with the Radio Escort. The Radio Escort cannot leave vehicles unattended on movement or maneuvering areas at any time.

Appropriate NOTAMs will be issued indicating work near the existing runway.

The Project Manager will ensure that all existing paved surfaces are continuously checked and clear of any debris, mud, gravel etc.

Radios

The Project Manager will supply escorts to all construction equipment operating airside. Construction may not proceed unless the escort is present and the Project Manager has approved the start of work.

The designated person shall monitor these radios at all times while the equipment is being operated.

If the Project Manager leaves the site during construction operations, the alternate person shall be responsible for ensuring proper procedures are followed in his absence.

The Project Manager, his alternate person and anyone operating on the airport frequency must possess a Radiotelephone Operators Restricted Certificate.

Authorization

Contractors shall obtain authorization from the Airport Manager for each of their employees and staff working on the aircraft movement area. All ground vehicles and pedestrians require prior authorization from the Airport Manager before accessing the aircraft movement areas.

Procedures

The Project Manager is responsible for ensuring that all personnel at the aerodrome operate construction equipment and service vehicles in a safe manner and in accordance to the Parkland Airport Operations Manual. The Project Manager will make copies available on site during the construction period.

The Project Manager is responsible for ensuring that construction personnel are aware of any plan or schedule changes and for the implementation of solutions to problems which may arise.

If the Contractors have left the work area, the Project Manager must receive permission from the Airport Manager before any construction vehicles or personnel re-enter the work area.

The Advisory Circular AC 302-003 "Personnel and Equipment Within the Critical Portion of the Runway Strip" is to be followed and discussed with all personnel performing work within these areas.

A temporary displacement or closure of the existing runway 26-08 may be required during the construction activities.

NOTAM Requirements

The Airport Manager or designate will be responsible for the issuing, revision and cancellation of the Notice to Airmen (NOTAM). The NOTAM will advise the aviation community of the establishment, condition or change to any aeronautical facility, service, procedure or hazard as well as the time period involved.

The Project Manager will be responsible for the coordination of these NOTAMs with the Airport Manager. Where possible, NOTAM information should be provided to the Airport Manager not less than 48 hours in advance and should include all relevant details.

Situations may arise where an urgent NOTAM is required and the Airport Manager cannot be contacted. Under these circumstances the Project Manager will contact Edmonton Flight Services 1-866-541-4102 to issue the NOTAM.

NOTAM Examples

The following are two example NOTAMs to be issued for maintenance and construction.

Maintenance adjacent to runway (Example):

```
150991 CYEG EDMONTON/PARKLAND  
CPL6 MAINT ADJ RWY 08/26. VERIFY RWY UNOBSTRUCTED PRIOR TO LDG  
1510161400 TIL 1510170200
```

Runway closed for construction (Example):

```
150992 CYEG EDMONTON/PARKLAND  
CPL6 RWY 08/26 CLSD  
1510211400 TIL 1510240200
```

Runway Extension Closure Prior to Operations

The existing runway 26-08 threshold markings will be maintained until the full runway length has been certified by Transport Canada. The line painting of the runway extension will occur prior to certification and require another temporary runway closure.

Initially the runway extension will not be marked as part of the runway. After the line painting – as close as possible prior to certification, the extension shall be marked as non-usable runway surface as required by the CARs.

The threshold and other markings shall always reflect the runway as it was certified.

Flight Operations

It is the Aerodrome Operators responsibility to ensure that the preparations and construction operations do not unduly conflict or interfere with flight operations. The Airport Manager will work to that effect with the Project Manager and personnel to ensure safety and continuity.

Incident Reporting Procedures

If an Aviation Occurrence incident or accident occurs onsite during the construction project, the Airport Manager or designate will report the occurrence as per the procedures outlined in the Airport Operations Manual.

Safety Requirements

All personnel shall wear appropriate construction clothing with high visibility.

All vehicles shall be operated safely and under supervision, with warning lights and markings as required.

All construction materials shall be properly secured, and no debris shall enter the movement areas of the aerodrome. Any debris or stray material shall be removed as soon as possible in coordination with the Project Manager and Airport Manager.

Temporary Runway 26-08 Closure for Construction

For the main work over the PennWest pipeline and within the 60 meter distance from the East end of the existing runway 26-08, the existing runway will be closed.

We expect the main runway closure duration to be 3-4 days.

Truck and Equipment Access to Construction Site

The truck access to the construction site is coming from the West side via Sandhills Road (Range Road 270).

No truck or equipment access in the 60 meter East of the existing runway 26-08 will occur unless the proper safety measures are in place as specified in this Plan of Construction.

Consultation and Communication Requirements

Parkland Airport Development Corp. will forward a copy of the PCO to the following persons and agencies for their review, comments and approval (where applicable):

1. Airport Manager
2. Project Manager
3. Transport Canada, Aerodrome Safety
4. Main Aerodrome User Organizations identified below

Contact Numbers

Main Project Contacts

Airport Manager	Robert Gilgen	PADC	Cell: 780.908.2975
Project Manager	Aaron Soos	PADC	Cell: 780.721.0747
Design and Surveys	Andrew Christian	Urban Systems	Office: 780.430.4041
Structural Testing	CTA Engineering		Office: 780.451.1332
Earthwork	Stewart Construction / Oilfield Services		Cell: 780.649.0122
Gravel and Paving	PADC / Contractors		Office: 780.665.8119
Insurance	All Insurance Ltd.		Office: 780.439.7205
Line Painting	Marshal Lines Ltd.		Office: 403.448.0283
Aviation Lights	Avlite Systems Ltd.		Office: 603.737.1310
Aviation Signage	FlightLight Systems Ltd.		Office: 916.394.2800

Note: Both the Airport Manager and the Project Manager will maintain a complete list of the Contractor's contact information, available also in the Airport Managers office on site.

Main Aerodrome User Organizations

Edmonton Flying Club / Edmonton Flight College	Office: 780.800.9639
E-Z Air Helicopter Services	Office: 780.453.2085

Plan of Construction Operations - Endorsements

Airport Manager

Robert Gilgen

Signature: _____

Project Manager

Aaron Soos

Signature: _____

Transport Canada, Aerodrome Safety

Name:

Signature: _____

Appendix A: Construction Layout



Yellow (Left side): Existing Runway 26-08, Taxiway A and Apron

Blue (Right side): Phase 2 Runway Extension and Taxiway C

Tab 5

Government Corporation/Non-Profit Search of Alberta ■ Corporate Registration System

Date of Search: 2016/11/09
Time of Search: 08:59 AM
Search provided by: REYNOLDS, MIRTH, RICHARDS & FARMER

Service Request Number: 26046936
Customer Reference Number: 114984-001-MJM

Corporate Access Number: 2017285947

Legal Entity Name: PARKLAND AIRPORT DEVELOPMENT CORPORATION

Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
Registration Date: 2013/02/06 YYYY/MM/DD
Date of Last Status Change: 2016/07/28 YYYY/MM/DD

Registered Office:

Street: 17731 - 103 AVENUE
City: EDMONTON
Province: ALBERTA
Postal Code: T5S 1N8

Records Address:

Street: 17731 - 103 AVENUE
City: EDMONTON
Province: ALBERTA
Postal Code: T5S 1N8

Directors:

Last Name: FROESE
First Name: STEVE
Street/Box Number: 301, 10324 - 82 AVE NW
City: EDMONTON

Province: ALBERTA
Postal Code: T6E 1Z8

Last Name: GILGEN
First Name: SILKE
Street/Box Number: 9370 - 160 STREET NW
City: EDMONTON
Province: ALBERTA
Postal Code: T5R 2J5

Last Name: GILGEN
First Name: ROBERT
Middle Name: CHRISTIAN
Street/Box Number: 9370 - 160 STREET NW
City: EDMONTON
Province: ALBERTA
Postal Code: T5R 2J5

Last Name: SOOS
First Name: AARON
Street/Box Number: 17 GROAT DRIVE
City: SPRUCE GROVE
Province: ALBERTA
Postal Code: T7X 1Z4

Voting Shareholders:

Legal Entity Name: 541461 ALBERTA LTD.
Corporate Access Number: 205414618
Street: 301, 10324 - 82 AVENUE
City: EDMONTON
Province: ALBERTA
Postal Code: T6E 1Z8
Percent Of Voting Shares: 10

Last Name: GILGEN
First Name: SILKE
Street: 9370 - 160 STREET NW
City: EDMONTON
Province: ALBERTA

Postal Code: T5R 2J5

Percent Of Voting Shares: 13.33

Last Name: GILGEN

First Name: ROBERT

Middle Name: CHRISTIAN

Street: 9370 - 160 STREET NW

City: EDMONTON

Province: ALBERTA

Postal Code: T5R 2J5

Percent Of Voting Shares: 13.33

Legal Entity Name: PARKLAND AEROSPACE CORP.

Corporate Access Number: 2017716446

Street: 833, 4445 CALGARY TRAIL NW

City: EDMONTON

Province: ALBERTA

Postal Code: T6H 5R7

Percent Of Voting Shares: 50

Last Name: SOOS

First Name: AARON

Street: 17 GROAT DRIVE

City: SPRUCE GROVE

Province: ALBERTA

Postal Code: T7X 1Z4

Percent Of Voting Shares: 13.33

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: AS SET OUT IN THE ATTACHED SCHEDULE "A"

Share Transfers Restrictions: AS SET OUT IN THE ATTACHED SCHEDULE "B"

Min Number Of Directors: 1

Max Number Of Directors: 7

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: AS SET OUT IN THE ATTACHED SCHEDULE "C"

Other Information:**Last Annual Return Filed:**

File Year	Date Filed (YYYY/MM/DD)
2015	2016/07/28

Outstanding Returns:

Annual returns are outstanding for the 2016 file year(s).

Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2013/02/06	Incorporate Alberta Corporation
2014/01/31	Name/Structure Change Alberta Corporation
2014/12/22	Service Provider Correct Legal Entity
2016/04/02	Status Changed to Start for Failure to File Annual Returns
2016/07/28	Enter Annual Returns for Alberta and Extra-Provincial Corp.
2016/09/28	Change Director / Shareholder

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2013/02/06
Restrictions on Share Transfers	ELECTRONIC	2013/02/06
Other Rules or Provisions	ELECTRONIC	2013/02/06
Consolidation, Split, Exchange	ELECTRONIC	2014/01/31

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.



Tab 6

Donald A. MacLean, CPA, CA•CIRP
Richmond Corporate Finance, M&A Advisory Inc.
President

(780) 499 6600

don@richmondMAadvisory.com



Background

Don MacLean is a recently retired (December 2015) senior partner in the PricewaterhouseCoopers LLP (“PwC”) Edmonton Deals and Restructuring where he has over 30 years of experience in this practice area providing advice and assistance to enhance the performance of companies, government bodies and intermediaries of all organizations across a wide array of industries in the implementation of their strategies. He was with the Firm continually since 1976 other than a brief sojourn into industry as Executive Vice President and CFO of a group of companies in the agri-food, biotech industry which he restructured and took public. Since retiring from PwC, pursuant to his mandatory retirement age, Don has formed his own firm, Richmond Corporate Finance, M&A Advisory Inc. in which Don and his team provide restricting advisory primarily to the debtor community as well as various other services including refinancing, mergers and acquisitions, divestitures, business plan preparation and implementation assistance.

Don has extensive experience in the areas of problem loans, reorganizations, and distressed M&A and has been a frequent writer and speaker to the financial and legal communities on various restructuring and related topics.

Don’s experience enables him to add value to any client business, or government department where they are considering:

- Creating/acquiring/financing businesses;
- Integrating them into current operations;
- Enhancing performance;
- Improving management and control;
- Dealing with crises; or,
- Restructuring and divestitures.

Education and Professional Affiliations

Honours B.A. Business Administration
University of Western Ontario, Ivey School of Business

Chartered Accountant

Chartered Insolvency and Restructuring Professional

Licensed Insolvency Trustee

Member of:

- Canadian Institute of Chartered Accountants
- Alberta Institute of Chartered Accountants
- Turnaround Management Association (Past Director)
- The Insolvency Institute of Canada
- Canadian Association of Insolvency and Restructuring Professionals (CIRP)

Professional Experience

Don’s professional experience includes:

- Working with debtors and creditors in a variety of crisis situations to effect either a turnaround or a going-concern sale;
- As Executive Vice President and CFO of a biotech group, led a restructuring effort which involved substantial financings including private placements and a public offering, negotiation for acquisition of minority shareholdings, amalgamations and a reverse takeover. Implemented an internal control system and MIS. Resolved a multitude of long-standing litigation and formally restructured the unsecured debt;
- Conducting quick, practical reviews of businesses to determine nature and extent of problems and proposing corrective action; and,
- Both buy-side and sell-side advisory in M&A.

Tab 7

**UNANIMOUS RESOLUTION OF THE SHAREHOLDERS OF
PARKLAND AIRPORT DEVELOPMENT CORPORATION
(the "Corporation")**

(adopted without meeting pursuant to the provisions of Section 141(1) of
the *Business Corporations Act* (Alberta))

COMPANIES' CREDITORS ARRANGEMENT ACT (CANADA) (the "CCAA")

WHEREAS:

- A. The Corporation is no longer able to meet its obligations as they become due;
- B. It is in the best interests of the Corporation to seek protection from its creditors under the CCAA;
- C. It is in the best interests of the Corporation to retain Don MacLean ("Don") to provide assistance to the Corporation in this pursuit with the desire and the expectation that he will be appointed the Chief Restructuring Officer ("CRO") for the Corporation if an order is granted to allow the Corporation to proceed under the CCAA process;

IT IS HEREBY UNANIMOUSLY RESOLVED:

1. THAT the Shareholders consent to the Corporation proceeding with taking all necessary or desirable steps towards seeking protection under the CCAA and the Shareholders hereby further consent to the appointment and authorization of Don to, on behalf of the Corporation, take all such steps as Don desires or deems necessary in his discretion in relation to all matters directly or indirectly concerning the CCAA process, including, without limitation:

- (a) seek from, and provide instructions to ("Instructions"), the Corporation's professional legal and financial advisors; and
- (b) execute documentation in relation thereto, which shall include, without limitation, documents, instruments, directions, agreements and applications, including an application before a court of competent jurisdiction for an order that the Corporation obtain protection from its creditors under the CCAA (collectively the "Documentation");

and without need for further direction from the Corporation.

2. THAT the Shareholders hereby consent to the Directors approving the appointment of Don as the CRO for, and on behalf of, the Corporation in relation to all proceedings and actions taken pursuant to the CCAA and any orders issued thereunder.

3. THAT this resolution may be executed in counterpart and confirmation of execution by facsimile or .PDF copy shall have the same force and effect as an original signature.

DATED effective as of the 14th day of November, 2016.

The undersigned Shareholders hereby waive notice, and any rights of dissent, and any irregularities of the transaction of business herein placed before them and do hereby

consent to the transaction of such business as has come before them as testified by their signatures below.

541461 ALBERTA LTD.

Per:

SILKE GILGEN

AARON SOOS

PARKLAND AEROSPACE CORP.

Per:

ROBERT GILGEN

**RESOLUTION OF THE DIRECTORS OF
PARKLAND AIRPORT DEVELOPMENT CORPORATION
(the "Corporation")**

(adopted without meeting pursuant to the provisions of Section 117(1) of
the *Business Corporations Act* (Alberta))

COMPANIES' CREDITORS ARRANGEMENT ACT (CANADA) (the "CCAA")

WHEREAS:

- A. The Corporation is no longer able to meet its obligations as they become due;
- B. It is in the best interests of the Corporation to seek protection from its creditors under the CCAA and the shareholders have unanimously consented to the Corporation seeking such protection;
- C. It is in the best interests of the Corporation to retain Don MacLean ("Don") to provide assistance to the Corporation in this pursuit with the desire and the expectation that he will be appointed the Chief Restructuring Officer ("CRO") for the Corporation if an order is granted to allow the Corporation to proceed under the CCAA process;

IT IS HEREBY RESOLVED:

1. THAT the Corporation proceed with taking all necessary or desirable steps towards seeking protection under the CCAA and hereby authorizes and directs Don to, on behalf of the Corporation, take all such steps as Don desires or deems necessary in his discretion, in relation to all matters directly or indirectly concerning the CCAA process including, without limitation:

- (a) seek from, and provide instructions to ("Instructions"), the Corporation's professional legal and financial advisors; and
- (b) execute documentation in relation thereto, which shall include, without limitation, documents, instruments, directions, agreements and applications, including an application before a court of competent jurisdiction for an order that the Corporation obtain protection from its creditors under the CCAA (collectively the "Documentation");

and without need for further direction from the Corporation.

2. THAT, for greater clarity, the Corporation consents to Don being appointed the CRO for, and on behalf of, the Corporation in relation to all proceedings and actions taken pursuant to the CCAA and any orders issued thereunder.

3. THAT, for greater clarity, all Documentation executed by Don and all Instructions given by Don, shall be valid and binding on the Corporation and for the account of the Corporation.

4. THAT this resolution may be executed in counterpart and confirmation of execution by

facsimile or .PDF copy shall have the same force and effect as an original signature.

DATED effective as of the 14th day of November, 2016.

The directors of the Corporation hereby waive notice and any irregularities of the transaction of business herein placed before them and do hereby consent to the transaction of such business as has come before them as testified by their signatures below.



AARON SOOS

SILKE GILGEN



ROBERT GILGEN