



This is the 1st Affidavit of Neil Atchison  
in this case and was made on April 17, 2015

NO.: S148656  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**  
**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,**  
**R.S.C. 1985, c. C-36**

**AND**

**IN THE MATTER OF THE BUSINESS CORPORATIONS ACT**  
**R.S.B.C. 2002, c. 57**

**AND**

**IN THE MATTER OF**  
**PRETTY ESTATES LTD.**

PETITIONER

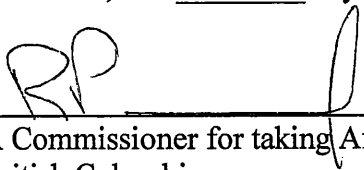
**AFFIDAVIT**

I, Neil Atchison, Associate Broker of G-Force Real Estate Inc. and a licensee under the Real Estate Services Act of British Columbia, of the City of Vancouver, in the Province of British Columbia, MAKE OATH AND SAY THAT:

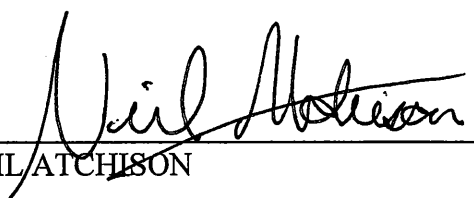
1. I am an Associate Director of G-Force Advisors Inc., an entity related to G. Powroznik Group Inc. of G-Force Group, the Monitor in these proceedings, and as such have personal knowledge of the matters herein deposed to except where stated to be based upon information and belief.
2. Capitalized terms used herein and not otherwise defined have the meaning given to them in the Monitor's Fourth Report to the Court filed April 1, 2015 (the "**Fourth Report**").
3. Beginning in February 2015, I have been assisting the Petitioner with the marketing to find a Potential Partner who will assist the Petitioner with a Restructuring Plan by providing financing, management, and/or a purchase of all or part of the shares or assets of the Petitioner (the "**Transaction**"). The purpose of this Affidavit is to provide further information to the Court on the initial results of the Search Process described in the Fourth Report.

4. I have been in regular contact with Betty-Ann Faulkner throughout the Search Process. Mrs. Faulkner has cooperated fully with the process and has assisted by giving personal tours of the property to the various interested parties.
5. To date, we have contacted 20 different qualified parties by telephone and email to make them aware of and solicit their interest in the potential Transaction. Of these 20 parties, 8 different parties have expressed further interest in exploring the potential Transaction. Each has signed a Confidentiality Agreement with the Petitioner and been allowed access to the Data Room to conduct due-diligence.
6. To date, 7 of the 8 such parties remain actively interested in the potential Transaction. We have been in contact with the representatives from 6 such parties during the week of April 13, 2015.
7. Among the 7 such interested parties, 2 interested parties have experience in operations similar to the Petitioner. One is the owner of a hotel and recreation centre in the Fraser Valley, and the other is the owner of two resort properties in British Columbia.
8. Each of the interested parties has been advised of the Petitioner's restructuring efforts including the cost containment and revenue enhancement measures implemented by IHM. In discussions with the most promising interested parties, they have advised me that the key considerations in their ultimate decision to complete the Transaction will be the profitability of the Petitioner during the peak golf season, and the Petitioner attaining the financial projections for the year ending October 31, 2015. Therefore, in my opinion, the highest offer will likely be made in the late summer once projected results have been realized.

SWORN BEFORE ME at the City of  
Vancouver, in the Province of British  
Columbia, this 17<sup>th</sup> day of April, 2015.

  
A Commissioner for taking Affidavits in  
British Columbia

**J. REILLY POLLARD**  
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(604) 685-3456

  
NEIL ATCHISON