

AMENDMENT TO AGREEMENT OF PURCHASE AND SALE

LEASE PRIOR TO CLOSING

Between: **AMACON DEVELOPMENT (CITY CENTRE) CORP.** (the "Vendor") and  
**TALAL HMAIDAN** (the "Purchaser")

Suite **2411** Tower **ONE** Unit **11** Level **23** (the "Unit")

It is hereby understood and agreed between the Vendor and the Purchaser that the following changes shall be made to the Agreement of Purchase and Sale executed by the Purchaser and accepted by the Vendor (the "**Agreement**") and, except for such changes noted below, all other terms and conditions of the Agreement shall remain the same and time shall continue to be of the essence:

**Insert:**

**Notwithstanding paragraph 22 of this Agreement**, the Purchaser shall be entitled to seek the Vendor's approval to assign the occupancy licence set out in Schedule C to the Agreement to a third party, on the following terms and conditions:


- (a) the Purchaser pays to the Blaney McMurtry, in Trust the amount required to bring the deposits for the Residential Unit to an amount equal to twenty-five percent (25%) of the Purchase Price by the Occupancy Date;
- (b) the Purchaser is not in default at any time under the Agreement.
- (c) the Purchaser covenants and agrees to indemnify and hold harmless the Vendor, its successors and assigns (and their officers, shareholders and directors) from any and all costs, liabilities and/or expenses which it has or may incur as a result of the assignment of Occupancy Licence, any damage caused by the sublicensee to the Residential Unit or the balance of the Property by the sublicensee (including, but not limited to, any activities of the sublicensee which may lead to a delay in registration of the proposed condominium) inclusive of any and all costs and expenses (including legal costs on a substantial indemnity basis) that the Vendor may suffer or incur to terminate the Occupancy Licence and enforce the Vendor's rights under the Agreement;
- (d) the Vendor shall have the right in its sole discretion to pre approve the sublicensee including, but not limited to, a review of the sublicensee's personal credit history and the terms of any arrangement made between the Purchaser and the sublicensee;
- (e) the Purchaser shall deliver with the request for approval a certified cheque in the amount of One Thousand Five Hundred Dollars (\$1,500.00) plus applicable taxes for the administrative costs of the Vendor in reviewing the application for consent, which sum shall be non refundable.

ALL other terms and conditions set out in the Agreement shall remain the same and time shall continue to be of the essence.

**IN WITNESS WHEREOF** the parties have executed this Agreement

DATED at **Mississauga, Ontario** this 6<sup>th</sup> day of February 2017.

  
Witness: IVAN COSIC

  
Purchaser: **TALAL HMAIDAN**

THE UNDERSIGNED hereby accepts this offer.

DATED at Mississauga this 6 day of February 2017.

**AMACON DEVELOPMENT (CITY CENTRE) CORP.**

PER:   
Authorized Signing Officer  
I have the authority to bind the Corporation

PSV - Block 7 - PSV

AMENDMENT TO AGREEMENT OF PURCHASE AND SALE

Between: AMACON DEVELOPMENT (CITY CENTRE) CORP. (the "Vendor") and

TALAL HMAIDAN (the "Purchaser")

Suite 2411 Tower ONE Unit 11 Level 23 (the "Unit")

It is hereby understood and agreed between the Vendor and the Purchaser that the following change(s) shall be made to the above-mentioned Agreement of Purchase and Sale, and except for such change(s) noted below, all other terms and conditions of the Agreement shall remain as stated therein, and time shall continue to be of the essence.

**DELETE: FROM THE AGREEMENT OF PURCHASE AND SALE**

N/A

**INSERT: TO THE AGREEMENT OF PURCHASE AND SALE**

The undersigned, KZY INVESTMENT LTD. (collectively, the "Purchaser")

Canada Corporate Number: 7982135

Date of Issue: September 22, 2011

Name of Individual who can bind the Corporation: Talal Hmaidan

Corporation Address: 5230 Glen Erin Drive

Unit 15

Mississauga, ON

L5M 5Z7

Signature: 

Dated at Mississauga, Ontario this 6<sup>TH</sup> day of FEBRUARY 2017.

**SIGNED, SEALED AND DELIVERED**

In the Presence of:

  
Witness IVAN COSIC

  
Purchaser - TALAL HMAIDAN

Accepted at Mississauga this 6 day of February 2017.

AMACON DEVELOPMENT (CITY CENTRE) CORP.

Per:  c/s

Authorized Signing Officer  
I have the authority to bind the Corporation.



## Certificate of Incorporation

*Canada Business Corporations Act*

## Certificat de constitution

*Loi canadienne sur les sociétés par actions*

KZY INVESTMENT LTD.

Corporate name / Dénomination sociale

798213-5

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation, the articles of incorporation of which are attached, is incorporated under the *Canada Business Corporations Act*.

JE CERTIFIE que la société susmentionnée, dont les statuts constitutifs sont joints, est constituée en vertu de la *Loi canadienne sur les sociétés par actions*.

Marcie Girouard

Director / Directeur

2011-09-22

Date of Incorporation (YYYY-MM-DD)

Date de constitution (AAAA-MM-JJ)



- 1 Corporate name  
Dénomination sociale  
**KZY INVESTMENT LTD.**
- 2 The province or territory in Canada where the registered office is situated  
La province ou le territoire au Canada où est situé le siège social  
**ON**
- 3 The classes and any maximum number of shares that the corporation is authorized to issue  
Catégories et le nombre maximal d'actions que la société est autorisée à émettre  
**See attached schedule / Voir l'annexe ci-jointe**
- 4 Restrictions on share transfers  
Restrictions sur le transfert des actions  
**See attached schedule / Voir l'annexe ci-jointe**
- 5 Minimum and maximum number of directors  
Nombre minimal et maximal d'administrateurs  
**Min. 1      Max. 10**
- 6 Restrictions on the business the corporation may carry on  
Limites imposées à l'activité commerciale de la société  
**None**
- 7 Other Provisions  
Autres dispositions  
**See attached schedule / Voir l'annexe ci-jointe**
- 8 Incorporator's Declaration: I hereby certify that I am authorized to sign and submit this form  
Déclaration des fondateurs : J'atteste que je suis autorisé à signer et à soumettre le présent formulaire

TALAL HMAIDAN  
63-2555 THOMAS STREET,  
MISSISSAUGA ON  
L5M 5P6, Canada

Original signed by / Original signé par  
TALAL HMAIDAN  
TALAL HMAIDAN

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the C.B.C.A.).  
Nota : Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la L.C.S.A.).



Industry  
Canada

Industrie  
Canada

Form 2

Formulaire 2

Initial Registered Office Address  
and First Board of Directors

Siège social initial et premier  
conseil d'administration

Canada Business Corporations Act  
(CBCA) (s. 19 and 106)

Loi canadienne sur les sociétés par  
actions (LCSA) (art. 19 et 106)

- 1 Corporate name  
Dénomination sociale  
**KZY INVESTMENT LTD.**
- 2 Address of registered office  
Adresse du siège social  
**63-2555 THOMAS STREET  
MISSISSAUGA ON L5M 5P6**
- 3 Additional address  
Autre adresse
- 4 Members of the board of directors  
Membres du conseil d'administration

TALAL HMAIDAN

63-2555 THOMAS STREET, MISSISSAUGA ON  
L6M 5P6, Canada

Resident Canadian  
Résident Canadien  
Yes / Oui

- 5 Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form.  
Déclaration: J'affirme que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

Original signed by / Original signé par  
TALAL HMAIDAN

TALAL HMAIDAN  
647-972-2477

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Nota: Faute de fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$, ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la L.C.S.A.).

RESOLUTION OF THE DIRECTORS  
OF  
KZY INVESTMENT LTD.

CHANGE OF REGISTERED OFFICE

BE IT RESOLVED that the registered office of the Corporation is changed from 63-2555 Thomas St., Mississauga, ON., L6M 5P6 to 5230 Glen Erin Drive, Unit 15, Mississauga, ON., L5M 5Z7 effective on the 29<sup>th</sup> day of October, 2015 and the Secretary of the Corporation is hereby authorized to register the change of address pursuant to the *Canada business Corporations Act*.

The foregoing resolution is hereby consented to by the Director(s) of the Corporation pursuant to the Business Corporations Act (Canada), as evidenced by their signature(s) hereto.

DATED this 27<sup>th</sup> of October, 2015

  
\_\_\_\_\_  
Talal Hmaidan

