

CHANGE OF SHARE OWNERSHIP AND DIRECTORS

INSTRUCTIONS FOR THE CLIENT

TO: Jay Chauhan
Barrister and Solicitor
330 Highway 7 East, Suite 309
Richmond Hill, Ontario
L4B 3P8
Tel.: (905) 771-1235
Fax: (905) 771-1237
Email: jaylawyer@hotmail.com

PLEASE COMPLETE THE FOLLOWING AS FAR AS YOU CAN AND SEND THESE INSTRUCTIONS TO US:

1. COMPANY NAME & ADDRESS

Name of the company: _____

Address: _____

Tel. No. _____

Fax. No. _____

2. SHARE OWNERSHIP & DIRECTORS

Please show below the names, the number of shares and positions on the Board of Directors of each of the parties after transfer of shares:

<u>Shareholder</u>	<u>Position as Director</u>	<u>No. Of shares</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

3. CONSIDERATION ON TRANSFER

What is the dollar amount being paid by the seller of the shares to the purchaser?

Name of Seller of Shares: _____

Name of the Purchaser: _____

Address of Purchaser: _____

Number of Shares transferred: _____

Total amount paid: _____

5. EFFECTIVE DATE

Date as of which the above changes will become effective.

Date: _____

6. AUTHORIZATION

The undersigned hereby authorize you to proceed to make the above changes and prepare all the documents for the effective transfer of the shares and election of the new directors. The purchaser of the shares confirms that no searches are to be made. You will be acting only for the corporation in preparing the documents. We understand that you are acting for the corporation and each party may seek independent counsel if they so wish. We understand that it is our responsibility to have all the parties sign the documents and understand that the resolutions may not be binding unless they are signed. We agree to pay the fees with upon completion of the draft documents by you.

Dated at _____ this ____ day of _____, 1998

Signature

Signature