

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE COMPANIES' CREDITOR ARRANGEMENT ACT, R.S.C. 1985,
c. C-36, as amended

AND IN THE MATTER OF DARIAN RESOURCES LTD.

AND IN THE MATTER OF BOWVIEW PETROLEUM INC.

NOTICE OF MOTION
(Appointing Receiver)

TAKE NOTICE THAT that an application will be made by SJ Capital Corp., S.P.L.H. Investments Ltd., Julmar Holdings Ltd. And Shawana Estates Ltd. (collectively, "SFG") before the Honourable Madam Justice B.E.C. Romaine, at the Calgary Courts Center, 601 - 5th Street SW, in the City of Calgary, Province of Alberta on Friday, the 19th day of February, 2010 at the hour of 9:00 o'clock in the forenoon or so soon thereafter as Counsel may be heard for an Order:

1. Abridging the time for notice of this application, if necessary, and deeming service of this application to be good and sufficient.
2. If necessary, lifting the stay of proceedings in favour of Darain Resources Ltd. in these proceedings to allow SFG to proceed with the remainder of this Notice of Motion.
3. Appointing PricewaterhouseCoopers Inc. as receiver and manager of Darian Resources Ltd. ("Darian") in these proceedings.
4. In the alternative, terminating the Stay Period (as defined in the Initial Order granted in these proceedings by Madam Justice B.E.C. Romaine on February 12, 2010), and terminating these proceedings generally.
5. In the further alternative, lifting the stay of proceedings in favour of Darian Resources Ltd., and declaring that the Stay Period does not apply to SFG for the purpose of:

- (a) If necessary issuing and serving upon Darian a Notice of Intention to Enforce Security pursuant to s. 244 of the *Bankruptcy and Insolvency Act*;
 - (b) issuing and serving a Statement of Claim against Darian; and
 - (c) enforcing the security of SFG and possibly ATB against the assets of Darian, including but not limited to applying to this Honourable Court for the appointment of PricewaterhouseCoopers Inc. as the receiver and receiver manager of Darian.
6. Granting SFG leave to seek such relief.
7. Such further and other relief as this Honourable Court deems appropriate.

AND FURTHER TAKE NOTICE THAT the grounds upon which this application will be made include the following:

- (a) SFG is the largest stakeholder of Darian, and SFG does not support the continuation of these proceedings;
- (b) SFG is a secured creditor of Darian and SFG desires to enforce its security;
- (c) SFG has lost faith in the management of Darian;
- (d) SFG is in the process of acquiring the security of ATB; and
- (e) It is just and convenient for a receiver and manager to be appointed.

AND FURTHER TAKE NOTICE THAT the Applicants will rely on the following:

- (a) the pleadings filed, herein;
- (b) The Affidavit of Gary Goetsch, dated February 17, 2010;
- (c) Such further and other materials as counsel may advise and this Honourable Court may permit.

Dated at the City of Calgary, in the Province of Alberta this 17th day of February, 2010.

FRASER MILNER CASGRAIN LLP, solicitors
for SJ CAPITAL CORP., S.P.L.H. INVESTMENTS
LTD., JULMAR HOLDINGS LTD. AND
SHAWANA ESTATES LTD.

Per: _____

David LeGeyt

TO: THE CLERK OF THE COURT
AND TO: THE ATTACHED SERVICE LIST.

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Action No. 1001-02216

File: 541771-1

**SERVICE LIST
(Updated February 17, 2010)**

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BETWEEN:

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