FORM 5E

AGREEMENT BY ESCROW TRANSFEREE TO BE BOUND BY ESCROW AGREEMENT

To: the Canadian Venture Exchange

The undersigned acknowledges that the securities ("Securities") listed in Schedule A attached, have been or will be transferred to the undersigned and that such securities are subject to an escrow agreement dated (the "Escrow Agreement").					
· · · · · · · · · · · · · · · · · · ·	valuable consideration (the receipt and sufficiency of which bound by the Escrow Agreement in respect of the l signatory to the Escrow Agreement.				
Dated at:	on				
Where the Security Holder is an Individual:	:				
[Signature of transferee/purchaser]					
Signed, sealed and delivered by	[print name of transferee/purchaser]				
in the presence of	[print name of witness]				
[Signature of witness]					
[Occupation of witness]					
[Address of witness]	-				
Where the Security Holder is a Company:					
[Signature of authorized representative of transferee/purchaser]					
[Signature of authorized representative of transferee/purchaser]					

Schedule A

Name of Security Holder (Transferor)	Name of Security Holder (Transferee)	Beneficial Owner	Number of Securities	Certificate Numbers