

Shares for Debt

February 24, 2003– News Release

Tier 2 Company

TSX Venture Exchange has accepted for filing the Company's proposal to issue 19,900 common shares to settle outstanding debt of \$10,000. The debt consists entirely of accrued interest on the Company's outstanding 8% unsecured convertible debentures issued in June 2002.

Number of Creditors: 16 Creditors

Insider / Pro Group Participation:

Insider=Y / Amount Deemed Price # of Creditor Progroup=P Owing per Share Shares

Ronald F. Arnold Y \$1,000 \$0.50 2,000 Leonard J. Taylor Y 1,000 0.50 2,000 Eric
Salsberg Y 500 0.50 1,000 Larry Kornze Y 500 0.50 1,000 Peter Holmes Y 450 0.50 900

The Company shall issue a news release when the shares are issued and the debt extinguished.