



5. ~~I~~/We hereby submit an irrevocable offer for the asset(s) indicated below:
- |   |                            |
|---|----------------------------|
| 50% Class "A" common shares of SMIF Holdings Inc. | \$ <u>0.00</u>             |
| Account receivable due from SMIF Holdings Inc.    | \$ <u>10,000.00</u>        |
| <b>Total offer for asset(s)</b>                   | <b>\$ <u>10,000.00</u></b> |
6. ~~I~~/We agree that, if this offer is accepted, I/we will be bound by Terms and Conditions of Sale of Assets of Artevo Corporation dated April 6, 2010.
7. ~~I~~/We represent and warrant that this offer constitutes a legal, valid and binding obligation.
8. ~~My~~/our offer is not (is/is not) conditional on purchasing all the assets I/We have placed offers on.
9. Enclosed is my/our certified cheque or bank draft payable to Alger & Associates Inc., In Trust, in the amount of \$ 1,000.00 in accordance with paragraph 7 of the Terms and Conditions.

DATED at Calgary, Alberta, this 7th day of May, 2010.

*Esther Leong*  
Witness  
ESTHER LEONG  
Print Name of Witness

)  
) Roots and Wings Ltd.  
) Offeror  
)  
) Per: *[Signature]* c/s President  
) Print Name and Title of Signing Officer