

SELLING NOTICE

WHEREAS Artevo Corporation (“**Artevo**”), formerly Power Play Art Ltd. (“**Power Play**”), holds 50% of the shares in SMIF Holdings Inc. (“**SMIF**”) (the “**Artevo Shares**”);

AND WHEREAS Alger & Associates Inc. was appointed as receiver and manager (the “**Receiver**”) over all of the assets and undertaking of Artevo by Order of the Honourable Justice Streckaf (the “**Receivership Order**”) of the Alberta Court of Queen’s Bench (the “**Court**”) on December 18, 2009;

AND WHEREAS the Receiver has received a bona fide offer in writing from a third party to purchase the Artevo Shares (the “**Offer**”) and the Receiver now intends to sell the Artevo Shares, subject to approval of the Court;

AND WHEREAS, there is an agreement which purports to be a Unanimous Shareholder Agreement (the “**USA**”) dated January 30, 2004 between SMIF, Ken Carter (“**Carter**”) and Power Play, section 8.5 of which requires that Artevo provide Carter with notice of its intention to sell the Artevo Shares;

NOW THEREFORE, and without in any way admitting to the efficacy or enforceability of the USA, the Receiver is providing to Carter this selling notice setting out those matters as outlined in section 8.5(b) of the USA:

1. The Receiver intends to sell the Artevo Shares, specifically being the 50% of the shares it holds in SMIF, subject to approval of the Court.
2. The proposed purchaser of the Artevo Shares is 1518494 Alberta Ltd. (“**151**”) and Mr. Charles Burgess is the contact person for 151 according to the Offer.
3. Subject to Court approval, the Offer has been accepted and the Artevo Shares sold upon payment in full of \$1,099,999.00 by 151, which payment will consist of \$199,999.00 cash and the reduction by \$900,000.00 in the principal amount of certain trust indentures owing by Artevo.
4. The proposed date of sale of the Artevo Shares is subject to Court approval.

5. The Offer is not subject to any conditions which have not been waived by 151.

DATED this 28th day of May, 2010.

**ALGER & ASSOCIATES INC., Court-
appointed Receiver and Manager of ARTEVO
CORPORATION.**

Per: 

Name: _____

Title: _____

Bruce Alger
President