

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

IN THE MATTER OF

**TITAN INVESTMENTS LIMITED PARTNERSHIP, and TITAN GENPAR INC, and
EVOLUTION CAPITAL MANAGEMENT LTD, and THE ESTATE OF DAVID
COMTE, DECEASED, and THE COMTE FAMILY TRUST and
PREDATOR HOLDINGS LTD.**

NOTICE OF MOTION

TAKE NOTICE that an Application will be made by counsel for Alger & Associates Inc. as Receiver and Manager Titan Investments Limited Partnership, and Titan Genpar Inc, and Evolution Capital Management Ltd., and The Estate of David Comte, Deceased, and the Comte Family Trust and Predator Holdings Ltd. before the Honourable Justice *LOVACCIO* ~~in Chambers~~, at the Court House at 611 - 4th Street S.W., in the City of Calgary, in the Province of Alberta, on Friday, the 2nd day of December, 2005, at the hour of 9:30 a.m. in the forenoon, or so soon thereafter as counsel may be heard, for an Order:

- (a) Approving the Settlement with Janet Comte by Alger & Associates Inc. as the Receiver and the Investor's Committee on behalf of the Unpaid Investors; and
- (b) Such further and other relief as this Honourable Court shall deem fit in relation to the Settlement.

AND FURTHER TAKE NOTICE that in support of the within application will be read the Affidavit of Janet Comte and the Affidavit of Michael Costello, sworn in support of this application on November 22, 2005, the Reasons of the Decision of Justice Hawco dated the 19th day of August, 2005, and such further and other materials as the counsel may advise and this Honourable Court may direct.

AND FURTHER TAKE NOTICE that the grounds for the within Application is brought are:

- (a) The Receiver believes that the Settlement with Janet Comte is fair and equitable;
- (b) The Receiver has reviewed the Affidavit of Janet Comte, and has received the business affairs of the Titan Group and in the circumstances believes that Janet Comte did not in any way participate in the fraud referred to in the Reasons for Decision of Justice Hawco;
- (c) Janet Comte, on behalf of her solicitor, has cooperated fully in respect of the Receivership, and the Receiver believes Janet Comte has disclosed all assets that were in her possession, property, power or control;
- (d) The Receiver believes that assets that will remain with Janet Comte under the Settlement were primarily from the life insurance on the life of David Comte;
- (e) Other assets that remain with Janet Comte, either predated the fraud or are of such minor nature relative to the costs of resolving a dispute as to be immaterial;
- (f) The assets that will be retained by Janet Comte are necessary for her and her family's welfare;

AND FURTHER TAKE NOTICE that if any interested party does not attend or be represented by Counsel, such Order may be made as this Honourable Court may deem fit.

DATED at the City of Calgary, in the Province of Alberta, this 21st day of
November, 2005.

FLEMING LLP

Per: 

Clive O. Llewellyn
Solicitors for Alger & Associates

TO: Rooney Prentice
Solicitor for Janet Comte

AND TO: Bennett Jones LLP
Attn: Frank Dearlove and Kelsey Drozdowski

AND TO: All Investors in the Titan Group

AND TO: Clerk of the Court

ACTION NO: 0401-19905

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FAMILY TRUST and
PREDATOR HOLDINGS LTD.**

**IN THE MATTER OF THE
JUDICATURE ACT, R.S.A. 2000, c. J-2,
and RULES 467 and 468 OF THE
ALBERTA RULES OF COURT**

NOTICE OF MOTION

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