

THIS AMENDING AGREEMENT made this 29 day of

MAY, 1991 BETWEEN:

CHARTWELL MANAGEMENT LIMITED,
a body corporate, in the County of
Halifax, Province of Nova Scotia,

- and -

THE BANK OF NOVA SCOTIA
PROPERTIES INC.,
a body corporate,

- and -

THE BANK OF NOVA SCOTIA,
a body corporate,
(hereinafter called the "Developers")

OF THE FIRST PART

- and -

CITY OF HALIFAX,
a municipal body corporate,
(hereinafter called the "City")

OF THE SECOND PART

WHEREAS the Parties have previously entered into a development agreement to permit construction of a residential/commercial complex on certain lands bounded by Spring Garden Road, Dresden Row, Clyde Street and Brenton Street, in the City of Halifax, the said agreement being recorded at the Registry of Deeds at Halifax in Book 4694 at Pages 270-296 (hereinafter called the "Existing Agreement").

AND WHEREAS the Developers have requested an amendment to the Existing Agreement.

AND WHEREAS the Council of the City at its meeting on the 14th day of June 1990, approved the requested amendments.

NOW THEREFORE THIS AGREEMENT WITNESSETH THAT in consideration of the mutual covenants as set out in the Existing Agreement and herein, the Developers and the City shall agree as follows:

1. The Developers shall be permitted to construct an additional residential/commercial condominium mid-block along Brenton Street in the space presently reserved for an electrical vault, provided the design of same is similar to the mixed-use condominiums to the immediate south.

APPROVED
AS TO FORM
Original
City Solicitor

4/22716✓

2. Commercial uses shall be permitted in all but twelve (12) of the residential/commercial condominiums along Brenton Street, Clyde Street and Dresden Row.

3. Where, in the opinion of the Development Officer for the City, the Developers have substantially completed construction of the parking garage, he may, at the request of the Developers, exempt the Bank of Nova Scotia component from Article 4(c) of the existing agreement.

4. All other terms of the Existing Agreement shall remain in full force and effect.

This Amending Agreement and everything contained herein shall enure to the benefit of and be binding upon the Parties hereto, their heirs, successors and assigns.

Time shall be of the essence of this Amending Agreement.

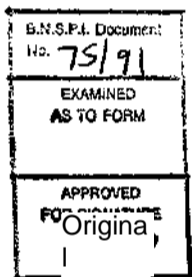
IN WITNESS WHEREOF the parties hereto have properly executed this Amending Agreement as of the day and year first above written.

SIGNED, SEALED AND DELIVERED)
in the presence of)
Original Signed)

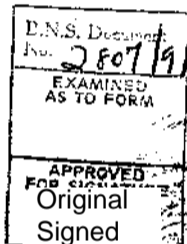
CHARTWELL MANAGEMENT LIMITED
Original Signed

Per _____

Per _____



Original Signed



Original Signed

THE BANK OF NOVA SCOTIA
PROPERTIES INC.
Original SigOri

Per President
Original Signed

THE BANK OF NOVA SCOTIA
Original Signed

Per Senior Vice-President
Original Signed

Original Signed

CITY OF HALIFAX
Original Signed

Per _____

Per mayor
Original Signed

Per city Clerk

PROVINCE OF NOVA SCOTIA
 COUNTY OF HALIFAX, NOVA SCOTIA

ON THIS *27th* day of *January*, A.D., 199*8*,
 before me, the subscriber personally came and appeared
 Original Signed a subscribing witness to the within
 and foregoing Indenture, who, having been by me duly sworn,
 made oath and said that CHARTWELL MANAGEMENT LIMITED, one of
 the parties thereto, caused the same to be executed and its
 Corporate Seal to be thereunto affixed by the hands of its
 duly authorized officers in her presence.

Original Signed

 A Barrister of the Supreme Court
 of Nova Scotia
 Original Signed

PROVINCE OF NOVA SCOTIA
 COUNTY OF HALIFAX, NOVA SCOTIA

ON THIS *6th* day of *June*, A.D., 199*0*,
 before me, the subscriber personally came and appeared
 Original Signed a subscribing witness to the
 within and the foregoing Indenture, who, having been by me
 duly sworn, made oath and said that the City of Halifax, one
 of the parties thereto, caused the same to be executed and
 its Corporate Seal to be thereunto affixed by the hands of
 Ron Wallace, its Mayor, and E. A. Kerr, its City Clerk, its
 duly authorized officers in her presence.

Original Signed

 A Barrister of the Supreme Court
 of Nova Scotia

NADINE M. SMITH
 A Barrister of the Supreme
 Court of Nova Scotia

ja Ontario *ja*
PROVINCE OF ~~NOVA SCOTIA~~
~~COUNTY OF HALIFAX, NOVA SCOTIA~~
ja Municipality of Metropolitan Toronto *ja*

ON THIS *2nd* day of *May*, A.D., ~~1990~~ *1991*
Original Signed _____ subscriber personally came and appeared

_____ a subscribing witness to the within
and foregoing Indenture, who, having been by me duly sworn,
made oath and said that THE BANK OF NOVA SCOTIA PROPERTIES
INC., one of the parties thereto, caused the same to be
executed ~~and its Corporate Seal to be thereunto affixed by~~
the hands of its duly authorized officers in *his* presence.

Original Signed

ja ~~A Barrister of the Supreme Court~~
~~Notary of Nova Scotia~~
Public in and for the Province of
Ontario *ja*

PROVINCE OF NOVA SCOTIA
COUNTY OF HALIFAX, NOVA SCOTIA

ON THIS _____ day of _____, A.D., 1990,
before me, the subscriber personally came and appeared _____
_____ a subscribing witness to the
within and the foregoing Indenture, who, having been by me
duly sworn, made oath and said that the City of Halifax, one
of the parties thereto, caused the same to be executed and
its Corporate Seal to be thereunto affixed by the hands of
Ron Wallace, its Mayor, and E. A. Kerr, its City Clerk, its
duly authorized officers in her presence.

A Barrister of the Supreme Court
of Nova Scotia

