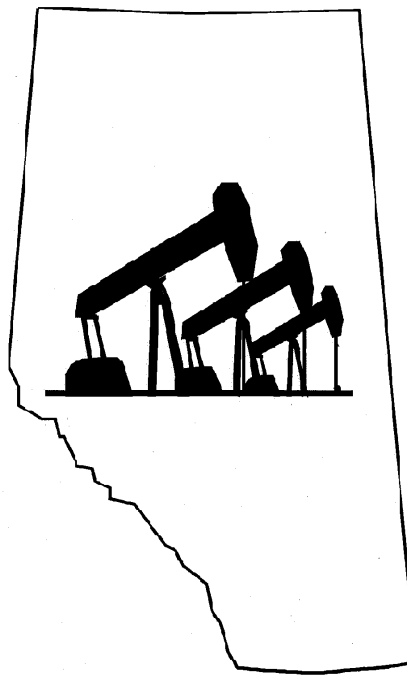


2005 JANUARY 12
12 noon, CALGARY
PUBLIC OFFERING OF CROWN
OIL SANDS
RIGHTS



PUBLIC OFFERING CONTROL COUNTS FOR 2005.01.12

From	To	Total	Area
LEASES: L0001	L0002	2	448.0000 ha.
PERMITS: P0000	P0000	0	0.0000 ha.
		-----	-----
		2	448.0000 ha.

PUBLIC OFFERING OF CROWN OIL SANDS RIGHTS

(AVAILABLE ON INTERNET AT [HTTP://WWW.ENERGY.GOV.AB.CA:](http://www.energy.gov.ab.ca))

DEADLINE

After 12:00 noon on 2005 January 12, offers to purchase oil sands leases and/or permits contained in this public offering will not be accepted.

AMOUNT OF PAYMENT (Canadian Funds Only)

1. The total dollar offer should be stated in your bid letter. A breakdown of the Bonus, Fee and Rent is not required.
2. The annual rental is \$3.50 per hectare or \$50.00 whichever is the greater. The issuance fee is \$625.00 per parcel.
3. The minimum acceptance offer is \$2.50 per hectare (leases) and \$1.25 per hectare (permits).
4. The department reserves the right to reject any bid.

FORM OF PAYMENT

1. ELECTRONIC FUNDS TRANSFER (EFT).
2. Payment by cheque will be accepted if it meets the criteria for exception mentioned in Information Letter 99-3.
3. Companies and individuals that do not have a GST registration number are liable for payment of the Goods and Services Tax on various charges. All registrants must ensure that their GST number is provided in writing to Financial Services Branch @ Fax No. (780) 422-4281.

HOW TO SUBMIT BIDS

1. Bids for leases should be enclosed in one sealed envelope with "**Lease Bids - 2005 January 12**" indicated on the outside of the envelope.
2. Bids for permits should be enclosed in one sealed envelope with "**Permit Bids - 2005 January 12**" indicated on the outside of the envelope.
3. Bids should be deposited in the box marked "OIL SANDS BIDS", or handed or mailed to any person acting for the manager at either the Calgary address - 3rd Floor, Monenco Place, 801 - 6 Avenue SW, T2P 3W2 or the Edmonton address - 7th Floor, Petroleum Plaza North Tower, 9945 - 108 Street, T5K 2G6.

BIDS ARE ACCEPTED UNTIL 12:00 NOON ON THE PUBLIC OFFERING DATE. NO EXCEPTIONS.

POINTS TO REMEMBER

1. It can take up to midnight on the day following the sale to see your funds debited from your bank account for an accepted offer.
2. Requestors of parcel(s) posted in a public offering are expected to bid on the parcel(s). If the parcel(s) is not sold, the requestor will be charged a penalty of \$625.00 plus GST for each unsold parcel.
3. Effective January 01, 2000, all Oil Sands Agreements acquired include Solution Gas. Please refer to information letter 99-38 for the definition of Solution Gas and any other relevant information.

ATTACHMENTS TO THIS PUBLIC OFFERING WHEN APPLICABLE

APPENDIX 1 - Contains applicable Zone Designations (ZD's).
APPENDIX 2 - Contains applicable Deeper Rights Reversion Zone Designations (DRRZD's).
APPENDIX 3 - Contains applicable addenda and contracts also terms and conditions for acquisition of parcel(s) within Metis Settlements (See IL 92-19).

RESULTS OF THIS PUBLIC OFFERING

1. Accepted offers will be published on 2005 January 13 at 9:00 a.m. at the two addresses shown under the section above entitled "HOW TO SUBMIT BIDS", and on the Internet.
2. All agreements are issued in accordance with the Mines & Minerals Act and its regulations.

2004 November 17
EDMONTON, Alberta

Steve Tkalcic - Director Operations
Oil Sands Development

OIL SANDS LEASES

2005, JANUARY 12

LEASE	HECTARES	LAND DESCRIPTION
-----	-----	-----
--- COLD LAKE OS AREA ---		
L0001	256	(MTS000101-32-M002) 4-03-057: 36SP PORTION(S) LYING OUTSIDE FISHING LAKE METIS SETTLEMENT. 36SP PORTION(S) LYING WITHIN FISHING LAKE METIS SETTLEMENT. NWP PORTION(S) LYING OUTSIDE FISHING LAKE METIS SETTLEMENT. NWP,NE PORTION(S) LYING WITHIN FISHING LAKE METIS SETTLEMENT. OIL SANDS IN THE MANNVILLE GRP (DRRZD 4)

--- ATHABASCA OS AREA ---		
L0002	192	(IRS000704) 4-11-095: 21L15,L16;27NW,L4,L5;28L1-L3,L8 OIL SANDS BELOW THE TOP OF THE VIKING FM (DRRZD 6) TO THE BASE OF THE WOODBEND GRP (DRRZD 258)

2	448.00	HA TOTALS END

DEEPER RIGHTS REVERSION ZONE DESIGNATIONS

APPLICABLE TO THE 2005, JANUARY 12 PUBLIC OFFERING NOTICE

DRRZD: 4 ZONE: 2480 MANNVILLE GRP

INTERVAL: 2,557.00 - 2,985.00 FEET
KEY WELL: 00/06-16-041-08W4/0
LOG TYPE: INDUCTION ELECTRICAL

DRRZD: 6 ZONE: 2140 VIKING FM

INTERVAL: 2,600.00 - 2,680.00 FEET
KEY WELL: 00/10-10-042-14W4/0
LOG TYPE: INDUCTION ELECTRICAL

DRRZD: 258 ZONE: 7040 WOODBEND GRP

INTERVAL: 1,284.00 - 2,251.00 FEET
KEY WELL: 00/10-29-077-18W4/0
LOG TYPE: SONIC

END

ADDENDA AND CONTACTS APPLICABLE TO THE 2005, JANUARY 12 PUBLIC OFFERING NOTICE

IRS000704	LAND DESCRIPTION
LEASE L0002	4-11-095: 21L15P,L16P;27NWP,L4P,L5P;28L1P,L2P,L3P,L8P

IS/ARE WITHIN THE FORT MCMURRAY-ATHABASCA OIL SANDS INTEGRATED RESOURCE PLAN.

SURFACE ACCESS IS SUBJECT TO SPECIFIC RESTRICTIONS

FOR FURTHER INFORMATION, PLEASE CONTACT:

LEE BAKER
FORESTER
DEPT. OF SUSTAINABLE RESOURCE DEV
FORT MCMURRAY OFFICE - LAND AND FOREST SERVICE
PROVINCIAL BUILDING
9915 FRANKLIN AVE FLOOR 3
BOX 35
FORT MCMURRAY AB T9H 2K4 (780) 743-7101

APPENDIX 3

PAGE 2

ADDENDA AND CONTACTS APPLICABLE TO THE 2005, JANUARY 12 PUBLIC OFFERING NOTICE

MTS000101-32-M002 LAND DESCRIPTION

LEASE L0001 4-03-057: 36SP,NWP,NE

IS/ARE WITHIN A METIS SETTLEMENT. THE SUCCESSFUL BIDDER MUST ENTER INTO A DEVELOPMENT AGREEMENT WITH THE METIS SETTLEMENTS GENERAL COUNCIL AND THE AFFECTED SETTLEMENT THAT INCLUDES NEGOTIATED COMMITMENTS TO:

1. ENSURE THE PROTECTION OF THE ENVIRONMENT IN THE SETTLEMENT AREA IN ACCORDANCE WITH PROVINCIAL STANDARDS AND SETTLEMENT BYLAWS;
2. CONDUCT OPERATION IN A WAY THAT MAINTAINS THE SOCIAL AND CULTURAL ORDER OF THE SETTLEMENT AREA AND CONFORMS WITH THE DEVELOPMENT PLANS AND LAND USE RESTRICTIONS ESTABLISHED BY THE SETTLEMENT COUNCIL;
3. EMPLOY, TRAIN, AND PROVIDE BUSINESS OPPORTUNITIES TO SETTLEMENT MEMBERS, TO AN EXTENT THAT IS PRACTICAL, DURING THE CONSTRUCTION, OPERATION, RECLAMATION AND ABANDONMENT PHASES OF ITS OPERATIONS IN THE SETTLEMENT AREA;
4. PAY APPLICABLE SETTLEMENT LICENCE FEES AND TAXES;
5. PROVIDE FAIR AND REASONABLE COMPENSATION FOR SURFACE ACCESS AND DAMAGES INCLUDING INFRASTRUCTURE DAMAGE, TIMBER LOSS, AND OTHER SPECIAL DAMAGES;
6. RECOGNIZE THE GENERAL COUNCIL'S RIGHT TO AN OVERRIDING ROYALTY AND 25% PARTICIPATION OPTION AS PROVIDED FOR IN THE CO-MANAGEMENT AGREEMENT (SCHEDULE 3 OF THE METIS SETTLEMENTS ACT);
7. ADHERE TO THE PROCEDURES CONTAINED IN THE CO-MANAGEMENT AGREEMENT AND INFORMATION LETTER 92-19;
8. THE SUCCESSFUL BIDDER WILL BE REQUIRED TO SIGN AN AGREEMENT IN THE FORM OF THE MASTER DEVELOPMENT AGREEMENT, THE TEMPLATE OF WHICH IS AVAILABLE FROM THE GENERAL COUNCIL UPON REQUEST.

PLEASE NOTE: UNDER THE MASTER DEVELOPMENT AGREEMENT, THE SUCCESSFUL BIDDER WILL BE A JOINT VENTURE PARTNER WITH THE METIS SETTLEMENTS GENERAL COUNCIL. FURTHER INFORMATION CAN BE OBTAINED BY CONTACTING DARLENE CARIFELLE, POSTING COORDINATOR FOR THE METIS SETTLEMENTS GENERAL COUNCIL AT (780) 822-4068.

POTENTIAL BIDDERS SHOULD NOTE THAT FURTHER INFORMATION AND DETAILS REGARDING THE ABOVE TERMS AND CONDITIONS WILL BE AVAILABLE ON DEC 01, 2004.

SURFACE ACCESS IS SUBJECT TO SPECIFIC RESTRICTIONS

ADDENDA AND CONTACTS APPLICABLE TO THE 2005, JANUARY 12 PUBLIC OFFERING NOTICE

FOR FURTHER INFORMATION, PLEASE CONTACT:

SUSAN LADOUCEUR

METIS SETTLEMENTS GENERAL COUNCIL

10335 172 ST NW SUITE 200

EDMONTON AB T5S 1K9

(780) 822-4096

END