

CANADA

PROVINCE OF QUÉBEC  
DISTRICT OF MONTREAL

No: 500-11-049737-154

SUPERIOR COURT  
(COMMERCIAL DIVISION)

---

IN THE MATTER OF THE PLAN OF  
COMPROMISE OR ARRANGEMENT OF:

**BLUBERI GAMING TECHNOLOGIES INC.**

and

**BLUBERI GROUP INC.**

and

**BLUBERI USA, INC.**

Debtors

and

**ERNST & YOUNG INC.**

Monitor

and

**CALLIDUS CAPITAL CORPORATION**

Petitioner

---

***DE BENE ESSE MOTION TO LIFT THE STAY OF PROCEEDINGS NUNC PRO TUNC***  
**(Sections 11 et seq. of the *Companies' Creditors Arrangement Act*,**  
**R.S.C. 1985, c. C-36 ("CCAA"))**

---

**TO THE HONOURABLE JUSTICE JEAN-FRANÇOIS MICHAUD OF THE SUPERIOR COURT, SITTING IN AND FOR THE DISTRICT OF MONTREAL, PETITIONER CALLIDUS CAPITAL CORPORATION, RESPECTFULLY SUBMITS AS FOLLOWS:**

**INTRODUCTION**

1. The Petitioner, Callidus Capital Corporation, hereby requests that the stay of proceedings granted in favour of the Debtors in the Initial Order issued on November 12, 2015 (as amended and restated, the "**Initial Order**") be lifted in order to allow Callidus to register its security interest *nunc pro tunc* in certain assets of the Debtors located in the State of Nevada, U.S.A.;

2. This Motion is presented on a *de bene esse* basis as Callidus believes that its security interest is valid regardless of registration in Nevada;

### **REASONS**

3. Callidus is the Debtors' primary secured creditor and is owed in excess of \$94,000,000;
4. Callidus holds a security interest in the universality of the Debtors' movable and immovable property. A complete description of the credit facilities and security can be found in the Contestation filed in the Court record by Callidus on November 16, 2015;
5. On January 28, 2016, this Court issued an Order Approving a Sale Solicitation Process (the "**SSP**") pursuant to which the Debtors would seek to divest themselves of all movable and immovable assets, rights and undertakings (the "**Assets**");
6. The SSP specifically provides for Callidus' right to credit bid for the Assets (or shares of the Debtors) and Callidus opted to avail itself of that right;
7. During the due diligence process, namely on or around February 29, 2016, Callidus' lawyers were informed by the Monitor that the Debtors possessed assets in the State of Nevada valued at approximately \$2 million (the "**Nevada Assets**");
8. The Nevada Assets appear to consist namely of inventory of new electronic gaming machines, as well as parts/components for such machines;
9. Callidus was not aware that the Debtors possessed assets in Nevada that could or should have been the subject of any specific form of registration in that state;
10. Callidus had thus not registered its security interest in Nevada;
11. While Callidus believed (and continues to believe) that its security interest in the Nevada Assets is valid regardless of registration, in an abundance of caution, it immediately hired counsel in the United States and, on March 2, 2016, steps were taken to register Callidus' security interest in Nevada, the whole as appears from a copy of the UCC Financing Statement filed in support hereof as **Exhibit R-1**;
12. On March 14, 2016, Callidus received confirmation of the filing of said UCC Financing Statement (R-1), along with confirmation that there are no other secured parties registered against the Nevada Assets, the whole as appears from the filed UCC Financing Statement and post-filing UCC searches filed *en liasse* in support hereof as **Exhibit R-2**;
13. In light of the above, Callidus seeks an order ratifying the steps taken to date and allowing Callidus to take any further steps required in order to perfect its security interest in the Nevada Assets;
14. Neither the Debtors nor any other stakeholder will suffer any prejudice from the order sought;

**FOR THESE REASONS, MAY IT PLEASE THIS HONOURABLE COURT TO :**

**DECLARE** that the service and notice of presentation concerning this Motion are proper and sufficient;

**GRANT** the present Motion;

**ORDER** that the stay of proceedings ordered pursuant to the Initial Order be lifted to allow Callidus Capital Corporation to take, continue and/or complete all steps necessary in order to perfect its security interest in the assets of the Debtors in the State of Nevada, U.S.A.;

**ORDER** the provisional execution of the judgment to be rendered hereon notwithstanding an appeal thereof and without the need to furnish security;

**THE WHOLE** without costs except if contested.

MONTREAL, March 31, 2016

*Gowling WLG (Canada)*

**Gowling WLG (Canada) LLP**  
Lawyers for Callidus Capital Corporation

**AFFIDAVIT**

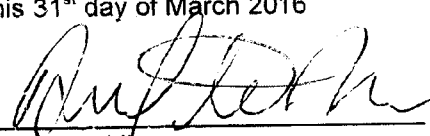
I, the undersigned, CRAIG BOYER, exercising my profession at Callidus Capital Corporation, located at 4620 - 181 Bay Street, P.O. Box 792, Bay Wellington Tower, Brookfield Place, Toronto, Ontario, M5J 2T3, solemnly declare as follows:

1. I am the vice-president of Callidus Capital Corporation;
2. All the facts alleged in the present *De Bene Esse Motion for the Partial Lifting of the Stay Nunc Pro Tunc* are true to the best of my knowledge.

AND I HAVE SIGNED :

  
\_\_\_\_\_  
CRAIG BOYER

SWORN TO before me in Calgary  
this 31<sup>st</sup> day of March 2016

  
\_\_\_\_\_  
Notary Public

**DANIEL A. MOWAT-ROSE**  
Barrister and Solicitor  
**Lawson Lundell LLP**  
3700, 205 - 5<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 2V7

**NOTICE OF PRESENTATION**

TO: THE SERVICE LIST

Mtres Joseph Reynaud and Jean Fontaine  
**STIKEMAN ELLIOTT LLP**  
1155 René-Lévesque Blvd. West, Suite 4000  
Montréal, Québec H3B 3V2

Attorneys for Ernst & Young LLP

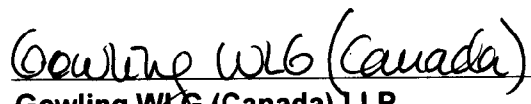
Mtres Ari Y. Sorek and Roger P. Simard  
**DENTONS CANADA LLP**  
1 Place Ville Marie, Suite 3900  
Montréal, Québec H3B 4M7

Attorneys Bluberi Gaming Technologies Inc.,  
Bluberi Group Inc. and  
Bluberi USA, Inc.

**TAKE NOTICE** that the present *De bene esse motion to lift the stay of proceedings nunc pro tunc* will be presented for adjudication before the Honourable Jean-François Michaud of the Superior Court of Québec, District of Montréal, on **April 8, 2016 at 9:00 a.m.**, in a room to be **determined by the Court and to be subsequently communicated to counsel and the Service List.**

**DO GOVERN YOURSELVES ACCORDINGLY.**

MONTREAL, March 31, 2016

  
\_\_\_\_\_  
**Gowling WLG (Canada) LLP**  
Lawyers for Callidus Capital Corporation

**EXHIBIT R-1**

***(DE BENE ESSE MOTION TO LIFT THE STAY OF PROCEEDINGS NUNC PRO TUNC)***

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc.				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 2120 Letendre Street		CITY Drummondville	STATE QC	POSTAL CODE J2C 7E9
			COUNTRY Canada	

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME Bluberi Gaming Technologies Inc.				
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
2c. MAILING ADDRESS 2120 Letendre Street		CITY Drummondville	STATE QC	POSTAL CODE J2C 7E9
			COUNTRY Canada	

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME Callidus Capital Corporation				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS 77 King Street West, Suite 4320		CITY Toronto	STATE ON	POSTAL CODE M5K 1K2
			COUNTRY Canada	

4. COLLATERAL: This financing statement covers the following collateral:

All right, title and interest in and to all personal property and fixtures of the Debtor, whether now owned or existing or hereafter created, acquired or arising.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility  Agricultural Lien  Non-UCC Filing

6b. Check only if applicable and check only one box:  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:

File with Nevada Secretary of State

Add'l Page: 1

1993674

# UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS

18. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

18a. ORGANIZATION'S NAME <b>Bluberi Jeux et Technologies Inc.</b>	
OR	
18b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

**THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY**

19. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (19a or 19b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

19a. ORGANIZATION'S NAME <b>Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies Inc.</b>				
OR	19b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
19c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
<b>2120 Letendre Street</b>	<b>Drummondville</b>	<b>QC</b>	<b>J2C 7E9</b>	<b>Canada</b>

20. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (20a or 20b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

20a. ORGANIZATION'S NAME				
OR	20b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
20c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

21. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (21a or 21b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

21a. ORGANIZATION'S NAME				
OR	21b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
21c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

22.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (22a or 22b)

22a. ORGANIZATION'S NAME				
OR	22b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
22c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

23.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (23a or 23b)

23a. ORGANIZATION'S NAME				
OR	23b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
23c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

24. MISCELLANEOUS:



**EXHIBIT R-2**

**(DE BENE ESSE MOTION TO LIFT THE STAY OF PROCEEDINGS NUNC PRO TUNC)**



**Filing Results**

**GREG PEALER**  
**Chapman & Cutler**  
**111 W Monroe Street**  
**Chicago, IL 60603**

**Date: 03/14/2016**  
**Order #: 52758060**  
**Customer #: 506065**  
**Reference 1: 1993674**  
**Reference 2: --**

---

**Target Name: Bluberi Jeux et Technologies Inc.**

---

**Jurisdiction: Secretary of State, Nevada**

---

**Filing Type: UCC Financing Statement** **Searched Through: --**  
**Results: See attached filing acknowledgement**

**Document Listing:**

---

<b>File #</b>	<b>File Date</b>	<b>Type of Filing</b>
2016006494-6	03/02/2016	Original Financing Statement

---

---

**JOHN D. CUNNINGHAM**  
**Chicago Team 1**  
**208 S. LaSalle Street**  
**Suite 814**  
**Chicago, IL 60604**  
**(888) 829-5817 EXT:3586**  
**John.Cunningham@wolterskluwer.com**

This report contains information compiled from sources which CT Lien Solutions considers reliable but does not control. The information provided is not a certified record of the applicable jurisdiction unless otherwise indicated. CT Lien Solutions does not (i) warrant or guarantee the accuracy, completion or timeliness of the information provided or (ii) accept any liability for delays, errors or omissions in the information provided. CT Lien Solutions is not an insurer with regard to this information or these services. Under no circumstances shall CT Lien Solutions be liable for any loss of underlying collateral or loss (or decreased priority) of security interest in connection with this information or these services. Any categorization of search results is provided for convenience only and is not to be construed as a legal opinion concerning the status of filings.

STATE OF NEVADA

BARBARA K. CEGAVSKE  
Secretary of State



JEFFERY LANDERFELT  
Deputy Secretary  
for Commercial Recordings

OFFICE OF THE  
SECRETARY OF STATE

Filing Acknowledgement

March 02, 2016

**Job Number**

U20160302-0093

**Initial Filing Number**

2016006494-6

**Filing Description**

Initial Financing Statement

**Document Filing Number**

2016006494-6

**Date/Time of Filing**

03-02-2016 03:18 PM

**Debtors**

BLUBERI JEUX ET TECHNOLOGIES  
INC.  
2120 LETENDRE STREET  
DRUMMONDVILLE QC J2C 7E9  
CANADA

BLUBERI GAMING TECHNOLOGIES  
INC.  
2120 LETENDRE STREET  
DRUMMONDVILLE QC J2C 7E9  
CANADA

BLUBERI JEUX ET TECHNOLOGIES  
INC./BLUBERI GAMING  
TECHNOLOGIES INC.  
2120 LETENDRE STREET  
DRUMMONDVILLE QC J2C 7E9  
CANADA

**Secured Parties**

CALLIDUS CAPITAL CORPORATION  
77 KING STREET WEST, SUITE 4320  
TORONTO ON M5K 1K2 CANADA

The attached document(s) were filed with the Nevada Secretary of State, Uniform Commercial Code Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Nevada Secretary of State  
Tracy Gillespie  
Filing Officer


**UCC DIVISION:**  
**Tracy Gillespie, Supervisor**  
200 N. Carson Street  
Carson City, Nevada 89701-4201  
Telephone (775) 684-5708  
Fax (775) 684-5630

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. E-MAIL CONTACT AT FILER (optional)

C. Return acknowledgment to:  
  
**Capitol Corporate Services, Inc.**  
 P.O.Box 3100 Carson City, NV 89702  
 800/899-0490

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number <b>2016006494-6</b>
	Filing Date and Time <b>03/02/2016 3:18 PM</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME <b>Bluberi Jeux et Technologies Inc.</b>				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>
				COUNTRY <b>Canada</b>

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME <b>Bluberi Gaming Technologies Inc.</b>				
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
2c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>
				COUNTRY <b>Canada</b>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>Callidus Capital Corporation</b>				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS <b>77 King Street West, Suite 4320</b>		CITY <b>Toronto</b>	STATE <b>ON</b>	POSTAL CODE <b>M5K 1K2</b>
				COUNTRY <b>Canada</b>

4. COLLATERAL: This financing statement covers the following collateral:

All right, title and interest in and to all personal property and fixtures of the Debtor, whether now owned or existing or hereafter created, acquired or arising.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:  
File with Nevada Secretary of State

Add'l Page: 1

1993674

## UCC FINANCING STATEMENT ADDITIONAL PARTY

### FOLLOW INSTRUCTIONS

18. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

18a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc.	
OR	
18b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

19. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (19a or 19b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

19a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies Inc.			
OR			
19b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
19c. MAILING ADDRESS 2120 Letendre Street		CITY Drummondville	STATE   POSTAL CODE   COUNTRY QC   J2C 7E9   Canada

20. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (20a or 20b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

20a. ORGANIZATION'S NAME			
OR			
20b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
20c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

21. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (21a or 21b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

21a. ORGANIZATION'S NAME			
OR			
21b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
21c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

22.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (22a or 22b)

22a. ORGANIZATION'S NAME			
OR			
22b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
22c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

23.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (23a or 23b)

23a. ORGANIZATION'S NAME			
OR			
23b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
23c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

24. MISCELLANEOUS:



**CT Lien Solutions**

a Wolters Kluwer Business

### Search Results

**GREG PEALER**  
Chapman & Cutler  
111 W Monroe Street  
Chicago, IL 60603

**Date:** 03/14/2016  
**Order #:** 52758060  
**Customer #:** 506065  
**Reference 1:** 1993674  
**Reference 2:** --

---

**Target Name: Bluberi Jeux et Technologies Inc.**

---

**Jurisdiction: Secretary of State, Nevada**

---

**Search Type: Federal Tax Lien**

Results: No Records Found

**Searched Through: 03/07/2016**

Searched: 10 Years

**Search Type: UCC Lien**

Results: See Attached Listing of Records Found with 2 Copies  
Attached

**Searched Through: 03/07/2016**

Searched: 5 Years

---

**JOHN D. CUNNINGHAM**  
Chicago Team 1  
208 S. LaSalle Street  
Suite 814  
Chicago, IL 60604  
(888) 829-5817 EXT:3586  
John.Cunningham@wolterskluwer.com

This report contains information compiled from sources which CT Lien Solutions considers reliable but does not control. The information provided is not a certified record of the applicable jurisdiction unless otherwise indicated. CT Lien Solutions does not (i) warrant or guarantee the accuracy, completion or timeliness of the information provided or (ii) accept any liability for delays, errors or omissions in the information provided. CT Lien Solutions is not an insurer with regard to this information or these services. Under no circumstances shall CT Lien Solutions be liable for any loss of underlying collateral or loss (or decreased priority) of security interest in connection with this information or these services. Any categorization of search results is provided for convenience only and is not to be construed as a legal opinion concerning the status of filings.

CT Lien Solutions  
UCC Search Report

The following represents a listing of the documentation you requested through a careful search of effective UCC filings recorded in the Office of the Secretary of State of NV, Secretary of State, licensed from the State of an independent third party and maintained in a computerized form and available through our offices. Variations of the Name and Address of the search key may appear on this report as a result of the search findings and your individual request for the information.

This report reflects record effective through Mar. 07,2016

Because we cannot independently verify the accuracy of the public information maintained by the responsible government agency or other sources of this data, we make no guaranties, representations, or warranties as to the accuracy or completeness of this report. We cannot and do not accept any liability for errors or omissions.

State of NV, Secretary of State UCC Debtor Name Search results performed on the following

Search Key :

Name = Bluberi Jeux et Technologies

1 2016006494-6 Original filed on Mar. 02,2016  
expires on Mar. 02,2021

Orig DB	BLUBERI JEUX ET TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
Debtor	BLUBERI JEUX ET TECHNOLOGIES INC./BLUBERI GAMING TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
Debtor	BLUBERI GAMING TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
SecPty	CALLIDUS CAPITAL CORPORATION 77 KING STREET WEST, SUITE 4320 TORONTO ON M5K 1K2

[End of Report]

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. E-MAIL CONTACT AT FILER (optional)

C. Return acknowledgment to:

★

**Capitol Corporate Services, Inc.**  
P.O. Box 3100 Carson City, NV 89702  
800/899-0490

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number <b>2016006494-6</b>
	Filing Date and Time <b>03/02/2016 3:18 PM</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME <b>Bluberi Jeux et Technologies Inc.</b>					
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
1c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>	COUNTRY <b>Canada</b>

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME <b>Bluberi Gaming Technologies Inc.</b>					
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
2c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>	COUNTRY <b>Canada</b>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>Callidus Capital Corporation</b>					
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
3c. MAILING ADDRESS <b>77 King Street West, Suite 4320</b>		CITY <b>Toronto</b>	STATE <b>ON</b>	POSTAL CODE <b>M5K 1K2</b>	COUNTRY <b>Canada</b>

4. COLLATERAL: This financing statement covers the following collateral:

All right, title and interest in and to all personal property and fixtures of the Debtor, whether now owned or existing or hereafter created, acquired or arising.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:  
File with Nevada Secretary of State

Add'l Page: 1

1993674



## UCC FINANCING STATEMENT ADDITIONAL PARTY

### FOLLOW INSTRUCTIONS

18. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

18a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc.	
OR	
18b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

19. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (19a or 19b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

19a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies Inc.			
OR			
19b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
19c. MAILING ADDRESS 2120 Letendre Street		CITY Drummondville	STATE   POSTAL CODE   COUNTRY QC   J2C 7E9   Canada

20. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (20a or 20b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

20a. ORGANIZATION'S NAME			
OR			
20b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
20c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

21. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (21a or 21b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

21a. ORGANIZATION'S NAME			
OR			
21b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
21c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

22.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (22a or 22b)

22a. ORGANIZATION'S NAME			
OR			
22b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
22c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

23.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (23a or 23b)

23a. ORGANIZATION'S NAME			
OR			
23b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
23c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

24. MISCELLANEOUS:



**Search Results**

**GREG PEALER**  
**Chapman & Cutler**  
**111 W Monroe Street**  
**Chicago, IL 60603**

**Date: 03/14/2016**  
**Order #: 52758060**  
**Customer #: 506065**  
**Reference 1: 1993674**  
**Reference 2: --**

---

**Target Name: Bluberi Gaming Technologies Inc.**

---

**Jurisdiction: Secretary of State, Nevada**

---

**Search Type: Federal Tax Lien**

Results: No Records Found

**Searched Through: 03/07/2016**

Searched: 10 Years

**Search Type: UCC Lien**

Results: See Attached Listing of Records Found with 2 Copies  
Attached

**Searched Through: 03/07/2016**

Searched: 5 Years

---

**JOHN D. CUNNINGHAM**  
**Chicago Team 1**  
**208 S. LaSalle Street**  
**Suite 814**  
**Chicago, IL 60604**  
**(888) 829-5817 EXT:3586**  
**John.Cunningham@wolterskluwer.com**

This report contains information compiled from sources which CT Lien Solutions considers reliable but does not control. The information provided is not a certified record of the applicable jurisdiction unless otherwise indicated. CT Lien Solutions does not (i) warrant or guarantee the accuracy, completion or timeliness of the information provided or (ii) accept any liability for delays, errors or omissions in the information provided. CT Lien Solutions is not an insurer with regard to this information or these services. Under no circumstances shall CT Lien Solutions be liable for any loss of underlying collateral or loss (or decreased priority) of security interest in connection with this information or these services. Any categorization of search results is provided for convenience only and is not to be construed as a legal opinion concerning the status of filings.

CT Lien Solutions  
UCC Search Report

The following represents a listing of the documentation you requested through a careful search of effective UCC filings recorded in the Office of the Secretary of State of NV, Secretary of State, licensed from the State of an independent third party and maintained in a computerized form and available through our offices. Variations of the Name and Address of the search key may appear on this report as a result of the search findings and your individual request for the information.

This report reflects record effective through Mar. 07,2016

Because we cannot independently verify the accuracy of the public information maintained by the responsible government agency or other sources of this data, we make no guaranties, representations, or warranties as to the accuracy or completeness of this report. We cannot and do not accept any liability for errors or omissions.

State of NV, Secretary of State UCC Debtor Name Search results performed on the following

Search Key :

Name = Bluberi Gaming Technologies

1 2016006494-6 Original filed on Mar. 02,2016  
expires on Mar. 02,2021

Orig DB	BLUBERI JEUX ET TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
Debtor	BLUBERI JEUX ET TECHNOLOGIES INC./BLUBERI GAMING TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
Debtor	BLUBERI GAMING TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
SecPty	CALLIDUS CAPITAL CORPORATION 77 KING STREET WEST, SUITE 4320 TORONTO ON M5K 1K2

[End of Report]

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. E-MAIL CONTACT AT FILER (optional)

C. Return acknowledgment to:

★

**Capitol Corporate Services, Inc.**  
P.O. Box 3100 Carson City, NV 89702  
800/899-0490

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number <b>2016006494-6</b>
	Filing Date and Time <b>03/02/2016 3:18 PM</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME <b>Bluberi Jeux et Technologies Inc.</b>					
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
1c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>	COUNTRY <b>Canada</b>

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME <b>Bluberi Gaming Technologies Inc.</b>					
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
2c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>	COUNTRY <b>Canada</b>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>Callidus Capital Corporation</b>					
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
3c. MAILING ADDRESS <b>77 King Street West, Suite 4320</b>		CITY <b>Toronto</b>	STATE <b>ON</b>	POSTAL CODE <b>M5K 1K2</b>	COUNTRY <b>Canada</b>

4. COLLATERAL: This financing statement covers the following collateral:

All right, title and interest in and to all personal property and fixtures of the Debtor, whether now owned or existing or hereafter created, acquired or arising.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:  
File with Nevada Secretary of State

Add'l Page: 1

1993674

## UCC FINANCING STATEMENT ADDITIONAL PARTY

### FOLLOW INSTRUCTIONS

18. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

18a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc.	
OR	
18b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

19. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (19a or 19b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

19a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies Inc.			
OR			
19b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
19c. MAILING ADDRESS 2120 Letendre Street		CITY Drummondville	STATE   POSTAL CODE   COUNTRY QC   J2C 7E9   Canada

20. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (20a or 20b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

20a. ORGANIZATION'S NAME			
OR			
20b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
20c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

21. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (21a or 21b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

21a. ORGANIZATION'S NAME			
OR			
21b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
21c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

22.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (22a or 22b)

22a. ORGANIZATION'S NAME			
OR			
22b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
22c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

23.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (23a or 23b)

23a. ORGANIZATION'S NAME			
OR			
23b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
23c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

24. MISCELLANEOUS:



**CT Lien Solutions**

a Wolters Kluwer Business

### Search Results

**GREG PEALER**  
Chapman & Cutler  
111 W Monroe Street  
Chicago, IL 60603

**Date:** 03/14/2016  
**Order #:** 52758060  
**Customer #:** 506065  
**Reference 1:** 1993674  
**Reference 2:** --

---

**Target Name: Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies Inc.**

---

**Jurisdiction: Secretary of State, Nevada**

---

**Search Type: Federal Tax Lien**

Results: No Records Found

**Searched Through: 03/07/2016**

Searched: 10 Years

**Search Type: UCC Lien**

Results: See Attached Listing of Records Found with 2 Copies  
Attached

**Searched Through: 03/07/2016**

Searched: 5 Years

---

**JOHN D. CUNNINGHAM**  
Chicago Team 1  
208 S. LaSalle Street  
Suite 814  
Chicago, IL 60604  
(888) 829-5817 EXT:3586  
John.Cunningham@wolterskluwer.com

This report contains information compiled from sources which CT Lien Solutions considers reliable but does not control. The information provided is not a certified record of the applicable jurisdiction unless otherwise indicated. CT Lien Solutions does not (i) warrant or guarantee the accuracy, completion or timeliness of the information provided or (ii) accept any liability for delays, errors or omissions in the information provided. CT Lien Solutions is not an insurer with regard to this information or these services. Under no circumstances shall CT Lien Solutions be liable for any loss of underlying collateral or loss (or decreased priority) of security interest in connection with this information or these services. Any categorization of search results is provided for convenience only and is not to be construed as a legal opinion concerning the status of filings.

CT Lien Solutions  
UCC Search Report

The following represents a listing of the documentation you requested through a careful search of effective UCC filings recorded in the Office of the Secretary of State of NV, Secretary of State, licensed from the State of an independent third party and maintained in a computerized form and available through our offices. Variations of the Name and Address of the search key may appear on this report as a result of the search findings and your individual request for the information.

This report reflects record effective through Mar. 07,2016

Because we cannot independently verify the accuracy of the public information maintained by the responsible government agency or other sources of this data, we make no guaranties, representations, or warranties as to the accuracy or completeness of this report. We cannot and do not accept any liability for errors or omissions.

State of NV, Secretary of State UCC Debtor Name Search results performed on the following

Search Key :

Name = Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies

1 2016006494-6 Original filed on Mar. 02,2016  
expires on Mar. 02,2021

Orig DB	BLUBERI JEUX ET TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
Debtor	BLUBERI JEUX ET TECHNOLOGIES INC./BLUBERI GAMING TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
Debtor	BLUBERI GAMING TECHNOLOGIES INC. 2120 LETENDRE STREET DRUMMONDVILLE QC J2C 7E9
SecPty	CALLIDUS CAPITAL CORPORATION 77 KING STREET WEST, SUITE 4320 TORONTO ON M5K 1K2

[End of Report]

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. E-MAIL CONTACT AT FILER (optional)
C. <p style="text-align: center;">Return acknowledgment to:</p> <div style="text-align: center;"> <p style="margin: 5px 0 0 0;">★</p> <p><b>Capitol Corporate Services, Inc.</b>                  P.O.Box 3100 Carson City, NV 89702                  800/899-0490</p> </div>

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number <b>2016006494-6</b>
	Filing Date and Time <b>03/02/2016 3:18 PM</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME <b>Bluberi Jeux et Technologies Inc.</b>				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>
			COUNTRY <b>Canada</b>	

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME <b>Bluberi Gaming Technologies Inc.</b>				
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
2c. MAILING ADDRESS <b>2120 Letendre Street</b>		CITY <b>Drummondville</b>	STATE <b>QC</b>	POSTAL CODE <b>J2C 7E9</b>
			COUNTRY <b>Canada</b>	

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>Callidus Capital Corporation</b>				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS <b>77 King Street West, Suite 4320</b>		CITY <b>Toronto</b>	STATE <b>ON</b>	POSTAL CODE <b>M5K 1K2</b>
			COUNTRY <b>Canada</b>	

4. COLLATERAL: This financing statement covers the following collateral:

All right, title and interest in and to all personal property and fixtures of the Debtor, whether now owned or existing or hereafter created, acquired or arising.

5. Check <u>only</u> if applicable and check <u>only</u> one box: Collateral is <input type="checkbox"/> held in a Trust (see UCC1Ad, item 17 and Instructions) <input type="checkbox"/> being administered by a Decedent's Personal Representative	
6a. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility	
6b. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing	
7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessee/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licenser	

8. OPTIONAL FILER REFERENCE DATA:  
 File with Nevada Secretary of State Add'l Page: 1 1993674



## UCC FINANCING STATEMENT ADDITIONAL PARTY

### FOLLOW INSTRUCTIONS

18. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

18a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc.	
OR	
18b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

19. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (19a or 19b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

19a. ORGANIZATION'S NAME Bluberi Jeux et Technologies Inc./Bluberi Gaming Technologies Inc.			
OR			
19b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
19c. MAILING ADDRESS 2120 Letendre Street		CITY Drummondville	STATE   POSTAL CODE   COUNTRY QC   J2C 7E9   Canada

20. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (20a or 20b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

20a. ORGANIZATION'S NAME			
OR			
20b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
20c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

21. ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (21a or 21b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

21a. ORGANIZATION'S NAME			
OR			
21b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
21c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

22.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (22a or 22b)

22a. ORGANIZATION'S NAME			
OR			
22b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
22c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

23.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (23a or 23b)

23a. ORGANIZATION'S NAME			
OR			
23b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
23c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY

24. MISCELLANEOUS:

No: 500-11-049737-154

SUPERIOR COURT  
(COMMERCIAL DIVISION)  
DISTRICT OF MONTREAL

IN THE MATTER OF THE PLAN OF COMPROMISE  
OR ARRANGEMENT OF:

**BLUBERI GAMING TECHNOLOGIES INC.**

and

**BLUBERI GROUP INC.**

and

**BLUBERI USA, INC.**

Debtors

and

**ERNST & YOUNG INC.**

Monitor

and

**CALLIDUS CAPITAL CORPORATION**

Petitioner

**DE BENE ESSE MOTION TO LIFT THE STAY OF  
PROCEEDINGS NUNC PRO TUNC**  
(Sections 11 et seq. of the Companies' Creditors  
Arrangement Act, R.S.C. 1985, c. C 36 ("CCAA"))

ORIGINAL

Me François Viau  
francois.viau@gowlingwlg.com



**GOWLING WLG**

Gowling WLG (Canada) LLP  
3700-1 Place Ville Marie  
Montréal, Québec, H3B 3P4  
Tel.: 514-392-9530  
Fax: 514-876-9530

BL0052

O/F : T1007046