

LIMITED PARTNERSHIP LAND POOL (2007)

PROXY

**SOLICITED BY THE GENERAL PARTNER OF
LIMITED PARTNERSHIP LAND POOL (2007)**

**FOR USE AT THE MEETING OF LIMITED PARTNERS
TO BE HELD ON OCTOBER 10, 2013**

I, _____, of the City or Town of _____, in the Province of _____, being a Partner of Limited Partnership Land Pool (2007) (the "Partnership"), hereby appoint **Michael Pereira** of the City of Calgary, in the Province of Alberta, or instead of him: _____ of the City of _____, in the Province of _____, as my proxy, with full power of substitution to vote for me and on my behalf at the meeting of Partners to be held on the 10th day of October, 2013 and every adjournment thereof and every poll that may take place in consequence thereof:

1. **VOTE FOR** [] or **AGAINST** [] approval of the resolution, with or without variation, authorizing the Partnership to maintain long-term property debt in the Partnership's capital structure, including without limitation the existing \$7.85 million loan from Firm Capital Corporation maturing March 1, 2014 and bearing interest at the rate of the greater of 7.2% and prime + 4.2% and the existing \$19.84 million in unsecured advances from the Manager, Genesis Land Development Corp., having no fixed terms of repayment and bearing interest at the rate of prime + 3%, and any replacement thereof.

As witness my hand this _____ day of _____, 2013

Signature of Limited Partner

Name of Limited Partner (please print)

Number of Units Held

Name of Beneficial Owner (if applicable)