

**MEMORANDUM OF UNDERSTANDING**

WHEREAS the City of Ottawa, Action Sandy Hill (ASH) and Richcraft Homes have agreed to support the development of the site known municipally as 590-594 Rideau Street ("the Site") as a temporary park after approval of the demolition of the existing buildings on the site;

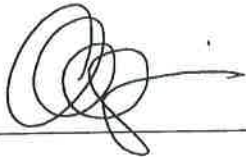
AND WHEREAS Richcraft Homes intends to develop the property with a mixed retail-residential building at an undetermined time in the future;

AND WHEREAS the Site's zoning permits such a development;

IT IS HEREBY RECOGNIZED AND ACKNOWLEDGED by the Board of Directors of ASH that the temporary park, if developed, will no longer exist as a temporary park at such time as Richcraft decides to proceed with a development project;

AND IT IS HEREBY UNDERSTOOD AND UNDERTAKEN by ASH that it will refrain from any action, legal or other, aimed at maintaining the temporary park beyond the time at which Richcraft elects to proceed with a development project;

AND IT IS HEREBY UNDERSTOOD that ASH maintains all its other rights of appeal in the context of any new application including under the Planning Act.

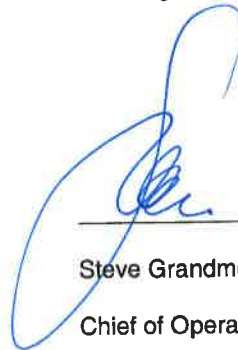


Christopher Collmorgen

President

Action Sandy Hill

19 April, 2012



Steve Grandmont

Chief of Operations

Richcraft Group of Companies

20 April, 2012