

THIS AGREEMENT MADE THIS 16th DAY OF FEBRUARY 1998 BETWEEN:

Sun Life Assurance Company of Canada, 440 Sun Life Place, 10123 - 99 Street, Edmonton, Alberta

The "Landlord"

And

VIDEOTRON ADVANCED COMMUNICATIONS

The "Provider"

The Landlord, in consideration of the Provider agreeing to install a telecommunication network on the lands described as Donsdale Place, 10709 Jasper Avenue, Edmonton hereby grants to the Provider its servants, agents, employees, contractors and subcontractors a right of way in the ducting of the building on lands described above, as it exists from time to time, for the purpose of installing, constructing, maintaining and servicing telecommunications cables and associated electronic equipment on the lands and to connect the Network to its main system.

This agreement will commence at the 1st day of March 1998 and continue until either party terminates the agreement.

The Landlord shall not be responsible to pay any fees relating to the installation or use of the Network.

The Provider agrees to pay the Landlord an annual; gross rental of Eighteen Hundred (\$1,800) in equal monthly instalments of One Hundred Fifty Dollars (\$150.00) plus GST, on the first day of each month upon the installation of the Provider's equipment.

Any additions to the building telecommunications wiring will not be completed without the prior approval of the Landlord.

The Provider shall have the right to enter on the land for the purpose of installing, maintaining, repairing, improving, replacing and removing the Network. The Provider shall have access to the land subject to the Landlord's security procedures as reasonably required by the Landlord.

This agreement can be terminated by either party giving 90 days written notice to the other party on the following conditions:

- a) the Landlord has an agreement of sale for the lands and building, and the purchaser has not accepted an assignment of this agreement, or
- b) the Provider has not responded to problems identified by the Landlord, acting reasonably in writing to the Provider concerning the Provider's activities and operations in the building, or
- c) the Provider has abandoned or ceased operation of its services in the building.

The tenants and the occupants of the Building shall be entitled to obtain and use telecommunication services provided by any other provider as long as such services are not connected to the Provider's equipment.

The equipment shall at all times remain the property of the Provider and shall not be considered a fixture to the Land and the Provider has the right to remove their equipment at any time.

The Provider will be responsible at all times for maintaining comprehensive liability insurance of \$1,000,000.00 and providing evidence that your Worker's Compensation Account is current.

The Landlord shall provide access to 110 Volt power supply at a suitable location in the telephone room for use by the Provider.

Land Address and Building Name Donsdale Place, 10709 Jasper Avenue, Edmonton

Landlord Name and Address Sun Life Assurance Company of Canada
#440, 10123 - 99 Street, Edmonton, AB T5J 3H1

Landlord's Signature

Provider Name and Address Videotron Advanced Communications
10450 - 178 Street, Edmonton, AB T5S 1S2

Provider Signature

01/22/2001 MON 14:16 FAX 7804130000 GT GROUP TELECOM EDM

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11/28/2000 TUE 18:28 FAX 4189431357

GT GROUP TELECOM

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GT Group Telecom Services Corp.
a Subsidiary of GT Group Telecom Inc.
20 Bay Street

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group telecom

COMPLETELY CONNECTED

NOTICE

Purchase of Videon FiberLink by GT Group Telecom Services Corp.

We are pleased to confirm that the purchase by GT Group Telecom Services Corp. ("Group Telecom") from Videon CableSystems Inc. of the assets comprising the business formerly known as "Videon FiberLink" was completed pursuant to an Asset Purchase Agreement dated April 26, 2000 (the "Agreement").

We write to advise that, pursuant to that Agreement, the contract entered into between you and Videon FiberLink was assigned to Group Telecom effective April 26, 2000.

GROUP TELECOM

Senior Vice President & General Counsel