(FORMERLY GREENSCAPE CAPITAL GROUP INC.)

MANAGEMENT'S DISCUSSION AND ANALYSIS

PERIOD ENDED JULY 31, 2013

CAUTION REGARDING FORWARD-LOOKING INFORMATION

Certain statements contained in this Management Discussion & Analysis ("MD&A") constitute forward-looking statements, which reflect, among other things, management's expectations regarding the Company and the Company's businesses. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or event to differ materially from those anticipated in such forward-looking statements. The Company believes that the expectations reflected in those forward-looking statements are reasonable but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in, or incorporated by reference into, this MD&A should not be unduly relied upon. These statements are current only as of the date of the MD&A. The Company disclaims any obligation to publicly update or revise such statements to reflect any change in expectations, events, conditions or circumstances on which any such statements may be based, or that may affect the likelihood that actual results will differ from those in the forward looking statements, except as required by National Instrument 51-102.

In particular, this MD&A contains forward-looking statements pertaining to the following:

- Establishment and expansion of business segments, and in particular the Company's investment in Green Park Denver LLC ("Green Park")
- Capital and general expenditures;
- Projections of market prices and costs;
- Expectations regarding the ability to raise capital; and
- Treatment under governmental regulatory regimes.

Actual results could differ materially from those anticipated in this MD&A as a result of the risk factors set forth below and elsewhere in the MD&A;

- Liabilities inherent in our operations;
- Uncertainties associated with estimated market demand and sector activity levels;
- Competition for, among other things, capital, acquisitions and skilled personnel;
- Fluctuations in foreign exchange or interest rates and stock market volatility; and
- The other factors discussed under "Risk Factors".

These factors should not be construed as exhaustive.

NON-IFRS MEASURES

Parkit Enterprise Inc. (formerly Greenscape Capital Group Inc.) ("Parkit" or the "Company") uses the following non-IFRS measure, earnings before interest, tax, depreciation, and amortization ("EBITDA"), within this MD&A. EBITDA is a non-IFRS measure commonly used as a measurement tool in Canadian businesses. For the purposes of this MD&A, EBITDA is calculated as earnings determined under IFRS less amounts included for interest, taxes, depreciation and amortization included in the IFRS financial statements. This measure was used in the acquisition of Greenswitch Capital Ltd. for the purposes of determining whether to release the contingent consideration to the vendor.

INTRODUCTION

Parkit acquires income producing commercial real estate with a focus in the parking sector. Parkit built, owns and currently operates a 4,200 stall, LEED Gold certified parking facility at Denver International Airport with our partner Propark America. www.canopyairportparking.com and www.propark.com

RECENT DEVELOPMENTS

Name change and share consolidation: The Company has changed its corporate name to reflect the focus and business strategy going forward. Concurrent to this, it announced a 10-for-1 share consolidation.

Private Placement: The Company has closed a $1,013,500 private placement to reposition itself for the strategic build out of its growth strategy as an acquirer of income producing parking facilities. Management and insiders participated in over 25% of the placement.

Canopy Refinancing: The Company as at September 25, 2013 is preparing for a near term close to a non-recourse asset refinancing of Canopy with a New York portfolio lender. The proceeds of this permanent take-out financing will repay the construction loan from Wells Fargo and the Company's loan from Maxam with favourable interest rate and long-term amortization.

Re-negotiated loans payable: A large portion of the Company's loans payable ($764,265) was re-negotiated to retroactively reflect a flat 10% interest rate vs. historic rates as high as 24%. Negotiations with other lenders are in progress and management is confident of positive developments for the coming reporting period.

Positive Cash Flow from Operations: For the first time in its history, the Company recorded positive cash flow from operations for the nine months ended July 31, 2013. To date, Canopy has made positive shareholder distributions of over $1.5 million which have gone toward repaying principal and debt obligations of the Company.

Corporate office: The Company has relocated its corporate headquarters to 1088 - 999 West Hasting St., Vancouver, BC, Canada, V6C 1M3.

Dividend Policy: Management and the Board of Directors have agreed to return a portion of net income to shareholders as a dividend.

The Company's shares trade on the TSX-Venture Exchange under the symbol PKT.

The Company's website is at www.parkitenterprise.com.

The following is Management's Discussion and Analysis ("MD&A") of the financial condition and results of the operations of Parkit for the three and nine months ended July 31, 2013.

This MD&A was prepared as of September 25, 2013 and includes information and expectations about the Company and outlook, based on currently available information. The MD&A should be read in conjunction with the condensed consolidated interim financial statements for the period ended July 31, 2013 and the audited annual consolidated financial statements for the year ended October 31, 2012.

BUSINESS OVERVIEW

Parkit Enterprise Inc. (formerly Greenscape Capital Group Inc.)

Parkit's focus is sustainable more producing parking facilities. Parkit believes the stability of this multi-billion dollar industry offers exceptional business and investment opportunities during volatile times.

Greenswitch Capital Ltd.

Greenswitch previously provided commercial upgrade solutions for businesses seeking to green their operations by reducing energy costs. Currently, Greenswitch's activities are limited to being a holding company for the shares of Greenswitch America, Inc.

Greenswitch America, Inc.

Greenswitch America is a wholly owned subsidiary of Greenswitch. Greenswitch America holds 81.2% of the class A shares in Green Park Denver LLC, a company that owns and operates Canopy Airport Parking ("Canopy"), a 4,200 space parking facility located near Denver International Airport in Colorado.

Green Park Denver LLC

Green Park has constructed an off-airport parking facility project (Canopy Airport Parking) in Commerce City, Colorado, in close proximity to the Denver International Airport. This facility opened on November 24, 2010. Denver International Airport is ranked as the United States' fifth busiest airport and a lack of parking facilities for airport purposes gave rise to the project. The company has partnered with Propark, a company with broad experience and history in the commercial parking industry, including opening and operating off-airport facilities. Propark brings a strong record of financing, developing and managing parking assets. Green Park has additionally solidified its customer base by partnering with Frontier Airlines, a Denver based airline which has 6,500 passengers daily flying out of Denver International Airport.

Canopy Airport Parking incorporates multiple green building features in its design including geothermal heating and cooling, LED lighting, electric vehicle charging stations, recycled asphalt and steel along with solar and wind energy sources. The facility has experienced month over month capacity growth in every month since opening. Canopy Parking's website can be found at www.canopyairportparking.com.

Over the nine months ended July 31, 2013, the Company saw, on average, in excess of 2,000 paid customers per day. The most significant rate of growth has been generated in the covered parking portion of the facility, which is the highest margin component of the three available parking options. The Company is continuing to invest in innovative marketing and customer acquisition strategies to try to further increase occupancy percentages.

OVERALL PERFORMANCE

As at July 31, 2013, the Company had one operating and reportable segment. The operation of the eco-friendly parking facility at the Denver International Airport through its subsidiary Green Park, named Canopy Airport Parking.

The Company, through Greenswitch America, owns 81.2% of the Class "A" shares of Green Park, the operating subsidiary holding Canopy. Canopy was constructed and fully operational as of November 24, 2010. The facility is located adjacent to the Denver International Airport which is the 5th busiest airport in the United States (the 10th busiest in the world). After an initial year of operations where the proof-of-concept has been successfully established, and with an expected minimum of 24 years of cash flow ahead of it, Parkit believes that its initial equity-financed investment in Green Park has increased significantly in value. As a result, Parkit will now explore a variety of options whereby it can maximize and accelerate the return on that investment for its shareholders. In the current environment where long-term cash flow, low-risk investments are highly valued, Parkit is of the view that the timing for such an exploration of options is ideal.

The operations of Canopy Airport Parking are the primary operating segment for the Company and the source of all its revenues. Sales during the nine months ended July 31, 2013, amounted to $5,584,216 (2012 – $4,341,979).

Loss for the nine months ended July 31, 2013 was $1,635,158 (2012 – $3,171,986). The most significant components of the loss for the nine months ended July 31, 2013 include:

- Automobile and vehicle expense of $568,414 (2012 – $532,381)
- Depreciation of $874,395 (2012 – $916,634)
- Interest, bank charges and finance fees of $2,283,290 (2012 – $1,728,063)
- Management fees of $295,935 (2012 – $357,342)
- Professional fees of $257,129 (2012 – $366,597)
- Rent of $307,655 (2012 – $646,681)
- Salaries and wages of $1,114,196 (2012 – $987,273)

- Taxes and licenses of $306,136 (2012 – $705,939)

RESULTS OF OPERATIONS FOR THE THREE AND NINE MONTHS ENDED JULY 31, 2013 COMPARED TO 2012

Financial	Three months ended July 31, 2013 $	Three months ended July 31, 2012 $	Nine months ended July 31, 2013 $	Nine months ended July 31, 2012 $
Sales	2,166,753	1,818,705	5,584,216	4,341,979
Operating expenses	2,934,948	2,350,649	7,258,196	7,372,178
Net loss	699,681	941,388	1,552,340	3,171,986
Net loss per share – basic and fully diluted	0.07	0.16	0.15	0.52
Comprehensive loss	629,272	938,135	1,782,519	3,122,186

Sales

Sales are wholly related to the Green Park reporting segment. The parking facility has seen regular increases in occupancy, subject to taking into account the variability of outbound enplanements at Denver International Airport at different times of year, thereby leading to a regular increase in sales revenues.

Operating expenses

Operating expenses were $7,258,196 for the nine month period ended July 31, 2013, compared to $7,372,178 for the nine month period ended July 31, 2012. The decrease is related to operational efficiencies and cut backs offset by an increase in interest, bank charges, and finance fees.

Advertising and promotion

Advertising and promotion costs increased to $195,184 for the nine month period ended July 31, 2013 compared to $138,976 for 2012. The decrease is related to advertising and promotional campaigns being undertaken in Denver for Canopy.

Automobile and Vehicle

Automobile and vehicle costs are associated with fuel costs and bus leasing costs for Canopy. The expense for the nine month period ended July 31, 2013 was $568,414 compared to $532,381 for 2012.

Depreciation

Depreciation decreased to $874,395 for the nine month period ended July 31, 2013 compared to $916,634 for 2012. The decrease is due to depreciation being taken on the Canopy parking facility and decreased asset base as it depreciates over time.

General and administrative

General and administrative costs increased to $434,723 for the nine month period ended July 31, 2013 compared to $371,104 for 2012. The increase is due to the increased level of activity in the business with operations at Canopy.

Interest, bank charges and finance fees

Interest, bank charges and financing fees increased to $2,283,290 for the nine month period ended July 31, 2013 compared to $1,728,063 for 2012. The increase is due to unfavourable changes in foreign exchange and the accrual of payable in kind and royalty interest (Note 6 to the condensed consolidated interim financial statements).

Professional fees

Professional fees decreased to $257,129 for the nine month period ended July 31, 2013 compared to $366,597 for 2012. The decrease is related to the decreased costs associated with the now operational parking lot facility following settlement of set up and launch costs, as well as additional costs for services related to legal and accounting services.

Rent

Rent decreased to $307,655 for the nine month period ended July 31, 2013 compared to $646,681 for 2012. This decrease resulted from a reduction in head office rent and the space required to house management and professionals and additional subsidiaries.

Salaries and wages

Salaries and wages for the nine month period ended July 31, 2013 was $1,114,196 compared to $987,273 for the prior year. The majority of this amount relate to employees of Canopy.

Taxes and licenses

This balance relates to property taxes, regulatory fees and license fees associated with Canopy that was paid by Green Park.

FINANCIAL POSITION

Subsequent to the period ended July 31, 2013, the board of directors authorized a 10-for-1 share consolidation. The number of issued and outstanding shares has been retrospectively restated for all periods presented unless otherwise stated.

	As at July 31, 2013 $	As at October 31, 2012 $	As at October 31, 2011 $
Total Assets	$17,158,338	$17,500,501	$19,479,296
Total Liabilities	$19,998,481	$18,579,765	$19,476,247
Total Equity (Deficiency)	$(2,840,143)	$(1,079,264)	$3,049

Restricted cash decreased from $1,381,739 at October 31, 2012 to $1,148,374 at July 31, 2013 as the Company used some of the funds to pay down its loan receivable.

The Company saw an increase in its short-term loans payable to $1,734,267 as the Company took on additional debt financing to service other contractual obligations and accrued interest payable.

During the period ended July 31, 2013, the Company completed a private placement for 1,110,186 (post-consolidation) units at a price of $0.50 per unit for gross proceeds of $555,093. Each unit consists of one common share and one share purchase warrant. Each whole warrant entitles the holder to purchase one common share for $1.00 for a period of 24 months following the closing date.

The parking lot facility decreased from $15,984,691 at October 31, 2012 to $15,634,050 at July 31, 2013 due to depreciation and translation adjustment.

SUMMARY OF QUARTERLY RESULTS

The following table sets forth selected financial information of the Company for each of the eight most recent financial quarters to July 31, 2013 (in '000's).

Financial	Q3 2013	Q2 2013	Q1 2013	Q4 2012	Q3 2012	Q2 2012	Q1 2012	Q4 2011
Sales	$ 2,167	$ 1,814	$ 1,603	$ 1,977	$ 1,819	$ 1,185	$ 1,338	$ 1,324
Operating expenses	$ 2,935	$ 2,252	$ 2,071	$ 2,244	$ 2,362	$ 2,449	$ 2,616	$ 2,080
Comprehensive loss attributable to the parent	$ 629	$ 403	$ 750	$ 144	$ 939	$ 1,457	$ 713	$ 2,341
Loss from operations	$ 768	$ 437	$ 468	$ 317	$ 532	$ 1,264	$ 1,227	$ 757
Per Share – basic and diluted	$ (0.06)	$ (0.04)	$ (0.04)	$ (0.05)	$ (0.09)	$ (0.21)	$ (0.20)	$ (0.13)

LIQUIDITY AND CAPITAL RESOURCES

As at July 31, 2013, Parkit had a working capital deficiency of $18,474,193 and accumulated losses of $22,858,531.

The Company will continue to raise funds through the private placement in order to meet the final equity payment to Green Park and repay the short term loans by the due date.

CONTRACTUAL OBLIGATIONS AND COMMITMENTS

The Company has entered into a ground lease agreement relating to the premises of the Canopy Airport Parking facility. The annual lease commitments under the lease are as follows:

Fiscal Year	Lease Amount (US$)
2013	$391,662
2014	$483,336
2015 – 2030	$500,004 per annum

CONVERTIBLE DEBENTURES AND SHORT TERM LOANS PAYABLE

The Company is continuing to service its debt obligations and commitments. The Company will continue to raise funds through private placements in order to repay its loans as per respective payment schedules.

During the year ended October 31, 2012, the Company successfully arranged the settlement of convertible debt, short term loans payable and accounts payable through the issuance of 4,327,792 (post-consolidation) common shares. Of the amount converted, $584,936 related to the conversion of convertible debentures, $1,192,705 related to the settlement of short-term loans and accrued interest and $414,963 for settlement of accounts payable, relating predominantly to accrued finance fees and trade payables.

OFF BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

PROPOSED TRANSACTIONS

The Company is currently exploring a variety of options with respect to its holdings in Green Park and the Canopy parking facility whereby it can maximize and accelerate the return on that investment for its shareholders. In the current environment where long-term cash flow, low-risk investments are highly valued, Parkit is of the view that the timing for such an exploration of options is ideal.

RELATED PARTY TRANSACTIONS

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly and indirectly. Key management personnel include the Company's executive officers and members of the Board of Directors.

The Company entered into the following related party transactions for period ended July 31, 2013 and 2012:

a) The Company incurred $224,000 (2012 - $147,403) in management fees to directors and officers. Of the total, $221,775 (2012 - $105,784) is included in accounts payable and accrued liabilities at July 31, 2013.

b) On November 23, 2011, the Company completed a shares for debt settlement whereby $28,345 of accounts payables were converted to 18,897 (post-consolidation) common shares. Of the total, $21,345 of accounts payable owed to an officer and director of the Company were converted to 14,230 (post-consolidation) common shares.

c) The following loans were borrowed from a significant shareholder: short term loans (Note 5) (e) and (h).

d) The following loan was borrowed from a company with a common director: short term loans (Note 5) (k).

Included in accounts payable and accrued liabilities is $347,364 payable to directors and officers of the Company that are non-interest bearing and payable upon demand.

A private company partially owned by a director of the Company provides management and professional services to public companies. During the period July 31, 2013, the Company paid or accrued $43,451 (2012 - $38,080) for rent, professional fees, office costs, and administrative services.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The fair value of the Company's accounts receivable, goods and services tax receivable, subscriptions receivable, accounts payable and accrued liabilities, loans payable, and convertible debentures approximate carrying value, which is the amount recorded on the consolidated statement of financial position. The Company's other financial instruments, cash and restricted cash, under the fair value hierarchy are based on level one quoted prices in active markets for identical assets or liabilities.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's policy is to deal only with creditworthy counterparties. None of the Company's financial assets are secured by collateral or other credit enhancements. In respect of accounts receivable, the Company is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The Company's receivables consist mainly of input tax credits from the Government of Canada. As such, the Company does not believe it is subject to significant credit risk.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at July 31, 2013, the Company had a cash balance of $25,253 and a restricted cash balance of $1,148,374 to settle current liabilities of $19,998,481. The Company expects to fund these liabilities through existing cash resources, revenue generated by its assets and funds raised through equity financing sources.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

a) Interest rate risk

   As at July 31, 2013 and October 31, 2012, the Company did not have any investments in investment-grade short-term deposit certificates or short-term debt issued by the federal government. The Company is not exposed to interest rate risk on its loans with the exception of its long term loan disclosed in Note 6, as the interest rates on all other loans are fixed. The Company is exposed to interest rate risk on its long term loan disclosed in Note 6, as the loan bears interest at a rate of LIBOR + 4%. A 1% change in LIBOR would affect net loss for the year by approximately $85,000.

b) Foreign currency risk

   The Company is exposed to foreign currency risk on fluctuations related to cash, investments, accounts payable and accrued liabilities, short term loans, long term loans and convertible debentures that are denominated in US Dollars. A 10% fluctuation in the US dollar against the Canadian dollar would affect net loss for the year by approximately $55,000.

c) Price risk

   The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.

   The Company closely monitors individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

OTHER

Additional information relating to Parkit is available on SEDAR at www.sedar.com.

OUTSTANDING SHARE DATA

As at the date of this report, the Company has 11,898,179 issued and outstanding common shares.

As at the date of this report, the Company has 621,000 common share stock options outstanding.

As at the date of this report, the Company has 1,160,246 common share purchase warrants outstanding.

CONTROLS AND PROCEDURES

For the purposes of National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings, the Company is a Venture Issuer and has made no representations relating to the design and evaluations of the disclosure controls and procedures ("DC&P") and internal controls over financial reporting ("ICFR") and it has not completed such an evaluation. Inherent limitations on the ability of the certifying officers to design and implement on a cost effective basis DC&P and ICFR may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

PRINCIPAL BUSINESS RISK FACTORS

Liquidity Concerns and Future Financing Requirements

We have limited sources of operating revenue. It is likely we will operate at a loss until our various businesses become established. We may require additional financing in order to fund our businesses or business expansion. Our ability to arrange such financing in the future will depend in part upon prevailing capital market conditions, as well as our business success. There can be no assurance that we will be successful in our efforts to arrange additional financing on terms satisfactory to us. If additional financing is raised by the issuance of shares from treasury, control of the Company may change and shareholders may suffer additional dilution. If adequate funds are not available, or are not available on acceptable terms, we may not be able to operate our businesses at their maximum potential, to expand, to take advantage of other opportunities, or otherwise remain in business.

Risks Related to the Business of Greenswitch

No Assurance of Profitability

Greenswitch is in the start-up stage only, and is unproven. We may not be successful in implementing our business plan to become profitable. There may be less demand for our services than we anticipate. There is no assurance that this segment of our business will succeed.

Changing Consumer Preferences

The decision of a business to undergo an environmental audit or review may be based on ethical or commercial reasons. In some instances, or with certain businesses, there may be no assurance that an energy review will result in any cost savings or increased revenues. As such, unless the ethical consideration is also a material factor, there may be no incentive for such businesses to undertake an energy review. Changes in consumer and commercial preferences, or trends, toward or away from environmental issues may impact on businesses' decisions to undergo energy reviews.

General Economic Factors

The willingness of businesses to spend time and money on being or becoming environmentally friendly or environmentally neutral may be dependent upon general economic conditions; and any material downturn may reduce the likelihood of businesses incurring costs toward what some businesses may consider a discretionary expense item.

Factors Affecting Operating Results

Our operating results will be affected by a wide variety of factors that could materially affect revenues and profitability, including the timing and cancellation of customer orders and projects, competitive pressures on pricing, availability of personnel, and market acceptance of our services. As a result, we may experience material fluctuations in future operating results on a yearly and annual basis which could materially affect our business, financial condition and operating results.

Quality of Service/Industry Practices

Demand for our services may be adversely affected if consumers lose confidence in the quality of our services or the industry's practices. Adverse publicity may discourage businesses from buying our services and could have a material adverse effect on our financial condition and results of operations.

No Significant Customers

We have no long-term agreements with any customers. The majority of our services will be provided on a "one-time" basis. Accordingly, we will require new customers on a continuous basis to sustain Greenswitch.

Fixed Price Contracts

Fixed price contracts require the service provider to perform all agreed services for a specified lump-sum amount. We anticipate a material percentage of our services will be performed on a fixed price basis. Fixed price contracts expose us to some significant risks, including under-estimation of costs, ambiguities in specifications, unforeseen costs or difficulties, and delays beyond our control. These risks could lead to losses on contracts which may be substantial and which could adversely affect the results of our operations.

Effectiveness and Efficiency of Advertising and Promotional Expenditures

The future growth and profitability of our energy retrofit business will be dependent in part on the effectiveness and efficiency of our advertising and promotional expenditures, including our ability to (i) create greater awareness of our services, (ii) determine the appropriate creative message and media mix for future advertising expenditures, and (iii) effectively manage advertising and promotional costs in order to maintain acceptable operating margins. There can be no assurance that we will experience benefits from advertising and promotional expenditures in the future. In addition, no assurance can be given that our planned advertising and promotional expenditures will result in increased revenues, will generate levels of service and name awareness or that we will be able to manage such advertising and promotional expenditures on a cost-effective basis.

Risks Related to the Businesses of Green Park

No Assurance of Profitability

Green Park has only had approximately 24 months of operations and, as a result, is unproven. We may not be successful in implementing our business plan to become profitable. There may be less demand for our services than we anticipate. There is no assurance that this segment of our business will succeed.

No Significant Customers

We have no long-term agreements with any customers. The majority of our services will be provided on a "one-time" basis. Accordingly, we will require new customers on a continuous basis to sustain Green Park.

General Economic Factors

The willingness of airline passengers to spend money on parking instead of using sources of public transit may be dependent upon general economic conditions. Additionally, if general economic forces lag there is a possibility that air transport demand will decrease thereby directly affecting demand for airport related parking facilities.

Competition

The parking facility will directly compete with existing parking facilities surrounding the Denver International Airport. Green Park plans to compete with existing market player by offering the first and only indoor parking facility at the Denver International Airport. Additionally customer focused on being environmentally conscious will be drawn to the eco-friendly nature of the parking facility.

Other Risks Related to the Businesses

Future Acquisitions
As part of our business strategy, we may seek to grow by acquiring companies, assets or establishing business relations that we believe will complement our current or future business. We may not effectively select acquisition candidates or negotiate or finance acquisitions or integrate the acquired businesses and their personnel or acquire assets for our business. We cannot guarantee that we can complete any acquisition we pursue on favourable terms, or that any acquisitions completed will ultimately benefit our business.

Intellectual Property

Our success depends in part on the protection of our intellectual property rights associated with our goods and services. This relies on various intellectual property protections, including patents, copyright, trade-mark, trade secret laws and contractual provisions, all of which preserve the intellectual property rights arising from or related to our products. Our present protective measures may not be adequate or enforceable to prevent misappropriation of our intellectual property rights or third party development of the same or similar rights. Despite our precautions, it may be possible for third parties to obtain and use the intellectual property rights arising from or related to the products, goods or services similar to our own, without authorization. Policing unauthorized use of intellectual property is difficult, and some foreign laws do not protect proprietary rights to the same extent as the laws of Canada or the United States. To protect the intellectual property rights arising from or related to our goods and services, we may take further precautions or become involved in litigation, which could result in substantial expenses, divert the attention of our management, cause significant delays, materially disrupt the conduct of our business or adversely affect our revenue, financial condition and results of operations.

Intellectual Property Infringement

Our commercial success depends, in part, upon our not infringing intellectual property rights owned by others. A number of our competitors and other third parties have been issued patents and may have filed patent applications or may obtain additional patents and proprietary rights for technologies similar to those used in relation to our businesses. Some of these patents may grant very broad protection to the owners of those patents. We cannot determine whether any existing third party patents or the issuance of any third party patents would require us to alter our goods or services in any way, or require us to obtain licenses or cease certain activities. We may become subject to claims by third parties that some of our products or intellectual property rights infringe on their intellectual property rights due to the growth of products in our target markets, the overlap in functionality of these products and the prevalence of these products. Any litigation could result in substantial expenses, divert the attention of our management, cause significant delays in operations, materially disrupt the conduct of our business or materially and adversely affect our revenue, financial condition and results of operations.

Industry Regulation
There can be no assurances that we may not be negatively affected by changes in Canadian federal, provincial or other legislation, or by any decisions or orders of any governmental or administrative body or applicable regulatory authority. Historically most industries become subject to increasing regulation over time, rather than less.

Uninsured or Uninsurable Risks

We may become subject to liability for risks against which we cannot insure or against which we may elect not to insure because of high premium costs or for other reasons. The payment of any such liabilities would reduce the funds available for our usual business activities. Payments of liabilities for which we do not carry insurance may have a material adverse effect on our financial position.

Environmental, Health and Safety Regulation

Our operations are governed by a broad range of federal, state, provincial and local environmental, health and safety laws and regulations, permits, approvals, common law and other requirements that impose obligations relation to, among other things: worker health and safety. As such there are potential liability risks (including potential civil actions, compliance or remediation orders, fines and other penalties) with respect to certain aspects of our businesses.

Unethical Business Practices

We may suffer negative publicity if we or any of our third party contractors are found to have violated labour laws or engage in labour and other business practices that are viewed as unethical. We are committed to ensuring that all manufacturing of produce complies with strict internal codes of conduct, local and international laws.

Conflicts of Interest

Certain of our directors and officers are, and may continue to be, involved in the retail, environmental and consulting industries through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of the Company. Situations may arise in connection with potential acquisitions or opportunities where the other interests of these directors and officers may conflict with our interests. Directors and officers of the Company with conflicts of interest will be subject to and follow the procedures set out in applicable corporate and securities legislation, regulation, rules and policies.

Dependence on, and Protection of, Key Personnel

We depend on the continued support and involvement of our directors and officers to develop our business and operations, and the services of our key technical, sales, marketing and management personnel. The loss of any of these key persons could have a material adverse effect on our business, our results of operations, our ability to implement our business plans, and our financial condition. Our success is also highly dependent on our continuing ability to identify, hire, train, motivate and retain highly qualified technical, sales, marketing and management personnel. Competition for such personnel can be intense, and we cannot provide assurance that we will be able to attract or retain highly qualified personnel in the future. Our inability to attract and retain highly qualified technical, sales, marketing and management personnel may adversely affect our future growth and profitability. It may be necessary for us to increase the level of compensation paid to existing or new employees to a degree that our operating expenses could be materially increased. We do not currently maintain corporate life insurance policies on key employees.

Currency Fluctuations

Our revenue is earned in U.S. dollars, and our operating expenses are incurred in Canadian and U.S. dollars. Fluctuations in the exchange rate between the U.S. and Canadian dollar may have a material adverse effect on our business, financial condition and operating results.