

RESERVOIR CAPITAL CORP.

OFFICER'S CERTIFICATE

**Pursuant to Section 2.20 of National Instrument 54-101 - *Communication with Beneficial Owners of Securities of a Reporting Issuer*
(the "Instrument")**

I, Kim Casswell, Corporate Secretary of Reservoir Capital Corp. (the "**Corporation**"), do hereby certify that the Corporation:

1. has arranged to have proxy-related materials for the annual and special meeting of the Corporation's shareholders to be held on October 11, 2011 (the "**Meeting**") sent in compliance with the Instrument to all beneficial owners at least 21 days before the date fixed for the Meeting;
2. has arranged to have carried out all of the requirements of the Instrument, in addition to those described in paragraph 1 above; and
3. is relying on section 2.20 of the Instrument to abridge the time requirements set out in sections 2.1(b), 2.2(1) and 2.5(1) of the Instrument.

DATED this 12th day of September, 2011.

RESERVOIR CAPITAL CORP.

Per: (signed) "*Kim Casswell*"

Kim Casswell

Corporate Secretary