FIRST AMENDMENT TO THE ACQUISITION AGREEMENT

THIS FIRST AMENDMENT made as of May 18, 2007 by Van Houtte Inc. (the "**Corporation**") and LJVH Holdings Inc. (the "**Purchaser**");

WHEREAS the Corporation and the Purchaser entered into an acquisition agreement (the "**Acquisition Agreement**") dated May 4, 2007 providing for the acquisition by the Purchaser of all of the issued and outstanding Shares of the Corporation; and

WHEREAS the Parties have agreed to amend the Acquisition Agreement;

NOW THEREFORE the Acquisition Agreement is amended as follows:

ARTICLE 1
AMENDMENT TO THE ACQUISITION AGREEMENT

Section 2.5 of the Acquisition Agreement is hereby amended by deleting it and replacing it by the following:

> "**2.5 Circular**
>
> Subject to compliance with Section 2.6, as promptly as reasonably practicable after the execution and delivery of this Agreement, but in any event within 25 business days, the Corporation shall have prepared the Circular together with any other documents required by the Securities Laws or other applicable Laws in connection with the Meeting required to be filed or prepared by the Corporation, and, subject to Paragraph 2.6(b), as promptly as is reasonably practicable after the execution and delivery of this Agreement, but in any event within 30 business days, the Corporation shall, unless otherwise agreed by the Parties, cause the Circular and other documentation required in connection with the Meeting to be sent to the Shareholders and filed as required by the Interim Order and applicable Laws. The Circular shall include the recommendation of the Board that the Shareholders vote in favour of the Arrangement Resolution unless such recommendation has been withdrawn, modified or amended in accordance with the terms of this Agreement, and will include a copy of each of the Fairness Opinions."

ARTICLE 2
MISCELLANEOUS PROVISIONS

Acquisition Agreement in Effect

Except as stated herein, the Acquisition Agreement shall continue in full force and effect in accordance with the provisions thereof, as amended hereby. Any reference to the Acquisition Agreement shall refer to the Acquisition Agreement as amended hereby.

Governing Law

This First Amendment shall be construed in accordance with and shall be governed by the laws of the Province of Québec and the federal laws of Canada applicable therein.

Definitions in Acquisition Agreement

All terms used in this First Amendment that are not defined herein and that are defined in the Acquisition Agreement shall have the respective meanings ascribed to them in the Acquisition Agreement.

IN WITNESS WHEREOF the Purchaser and the Corporation have caused this First Amendment to be executed as of the date first written above by their respective officers thereunto duly authorized.

LJVH HOLDINGS INC.

Per: *(Signed) Michael I. Klein*
Name: Michael I. Klein
Title: Director

VAN HOUTTE INC.

Per: *(Signed) Paul-André Guillotte*
Name: Paul-André Guillotte
Title: Chairman of the Board