

SECURITIES ACT

SECTION 101 REPORT

This report is made pursuant to section 101 of the Securities Act (Ontario).

1. Name of Offeror Issuing the Report:

L.N. Family Holdings Inc.
14233-29A Avenue
Surrey, British Columbia
V4A 2H6

2. Number of Securities over which the Offeror and Every Person or Company Acting Jointly or in Concert with the Offeror has Acquired Ownership or Control or Direction as a result of the Transaction or Occurrence Giving Rise to the Report:

785,000 common shares in the capital of Rhodelta Software Inc. ("Rhodelta"), representing approximately 29% of the issued and outstanding capital of Rhodelta.

3. The Number of Securities Held By or Over Which the Offeror and Every Person or Company Acting Jointly or in Concert with the Offeror Exercised Control or Direction After the Transaction or Occurrence Giving Rise to the Report:

785,000 common shares in the capital of Rhodelta.

4. Market Where the Transaction or Occurrence Took Place:

The common shares were acquired in private transactions with four vendors.

5. The Purpose of the Offeror and any Person Acting Jointly or in Concert with the Offeror in Effecting the Transaction, Including any Future Intention to Increase the Beneficial Ownership, Control or Direction over Securities of the Offeree Issuer:

The Offeror is a private company, all of the voting shares whereof are owned by Mr. Leon Nowek. Mr. Nowek has numerous contacts for technology acquisitions and financings, which he is desirous of achieving through a public company vehicle. The Offeror has no immediate intention to either increase or decrease its holdings in Rhodelta. Notwithstanding the foregoing, the Offeror may increase its beneficial ownership, control or direction over common shares in the capital of Rhodelta through market transactions, private agreements, treasury issuances or otherwise.

6. Description of any Change in any Material Fact Set Out in a Previous Report Filed under Section 101 of the Act:

Not applicable.

7. Name of any Persons or Companies Acting Jointly or in Concert with the Offeror:

Not applicable.

DATED at Vancouver, B.C., this 14th day of April, 1997.

L.N. FAMILY HOLDINGS INC.

PER: "Leon Nowek"