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November 23, 2007

TSX Venture Exchange  
PO Box 11633 Suite 2700  
650 West Georgia Street  
Vancouver BC V6B 4N9

Attention: Corporate Finance Department

Dear Sirs\Mesdames:

**RE: MIDNIGHT SUN CAPITAL CORP. (the "Company")**

We are pleased to confirm that our office has been duly appointed as the Escrow Agent for the above-referenced Company. With reference to the Escrow Agreement(s) executed by our firm, please note the following terms:

| Number of Shares | Class of Shares |
|------------------|-----------------|
| **2,000,000      | Common          |

\*\* Below are the names of the parties who signed the escrow agreement:<sup>1</sup>

| Name                  | Number of Shares | Name             | Number of Shares |
|-----------------------|------------------|------------------|------------------|
| Strategic Metals Ltd. | 1,800,000        | Robert C. Carne  | 40,000           |
| James M. Stephen      | 40,000           | Graham Downs     | 40,000           |
| Glenn R. Yeadon       | 40,000           | W. Douglas Eaton | 40,000           |

Yours truly,

**PACIFIC CORPORATE TRUST COMPANY**

A handwritten signature in blue ink, appearing to read "Sandy Hunter", is written over a horizontal line.

Sandy Hunter

/sh

cc: Tupper Jonsson & Yeadon  
Attention: Glenn Yeadon  
cc: British Columbia Securities Commission  
Attention: Executive Director

<sup>1</sup> The physical certificates representing these shares have not been issued as of the date of this letter.