

IN THE COURT OF QUEEN'S BENCH OF NEW BRUNSWICK
IN BANKRUPTCY AND INSOLVENCY
JUDICIAL DISTRICT OF MIRAMICHI

IN THE MATTER OF THE RECEIVERSHIP OF:

ATCON GROUP INC., ATCON HOLDINGS INC., ATCON PROPERTY HOLDINGS INC., ATCON VENEER PRODUCTS INC., ATCON LOGISTICS INC., ATCON CONSTRUCTION INC., ATCON MANAGEMENT SERVICES INC., ATCON CIVIL LTD., DYCON CONSTRUCTION LTD., ATCON STRUCTURES INC. AND ENVIREM TECHNOLOGIES INC.

PURSUANT TO Section 33 of The *Judicature Act*, R.S.N.B. 1973, Ch. J-2, Rule 41, Rules of Court, New Brunswick and Section 243 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3

BETWEEN:



THE BANK OF NOVA SCOTIA, a Canadian chartered bank with a registered office in the City of Saint John, Province of New Brunswick

APPLICANT

- and -

ATCON GROUP INC., ATCON HOLDINGS INC., ATCON PROPERTY HOLDINGS INC., ATCON VENEER PRODUCTS INC., ATCON LOGISTICS INC., ATCON CONSTRUCTION INC., ATCON MANAGEMENT SERVICES INC., ATCON CIVIL LTD., DYCON CONSTRUCTION LTD., ATCON STRUCTURES INC. AND ENVIREM TECHNOLOGIES INC., all of which are carrying on business in the Province of New Brunswick

RESPONDENTS

ORDER

THIS MOTION, made by Ernst & Young Inc. in its capacity as Court-appointed receiver and receiver manager of the property, assets and undertakings of the Respondents (the

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3 Dec 2010

"Receiver") for an Order, *inter alia*, (i) authorizing and approving the execution of the Suncor Settlement Agreement (as defined below) by the Receiver; (ii) authorizing and directing the Receiver to take such steps and execute such additional documents as may be necessary or desirable for the completion of the settlement contained in the Suncor Settlement Agreement; and (iii) authorizing and empowering the Receiver to utilize the Settlement Amount (as defined below) for the purpose of making payments (including interim payments) required or permitted by the Receivership Order, was heard this day at 673 King George Highway, Miramichi, New Brunswick.

ON READING the Receiver's Amended and Restated Notice of Motion dated November 30, 2010 (the "**Notice of Motion**"), the Amended and Restated Fourteenth Report of the Receiver dated November 30, 2010 and all the appendices attached thereto (the "**Fourteenth Report**"), the Amended and Restated Supplement to the Fourteenth Report dated November 30, 2010 and all the appendices attached thereto (the "**Supplemental Report**"), and on hearing the submissions of counsel for the Receiver and such other counsel in attendance,

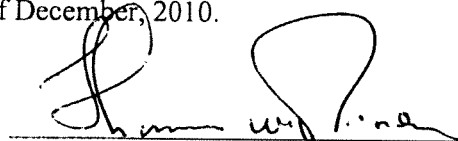
1. **THIS COURT ORDERS** that the time for service of the Receiver's Notice of Motion, the Fourteenth Report, the Supplemental Report and the Amended and Restated Record on Motion shall be and is hereby abridged and validated so that the motion is properly returnable today, and that any further service thereof is hereby dispensed with.
2. **THIS COURT ORDERS AND DECLARES** that the Suncor Settlement Agreement (as defined in the Fourteenth Report and attached as Appendix "B" thereto), and the execution of the Suncor Settlement Agreement by the Receiver, is hereby approved, and the Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the terms of the settlement contained in the Suncor Settlement Agreement.
3. **THIS COURT ORDERS** that the Receiver is authorized, empowered and directed, upon receipt of the settlement amount under the Suncor Settlement Agreement (the "**Settlement Amount**"), to utilize the Settlement Amount for the purpose of making payments (including interim payments) required or permitted by the Receivership Order dated March 2, 2010 granted

*Just
3 Dec 2010*

in these proceedings as amended by the Order dated March 30, 2010 granted in these proceedings.

4. **THIS COURT ORDERS** that the Supplemental Report shall be sealed, kept confidential and not form part of the public record, but rather shall be placed, separate and apart from all other contents of the Court file, in a sealed envelope and shall only be opened upon further Order of the Court.

Dated at Miramichi, New Brunswick, this 3rd day of December, 2010.

A handwritten signature in black ink, appearing to read 'Thomas W. Riordon', is written over a horizontal line.

Thomas W. Riordon
Judge of the Court of Queen's Bench of
New Brunswick

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