

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

For
18 March 2011

"Receiver") for an Order, *inter alia*, declaring that Atcon Group Inc. ("**Atcon Group**") is the owner of all issued and outstanding shares of OPI AB, a Swedish corporation ("**OPI**"), was heard this day at 673 King George Highway, Miramichi, New Brunswick.

ON READING the Receiver's Notice of Motion dated November 18, 2010, the Eleventh Report of the Receiver dated November 17, 2010 and all the appendices attached thereto (the "**Eleventh Report**"), the Twelfth Report of the Receiver dated November 17, 2010 and all the appendices attached thereto (the "**Twelfth Report**"), the Supplement to the Eleventh Report of the Receiver and the Twelfth Report of the Receiver dated February 28, 2011 and all the appendices attached thereto (the "**First Supplemental Report**"), the Second Supplement to the Eleventh Report of the Receiver and the Twelfth Report of the Receiver dated March 7, 2011 and all the appendices attached thereto (the "**Second Supplemental Report**"), the Third Supplement to the Eleventh Report of the Receiver and the Twelfth Report of the Receiver dated March 14, 2011 and all the appendices attached thereto (the "**Third Supplemental Report**"), the Supplemental Affidavit of Jane MacEachern sworn March 7, 2011, the Affidavit of Robert W. Tozer sworn March 1, 2011, the Affidavit of Dana Waye sworn February 25, 2011, the Affidavit of James L. Mockler sworn February 25, 2011, the Affidavit of Hal Raper sworn March 1, 2011 and the Affidavit of Joe Daley sworn February 28, 2011, and on hearing the submissions of counsel for the Receiver, Mr. Robert W. Tozer, The Bank of Nova Scotia, the Province of New Brunswick and such other counsel in attendance,

1. **THIS COURT ORDERS** that the time for service of the Receiver's Notice of Motion, the Eleventh Report, the Twelfth Report, the First Supplemental Report, the Second Supplemental Report, the Third Supplemental Report and the 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:**

- (a) Atcon Group is the owner of all of the issued and outstanding shares of OPI;
- (b) the only physical share certificates received by Atcon Group with respect to OPI were share certificates numbered 1-1,000 that were acquired by a predecessor of

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Atcon Group on December 15, 2000, copies of which are attached as Appendix "A" to the Twelfth Report; and

- (c) no share certificates were physically created and issued to or received by Atcon Group or any other person with respect to the issuance of 1,000 OPI shares to Atcon Group pursuant to OPI corporate documents dated November 3, 2003, copies of which are attached as Appendix "C" to the Twelfth Report.

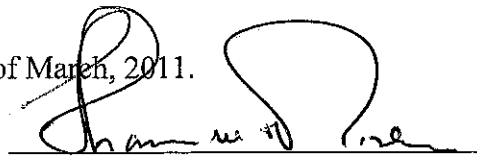
3. **THIS COURT ORDERS** that Mr. Robert W. Tozer and all existing and former officers and directors of any of the Respondents and all other persons are hereby directed to render such assistance as the Receiver may request in connection with Atcon Group's shareholdings in OPI, the Receiver's efforts in connection with the sale of the OPI shareholdings, and Atcon Group's interests in Vanerply AB, a Swedish corporation ("**Vanerply**").

4. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Sweden to give effect to this Order and to assist the Receiver and its agents and representatives in carrying out the terms of this Order. All courts, tribunals, regulatory or administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, an officer of the Court, and its agents and representatives as may be necessary or desirable to give effect to this Order and to assist the Receiver and its agents and representatives in connection with any matters relating to the possession, control and sale of the OPI shareholdings and Atcon Group's interests in Vanerply by the Receiver.

5. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body having jurisdiction in Sweden for the recognition of this Order and for assistance in carrying out the terms of this Order.

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18 March 2011

Dated at Miramichi, New Brunswick, this 18th day of March, 2011.

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

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

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