

I hereby certify this to be a true copy of
the original Order
Dated this 14th day of May, 2010
Burns
for Clerk of the Court

Action No. 1001-05915

**IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY**

**IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT,
R.S.C. 1985, c.B-3, AS AMENDED;**

**IN THE MATTER OF THE JUDICATURE ACT,
R.S.A. 2000, c-J-2, AS AMENDED;**

**AND IN THE MATTER OF THE RECEIVERSHIP OF COVER-ALL HOLDING CORP.,
COVER-ALL BUILDING SYSTEMS INC., AND THOSE LISTED IN SCHEDULE "A"
HEREOF**

BETWEEN:

**CANADIAN IMPERIAL BANK OF COMMERCE
as administrative agent**

Applicant

- and -

**COVER-ALL HOLDING CORP., COVER-ALL BUILDING SYSTEMS INC., AND THOSE
LISTED IN SCHEDULE "A" HEREOF**

Respondents

**BEFORE THE HONOURABLE
MR. JUSTICE LOVECCHIO
IN CHAMBERS**

) **AT THE CALGARY COURTS CENTRE,**
) **IN THE CITY OF CALGARY, ALBERTA,**
) **ON FRIDAY, THE 23rd DAY OF**
) **APRIL, 2010.**

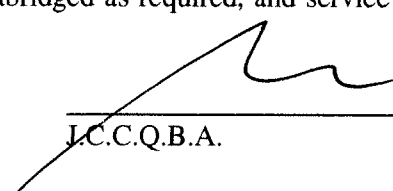
ORDER

UPON THE APPLICATION of Clublink Corporation (the "Applicant"); **AND UPON** having read the Notice of Motion, the Affidavit of Narine Bagdassarian sworn on April 14, 2010, and the Affidavit of Service of Hermeda Vida, all filed or to be filed herein; **AND UPON** noting that all interested parties have been provided notice of this application; **AND UPON** hearing counsel for PricewaterhouseCoopers Inc. (the "Receiver"), the Applicant and those other parties who appeared;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The Applicant is hereby granted leave to file the Affidavit of Narine Bagdassarian sworn April 14, 2010 filed in Action No. 1001-04270, being a related action under the *Companies' Creditors Arrangement Act*, in this action and to rely on it for the purposes of this application
2. The stay of proceedings imposed pursuant to the Receivership Order of Justice LoVecchio dated April 23, 2010 as it relates to Cover-All Building Systems Inc. shall cease to operate with respect to the actions commenced by the Applicant in the Ontario Superior court of Justice action 07-CV-394234-PD3 (the "Action") and the Applicant is hereby granted leave to continue with it's Action against Cover-All Building Systems Inc.
3. Any judgments obtained against Cover-All Building Systems Inc. in the Action shall be enforceable only as against insurance proceeds, if any, available to Cover-All Building Systems Inc. as the case may be, and not as against the current or future assets of Cover-All Building Systems Inc. except for the purposes of establishing a quantum of any claims against these entities in these receivership proceedings.
4. The Applicant shall not be precluded from participating as a claimant in the receivership proceedings herein if the insurance coverage is insufficient to satisfy any judgments awarded or settlements made with Cover-All Building Systems Inc. or its' insurers in the Action. The Applicant shall be subject to all of the terms and conditions applicable to other creditors in these proceedings in respect of such deficiency claims and any judgments or settlements obtained in the Action will not act as an estoppel that precludes Cover-All Building Systems Inc. or other interested parties from considering such claims in these receivership proceedings.
5. Cover-All Building Systems Inc. and the Receiver shall not be required to participate in or do anything in the Action in any manner whatsoever without further Order of this Honourable Court or the written consent of the Receiver.

6. Service of notice of this application on persons other than those set out in the Affidavit of Service is dispensed with, the time for service is abridged as required, and service is otherwise deemed good and sufficient.



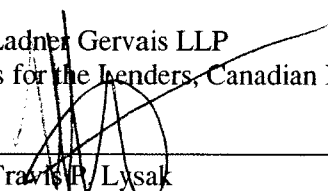
J.C.C.Q.B.A.

ENTERED this 11 day
of May, 2010.

K. MCAUSLAND
CLERK OF THE COURT



CONSENTED TO:


Borden Ladner Gervais LLP
Solicitors for the Lenders, Canadian Imperial Bank of Commerce et al.

Per: _____
Travis P. Lysak

Osler Hoskin & Harcourt LLP
Solicitors for the Receiver, PricewaterhouseCoopers Inc.

Per: _____
A. Robert Anderson. Q.C.

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J.C.C.Q.B.A.

ENTERED this ____ day
of _____, 2010.

CLERK OF THE COURT

CONSENTED TO:

Borden Ladner Gervais LLP
Solicitors for the Lenders, Canadian Imperial Bank of Commerce et al.

Per: _____
Travis R. Lysak

Osler Hoskin & Harcourt LLP
Solicitors for the Receiver, PricewaterhouseCoopers Inc.

Per: _____
A. Robert Anderson, Q.C.

SCHEDULE "A"

APPLICANTS

Cover-All Holding Corp.

Cover-All Building Systems Inc.

Cover-All U.S. Holding Corp.

Summit Structures, LLC

Quick Structures, LLC

Cover-All Holdings U.S., LLC

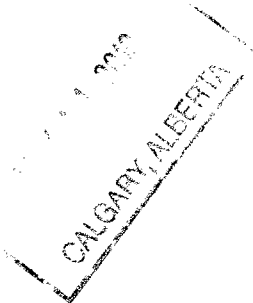
Summit Structures U.S., LLC

Summit Project Management, LLC

Eastern Cover-All, Inc.

NorthStar Cover-All, LLC

NorthStar Cover-All, Inc.



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SCHEDULE "A" HEREOF**

Respondents

ORDER

BORDEN LADNER GERVAIS LLP

Barristers and Solicitors

1000 Canterra Tower

400 Third Avenue S.W.

Calgary, Alberta T2P 4H2

Attention: Travis P. Lysak

Telephone: (403) 232-9719

Fax: (403) 266-1395

File No. 50007-005360