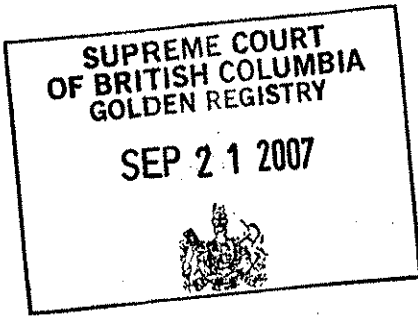




No. 3607
Golden Registry

In the Supreme Court of British Columbia

Between

Integra Investment Service Ltd.
Canadian Western Trust Company
Olympia Trust Company, In Trust

Petitioners

and

592992 British Columbia Ltd.

Respondent

ORDER APPROVING SALE

Before The Honourable
Mr Justice Melnick

) Friday, the 21st day
)
) of September 2007

THE APPLICATION of Ernst & Young Inc., Receiver for Integra Investment Service Ltd. in its capacity as Administrator for the Petitioners, coming on for hearing at Golden, British Columbia, this day, and after hearing Dionysios Rossi, counsel for Ernst & Young Inc. and no one else appearing although duly served in accordance with the *Rules of Court*; AND UPON READING the Petition herein and the Affidavit #1 of M. Zinsli sworn and filed, and the pleadings filed herein:

THIS COURT ORDERS THAT:

1. The lands premises situate, lying and being in the Town of Golden, British Columbia respectively, and being more particularly known and described as:

Parcel Identifier: 025-683-292
Lot A
Section 13
Township 27
Range 22
West of the 5th Meridian
Kootenay District Plan NEP73629

(the "Mortgaged Property");

to 609 - 7th Street (Golden BC) Ltd. ~~& or Assignee,~~ (Occupation/Inc.

~~No.)~~ of _____, Golden, British Columbia, _____, ~~as Joint Tenants?~~ (the "Purchasers"), on the terms and conditions set out in the Contract of Purchase and Sale, dated September 21, 2007, for a total purchase price of \$ 1,110,000.00 plus the Goods and Services Tax ("GST"), if applicable, be approved and that the Petitioners, or their agent be authorized to sign all documents required to complete the sale.

2. Upon the filing of a certified copy of this Order in the Nelson Land Title Office together with a letter from the Petitioners' solicitor authorizing such registration and subject to the terms of this Order, the Mortgaged Property together with all buildings, fixtures, commons, ways, profits, privileges, rights, easements and appurtenances to the said hereditaments belonging, or with the same or any part thereof, held or enjoyed or appurtenant thereto, will be transmissioned to and vest in the Purchasers free and clear of any estate, right, title, interest, equity of redemption and other claims of the parties SUBJECT NEVERTHELESS to the

reservations, limitations, provisos and conditions expressed in the original grant thereof from the Crown.

3. This Court orders that being satisfied upon investigation the Purchasers will hold a good safeholding and marketable title to the Mortgaged Property upon registration of this Order in the Nelson Land Title Office;

4. The Respondents and all persons claiming by, through or under them or any of them deliver up vacant possession of the Mortgaged Property to the Purchasers at 12 o'clock noon on October 3, 2007 or a date as the Petitioners and the Purchasers may agree to provided that the purchase price has been paid by that date.

5. The proceeds of the sale, after allowing for all proper adjustments, be received in the form of a certified cheque or bank draft and disbursed through the trust account of the firm of BORDEN LADNER GERVAIS LLP, solicitors for the Petitioners, or such other firm of solicitors as they may authorize on their behalf, and be paid out without further order in accordance with the following priorities:

- (a) firstly, in payment of taxes, arrears of taxes, interest and penalties on arrears of taxes in respect of the Mortgaged Property;
- (b) secondly, in payment of real estate commission payable on the Mortgaged Property;
- (c) thirdly, in payment of the amount due and owing to the Petitioners, with respect to the Mortgage registered in the Nelson Land Title Office on August 27, 2004 under No. KW118497 and the Partial Transfer of Mortgage registered in the Nelson

Land Title Office on December 15, 2004 under No. KW176683, the against the
Mortgaged Property; and

- (d) fourthly, the balance, if any, to be paid into court to the credit of this proceeding
pending further court order.

6. For the purposes of issuing title as aforesaid in respect of the Mortgaged Property,
the following encumbrances of the parties registered as charges against the Mortgaged Property
in the Nelson Land Title Office be released and discharged by the Registrar, Nelson Land Title
Office, upon registration of this Order in accordance with the terms of this Order:

<u>Owner of Charge</u>	<u>Nature of Charge</u>	<u>Registration No.</u>
Olympia Trust Company	Mortgage	KW118497
	Partial Transfer of Mortgage	KW176683
(as to and undivided 15000/2500000 interest)		
(as to and undivided 43000/2500000 interest)		
(as to and undivided 47000/2500000 interest)		
(as to and undivided 25000/2500000 interest)		
(as to and undivided 22500/2500000 interest)		
(as to and undivided 15000/2500000 interest)		
Integra Investment Service Ltd. and Canadian Western Trust Company		
(as to and undivided 2332500/2500000 interest)		
Olympia Trust Company	Certificate of Pending Litigation	LB40732
(as to and undivided 15000/2500000 interest)		
(as to and undivided 43000/2500000 interest)		
(as to and undivided 47000/2500000 interest)		
(as to and undivided 25000/2500000 interest)		
(as to and undivided 22500/2500000 interest)		
(as to and undivided 15000/2500000 interest)		
Integra Investment Service Ltd. and Canadian Western Trust Company		
(as to and undivided 2332500/2500000 interest)		

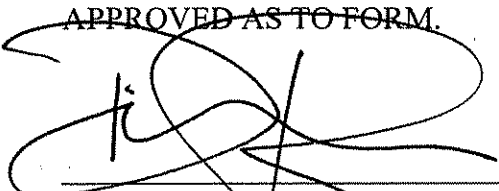
together with any other charges, liens, encumbrances, caveats, judgments or lis pendens registered against the Mortgaged Property subsequent to the Petitioners' Certificate of Pending Litigation.

7. The parties hereto and the Purchasers be at liberty to apply for such further and other directions as may be necessary to carry out the full purport and effect of this Order.

8. Approval of the Order by all parties is dispensed with.

BY THE COURT


DISTRICT REGISTRAR


~~APPROVED AS TO FORM.~~

Solicitor for Ernst & Young Inc.,
Receiver for Integra Investment
Service Ltd. in its capacity as
Administrator for the Petitioners

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