

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

BETWEEN:

NILE CAPITAL I S.À.R.L., NILE CAPITAL II S.À.R.L.,
LUXOR CAPITAL PARTNERS, LP and LUXOR CAPITAL PARTNERS
OFFSHORE MASTER FUND, LP

I hereby certify this to be a true copy of

the original order

Dated this 29 day of Oct 2010
[Signature]
for Clerk of the Court

Plaintiffs
(Applicants)

- and -

EARTHRENEW CORPORATION, EARTHRENEW, INC., EARTHRENEW IP HOLDINGS LLC,
EARTHRENEW STRATHMORE 1 LP, EARTHRENEW STRATHMORE GENERAL PARTNER
LTD., EARTHRENEW SOLUTIONS LP, EARTHRENEW OPERATIONAL EMPLOYEE LP,
EARTHRENEW MANAGEMENT LP and EARTHRENEW MANAGEMENT GENERAL
PARTNER LTD.

Defendants
(Respondents)

BEFORE THE HONOURABLE
MR. JUSTICE G.C. HAWCO
IN CHAMBERS

) At the Courts Centre in the City of Calgary, in
) the Province of Alberta, on Friday, the 29th day
) of October, 2010.
)
)

ORDER

UPON the motion of the Applicants; AND UPON having read the Notice of Motion, the Affidavit of Michael Conboy dated October 6, 2010 and the exhibits attached thereto; AND UPON hearing counsel for the Applicants; IT IS HEREBY ORDERED AND DECLARED THAT:

1. The time for service of the notice of motion for this order is hereby abridged and service thereof is deemed good and sufficient.
2. The Respondents, EarthRenew, Inc., EarthRenew IP Holdings LLC, EarthRenew Strathmore 1 LP, EarthRenew Strathmore General Partner Ltd., EarthRenew Management General Partner Ltd., EarthRenew Operational Employee LP, EarthRenew

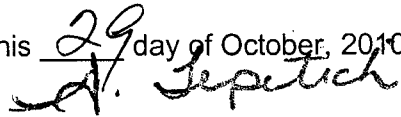
Management LP, EarthRenew Solutions LP (collectively, the "**Subsidiaries**") are bound by the terms and conditions of the secured debentures issued to the Applicants (the "**Secured Debentures**") on the basis that the Secured Debentures were executed by Ms. Christianne Carin, the Chief Executive Officer of EarthRenew Corporation ("**EarthRenew**"), who had the authority to bind each of the Subsidiaries, and that the Applicants and the Respondents intended that each of the Subsidiaries be so bound and relied on Ms. Carin's authority for the purposes of binding the Subsidiaries to the terms and conditions of the Secured Debentures.

3. This Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders as may be necessary or desirable to give effect to this Order.
4. The Applicants be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order.



J.C.Q.B.A.

ENTERED this 29 day of October, 2010.



CLERK OF THE COURT



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JUDICIAL DISTRICT OF CALGARY**

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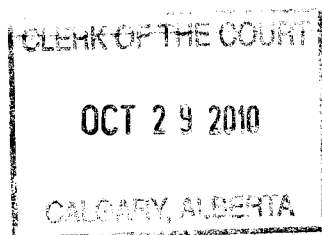
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MANAGEMENT LP and EARTHRENEW
MANAGEMENT GENERAL PARTNER LTD.**

Defendants
(Respondents)



ORDER

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