

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

Plaintiffs

I hereby certify this to be a true copy  
of the original *order*  
Dated this *29* day of *Oct* 2010  
*Andrew Oshe*  
for Clerk of the Court

-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

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**  
**(Increase Receiver's Borrowing Charge)**

UPON THE APPLICATION of RSM Richter Inc. in its capacity as Receiver and Manager (the "Receiver") over the Defendants (the "EarthRenew Group of Companies"); AND UPON REVIEWING the pleadings and proceedings filed herein including the Receivership Order dated September 15, 2010 (the "Receivership Order"); AND UPON HAVING reviewed the Second Report of the Receiver dated October 27, 2010; AND UPON HEARING the submissions of counsel for the Receiver and counsel for other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the within application is hereby abridged and deemed to be good and sufficient.
2. The Receiver's borrowing empowerment under Section 19 of the Receivership Order is hereby increased from the principal amount of \$500,000.00 to the principal amount of \$1,250,000.00.

  
\_\_\_\_\_  
J.C.Q.B.A.

ENTERED this 29 day  
of October, 2010.

  
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Clerk of the Court



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

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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

Plaintiffs

-AND-

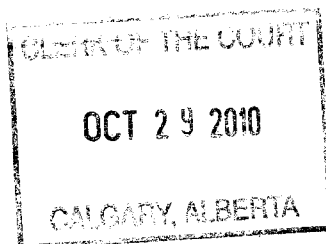
EARTHRENEW CORPORATION,  
EARTHRENEW, INC., EARTHRENEW IP  
HOLDINGS LLC, EARTHRENEW  
STRATHMORE 1 LP, EARTHRENEW  
STRATHMORE GENERAL PARTNER LTD.,  
EARTHRENEW SOLUTIONS LP, EARTHRENEW  
OPERATIONAL EMPLOYEE LP, EARTHRENEW  
MANAGEMENT LP and EARTHRENEW  
MANAGEMENT GENERAL PARTNER LTD.

Defendants

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ORDER

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**Macleod Dixon** LLP

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File No. 268930/HAG