Form 49
[Rule 13.19]

COURT FILE NUMBER	BK 25-094428	BANKRUPTCY AND INSOLVENCY FAILLITE ET INSOLVABILITE FILED FEB 14 2014 JUDICIAL CENTRE OF CALGARY
COURT	COURT OF QUEEN'S BENCH OF ALBERTA IN BANKRUPTY AND INSOLVENCY IN THE MATTER OF THE BANKRUPTCY OF FOUNDATION HOMES INC.	
JUDICIAL CENTRE	Calgary	
DOCUMENT	**AFFIDAVIT OF TRUTH**	
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Robyn Gurofsky Borden Ladner Gervais LLP 1900, 520 3rd Ave. S.W. Calgary, AB T2P 0R3 Telephone: (403) 232-9774 Facsimile: (403) 266-1395 Email: RGurofsky@blg.com File No. 439537-000004	

AFFIDAVIT OF GARY L. BENTHAM

Sworn on February 13, 2014

I, Gary L. Bentham, of the City of Calgary in the Province of Alberta, chartered accountant, SWEAR/AFFIRM AND SAY THAT:

1. I am the sole director and president BTM Advisory Services Inc., the Court appointed Chief Restructuring Officer of the Applicant, Foundation Mortgage Corporation ("FM"). As such, I have personal knowledge of the matters and facts hereinafter deposed to, except where stated to be based on information and belief and where so stated, I do verily believe the same to be true.

Background

2. FM, the applicant creditor, is a corporation duly incorporated pursuant to the laws of the Province of Alberta. While not currently active with the company, Ronald Aitkens is and was at all material times, the director and a shareholder of FM. FM has sought its own creditor protection pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA"), and I was appointed, through my company BTM Advisory Services Inc. ("BTM") as the Chief Restructuring Officer ("CRO") of FM in the CCAA proceedings. Attached hereto and marked as **Exhibit "A"** to this my Affidavit is a copy of the order granted by Justice B.E.C. Romaine on July 5, 2012 appointing me and BTM as CRO of FM.

3. Foundation Homes Inc. ("FHI") is a corporation duly incorporated pursuant to the laws of the Province of Alberta. I note that Ronald Aitkens is a director of FHI, as is Kenneth Michael Aitkens whom I understand to be Ronald Aitkens' son. Attached hereto and marked as **Exhibit "B"** to this my Affidavit is an Alberta corporate registry search for FHI.

4. As part of my job as CRO of FM, I have been working diligently to understand the nature of the transactions FM had previously entered into. FM, by way of background, raised approximately $14.8 million from approximately 340 investors in November, 2007. These funds were loaned out by FM at various times to different related entities for the stated purpose of providing mortgage financing.

5. Since my appointment as CRO in July of 2012, I have been reviewing the books and records of FM not only to better understand the transactions which had entered into, but also to attempt to recover the loans advanced by FM for the benefit of FM's investors.

6. Recoveries by FM have been difficult as much of the mortgage security taken by FM was subordinate to other security and property values have not been high enough to cause any recoveries to FM under that mortgage security. One of the only remaining sources of recovery for FM is through FHI.

Loans

7. Beginning in or around March, 2008 to September, 2008, FM advanced a series of loans to FHI totalling $2,042,845.00 (the "Loans"). Attached hereto and marked as **Exhibit "C"** to this my Affidavit is a spreadsheet prepared from the books and records of FM showing amounts paid by FM to FHI, as well as amounts due from FHI to FM.

8. Certain of the Loans were secured by mortgages registered on lots owned by FHI located in Coalhurst, Alberta. It is my understanding, based on discussions with Kenneth Aitkens, that the Loans were also to have been secured by mortgages registered on lots owned by FHI in Nobleford, Alberta, however, no such mortgages were ever registered.

9. FHI has repaid a portion of the Loans over the course of the last couple of years. Between December, 2008 and as recent as August, 2013, a total of approximately $1,000,000.00 has been repaid by FHI from, as I understand based on discussions with Kenneth Aitkens and a review of the books and records, the sale of various properties owned by FHI, some of which were mortgaged by FM and some of which were not.

10. FM has been working in good faith with FHI over the course of the last 6 or 7 months to efficiently liquidate the remaining assets of FHI for the benefit of the FM investors and the other creditors of FHI. For reasons unknown to me, FHI has terminated those efforts and I understand that funds which were being held by FHI for the benefit of its creditors may have been disbursed causing FM considerable concern that FHI is dissipating assets to the detriment of its creditors. It is clear to me that FHI is no longer willing to discuss repayment of the amounts owed to FM, either through the sale of its assets, or otherwise.

11. As of February 13, 2014, there remains $1,310,500.68 due and owing by FHI to FM. The Indebtedness is still secured by three mortgage registered on development lots in Coalhurst, Alberta, however, it is estimated that the amounts recoverable under the remaining security approximate only $150,000.

12. While various discussions have taken place between FM and FHI over the course of the last several months regarding demand for repayment of the Indebtedness, which Indebtedness has been acknowledged to me by Kenneth Aitkens of FHI, FM issued a formal demand dated February 13, 2014, a copy of which is attached hereto and marked as **Exhibit "D"** to this my Affidavit.

Other Creditors

13. I am aware of other creditors of FHI and whose debts are outstanding. In particular, Harvest Group GP Corporation on behalf of Harvest Group Limited Partnership ("HGLP"), a related entity that filed for protection under the CCAA on August 24, 2012 and which, as of October 1,

2013 is in receivership, is owed a total of $247,845.00. I am advised by Neil Narfason of Ernst and Young Inc., the court appointed receiver of Harvest Group GP Corporation, that the loan has not been repaid and remains due and owing by FHI to HGLP.

14. In addition, 1252064 Alberta Ltd. ("125") advanced the principal amount of $100,000. 125 also filed for creditor protection under the CCAA and as of October 1, 2013, is in receivership. I am advised by Neil Narfason of Ernst and Young Inc., the court appointed receiver of 125, that the loan from 125 to FHI has not be repaid and remains due and owing by FHI to 125.

15. I have prepared a spreadsheet that shows the amounts owed by FHI not only to FM, but to HGLP and 125 as well. Attached hereto and marked as **Exhibit "E"** to this my Affidavit is a copy of the spreadsheet demonstrating the indebtedness owed by FHI to FM, HGLP and 125.

16. Similarly, 1330075 Alberta Ltd. ("133"), a creditor of FHI, filed for creditor protection in the same CCAA proceedings as 125 and as of October 1, 2013, is also in receivership. 133 advanced the total principal amount of $300,000 which information I have been able to obtain through a review of the accounting records of FHI (note from the Corporate search attached as Exhibit "A" hereto that FHI was formerly named P&R Gateway Developments Inc.). I am advised by Neil Narfason of Ernst and Young Inc., the court appointed receiver of 133, that the loan from133 to FHI has not been repaid and remains due and owing by FHI to 133. Attached hereto and marked as **Exhibit "F"** to this my Affidavit is a copy of the records from P&R Gateway Developments Inc. evidencing advances it received from 133.

Consent to Act as Trustee

17. Neil Narfason of Ernst and Young Inc., in the City of Calgary, in the Province of Alberta, is a licensed Trustee, is duly qualified to act as Trustee of the estate of 125, and has consented to act as Trustee in this matter. Attached hereto and marked as **Exhibit "G"** to this my Affidavit is a copy of a Consent to Act which will be executed by Mr. Narfason at Ernst and Young Inc.

Relief Requested

18. To date, FHI has failed to repay the Indebtedness due to FM and has indicated it is not prepared to engage in any further discussions with FHI regarding the realization of its assets to satisfy its debts. As such, I make this Affidavit in support of the application by FM for an Order appointing Ernst and Young Inc. as Trustee in Bankruptcy of FHI, and for no other purpose.

SWORN BEFORE ME at Calgary, Alberta, this 13th day of February, 2014.	)))	
Commissioner for Oaths in and for the Province of Alberta	))))	GARY L. BENTHAM

Landon Miller
Barrister & Solicitor

This is Exhibit "A" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13^{th} day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta

Landon Miller
Barrister & Solicitor

FILED
Clerk's Stamp
JUL 05 2012
JUDICIAL CENTRE OF CALGARY

COURT FILE NUMBER	1201-08478
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	Calgary
APPLICANTS	**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended** **AND IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9** **AND IN THE MATTER OF FOUNDATION MORTGAGE CORPORATION and FOUNDATION MORTGAGE "2" CORPORATION**
DOCUMENT	**ORDER** **(Appointment of a Chief Restructuring Officer)**
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Patrick T. McCarthy Q.C./John Ircandia, Q.C. Borden Ladner Gervais LLP 1900, 520 3rd Ave. S.W. Calgary, AB T2P 0R3 Telephone: (403) 232-9441/232-9774 Facsimile: (403) 266-1395 Email: jircandia@blg.com File No. 439537-000004

I hereby certify this to be a true copy of the original Order
Dated this 5 day of July 2012
for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: July 5, 2012

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: Justice B.E.C. Romaine

UPON the application of Foundation Mortgage Corporation and Foundation Mortgage "2" Corporation, (together "the FM's") **AND UPON** having read the Affidavit of Ron Aitkins filed (the "Aitkins Affidavit"); **AND UPON** reading the consent of BTM Advisory Services Inc. and Gary Bentham to act as chief restructuring officer of the FM's; **AND UPON** hearing counsel for the FM's, Ernst & Young Inc. and other parties appearing at the hearing of the within application; **IT IS HEREBY ORDERED AND DECLARED THAT**:

1. Capitalized terms not defined herein shall have the meanings ascribed to them in the Initial Order of this Honourable Court in these proceedings (the "Initial Order").

APPOINTMENT OF CHIEF RESTRUCTURING OFFICER

2. The engagement of BTM Advisory Services Inc. and Gary Bentham as the chief restructuring officer of the FM's is authorized and approved, on the terms and conditions outlined in the engagement agreement, and BTM Advisory Services Inc. and Gary Bentham are hereby appointed chief restructuring officer of the FM's to manage the businesses, affairs and restructuring of the FM's, as an officer of this Court, with the powers and obligations set out in this Order. Mr. Bentham's services will be provided through BTM Advisory Services Inc., Mr. Bentham and BTM Advisory Services Inc. are hereinafter together referred to as the "CRO".

3. The CRO shall be and is hereby authorized to manage the businesses, affairs and restructuring of the FM's including, without limiting the generality of the foregoing:

(a) to oversee and direct the Restructuring including, without limitation, engaging in discussions and negotiations with creditors, investors, customers, the Monitor or others;

(b) to review FM's mortgage loans and other loans to third parties (the "Mortgage Loans") and to companies related by common share ownership and / or common directorship and management (referred herein as the "Harvest Group of Companies");

(c) to oversee and direct the preparation of the FM's cash flow statements and in the dissemination of financial and other information in these proceedings;

(d) to arrange for debtor-in-possession ("DIP") financing, as required to fund the ongoing operations of the FM's, under terms to be approved by the Monitor and this Court;

(e) to sell or otherwise realize on the Mortgage Loans subject to the approval of the Monitor and this Court;

(f) subject to the other restrictions contained in this Order, to approve all disbursements of the FM's on such basis as the CRO considers appropriate;

(g) to have full access to the books, records and key personnel of the FM's and the Harvest Group of Companies as may be necessary for the completion of its duties under this Order;

(h) to report to this Court and other stakeholders as the CRO, in its discretion, considers appropriate;

(i) to perform such other duties as are required to carry out the powers and obligations conferred upon the CRO by this Order or any further Order of this Court; and

(j) to generally inform and seek the input and advice of the larger or more material investors of the FM's, as the CRO considers appropriate in the circumstances, regarding all material matters relating to the restructuring of the FM's.

4. The FM's and their respective shareholders, officers, directors, employees, agents and representatives shall co-operate fully with the CRO in the exercise of its powers and discharge of its duties and obligations, including providing the CRO with access to the FM's and the Harvest Group of Companies' books, records, assets and premises as the CRO requires.

5. No director, officer, shareholder, employee, agent or representative of the FM's, nor any party related to the business of the FM's, shall interfere with the CRO's management of the business and affairs of the FM's and the Restructuring and the exercise of its powers, duties, rights and obligations in connection therewith.

6. The CRO shall not incur any liability or obligation as a result of the fulfillment of its duties, and no action or other proceedings may be commenced against the CRO relating to its appointment or its conduct as CRO except with the prior leave of this Court obtained on at least seven days notice to the FM's and the CRO and provided further that any liability of the CRO hereunder shall not in any event exceed the quantum of the fees and disbursements paid to or incurred by the CRO in connection herewith. In addition, all of the protections granted to the directors and officers of the FM's in the Initial Order shall apply *mutatis mutandis* for the benefit of the CRO and the CRO shall be entitled to the benefit of the Administration Charge granted in the Initial Order.

7. The CRO may apply to this Court for advice and directions in connection with the discharge or variation of its powers and duties under this Order.

"B.E.C. Romaine"

J.C.Q.B.A.

This is Exhibit "B" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13th day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta
Landon Miller
Barrister & Solicitor

Government of Alberta ■ Corporation/Non-Profit Search
Corporate Registration System

Date of Search: 2014/02/13
Time of Search: 08:07 AM
Search provided by: BORDEN LADNER GERVAIS LLP

Service Request Number: 20982355
Customer Reference Number: 439537-04

Corporate Access Number: 2013889395
Legal Entity Name: FOUNDATION HOMES INC.

Name History:

Previous Legal Entity Name	Date of Name Change (YYYY/MM/DD)
P&R GATEWAY DEVELOPMENTS INC.	2011/09/14

Legal Entity Status: Active
Alberta Corporation Type: Named Alberta Corporation
Registration Date: 2008/03/20 YYYY/MM/DD
Date of Last Status Change: 2013/09/18 YYYY/MM/DD

Revival/Restoration Date: 2013/09/18 YYYY/MM/DD

Registered Office:
Street: #4, 4002 - 9 AVENUE N
City: LETHBRIDGE
Province: ALBERTA
Postal Code: T1H 6T8

Directors:

Last Name: ABERNATHY
First Name: RYAN
Middle Name: PAUL
Street/Box Number: 103 JESSIE ROBINSON CLOSE N.
City: LETHBRIDGE

Province:	ALBERTA
Postal Code:	T1H 3Y8

Last Name:	AITKENS
First Name:	RON
Street/Box Number:	4, 4002- 9TH AVENUE NORTH
City:	LETHBRIDGE
Province:	ALBERTA
Postal Code:	T1H 6T8

Last Name:	AITKENS
First Name:	KENNETH
Middle Name:	MICHAEL
Street/Box Number:	119 HERITAGE COURT W.
City:	LETHBRIDGE
Province:	ALBERTA
Postal Code:	T1K 7W3

Voting Shareholders:

Legal Entity Name:	1597763 ALBERTA LTD.
Corporate Access Number:	2015977636
Street:	4, 4002-9 AVE NORTH
City:	LETHBRIDGE
Province:	ALBERTA
Postal Code:	T1H 6T8
Percent Of Voting Shares:	70

Legal Entity Name:	HARVEST CAPITAL MANAGEMENT INC.
Corporate Access Number:	2010101141
Street:	4, 4002- 9TH AVENUE NORTH
City:	LETHBRIDGE
Province:	ALBERTA
Postal Code:	T1H 6T8
Percent Of Voting Shares:	30

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: SEE ATTACHED SCHEDULE "A"

Share Transfers Restrictions:	NO SHARES OF THE CAPITAL OF THE CORPORATION SHALL BE TRANSFERRED WITHOUT THE SANCTION OF A MAJORITY OF THE DIRECTORS OF THE CORPORATION, AS EVIDENCED BY A RESOLUTION IN WRITING OF THE DIRECTORS.
Min Number Of Directors:	1
Max Number Of Directors:	15
Business Restricted To:	NO RESTRICTIONS
Business Restricted From:	NO RESTRICTIONS
Other Provisions:	SEE ATTACHED SCHEDULE "B"

Other Information:

Last Annual Return Filed:

File Year	Date Filed (YYYY/MM/DD)
2013	2013/09/16

Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2008/03/20	Incorporate Alberta Corporation
2009/05/01	Change Address
2011/09/14	Change Director / Shareholder
2011/09/14	Name Change Alberta Corporation
2013/05/02	Status Changed to Start for Failure to File Annual Returns
2013/09/04	Status Changed to Struck for Failure to File Annual Returns
2013/09/16	Initiate Revival of Alberta Corporation
2013/09/16	Enter Annual Returns for Alberta and Extra-Provincial Corp.
2013/09/18	Complete Revival of Alberta Corporation

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2008/03/20

Other Rules or Provisions	ELECTRONIC	2008/03/20
Letter - Spelling Error	10000207104033114	2008/06/23

This is to certify that, as of this date, the above information is an accurate reproduction of data contained within the official records of the Corporate Registry.

This is Exhibit "C" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13th day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta

Landon Miller
Barrister & Solicitor

Schedule 1

FOUNDATION MORTGAGE CORPORATION
Amounts Due from Foundation Homes (formerly P&R Gateway)
30-Nov-13
Cash Transactions / Balance Due

Type	Date	Name		Memo	Split	Balance
Cheque #30	24-Mar-08	Randy Thiessen in Tust	Lots		$ 292,900.00	$ 292,900.00
Cheque #31	1-May-08	Theissen Law Group in Trust	Lots		134,000	426,900
Cheque #40	22-May-08	Theissen Law Group in Trust	Lots		132,884	559,784
Cheque #44	24-Jun-08	Theissen Law Group in Trust	Lots		132,792	692,576
Cheque #48	15-Jul-08	P&R Gateway	Buildings		605,395	1,297,971
Cheque #49	17-Jul-08	Theissen Law Group in Trust	Lots		132,834	1,430,805
Cheque #52	19-Aug-08	Theissen Law Group in Trust	Lots		134,101	1,564,906
Cheque #56	15-Sep-08	Duratech Structures	Buildings		477,939	2,042,845
Balance, December 31, 2008	31-Dec-08					2,042,845
General Journal	12/31/2009		2009 transactions	Royal Bank - 104-291-0	(486,252)	1,556,593
Balance, December 31, 2009	12/31/2009					1,556,593
Deposit	09/07/2010	Doug Alger Law	sale of house funds	Royal Bank - 104-291-0	(66,417)	1,490,176
Balance, December 31, 2010	12/31/2010					1,490,176
Deposit	04/04/2011	D.Alger Trust	Mortgage funds-lots	Royal Bank - 104-291-0	(124,000)	1,366,176
Deposit	06/27/2011	acct transfer	Coalhurst house sale	Royal Bank - 104-291-0	(42,463)	1,323,714
Deposit	07/11/2011	P & R Gateway	Mtg. proceeds 674	Royal Bank - 104-291-0	(25,527)	1,298,186
Interest to December 31, 2011	31-Dec-11					
Balance, December 31, 2011	31-Dec-11					1,298,186
Balance, June 30, 2012						$ 1,298,186
Less amount paid, July 2012						(164,000.00)
						1,134,186.38
Accrued interest on mortgages - to November 30 2013						
0714608 1 16						47,413.53
0714608 7 30						111,760.45
0714608 7 14						50,507.35
0714608 7 1						50,492.11
0714608 7 45						51,977.18
						312,150.62
Less proceeds received July 25, 2013 - sale of Coalhurst lots 7 & 16						(144,284.87)
Balance due from Foundation Homes, August 6, 2013						$ 1,302,052.13

This is Exhibit "D" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13th day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta

Landon Miller
Barrister & Solicitor

Robyn Gurofsky
T (403) 232-9774
F (403) 266-1395
rgurofsky@blg.com

Borden Ladner Gervais LLP
Centennial Place, East Tower
1900, 520 - 3rd Ave S W
Calgary, AB, Canada T2P 0R3
T 403.232.9500
F 403.266.1395
blg.com

Borden Ladner Gervais

File No. 439537.4

February 13, 2014

Delivered by Registered Mail

Foundation Homes Inc.
#4, 4002 - 9 Ave N
Lethbridge, AB T1H 6T8

Dear Sirs:

Re: Outstanding Indebtedness owed by Foundation Homes Inc. to Foundation Mortgage Corporation

As you are aware, we are counsel for Foundation Mortgage Corporation. ("FMC"), a company which has advanced various loans to Foundation Homes Inc. ("FHI") in 2008. While FMC and FHI have been in discussions regarding repayment of the loans, please accept this correspondence as formal demand for the immediate repayment of the outstanding indebtedness. As of February 13, 2014, there remains $1,310,550.68 due and owing by FHI to FMC, together with interest and costs continuing to accrue.

Kindly provide payment no later than Friday, February 21, 2014.

Yours truly,

BORDEN LADNER GERVAIS LLP

Robyn Gurofsky
RG/sj

This is Exhibit "E" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13th day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta

Landon Miller
Barrister & Solicitor

FOUNDATION MORTGAGE CORPORATION
LOANS AND ADVANCES TO FOUNDATION HOMES INC.
12-Feb-14

Amounts due from Foundation Homes

	Coalhurst Mortgages (Properties Unsold)	Coalhurst Mortgages (Deficiency Claim Lots 7 & 16)	Nobleford and other Unsecured Debt	Total
Principal	$ 206,000.00	$ 235,000.00	$ 693,186.38	$ 1,134,186.38
Accrued interest	161,425.19	14,889.11	-	176,314.30
	$ 367,425.19	$ 249,889.11	$ 693,186.38	$ 1,310,500.68
Per diem interest	$ 120.80	$ 82.16		
Insurance paid	$ 3,000.00	$ 5,276.00	$ 7,500.00	
Realization costs	To be determined			

LOANS AND ADVANCES TO FOUNDATION HOMES BY RELATED ENTITIES

(1)Harvest Group Limited Partnership	
Advances to Coalhurst	$ 139,347.00
Advances to Nobleford	$ 108,498.00
	$ 247,845.00
(2) 1252064 Alberta Ltd.	
Advances to P&R Gateway (name changed to Foundation Homes)	$ 100,000.00

This is Exhibit "F" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13th day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta

Landon Miller
Barrister & Solicitor

Schedule 2A

Project Funds Tracking

P&R Gateway Developments

Project	Payee	Paid to Date		Payment Date	Description
P&R Gateway Developments	Foundation Mortgage	$	500,000	19-Aug-08	Option Loan
	Foundation Mortgage	$	292,000	24-Mar-08	Coalhurst Lots
	Foundation Mortgage	$	134,000	1-May-08	Mortgage
	Foundation Mortgage	$	132,884	22-May-08	Coalhurst Lots
	Foundation Mortgage	$	99,000	23-Jun-08	Swift Current Lots
	Foundation Mortgage	$	132,732	24-Jun-08	Thiessen Law
	1330075 Alberta Ltd.	$	100,000	3-Jul-08	Loan to Duratech
	Foundation Mortgage	$	232,450	10-Jul-08	Swift Current Lots
	Foundation Mortgage	$	605,395	15-Jul-08	Gateway
	Foundation Mortgage	$	132,834	17-Jul-08	Thiessen Law
	Foundation Mortgage	$	134,101	19-Aug-08	Thiessen Law
	1330075 Alberta Ltd.	$	200,000	19-Aug-08	Loan to Duratech
	Foundation Mortgage	$	477,939	15-Sep-08	Housing Payment
		$	3,173,335		

11/19/2008 4:20 PM

This is Exhibit "G" referred to
in the Affidavit of Gary L. Bentham

Sworn before me this 13th day of February, 2014

A Commissioner for Oaths in and for
the Province of Alberta

Landon Miller
Barrister & Solicitor

COURT FILE and BANKRUPTCY NUMBER	**BK**	Clerk's Stamp
COURT	COURT OF QUEEN'S BENCH OF ALBERTA IN BANKRUPTCY AND INSOLVENCY	
BANKRUPTCY MATTER	**IN THE MATTER OF THE BANKRUPTCY OF FOUNDATION HOMES INC.**	
DOCUMENT	**CONSENT TO APPOINTMENT AS TRUSTEE**	
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Robyn Gurofsky Borden Ladner Gervais LLP 1900, 520 3rd Ave. S.W. Calgary, AB T2P 0R3 Telephone: (403) 232-9774 Facsimile: (403) 266-1395 File No. 439537-000004	

CONSENT TO APPOINTMENT AS TRUSTEE

Ernst and Young Inc., a licensed trustee within the meaning of the *Bankruptcy and Insolvency Act* (Canada) (the "BIA"), hereby consents to being appointed as trustee in bankruptcy of the estate in the within Bankruptcy proceedings pursuant to s. 43(9) of the BIA.

DATED at the City of Calgary, in the Province of Alberta, this ___ day of February, 2014.

ERNST AND YOUNG INC.

Per: ______________________________

Neil Narfason, CA•CIRP,
Partner and Senior Vice President