

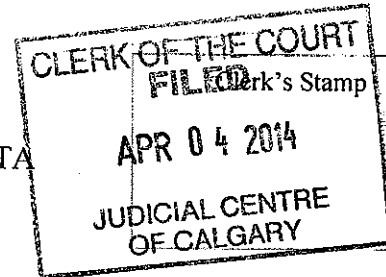
COURT FILE NUMBER 1101-17318

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

Calgary

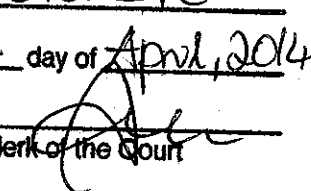


APPLICANTS

IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

I hereby certify this to be a true copy of
the original ORDER

Date this 4 day of April, 2014


for Clerk of the Court

AND IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9

AND IN THE MATTER OF RAILSIDE CAPITAL INC., RAILSIDE INDUSTRIAL PARK INC., FOUNDATION PLACE CAPITAL INC. and FOUNDATION PLACE INC.

COURT FILE NUMBER 1201-06934

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 1252064 ALBERTA LTD., 1330075 ALBERTA LTD. AND HARVEST CAPITAL MANAGEMENT INC.

DOCUMENT

ORDER

DATE ON WHICH ORDER WAS PRONOUNCED: April 4, 2014

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: JUSTICE K.M. EIDSVIK

UPON the application of Foundation Place Capital Inc. and Foundation Place Inc. (together, the "Applicants"); AND UPON having read the Twenty-Third Report of the Monitor and Co-Manager, Ernst and Young Inc. (the "23rd Report"); AND UPON having read the various Reports of the Monitor filed herein; AND UPON having read the pleadings and materials filed in this action; AND UPON hearing the submissions of Counsel for the Applicants, the Monitor, the Unsecured Creditors' Committee and any other Counsel in attendance at the hearing of this application; AND UPON this Court being satisfied that in the circumstances this Order should be granted and that the Applicants have each acted and are acting in good faith and with due diligence;

IT IS HEREBY ORDERED THAT:

1. Service of the Application and supporting materials including the 23rd Report, and the manner of service of the application materials on the Service List is hereby approved and validated, the application is properly returnable today and further service of the Application is hereby dispensed with.
2. The Settlement Proposal attached substantially in the form as Appendix "F" to the 23rd Report is hereby approved.
3. The Monitor and Co-Manager of the Applicants and the Receiver of 1252064 Alberta Ltd. is hereby authorized and directed to execute the Settlement Proposal on behalf of each of the parties listed therein and is further authorized and directed to take all steps and actions necessary to implement the Settlement Proposal, including without limitation, executing any documents necessarily incidental or ancillary to give effect to the Settlement Proposal.

J.C.Q.B.A.

