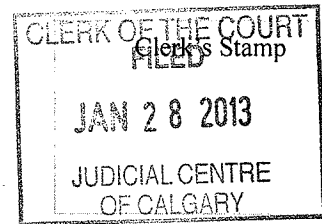


COURT FILE NUMBER 1101-17318

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**

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

AND IN THE MATTER OF LEGACY COMMUNITIES INC., AIRDRIE CAPITAL CORPORATION, AIRDRIE COUNTRY ESTATES INC., RAILSIDE CAPITAL INC., RAILSIDE INDUSTRIAL PARK INC., FOUNDATION PLACE CAPITAL INC. and FOUNDATION PLACE INC.

DOCUMENT

ORDER

**Re: Stay Extension and Administration Charge
(Foundation Place Capital Inc., Foundation Place Inc.,
Railside Capital Inc., and Railside Industrial Park Inc.)**

ADDRESS FOR SERVICE AND

CONTACT INFORMATION OF

PARTY FILING THIS

DOCUMENT

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File No. 439537-000006

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

Dated this 28 day of January 2013
for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: January 28, 2013

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: JUSTICE K. HORNER

UPON the application of Foundation Place Capital Inc. and Foundation Place Inc. (together, "Foundation Place"), Railside Capital Inc. and Railside Industrial Park Inc. (together, "Railside"); **AND UPON** having read the Sixteenth Report of the Monitor and Co-Manager, Ernst and Young Inc. (the "Sixteenth 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 Foundation Place and Railside, the Monitor, the Unsecured Creditors' Committee (the "UCC") 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 Foundation Place and Railside have each acted and are acting in good faith and with due diligence;

IT IS HEREBY ORDERED THAT:

Stay Extension

1. The Stay Period, as defined in the Initial Order granted in respect of Railside and Foundation Place on March 21, 2012 (the "Initial Order") is hereby extended from January 31, 2013 up to and including April 30, 2013.

Administration Charge

2. The Administration Charge, as defined in paragraph 30 of the Initial Order shall be amended as follows:

- (a) With respect to Foundation Place, the Administration Charge shall be increased to an aggregate amount of \$300,000;
- (b) With respect to Railside, the Administration Charge shall be increased to an aggregate amount of \$500,000.

3. The relative priority of the Administration Charge with respect to Railside and Foundation Place and all other terms and conditions relative to the Administration Charge shall remain as authorized pursuant to the terms of the Initial Order.

"Justice K. Horner"
J.C.Q.B.A.