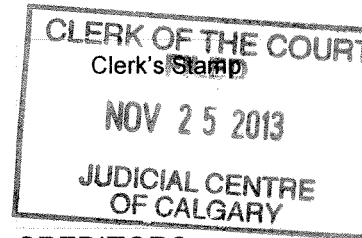


COURT FILE NUMBER 1101-17318
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



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 RAILSIDE CAPITAL INC., RAILSIDE
INDUSTRIAL PARK INC., FOUNDATION PLACE CAPITAL INC.
AND FOUNDATION PLACE INC.

I hereby certify this to be a true copy of
the original
Dated this 25 day of Nov 2013
for Clerk of the Court

DOCUMENT

ORDER (SISP Process Approval)

ADDRESS FOR SERVICE
AND CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

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File: 027052-442481

DATE ON WHICH ORDER WAS PRONOUNCED: **November 22, 2013**

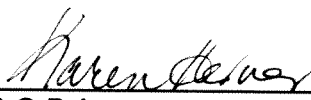
NAME OF MASTER/JUDGE WHO MADE THIS ORDER: **Justice K. Horner**

LOCATION OF HEARING: **Calgary, Alberta**

UPON THE APPLICATION of Ernst & Young Inc. (the "**Monitor**"), in its capacity as the court appointed monitor of Foundation Place Capital Inc. and Foundation Capital Inc. (collectively referred to as "**Foundation Place**"); **AND UPON** having read the Twentieth Report of the Monitor dated November 1, 2013 (the "**Twentieth Monitor's Report**"); **AND UPON** reading the Affidavit of Service of Marcia Smith, sworn November 5, 2013 (the "**Service Affidavit**"); **AND UPON** hearing from counsel for the Monitor and any other parties present;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the Application filed on November 1, 2013 (the "**Application**") and the Twentieth Monitor's Report on the persons listed on the Service List is hereby validated and deemed good and sufficient in accordance with the Service Affidavit and the Application is properly returnable today.
2. The sales and investment solicitation process attached as Appendix "**A**" to the Twentieth Monitor's Report (the "**SISP Process**") with respect to Foundation Place be and is hereby approved and the Monitor is authorized and directed to implement the SISP Process and perform all steps and actions required of it pursuant to the SISP Process.
3. The Monitor is authorized to execute and implement the Marketing Agent Selection Process (as such term is defined in the Twentieth Monitor's Report) and, upon completion of the Marketing Agent Selection Process, to enter into, execute and deliver an engagement letter with the person selected as the marketing agent for the SISP Process.
4. The Monitor is at liberty to reapply for further advice, assistance, and direction, as may be necessary to give full force and effect to the terms of this Order.
5. Service of this Order by email, facsimile, courier, regular mail or personal delivery to persons on the Service List shall constitute good and sufficient service of this Order and no persons other than those on the Service List are entitled to be served with a copy of this Order.



J.C.Q.B.A.