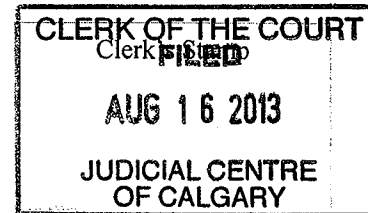


COURT FILE NUMBER 1201-10691

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**

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

AND IN THE MATTER OF LIBERTY CROSSING LIMITED PARTNERSHIP, LIBERTY CROSSING GENERAL PARTNER INC., ROCKY VIEW CAPITAL CORP., ROCKY VIEW ESTATES CORP., SPRUCE RIDGE CAPITAL INC., SPRUCE RIDGE ESTATES INC., STONEY VIEW CAPITAL INC., and STONEY VIEW CROSSING INC.

DOCUMENT **ORDER**

(Approval of Settlement Proposal)

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Robyn Gurofsky
Borden Ladner Gervais LLP
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File No. 439537-000005

I hereby certify this to be a true copy of the original
Dated this 16 day of Aug, 2013
for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: August 16, 2013

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

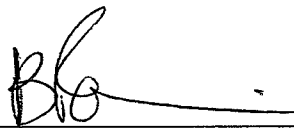
NAME OF JUSTICE WHO MADE THIS ORDER: JUSTICE B.E.C. Romaine

UPON the application of Liberty Crossing Limited Partnership ("Liberty LP"); **AND UPON** having read the Affidavit of Gary L. Bentham sworn August 13, 2013 (the "Bentham Affidavit") attaching as Exhibit "C" the settlement proposal between Liberty LP, Liberty Crossing General Partner Inc., Harvest Capital Management Inc. ("HCMI"), 1252064 Alberta Ltd. ("125"), 1330075 Alberta Ltd. ("133"), Foundation Mortgage "2" Corporation and Harvest Group Limited Partnership (the "Settlement Proposal"); **AND UPON** having read the Seventh Report of the Monitor, Ernst and Young Inc.

("Monitor"), filed August 13, 2013; **AND UPON** hearing the submissions of counsel for the Applicant, counsel for the Monitor, counsel for HCMI, 125 and 133, counsel for First Calgary Savings & Credit Union Ltd. ("First Calgary"), and any other counsel in attendance; **AND UPON** being satisfied that the Settlement Proposal is commercially reasonable and in the best interests of the parties in the circumstances;

IT IS HEREBY ORDERED THAT:

1. Service of the Application and supporting materials including the Bentham Affidavit and the Seventh Report of the Monitor is hereby abridged to the date of actual service and service, including 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 claim filed by Foundation Capital Corporation ("FCC") in the Liberty LP Claims Process approved by this Court on September 20, 2012 is hereby conclusively deemed to be accepted at \$NIL and any further claims by FCC against Liberty LP arising on or before August 24, 2012 are hereby forever barred and extinguished.
3. The Settlement Proposal is hereby approved.
4. The Monitor and the Court appointed Chief Restructuring Officer (the "CRO") are hereby authorized and directed to execute the Settlement Proposal on behalf of each of the parties listed therein, and are 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.
5. Subject to First Calgary having valid, enforceable and first ranking mortgage security over the Liberty Crossing retail plaza (the "Plaza"), the proceeds of any sale or refinancing of the Plaza shall be paid to First Calgary in priority to any amounts payable by Liberty LP under the Settlement Proposal.
6. The approval and implementation of the Settlement Proposal shall not bar or prejudice any property or other claims Legacy Communities Inc. may have against Liberty LP or Liberty Crossing General Partner Inc.



J.C.Q.B.A.