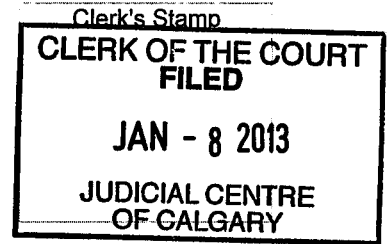


COURT FILE NUMBER 1201-07772
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF CENTURY SERVICES INC.
DEFENDANTS KT CONSTRUCTION SERVICES INC. and
KT INDUSTRIAL CONSTRUCTION INC.



IN THE MATTER OF THE RECEIVERSHIP OF
KT CONSTRUCTION SERVICES INC. and
KT INDUSTRIAL CONSTRUCTION INC.

APPLICANT ERNST & YOUNG INC. in its capacity as Court-
appointed Receiver and Manager of the assets,
undertakings and property of KT
CONSTRUCTION SERVICES INC. and
KT INDUSTRIAL CONSTRUCTION INC.

DOCUMENT **ORDER (Discharge of the Receiver)**

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY FILING THIS
DOCUMENT Norton Rose Canada LLP
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Phone: +1 403.267.8222
Fax: +1 403.264.5973
Email: steven.leitl@nortonrose.com
kyle.kashuba@nortonrose.com

I hereby certify this to be a true copy of
the original order
Dated this 8 day of January 2013

for Clerk of the Court

Attention: Steven H. Leitl / Kyle D. Kashuba
File No. 01128610-0054

DATE UPON WHICH ORDER WAS PRONOUNCED: Tuesday, January 8, 2013

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Mr. Justice S.J. LoVecchio

ORDER

(Discharge of the Receiver)

UPON THE APPLICATION of Ernst & Young Inc. in its capacity as Court-appointed receiver and manager (the "**Receiver**") of the assets, undertakings and property ("**Property**") of the Defendants, KT Construction Services Inc. and KT Industrial Construction Inc. (together,

"KT"); **AND UPON** having read the pleadings, proceedings, orders and other materials filed in this action, including the First Report of the Receiver, filed December 6, 2012 (the "**First Report**"); **AND UPON** hearing counsel for the Receiver, the Plaintiff Century Services Inc. ("**Century**"), Canada Revenue Agency ("**CRA**") and from any other interested parties who may be present; **AND UPON** it appearing that all interested and affected parties have been served with notice of this Application; **AND UPON** it appearing that the relief requested is just, fair and appropriate in all the circumstances and in the best interests of the administration of the receivership estate;

THE COURT IS CONVINCED AND HEREBY ORDERS AND DECLARES THAT:

Service:

1. Service of the notice of this Application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of this Application, and the time for service of this Application is abridged to that actually given.

Discharge of the Receiver:

2. The Receiver is hereby authorized to assign all accounts receivable and builders' liens, as set out and described in the Assignment Agreement that is attached as Appendix "A" to the First Report, to Century, as Century purchased the accounts receivable pursuant to factoring agreements between Century and KT prior to the appointment of the Receiver and therefore no other party can collect the accounts receivable. Any amounts collected by Century over and above the balance owing to Century under the Receiver's Borrowings (as that term is defined in the First Report) shall be deposited on a without prejudice basis to the rights of any creditor into a trust account with Century's counsel, and released from time to time only upon agreement of Century, CRA and any other creditors of KT which may have a valid claim against these amounts, or upon Court Order.
3. The Receiver is hereby authorized to assign its interest, in any, to the Vehicles (as that term is defined in the First Report), to Century.

4. The Receiver is hereby authorized transfer all of the KT's remaining books and records to Century.
5. The professional fees, receipts and disbursements of the Receiver and those of its legal counsel are hereby approved.
6. The Receiver is hereby authorized to pay any remaining professional fees up to the discharge of the Receiver.
7. The Receiver's reported actions and those of its legal counsel to date in respect of administering the receivership and as described in the Receiver's First Report to the Court filed in this matter are hereby approved.
8. Upon the completion of the steps necessary to finalize the administration of the receivership and the filing of a Certificate of Discharge in the form appended to the First Report and attached as Schedule "A" to this Order, Ernst & Young Inc. is hereby unconditionally and absolutely discharged as Receiver of the Property, and all duties, responsibilities and obligations connected therewith, remaining responsible only for the final administrative matters set out in the Receiver's First Report.
9. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the orders granted in the within proceeding up to and including the date hereof, and Ernst & Young Inc., in its capacities as set forth in these proceedings, shall not be liable for any act or omission on its part, or any reliance thereon, including without limitation, any act or omission pertaining to the discharge of its duties in these proceedings from time to time or with respect to any other duties or obligations, save and except for in cases of fraud, gross negligence or wilful misconduct on its part, or with leave of the Court as referred to in paragraph 10. Subject to the foregoing, any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
10. No action or other proceeding shall be commenced against Ernst & Young Inc. in any way arising from or related to its capacity or conduct as Receiver, except with prior

leave of this Court on notice to the Receiver and upon such terms as the Court may direct.

11. The Receiver is at liberty to reapply for further advice, assistance and direction as may be necessary to give full force and effect to, and in carrying out the terms of, this Order.
12. Service of this Order may be effected by sending a copy of this Order by email, facsimile transmission or by registered mail to the parties served with notice of this Application and to the parties we were in attendance at this Application, and further service of this Order is hereby dispensed with.

"S.J. LoVecchio"

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "A"

COURT FILE NUMBER 1001-19016

Clerk's Stamp

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF CENTURY SERVICES INC.

DEFENDANTS KT CONSTRUCTION SERVICES INC. and
KT INDUSTRIAL CONSTRUCTION INC.

IN THE MATTER OF THE RECEIVERSHIP OF
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appointed Receiver and Manager of the assets,
undertakings and property of KT
CONSTRUCTION SERVICES INC. and
KT INDUSTRIAL CONSTRUCTION INC.

DOCUMENT CERTIFICATE OF DISCHARGE

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

Norton Rose Canada LLP
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Phone: +1 403.267.8222
Fax: +1 403.264.5973
Email: steven.leitl@nortonrose.com
kyle.kashuba@nortonrose.com

Attention: Steven H. Leitl / Kyle D. Kashuba
File No. 01128610-0054

RECITALS

1. Pursuant to an Order of the Honourable Madam Justice B.E.C. Romaine of the Alberta Court of Queen's Bench (the "**Court**") dated June 20, 2012 (the "**Appointment Order**"), Ernst & Young Inc. was appointed as the receiver and manager (the "**Receiver**") over

the undertaking, property and assets of KT Construction Services Inc. and KT Industrial Construction Inc. (together, "KT").

2. Pursuant to an Order of the Court dated January 8, 2013, the Court approved the discharge of the Receiver, subject to the Receiver filing a Certificate of Discharge certifying that it had completed such other administrative activities required to complete its administration of the KT receivership.
3. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the First Report.

THE RECEIVER CERTIFIES the following:

- A. The Receiver has completed all other activities required to complete its administration of the receivership; and
- B. Accordingly, the Receiver has completed its administration of the KT receivership estate.

This Certificate of Discharge was delivered by the Receiver at <TIME> on <DATE>.

**ERNST & YOUNG INC., in its capacity as
Court-appointed Receiver and Manager
of the undertaking, property and assets
of KT Construction Services Inc. and KT
Industrial Construction Inc., and not in its
personal capacity**

By: _____
Name:
Title: