

COURT FILE NUMBER 1703 12327
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE EDMONTON



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

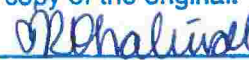
AND IN THE MATTER OF A PLAN OF ARRANGEMENT OF CANADA
NORTH GROUP INC., CANADA NORTH CAMPS INC., CAMPCORP
STRUCTURES LTD., D.J. CATERING LTD., 816956 ALBERTA LTD. and
1371047 ALBERTA LTD.

DOCUMENT FIRST EXTENSION ORDER

ADDRESS FOR SERVICE
AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT

Stephanie A. Wanke
Spencer Norris
DLA Piper (Canada) LLP
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Edmonton AB T5J 4E5
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File No. 37060-00001

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


for Clerk of the Court:

DATE ON WHICH ORDER WAS PRONOUNCED:

July 27, 2017

NAME OF JUDGE WHO MADE THIS ORDER:

The Honourable Justice S.D. Hillier

LOCATION OF HEARING:

Edmonton, Alberta

UPON the application of Canada North Camps Inc., D.J. Catering Ltd., Campcorp Structures Ltd., Canada North Group Inc., 816956 Alberta Ltd., and 1371047 Alberta Ltd. (the "Applicants"); AND UPON having read the Affidavit of Shayne McCracken sworn June 28, 2017, filed; the Confidential Supplemental Affidavit of Shayne McCracken sworn June 28, 2017, unfiled; the Affidavit of Russell French sworn June 29, 2017, filed; the Affidavit of Jessie Taha sworn June 29, 2017, filed; the Supplemental Affidavit of Shayne McCracken sworn July 4, 2017, filed; the Pre-filing Report of the Proposed Monitor, filed July 4, 2017; the Affidavit of Brian Nilsson sworn July 4, 2017, filed; the Affidavit of Jessie Taha sworn July 5, 2017; the Second Affidavit of Shayne McCracken sworn July 20 2017, filed; the Confidential Supplement to the Second Affidavit of Shayne McCracken sworn July 20, 2017, unfiled; the Applicants' Bench Brief for First Extension Application filed July 20, 2017; the Affidavit #2 of Jessie Taha sworn July 20, 2017, filed; the Bench Brief of the Respondent, Canadian Western Bank; the Third Affidavit of Shayne McCracken sworn July 24, 2017; the Confidential Supplement to the Third Affidavit of Shayne McCracken sworn July 24, 2017; the Affidavit of Glenn Macdougall sworn on July 24, 2017, filed; the First Report of Ernst & Young, the Monitor dated July 24, 2017; the Consent to Act as Monitor of 1919209 Alberta Ltd. of the

Monitor; the Affidavit #3 of Jessie Taha sworn July 26, 2017; the Affidavit of Cameron Kerr sworn July 27, 2017, filed; the Affidavit of Chris Knash sworn July 27, 2017, filed; the Affidavit of Andy McPherson sworn July 27, 2017, filed; the Second Affidavit of Service of Lynnette Goodwin sworn July 27, 2017; and the Third Affidavit of Service of Lynnette Goodwin sworn July 27, 2017; and the Initial Order of the Honourable Justice K.G. Nielsen granted July 5, 2017 (the "**Initial Order**") **AND UPON** hearing from counsel for the Applicants, counsel for Canadian Western Bank, counsel for Business Development Bank of Canada, counsel for the Monitor, counsel for National Leasing Group Inc. and ECN Financial Corp., counsel for Sysco Canada, Inc., Weslease Income Growth Fund LP, Weslease of Canada Ltd., and Roterra Piling Ltd., counsel for First Island Financial Services Ltd. and counsel for Canada Revenue Agency **IT IS HEREBY ORDERED AND DECLARED THAT:**

SERVICE

1. The time for service of the notice of application for this Order and its supporting materials is hereby abridged to time actually given and service thereof is deemed good and sufficient.

STAY OF PROCEEDINGS

2. The Stay Period as referred to and defined in paragraph 13 of the Initial Order is hereby extended up to and including September 29, 2017.
3. The hearing for the next extension application in these proceedings is scheduled for Tuesday, September 26, 2017 before Justice S. D. Hillier.
4. The Monitor is directed to file a Report in connection with the September 26, 2017 application on or before Monday, September 18, 2017.
5. Future applications in this matter are directed to be scheduled before Justice K.G. Nielsen and Justice S.D. Hillier, or, alternately, Justice J.E. Topolniski except where such Justices are unavailable and the urgency of the application requires that the matter be heard.
6. In addition to paragraph 13 of the Initial Order, during the Stay Period:
 - (a) no proceeding or enforcement process in any court shall be commenced or continued against or in respect of Heart Lake CNC Limited Partnership, Heart Lake Canada North Group GP Ltd., Wandering River Properties Ltd., and Canada North Group LP Holdings Ltd.; and
 - (b) the Court of Queen's Bench Action No. 1603 19168 brought by Max Fuel Distributors Ltd. as against Shayne McCracken is stayed.

PROCESS FOR SERVICE

7. The Applicants shall maintain a service list (the "**Service List**") for these proceedings that includes all parties who have made a formal request to the Applicants to be included on the Service List and have provided an email address for electronic service.
8. This Order, any other materials or orders in these proceedings (collectively, "**Proceeding Materials**") may be served on the Service List by email to the email addresses provided and such service shall be good and effective the same day the email is sent.
9. All parties not on the Service List may be served by the Monitor posting the Proceeding Materials for service to its website <http://documentcentre.eycan.com/Pages/Main.aspx?SID=1410> and such service shall be good and effective on the same day as the posting.

ADDING 1919209 ALBERTA LTD. AS APPLICANT IN THESE PROCEEDINGS

- a. These proceeding are amended such that 1919209 Alberta Ltd. be and is hereby added as an Applicant and the title of these proceedings is accordingly amended to:

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF ARRANGEMENT OF CANADA NORTH GROUP INC., CANADA NORTH CAMPS INC., CAMPCORP STRUCTURES LTD., D.J. CATERING LTD., 816956 ALBERTA LTD., 1371047 ALBERTA LTD. and 1919209 ALBERTA LTD.

- b. The Court discharges the Monitor from the requirement to publish a notice with respect to 1919209 Alberta Ltd. pursuant to s. 23(1)(a)(i) of the *Companies' Creditors Arrangement Act*, RSC 1985, c. C-36, as amended.
- c. 1919209 Alberta Ltd. is hereby included in the definition of "Applicants" defined therein as of the date of this Order.
- d. The addition of 1919209 Alberta Ltd as an Applicant is without prejudice to the parties affected by the addition of 1919209 Alberta Ltd. to make later application to the Court pursuant to the Allocation provision of the Initial Order which reads:

47. Any Interested Person may apply to this Court on notice to any other party likely to be affected, for an order to allocate the Administration Charge, the Interim Lender's Charge and the Director's Charge amongst the various assets comprising the Property.

SEALING ORDER

- e. The Confidential Supplement to the Second Affidavit of Shayne McCracken sworn on July 20, 2017 and Confidential Supplement to the Third Affidavit of Shayne McCracken sworn July 24, 2017 (the "Sealed Documents") shall be sealed on the Court file until the termination of the proceedings, notwithstanding Division 4 of Part 6 of the *Alberta Rules of Court*. The Sealed Documents shall be kept confidential and shall not form part of the public record, but rather shall be placed, separate and apart from all contents in the Court file, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order.

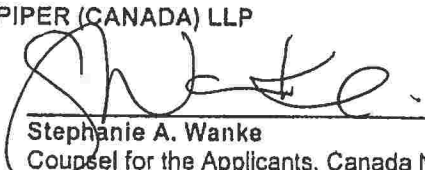
"S.D. Hillier"

Justice of the Court of Queen's Bench of Alberta

APPROVED AS TO THE ORDER GRANTED:

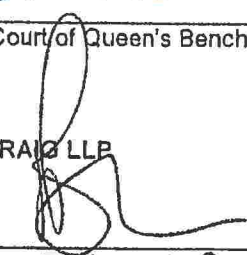
DLA PIPER (CANADA) LLP

Per:


Stephanie A. Wanke
Counsel for the Applicants, Canada North
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818956 Alberta Ltd., 1371047 Alberta Ltd.
and 1919209 Alberta Ltd.

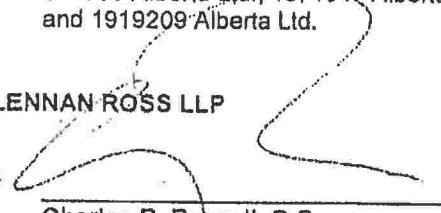
DUNCAN CRAIG LLP

Per:


Darren R. Bleganek, QC
Counsel for Ernst & Young Inc., in its
capacity as Monitor for the Applicants

MCLENNAN ROSS LLP

Per:


Charles P. Russell, Q.C.
Counsel for Canadian Western Bank and
Canadian Western Bank Leasing Inc.

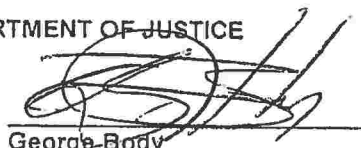
OGILVIE LLP

Per:


Rod J. Wasylyshyn
Counsel for Weslease Income Growth
Fund Limited Partnership and Weslease
of Canada Ltd.

DEPARTMENT OF JUSTICE

Per:


George Body
Counsel for Canada Revenue Agency

CASSELS BROCK

Per:


Jeffrey Oliver
Counsel for Bank of Canada and BDC
Capital Inc.

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Per:

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and 1919209 Alberta Ltd.

DUNCAN CRAIG LLP

Per:

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MCLENNAN ROSS LLP

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Counsel for Canadian Western Bank and
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OGILVIE LLP

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Counsel for Weslease Income Growth
Fund Limited Partnership and Weslease
of Canada Ltd.

DEPARTMENT OF JUSTICE

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Justice of the Court of Queen's Bench of Alberta

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Group Inc., Canada North Camps Inc.,
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DEPARTMENT OF JUSTICE

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