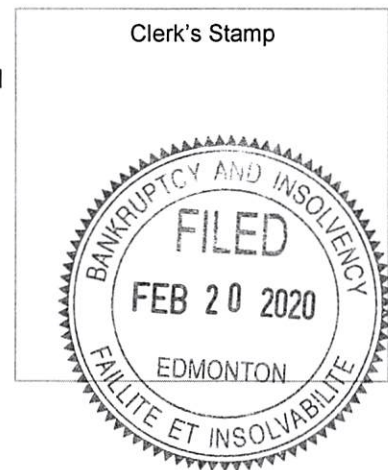


COURT FILE NUMBER 24 2612715  
COURT COURT OF QUEEN'S BENCH OF ALBERTA IN  
BANKRUPTCY AND INSOLVENCY  
JUDICIAL CENTRE EDMONTON  
APPLICANTS COPPERLINE EXCAVATING LTD.  
RESPONDENTS  
DOCUMENT ORDER IN THE MATTER OF THE NOTICE OF  
INTENTION OF COPPERLINE EXCAVATING  
LTD.



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ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS  
DOCUMENT

DATE ON WHICH ORDER WAS PRONOUNCED: February 20, 2020  
LOCATION WHERE ORDER PROUNOUNCED: EDMONTON  
NAME OF REGISTRAR WHO MADE THIS  
ORDER: L.A. Smart

UPON the application of Copperline Excavating Ltd. regarding the approval of the sale of a 2015 Freightliner 108SD Digger Derrick at a purchase price of \$155,000.00 plus applicable taxes and a 2014 Freightliner 108SD Bucket Truck at a purchase price of \$155,000.00 plus applicable taxes;

AND UPON hearing the submissions of counsel for Copperline Excavating Ltd.;

AND UPON noting consent of the two secured parties;

AND UPON noting the consent of the Trustee in the Matter of the Notice of Intention of Copperline Excavating Ltd.

**IT IS HEREBY ORDERED THAT:**

1. Copperline Excavating Ltd. is authorized to sell to Proline Power Corp. a 2015 Freightliner 108SD Digger Derrick serial number 1FVHG5CY3GHHA9338 (the "Digger Derrick") at a purchase price of \$155,000.00 and a 2014 Freightliner 108SD Bucket Truck serial number 1FVHG5CY3EHFU8782 (the "Bucket Truck") at a purchase price of \$155,000.00 plus applicable taxes, and shall be further authorized to deliver to Proline Power Corp to effect the sale of the Digger Derrick and Bucket Truck the Bills of Sale in the forms attached as Schedule "A" to this Order.
2. Title to the equipment is hereby deemed to be and shall be transferred to Proline Power Corp. free and clear of any security, charge or other restriction.

3. The funds received from the sale of the Digger Derrick and Bucket Truck, excluding any applicable taxes, shall be paid to the Royal Bank of Canada ("RBC"). Upon receipt of the funds RBC shall, in its sole discretion, apply the funds to reduce Copperline Excavating Ltd.'s total indebtedness to RBC.
4. The funds received from the sale of the Digger Derrick and Bucket Truck, excluding any applicable taxes, shall be immediately deposited into Copperline Excavating Ltd.'s RBC Chequing Account Number 003 08719 1025568. Following receipt of such payment, RBC shall amend its registration at the Alberta Personal Property Registry against Copperline Excavating Ltd. to discharge the Digger Derrick and the Bucket Truck serial numbers only.
5. Any taxes payable with respect to the sale of the Digger Derrick and Bucket Truck shall be paid directly to Main Street Law LLP, counsel for Copperline Excavating Ltd., and Main Street Law LLP shall be responsible for any necessary remittances.
6. Service is deemed to be good and time abridged.
7. There shall be no Costs awarded in relation to this Notice of Motion.

"L. A. Smart"

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REGISTRAR OF THE COURT OF QUEEN'S BENCH OF  
ALBERTA