

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

BETWEEN:

NATIONAL BANK OF CANADA

Plaintiff

- and -

**McGILLIVRAY & SERA FARMS LTD., 626625 ALBERTA
LTD., 626626 ALBERTA LTD., BASTIAANSEN HOLDING
COMPANY LTD., JOS BASTIAANSEN, CORIEN
BASTIAANSEN, and BASSEM FARM CORPORATION**

Defendants

BEFORE THE HONOURABLE
MADAM JUSTICE C. A. KENT
IN CHAMBERS

) At the Calgary Courts Centre, in the City of
) Calgary, in the Province of Alberta, on
) Thursday, the 19th day of November, 2009

ORDER
(Distribution)

UPON the application of Ernst & Young Inc. ("the Receiver") in its capacity as Receiver of the Defendants McGillivray & Sera Farms Ltd. ("MSF"), 622625 Alberta Ltd., Bastiaansen Holdings Company Ltd., Jos Bastiaansen, Corien Bastiaansen, and Bassem Farm Corporation ("Bassem"); AND UPON hearing read the Seventh Report of the Receiver, filed, and the other Receiver's Reports referenced therein; AND UPON hearing counsel for the Receiver and counsel for other interested persons;

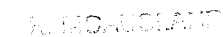
IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the notice of this application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this application, and time for service is abridged to that actually given.
2. The Receiver is hereby authorized and directed to make the following distributions to the following creditors as described in the Seventh Report of the Receiver:

- a. Transwest Financial Services Corp. - \$292,630;
 - b. Farm Credit Canada - \$154,140;
 - c. Lakeside Fertilizer - \$26,000.
3. The Receiver's application to distribute the residue of the MSF estate, and the issue of whether ^{CRK Park Lake Nurseries Ltd. Corporation CRK} Friesland Farms Ltd. or Westana Leasing Ltd. has first charge security over the residue of the MSF estate, is hereby adjourned *sine die*;
 4. Apart from those creditors and those amounts listed in paragraphs 2 and 3 of this Order, no other creditor of any of the Defendants has valid security against any of the remaining assets of the Defendants or the proceeds thereof;
 5. In particular, is it hereby declared that Transwest Financial Services Corp. does not have valid security in any of the Transwest Disputed Equipment (as that term is defined in the Seventh Report of the Receiver) and Vandenende Machinebouw B.V. does not have valid security in the Mullies or the Conveyors (as those terms are defined in the Seventh Report of the Receiver);
 6. The March 16, 2009 and June 23, 2009 Orders in the within Action are hereby amended to provide that the Receiver has the authority to assign MSF and Bassem into bankruptcy pursuant to the provisions of the *Bankruptcy and Insolvency Act*, S.C. 1985, chap. B-3, as amended;
 7. The Receiver is hereby authorized to sell a certain 1999 Great Dane Step Deck Trailer with serial number 1GRDM0637XM033006 (which is described as "the Hay Trailer" in the Seventh Report of the Receiver) through Ritchie Bros. Auctioneers (Canada) Ltd.


J.C.C.Q.B.A.

ENTERED this 20 day
of Nov, A.D. 2009


CLERK OF THE COURT

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