

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

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

**AND IN THE MATTER OF
FAIRMONT RESORT PROPERTIES LTD., LAKE OKANAGAN RESORT
VACATION (2001) LTD., LAKE OKANAGAN RESORT (2001) LTD.,
AND LL DEVELOPMENTS LTD.**

Before The Honourable Justice
B.E.C. Romaine
In Chambers

At the Court House, in the City of Calgary, in
the Province of Alberta, on Friday, the 30th
day of October, 2009.

ORDER
(4th Extension of Stay of Proceedings)
(Amendment to Initial CCAA Order)
(Approval of Loan Amending Agreement)

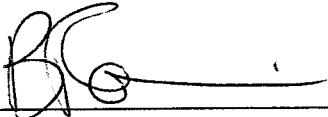
Hereby certify that I am a true copy of
the original. *Order*
Dated this 3 day of Nov, 2009
Bruce
By Court Clerk

UPON THE APPLICATION of Fairmont Resort Properties Ltd., Lake Okanagan Resort Vacation (2001) Ltd., Lake Okanagan Resort (2001) Ltd. and LL Developments Ltd. (collectively "Fairmont"); AND UPON HAVING read the Fourth Report (October 23, 2009) of Ernst & Young Inc. as Monitor of Fairmont; AND UPON HAVING read the Affidavits of Murray Moore (sworn October 23, 2009 and October 29, 2009); AND UPON HAVING heard counsel for Fairmont, counsel for the Monitor and counsel for other interested parties, creditors and stakeholders;

IT IS HEREBY ORDERED AND DIRECTED THAT:

1. Service of this application is deemed to be good and sufficient.

2. Paragraph 13 of the March 30, 2009 Initial Order is amended to extend the Stay Period until and including ^{January 29} ~~February 26~~, 2010. BR
3. ~~The March 30, 2009 Initial Order is amended as per Schedule "A" attached hereto. In the event that Fairmont, FRPL and the Monitor, or any combination thereof, are not able to agree on a course of conduct under the Initial Order as amended, such parties shall, on notice, be at liberty to apply to this Honourable Court for advice and directions.~~ BR.
4. The Loan Amending Agreement executed between Century Services Inc. and Fairmont attached as Exhibit "A" to the Affidavit of Murray Moore (sworn October 29, 2009) including a revolving facility arrangement is approved. The Loan Amending Agreement maintains all rights, priorities and attributes of the DIP Facility.
5. Service of this Order shall be made on all such persons who appeared on this application, either by counsel or in person, and those persons who have requested service but is otherwise dispensed with.



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

ENTERED this 3 day of ^{Nov.} ~~October~~, 2009

K. MCAUSLAND



Clerk of the Court of Queen's Bench

Action No. 0901-04199

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Amendment to Initial CCAA Order
Approval of Loan Amending Agreement**

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