

Action No.: 0901-04199

**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. 1985, c. C-36, as amended;**

I hereby certify this to be a true copy of
the original Consent Order
Dated this 23 day of April, 2010
[Signature]
for Clerk of the Court

**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) AT THE CALGARY COURTS CENTRE
MADAM JUSTICE ROMAINE) IN THE CITY OF CALGARY IN THE
IN CHAMBERS) PROVINCE OF ALBERTA, ON Friday
DAY THE 23 DAY OF APRIL, 2010
)

CONSENT ORDER

UPON the application of Northwynd Limited Partnership by its general partner, Fairwynd Resort Properties Ltd. ("Northwynd"); AND UPON noting the consent of counsel for Fairmont Resort Properties Ltd. ("Fairmont"), Lake Okanagan Resort Vacation (2001) Ltd. ("LORV") and Lake Okanagan Resort (2001) Ltd. ("LOR"); AND UPON noting the consent of counsel for the Court appointed Monitor, Ernst & Young Inc. (the "Monitor"); AND UPON hearing the representations of counsel for Northwynd;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Time for service of the within application is abridged and service of this application is deemed to be good and sufficient;

2. Northwynd is granted leave to initiate proceedings against Fairmont, LORV and LOR for, *inter alia*, orders appointing a Receiver or Receiver and Manager of Fairmont, LORV and LOR (the "Receiver") and approving a sale of the assets of Fairmont, LORV and LOR by said Receiver to Northwynd subject to Court approval but to take no further steps without leave of this Honourable Court.
3. Counsel for Fairmont, LORV and LOR and Counsel for the Monitor shall be at liberty to approve this Order by facsimile transmission.

"Madan Justice B.F.C. Remane"
J.C.C.Q.B.A.

**CONSENTED TO:
MACLEOD DIXON LLP**

Per: _____

Howard A. Gorman
Solicitors for FAIRMONT RESORT PROPERTIES LTD.,
LAKE OKANAGAN RESORT VACATION (2001) LTD.,
LAKE OKANAGAN RESORT (2001) LTD.

BLAKE, CASSELS & GRAYDON LLP

Per: _____

Kelly Bourassa
Solicitors for the Monitor, ERNST & YOUNG INC.

ENTERED THIS 23 DAY OF APRIL, 2010

K. MCAUSLAND

COURT
SEAL

Clerk of the Court

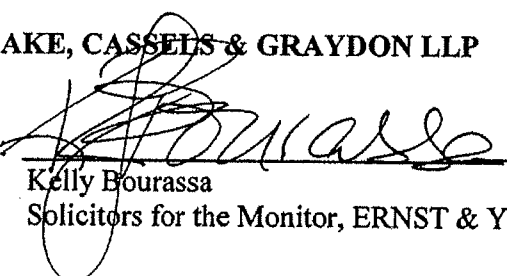
2. Northwynd is granted leave to initiate proceedings against Fairmont, LORV and LOR for, *inter alia*, orders appointing a Receiver or Receiver and Manager of Fairmont, LORV and LOR (the "Receiver") and approving a sale of the assets of Fairmont, LORV and LOR by said Receiver to Northwynd subject to Court approval but to take no further steps without leave of this Honourable Court.
3. Counsel for Fairmont, LORV and LOR and Counsel for the Monitor shall be at liberty to approve this Order by facsimile transmission.

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

**CONSENTED TO:
MACLEOD DIXON LLP**

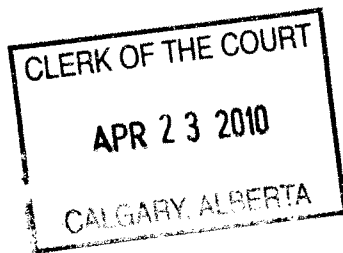
Per: _____
Howard A. Gorman
Solicitors for FAIRMONT RESORT PROPERTIES LTD.,
LAKE OKANAGAN RESORT VACATION (2001) LTD.,
LAKE OKANAGAN RESORT (2001) LTD.

BLAKE, CASSELLS & GRAYDON LLP

Per: 
Kelly Bourassa
Solicitors for the Monitor, ERNST & YOUNG INC.

ENTERED THIS 23 DAY OF APRIL, 2010

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CONSENT ORDER

BORDEN LADNER GERVAIS LLP

Barristers and Solicitors
1000 Canterra Tower
400 – 3rd Avenue S.W.
Calgary, AB T2P 4H2

Attention: John L. Ircandia
Telephone: (403) 232-9406
Facsimile: (403) 266-1395

File No.: 437748-000001