

I hereby certify this to be a true copy of
the original Order
Dated this 4 day of June 2010
for Clerk of the Court

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

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
MADAM JUSTICE B.E.C. ROMAINE
IN CHAMBERS

) AT THE CALGARY COURTS CENTRE,
) IN THE CITY OF CALGARY, IN THE
) PROVINCE OF ALBERTA, THE
) 4th DAY OF JUNE, 2010.

ORDER

UPON THE APPLICATION of Northwynd Resort Properties Limited Partnership ("Northwynd"); **AND UPON** hearing counsel for Northwynd; **AND UPON** noting the consent of Counsel for Fairmont Resort Properties Ltd. ("Fairmont"), Lake Okanagan Resort Vacation (2001) Ltd. ("LORV"), Lake Okanagan Resort (2001) Ltd. ("LOR") and LL Developments Ltd. and Counsel for Ernst & Young Inc., the Court-appointed Monitor;

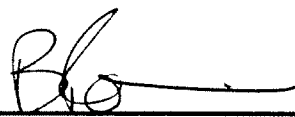
IT IS HEREBY ORDERED AND DECLARED THAT:

1. Certain Schedules to the Foreclosure Agreement, being the agreement with respect to the Sale and vesting of title in the Secured Assets to Northwynd, as such terms are defined in the Order of this Honourable Court dated April 27, 2010, shall be redacted or sealed and labelled "confidential" in the materials filed with the Clerk of the Court of Queen's Bench of Alberta due to the confidential nature of certain information contained therein, and will not be made available for public viewing. For greater clarity, the information contained in the following Schedules shall be redacted or sealed and labelled "confidential":

SCHEDULE	CONFIDENTIAL INFORMATION
Schedule 1.1(aaa) – Fairmont Intellectual Property Rights (Northmont)	• Fairmont Owners List • Fairmont Toured Before List
Schedule 1.1(bbb) – Fairmont Intellectual Property Rights (Northwynd)	• Telephone Lists • Club Lists • Picture Repository
Schedule 1.1 (sss) – Fairmont Promissory Notes	• Fairmont Promissory Notes
Schedule 1.1 (bbbb) – Fairmont Time share Agreements	• Fairmont Timeshare Agreements
Schedule 1.1 (kkkkk) – LOR Intellectual Property Rights	• LOR Guest List • LOR Groups List • LOR Strata Corporations List
Schedule 1.1 (qqqqqq) – LOR Intellectual Property Rights	• LORV Owners List • LORV Toured Before List • LORV Strata Corporation List
Schedule 1.1 (yyyyyy) – LORV Promissory Notes	• LORV Promissory Notes
Schedule 1.1 (ddddddd) – LORV Timeshare Agreements	• LORV Timeshare Agreements

(collectively, the “Confidential Information”)

2. Northwynd shall include the Confidential Information in the materials provided to the Honourable Madam B.E.C. Romaine in support of its application to approve the Sale and vesting of title in the Secured Assets.

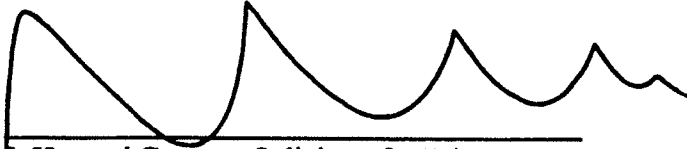

 J.C.Q.B.A.

Entered this 4 day
 of June, 2010
 Clerk of the Court

K. MCAUSLAND

CONSENTED TO THIS 3RD DAY
OF JUNE, 2010

MACLEOD DIXON LLP

Per: 

Howard Gorman, Solicitors for Fairmont Resort
Properties Ltd., Lake Okanagan Resort Vacation
(2001) Ltd., Lake Okanagan Resort (2001) Ltd.
and LL Developments Ltd.

BLAKE CASSELS AND GRAYDON LLP

Per: _____
Kelly Bourassa, Solicitors for
Ernst & Young Inc.

ENTERED THIS ____ DAY OF JUNE, 2010

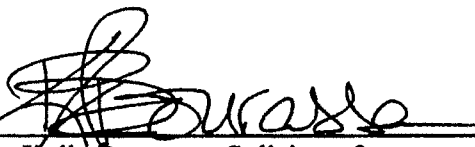
CLERK OF THE COURT

CONSENTED TO THIS 3RD DAY
OF JUNE, 2010

MACLEOD DIXON LLP

Per: _____
Howard Gorman, Solicitors for Fairmont Resort
Properties Ltd., Lake Okanagan Resort Vacation
(2001) Ltd., Lake Okanagan Resort (2001) Ltd.
and LL Developments Ltd.

BLAKE CASSELS AND GRAYDON LLP

Per:  _____
Kelly Bourassa, Solicitors for
Ernst & Young Inc.

ENTERED THIS ____ DAY OF JUNE, 2010

CLERK OF THE COURT

Action No. 0901-04199

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OKANAGAN RESORT (2001) LTD., AND
LL DEVELOPMENTS LTD.

ORDER

BORDEN LADNER GERVAIS LLP
Barristers and Solicitors
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Calgary, AB T2P 4H2

Attention: John L. Ircandia
Telephone : (403) 232-9774
Facsimile : (403) 266-1395

File Number: 438819-000001

