

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, SECTION 13(2) OF THE *JUDICATURE ACT*, R.S.A. 2000, C. J-2, AS AMENDED, AND SECTION 99(a) OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9, AS AMENDED

AND IN THE MATTER OF CONCRETE EQUITIES INC., WEALTHCRETE INVESTMENT CORPORATION, CONCRETE ASSOCIATES INVESTMENT CORPORATION, CONCRETE ASSOCIATES INVESTMENT II CORPORATION, CONCRETE ASSOCIATES INVESTMENT III CORPORATION, CONCRETE ASSOCIATES INVESTMENT IV CORPORATION, CONCRETE ASSOCIATES INVESTMENT V CORPORATION, EL GOLFO INVESTMENT CORPORATION, COSTA KORAAL INVESTMENT CORPORATION, LUNA MORADA INVESTMENT CORPORATION, CONCRETE EQUITIES EXECUTIVE CLUB INC., 1456775 ALBERTA LTD., CONCRETE PLACE PROPERTIES LTD. and CONCRETE ASSOCIATES VIII CORP.

NOTICE OF MOTION

TAKE NOTICE that an Application will be made on behalf of Hardie & Kelly Inc., the trustee of the estate of Varun (Vinny) Aurora, a creditor of Concrete (as defined below) before the Presiding Justice in Chambers at the Calgary Courts Centre, in the City of Calgary, in the Province of Alberta on Thursday, the 25th day of February, 2010 at 10 o'clock in the forenoon or so soon thereafter as counsel may be heard, for an Order granting the following relief:

1. Setting aside the Notice of Disallowance dated February 3, 2010 (the "**Notice of Disallowance**") issued by Ernst & Young Inc. in its capacity as Receiver and Manager and Monitor (the "**Monitor**") of Concrete Equities Inc., Wealthcrete Investment Corporation, Concrete Associates Investment Corporation, Concrete Associates Investment II Corporation, Concrete Associates Investment III Corporation, Concrete Associates Investment IV Corporation, Concrete Associates Investment V Corporation, El Golfo Investment Corporation, Costa Koraal Investment Corporation, Luna Morada Investment Corporation, Concrete Equities Executive Club Inc., 1456775 Alberta Ltd., Concrete Place Properties Ltd., Safeguard Real Estate Investment Fund LP, Safeguard Real Estate Investment Fund II LP, Safeguard Real Estate Investment Fund III LP, Safeguard Real Estate Investment Fund IV LP, Safeguard Real Estate Investment Fund V LP, Safeguard Real Estate Investment Fund VI LP, Safeguard Real Estate Investment Fund VIII LP, Santa Clara Real Estate Investment Fund LP, Calle Mariposas Limited Partnership, Concrete Properties Limited Partnership, Concrete Associates VIII Corp. (collectively, "**Concrete**") and addressed to Blakes;

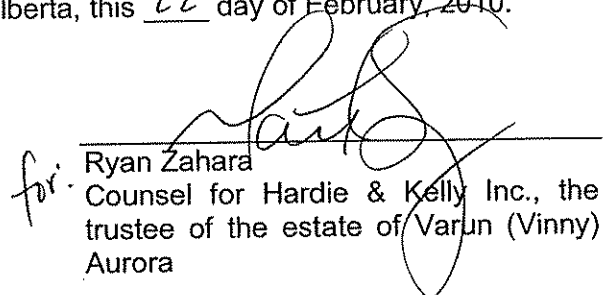
2. Directing the Monitor, in its capacity as Receiver and Manager and Monitor of Concrete to accept the Proof of Claim filed by Hardie & Kelly Inc. in its capacity as trustee of the estate of Varun (Vinny) Aurora ("Aurora") in the Receivership of Concrete; and
3. Such further and other relief as this Honourable Court deems just.

AND FURTHER TAKE NOTICE that in support of the within application will be read the Affidavit of Darcy Sandhu, to be filed, and such further and other material as counsel may advise and this Honourable Court may permit.

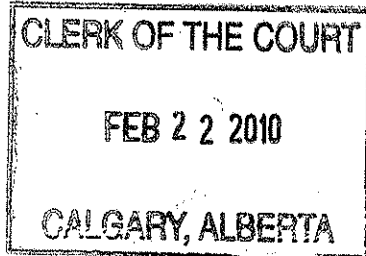
AND FURTHER TAKE NOTICE that the grounds for the within application are as follows:

1. On or about September 18, 2008, Aurora received a loan in the amount of \$4,000,000.00 (the "Funds") from 934608 Alberta Ltd. ("934608");
2. After receipt of the Funds from 934608, Aurora, by way of an unsecured loan, advanced the Funds to Concrete;
3. Concrete accepted the Funds and used them in its on-going business operations, including to repay amounts owed to P3 Holdings Ltd.;
4. The amount of the Funds advanced by Aurora to Concrete remains outstanding and has not been repaid; and
5. Such further and other grounds as counsel may advise and this Honourable Court may permit.

DATED at the City of Calgary, in the Province of Alberta, this 22nd day of February, 2010.


for: Ryan Zahara
Counsel for Hardie & Kelly Inc., the
trustee of the estate of Varun (Vinny)
Aurora

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JUDICIAL DISTRICT OF CALGARY



IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, AS AMENDED,
SECTION 13(2) OF THE JUDICATURE
ACT, R.S.A. 2000, C. J-2, AS AMENDED,
AND SECTION 99(a) OF THE BUSINESS
CORPORATIONS ACT, R.S.A. 2000, c. B-
9, AS AMENDED

AND IN THE MATTER OF CONCRETE
EQUITIES INC., WEALTHCRETE
INVESTMENT CORPORATION,
CONCRETE ASSOCIATES INVESTMENT
CORPORATION, CONCRETE
ASSOCIATES INVESTMENT II
CORPORATION, CONCRETE
ASSOCIATES INVESTMENT III
CORPORATION, CONCRETE
ASSOCIATES INVESTMENT IV
CORPORATION, CONCRETE
ASSOCIATES INVESTMENT V
CORPORATION, EL GOLFO
INVESTMENT CORPORATION, COSTA
KORAAL INVESTMENT CORPORATION,
LUNA MORADA INVESTMENT
CORPORATION, CONCRETE EQUITIES
EXECUTIVE CLUB INC., 1456775
ALBERTA LTD., CONCRETE PLACE
PROPERTIES LTD. and CONCRETE
ASSOCIATES VIII CORP.

NOTICE OF MOTION

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