



NO. S092767
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED**

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

**IN THE MATTER OF EVERGREEN GAMING CORPORATION AND WASHINGTON
GAMING, INC., AND THEIR SUBSIDIARIES LISTED ON SCHEDULE "A"**

PETITIONERS

ORDER

(APPROVAL OF SETTLEMENT AND EXTENSION OF STAY)

BEFORE THE HONOURABLE)
MADAM JUSTICE BROWN)
FRIDAY, THE 3RD
DAY OF JULY, 2009

UPON THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on this day; AND UPON hearing Christopher J. Ramsay, counsel for the Petitioners, Peter Reardon, counsel for the Monitor and Warren Milman, counsel for Fortress Credit Corp.; AND UPON reading the materials filed herein; AND PURSUANT TO the provisions of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, the *Business Corporations Act*, S.B.C. 2002, c. 57, and Rules 3, 10, 12, 13(1), 13(6) and 44 of the *Rules of Court* and the equitable and inherent jurisdiction of this Honourable Court:

THIS COURT ORDERS AND DECLARES that:

1. The time for service of the Notice of Motion, and the Notice of Hearing be and it is hereby abridged such that the application is properly returnable this day;
2. The stay of proceedings and the relief granted to the Petitioners in the Order of this Court made April 15, 2009 (the "Initial Order") and confirmed by the Orders made on May 15, 2009, June 18, 2009 and June 24, 2009 are hereby confirmed and extended to 11:59 p.m. on September 1, 2009, or such later date as this Court may subsequently order;
3. The Settlement Agreement between the Petitioners and Fortress Credit Corporation dated July 2, 2009, a copy of which is attached as Exhibit "A" to the Affidavit of Norman Osatuik No. 3 sworn July 3, 2009 and filed herein, together with the compromises, arrangements, transactions, releases and results provided therein and effected thereby, is hereby authorized and approved;
4. The Petitioners are hereby authorized and directed to take all steps and actions necessary or appropriate to implement the Settlement Agreement in accordance with its terms, and enter into, implement and consummate the transactions, instruments, releases, and all other agreements or documents to be created or delivered in connection with the Settlement Agreement;
5. In respect of all of the Petitioners herein other than with respect to Evergreen Gaming Corporation ("Evergreen") and Washington Gaming, Inc. ("WGI"), Deloitte & Touche Inc. shall be replaced as Monitor by Grant Thornton Inc., which replacement shall be effective upon the appointment of Grant Thornton Inc. as Interim Receiver/Receiver Manager pursuant to the further Order made herein of this same date. At the effective time, Deloitte & Touche Inc. shall be discharged and released from its duties and obligations as Monitor in relation to those Petitioners, other than Evergreen and WGI;
6. Notwithstanding the discharge of Deloitte & Touche Inc. as provided herein, the Administration Charge as provided for in the Initial Order as confirmed and extended be and the same shall continue in respect of Deloitte & Touche Inc. to cover the fees and disbursements in its capacity as Monitor and of the Monitor's


counsel for the period of time both prior to and following the making of this Order. *and shall be in priority to the charge in favour of Grant Thornton Inc. as replacement Monitor.*

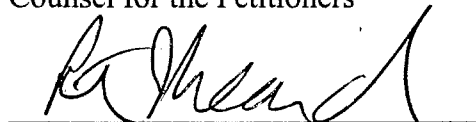
7. Pursuant to Section 16 of the CCAA, this Order shall have full force and effect in all Provinces in Canada. This Court requests the aid and recognition of the United States Bankruptcy Court to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required, *and*
8. The Petitioners, the Monitor, and any other interested parties, are hereby granted leave to apply to this Court for any directions or determinations required to resolve any matter or dispute relating to the Settlement Agreement, this Order or the subject matter thereof and the rights and benefits thereunder, provided that no provision of this Order shall be construed to modify or impair any right, title, interest, privilege or remedy expressly provided for or reserved under the Settlement Agreement, *and*
9. ~~Endorsement of this Order by counsel appearing on this application, other than counsel for the Petitioners, is hereby dispensed with.~~

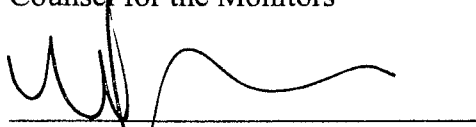
BY THE COURT

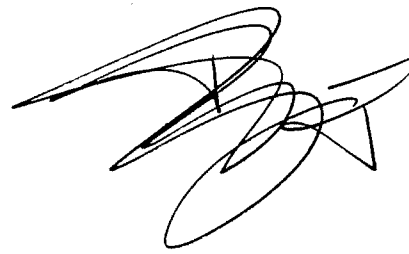

REGISTRAR

APPROVED AS TO FORM:


CHRISTOPHER J. RAMSAY
Counsel for the Petitioners


PETER REARDON
Counsel for the Monitors


WARREN MILMAN
Counsel for Fortress Credit Corp.



SCHEDULE "A"

LIST OF COUNSEL APPEARING

| COUNSEL | APPEARING FOR: |
|------------------------------|-----------------------|
| Christopher J. Ramsay | Petitioners |
| Peter Reardon | Monitor |
| Warren Milman | Fortress |
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