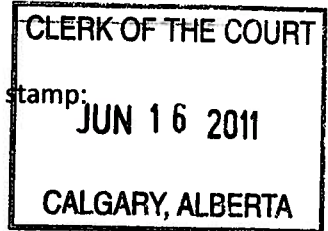


COURT FILE NUMBER
COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE

1001-07852

Clerk's stamp:



CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED AND THE JUDICATURE ACT, R.S.A. 2000, c. J-2, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF MEDICAN HOLDINGS LTD., MEDICAN DEVELOPMENTS INC., R7 INVESTMENTS LTD., MEDICAN CONSTRUCTION LTD., MEDICAN CONCRETE INC., 1090772 ALBERTA LTD., 1144233 ALBERTA LTD., 1344241 ALBERTA LTD., 9150-3755 QUEBEC INC., AXCESS (GRANDE PRAIRIE) DEVELOPMENTS LTD., AXCESS (SYLVAN LAKE) DEVELOPMENTS LTD., CANVAS (CALGARY) DEVELOPMENTS LTD., ELEMENTS (GRANDE PRAIRIE) DEVELOPMENTS LTD., HOMES BY KINGSLAND LTD., LAKE COUNTRY (SITARA) DEVELOPMENTS LTD., MEDICAN (EDMONTON TERWILLEGAR) DEVELOPMENTS LTD., MEDICAN (GRANDE PRAIRIE) HOLDINGS LTD., MEDICAN (KELOWNA MOVE) DEVELOPMENTS LTD., MEDICAN (LETHBRIDGE - FAIRMONT PARK) DEVELOPMENTS LTD., MEDICAN (RED DEER - MICHENER HILL) DEVELOPMENTS LTD., MEDICAN (SYLVAN LAKE) DEVELOPMENTS LTD., MEDICAN (WESTBANK) DEVELOPMENT LTD., MEDICAN (WESTBANK) LAND LTD., MEDICAN CONCRETE FORMING LTD., MEDICAN DEVELOPMENTS (MEDICINE HAT SOUTHWEST) INC., MEDICAN ENTERPRISES INC. / LES ENTREPRISES MEDICAN INC., MEDICAN EQUIPMENT LTD., MEDICAN FRAMING LTD., MEDICAN GENERAL CONTRACTORS LTD., MEDICAN GENERAL CONTRACTORS 2010 LTD., RIVERSTONE (MEDICINE HAT) DEVELOPMENTS LTD., SANDERSON OF FISH CREEK (CALGARY) DEVELOPMENTS LTD., SIERRAS OF EAUX CLAIRES (EDMONTON) DEVELOPMENTS LTD., SONATA RIDGE (KELOWNA) DEVELOPMENTS LTD., SYLVAN LAKE MARINA DEVELOPMENTS LTD., THE ESTATES OF VALLEYDALE DEVELOPMENTS LTD., THE LEGEND (WINNIPEG) DEVELOPMENTS LTD., and WATERCREST (SYLVAN LAKE) DEVELOPMENTS LTD. (THE PETITIONERS)

I Herobly certify this to be a true copy of
the original Order
Dated this 16 day of June 2011
K. M. Horner
for Clerk of the Court

DOCUMENT

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY FILING THIS
DOCUMENT

ORDER



FRASER MILNER CASGRAIN LLP

Bankers Court
15th Floor, 850 - 2nd Street S.W.
Calgary, Alberta T2P 0R8
Attention: David LeGeyt
Ph. (403) 268-3075 Fx. (403) 268-3100
File No.: 526686-1

DATE ON WHICH ORDER WAS PRONOUNCED: June 10, 2011
LOCATION WHERE ORDER WAS PRONOUNCED: CALGARY
NAME OF JUDGE WHO MADE THIS ORDER: JUSTICE K.M. HORNER

ORDER

(Axxess (Grande Prairie) Developments Ltd.)

UPON the Application of the Petitioners filed May 5, 2011, supported by the Affidavit of Tyrone Schneider dated May 3, 2011 (the "Schneider Affidavit") and the Affidavit of Gail Wheatley filed May 5, 2011 (the "Service Affidavit"); **AND UPON** the Application of Condominium Corporation No. 0627724 filed March 22, 2011, supported by the Affidavit of Ralph Yeo filed March 22, 2011; **AND UPON** the Application of Canadian Imperial Bank of Commerce ("CIBC") filed May 8, 2011, **AND UPON** hearing read the Reports of RSM Richter Inc. in its capacity as the Monitor of the Petitioners in these proceedings (the "Monitor") filed May 6, 2011 and May 9, 2011; **AND UPON** reading the transcripts of the Cross-examination of Tyrone Schneider upon the Schneider Affidavit; **AND UPON** hearing read the answers to interrogatories of Ralph Yeo; **AND UPON** hearing read the Briefs of Arguments filed by the Petitioners, CIBC, Condominium Corporation No. 0627724, and the Monitor; **AND UPON** referring to such other material in the pleadings and proceedings as deemed necessary; **AND UPON** hearing counsel for the Petitioners, CIBC, Condominium Corporation No. 0627724, the Monitor, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

Service and Interpretation

1. The time for service of notice of the Applications described above is abridged to the time actually given and service of these Applications and supporting material as described in the Service Affidavit and otherwise is good and sufficient.
2. All capitalized terms not otherwise defined in this Order shall have the meaning ascribed to them in the Order granted by Madam Justice K.M. Horner in this Action dated May 26, 2010 ("Initial Order").

Dismissal of Application of Condominium Corporation No. 0627724 and Levies of Special Assessments

3. The Application of Condominium Corporation No. 0627724 is dismissed.
4. All special assessments levied by Condominium Corporation No. 0627724 against units owned by Axxess (Grande Prairie) Developments Ltd. on account of the deficiency claims alleged in the Affidavit of Ralph Yeo, sworn in these proceedings on March 11, 2011 are invalid and are hereby vacated.
5. Subject to obtaining leave to do so from this Honourable Court in these proceedings, Condominium Corporation No. 0627724 is not entitled to levy any future special assessment against only the units owned by Axxess (Grande Prairie) Developments Ltd. on account of the deficiency claims alleged in the Affidavit of Ralph Yeo, sworn in these proceedings on March 11, 2011, and Condominium Corporation No. 0627724 is stayed from doing so.
6. The Registrar of the North Alberta Land Registration District is hereby directed to discharge the caveat registered by Condominium Corporation No. 0627724 as instrument no. 112 105 968 notwithstanding the provisions of section 191 of the *Land Titles Act* (Alberta).

Approving the Sale of Units

7. To the extent not already approved by any previous Order of this Honourable Court, the condominium units sales in the Axxess Project (as described in the Schneider Affidavit) described in the materials listed in the preamble to this Order be and are hereby approved.
8. Condominium Corporation No. 0627724 shall immediately issue estoppel certificates and certificates of insurance in respect of any unit sales in the Axxess Project which shall describe only the amounts owing as of the applicable closing date for arrears of condominium contributions, and without restricting the generality of the foregoing the certificates shall not include any amounts allegedly owing by the Medican Group on account of any other type of claim which Condominium Corporation No. 0627724 may have against the Medican Group, as described in the Affidavit of Ralph Yeo sworn March 9, 2011 in these proceedings, or otherwise.
9. Condominium Corporation No. 0627724 shall issue estoppel certificates in accordance with the foregoing paragraph for all subsequent unit sales in the Axxess Grande Prairie Project which shall be used in conjunction with a Monitor's Certificate as contemplated in the Condominium Sales Order granted by this Honourable court on June 11, 2010.
10. The Medican Group and the Monitor be and are hereby authorized and directed to execute all deeds, documents, and agreements, and to do all things reasonably necessary to complete the sales contemplated in of this Order, including without limitation, the Monitor issuing Monitor's Certificates as contemplated in the Condominium Sales Order granted by this Honourable Court on June 11, 2010 in connection with such sales, which Monitor's Certificate shall request the Registrar of the North Alberta Land Registration District to discharge the caveats registered as instrument no. 112 105 908 and instrument no. 102 162 821, and the Registrar of the North Alberta Land Registration District shall discharge the caveats registered as instrument no. 112 105 908 and instrument no. 102 162 821 from the titles of the units transferred pursuant to this Order, notwithstanding the provisions of section 191 of the *Land Titles Act* (Alberta).

Miscellaneous

11. The costs of the Applications addressed in this Order may be spoken to.
12. This Order may be approved by facsimile or electronic signature, and in counterpart.

13. The Medican Group shall serve, by courier, facsimile transmission, e-mail transmission, or ordinary post, a copy of this Order on all parties present at this application and on all parties who received notice of this application or who are presently on the service list established in these proceedings, and service on any or all other parties is hereby dispensed with. Service affected as aforesaid shall be good and sufficient service.

Justice of the Court of Queen's Bench of Alberta

APPROVED AS TO ORDER GRANTED THIS ___ OF JUNE, 2011:

MACLEOD DIXON LLP, COUNSEL TO RSM
RICHTER INC. IN ITS CAPACITY AS THE
MONITOR OF THE PETITIONERS

FASKEN MARTINEAU DUMOULIN LLP, COUNSEL
TO CANADIAN IMPERIAL BANK OF COMMERCE

Per: Kevin Barr

Per: Frank Dearlove

BISHOP & MCKENZIE LLP, COUNSEL TO
CONDOMINIUM CORPORATION NO. 0627724



Per: Jerritt Pawlyk

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Justice of the Court of Queen's Bench of Alberta

APPROVED AS TO ORDER GRANTED THIS 15th OF JUNE, 2011:

MACLEOD DIXON LLP, COUNSEL TO RSM
RICHTER INC. IN ITS CAPACITY AS THE
MONITOR OF THE PETITIONERS

Per: Kevin Barr

BISHOP & MCKENZIE LLP, COUNSEL TO
CONDOMINIUM CORPORATION NO. 0627724

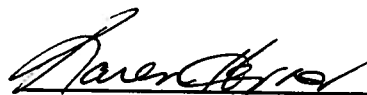
Per: Jerritt Pawlyk

FASKEN MARTINEAU DUMOULIN LLP, COUNSEL
TO CANADIAN IMPERIAL BANK OF COMMERCE



Per: Frank Dearlove

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Justice of the Court of Queen's Bench of Alberta

APPROVED AS TO ORDER GRANTED THIS ___ OF JUNE, 2011:

MACLEOD DIXON LLP, COUNSEL TO RSM
RICHTER INC. IN ITS CAPACITY AS THE
MONITOR OF THE PETITIONERS



Per: Kevin Barr

FASKEN MARTINEAU DUMOULIN LLP, COUNSEL
TO CANADIAN IMPERIAL BANK OF COMMERCE

Per: Frank Dearlove

BISHOP & MCKENZIE LLP, COUNSEL TO
CONDOMINIUM CORPORATION NO. 0627724

Per: Jerritt Pawlyk