COURT FILE NUMBER

1501-00955

COURT

COURT OF QUEEN'S BENCH

OF ALBERTA

IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE

CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

APPLICANTS

LUTHERAN CHURCH - CANADA, THE

ALBERTA - BRITISH COLUMBIA DISTRICT. **ENCHARIS COMMUNITY HOUSING AND** SERVICES, ENCHARIS MANAGEMENT AND SUPPORT SERVICES, AND LUTHERAN

CHURCH - CANADA, THE ALBERTA - BRITISH COLUMBIA DISTRICT INVESTMENTS LTD.

DOCUMENT

ORDER

(Extend Stay, Authorize CRO, Approve

Payments)

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF

PARTY FILING THIS

DOCUMENT

Bishop & McKenzie LLP Barristers & Solicitors 1700, 530 - 8th Avenue SW Calgary, Alberta T2P 3S8

Attention: Francis N. J. Taman / Ksena J. Court

Telephone: 403-237-5550

Fax: 403-243-3623

File No.: 103,007-003

DATE ON WHICH ORDER WAS PRONOUNCED:

FRIDAY, MARCH 27, 2015

LOCATION WHERE ORDER WAS PRONOUNCED:

CALGARY, ALBERTA

CLERROF THE COURT

FILED

MAY 1 9 2015

JUDICIAL CENTRE OF CALGARY

NAME OF JUSTICE WHO MADE THIS ORDER:

JUSTICE K. D. YAMAUCHI

UPON THE APPLICATION of Lutheran Church – Canada, the Alberta – British Columbia District (the "District"), Encharis Community Housing and Services ("ECHS"), EnCharis Management and Support Services, and Lutheran Church – Canada, the Alberta – British Columbia District Investments Ltd. ("DIL") (collectively the "Applicants"); AND UPON HAVING READ the Application, the Affidavits of Kurtis Robinson; AND UPON READING the Reports of the Monitor; AND UPON HEARING from counsel for the Applicants, counsel for the Monitor, counsel for Lutheran Church – Canada, counsel for some of creditors and from other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

- 1. Service of notice of the application for this Order, and all supporting materials, as set out in the Affidavits of Service of Charlene Everett respecting the Application filed March 20, 2015 is good and sufficient, and the time for notice hereof is shortened to the time actually given.
- 2. All capitalized terms not otherwise defined in this Order shall have the meaning ascribed to them in the Initial Order granted by the Honourable Justice K.D. Yamauchi in this Action dated January 23, 2015 (the "Initial Order").

EXTENSION OF STAY

3. The Stay Period as defined in the Initial Order is hereby extended up to and including June 26, 2015 (the "Return Date").

CHIEF RESTRUCTURING OFFICER

- 4. Kluane Partners is hereby appointed as the chief restructuring officer ("CRO") of the District and DIL having the powers and obligations set out in the Order granted by Justice C. M. Jones on February 20, 2015, and on the terms provided for in the engagement agreement attached as Exhibit "A" to the Affidavit of Kurtis Robinson sworn March 23, 2015.
- 5. The Applicants and their officers, directors, employees, agents, and representatives shall cooperate fully with the CRO in the exercise of its powers and discharge of its duties and obligations, including, but not limited to, providing the CRO with access to the Applicants books, records, assets and premises as the CRO requires.

- 6. No director, officer, employee, agent, or representative of the Applicants, nor any party related to the business of the Applicants, shall interfere with the CRO's management of the business and affairs of the District or DIL and the Restructuring and the exercise of the CRO's powers, duties, rights and obligations in connection therewith.
- 7. The CRO shall not incur any liability or obligation as a result of the fulfillment of its duties, and no action or other proceedings may be commenced against the CRO relating to its appointment or its conduct as CRO except with the prior leave of this Court obtained on at least seven days notice to the Applicants, the CRO and the Monitor. In addition, all of the protections granted to the directors and officers of the Applicants in the Initial Order shall apply *mutatis mutandis* for the benefit of the CRO and the CRO shall be entitled to the benefit of the Directors' Charge and the Administration Charge granted in the Initial Order.

PAYMENTS TO LUTHERAN CHURCH - CANADA ("LCC")

8. The Application with respect to forwarding the LCC Portion of Mission Remittances to LCC is adjourned to the Return Date.

LIFE LEASE CONDOMINIUMS

9. The Application to establish a sale process with respect to condominium units subject to Life Leases which are surrendered or terminated is adjourned to the Return Date.

SECURITIES COMMISSION

10. The Order granted orally with respect to extending the Administration Charge to cover any legal fees and disbursements for counsel in Alberta or British Columbia respecting any dealings with the Alberta Securities Commission or the British Columbia Securities Commission is hereby vacated and that portion of the application is adjourned to the Return Date.

MILEAGE RESERVE FUND

11. Subject to the approval of the Creditors' Committee for the CEF Depositors, upon receiving a request from a pastor or church worker, the District is authorized to set off funds respecting that pastor or church worker in the Mileage Reserve Fund (as defined in the Affidavit of Kurtis Robinson sworn March 19, 2015) against the car loan owed by that pastor or church worker to the District. The Mileage Reserve Fund shall be placed in a separate trust account and as amounts are set off against loans, the amounts set off shall be transferred from the Mileage Reserve Fund Trust Account to Bishop & McKenzie LLP to be held with the funds received from any land sales completed pursuant to the Sale Orders of Justice Yamauchi granted March 27, 2015.

Justice of the Court of Queen's Bench of Alberta

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