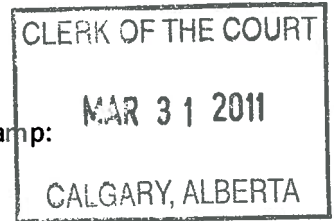


COURT FILE NUMBER
COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE

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)

DOCUMENT

ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT



FRASER MILNER CASGRAIN LLP

Bankers Court
15th Floor, 850 - 2nd Street S.W.
Calgary, Alberta T2P 0R8
Attention: David W. Mann / Rebecca L. Lewis
Ph. (403) 268-7097/6354 Fx. (403) 268-3100
File No.: 526686-1

DATE ON WHICH ORDER WAS PRONOUNCED: MARCH 31, 2011
LOCATION WHERE ORDER WAS PRONOUNCED: CALGARY
NAME OF JUDGE WHO MADE THIS ORDER: JUSTICE K.M. HORNER

I hereby certify this to be a true copy of the original Order
Dated this 31 day of March, 2011
Samuel
for Clerk of the Court

ORDER
(Sanderson Project)

UPON the application of the Petitioners in these proceedings (collectively, the "**Medican Group**"); **AND UPON** having read the Application by the Petitioners, dated March 25, 2011, the Sale Approval and Stay Extension Affidavit of Tyrone Schneider dated March 25, 2011 (the "**Extension Affidavit**"), the Sanderson Affidavit of Tyrone Schneider dated March 25, 2011 (the "**Sanderson Affidavit**"), the Affidavit of Tyrone Schneider dated March 31, 2011 (the "**Supplemental Affidavit**"), the Affidavit of Gail Wheatley dated March 31, 2011 (the "**Service Affidavit**"), the Ninth Monitor's Report, dated March 25, 2011, all filed, and such other material in the pleadings and proceedings as are deemed necessary; **AND UPON** hearing counsel for the Medican Group, the Monitor, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

Service

1. The time for service of notice of this application is abridged to the time actually given and service of the Notice of Motion and supporting material as described in the Service Affidavit is good and sufficient, and this hearing is properly returnable before this Honourable Court today and further service thereof is hereby dispensed with.

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**").

Dismissing the IMOR Application

3. The Application filed by IMOR Capital Corp. in these proceedings is hereby adjourned.

Approving the Sale of Units

4. The ten condominium units sales in the Sanderson Project (as described in the Extension Affidavit and the Supplemental Affidavit) pursuant to the Purchase and Sales Agreements attached as Exhibit "J" to the Extension Affidavit be and are hereby approved.
5. The conveyance of unit B310 in favour of Mrs. Sanderson as described in the Extension Affidavit be and is hereby approved.
6. 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 paragraphs 4 and 5 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.

Approval of the Sales Procedure

7. The sales procedure in respect of the remaining condominium units in Phases 1 and 2 of the Sanderson Project attached as Schedule "A" to this Order be and is hereby approved and 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 carry out such procedures and complete all sales concluded pursuant to such procedure.

Miscellaneous

8. 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.

"K.M. Horner"

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "A"

Medican Group of Companies – Sales Procedure

Sanderson of Fish Creek (Calgary) Developments Ltd. – Remaining Units in Phases I & II

This is the sales procedure (the "Sale Procedure") for the remaining units in Phases I & II of the Sanderson Project, as outlined in Schedule "A.1" to this Procedure (the "Units"):

1. The Company will continue to sell the Units in accordance with the Company's general sales practices, at or above the prices, as adjusted, in Schedule "A.1" of this Procedure (the "Revised Listing Prices").
2. All adjustments set forth in the Revised Listing Prices be and are hereby approved.
3. The Monitor is hereby empowered and directed to approve any offer for a price no less than \$1,500 below the Revised Listing Prices and issue Monitor's Certificates in respect of such accepted offers in accordance with the provisions of the Condominium Sales Order granted by this Honourable Court on June 11, 2010.
4. The Monitor is hereby empowered and directed to approve any offer for a price less than the amounts described in paragraph 3 of this Sales Procedure only if: (a) it has the agreement of all parties with an encumbrance on the Unit, and the Medican Group, or (b) further Order of this Honourable Court. Kavin writing OK

Schedule "A.1"
Medican Group of Companies
Sanderson - Harbour/IMOR Phase 1 and 2
Suites Available for Sale
(\$Canadian, Unaudited)

Phase	Suite	Listing Price	Marketing and						Estimated equity			
			Estimated Cost to Complete	Commissions*	Condo fees*	Property taxes*	Legal fees* overhead**	DIP/Admin		Harbour exit fee	Total Costs	
1	D101	344,000	8,041	9,600	3,499	3,500	1,000	4,500	8,500	3,000	41,639	302,361
1	D201	349,000	6,644	9,725	3,499	3,500	1,000	4,500	8,500	3,000	40,368	308,632
1	D203	347,000	8,361	9,675	3,499	3,500	1,000	4,500	8,500	3,000	42,035	304,965
1	D303	353,000	8,041	9,825	3,499	3,500	1,000	4,500	8,500	3,000	41,864	311,136
1	F234	247,000	2,400	7,175	3,499	3,500	1,000	4,500	8,500	3,000	33,573	213,427
Total Phase 1			33,487	46,000	17,493	17,500	5,000	22,500	42,500	15,000	199,479	1,440,521
2	B101	344,000	23,170	9,600	3,499	3,500	1,000	4,500	8,500	3,000	56,769	287,231
2	B103	339,000	30,416	9,475	3,499	3,500	1,000	4,500	8,500	3,000	63,890	275,110
2	B201	349,000	29,811	9,725	3,499	3,500	1,000	4,500	8,500	3,000	63,534	285,466
2	B203	349,000	30,833	9,725	3,499	3,500	1,000	4,500	8,500	3,000	64,557	284,443
2	B204	349,000	24,155	9,725	3,499	3,500	1,000	4,500	8,500	3,000	57,879	291,121
2	B207	352,000	395	9,800	3,499	3,500	1,000	4,500	8,500	3,000	34,193	317,807
2	C202	349,000	29,811	9,725	3,499	3,500	1,000	4,500	8,500	3,000	63,534	285,466
2	C301	354,000	29,811	9,850	3,499	3,500	1,000	4,500	8,500	3,000	63,659	290,341
2	C302	354,000	-	9,850	3,499	3,500	1,000	4,500	8,500	3,000	33,849	320,151
2	F108	300,000	29,525	8,500	3,499	3,500	1,000	4,500	8,500	3,000	62,023	237,977
2	F208	305,000	29,562	8,625	3,499	3,500	1,000	4,500	8,500	3,000	62,185	242,815
Total Phase 2			257,488	104,600	38,484	38,500	11,000	49,500	93,500	33,000	626,072	3,117,928
Grand Total			290,975	150,600	55,977	56,000	16,000	72,000	136,000	48,000	825,551	4,558,449

Total units available for sale 16

* Estimate

** Held in trust by FMC pending verification of costs and consent of Harbour