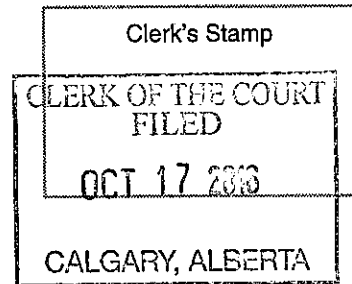


COURT FILE NUMBER 1501-00955
COURT COURT OF QUEEN'S BENCH OF ALBERTA IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE CALGARY



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 **APPLICATION BY THE APPLICANTS**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Bishop & McKenzie LLP
1700-530-8th Avenue SW
Calgary, Alberta T2P 3S8
403-237-5550 (phone)
403-263-3423 (fax)
Attention: Francis N.J. Taman/Ksena J. Court
103007-003

NOTICE TO RESPONDENT(S)

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date: THURSDAY, OCTOBER 27, 2016
Time: 2:00 PM
Where: Calgary Courts Centre, 601-5th Street SW, Calgary, Alberta
Before Whom: The Honourable Justice B.E.C. Romaine in Chambers

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought:

1. an Order declaring service of notice of this application and the supporting materials to be good and sufficient, and shortening the time for service, if necessary;
2. an Order, substantially in the form attached as Schedule "A", directing the Registrar of the Land Titles Office to seal the Affidavit of Value with respect to the transfer of the Core Assets under the Plan to Newco; and
3. such further and other relief as this Honourable Court may allow.

Grounds for making this application:

4. The Prince of Peace Development being transferred to NewCo includes real property.
5. There is a requirement under Section 164 of the *Land Titles Act*, RSA 2000, c. L – 4 that an affidavit setting out the value of lands being transferred be filed with the Registrar of Land Titles.
6. Under the terms of the constating documents of NewCo, there will be a meeting of the Shareholders of NewCo within 6 months of the Effective Date to determine the mandate of NewCo.
7. One option that might be chosen by the shareholders of NewCo would be to sell the Prince of Peace Development.
8. The Applicants do not want to jeopardize any future sale of the Prince of Peace Development by having the value on the public record.

Material or evidence to be relied on:

9. Affidavit of Cameron Sherban sworn October 17, 2016;
10. the pleadings and other materials filed herein; and
11. such other and further material as counsel may advise and this Honourable Court may permit.

Applicable rules:

Part 6 Division 1, Rule 13.5

Applicable Acts and regulations:

Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended

Land Titles Act, R.S.A. 2000, c. L-4

Any irregularity complained of or objection relied on:

None

How the application is proposed to be heard or considered:

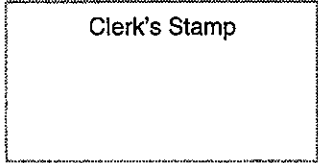
In person

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

Schedule "A"

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**
(Sealing Affidavit re: Value of Land)

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: THURSDAY, OCTOBER 27, 2016
LOCATION WHERE ORDER WAS PRONOUNCED: CALGARY, ALBERTA
NAME OF JUSTICE WHO MADE THIS ORDER: JUSTICE B.E.C. ROMAINE

UPON THE APPLICATION of Lutheran Church – Canada, the Alberta – British Columbia District (the "District"), EnCharis Community Housing and Services, EnCharis Management and Support Services, and Lutheran Church – Canada, the Alberta – British Columbia District Investments Ltd. (collectively the "Applicants"); **AND UPON** having read the Affidavit of Cameron Sherban sworn October 17, 2016; **AND UPON HEARING** counsel for the Applicants, counsel for the Monitor, and other interested parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. With respect to the Lands described in the Approval and Vesting Order (Prince of Peace Development) granted on August 2, 2016, the Director of the Land Titles Office is hereby directed not to show the value of the Lands on the certificate of title or in the Affidavit re: Value of Land on the Land Titles Office SPIN system.
2. The Director of the Land Titles Office shall attach this Order to the Approval and Vesting Order (Prince of Peace Development) granted on August 2, 2016.
3. The Director of the Land Titles Office shall make a redacted copy of the Affidavit re: Value of Land respecting the Lands redacting the value of the Lands. The Director of the Land Titles Office shall only post the redacted Affidavit re: Value of Land to the Land Titles Office SPIN system.
4. The Director of the Land Titles Office shall attach the original un-redacted Affidavit re: Value of Land to the original stored copy of the Approval and Vesting Order (Prince of Peace Development) granted August 2, 2016 and shall only permit employees of the Land Titles Office to view the un-redacted copy unless otherwise ordered by this Court.
5. Section 191(1) of the *Land Titles Act* is hereby waived.

Justice of the Court of Queen's Bench of Alberta

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 SERVICE LIST

SERVICE RECIPIENT	EMAIL ADDRESS	PHONE/FAX	RECIPIENT STATUS
Deloitte Restructuring Inc. Attn: Jeff Keeble and Vanessa Allen 700-850-2 nd Street SW Calgary, AB T2P 3K4	jkeeble@deloitte.ca ; vanallen@deloitte.ca	PH: 403-267-1777 FX: 403-718-3681	Monitor
Cassels Brock & Blackwell LLP Attn: Jeffrey Oliver 10 th flr, 888 – 3 rd Street SW Calgary, AB T2P 5E9	joliver@casselsbrock.com	PH: 403-298-1000 FX: 403-263-9193	Counsel to Monitor
LCC Worker Benefits (pension plan) Janice Otto 503, 1780 Wellington Ave Winnipeg, MB R3H 1B3	LCCBenefits@element.ca	PH: 1-800-588-4226	Creditor NOTE – NOT SERVED AS PER REQUEST RECEIVED FROM LCC WORKER BENEFITS JULY 9, 2015

<p>McMillan Binch</p> <p>Attn: Adam Maerov and Marc-Elie Scott 1700-421-7 Ave SW Calgary, AB T2P 4K9</p>	<p>adam.maerov@mcmillan.ca; marc-elie.scott@mcmillan.ca</p>	<p>PH: 403-215-2752 FX: 403-531-4720</p>	<p>Counsel for Lutheran Church - Canada</p>
<p>Concentra Trust</p> <p>Attn: Dean Hutchison 1600-520-3rd Avenue SW Calgary, AB T2P 0R3</p>	<p>dhutchison@mlt.com</p>	<p>PH: 403-693-4305 FX: 403-508-4349</p>	<p>Counsel for Concentra Trust which is a secured creditor</p>
<p>Alberta Health Services</p> <p>Attn: Jill Curtis 10301 Southport Road SW Calgary, AB T2W 1S7</p>	<p>jill.curtis@albertahealthservices.ca;</p>		<p>Counsel for Alberta Health Services who is a contingent creditor</p>
<p>CEF Depositors</p> <p>Notice of Monitor's website address mailed by regular mail to last known address January 26, 2015 per Affidavit of Mailing filed February 4, 2015</p>			<p>Creditors of the District</p>
<p>CEF Creditors Committee</p> <p>Attn: Christopher Simard and Alexis Teasdale Bennett Jones 4500-855-2 Street SW Calgary, AB T2P 4K7</p>	<p>simardc@bennettjones.com teasdalea@bennettjones.com</p>	<p>PH: 403-298-4485 FX: 403-265-7219</p>	<p>Counsel for CEF Creditors' Committee</p>
<p>Office of the Public Trustee</p> <p>Attn: Janice Elmquist Suite 900 444-7 Avenue SW Calgary, AB T2P 0X8</p>	<p>Janice.elmquist@gov.ab.ca</p>	<p>PH: 403-297-6541 FX: 403-297-2823</p>	<p>Representative of Minor CEF depositors</p>
<p>Borden Ladner Gervais LLP</p> <p>Attn: Robyn Gurofsky 1900-520-3rd Ave SW Calgary, AB T2P 0R3</p>	<p>rgurofsky@blg.com</p>	<p>PH: 403-232-9774 FX: 403-266-1395</p>	<p>Counsel for Vic Fisher and Elfie Fisher</p>

<p>Allan Garber Professional Corporation</p> <p>Attn: Allan A. Garber 108,17707-105 Avenue Edmonton, AB T5S 1T1</p>	<p>allan@garberlaw.ca</p>	<p>PH: 587-400-9311 FX: 587-400-9313</p>	<p>Counsel for Sharon Sherman</p>
<p>DIL Depositors</p> <p>Notice of Monitor's website address mailed by regular mail to last known address January 26, 2015 per Affidavit of Mailing filed February 4, 2015</p>			<p>Account holders in DIL</p>
<p>DIL Creditors Committee</p> <p>Attn: Doug Nishimura Field LLP 400-604-1st Street SW Calgary, AB T2P 1M7</p>	<p>dnishimura@fieldlaw.com</p>	<p>PH: 403-260-8500 FX: 403-264-7084</p>	<p>Counsel for DIL Creditors' Committee</p>
<p>Bank of Montreal 10199-101 Street, Edmonton, AB T5J 3Y4</p>			<p>Secured creditor at PPR against ECHS, EMSS, and District</p>
<p>IOS Financial Services 2300 Meadowvale Blvd, Suite 200, Mississauga, ON L5N 5P9</p>			<p>Secured creditor at PPR against ECHS</p>
<p>Xerox Canada Ltd. 33 Bloor St. E. 3rd Floor, Toronto, ON M4W 3H1</p>			<p>Secured creditor at PPR against EMSS</p>
<p>National Leasing Group Inc. 1525 Buffalo Place, Winnipeg, MB R3T 1L9</p>			<p>Secured creditor at PPR against EMSS</p>
<p>Alberta Securities Commission</p> <p>Attn: Vi Pickering/Edward Asare-Quansah 600-250-5th Street SW Calgary, AB T2P 0R4</p>	<p>Edward.Asare-Quansah@asc.ca; Vi.Pickering@asc.ca</p>	<p>PH: 403-355-3889 FX: 403-297-2210</p>	

<p>ARS Collection Agency of Canada Inc. operating as Fiserv</p> <p>Attn: Scott H. Stephens Owen Bird Law Corporation Bentall 3, Suite 2900 595 Burrard Street PO Box 49130 Vancouver, BC V7X 1J5</p>	<p>sstephens@owenbird.com</p>	<p>PH: 604-691-7521 FX: 604-632-4447</p>	<p>Counsel for banking software provider</p>
<p>Attn: Errin Poyner Sugden, McFee & Roos LLP 700-375 Water Street Vancouver, BC V6B 5C6 and Attn: Kibben Jackson Fasken Martineau 2900-550 Burrard Street Vancouver, BC V6C 0A3</p>	<p>epoyner@smrlaw.ca kjackson@fasken.com</p>	<p>Ms. Poyner: PH: 604-687-7700 FX: 604-687-5596</p> <p>Mr. Jackson: PH: 604-631-4786 FX: 604-632-4786</p>	<p>Counsel for group of Depositors</p>
<p>Attn: Christa Nicholson Jensen Shawa Solomon Duguid Hawkes LLP Suite 800, 304-8th Ave SW Calgary, AB T2P 1C2</p>	<p>nicholsonc@jssbarristers.ca</p>	<p>PH: 403-571-1520 FX: 403-571-1528</p>	
<p>Attn: Deborah Berlach Stieber Berlach LLP 18th flr, 130 Adelaide St. W. Toronto, ON M5H 3P5</p>	<p>dberlach@sblegal.ca</p>	<p>PH: 416-366-1400 FX: 416-366-1466</p>	<p>Counsel for District Insurer</p>
<p>Encon Group Inc. c/o Marsh Canada Limited Attn: Michael Johnson 680, 10180-101 Street NW Edmonton, AB T5J 3S4</p>	<p>Michael.johnson@marsh.com</p>	<p>PH: 780-917-4852 FX: 780-429-1422</p>	<p>D&O Insurer for the District and DIL</p>
<p>Northbridge General Insurance Corporation c/o Westland Insurance Brokers Ltd. Attn: Ross Bucsis 24-8180 Macleod Trail SE Calgary, AB T2H 2B8</p>	<p>rbucsis@westlandinsurance.ca</p>	<p>PH: 403-640-0264 (x107) FX: 1-866-422-7990</p>	<p>D&O Insurer for ECHS and EMSS</p>

<p>ClaimsPro Special Risk Division</p> <p>Attn: Myron Zaharia 101, 5083 Windermere Blvd SW Edmonton, AB T6W 0J5</p>	<p>myron.zaharia@scm.ca</p>	<p>PH: 780-930-5604 FX: 780-489-8841</p>	<p>Adjustor for EnCharis Community Housing and Services</p>
<p>Attention: John Cassell</p> <p>Norton Rose Fulbright Canada Ltd. 3700, 400 – 3 Ave SW Calgary, AB T2P 4H2</p>	<p>John.cassell@nortonrosefulbright.com</p>	<p>PH: 403-267-8233 FX: 403-264-5973</p>	<p>Counsel for the congregation of the Shepard of the Valley of the Lutheran Church in Canmore, Alberta</p>
<p>Attention: Nicole Taylor-Smith</p> <p>Miller Thomson LLP 3000, 700 – 9th Avenue SW Calgary, AB T2P 3V4</p>	<p>ntaylor-smith@millerthomson.com</p>	<p>PH: 403-298-2401 FX: 403-262-0007</p>	<p>Counsel for Alberta Health Services</p>
<p>Director of Land Titles Attention: Robert Simpson 710-4th Avenue SW Calgary, AB T2P 0K3</p>	<p>Robert.simpson@gov.ab.ca</p>	<p>PH: 403-355-4824</p>	