

**DUPLICATE
ORIGINAL**

COURT NUMBER 23-1927123

ESTATE NUMBER 23-1927123

COURT FILE NUMBER 1590 of 2014

**COURT OF QUEEN'S BENCH FOR SASKATCHEWAN
IN BANKRUPTCY AND INSOLVENCY**

JUDICIAL CENTRE SASKATOON

**IN THE MATTER OF THE PROPOSAL OF SYSTEM BUILT DEVELOPMENTS INC.
pursuant to Subsection 50.4(1) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3**

CONSENT ORDER

Before the Honourable Mr. Justice R.S. Smith in Chambers the 28th day of November, 2014.

On the Application of Jeffrey M. Lee, Q.C., and Mike Russell, lawyers on behalf of System Built Developments Inc. ("**SBDI**"); and upon hearing from Jeffrey M. Lee, Q.C., on behalf of SBDI, Nolan Dooley, on behalf of 60 Street Saskatoon Holdings Ltd., and counsel present on behalf of other interested parties; and on reading the Notice of Application on behalf of SBDI dated November 17, 2014, the Affidavit of Gaetan Blouin sworn November 17, 2014, the Confidential Supplementary Affidavit of Gaetan Blouin, the First Report of the Proposal Trustee dated November 17, 2014, the Affidavit of Janine Stener sworn November 24, 2014, and a proposed draft of this Order, all filed:

The Court orders:

Approval of Interim Financing and Interim Financing Charge

1. Pursuant to subsection 50.6(1) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (the "**BIA**"), SBDI shall be and is hereby authorized to borrow the amount of Twenty-Seven Thousand, Five Hundred (\$27,500.00) Dollars (the "**Interim Financing**") from 101217277 Saskatchewan Ltd. upon substantially the same terms and conditions as those contained in the Commitment Letter filed with the Court, which Interim Financing shall be and is hereby ordered to be secured by a first priority charge on the assets of SBDI (the "**Interim Financing Charge**"), which Interim Financing Charge shall rank in priority to all other interests in or claims to the SBDI Assets (and the proceeds of the SBDI Assets), save and except for claims of Canada Revenue Agency against SBDI for unpaid employee source deductions and unpaid GST and claims of employees of SBDI and former employees of SBDI for unpaid wages and salary owed to them by SBDI.

Approval of Administrative Charge

2. Pursuant to subsection 64.2(1) of the BIA, an administrative charge on the assets of SBDI in the amount of Sixty-Five Thousand (\$65,000.00) Dollars (the "**Administrative Charge**") shall be and is hereby granted and created in order to secure payment of the reasonable professional fees and disbursements of the Proposal Trustee and the reasonable professional fees and disbursements of legal counsel to SBDI (the law firm of MacPherson Leslie & Tyerman LLP), which Administrative Charge shall rank in priority to all other interests in or claims to the SBDI Assets (and the proceeds of the SBDI Assets), save and except for

claims of Canada Revenue Agency against SBDI for unpaid employee source deductions and unpaid GST, claims of employees of SBDI and former employees of SBDI for unpaid wages and salary owed to them by SBDI and the Interim Financing Charge.

ISSUED at the City of Saskatoon, in the Province of Saskatchewan, this 28th day of November, 2014.



(Deputy) Local Registrar

CONTACT INFORMATION AND ADDRESS FOR SERVICE

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