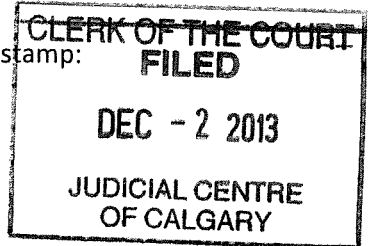


Clerk's stamp:



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COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE

1201-05843

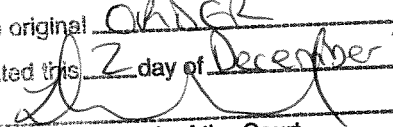
CALGARY

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
RSC 1985, c C-36, AS AMENDED**

AND IN THE MATTER OF UBG BUILDERS INC., ALBERTA BUILDERS CAPITAL INC., ALPINE HOMES (2006) INC., AMERICAN BUILDERS CAPITAL (US) INC., EDGEWATER AT GRIESBACH INC., ELITE HOMES (2006) LTD., EVOLUTION BY GREENBORO INC., GREENBORO COMMUNITIES (2006) INC., GREENBORO ESTATE HOMES (2006) LTD., GREENBORO HOMES (2006) LTD., GREENBORO LUXURY HOMES INC., HIGH POINTE INC., MOUNTAINEERS VILLAGE (2006) INC., MOUNTAINEERS VILLAGE II INC., ORIGINS AT CRANSTON INC., SOUTH TERWILLEGAR VILLAGE INC., THE BRIDGES MANAGEMENT INC., THE LEDGES INC., TIMBERLINE LODGES (2006) INC., TODAY'S COMMUNITIES (2006) INC., TODAY'S HOMES (2006) INC., TUSCANY DEVELOPMENTS (2006) INC., UBG ALBERTA BUILDERS (2006) INC., UBG ALPINE HOMES (2006) LTD., UBG BRIDGES INC., UBG BUILDERS (USA) INC., UBG COMMERCIAL INC., UBG LAND INC., UBG LOT DEPOSIT CORP., UBG 4500 CALGARY INC., UBG 75 CANMORE INC., UBG 808 CALGARY INC., UNITY INVESTMENTS (2012) INC., VALMONT AT ASPEN STONE INC., VALOUR PARK AT CURRIE INC., VILLAGE AT THE HAMPTONS INC., VILLAGE ON THE PARK INC., WILDERNESS HOMES BY RIVERDALE INC., WILDERNESS RIDGE AT STEWART CREEK INC.

I hereby certify this to be a true copy of
the original ORDER

Dated this 2 day of December 2013


for Clerk of the Court

(COLLECTIVELY, THE "APPLICANTS")

DOCUMENT

ORDER

(re: Expansion of Monitor's powers)

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY FILING THIS
DOCUMENT

DENTONS CANADA LLP
Bankers Court
15th Floor, 850 - 2nd Street S.W.
Calgary, Alberta T2P 0R8
Attention: David W. Mann / Derek M. Pontin
Ph. (403) 268-7097/6301 Fx. (403) 268-3100
File No.: 549362-1

DATE ON WHICH ORDER WAS
PRONOUNCED

November 29, 2013

NAME OF JUSTICE WHO MADE THIS
ORDER

The Honourable Justice Yamauchi

ORDER

(Expansion of Monitor's Powers)

UPON the application of the Applicants (other than Greenboro Homes (2006) Ltd.) in these proceedings (collectively, "**UBG**"); **AND UPON** having read the Application of the Applicants, dated November 26, 2013, the Affidavit of Robert Friesen, dated November 26, 2013 (the "**Friesen Affidavit**"), the Sixteenth Report of the Monitor, dated November 26, 2013, and the Affidavit of Rosie Cooney, dated November 28, 2013 (the "**Service Affidavit**"), filed, and such other material in the pleadings and proceedings as are deemed necessary; **AND UPON** being advised that UBG is in need of administrative support to conclude its restructuring; **AND UPON** hearing counsel for the Applicants, counsel for 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 Application 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 9, 2012 (the "**Initial Order**").

Expansion of the Monitor's Powers

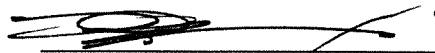
3. Upon the written direction of UBG, and without limiting or altering the respective rights and obligations of UBG and the Monitor in these proceedings, the Monitor shall be authorized to assist UBG as may be appropriate to:
 - (a) administer the business and financial affairs of UBG;
 - (b) prepare financial statements, tax returns and GST returns for the various UBG entities;
 - (c) prepare appropriate tax reporting returns for the numerous UBG investors;
 - (d) give direction and instructions to UBG's remaining employee and consultant regarding the conduct of the remaining business;
 - (e) execute, assign, issue and endorse documents of whatever nature in respect of the various UBG entities financial statements, tax returns, GST returns and investor reporting requirements; and
 - (f) do all such further and other things as may be either: (i) ancillary to any of the foregoing, or (ii) specifically authorized by UBG.
4. In each case where the Monitor takes any such action or steps noted in paragraph 3 hereof, it shall be authorized and empowered to do so without interference from any other person, as described in paragraph 5 hereof.
5. UBG, all of its current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on their instructions or behalf, and all

other individuals, firms, corporations, governmental bodies or agencies, or others having notice of the Monitor's expanded powers shall cooperate fully with the Monitor and shall grant to the Monitor immediate and continued access to UBG's assets and documents upon the Monitor's request.

6. No provision in this Order is intended to appoint the Monitor as an officer, director or employee of any of the Applicants (or any of their respective limited partnerships). Additionally, nothing in this Order will constitute or be deemed to constitute the Monitor as a receiver, assignee, liquidator, mortgagee in possession or receiver and manager of any of the Applicants (or any of their respective limited partnerships) and any distribution made to creditors of UBG will be deemed to have been made by UBG.
7. The Monitor shall continue to have all of the benefits, protections, and priorities as set out in the Initial Order, as amended from time to time, and these proceedings generally; and all such benefits, protections, and priorities shall apply to the Monitor in carrying out the provisions of this Order and exercising the powers granted in this Order.

Miscellaneous

8. The Applicants 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 effected as aforesaid shall be good and sufficient service.



Justice of the Court of Queen's Bench of Alberta