

Oct 22/12

d. Buch - applicants (First Leaside)

K. McEachern - for Hamilton

L. Gasey - Bay Bridge

S. Kukulowicz - for REP Counsel for investors

S. Blomman & C. O'Neill - for TD Bank

D. Emper - for IIROC

J. Groat - for OSC.

I am satisfied based on the material filed and the submissions of counsel, particularly counsel for the applicants and being advised of the agreement of the parties appearing to the order, no one else appearing although advised, that the order extending the stay period to December 11, 2012 and amending the initial order dated February 23, 2012 to add the (unlimited) partnerships in DC, withdrawing certain funds from investors, submitted to first leaside and distributing certain monies as indicated should issue. Order signed by me.

I am also satisfied, based on the materials filed and submissions of counsel that the order approving the sale of assets to Bay Bridge be approved and vesting order proposed above. The agreement of purchase and sale shall be sealed as proposed. The order set forth herein is approved. Order signed by me.

[Signature]

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT
TORONTO

MOTION RECORD OF THE APPLICANT
(Returnable October 22, 2012)

CASSELS BROCK & BLACKWELL LLP
2100 Scotia Plaza
40 King Street West
Toronto, Ontario M5H 3C2

John Birch LSUC#38698U
Tel: 416-860-5225
Fax: 416-640-3057
jbirch@casselsbrock.com



David S. Ward LSUC#: 33541W
Tel: 416.869.5960
Fax: 416.360.3154
dward@casselsbrock.com

Lawyers for the Applicants