

Court File No. 08-CL-7503

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) MONDAY, THE 21st DAY
JUSTICE WILTON-SIEGEL) OF JULY, 2008

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF THE HARD ROCK PAVING COMPANY LIMITED
AND THE COMPANIES LISTED ON SCHEDULE "A"
(collectively, the "Applicants")

ORDER

THIS MOTION, made by the Applicants for an order, *inter alia*, extending the stay of proceedings under this CCAA proceeding was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Affidavit of David R. Semley sworn July 16, 2008, the Monitor's Fourth Report dated July 17, 2008 (the "Report"), the Affidavit of Neil Mitchell sworn July 18, 2008, the Affidavit of Demetrios Yiokaris sworn July 18, 2008, the Affidavit of Tara Wishart sworn July 20, 2008, and on hearing the submissions of counsel for the Applicants, counsel for

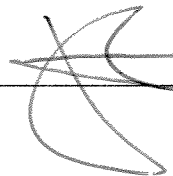
the BDO Dunwoody Limited (the “Monitor”), counsel for Caterpillar Financial Services Limited (“CFSL”), counsel for GE Capital Canada (“GE”), counsel for the Labourers International Union Local 837 and The International Union of Operating Engineers Local 793, counsel for Waterford Sand & Gravel Limited, and counsel for Brennan Paving Limited,

no one else appearing,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that the Stay Period, as originally defined in the Amended and Restated Order of Justice Spence dated May 12, 2008 (the “Initial Order”), is hereby extended to August 28, 2008.
3. **THIS COURT ORDERS** that the conduct of the Monitor as described in the Report be and the same is hereby approved.
4. **THIS COURT ORDERS** that the standstill in paragraph 5 of the Order dated July 9, 2008, shall be lifted subject to any further Order of this Court.
5. **THIS COURT ORDERS** that following the closing of the two transactions described in the Affidavit of David R. Semley sworn July 16, 2008 (the “Transactions”), all expenditures that have been incurred before or after the closing

and unpaid, or may be incurred or paid by the Applicants thereafter shall only be paid in accordance with a budget to be provided by the Applicants, and approved by the Monitor, GE and CFSL and such expenditures shall only be paid from funds collected from accounts receivables or the sale of any remaining assets of the Applicants, and not from the proceeds of sale arising from the Transactions (the "Proceeds"). Nothing in this Order shall prevent any of the beneficiaries of the Administrative Charge (as defined in the Initial Order) from having recourse to the Proceeds for payment of such amounts properly payable to any of them thereunder, if necessary.

#1367462 | 4064915



Joanne Nicoara
Superior Court of Justice

ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE

JUL 24 2000

PER/PAR: JSN

SCHEDULE "A"

DIAMOND STONEBRIDGE CONTRACTING INC.

HARD-ROCK HIGHWAY MAINTENANCE INC.

HARD-ROCK CONSTRUCTION INC.

942355 ONTARIO LIMITED

942356 ONTARIO LIMITED

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF THE HARD ROCK PAVING
COMPANY LIMITED AND THE COMPANIES LISTED ON SCHEDULE "A"

Court File No. 08-CL-7503 Applicants

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at TORONTO

ORDER

MINDEN GROSS LLP
Barristers and Solicitors
145 King Street West, Suite 2200
Toronto ON M5H 4G2

Raymond M. Slattery (LSUC #20479L)
416-369-4149
416-864-9223 fax
rslattery@mindengross.com

David T. Ullmann (LSUC #423571)
416-369-4148
416-864-9223 fax
dullmann@mindengross.com

Solicitors for the Applicants