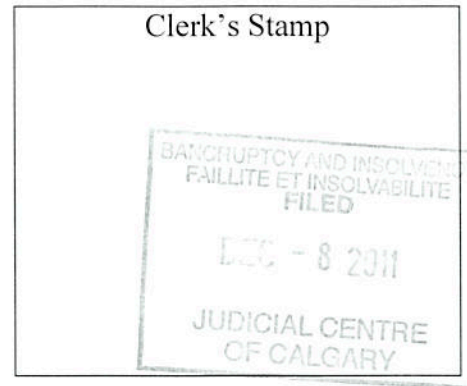


COURT FILE NO. **25-094169**
COURT **Court of Queen's Bench of Alberta
In Bankruptcy and Insolvency**
JUDICIAL CENTRE **Calgary**
MATTER **In the Matter of the Bankruptcy of
Bridgeway Mortgage Corporation**



APPLICANT **Robert Kubke**
RESPONDENT **BDO Canada Limited**

I hereby certify this to be a true copy of the original Order of which it purports to be a copy.

DOCUMENT **Order
(s. 38 Bankruptcy and Insolvency Act)**

Dated this 8th day of Dec. 2011
for gpp Registrar at Calgary
Bankruptcy Division of the
Court of Queen's Bench of Alberta

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT **Porteous de Waal LLP
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File No: 10011.002

DATE ON WHICH ORDER WAS PRONOUNCED: **December 8, 2011**

NAME OF JUSTICE WHO MADE THIS ORDER: B.A. Millar

UPON THE APPLICATION of Robert Kubke, a creditor; **AND UPON** reading the Affidavit of Robert Kubke sworn the 25th day of November 2011 and the Exhibits thereto; **AND UPON** reading the *Affidavit of Verification of Statements in Application for Bankruptcy Order* of Robert Kubke sworn the 10th day of June 2011 and the Exhibits thereto; **AND UPON** noting that the Bankruptcy Trustee in this matter, Craig Fryzuk of BDO Canada Limited (the "**Trustee**"), consents to the granting of the within Order; **AND UPON** hearing counsel for the applicant; **AND UPON** the Court being satisfied that the requirements under s. 38 of the *Bankruptcy and Insolvency Act* have been met and that is just and equitable to grant the within Order;

IT IS ORDERED THAT:

Authorization to Take Proceedings and Assignment of Rights and Interest

1. Robert Kubke is hereby authorized to take proceedings, in his own name and at his own expense and risk, and on the terms set out herein, in respect of the whole of the interest, right, and claim of Bridgegate Mortgage Corporation ("**Bridgegate Mortgage**") in and against Bridgegate Financial Corporation ("**Bridgegate Financial**");

- (a) arising from the loan of any and all funds from Bridgegate Mortgage to Bridgegate Financial, including without limit the loan described in the Affidavit of Robert Kubke sworn the 25th day of November 2011 (the "**Loan**"); and
- (b) arising from and in respect of the security given by Bridgegate Financial to Bridgegate Mortgage in respect of the Loan, including without limit the \$50 million mortgage given as security for the Loan and registered as instrument number 071 189 530 against lands owned by Bridgegate Financial and legally described as:

FIRST

MERIDIAN 5 RANGE 5 TOWNSHIP 8
SECTION 9
THOSE PORTIONS OF LEGAL SUBDIVISION 9
AND THE EAST HALF AND THE NORTH WEST
QUARTER OF LEGAL SUBDIVISION 10
ALL IN THE NORTH EAST QUARTER
WHICH WERE NOT COVERED BY THE WATERS
OF THE CROWSNEST LAKE AT THE TIME
OF SURVEY OF THE SAID LAKE AS SHOWN
ON THE TOWNSHIP PLAN APPROVED AT
OTTAWA ON THE 5 JUNE 1913 AND
LYING TO THE SOUTH OF THE RAILWAY
ON PLAN R Y 27
CONTAINING 9.50 HECTARES (23.47 ACRES)
MORE OR LESS
EXCEPTING THEREOUT:
THAT PORTION OF THE NORTH EAST QUARTER
OF SAID SECTION 9 LYING TO THE SOUTH
OF THE CROWSNEST LAKE AS SHOWN ON
PLAN 8710931
CONTAINING 0.331 HECTARES (0.818 ACRES)
MORE OR LESS
EXCEPTING THERE OUT ALL MINES AND MINERALS

SECOND

MERIDIAN 5 RANGE 5 TOWNSHIP 8
SECTION 9
THOSE PORTIONS OF LEGAL SUBDIVISIONS
7 AND 8 LYING TO THE NORTH OF THE
NORTH SHORE OF CROWSNEST LAKE IN
THE SOUTH EAST QUARTER
AS SHOWN ON TOWNSHIP PLAN APPROVED
AT OTTAWA ON THE 12 OCTOBER 1915
CONTAINING 1.13 HECTARES (2.79 ACRES)
MORE OR LESS
EXCEPTING THEREOUT ALL MINES AND MINERALS

(collectively, the "**Assigned Claim**").

2. The Trustee shall, upon receipt of service of this Order, assign and transfer all of the Trustee's right, title and interest in the Assigned Claim to Robert Kubke, including any documents in support thereof.

Directions for the Proceedings

3. Mr. Kubke is directed to give notice to the other creditors of Bridgeway Mortgage (the "**Creditors**") of the proceedings contemplated by this Order (the "**Proceedings**"), as required by s. 38 of the *Bankruptcy and Insolvency Act* (the "**Notice**").

4. The Notice may be delivered to the Creditors by any means permitted under the *Bankruptcy and Insolvency General Rules*, including without limit the means provided under Rule 6 therein and may be delivery by e-mail to the Creditors where an e-mail address for the Creditor has been provided to Mr. Kubke for that Creditor.

5. The Creditors receiving the Notice may elect to participate in the proceedings by confirming their agreement (the "**Confirmation**") to Mr. Kubke within 15 days of receipt of the Notice (who shall thereafter be "**Participating Creditors**").

6. The Participating Creditors shall include with their Confirmation their agreement and undertaking to be liable for:

- (a) their proportionate share of all costs fees and expenses in conducting the Proceedings (inclusive of the costs of obtaining this Order, howsoever and whensoever incurred); and

- (b) their proportionate share for all awards of costs made pursuant to the *Alberta Rules of Court* against Mr. Kubke or the Participating Creditors in the Proceedings.

7. The Participating Creditors shall, when submitting their Confirmation to Mr. Kubke, deposit with Mr. Kubke sufficient funds to retain counsel having conduct of the Proceedings (the "Initial Retainer"), which funds shall be placed on deposit with counsel and used for the purposes of funding the Proceedings. The Initial Retainer shall be 0.5% of the original investment made by the Participating Creditor.

8. The Participating Creditor shall, from time to time and if necessary, remit to counsel having conduct of the Proceedings such additional funds on retainer as are required for the prosecution of the Proceedings.

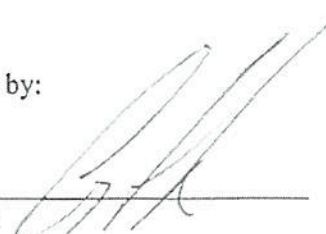
9. The proceeds from the Proceeding shall be distributed in accordance with the provisions of the *Bankruptcy and Insolvency Act*, and for greater certainty the status of party as a "Creditor" for the purpose of receiving such a distribution shall be determined at the time of the distribution by reference to the claims admitted by the Trustee in the Bankruptcy of Bridgegate Mortgage or as otherwise determined by the Court of Queen's Bench of Alberta.

General Provisions

10. Service of the notice of this application and supporting materials is declared to be good and sufficient and no other person is required to have been served with notice of this application, and time for service is abridged to that actually given.

11. Consent by the Trustee to the within Order may be provided by electronic or facsimile copy.

Consented to by:



Craig Fryzuk
BDO Canada Limited
Trustee in Bankruptcy of Bridgegate Mortgage Corporation

"B.A. Miller"

Justice of the Court of Queen's Bench
in Chambers