

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE TRUSTEESHIP OF JOHN
FRANCIS QUINN, A DEPENDENT ADULT

AND IN THE MATTER OF THE JUDICATURE ACT
(ALBERTA) AND THE APPOINTMENT OF A RECEIVER
AND MANAGER OF THE PROPERTY, ASSETS AND
UNDERTAKING OF JOHN FRANCIS QUINN

BETWEEN:

MICHAEL A. CONE, TRUSTEE FOR JOHN FRANCIS
QUINN, A DEPENDENT ADULT

Applicant,

I hereby certify this to be a true copy of
the original Order
Dated this 17 day of Dec 2007
[Signature]
for Clerk of the Court

- and -

JOHN FRANCIS QUINN and DAWN T. QUINN

Respondents.

BEFORE) At the Court House, in Calgary, Alberta,
)
MASTER) on Thursday, the 13th day of December,
)
IN CHAMBERS) 2007.

ORDER

UPON THE APPLICATION of Hardie & Kelly Inc. (the "Receiver"), Receiver and
Manager of the property, assets and undertaking of John Francis Quinn, a dependent adult; AND
UPON READING the Affidavit of A. Ronald Hardie sworn on December 6th, 2007 and filed
herein; AND UPON REVIEWING the proceedings had and taken herein to date; AND UPON
HEARING counsel for the Receiver and counsel for those other parties who appeared; AND
UPON READING the Affidavit of Service of Ronda Cox sworn on December 11th, 2007, to
be filed; AND UPON BEING SATISFIED that all interested parties have been duly served with
notice of this application;

IT IS HEREBY ORDERED THAT:

1. The Real Estate Purchase Contract dated November 26th, 2007 made by Adrienne Beauchamp and Michael Bladon to purchase the property located at 803 - 104 Avenue S.w., Calgary, Alberta, and legally described as Plan 1163JK, Block 5, Lot 5, Excepting thereout all mines and minerals and the right to work the same (hereinafter the "Property"), as amended and accepted by the Receiver, for a purchase price of \$329,900, including any applicable GST, "as is", with a closing date of January 15th, 2008, is hereby approved and there is now a binding agreement of purchase and sale for the same.

2. Upon receiving confirmation in writing from Miles Davison LLP, the solicitors for the Receiver, that it is in order to proceed to registration, the Registrar of the Land Titles Office for the South Alberta Land Registration District is hereby ordered and directed to take such steps as may be necessary to cancel the existing Certificate of Title No. 031 183 880 for the Property, and to issue a new Certificate of Title for the Property in its place and stead in the names of Adrienne Beauchamp and Michael Bladon or their assignees (together the "Purchaser"), free and clear of the following encumbrances:

- Mortgage #061 430 709 in favour of Manulife Bank of Canada;
- Order #071 413 810 in favour of Hardie & Kelly Inc.;
- Caveat #071 413 811 in favour of Hardie & Kelly Inc.;

and all subsequent charges, notifications, writs, certificates and encumbrances as they may affect the interests of John Francis Quinn, and anyone claiming by, through or under him, in and to the Property, but otherwise subject to the reservations, conditions and exceptions contained in the original grant from the Crown and the existing Certificate of Title.

3. The appointment of an assignee by Adrienne Beauchamp and Michael Bladon shall not relieve them of their obligations as Purchasers under the accepted Real Estate Purchase Contract or this Order.

4. The deposit of \$15,000 paid by the Purchasers and held by Sutton Group Canwest-Vista shall be forthwith delivered to the solicitors for the Receiver, Miles Davison LLP, in trust, and shall be held by said solicitors as part of the sale proceeds and dealt with in accordance with the terms of the Real Estate Purchase Contract, as amended, accepted and approved, and this Order.

5. Miles Davison LLP, as solicitors for the Receiver, shall receive and hold all of the sale proceeds for the Property, including the cash required to close once received from the solicitors for the Purchasers, the deposit of \$15,000, any interest earned thereon, and any other sale proceeds in trust and, upon satisfactory registration of title to the Property in the name of the Purchasers, as aforesaid, and delivery of possession of the Property to the Purchasers, shall pay and distribute the same as follows:

- (a) To pay all normal adjustments and other charges outstanding and in arrears for the Home which are the responsibility of a vendor to pay;
- (b) To pay all real estate commissions properly payable to the realtor;
- (c) To pay Michael Cone, in his capacity as the court-appointed Trustee of the financial affairs of John Francis Quinn, the sum of \$40,000, being Mr. Quinn's exempt portion of the net sale proceeds;
- (d) To hold the amounts claimed by Manulife under its Mortgage in trust, at interest, pending the directions of this Honourable Court as to entitlement to such amounts given the failure of Manulife to file a Proof of Claim by the Claims Bar Date, with interest to follow principal;
- (e) Finally, the balance of the sale proceeds then remaining shall be paid to the Receiver, to be dealt with by the Receiver as part of the realizations in this receivership.

6. Upon issuance of a new Certificate of Title for the Property and the receipt and release of all sale proceeds pursuant to paragraph 5 hereof, any interest of John Francis Quinn or persons claiming by, through or under him, including the Receiver, in or to the Property shall be extinguished and the Purchasers shall hold title to the Property free and clear of all such interests and claims.

7. Vacant possession of the Property shall be delivered to the Purchasers on the closing date upon issuance of a new Certificate of Title and payment of the sale proceeds pursuant to paragraph 5 hereof, subject to such terms and conditions as may be agreed upon between the solicitors for the Receiver and the solicitors for the Purchasers.

8. Any persons in possession of any part of the Property shall deliver up vacant possession

of the Property, in a clean and tidy condition, by no later than 12:00 noon on January 15th, 2008 and, failing delivery of vacant possession by that time and date, a writ of possession shall issue without further court order.

9. The Registrar of the Land Titles Office is hereby directed to register this Order notwithstanding the requirements of Section 191 of the *Land Titles Act* (Alberta).

10. Any interested party shall have leave to apply to this Court for such further orders and directions as they may consider necessary or advisable for the purpose of completing the sale of the Property or distributing the sale proceeds thereof, to be obtained on at least 2 clear days notice to all other interested parties or their solicitors, including the solicitors for the Receiver.

11. The time for service of notice of this application is hereby abridged as required and service of notice hereof is otherwise deemed good and sufficient.

"K. LAYCOCK"
M.C.Q.B.A.

CONSENTED TO:

Underwood Cherry Gilholme
Solicitors for Michael A. Cone,
Susan M. MacAdam and Dawn T. Quinn

Per: "LEANNE S. CHERRY"
Leanne S. Cherry

ENTERED this 17 day of
December 2007.



Clerk of the Court

DEC. 11. 2007 1:47PM

MILES DAVISON LLP

NO. 9132 P. 6/7

- 4 -

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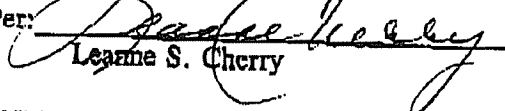
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M.C.Q.B.A.

CONSENTED TO:

Underwood Cherry Gilholme
Solicitors for Michael A. Cone,
Susan M. MacAdam and Dawn T. Quinn

Per: 
Leanne S. Cherry

ENTERED this ___ day of
December, 2007.

Clerk of the Court

ACTION NO. 0701-04154

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MICHAEL A. CONE, TRUSTEE FOR JOHN FRANCIS
QUINN, A DEPENDENT ADULT

Applicant,

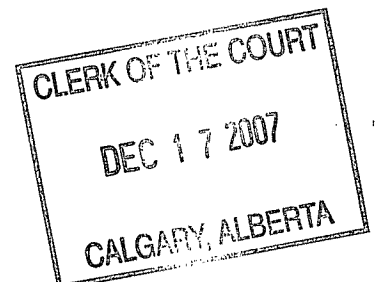
- and -

JOHN FRANCIS QUINN and DAWN T. QUINN

Respondents:

ORDER

MILES DAVISON LLP
Barristers and Solicitors
1600 Bow Valley Square II
205 - 5 Avenue S.W.
Calgary, Alberta
T2P 2V7
Telephone: (403) 298-0333
Fax: (403) 263-6840



Attention: Susan L. Robinson Burns, Q.C.

Our File: 21664 SLB