

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

No.: 500-11-

**SUPERIOR COURT
Commercial Division**

(Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
R.S.C. 1985, c.C-36, as amended)

**IN THE MATTER OF A PLAN OF
COMPROMISE OR ARRANGEMENT
WITH RESPECT TO MAAX
CORPORATION, MAAX CANADA
INC., MAAX SPAS (ONTARIO INC.),
4200217 CANADA INC. AND MAAX
CABINETS INC.**

Petitioners

and

ALVAREZ & MARSAL CANADA ULC,

Monitor

CERTIFICATE OF THE MONITOR

WHEREAS MAAX Corporation (“**MAAX Corp.**”), MAAX Canada Inc. (“**MAAX Canada**”), MAAX Spas (Ontario) Inc. (“**MAAX Spas**”), 4200217 Canada Inc. (“**4200217**”) and MAAX Cabinets Inc. (“**MAAX Cabinets**”) are collectively referred to herein as the “**Petitioners**”, have sought the protection of the *Companies' Creditors Arrangement Act* (“**CCAA**”) and obtained an Initial Order on •, 2008 as same may be renewed and extended (the “**Initial Order**”);

WHEREAS Alvarez & Marsal Canada ULC has been appointed as Monitor of the Petitioners (the “**Monitor**”);

WHEREAS the Petitioners filed a Motion for Approval of the Sale of Assets and Vesting Order (the “**Motion**”);

WHEREAS by order rendered on June •, 2008, the Motion was granted by this Honourable Court (the “**Order**”);

WHEREAS the Order provides for the filing of a Monitor’s Certificate (as defined in the Order) by the Monitor upon the occurrence of certain events;

THE MONITOR DECLARES THAT:

The Petitioners and the Buyer (as defined in the Purchase Agreement) have each confirmed to the Monitor in writing that all matters to be completed prior to the consummation of the transactions contemplated by the Purchase Agreement have been satisfied or waived and that the Closing (as defined in the Purchase Agreement) took place on [DATE].

MONTREAL, June •, 2008

ALVAREZ & MARSAL CANADA ULC

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(Commercial Division)
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ARRANGEMENT WITH RESPECT TO:**

**MAAX CORPORATION,
MAAX CANADA INC.,
MAAX SPAS (ONTARIO INC.),
4200217 CANADA INC.
MAAX CABINETS INC.**

Petitionersf

and

ALVAREZ & MARSAL CANADA ULC

Monitor

And

BROOKFIELD BRIDGE LENDING FUND INC.,

And

**Registrar of the Land Registry Office of the Province of
Quebec for the Registration division of Beauce**

And

**Registrar of the Register of Personal and Movable Real
Rights of Quebec**

And

**Land Title and Survey Authority of BC (Kamloops Land title
Office)**

And

**Registrar, South Alberta Land Registration District, Land
Titles Office**

Mis en cause

**MOTION FOR APPROVAL OF THE SALE
OF ASSETS AND VESTING ORDER
PURSUANT TO SECTIONS 9, 10, 11 AND
18.6 OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT**

EXHIBIT R-10

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