

Form 27

[Rules 6.3 and 10.52(1)]

COURT FILE NUMBER 1103 18646

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

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

AND IN THE MATTER OF A PLAN OF
COMPROMISE OR ARRANGEMENT OF
ARMAC INVESTMENTS LTD. (AB), LAKE
EDEN PROJECTS INC. (AB), 1204583
ALBERTA INC. (AB) 1317517 ALBERTA INC.
(AB), WESTRIDGE PARK LODGE
DEVELOPMENT CORP (AB), WESTRIDGE
PARK LODGE AND GOLF RESORT LTD.
(AB), HALF MOON LAKE RESORT LTD. (AB)
NO. 50 CORPORATE VENTURES LTD. (BC),
FISHPATHS RESORTS CORPORATION (BC),
ARMAC INVESTMENT LTD. (BC), OSTROM
ESTATS LTD. (BC), HAWKEYE MARINE
GROUP LTD. (BC), JUBILEE MOUNTAIN
HOLDINGS LTD. (BC), GIANT MOUNTAIN
PROPERTIES LTD. (BC), and CHERRY
BLOSSOM PARK DEVELOPMENT CORP
(BC)

DOCUMENT

APPLICATION BY ARMAC INVESTMENTS
LTD. (AB), LAKE EDEN PROJECTS INC. (AB),
1204583 ALBERTA INC. (AB) 1317517
ALBERTA INC. (AB), WESTRIDGE PARK
LODGE DEVELOPMENT CORP (AB),
WESTRIDGE PARK LODGE AND GOLF
RESORT LTD. (AB), HALF MOON LAKE
RESORT LTD. (AB) NO. 50 CORPORATE
VENTURES LTD. (BC), FISHPATHS
RESORTS CORPORATION (BC), ARMAC
INVESTMENT LTD. (BC), OSTROM ESTATS
LTD. (BC), HAWKEYE MARINE GROUP LTD.
(BC), JUBILEE MOUNTAIN HOLDINGS LTD.
(BC), GIANT MOUNTAIN PROPERTIES LTD.
(BC), and CHERRY BLOSSOM PARK
DEVELOPMENT CORP (BC)

Clerk's Stamp



ADDRESS FOR SERVICE
AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT

TAYLOR LAW OFFICE, Suite 401, 10722 – 103 Avenue, Edmonton,
Alberta, T5J 5G7, Attention: Conan J. Taylor, Phone (780) 428-7770 Fax
(780) 428-7775

This application is made against you. You are a respondent. You have the right to state your side of this matter before the master/judge.

To do so, you must be in Court when the application is heard as shown below:

Date: **May 2, 2012**
Time: **2:00 p.m.**
Where: **Edmonton Law Courts, 1A Sir Winston Churchill Square, Edmonton, AB**
Before Whom: **Mr. Justice D.R.G. Thomas**

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought:

1. Abridging the time required for notice of this application to that actually given, and extending the time for filing the original of this motion to the date upon which it was actually filed.
2. Amending paragraph 13 of the Initial Order of the Honourable Mr. Justice D.R.G. Thomas dated December 1, 2011 (the "Initial Order"), as further amended by the subsequent Orders of the Honourable Mr. Justice D.R.G. Thomas dated December 20, 2011, and February 15th, 2012, extending the "Stay Period" to June 29th, 2012.
3. Amending on a *nunc pro tunc* basis paragraph 6(a) of the Initial Order to increase the maximum expenditure for any one property from \$50,000.00 to \$100,000.00.
4. Directing that the excess proceeds of sale in the amount of \$175,000.00 more or less now paid or to be paid into Court, or such further or other amounts as may be the case, in Court of Queen's Bench Action #0803 03636, between Royal Bank of Canada as foreclosing Plaintiff and Armac Investments Ltd. as defaulted registered owner of property located in the County of Strathcona, Alberta, and legally described as Plan 7921845, Lot C, excepting thereout all mines and minerals (the "Foreclosed Property"), be paid to Alvarez & Marsal Canada Inc. (the "Monitor") and used for its purposes, including payment to the Applicants for continued re-structuring as may be approved by the Monitor pursuant to the terms of the Initial Order.
5. Allowing the Applicants to enter into such listing agreements for the listing for sale of properties as may be consented to by the Monitor.
6. Allowing the Applicants to amend the style of cause in the within matter to correct the misnomer Fishpaths Resorts Corporation to its proper registered name, namely Fishpath Resorts Corporation.

Grounds for making this application:

7. Applicants were granted an Initial Order in this matter on December 1st, 2011.
8. By Orders of the Honourable Mr. Justice D.R.G. Thomas dated December 20th, 2011, and February 15th, 2012, the Applicants were granted an extension of the "Stay Period" granted in the Initial Order, initially to February 16, 2012, and then again to May 4th, 2012, and now seek a further extension of the "Stay Period" until June 29th, to continue on their restructuring efforts.
9. The Applicants are likely to present a viable compromise or Plan of Arrangement to their creditors if granted an extension of time.
10. Certain preservation and improvement costs in respect of the Halfmoon Lake Resort and Bamfield Trails Motel have or will exceed the \$50,000.00 maximum expenditure for such costs as set out in the Initial Order at paragraph 6(a), and additional monies are required on these two properties to a presently expected maximum of \$100,000.00, total expenditures on all properties however not to exceed \$500,000.00 as further set out in the Initial Order at paragraph 6(a).
11. The proper Applicant Fishpath Resorts Corporation was mistakenly identified in the Style of Cause as Fishpaths Resorts Corporation.
12. The Applicants intend on entering into listing agreements in respect of certain identified "non-essential" properties, subject only to finalization of appropriate market values and consent of the Monitor.
13. There are excess proceeds from the sale of the Foreclosed Property which are or will be required for the continued re-structuring efforts being undertaken by the Applicants.
14. Circumstances exist that made the granting of these Orders appropriate.
15. The Monitor supports the relief being sought by the Applicants, as set out in the Third Report of the Monitor to be filed in this matter.
16. The Applicants have been acting in good faith and with due diligence.
17. The Applicants believe that none of their creditors will be materially prejudiced by this extension request.

Material or evidence to be relied on:

18. Affidavit of John K. Purdy , to be filed, together with such further and other material as counsel may advise and this Honourable Court may permit.
19. The Third Report of the Monitor, to be filed.

Applicable rules:

20. As will be advised.

Applicable Acts and regulations:

21. *Companies Creditors Arrangement Act*, R.S.C. 1985, Chapter C-36, as amended, and such further acts and/or regulations as may be advised.

Any irregularity complained of or objection relied on:

22. Nil

How the application is proposed to be heard or considered:

23. Before the Honourable Mr. Justice D.R.G. Thomas on the 2nd day of May, 2012, at 2:00 o'clock in the afternoon.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.