

No. S124409
Vancouver Registry

THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF LEMARE HOLDINGS LTD., LEMARE LAKE LOGGING LTD.,
LONE TREE LOGGING LTD., C. & E. ROADBUILDERS LTD.,
COAST DRYLAND SERVICES LTD., DOMINION LOG SORT LTD.
AND CENTRAL COAST INDUSTRIES LTD.

PETITIONERS

NOTICE OF APPLICATION

Name(s) of applicant(s): Lemare Holdings Ltd., Lemare Lake Logging Ltd., Lone Tree
Logging Ltd., C. & E. Roadbuilders Ltd., Coast Dryland Services
Ltd., Dominion Log Sort Ltd. and Central Coast Industries Ltd.

To: Those Parties on the Service List attached as Schedule "A" hereto.

TAKE NOTICE than an application will be made by the applicants before the Honourable
Mr. Justice Grauer at the Courthouse at 800 Smithe Street, Vancouver, BC, V6Z 2E1 on Friday, the
25th day of July, 2014 at 9:00 a.m. for the Orders set out in Part 1 below.

Part 1: ORDER(S) SOUGHT

1. An Order to extend the CCAA stay until November 30, 2014, all in the form of Order
attached hereto as Schedule "B".
2. Such further and other relief as this Honourable Court may order.

Part 2: FACTUAL BASIS

1. On June 21, 2012, the Honourable Mr. Justice Grauer pronounced an Initial Order in
these proceedings pursuant to the provisions of the *Companies' Creditors Arrangement*

Act, R.S.C. 1985, c. C-36, as amended, which granted relief, including, inter alia, a stay of proceedings until 11:59 p.m. on July 20, 2012.

2. On July 20, 2012, the Petitioners applied for, and were granted, an extension of the relief in the Initial Order, including the stay of proceedings, to September 28, 2012.
3. On September 7, 2012, October 3, 2012, October 19, 2012, October 26, 2012, November 28, 2012, February 13, 2013, May 28, 2013, August 30, 2013, September 3, 2013, December 17, 2013 and March 9, 2014, the Petitioners applied for, and were granted, further extensions of the relief in the Initial Order including the stay of proceedings.
4. The relief granted including the stay or proceedings expires on July 31, 2014. Accordingly, the Petitioners seek an extension of the Initial Order to May 16, 2014.
5. The Petitioners have been and continue to act in good faith and with due diligence in these proceedings.
6. The Petitioners held a meeting of the Trade Creditors on July 8, 2014 to vote on the Plan.
7. The Plan was approved by the creditors.
8. Concentra Financial Services Association has obtain leave to appeal the Meeting Order and the appeal is scheduled to be heard on August 14, 2014.

Part 3: LEGAL BASIS

1. *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and in particular ss. 11, 11.02 and 19 thereof; and
2. The inherent jurisdiction of this Honourable Court.

Part 4: MATERIAL TO BE RELIED ON

1. Affidavit of Eric Dutcyvich #17, sworn July 15, 2014;
2. Initial Order made June 21, 2012;
3. The pleadings and other materials filed herein; and
4. Such further and other material as counsel may advise and this Honourable Court may allow.

The applicant estimates that the application will take 20 minutes.

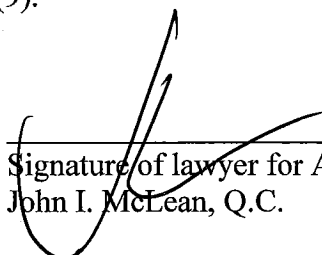
- ☐ This matter is within the jurisdiction of a master.
- ☒ This matter is not within the jurisdiction of a master. This matter is to be heard before Mr. Justice Grauer, who is seized of this matter. The date and time of this application has been arranged through Trial Scheduling

TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION: If you wish to respond to this notice of application, you must, within 5 business days after service of this notice of application or, if this application is brought under Rule 9-7, within 8 business days after service of this notice of application,

- (a) file an application response in Form 33,
- (b) file the original of every affidavit, and of every other document, that
 - (i) you intend to refer to at the hearing of this application, and
 - (ii) has not already been filed in the proceeding, and
- (c) serve on the applicant 2 copies of the following, and on every other party one copy of the following:
 - (i) a copy of the filed application response;
 - (ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person;
 - (iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

Date:

July 17, 2014


Signature of lawyer for Applicants
John I. McLean, Q.C.

To be completed by the court only:

Order made

[] in the terms requested in paragraphs _____ of Part 1 of this notice of application

[] with the following variations and additional terms:

Date:

Signature of ☐ Judge ☐ Master

APPENDIX

THIS APPLICATION INVOLVES THE FOLLOWING:

- ☐ discovery: comply with demand for documents
- ☐ discovery: production of additional documents
- ☐ other matters concerning document discovery
- ☐ extend oral discovery
- ☐ other matter concerning oral discovery
- ☐ amend pleadings
- ☐ add/change parties
- ☐ summary judgment
- ☐ summary trial
- ☐ service
- ☐ mediation
- ☐ adjournments
- ☐ proceedings at trial
- ☐ case plan orders: amend
- ☐ case plan orders: other
- ☐ experts

SCHEDULE "A"

SERVICE LIST

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF LEMARE HOLDINGS LTD., and others CCAA Proceedings, S.C.B.C. NO. S124409, Vancouver Registry (as of July 17, 2014)

<p>Gowling Lafleur Henderson LLP Suite 2300, 550 Burrard Street Vancouver, BC V6C 2B5</p> <p>John I. McLean, Q.C. Email: john.mclean@gowlings.com</p> <p><i>Counsel for the Petitioners</i></p>	<p>Alvarez & Marsal Canada ULC Suite 1680, 400 Burrard Street Vancouver, BC V6C 3A6</p> <p>Todd Martin / Tom Powell / Marianna Lee Tel: 604-638-7445 Email: tmartin@alvarezandmarsal.com tpowell@alvarezandmarsal.com marianne.lee@alvarezandmarsal.com</p> <p><i>Monitor</i></p>
<p>Borden Ladner Gervais LLP 1200 Waterfront Centre 200 Burrard Street Vancouver, BC V7X 1T2</p> <p>Magnus Verbrugge / Edward T. Wang / Martha Martindale Tel: 604-640-4198 Email: mverbrugge@blg.com ewang@blg.com mmartindale@blg.com</p> <p><i>Counsel for the Monitor</i></p>	<p>Farris Vaughan Wills Murphy LLP 2500 – 700 West Georgia Street Vancouver, BC V7Y 1B3</p> <p>Rebecca M. Morse email: rmorse@farris.com tel: 604-661-9375</p> <p><i>Counsel for The Toronto-Dominion Bank and TD Equipment Finance Canada Inc.</i></p>
<p>Department of Justice Canada 900 Howe Street Vancouver, BC V6Z 2S9</p> <p>Neva Beckie, Senior Counsel, Tax Law Services / Charles Fugere Direct Line: (604) 666-5443 Fax: (604) 666-1462 Email: neva.beckie@justice.gc.ca Charles.fugere@justice.gc.ca</p>	<p>Ministry of Justice Legal Services Branch P.O. Box 9289 STN PROV GOVT 400 – 1676 Douglas Street Victoria, BC V8W 9J7</p> <p>David J. Hatter / Aaron Welch / Robert Payne / Micah Weintraub tel: 250-387-1274 (Hatter's dir. Line) fax: 1-250-387-0700 email: david.hatter@gov.bc.ca aaron.welch@gov.bc.ca robert.payne@gov.bc.ca micah.weintraub@gov.bc.ca</p>
<p><i>Counsel for Her Majesty The Queen In Right of Canada (Canada Revenue Agency)</i></p>	<p><i>Counsel for Her Majesty The Queen In Right of Prov. of BC</i></p>

<p>Alexander Holburn Beaudin & Lang LLP</p> <p>David A. Garner / Michael Roche Tel: 604-484-1708 email: dgarner@ahbl.ca mroche@ahbl.ca</p> <p>former counsel for <i>David Dutcyvich and 3L Cattle Company Limited</i></p>	<p>Gehlen Dabbs LLP 1201 – 1030 West Georgia Street Vancouver, BC V6E 2Y3</p> <p>Geoffrey H. Dabbs tel: 604-642-0117 email: gd@gdlaw.ca</p> <p><i>Counsel for David Dutcyvich and 3L Cattle Company Limited</i></p>
<p>Kanuka Thuringer LLP Saskatchewan, SK</p> <p>Diana Lee / Warren Sproule tel: 306- email: dlee@ktllp.ca / wsproule@ktllp.ca</p> <p><i>Counsel for Concentra Financial Services Association</i></p>	<p>Miller Thomson LLP 1000 – 840 Howe St. Vancouver, BC V6Z 2M1</p> <p>Charles W. Bois Tel: 604-643-1224 Email: cbois@millerthomson.com</p> <p><i>Counsel for SMS Equipment Inc.</i></p>
<p>Blake Cassels & Graydon LLP 2600 - 595 Burrard Street Vancouver, BC V7X 1L3</p> <p>Peter Rubin tel: 604-631-3315 email: peter.rubin@blakes.com</p> <p><i>Counsel for Concentra Trust</i></p>	

SCHEDULE "B"

No. S124409
Vancouver Registry

THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
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COAST DRYLAND SERVICES LTD., DOMINION LOG SORT LTD.
AND CENTRAL COAST INDUSTRIES LTD.

PETITIONERS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)	FRIDAY, THE 25 TH DAY
)	
MR. JUSTICE GRAUER)	OF JULY, 2014

THE APPLICATION of the Petitioners coming on for hearing before me on this day at 800 Smithe Street, Vancouver, BC; AND ON HEARING John I. McLean, Q.C., counsel for the Petitioners, and those other counsel listed on Schedule "A" hereto; AND UPON READING the materials filed herein;

THIS COURT ORDERS that:

1. all relief granted in the Order made in this proceeding on June 21, 2012, including the stay of proceedings contained therein, as extended on July 20, 2012 and subsequently extended on September 6, 2012, October 3, 2012, October 19, 2012, October 26, 2012, November 28, 2012, February 13, 2013, May 28, 2013, August 30, 2013, September 3,

2013, December 17, 2013, March 18, 2014 and May 9, 2014 is hereby continued and extended to November 30, 2014;

2. the approval of this Order by counsel appearing, other than counsel for the Petitioners, is hereby dispensed with;

THIS COURT REQUESTS:

3. the aid and recognition of other Canadian and foreign courts, tribunal, regulatory or administrative bodies to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to (i) make such orders and to provide such assistance to the Petitioners and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, (ii) grant representative status to any of the Petitioners, in any foreign proceeding, and (iii) assist the Petitioners, the Monitor and the respective agents of each of the foregoing in carrying out the terms of this Order.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

Counsel for the Petitioners,
John I. McLean, Q.C.
Gowling Lafleur Henderson LLP

By the Court

Registrar

SCHEDULE "A"
LIST OF COUNSEL

NAME OF COUNSEL	REPRESENTING:

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LTD., C. & E. ROADBUILDERS LTD., COAST DRYLAND
SERVICES LTD., DOMINION LOG SORT LTD. AND
CENTRAL COAST INDUSTRIES LTD.

PETITIONERS

ORDER
(EXTENSION OF STAY)

GOWLING LAFLEUR HENDERSON LLP
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2300 - 550 Burrard Street
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Tel. No. 604-683-6498
Fax No. 604-683-3558

File No. V41031

JIM/msh

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LTD., DOMINION LOG SORT LTD. AND CENTRAL COAST
INDUSTRIES LTD.

PETITIONERS

NOTICE OF APPLICATION

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