

Court File No. CV-09-8201-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE MR.

JUSTICE CAMPBELL

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THURSDAY, THE 16TH DAY

OF DECEMBER, 2010

IN THE MATTER OF SECTION 47(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, C. B-3, AS AMENDED, SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. C. 43, AS AMENDED, AND SECTION 68 OF THE *CONSTRUCTION LIEN ACT*, R.S.O. 1990, C. C. 30, AS AMENDED

BETWEEN:

WESTLB AG, TORONTO BRANCH

Applicant

- and -

THE ROSSEAU RESORT DEVELOPMENTS INC.

Respondent

ORDER

THIS MOTION, made by Alvarez & Marsal Canada ULC, in its capacity as Court-appointed receiver and manager pursuant to section 101 of the *Courts of Justice Act* (Ontario) and trustee and receiver and manager under the *Construction Lien Act* (Ontario), and Alvarez & Marsal Canada Inc., in its capacity as interim receiver pursuant to section 47(1) of the *Bankruptcy and Insolvency Act* (jointly and collectively, the “**Receiver**”), of the undertaking, property and assets (the “**Assets**”) of The Rosseau Resort Developments Inc. (“**RRDI**”), for an Order:

- (a) abridging the time for service of this Notice of Motion and Motion Record, if necessary, validating service of the Notice of Motion and Motion Record, and dispensing with further service thereof;
- (b) authorizing the Receiver to pay to Fasken Martineau DuMoulin LLP ("**Faskens**") the amount of \$145,953.17 (the "**RRDI Payment**") in satisfaction of 60% of the amount invoiced by Faskens to Muskoka Condominium Corporation No. 62 (the "**Condominium Corporation**") in respect of legal fees and disbursements incurred for the period April 13, 2010 to November 5, 2010 (the "**Fees**") in respect of negotiations undertaken by the Ad Hoc Committee of Unit Owners (the "**Ad Hoc Committee**") and the independent directors of the Condominium Corporation (the "**Independent Directors**") with the Receiver regarding the potential acquisition by the Condominium Corporation of certain commercial assets of RRDI;
- (c) declaring that in the event that the Condominium Corporation becomes liable for the Fees, the remittance of the RRDI Payment to Faskens by the Receiver satisfies and discharges any liability of the condominium units ("**Units**") owned by RRDI (the "**RRDI Units**") to the Condominium Corporation in respect of the Fees, and that no further amounts shall be payable by RRDI or the Receiver, or any subsequent owner of any of the RRDI Units, in respect of the Fees; and
- (d) such further and other relief as counsel may request and this Honourable Court deems just,

was heard this day, at 330 University Avenue, Toronto, Ontario.

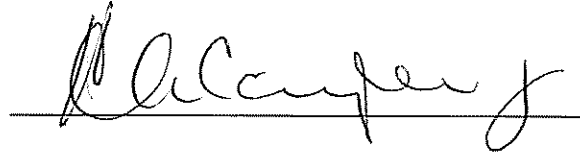
ON READING the Fourteenth Report, the affidavits of service filed, and on hearing the submissions of counsel for WestLB and the Receiver, independent counsel for the Receiver, counsel for the Ad Hoc Committee and Independent Directors, no one else appearing,

1. **THIS COURT ORDERS** that service of the Notice of Motion and the Motion Record in accordance with the Affidavits of Service of Christina DeLuca, filed, including the method and timing of notice, shall be and is hereby abridged and validated, so that this Motion is properly

returnable today and any further service thereof upon any interested party other than the persons served with the Motion Record is hereby dispensed with.

2. **THIS COURT ORDERS** that the Receiver be and is hereby authorized to pay the RRDI Payment to Faskens, in satisfaction of 60% of the Fees.

3. **THIS COURT ORDERS AND DECLARES** that in the event that the Condominium Corporation becomes liable for the Fees, the remittance of the RRDI Payment to Faskens satisfies and discharges any liability of the RRDI Units to the Condominium Corporation or otherwise in respect of the Fees, and no further amounts shall be payable by RRDI, the Receiver, or any subsequent owner of any of the RRDI Units, in respect of the Fees.

A handwritten signature in black ink, appearing to read "J. McConfer", is written over a horizontal line.

ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

DEC 17 2010

PER / PAR:

Handwritten initials "NB" in black ink.

IN THE MATTER of Section 47(1) of the *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, C. B-3, AS AMENDED, SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.C. 1990, C. C. 43, AS AMENDED, AND SECTION 68 OF THE *CONSTRUCTION LIEN ACT*, R.S.O. 1990, C. C. 30, AS AMENDED
WESTLB AG, TORONTO BRANCH V. THE ROSSEAU RESORT DEVELOPMENTS INC.

Applicant

Respondent

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

ORDER

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