

I hereby certify this to be a true copy of the
original Order
of which it purports to be a copy.

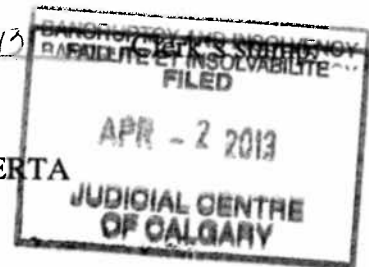
COURT FILE NUMBER: 25-094321

COURT

JUDICIAL CENTRE

COURT OF QUEEN'S BENCH OF ALBERTA

CALGARY



IN THE MATTER OF THE BANKRUPTCY AND
INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS AMENDED

IN THE MATTER OF THE NOTICE OF INTENTION TO
MAKE A PROPOSAL OF IMPACT 2000 INC.

APPLICANT: IMPACT 2000 INC.

DOCUMENT: **ORDER**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

OSLER, HOSKIN & HARCOURT LLP

Barristers & Solicitors
Suite 2500, 450 – 1st Street S.W.
Calgary, AB T2P 5H1

Solicitors: A. Robert Anderson, Q.C./Peter Bychawski
Telephone: (403) 260-7004/7025
Facsimile: (403) 260-7024
Email: randerson@osler.com/pbychawski@osler.com
File Number: 1139886

DATE ON WHICH ORDER
WAS PRONOUNCED:

April 2, 2013

NAME OF JUDGE

WHO MADE THIS ORDER:

The Honourable Madam Justice K. M. Horner

LOCATION OF HEARING:

Calgary, Alberta


UPON THE APPLICATION of Impact 2000 Inc. ("**Impact**") filed March 28, 2013 (the "**Impact Application**"); **AND UPON** having read the Affidavit of Michael Wolowich sworn November 24, 2012, the Affidavit of Michael Wolowich sworn on January 8, 2013, the Affidavit of Michael Wolowich sworn February 20, 2013, the confidential Affidavit of Michael Wolowich sworn on February 20, 2013, the Affidavit of Michael Wolowich sworn on March 28, 2013, the

First Report of Alvarez & Marsal Canada Inc., in its capacity as Trustee (the “**Proposal Trustee**”) under the Notice of Intention to Make a Proposal of Impact 2000 Inc. dated November 2, 2012 (the “**NOI**”), filed November 26, 2012, the Supplemental Report of the Proposal Trustee, filed November 30, 2012, the Second Report of the Proposal Trustee, filed January 8, 2013, and the Third Report of the Proposal Trustee, to be filed, and the Fourth Report of the Proposal Trustee, filed on March 28, 2013; **AND UPON** having reviewed the NOI and the pleadings filed in the within proceedings; **AND UPON** having heard representations of counsel for Impact; **IT IS HEREBY ORDERED AND DECLARED THAT:**

1. The time for service of the Impact Application is abridged, the Impact Application is properly returnable on April 2, 2013, the service of the Impact Application is sufficient, and the service on any other persons of notice of the Impact Application is dispensed with.
2. Impact’s acceptance of Century Services Inc.’s (the “**Purchaser**”) proposal dated March 25, 2013 (the “**Purchase Proposal**”) and the transaction contemplated therein (the “**Sales Transaction**”) to purchase certain of Impact’s non-core or redundant assets (the “**Assets**”) on the terms set out in the Purchase Proposal is approved.
3. Impact and the Proposal Trustee, as required, are authorized to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Sales Transaction.
4. Upon the completion of the Sales Transaction contemplated by the Purchase Proposal, and upon receipt of the purchase price by Impact and delivery of a bill of sale or similar evidence of purchase to the Purchaser (the “**Purchaser’s Bill of Sale**”), all of Impact’s right, title and interest in and to the Assets described in the Purchaser’s Bill of Sale shall vest absolutely in the Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the “**Claims**”).
5. For the purposes of determining the nature and priority of Claims subsequent to the completion of the Sales Transaction, all monies payable to Impact as a result of the Sales

Transaction shall stand in the place and stead of the Assets and, from and after the delivery of the Purchaser's Bill of Sale, shall attach to the net proceeds from the Sales Transaction with the same priority as they had with respect to the Assets immediately prior to the Sales Transaction, as if the Assets had not been sold and remained in the possession or control of Impact.

6. Notwithstanding paragraph 5, the distribution of the proceeds from the Sales Transaction referenced in the Fourth Report of the Proposal Trustee filed on March 28, 2013 (the **"Proposed Distribution"**) is in accordance with the prior Orders of this Honourable Court granted in the within proceedings and the Proposal Trustee is authorized to make the Proposed Distribution without further Order of this Honourable Court.
7. Exhibits "4", "5", "6" and "7" to the Affidavit of Michael Wolowich sworn on March 28, 2013 shall be sealed on the Court file in these proceedings until further Order of this Court.
8. There shall be no costs awarded in respect of the Impact Application.


Justice of the Court of Queen's Bench of Alberta