

COURT FILE NUMBER 2001-12248

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

APPLICANT NORTH WEST REDWATER PARTNERSHIP

RESPONDENTS VOICE MANAGEMENT LTD., ANSWER ASPHALT & GENERAL CONTRACTING LTD., DELTA NORTH GEOMATICS INC. and PNR RAILWORKS INC.

DOCUMENT CONSENT ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT BENNETT JONES LLP
Barristers and Solicitors
4500, 855 – 2nd Street S.W.
Calgary, Alberta T2P 4K7

Attention: Brian P. Reid
Telephone No.: 403-298-3146
Fax No.: 403-265-7219
Client File No.: 67444.4

DATE ON WHICH ORDER WAS PRONOUNCED: June 18, 2021

LOCATION AT WHICH ORDER WAS MADE: Calgary, Alberta

NAME OF MASTER WHO MADE THIS ORDER: J.L. Mason

UPON THE APPLICATION of the Applicant, North West Redwater Partnership ("NWR") under section 27 of the *Builders' Lien Act*, RSA 2000, c B-7 (the "*Act*"); AND UPON HEARING from counsel for NWR and counsel for the Respondents; AND UPON having read

the Affidavits of Karl Frake sworn on behalf of NWR on October 7, 2020 and May 2, 2021 (the "NWR Affidavits"); **AND UPON NOTING** that NWR (as owner) and Voice Management Ltd. ("Voice") (as general contractor) are parties to a June 5, 2017 construction contract (the "Contract"); **AND UPON** reviewing the June 25, 2019 Consent Receivership Order of Justice K.G. Nielsen, a copy of which is attached as **Exhibit "A"** to the October 7, 2020 NWR Affidavit pursuant to which Alvarez & Marsal Canada Inc. (the "**Receiver**") was appointed as Receiver over all of Voice's current and future assets; **AND UPON NOTING** that NWR acknowledges the amount owed to Voice pursuant to the Contract; **AND UPON NOTING** that, as of the date of this Order, Voice and a number of its subcontractors (the "**Voice Subcontractors**") have registered builders' liens (the "**Liens**") and *Certificates of Lis Pendens* (the "**CLPs**") against the lands set forth in **Schedule "A"** (the "**Lands**") hereto; **AND UPON NOTING** that Voice and the Voice Subcontractors have commenced Actions against NWR in respect to the Liens as set forth in **Schedule "B"** (the "**Actions**");


IT IS HEREBY ORDERED THAT:

1. The notice period respecting service of this Application is hereby abridged to the notice provided and service is accordingly deemed good and sufficient.
2. Pursuant to Section 27 of the *Act*, the total value of the Contract lien fund, including all work and material supplied by Voice and the Voice Subcontractors in relation thereto, is declared to be \$1,237,387.10 plus G.S.T. in the sum of \$61,869.37 for a total of \$1,299,256.47 (the "**Lien Fund**").
3. Upon being presented with a Form 50 (Money Paid Into Court), stamped by the Clerk of this Court attesting to the deposit by NWR in the amount of the Lien Fund (\$1,299,256.47), the Registrar of the Land Titles Office of Northern Alberta is hereby directed to cancel forthwith, the Liens and CLPs set out in **Schedule "C"** hereto from the Lands.
4. Following the deposit by NWR of the Lien Fund with the Clerk of the Court:


- (a) NWR shall not be liable under the *Act* to any current or future lien claimant in relation to the work provided by Voice under the Contract. Leave is hereby granted to NWR to re-apply to the Court to discharge any or all further liens which may hereafter become registered on the Lands by Voice, the Receiver, the Voice Subcontractors, or any other person claiming a lien under or through Voice or the Voice Subcontractors against the Lands, without the necessity of posting additional security.
 - (b) The Actions shall be discontinued as against Sturgeon County, Access Pipeline Inc., and Evonik Canada Inc. on a without costs basis; and
 - (c) NWR shall assert no claims, including any claim of set-off, against Voice in respect to the Lien Fund.
5. The Lien Fund deposited with the Clerk of the Court shall stand in place of the Lands and is subject to the claims of Voice and the Voice Subcontractors, together with any other liens that may be discharged from any further Court Order granted pursuant to paragraph 4 hereof.
6. The Lien Fund shall be held by the Clerk of the Court pending further Order of this Court respecting the enforcement of the Liens or the handling of the Lien Fund.
7. The provisions of Section 27(5) of the *Act* shall apply to the Lien Fund and the posting of Lien Fund in accordance with this Order shall not constitute an admission as to the validity of the registration, or the amount, of any of the Liens by the Receiver.
8. The Receiver or any interested part, including any of the Voice Subcontractors, shall be at liberty to apply to this Court:
- (a) to prove or dispute the validity and amount of the Liens; or

- (b) to add such further parties as are necessary for the proper determination of the issues; or for directions on the trial on the issue of the validity of the Liens, the entitlement to the monies secured by the Security, and any other matters in issue.

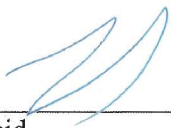
9. Costs may be spoken to by the parties.

 for J. Mason
M.C.C.Q.B.A.


MILLER THOMSON LLP

Per: 
Spencer Norris/Emma Johnston
Counsel for Voice Management Ltd.


BENNETT JONES LLP

Per: 
Brian Reid
Counsel for North West Redwater
Partnership

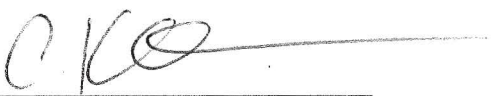
SKOVBERG HINZ

Per: 
Douglas Skovberg
Counsel for Answer Asphalt &
General Contracting Ltd.

SMP LLP

Per: 
Christopher Young
Counsel for Delta North Geomatics
Inc.

ROSE LLP

Per: 
Courtney C. Kachur
Counsel for PNR RailWorks Inc..

SCHEDULE "A"

Titles Number	Legal Description																																								
142 154 529 006	MERIDIAN 4 RANGE 21 TOWNSHIP 56 SECTION 18 QUARTER NORTH EAST CONTAINING 64.7 HECTARES (160 ACRES) MORE OR LESS EXCEPTING THEREOUT: <table><tr><td></td><td></td><td>HECTARES</td><td>(ACRES)</td><td>MORE OR LESS</td></tr><tr><td>A) PLAN 5998NY</td><td>ROAD</td><td>1.92</td><td>4.76</td><td>(MAIN ROAD)</td></tr><tr><td></td><td></td><td>0.073</td><td>0.18</td><td>(CUT-OFF)</td></tr><tr><td>B) PLAN 0921225</td><td>ROAD</td><td>0.134</td><td>0.33</td><td></td></tr></table> EXCEPTING THEREOUT ALL MINES AND MINERALS			HECTARES	(ACRES)	MORE OR LESS	A) PLAN 5998NY	ROAD	1.92	4.76	(MAIN ROAD)			0.073	0.18	(CUT-OFF)	B) PLAN 0921225	ROAD	0.134	0.33																					
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152 057 069	MERIDIAN 4 RANGE 21 TOWNSHIP 56 SECTION 19 QUARTER SOUTH WEST EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 64.7 HECTARES (160 ACRES) MORE OR LESS																																								
142 154 529 005	MERIDIAN 4 RANGE 21 TOWNSHIP 56 SECTION 18 QUARTER SOUTH EAST CONTAINING 64.7 HECTARES (160 ACRES) MORE OR LESS EXCEPTING THEREOUT: <table><tr><td></td><td></td><td>HECTARES</td><td>(ACRES)</td><td>MORE OR LESS</td></tr><tr><td>A) PLAN 5189NY</td><td>- RAILWAY</td><td>2.64</td><td>6.54</td><td>- RIGHT OF WAY</td></tr><tr><td>B) PLAN 5283NY</td><td>- RAILWAY</td><td>0.186</td><td>0.46</td><td>- RIGHT OF WAY</td></tr><tr><td>C) PLAN 5356NY</td><td>- RAILWAY</td><td>0.526</td><td>1.30</td><td>- RIGHT OF WAY</td></tr><tr><td>D) PLAN 5950NY</td><td>- ROAD</td><td>4.99</td><td>12.34</td><td></td></tr><tr><td>E) PLAN 8221036</td><td>- SUBDIVISION</td><td>3.48</td><td>8.60</td><td></td></tr><tr><td>F) PLAN 0426682</td><td>- ROAD</td><td>0.125</td><td>0.31</td><td></td></tr><tr><td>G) PLAN 0829928</td><td>- SUBDIVISION</td><td>9.926</td><td>24.53</td><td></td></tr></table> EXCEPTING THEREOUT ALL MINES AND MINERALS			HECTARES	(ACRES)	MORE OR LESS	A) PLAN 5189NY	- RAILWAY	2.64	6.54	- RIGHT OF WAY	B) PLAN 5283NY	- RAILWAY	0.186	0.46	- RIGHT OF WAY	C) PLAN 5356NY	- RAILWAY	0.526	1.30	- RIGHT OF WAY	D) PLAN 5950NY	- ROAD	4.99	12.34		E) PLAN 8221036	- SUBDIVISION	3.48	8.60		F) PLAN 0426682	- ROAD	0.125	0.31		G) PLAN 0829928	- SUBDIVISION	9.926	24.53	
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152 057 069 001	THE SOUTH EAST QUARTER OF SECTION NINETEEN (19) TOWNSHIP FIFTY SIX (56) RANGE TWENTY ONE (21) WEST OF THE FOURTH MERIDIAN CONTAINING 64.7 HECTARES (160 ACRES) MORE OR LESS EXCEPTING THEREOUT: A) 2.34 HECTARES (5.79 ACRES) MORE OR LESS DESCRIBED AS FOLLOWS COMMENCING AT THE NORTH EAST CORNER OF THE SAID QUARTER SECTION; THENCE SOUTHERLY ALONG THE EAST BOUNDARY THEROF SIX HUNDRED AND FORTY (640) FEET; THENCE WESTERLY AND AT RIGHT ANGLES TO THE SAID EAST BOUNDARY THREE HUNDRED AND NINETY FOUR (394) FEET; THENCE NORTHERLY AND PARALLEL TO THE SAID EAST BOUNDARY TO THE NORTH BOUNDARY OF THE SAID QUARTER SECTION; THENCE EASTERLY ALONG THE SAID NORTH BOUNDARY TO THE POINT OF COMMENCEMENT. B) 1.22 HECTARES (3.03 ACRES) MORE OR LESS AS SHOWN ON ROAD PLAN 1992RS. EXCEPTING THEREOUT ALL MINES AND MINERALS AND THE RIGHT TO WORK THE SAME															
142 154 529 003	DESCRIPTIVE PLAN 0823780 BLOCK 2 LOT 1 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 143.8 HECTARES (355.34 ACRES) MORE OR LESS															
202 137 457	PLAN 0624518 BLOCK 1 LOT 1 CONTAINING 8.4 HECTARES (20.76 ACRES) MORE OR LESS EXCEPTING THEREOUT: <table><tr><td></td><td></td><td>HECTARES</td><td>(ACRES)</td><td>MORE OR LESS</td></tr><tr><td>A) PLAN 0625909</td><td>ROAD</td><td>0.509</td><td>1.26</td><td></td></tr><tr><td>B) PLAN 0923623</td><td>ROAD</td><td>0.735</td><td>1.82</td><td></td></tr></table> EXCEPTING THEREOUT ALL MINES AND MINERALS			HECTARES	(ACRES)	MORE OR LESS	A) PLAN 0625909	ROAD	0.509	1.26		B) PLAN 0923623	ROAD	0.735	1.82	
		HECTARES	(ACRES)	MORE OR LESS												
A) PLAN 0625909	ROAD	0.509	1.26													
B) PLAN 0923623	ROAD	0.735	1.82													
082 521 976	PLAN 0829928 BLOCK 1 LOT 1 EXCEPTING THEREOUT ALL MINES AND MINERALS AREA: 43.09 HECTARES (106.48 ACRES) MORE OR LESS															

042 527 617 002	PLAN 9821192			
	LOT 1			
	CONTAINING 44.5 HECTARES (109.96 ACRES) MORE OR LESS			
	EXCEPTING THEREOUT:			
		HECTARES	(ACRES)	MORE OR LESS
	A) PLAN 0426682 ROAD	0.311	0.77	
	EXCEPTING THEREOUT ALL MINES AND MINERALS			

SCHEDULE "B" – Voice Subcontractor Actions

Court File Number	Judicial Centre	Plaintiff	Defendants
2003-01164	Edmonton	Voice Management Ltd. by its court appointed receiver and manager, Alvarez & Marsal Canada Inc., LIT	North West Redwater Holdings Corp., North West Redwater Partnership, Sturgeon County, and Evonik Canada Inc.
1903-25004	Edmonton	Answer Asphalt & General Contracting Ltd.	North West Redwater Holdings Corp. and, Earth & Energy Construction Ltd.
1903-25369	Edmonton	Delta North Geomatics	North West Redwater Holdings Corp. and, Earth & Energy Construction Ltd.
2001-00392	Calgary	PNR Railworks Inc.	Voice Management Ltd., North West Redwater Holdings Corp., Earth & Energy Construction Ltd., Access Pipeline Inc., Sturgeon County, and Evonik Canada Inc.

SCHEDULE "C"

Lien Registration No.	Certificate of <i>Lis Pendens</i> No.	Lien Claimant	Lien Amount	Date Lien Registered	Titles Liened
192 177 594 192 177 593	202 014 860	Voice Management Ltd.	\$1,299,256.46	7/26/2019	142 154 529 006 152 057 069 142 154 529 005 142 154 529 007 152 057 069 001 142 154 529 003 092 102 585 082 521 976 042 527 617 002
192 140 343 192 140 397 192 140 350 192 140 374 192 140 367	202 000 520 202 000 767 202 000 512 202 000 649 202 000 514	Answer Asphalt & General Contracting Ltd.	\$661,096.05	6/24/2019	142 154 529 003 142 154 529 007 152 057 069 001 152 057 069 092 102 585
192 167 688	192 302 636	Delta North Geomatics Inc.	\$12,013.09	7/15/2019	142 154 529 006 142 154 529 007 142 154 529 003
192 169 943	202 007 683	PNR RailWorks Inc.	\$163,592.14	6/14/2019	142 154 529 007 082 521 976 092 102 585 042 527 617 002