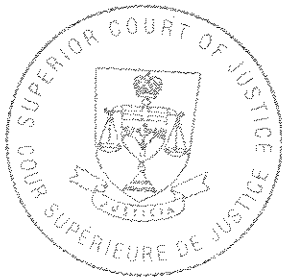


**ONTARIO  
SUPERIOR COURT OF JUSTICE  
Commercial List**

THE HONOURABLE )  
 )  
MR. JUSTICE FARLEY ) MONDAY, THE 17<sup>TH</sup> DAY  
 )  
 ) OF OCTOBER, 2005

**IN THE MATTER OF AN APPLICATION UNDER SECTION 47(1) OF THE  
BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS AMENDED  
AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, c. C-43,  
AS AMENDED**

B E T W E E N :



**DAIMLERCHRYSLER CORPORATION**

Applicant

- and -

**VSA, LLC**

Respondent

**ORDER**

**THIS MOTION** made by Zeifman Partners Inc., in its capacity as Interim Receiver and Receiver Manager (the "Receiver") of the assets, undertakings and properties (the "Assets") of VSA, LLC ("VSA") for, among other things, an order approving the marketing and sale process for the Assets as a going concern, was heard this day at 393 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion herein and the First Report of the Receiver dated October 12, 2005 and the attachments thereto, and on hearing the submissions of counsel for the Applicant, and for the Sub-Debt Holders and for DaimlerChrysler Corporation, no one else appearing,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion herein, the Motion Record and the First Report of the Receiver be and is hereby abridged and that this motion is properly returnable today and that further service thereof is hereby dispensed with.

2. **THIS COURT ORDERS** that the marketing and sale process, as set out in Attachment 3 to the First Report of the Receiver, be and is hereby approved.

3. **THIS COURT ORDERS** that the conduct and activities of the Receiver to date be and are hereby approved.

4. **THIS COURT ORDERS** that the Receiver be and is hereby authorized to pay the sum of \$20,969.54 to Express Personnel Services ("Express") by Monday October 17, 2005 (comprising the sum of \$10,000.00 in satisfaction of a claim by Express for compensation in relation to the hiring of certain temporary workers after the date of the Receiver's appointment herein and the sum of \$10,969.54 in respect of an outstanding invoice for services rendered after the date of the Receiver's appointment herein), in full satisfaction of all and any post-appointment claims by Express regarding its workers.

#1006377 v2 | 4051498

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JOSEPH P. VAN TASSEL  
REGISTRAR

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

OCT 26 2005

PER/PAR: 

IN THE MATTER OF AN APPLICATION UNDER SECTION 47(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED  
and SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, c.C-43, AS AMENDED

BETWEEN:

**DAIMLERCHRYSLER CORPORATION**

Applicant

**VSA, LLC**  
Respondent

Court File No. 05-CL-6044

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
Commercial List

Proceedings commenced at **TORONTO**

**ORDER**

**MINDEN GROSS GRAFSTEIN &  
GREENSTEIN LLP**

Barristers and Solicitors

#700 - 111 Richmond Street West

Toronto, ON M5H 2H5

**Catherine Francis (LSUC #26900N)**

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Solicitors for Zeifman Partners Inc., Interim  
Receiver and Manager of VSA, LLC