

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

THE HONOURABLE *MR*  
*JUSTICE FARLEY* )  
)  
)  
)

MONDAY, THIS 25<sup>TH</sup> DAY  
APRIL, 2005

BETWEEN:

GENERAL MOTORS CORPORATION

Applicant

- and -

TIERCON INDUSTRIES INC.

Respondent

ORDER

THIS MOTION, made by Zeifman Partners Inc. in its capacity as the Court appointed receiver and manager of all of the property and assets and undertaking of Tiercon Industries Inc. (sometimes referred to herein as the "Receiver"), was heard this day at 393 University Avenue, Toronto, Ontario.

ON READING the First Report of the Receiver, dated the 21<sup>st</sup> day of April, 2005 (the "First Report") and on hearing submissions of counsel for the Receiver, ~~counsel for the Applicant and counsel for LBC Dominion Securities~~ no one else appearing although duly served,

- [Signature]* *[Signature]* *[Signature]*
1. THIS COURT ORDERS THAT the time for service of the Motion Record herein be abridged and that the Motion is properly returnable today and further that service of the

Motion Record on persons other than those persons listed in the Notice of Motion be dispensed with.

2. **THIS COURT ORDERS THAT** the Receivership Loan Agreement between GMAC Commercial Finance Corporation - Canada ("GMAC") and the Receiver (the "Receivership Loan Agreement"), in the form annexed as Schedule "C" to the First Report, be and is hereby approved.
3. **THIS COURT ORDERS THAT** the Receiver is authorized to execute and deliver the Receivership Loan Agreement, with necessary modifications, and all auxiliary documentation pertaining to the loan transaction contemplated thereby.
4. **THIS COURT ORDERS THAT** the First Report of the Receiver is approved.

*April 25/2005*

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in this form*

*[Signature]*  
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