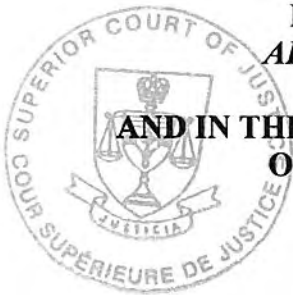


ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MADAM)
)
JUSTICE PEPALL)

TUESDAY, THE 27th
DAY OF JULY, 2010



IN THE MATTER OF THE *COMPANIES' CREDITORS*
***ARRANGEMENT ACT*, R.S.C., 1985 c. C-36, AS AMENDED**

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF NELSON FINANCIAL GROUP LTD. (the "Applicant")

Applicant

ORDER

THIS MOTION made by the Applicant, Nelson Financial Group Ltd. ("**Nelson Financial**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, for an Order, *inter alia*:

- (a) abridging and validating the time for service of the Notice of Motion, the Motion Record, the Fifth Report of the Monitor, A. John Page & Associates Inc. (the "**Monitor**") dated July 21, 2010 (the "**Fifth Report**"), and the Supplemental to Fifth Report dated July 23, 2010 (the "**Supplemental to Fifth Report**"), so that this motion is properly returnable today and dispensing with further service thereof;
- (b) approving the Fifth Report;
- (c) approving the Supplemental to Fifth Report;
- (d) approving the fees and disbursements of the Monitor and its counsel;

- (e) approving an extension of the stay of proceedings from July 30, 2010, to and including October 1, 2010,

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

UPON READING the material filed, including the Notice of Motion, the Fifth Report, and the Affidavit of Marc Boutet sworn July 20, 2010, and upon hearing the submissions of counsel for Nelson Financial, counsel for the Monitor, counsel for Staff of the Ontario Securities Commission, representative counsel for the holders of promissory notes issued by Nelson Financial (the “**Representative Counsel**”) and special counsel to the Representative Counsel, counsel for Foscarini Mackie Holdings Inc., Glenn Mackie and Lisa Mackie, no one else appearing although duly and properly served,

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Motion Record, the Fifth Report, and the Supplemental to Fifth Report is hereby abridged and validated such that this Motion is properly returnable today and hereby dispenses with further service thereof.

MONITOR’S ACTIVITIES

2. **THIS COURT ORDERS** that the Fifth Report, the Supplemental to Fifth Report, and the conduct and activities of the Monitor described therein be and are hereby approved.

FEE APPROVAL

3. **THIS COURT ORDERS** that the fees for professional services and the disbursements of the Monitor, as set out in the Affidavit of A. John Page sworn July 16, 2010, and counsel for the Monitor, as set out in the Affidavit of James H. Grout sworn July 16, 2010, be and are hereby approved.

STAY EXTENSION

4. **THIS COURT ORDERS** that the Stay Period (as defined in paragraph 13 of the Initial Order of the Honourable Madam Justice Pepall, dated March 23, 2010) is hereby extended until and including Friday, October 1, 2010.



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

JUL 27 2010

PER/PAR: 

Court File No. 10-8630-00CL

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C., 1985 c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF NELSON FINANCIAL GROUP LTD.**

Applicant

**ONTARIO
SUPERIOR COURT OF JUSTICE
(PROCEEDING COMMENCED AT TORONTO)**

ORDER

GOWLING LAFLEUR HENDERSON LLP
Barristers and Solicitors
1 First Canadian Place
100 King Street West, Suite 1600
TORONTO, Ontario
M5X 1G5

Clifton P. Prophet / Frank Lamie
LSUC No.: 34345K / 54035S

Telephone: (416) 862-3509 / (416) 862-3609
Facsimile: (416) 862-7661

SOLICITORS FOR THE APPLICANT