



**ONTARIO
SUPERIOR COURT OF JUSTICE**

) TUESDAY, THE 30TH DAY OF
)
) OCTOBER, 2007

**A. FARBER & PARTNERS INC., IN ITS CAPACITY AS TRUSTEE IN BANKRUPTCY
 OF PENTA ONE LIMITED and PENTA FARM SYSTEMS LTD.**

Plaintiff

- and -

**PENTA TMR INCORPORATED, PENTA ONE LIMITED, PENTA FARM SYSTEMS
 LTD., GLENN BUURMA and ANGELA BUURMA**

Defendants

ORDER

THIS MOTION, made by A. Farber & Partners Inc. in its capacity as court-appointed receiver and manager (“**Farbers**” or “**Receiver**”) of the properties, assets and undertakings of Penta One Limited (“**Penta One**”) and Penta Farm Systems Ltd. (“**Penta Farm**”) (collectively, the “**Companies**”), for an Order, *inter alia*,

- (a) if necessary, abridging the time for service and filing of the notice of motion and supporting motion materials and validating service of the notice of motion and the motion record in the manner effected and an order dispensing with service thereof on any party other than the parties served;

- (b) approving the activities of the Receiver as described in the Second Report of the Receiver;
- (c) approving the Receiver's Statements of Receipts and Disbursements for the period August 1, 2007 to October 26, 2007;
- (d) approving the Receiver's fees and expenses, including the fees and disbursements of its legal counsel;
- (e) approving the allocation to each estate of the net funds received by the Receiver from the sale of the assets of the Companies as set out in the Receiver's Statements of Receipts and Disbursements;
- (f) approving the payment of the amount of \$2,448,929.50 to Libro Credit Union Limited on October 31, 2007 in full satisfaction of its secured claims against the properties and assets of the Companies and their proceeds of sale;
- (g) authorizing the Receiver to pay over to A. Farber & Partners Inc. in its capacity as trustee in bankruptcy of the estates of Penta One and Penta Farm (the "Trustee") the net receipts of the receivership estates after payment of Libro's secured claim, the fees and expenses of the Receiver, including the fees and disbursements of its legal counsel, and a holdback in the amount of \$50,000 to cover the unpaid fees and expenses of the Receiver and its legal counsel;
- (h) authorizing the Receiver to post a copy of any and all court materials filed in this proceeding, including orders of the Court on its website at: www.afarber.com.
- (i) authorizing the Receiver to send notice to the unsecured creditors of the Companies advising of Farbers website where they may reference the court materials relating to this proceeding, as well as reminding the

unsecured creditors to file a proof of claim with the Trustee, if they have not already done so; and

- (j) discharging the Receiver effective November 2, 2007 of its duties and obligations in respect of Penta Farm and Penta One pursuant to the orders of the Court made in this proceeding;

was heard this day at the Courthouse, 80 Dundas Street, London, Ontario.

ON READING the Second Report and the appendices thereto, and on hearing the submissions of counsel for the Receiver, Libro Credit Union Limited and such other parties as appeared on the motion;

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and Motion Record herein is hereby abridged so that this Motion is properly returnable today and any further service thereof is hereby dispensed with.
2. **THIS COURT ORDERS** that the activities of the Receiver as described in the Second Report of the Receiver are hereby approved.
3. **THIS COURT ORDERS** that the Receiver's Statements of Receipts and Disbursements for the period August 1, 2007 to October 26, 2007 be and are hereby approved.
4. **THIS COURT ORDERS** that the allocation to each estate of the net funds received by the Receiver from the sale of the assets of the Companies as set out in the Receiver's Statements of Receipts and Disbursements be and is hereby approved.

5. **THIS COURT ORDERS** that the payment of \$2,448,929.50 by the Receiver to Libro Credit Union Limited on October 31, 2007 in full satisfaction of its secured claims against the property and assets of the Companies and their proceeds of sale, be and is hereby approved.

6. **THIS COURT ORDERS** that Farbers fees and expenses as receiver and manager of Penta Farm for the period July 27, 2007 to October 19, 2007 in the total amount of \$66,182.09, exclusive of GST, be and is hereby approved.

7. **THIS COURT ORDERS** that the fees and expenses of Farbers as receiver and manager of Penta One for the period July 27, 2007 to October 19, 2007 in the total amount of \$65,171.57, exclusive of GST, be and is hereby approved.

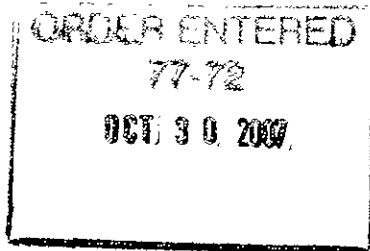
8. **THIS COURT ORDERS** that the fees and disbursements of Chaitons LLP as counsel for the Farbers as receiver and manager of Penta Farm and Penta One for the period August 2, 2007 to September 28, 2007 in the amount of \$38,776.32 and \$41,391.33, respectively, exclusive of GST, be and are hereby approved.

9. **THIS COURT ORDERS** that the Receiver is authorized to pay over to the Trustee the net receipts of the receivership estates after payment of Libro's secured claim, the fees and expenses of the Receiver including the fees and disbursements of its legal counsel. The Receiver is further authorized to maintain a holdback in the amount of \$50,000 to cover the unpaid fees and expenses of the Receiver and its legal counsel, with any balance to be transferred by the Receiver to the Trustee.

10. **THIS COURT ORDERS** that the Receiver is authorized to post a copy of any and all court materials filed in this proceeding, including orders of the Court, on its website at: www.afarber.com.

11. **THIS COURT ORDERS** that the Receiver is authorized to send notice to the unsecured creditors of the Companies advising of Farbers website where they may reference the court materials relating to this proceeding, as well as reminding the unsecured creditors to file a proof of claim with the Trustee, if they have not already done so.

12. **THIS COURT ORDERS** that Farbers duties and obligations in respect of Penta Farm and Penta One pursuant to the order of the Court made in this proceeding, be and are hereby discharged effective November 2, 2007.



Joe Yeiter

A. FARBER & PARTNERS INC. ET AL.
Plaintiff

and

PENTA TMR INCORPORATED ET AL.
Defendant
Court File No. 54921

ONTARIO
SUPERIOR COURT OF JUSTICE
Proceedings commenced at LONDON

ORDER

CHAITONS LLP
Barristers and Solicitors
185 Sheppard Avenue West
Toronto, ON M2N 1M9

Harvey Chalton (LSUC #21592F)
Tel: (416) 218-1129
Fax: (416) 218-1829

Solicitors for the Receiver and the Trustee