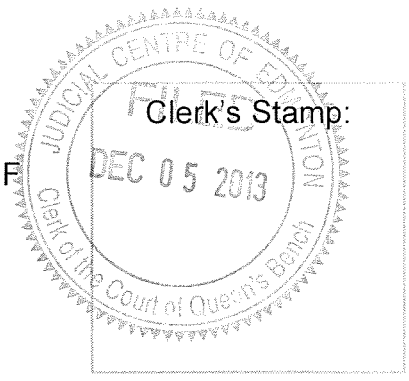


COURT FILE NUMBER: 1303 13257
COURT: COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE: EDMONTON
PLAINTIFF: CAREVEST CAPITAL INC.
DEFENDANT: 830480 ALBERTA INC.



DOCUMENT: **APPLICATION**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT: Ronald H. Haggett
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File No. 38630.103 RHK

NOTICE TO DEFENDANT:

This application is made against you. You are a Defendant.
You have the right to state your side of this matter before the Court.
To do so, you must be in Court when the application is heard as shown below:

DATE: December 13, 2013
TIME: 10:00 a.m.
WHERE: Law Courts Building, Edmonton, Alberta
BEFORE WHOM: Justice K.G. Nielsen in Commercial/Duty Justice Chambers

Go to the end of this document to see what you can do and when you must do it.

Remedy Claimed or Sought:

- (a) Declaring the Defendant to be in default of a mortgage and other security issued in favour of the Plaintiff, and declaring sums due and owing to the Plaintiff thereunder;

- (b) appointing The Bowra Group Inc. as Receiver and Manager (“Receiver-Manager”) of the Defendant and of the lands which are the subject of the Mortgage defined and identified in the Statement of Claim in the within action (the “Mortgaged Lands”), without being required to post security or bond;
- (c) granting costs of the Application and this action to the Plaintiff, including:
 - (i) legal costs to be assessed on a solicitor and his own client, or full indemnity, basis; and
 - (ii) all costs and expenses of the Receiver-Manager for which the Plaintiff may be or become liable;
- (d) directing the Receiver-Manager to assume the powers and responsibilities of the Plaintiff pursuant to the Preservation Order granted in the within Action on October 30, 2013, and to reimburse the Plaintiff for its costs and expenses incurred in furtherance of the Preservation Order, and directing that such reimbursement shall be recoverable by the Receiver-Manager as a disbursement;
- (e) abridging time for service of notice of the within application upon the Defendant and subsequent encumbrancers to the time actually provided;
- (f) in the alternative, dispensing with service of notice of the within application upon subsequent encumbrancers and lienholders, and providing such directions respecting service of the Order sought upon subsequent encumbrancers and lienholders as this Honourable Court may deem just; and
- (g) granting such further and other relief as this Honourable Court may allow.

Grounds for making this Application:

- (a) as a result of the defaults of the Defendant, 830480 Alberta Inc. (“830480”) in the repayment of monies due under the said mortgage, and

having regard to the nature of the Mortgaged Lands, it is just, equitable and convenient and that a Receiver Manager be appointed to complete and manage the development and eventual sale of the Mortgaged Lands, as the Court may deem appropriate;

- (b) the Plaintiff's security in respect of the Mortgaged Lands is at risk as a result of the defaults of 830480 in the repayment of its indebtedness to the Plaintiff; and
- (c) such further and other grounds as counsel may advise.

Material or evidence to be relied on:

- (d) the Pleadings in the within action;
- (e) the Affidavit of Jill Plasteras dated October 29, 2013, and the Affidavit of Default of Jill Plasteras, sworn November 6, 2013;
- (f) the Consent to Act as Receiver and Manager of The Bowra Group Inc.;
- (g) the Undertaking of the Plaintiff;
- (h) the Affidavit of Value and Valuation Report of Keith N. Fraser, sworn November 1, 2013;
- (i) Certified Copies of selected titles to the Mortgaged Lands;
- (j) A Personal Property Registry Search in respect of the Defendant; and
- (k) such further and other material as counsel may advise.

Applicable rules:

- 2. Rule 6.47 of the *Alberta Rules of Court*.

Applicable Acts and regulations:

- 3. Section 49(1) of the *Law of Property Act*, R.S.A. 2000, c. L-7;
- 4. Subsection 13(2) of the *Judicature Act*, R.S.A. 2000, c. J-2; and

Any irregularity complained of or objection relied on:

5. N/A

How the application is proposed to be heard or considered:

6. In person.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the Applicant.