

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE *Mr. Justice*) WEDNESDAY, THE 8th DAY
Farley)
) OF JUNE, 2005

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 THE MANDERLEY CORPORATION,
1310500 ONTARIO INC., LEO BEAL LTD. AND
MANDERLEY NATURAL TURF SYSTEMS INC.

Applicants

ORDER

THIS MOTION made by the Applicants for an Order substantially in the form as appended to the motion record herein was heard on this day at 393 University Avenue, Toronto, Ontario.

ON READING the motion record dated June 2, 2005, the affidavit of E. Christopher Hope sworn June 2, 2005, the second report of Doyle Salewski Inc., the monitor (the "Monitor") and interim receiver ("Interim Receiver") dated June 2, 2005 (the "Second Report") and hearing the submissions of counsel for the Applicants, counsel for the Monitor and the Interim Receiver and counsel for the Royal Bank of Canada, and upon being advised that any other person who might be interested in these proceedings were served with the motion record and the Second Report:

1. **THIS COURT ORDERS** that the time for service of the motion record and the Second Report in respect of this motion be and it is hereby abridged, if necessary, so that the motion is

returnable today, and that service, including the manner of service of the within motion materials, be and is hereby approved and validated, and that the further service of the motion record, the Second Report upon any interested party other than those served be and it is hereby dispensed with

2. **THIS COURT ORDERS** that the terms of the initial order of the Honourable Mr. Justice Campbell dated March 23, 2005 be, and are hereby, extended to ~~July 31, 2005.~~ *August 3*
3. **THIS COURT ORDERS** that the Applicants' marketing plan as set out in the Second Report is hereby ratified and approved. *M*
4. **THIS COURT ORDERS** that the increase in the interest payable by the Applicants to Naples Real Estate Holdings Company Ltd. pursuant to the debtor-in-possession facility from 15% to 17.5% is hereby ratified and approved.
5. **THIS COURT ORDERS** that the Revised Liquidation Cash Flow (as defined in the Second Report) presented to the Court on this day be sealed and not form part of the public record until further order of this Court.
6. **THIS COURT ORDERS AND DECLARES** that the actions of the Monitor and the Interim Receiver as set out in the Second Report are hereby ratified and approved.


 JOSEPH P. VAN TASSEL
 REGISTRAR

ENTERED AT / INSCRIT À TORONTO
 ON / BOOK NO:
 LE / DANS LE REGISTRE NO.:
 JUN 08 2005

PER/PAR: *A*

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Court File No. 05-CL-5801

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)
Proceeding commenced at Toronto

ORDER

BENNETT JONES LLP
One First Canadian Place
Suite 3400, P.O. Box 130
Toronto, Ontario
M5X 1A4

Justin R. Fogarty (LSUC #26488G)
Renée Brosseau (LSUC #47074R)
Tel: 416.777.4859/777.4830
Fax: 416.863.1716

Solicitors for the Applicants