

Court File No. 06-CL-006425

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY
COMMERCIAL LIST

THE HONOURABLE MR.) WEDNESDAY, THE 12th DAY
)
JUSTICE CUMMING) OF JULY, 2006

IN THE MATTER OF SECTION 47(1) AND 47.1(1) OF THE BANKRUPTCY AND
INSOLVENCY ACT, R.S.C. 1985 C. B-3, AS AMENDED; AND

IN THE MATTER OF CREATIVE BUILDING MAINTENANCE INC., an Ontario
corporation; and

IN THE MATTER OF CREATIVE BUILDING MAINTENANCE INC., a Delaware
corporation

BETWEEN:

HSBC BANK CANADA,
KEYBANK NATIONAL ASSOCIATION AND
KEY EQUIPMENT FINANCE INC.

Applicants

- and -

CREATIVE BUILDING MAINTENANCE INC., an Ontario corporation
and
CREATIVE BUILDING MAINTENANCE INC, a Delaware corporation

Respondents

ORDER

THIS MOTION made by the interim receiver and monitor, Doyle Salewski Inc. ("DSI" or the "Receiver") for Creative Building Maintenance Inc. (Ontario) ("CBM Canada") and Creative Building Maintenance Inc. (Delaware) ("CBM US") for an Order

substantially in the form attached to the motion record herein was heard this day at 393 University Avenue, Toronto, Ontario.

ON READING the motion record of the Receiver dated July 6, 2006 and the fourth report of the Receiver dated July 6, 2006 (the "Fourth Report") and on hearing the submissions of counsel for the Receiver, counsel for each of the senior secured creditors (HSBC Bank Canada ("HSBC"), RoyNat Inc. ("RoyNat"), KeyBank National Association and Key Equipment Finance Inc. (collectively, "KeyBank") and CIT Financial Ltd. ("CIT") collectively referred to as the ("Secured Creditors"), counsel for the related parties Phoenix Equity Inc., 2072789 Ontario Ltd., Phoenix Equity Services Limited II, 1354828 Ontario Limited c.o.b. as ACSYS Group, Michal Cerny, Anca Periet, Angela Cerny and Antonia Alfonsi, and on being advised of the consent of the Secured Creditors to the Settlement and Buy-Out Agreement (defined below) and of their consent to the release sought therein and as set out in paragraph 4, below and upon being advised that all persons listed on the service list were served with the motion record,

SERVICE

1. **THIS COURT ORDERS** that the time for service of the motion record herein be and it is hereby abridged such that this motion is properly returnable today and, further, that any requirement for service of the motion record upon any interested party be and it is hereby dispensed with.

SETTLEMENT AND BUY-OUT AGREEMENT

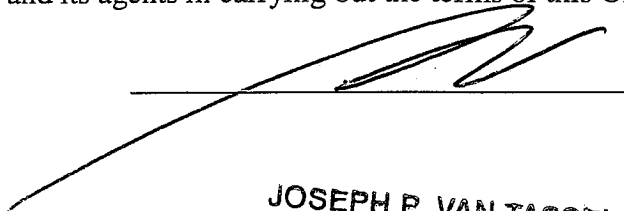
2. **THIS COURT ORDERS** that the settlement and buy-out agreement (the "Settlement And Buy-Out Agreement") substantially in the form attached as Appendix "7" to the Fourth Report, executed by the Receiver and Horizon National Contract Services LLC ("Horizon") and the transactions contemplated therein be and they are hereby approved.

3. **THIS COURT ORDERS** that the Receiver be and is hereby authorized, empowered and directed to execute the Settlement And Buy-Out Agreement, and the Receiver is further authorized, empowered and directed to implement and complete the

transactions contemplated therein in accordance with the terms and conditions of the Settlement And Buy-Out Agreement with such alterations, amendments, deletions and additions as the parties thereto may agree to, and to perform the obligations contained in the June 2006 Amending Agreement.

4. **THIS COURT ORDERS** that Horizon, and Michael's Stores Inc., TJX Companies Inc. and Petsmart Inc. (collectively, the "Customers") and each of their agents, advisors, representatives, officers, current and former directors, shareholders, employees, attorneys, predecessors, successors, and assigns (collectively, the "Releasees") be and they are hereby fully, finally, and forever released from any and all rights, interests, obligations, debts, dues, sums of money, accounts, reckonings, damages, claims, actions, allegations, causes of action, counterclaims, or demands whatsoever, whether known or unknown, in law or in equity, that have been or could have been asserted by CBM Canada or CBM US, the Secured Creditors, and the Receiver against any or all of the Releasees from the beginning of time through to the date of this Order with respect to claims against Horizon and with respect to the Customers' dealings with CBM Canada or CBM US only, which shall include, but not be limited to, the Settlement And Buy-Out Agreement, any prior agreements, or any matter arising from or are in any way related to the Settlement And Buy-Out Agreement or prior agreements between the Releasees, CBM US and CBM Canada and the Receiver provided, however, that the aforementioned release shall not apply to and shall specifically exclude: (1) the liabilities and obligations on the part of Horizon as provided for in the Settlement and Buy-Out Agreement between Horizon and the Receiver; (2) monies owing to CBM Canada and CBM US and/or the Receiver by each of the Customers for services actually rendered or work performed by CBM Canada or CBM US or their subcontractors for the Customers prior to the dates on which Horizon actually commenced performing services itself under the given contracts at the given Customers' store locations; and (3) any agreements between the Secured Creditors and the Releasees.

5. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



JOSEPH P. VAN TASSEL
REGISTRAR

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

JUL 12 2006

PER/PAR:



Tara Stead
Registrar, Superior Court of Justice

HSBC BANK CANADA et al
Applicants

- and -

CREATIVE BUILDING MAINTENANCE INC. et al
Respondents

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IN BANKRUPTCY AND INSOLVENCY
(COMMERCIAL LIST)
Proceeding Commenced at Toronto

ORDER

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Solicitors for Doyle Salewski Inc., in its capacity as Trustee in Bankruptcy of Creative Building Maintenance Inc. (Ontario) and Interim Receiver and Monitor of Creative Building Maintenance Inc. (Ontario) and Creative Building Maintenance Inc. (Delaware), and not in its personal capacity