



**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**

**THE HONOURABLE MR. JUSTICE FARLEY** ) **MONDAY, THE 14<sup>th</sup> DAY**  
 )  
 ) **OF FEBRUARY, 2005**

**IN THE MATTER OF AN APPLICATION UNDER THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C., 1985, c. C-36**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF AFTON FOOD GROUP LTD., AFTON FOOD GROUP INC., JOINT TECHNOLOGIES INC., KEDARD HOLDINGS LTD., ROBIN'S FOODS INC., MRS POWELL'S (CANADA) INC., 241 PIZZA (1997) INC., RUFFAGE INTERNATIONAL INC., CYBERSENSATIONS CAFÉ INC., MRS. POWELL'S, INC. and KIDSPORTS CAPITAL CORPORATION AND OTHER APPLICANTS LISTED ON SCHEDULE "A"**

**(the 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 February 10, 2005, the affidavit of P. Bruce Smith sworn February 10, 2005 (the "Smith Affidavit"), the fifth report of the monitor, Doyle Salewski Inc. (the "Monitor"), dated February 10, 2005, (the "Fifth Report") and on hearing the

submissions of counsel for the Applicants, the Applicants' boards of directors, the Monitor and the Applicants' senior lenders, Rabobank Nederland, Canadian Branch in its capacity as agent for itself and for Credit Union Central of Ontario Limited and Hepcoe Credit Union Limited and upon being advised that all persons listed on the service list were served with the motion record and the Fifth Report:

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 and Fifth Report herein upon any interested party be and it is hereby dispensed with.
2. THIS COURT ORDERS that the terms of the initial order of the Honourable Mr. Justice Cameron dated July 16, 2004 (as amended) be and is hereby extended to February 23, 2005.
3. THIS COURT ORDERS AND DECLARES that the Monitor's actions, as set out in the Fifth Report filed with the court, are hereby ratified and approved.



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JOSEPH P. VAN TASSEL  
REGISTRAR

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

FEB 14 2005

PER/PAR: 

**SCHEDULE "A"**

1007106 Ontario Limited  
1007110 Ontario Limited  
1007111 Ontario Limited  
1007112 Ontario Limited  
1010015 Ontario Limited  
241 Enterprises Ltd.  
241 Pizza Group Ltd.  
975499 Ontario Limited  
985551 Ontario Limited  
985552 Ontario Limited  
Donut Delite Bakery (Aylmer) Inc.  
Donut Delite Bakery (London) Inc.  
Donut Delite Café (London) Inc.  
Donut Delite Café (West Lorne) Inc.  
241 Pizza Ontario Corporation  
Mrs. Powell's Bakery Eatery Inc.  
414405 Alberta Ltd.  
Storybond Graphics Inc.  
2008359 Ontario Inc  
2008360 Ontario Inc.  
2008361 Ontario Inc  
2008362 Ontario Inc  
2008961 Ontario Inc.  
2008963 Ontario Inc  
2008965 Ontario Inc  
2008968 Ontario Inc.  
2010839 Ontario Inc  
2010840 Ontario Inc.  
2010841 Ontario Inc.  
2010842 Ontario Inc.  
2017656 Ontario Inc  
2017657 Ontario Inc  
2017658 Ontario Inc  
2017659 Ontario Inc  
2020257 Ontario Inc  
2020258 Ontario Inc  
2020259 Ontario Inc  
2020260 Ontario Inc  
2022975 Ontario Inc  
2022977 Ontario Inc  
2022978 Ontario Inc.  
2022979 Ontario Inc.  
2022980 Ontario Inc.  
2032359 Ontario Inc.  
2032360 Ontario Inc.  
2032361 Ontario Inc.  
2032363 Ontario Inc.  
2032364 Ontario Inc.  
2032368 Ontario Inc.  
2041987 Ontario Inc  
2041988 Ontario Inc

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 AFTON FOOD GROUP LTD., AFTON FOOD GROUP INC., JOINT  
TECHNOLOGIES INC., KEDARD HOLDINGS LTD., ROBIN'S FOODS INC.,  
MRS. POWELL'S (CANADA) INC., 241 PIZZA (1997) INC., RUFFAGE INTERNATIONAL  
INC., CYBERSENSATIONS CAFÉ INC., MRS. POWELL'S, INC. and KIDSPORTS  
CAPITAL CORPORATION AND OTHER APPLICANTS LISTED ON SCHEDULE "A"

Court File No. 04-CL-5491

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

**ORDER**

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