

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE) FRIDAY, THE 21ST
)
MADAM JUSTICE MATHESON) DAY OF AUGUST, 2015

BETWEEN:



COMERICA BANK

Applicant

- and -

ARXX BUILDING PRODUCTS INC., ARXX CORPORATION, ARXX BUILDING PRODUCTS U.S.A. INC., ECB HOLDINGS, LLC, APS HOLDINGS, LLC, UNISAS HOLDINGS, LLC, AND ECO-BLOCK INTERNATIONAL, LLC

Respondents

ORDER

THIS MOTION, made by KSV Kofman Inc. ("**KSV**") (formerly, Duff & Phelps Canada Restructuring Inc.), in its capacity as the Court-appointed receiver (in such capacity, the "**Receiver**") of the undertaking, property and assets of ARXX Building Products Inc. ("**ARXX Canada**"), ARXX Corporation, ARXX Building Products U.S.A. Inc., ECB Holdings, LLC, APS Holdings, LLC, UNISAS Holdings, LLC, and Eco-Block International, LLC (collectively, the "**ARXX Group**") for an Order in substantially the form set out at Tab 3 of the Receiver's Motion Record was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Receiver's Motion Record in respect of this motion, filed, and the Receiver's Fourth Report dated August 10, 2015 (the "**Fourth Report**");

AND UPON hearing the submissions of counsel for the Receiver, no one else appearing for any other person on the service list, although duly served as appears from the affidavit of service of Elizabeth Nigro sworn August 11, 2015, filed,

1. **THIS COURT ORDERS** that the Receiver is hereby authorized and directed to file an assignment in bankruptcy on behalf of ARXX Canada.
2. **THIS COURT ORDERS** that KSV is hereby authorized to act as trustee in bankruptcy for ARXX Canada.
3. **THIS COURT ORDERS** that the Receiver is hereby authorized and directed to transfer the balance of funds remaining in the receivership bank account, after funding any unpaid post-filing professional fees, to the trustee in bankruptcy forthwith following commencement of the bankruptcy proceedings.
4. **THIS COURT ORDERS** that the Receiver is hereby granted leave to apply to this Honourable Court for such further advice, direction or assistance as may be necessary to give effect to the terms of this Order.
5. **THIS COURT ORDERS** that the Fourth Report and the Receiver's activities described therein are hereby approved.
6. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada against all persons, firms, corporations, governmental, municipal and regulatory authorities against whom it may be enforceable.
7. **THIS COURT ORDERS AND REQUESTS** the aid and recognition of any court or any judicial, regulatory or administrative body in any province or territory of Canada and the Federal Court of Canada and any judicial, regulatory or administrative tribunal or other court constituted pursuant to the Parliament of Canada or the legislature of any province to act in aid of and to be complementary to this Court 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 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.

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

AUG 24 2015

COMERICA BANK

and

ARXX BUILDING PRODUCTS INC., ARXX CORPORATION,
ARXX BUILDING PRODUCTS U.S.A. INC., ECB HOLDINGS,
LLC, APS HOLDINGS, LLC, UNISAS HOLDINGS, LLC, AND
ECO-BLOCK INTERNATIONAL, LLC

Court File No. CV-13-10353-00CL

APPLICANT

RESPONDENTS

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

Proceedings commenced in Toronto

ORDER

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Lawyers for KSV Advisory Inc., in its capacity as the receiver for ARXX Building Products Inc., ARXX Corporation, ARXX Building Products U.S.A. Inc., ECB Holdings, LLC, APS Holdings, LLC, UNISAS Holdings LLC, and Eco-Block International, LLC