

31 March 2010

Court File No. 10-8619-000GL

SA CAPITAL GROWTH CORP. and ROBERT MANDER AND E.M.B. ASSET GROUP INC.
Applicant Respondents

APPLICATION UNDER Rule 14.05(3)(g) of the Rules of Civil Procedure and section 101 of the Courts of Justice Act, R.S.O. 1990, c. C.43, as amended

M. Gottlieb RSM Richter March 31, 2010

D. N. Smith for B. Christie Brooks

M. Davis for Sargha + Co Limited

K.B. Alexander for Black Ink

A. Merdes for S.A. Capital

The Receiver appointed for 3 orders. The order was not opposed.

① order granted pursuant to continue against Christie Brooks as receiver of the estate of Robert Mander and to charge the KTH of proceeds.

Consent to The Brooks did not oppose the order but stated, for the record, that The Brooks would like to receive

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

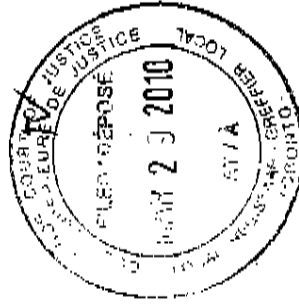
Proceeding commenced at Toronto

MOTION RECORD OF RSM RICHTER INC.
(RETURNABLE March 31, 2010)

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Lawyers for the Receiver, RSM Richter Inc.



Order shall issue in the form ~~presented~~
presented as amended.

 J. J. J. J.

financial expenses and legal expenses for the ...
As well, counsel expressed the view that ...
was the decision that ... had control ...
the proceeds. Counsel to the Decedent expressed
the view that Mr Brooks ~~did~~ does have
certain responsibilities as Executor and that the
requested payments would be proper in
nature. It seems to me that it will be
up to Mr Brooks to determine whether
she wishes to continue as Executor but
as long as she is Executor, she will have
the duties of being the Executor. No payments
authorized at this time.

② Order granted re "Fresh as Breaded Breadcrumbs"
Order. The motion was unopposed. In my
view the change to the Order
reflects a ~~more~~ broader mandate
and a more traditional necessity.
In view of Mr. Threl's death
it is important that
this order be granted

③ Order granted re Approval & Vesting
Order. I am satisfied that sufficient
effort have been made to establish
the matter and that the proposed
offer is an amount that can
be considered to be fair and
reasonable in the circumstances.