

ACTION NO: 0401-19905

IN THE COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF

TITAN INVESTMENTS LIMITED PARTNERSHIP, and TITAN GENPAR INC., and  
EVOLUTION CAPITAL MANAGEMENT LTD., and THE ESTATE OF DAVID COMTE,  
DECEASED, and THE COMTE FAMILY TRUST and PREDATOR HOLDINGS LTD.

IN THE MATTER OF THE *JUDICATURE ACT*, R.S.A. 2000, c-J-2,  
and RULES 467 and 468 OF THE ALBERTA RULES OF COURT

BEFORE THE HONOURABLE  
MR. JUSTICE G.C. HAWCO  
IN CHAMBERS

) At the Court House in the City of Calgary, in  
) the Province of Alberta, on Wednesday, the  
) 10<sup>th</sup> day of August, 2005.

**ORDER**

UPON the joint application of counsel for the Investors Committee and counsel for the Receiver; AND UPON reviewing the materials filed herein; AND UPON the cross-application of Tad Sudol, Technology & Research Inc., Technology & Research Co. Inc. and MS Computing Ltd.; AND UPON hearing from counsel for the Applicant Investors Committee, counsel for the Applicant Receiver, and counsel for Tad Sudol, Technology & Research Inc., Technology & Research Co. Inc. and MS Computing Ltd.; AND UPON hearing from Bruce Laing, an unrepresented investor in the Titan Investments Limited Partnership (the "Titan Partnership"); AND UPON noting that all investors in the Titan Partnership have been served with notice of the within application in accordance with the Order for Service *ex juris* / Substitutional Service granted by the Honourable Mr. Justice LoVecchio on April 8, 2005, and in accordance with the Order for Service *ex juris* granted by Master Laycock on June 16, 2005; IT IS HEREBY ORDERED THAT:

1. The Re-Distribution Formula attached as Exhibit "G" to the Receiver's Second Report dated April 14, 2005 and filed April 20, 2005 (the "Re-Distribution Formula") is hereby

approved, subject to the application to be made by Thomas Pearson, an investor in the Titan Partnership.

2. The cross-application of Tad Sudol, Technology & Research Inc., Technology & Research Co. Inc. and MS Computing Ltd. is dismissed.

3. No costs are awarded in relation to this application.

4. This Order may be approved by counsel in counterparts and by facsimile.

"G. C. Hawco"  
J.C.C.Q.B.A.

APPROVED as being the Order granted:

BENNETT JONES LLP

FLEMING LLP

Per: [Signature]  
Frank R. Dearlove  
Per: [Signature]  
Kelsey Drozdowski  
Solicitors for the Investors Committee

Per: \_\_\_\_\_  
Clive O. Llewellyn  
Solicitors for the Receiver,  
Alger & Associates Inc.

MAY JENSEN SHAWA SOLOMON LLP

Per: \_\_\_\_\_  
Glenn Solomon  
Solicitors for Tad Sudol,  
Technology & Research Inc.,  
Technology & Research Co. Inc. and  
MS Computing Ltd.

ENTERED this 19<sup>th</sup> day of August, 2005

V.A. BRANDT



\_\_\_\_\_  
Clerk of the Court

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- 2. The cross-application of Tad Sudol, Technology & Research Inc., Technology & Research Co. Inc. and MS Computing Ltd. is dismissed.
- 3. No costs are awarded in relation to this application.
- 4. This Order may be approved by counsel in counterparts and by facsimile.

J.C.C.Q.B.A.

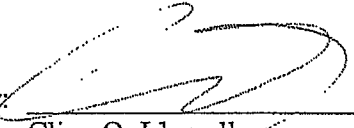
APPROVED as being the Order granted:

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FLEMING LLP

Per: \_\_\_\_\_  
 Frank R. Dearlove

Per: \_\_\_\_\_  
 Kelsey Drozdowski  
 Solicitors for the Investors Committee

Per:  \_\_\_\_\_  
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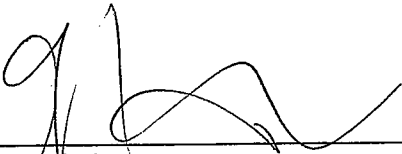
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**ORDER**

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BENNETT JONES LLP  
Barristers and Solicitors  
4500, 855 - 2nd Street S.W.  
Calgary, Alberta T2P 4K7

Frank R. Dearlove  
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Our File No.:54784-1

