

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) At the Court House in the City of Calgary,
MR. JUSTICE G.C. HAWCO) in the Province of Alberta, on Friday, the
IN CHAMBERS) 9th day of September, 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 hearing counsel for the Applicant Investors Committee, counsel for
the Applicant Receiver, and counsel for certain Respondents;

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;

AND UPON this Honourable Court issuing written Reasons for Judgment in relation to this matter on August 19, 2005;

AND UPON this Honourable Court hearing argument on the issue of costs on September 7, 2005 and reserving its decision until September 9, 2005;

IT IS HEREBY ORDERED THAT:

1. Subject to paragraph two (2) below, costs of the Application heard in this matter on June 30, 2005, are hereby awarded in the amount of \$42,000 plus disbursements agreed in the amount of \$10,000.00 to be paid by each of the 42 Overpaid Investors on the basis of 1/42 each and such amount shall be added to any judgment granted pursuant to this Court's Order in the within Action dated September 7, 2005 (the "September 7 Order").
2. Each Overpaid Investor that either pays or makes an arrangement with the Receiver to pay the amount payable by that Overpaid Investor pursuant to the September 7 Order, within the time period set out in the September 7 Order, shall not be required to pay their 1/42 share of the costs or disbursements ordered in paragraph one (1) above.
3. For greater certainty, in relation to those Overpaid Investors that do not either pay or make an arrangement with the Receiver to pay pursuant to the September 7 Order, their 1/42 share of the costs and disbursements shall be added to the amount payable by those Overpaid Investors as set out in Schedule "A" to the September 7 Order.

4. This Order shall be posted on the Alger website at www.alger.ca/engagements.htm and shall be served upon all investors in the Titan Partnership 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.

ENTERED this 9th day of September, 2005

V.A. BRANDT
Clerk of the Court



R.M. Cairns for
J.C.C.Q.B.A.
Justice G.C. Hawco
R-391

APPROVED as being the Order granted:

BENNETT JONES LLP

FRASER MILNER CASGRAIN LLP

Per: _____
Frank R. Dearlove

Per: _____
David LeGeyt
Solicitors for David Pizzolato, John
McAra, Joanne Krog, Alton Halliday,
Heidie Firth, Harvey Barrett and
1043930 Alberta Ltd.

FIELD LLP

Per:
Lisa J.P. Gaunt
Solicitors for Thomas Pearson and
Christopher Pearson

4. This Order shall be posted on the Alger website at www.alger.ca/engagements.htm and shall be served upon all investors in the Titan Partnership 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.

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

ENTERED this _____ day of September, 2005

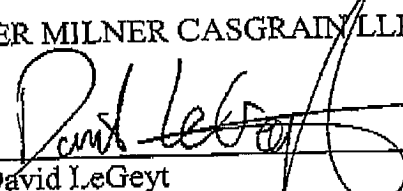
Clerk of the Court

APPROVED as being the Order granted:

BENNETT JONES LLP

FRASER MILNER CASGRAIN LLP

Per: _____
Frank R. Dearlove

Per: 
David LeGeyt
Solicitors for David Pizzolato, ~~John~~
~~M. Ara~~, Joanne Krog, Alton Halliday,
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