

Action No. 1001-08096

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

BETWEEN:

HSBC BANK CANADA

Plaintiff

- and -

**PRO-LINE DIRECTIONAL SERVICES PARTNERSHIP, PRO-LINE DIRECTIONAL
SERVICES INC., 1260458 ALBERTA LTD., MICHAEL COLUMBOS, DARRIN GABEL,
WES CROWE, KIRK LIVINGSTON, BRAD GABEL, BARRY TUCKER
AND PROLINE DIRECTIONAL SERVICES, U.S.A.**

Defendants

NOTICE OF MOTION

TAKE NOTICE that an application will be made by the Plaintiff before the Honourable Justice ^{G.} Hawco, at the Calgary Courts Centre, 601 – 5th Street SW, in the City of Calgary, in the Province of Alberta, on Tuesday, the 15th day of June, 2010, at the hour of 9:30 o'clock in the forenoon or so soon thereafter as counsel may be heard for an Order:

- (a) appointing Alger & Associates Inc. as receiver and manager (the "Receiver") of all the present and after acquired personal property, including all proceeds thereof, of Pro-Line Directional Services Partnership, Pro-Line Directional Services Inc. and 1260458 Alberta Ltd. (hereinafter collectively referred to as "the Respondents");
- (b) awarding the Plaintiff costs of this application on a solicitor and own client basis pursuant to the terms of its security; and
- (c) such further and other relief as this Honourable Court deems appropriate.


AND FURTHER TAKE NOTICE that the grounds upon which this application will be made are as follows:

- (a) the Respondents are in default of their obligations to the Plaintiff under various loan agreements;
- (b) the security that was provided by the Respondents to the Plaintiff allows for the appointment of a receiver and manager in the event of a default by the Respondents;
- (c) it is just and equitable that a receiver and manager be appointed; and
- (d) Section 65 of the *Personal Property Security Act*, being chapter P-7 of the Revised Statutes of Alberta 2000, and Section 13 of the *Judicature Act*, being chapter J-2 of the Revised Statutes of Alberta 2000.

AND FURTHER TAKE NOTICE that in support of this application will be read the Affidavit of Michael Le Nabat, which has been filed, together with such further and other material as counsel may advise.

DATED at the City of Calgary, in the Province of Alberta, this 7 day of June, 2010.

BISHOP & MCKENZIE LLP

Per: 
for Russell N. Avery
Solicitors for the Plaintiff

TO: Clerk of the Court
AND TO: Pro-Line Directional Services Partnership
AND TO: Pro-Line Directional Services Inc.
AND TO: 1260458 Alberta Ltd.

Action No: 1001-08096

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

BETWEEN:

HSBC BANK CANADA

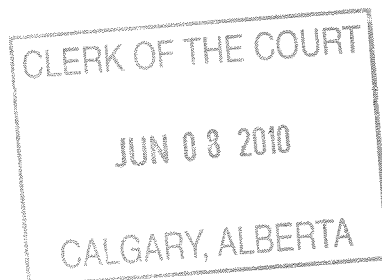
Plaintiff

- and -

**PRO-LINE DIRECTIONAL SERVICES
PARTNERSHIP, PRO-LINE
DIRECTIONAL SERVICES INC., 1260458
ALBERTA LTD., MICHAEL COLUMBOS,
DARRIN GABEL, WES CROWE, KIRK
LIVINGSTON, BRAD GABEL, BARRY
TUCKER AND PROLINE DIRECTIONAL
SERVICES, U.S.A.**

Defendants

NOTICE OF MOTION



BISHOP & MCKENZIE LLP
Barristers and Solicitors
#1700, 530 – 8th Avenue, S.W.
Calgary, Alberta
T2P 3S8
Attention: Russell N. Avery
Phone: (403) 237-5550

File No.31,322-102 (RNA/sla)