



Court File No. 06-CL-6752

**ONTARIO
SUPERIOR COURT OF JUSTICE – COMMERCIAL LIST**

THE HONOURABLE)
JUSTICE MESBUR)
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TUESDAY, THE 14th DAY
OF OCTOBER, 2008

BETWEEN:

JAMES RYAN

Applicant

- and -

6356095 CANADA INC.

Respondent

APPLICATION UNDER SECTION 211(8) OF THE *CANADA BUSINESS CORPORATIONS ACT*, R.S.C. 1985, c. C-44, AS AMENDED, AND RULE 14.05(2) OF THE *RULES OF CIVIL PROCEDURE*

**ORDER
(Approval of Amending Agreement)**

THIS MOTION made by XMT Liquidations Inc., in its capacity as the liquidator of 6356095 Canada Inc. (formerly known as Excapsa Software Inc.) (the "**Liquidator**") for an Order approving the Liquidator's entering into of an Amendment to Sale Documents Agreement with Blast Off Limited and Tokwiro Enterprises ENRG dated as of September 22, 2008 (the "**Amending Agreement**") attached as Appendix "H" to the First Report of the Liquidator dated October 6, 2008 (the "**Report**") and executing and implementing on behalf of the Respondent all of the transactions and collateral agreements as set out therein was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Report and a letter dated October 13, 2008 from Peter Collery, President of SC Fundamental and on hearing the submissions of counsel for the Liquidator, Gail Gleed and Melissa Gaddis in their capacities as inspectors appointed in the liquidation of the Respondent, and Blast Off Limited and Joseph Tokwiro Norton, and on being advised that the Service List was served with the Notice of Motion herein:

1. **THIS COURT ORDERS** that the Amending Agreement be and is hereby approved subject to the Liquidator filing a further report to satisfy the court that all conditions to the Amending Agreement have been met (the "**Liquidator's Report**").
2. **THIS COURT ORDERS** that the particulars of this Court's endorsement in respect of this motion be communicated to the Respondent's shareholders as soon as possible.
3. **THIS COURT ORDERS** that counsel may return to me on a 9:30 a.m. appointment for final approval upon filing of the Liquidator's Report concerning fulfilment of the conditions to the Amending Agreement. The date of this 9:30 a.m. appointment is to be posted on the Liquidator's website as is the Liquidator's Report concerning the fulfilment of the conditions.



G. Argyropoulos, Registrar
Superior Court of Justice

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

OCT 17 2008

 Joanne Nicoara
PER/PAR: Registrar, Superior Court of Justice

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JAMES RYAN (Applicant) – and - 6356095 CANADA INC. (Respondent)
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**ONTARIO
SUPERIOR COURT OF JUSTICE -
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Proceeding commenced at Toronto

ORDER

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Solicitors for XMT Liquidations Inc., in its capacity as
the liquidator of 6356095 Canada Inc. (formerly known
as Escapas Software Inc.), and not in its personal
capacity