

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MADAM)
JUSTICE PEPALL)
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WEDNESDAY, THE 1ST
DAY OF DECEMBER, 2010.

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C., 1985 c. C-36, AS AMENDED**



**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF NELSON FINANCIAL GROUP LTD. (the "Applicant")**

Applicant

ORDER

THESE MOTIONS made by A. John Page & Associates Inc., in its capacity as the Court-appointed Monitor of the Applicant (the "**Monitor**"), for the relief set out in its Notice of Motion dated November 12, 2010 (the "**Monitor November 12 Notice of Motion**") and its Notice of Motion dated November 24, 2010 (the "**Monitor November 24 Notice of Motion**"), and made by Douglas Turner, Q.C., in his capacity as the representative counsel (the "**Representative Counsel**") of the holders of promissory notes issued by the Applicant, for certain of the relief set out in its Notice of Motion dated November 12, 2010 (the "**Representative Counsel Notice of Motion**"), were heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the material filed, including, the Monitor November 12 Notice of Motion, the Monitor November 24 Notice of Motion, the Motion Record of the Monitor dated November 12, 2010, which includes the Affidavit of A. John Page sworn October 26, 2010 and the Affidavit of James H. Grout sworn October 29, 2010, the Seventh Report of the Monitor dated September 13, 2010, the Supplemental to Seventh Report of the Monitor dated September 17, 2010, the Second Supplemental to Seventh Report of the Monitor dated October 14, 2010, the Ninth Report of the Monitor dated November 15, 2010, the Supplement to Ninth Report of the Monitor dated November 18, 2010 and the Tenth Report of the Monitor dated November 29, 2010, the Representative Counsel Notice of Motion, the First Report of the Representative Counsel dated November 3, 2010, the Second Report of the Representative Counsel dated November 15, 2010, the Third Report of the Representative Counsel dated November 29, 2010, the Affidavit of Douglas Turner sworn November 16, 2010, the Affidavit of Richard B. Jones sworn November 17, 2010 and the two Affidavits of Tina M. Woodside sworn November 17, 2010 (collectively, the “**Motion Materials**”), and on hearing from counsel for the Monitor, counsel for the Representative Counsel, counsel for the Applicant, counsel for Staff of the Ontario Securities Commission, no one else appearing although duly served as appears from the Affidavits of Service filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Motion Materials is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

STAY EXTENSION

2. **THIS COURT ORDERS** that the Stay Period (as defined in paragraph 13 of the Initial Order of the Honourable Madam Justice Pepall dated March 23, 2010) be and it is hereby extended until and including February 28, 2011.

PROFESSIONAL FEES AND APPROVAL OF REPORTS

3. **THIS COURT ORDERS** that the motions seeking approval of all professional fees and disbursements and of the Monitor's Reports be adjourned to December 9, 2010. 87P

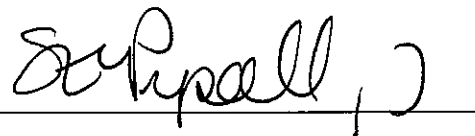
MONITOR'S ROLE

4. **THIS COURT ORDERS** that, subject to further Order of this Court, the Monitor shall hereafter restrict its activities to monitoring the cash receipts and disbursements of the Applicant in reliance upon the reports of the Interim Operating Officer appointed by the Court under the Order of November 22, 2010, being available to review any plan of arrangement that may be developed by the Interim Operating Officer or the Representative Counsel and presented by either the Applicant or any creditor, preparing the report to the creditors required under section 23(1)(d.1) of the *Companies Creditors' Arrangement Act*, R.S.C. 1985, c. C-36 as amended (the "CCAA"); and fulfilling any other obligations required by the CCAA.

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ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

DEC 01 2010

PER / PAR:



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Court File No.: 10-8630-00CL

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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**
Proceedings commenced at Toronto

ORDER

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