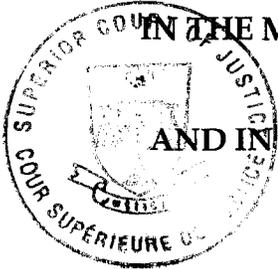


**ONTARIO**  
**SUPERIOR COURT OF JUSTICE - COMMERCIAL LIST**

THE HONOURABLE ) MONDAY THE 24TH  
MADAM JUSTICE MESBURZ ) DAY OF JANUARY, 2011



**IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C., 1985,**  
**c. B-3, AS AMENDED**  
**AND IN THE MATTER OF BANKRUPTCY OF LEGACY NPC PARTNERSHIP,**  
of the City of Toronto, in the Province of Ontario

**ORDER**

THIS MOTION, made by FTI Consulting Canada Inc. ("FTI"), in its capacity as trustee in bankruptcy of Legacy NPC Partnership ("Legacy NPC") seeking, *inter alia*, the consolidation of the bankrupt estates of Legacy NPC Partnership ("Legacy NPC") and 4514858 Canada Inc. ("4514858", and together with Legacy NPC, the "Bankrupt Estates") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Second Report of FTI in its capacity as trustee in bankruptcy of 4514858 dated December 16, 2010, the Second Report of FTI in its capacity as trustee in bankruptcy of Legacy NPC dated December 16, 2010, and no one else appearing, although properly served as appears from proof of service, filed.

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record herein be and it is hereby abridged, if necessary, that the motion is properly returnable today, that further service thereof be and is hereby dispensed with and that all parties entitled to receive service of the Notice of Motion have been duly served.

2. THIS COURT ORDERS that FTL, in its capacity as the trustee in bankruptcy of the consolidated bankruptcy estates of 4514848 and Legacy NPC (the "Trustee"), may administer the Bankrupt Estates on a consolidated basis, as follows:

- (a) a single Court file number of 31-1423389 and title of proceeding of "In the Matter of the Bankruptcy of 4514848 Canada Inc. and Legacy NPC Partnership" shall be assigned to the proceedings in the Bankrupt Estates;
- (b) the Trustee is authorized to administer the Bankrupt Estates as if such bankrupt estates were a single bankrupt estate for the purpose of carrying out its administrative duties and responsibilities as trustee under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "BIA") with respect to the administration of bankrupt estates generally, including without limitation;
  - (i) meetings of creditors and inspectors in the Bankrupt Estates may be convened through one combined advertisement and conducted jointly, provided that the results of any creditors' vote shall be separately tabulated for each bankrupt estate;
  - (ii) the Trustee is authorized to issue consolidated reports in respect of the Bankrupt Estates;
  - (iii) the Trustee is authorized to perform a consolidated making, filing, advertising and distribution of all filings and notices in the Bankrupt Estates required under the BIA;
  - (iv) a single inspector elected in the bankrupt estate of Legacy NPC shall be the inspector for the consolidated bankrupt estate of 4514858 and Legacy NPC;

IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C., 1985, c. B-3, AS AMENDED  
AND IN THE MATTER OF BANKRUPTCY OF LEGACY NPC PARTNERSHIP, of the City of Toronto,  
in the Province of Ontario

Court File No: 31-1423385

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

Proceeding commenced at Toronto

**ORDER**

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