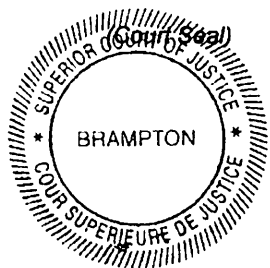


**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE MADAM)
JUSTICE WEIN)

THURSDAY, THE 9TH
DAY OF MAY, 2013

BETWEEN:



306440 ONTARIO LTD.

Applicant

- and -

782127 ONTARIO LTD. O/A ALRANGE CONTAINER SERVICES

Respondent

**ORDER
(PROCEEDS DISTRIBUTION AND APPROVAL OF RECEIVER CONDUCT)**

THIS MOTION, made by Paddon + Yorke Inc., in its capacity as court-appointed receiver (the "**Receiver**") of 782127 Ontario Ltd. o/a Alrange Container Services ("Alrange"), for a motion approving the conduct of the Receiver as disclosed in the First Report, dated April 26, 2013 (the "**First Report**"), and for other relief, was heard this day at the court house, 7755 Hurontario Street, Brampton, Ontario, L6W 4T6.

ON READING the First Report, the Supplement to the First Report dated May 7, 2013 (the "**Supplement**"), the Fees Affidavit of Cassels Brock & Blackwell LLP sworn April 25, 2013, and the Affidavit of Daniel Cohen, sworn May 2, 2013, and upon hearing the submissions of counsel for each of the Receiver, 306440 Ontario Ltd., and Textainer

Equipment Management (US) Ltd., no one else on the service list appearing although properly served,

1. THIS COURT ORDERS that the actions and activities of the Receiver as set out in the First Report and the Supplement be and are hereby approved.

✓ 2. THIS COURT ORDERS that the fees of Cassels Brock & Blackwell LLP up to April 15, 2013, as described in the Affidavit of Eleanore Morris, sworn April 25, 2013 be and are hereby approved.


✓ 3. THIS COURT ORDERS that the fees of the Receiver as described in Appendix 7 to the First Report be and are hereby approved.

4. THIS COURT ORDERS that the Receiver is authorized and directed to make an interim distribution to 306440 Ontario Ltd.(the "Secured Creditor") in the amount of

BW \$375,000. *# 175,000^{xx}, but not to be released until May 30th 2013*

✓ 5. THIS COURT ORDERS that the Receiver may use \$10,000 of funds on hand in the receivership estate to fund the expenses of the bankruptcy of the Respondent (Estate No. 31-1744257), subject to the later approval of actual trustee fees and disbursements in accordance with the *Bankruptcy and Insolvency Act*.

6. THIS COURT ORDERS that the Secured Creditor and all other secured creditors and trust claimants of the Respondent who wish to establish the validity and priority of their claims shall bring a motion before this court on July 11, 2013 on notice to the Receiver and all parties on the Service List, which motion shall be served not less than 21 days prior to the hearing date.



(Signature of Judge)

ENTERED
AT BRAMPTON
MAY 09 2013
BOOK No. 79-69
INITIALS 