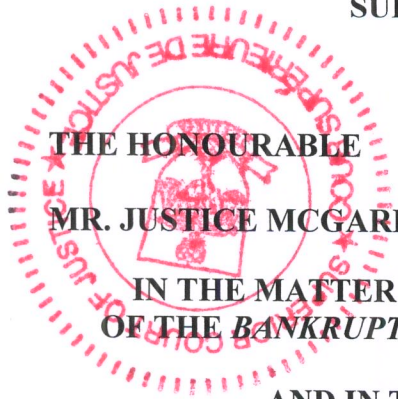


ONTARIO
SUPERIOR COURT OF JUSTICE



THE HONOURABLE

MR. JUSTICE MCGARRY

) **MONDAY, THE 8th DAY**

)

) **OF AUGUST, 2011**

**IN THE MATTER OF AN APPLICATION UNDER SECTION 47
OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, C. B-3**

**AND IN THE MATTER OF SECTION 101 OF
THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C.C-43**

B E T W E E N:

**1787811 ONTARIO INC. C/O PETER WATTS, 1815612 ONTARIO INC., 2134265
ONTARIO LTD., 2204293 ONTARIO INC., 2204051 ONTARIO LTD. C/O ELIZABETH
HUYGE, 2226700 ONTARIO INC., 2229987 ONTARIO INC., 2230916 ONTARIO LTD.,
2231288 ONTARIO INC., 2232139 ONTARIO LTD. C/O PETER VILACA, 2232466
ONTARIO INC., 2232471 ONTARIO INC., AARON PHILLIPS, ALLAN MUDGE,
AUTUMN CREEK FIELD INC., BIRDIEBUFF HOLDINGS LTD., BMW FARMS INC.,
BRANDON VANHAECKE, BRIAN SIOEN, BRIAN VANDERHAEGHE, C & B
VANKERREBROECK FARMS INC., COLLIN YARMIE, D & M CSERCSICS FARMS
INC., DAVID TOTH, DIERICK FARMS LTD., D K SIOEN FARMS INC., EDWARD
POLJANOWSKI, G.D. BYERS FARMS, GARY DEMEYERE, GARY ISENER, JACOB
D & ELISABETH KNELSEN, MENDONCA HOLDINGS INC., JEFF NEVILLE,
JORDAN JAMES FARMS, KEITH BOKLA, KYLIE DEMEULENAERE FARMS LTD.,
MATTHEW SOBCZYK, MICHAEL DEW, MYTY FARM, PETER WALL, R & R
FARMING LIMITED, RHINELAND FARMS LTD., RICHARD & BARBARA
DEMAREST, RYAN DEMEULENAERE FARM LTD., SCOTT BRINKER, TRUDY
REDEKOPP, STEVEN KNILL AND SPRIET VENTURES LTD.**

Applicant

- and -

**BRIAN KEVIN POREBA, VICTOR OSZTROVICS AND
TRUE BLEND TOBACCO COMPANY INC.**

Respondents

DISCHARGE ORDER

THIS MOTION made by PricewaterhouseCoopers Inc. ("PwC"), in its capacity as Court-appointed interim receiver (the "**Interim Receiver**") of all of the assets, undertakings and

properties of Brian Kevin Poreba, Victor Osztrovics and True Blend Tobacco Company Inc. (collectively, the “**Debtors**”) in these proceedings (the “**IR Proceedings**”), was heard this day at 80 Dundas Street, London, Ontario.

ON READING the Notice of Motion dated August 1, 2011, the second report of the Interim Receiver dated July 29, 2011 (the “**Second Report**”), the affidavit of David Ward sworn July 29, 2011 (the “**Ward Affidavit**”), the initial order of Justice Morawetz dated May 10, 2011 (the “**Initial Order**”), the affidavit of Tracey Weaver sworn July 28, 2011 (the “**Weaver Affidavit**”), and on hearing the submissions of counsel for the Interim Receiver and such other counsel as may be present, and on being advised that the Motion Record was served as evidenced by the affidavit of Kelly Hall;

SERVICE

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and the Motion Record herein shall be and hereby is abridged so that the motion is properly returnable today, and that any further service thereof is hereby dispensed with.

APPROVAL OF ACTIVITIES

2. **THIS COURT ORDERS** that the first report of the Interim Receiver, dated May 11, 2011, the Second Report (collectively, the “**IR Reports**”), and the activities of the Interim Receiver as described in the IR Reports, be and are hereby approved.

3. **THIS COURT ORDERS** that the Interim Receiver's statement of receipts and disbursements for the IR Proceedings filed with the Second Report be and is hereby approved.

APPROVAL OF FEES

4. **THIS COURT ORDERS** that the fees and disbursements of the Interim Receiver, as described in the Second Report and as set out in the Weaver Affidavit, including the estimate of the fees and disbursements of the Interim Receiver in connection with the completion of the IR Proceedings up to the date of the Interim Receiver's discharge, be and are hereby approved.

5. **THIS COURT ORDERS** that the fees and disbursements of the Interim Receiver's legal counsel, Cassels Brock & Blackwell LLP ("**Cassels**"), as described in the Second Report and as set out in the Ward Affidavit, including Cassels' estimate of the fees and disbursements in connection with the completion of the IR Proceedings up to the date of the Interim Receiver's discharge, be and are hereby approved.

DICHARGE OF INTERIM RECEIVER

6. **THIS COURT ORDERS** that upon the Interim Receiver filing a certificate with the Court substantially in the form attached hereto as Schedule "A" (the "**Certificate**") certifying that it has completed the outstanding activities described in the Second Report, the Interim Receiver shall be discharged (i) as Interim Receiver of the assets, undertakings and properties of the Debtors, and (ii) from any further duties, responsibilities and obligations under any Orders made in these IR Proceedings, and (iii) from any and all further obligations as the Interim Receiver of the Debtors, provided however that notwithstanding its discharge herein the Interim Receiver shall continue to have the benefit of the provisions of any Orders made in these IR Proceedings, including all approvals, protections and stays of proceedings in favour of PwC in its capacity as Interim Receiver.

7. **THIS COURT ORDERS AND DECLARES** that PwC is hereby released and discharged from its duties, responsibilities, obligations and any and all liability that PwC now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of PwC while acting in its capacity as Interim Receiver in these IR Proceedings. Without limiting the generality of the foregoing, PwC is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within IR Proceedings, save and except for any gross negligence or wilful misconduct on the part of the Interim Receiver.

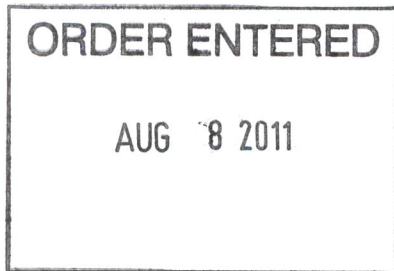
REPAYMENT OF OUTSTANDING INTERIM RECEIVER'S CERTIFICATE

8. **THIS COURT ORDERS** that the Interim Receiver is hereby authorized to pay any and all amounts owing pursuant to Interim Receiver's Certificates (as defined in the Initial Order) issued by the Interim Receiver during the IR Proceedings, prior to filing the Certificate.

TERMINATION OF CHARGES

9. **THIS COURT ORDERS** that upon the Interim Receiver filing the Certificate with the Court, the Interim Receiver's Charge and the Interim Receiver's Borrowings Charge (as defined in and created by the Initial Order) shall be terminated and extinguished.

[Handwritten signature]



Schedule "A"

Form of Interim Receiver's Discharge Certificate

Court File No. CV-11-9208-00CL

**IN THE MATTER OF AN APPLICATION UNDER SECTION 47
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Applicant

- and -

**BRIAN KEVIN POREBA, VICTOR OSZTROVICS AND
TRUE BLEND TOBACCO COMPANY INC.**

Respondents

**DISCHARGE ORDER
INTERIM INTERIM RECEIVER'S DISCHARGE CERTIFICATE**

RECITALS

A. Pursuant to an Initial Order of the Honourable Mr. Justice Morawetz of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated May 10, 2011, PwC was

appointed Interim Receiver (the "**Interim Receiver**") of all of the assets, undertakings and properties of Brian Kevin Poreba, Victor Osztrovics and True Blend Tobacco Company Inc. pursuant to Section 47.1(1)(b) of the *Bankruptcy and Insolvency Act*, R.S.C. 1995, C. B-3 and Section 101 of the *Courts of Justice Act*, R. S. O., 1990, c.C.43.

B. Pursuant to an Order of the Court dated August 8th, 2011 (the "**Order**"), the Court ordered, *inter alia*, the discharge of the Interim Receiver to be effective upon the filing by the Interim Receiver of a certificate certifying the matters set out herein.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Order.

THE INTERIM RECEIVER HEREBY CERTIFIES the following:

1. The Interim Receiver is satisfied, in its discretion, that it has completed the outstanding activities as set out in the Second Report.
2. This Certificate was delivered by the Interim Receiver at _____ [TIME] on _____ [DATE].

PRICEWATERHOUSECOOPERS INC.,
in its capacity as court-appointed Interim
Receiver of Brian Kevin Poreba, Victor
Osztrovics and True Blend Tobacco
Company Inc.

Per: _____
Name:
Title:

IN THE MATTER OF AN APPLICATION UNDER SECTION 47
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AND IN THE MATTER OF SECTION 101 OF
THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C.C-43

AND IN THE MATTER OF THE INTERIM RECEIVERSHIP OF BRIAN KEVIN POREBA, VICTOR OSZTROVICS AND TRUE
BLEND TOBACCO COMPANY INC.

ONTARIO
SUPERIOR COURT OF JUSTICE
PROCEEDINGS COMMENCED AT LONDON

**INTERIM RECEIVER'S
DISCHARGE CERTIFICATE**
(Returnable August 8, 2011)

Cassels Brock & Blackwell LLP
2100 Scotia Plaza
40 King Street West
Toronto, Ontario M5H 3C2

Larry Ellis LSUC# 49313K
Tel: (416) 869-5406
Fax: (416) 640-3004

Lawyers for the Interim Receiver,
PricewaterhouseCoopers Inc.

IN THE MATTER OF AN APPLICATION UNDER SECTION 47
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ONTARIO
SUPERIOR COURT OF JUSTICE

PROCEEDINGS COMMENCED AT LONDON

DISCHARGE ORDER
(August 8, 2011)

Cassels Brock & Blackwell LLP
2100 Scotia Plaza
40 King Street West
Toronto, Ontario M5H 3C2

Larry Ellis LSUC#49313K
Tel: (416) 869-5406
Fax: (416) 640-3004

Lawyers for the Interim Receiver,
PricewaterhouseCoopers Inc.