



No. S077839
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

**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 POPE & TALBOT LTD. AND THE PETITIONERS LISTED IN SCHEDULE
"A"**

**APPLICATION UNDER THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, AS AMENDED**

ORDER

BEFORE THE HONOURABLE)
THE CHIEF JUSTICE) WEDNESDAY, THE 7TH DAY
OF MAY 2008

THE MOTION of Pope & Talbot Ltd. ("P&T Ltd.") and those affiliates listed in Schedule "A" (the "Petitioners") coming on for hearing at Vancouver, British Columbia, on the 7th day of May, 2008, AND ON HEARING Sean Dunphy, counsel for the Petitioners AND UPON READING the material filed AND Rules 3, 44 and 51A of the *Rules of Court* and the inherent jurisdiction of this Honourable Court.

1. **THIS COURT ORDERS** that the Stay Period referred to in the Amended and Restated and Confirmed Initial Order of the Honourable Chief Justice Brenner dated November 21, 2007 is extended until 17:00 (Pacific Time), May 12, 2008.

Approval Attached

BY THE COURT
[Signature]
REGISTRAR *[Signature]*

SCHEDULE "A"

Pope & Talbot, Inc.
MacKenzie Pulp Land Ltd.
P&T Funding Ltd.
Penn Timber, Inc.
Pope & Talbot Lumber Sales, Inc.
Pope & Talbot Pulp Sales U.S., Inc.
Pope & Talbot Relocation Services, Inc.
P&T Power Company
P&T Finance Three LLC

Rejected - Order has not been endorsed by
counsel.

STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

Direct: (416) 869-6866
E-mail: mpoliak@stikeman.com

DELIVERED

May 8, 2008
File No.: 044322.1001

Registrar's Office
The Law Courts
800 Smithe Street
Vancouver, BC V6Z 2E1

RUSH!

Dear Sir/Madam:

Re: **Pope & Talbot Ltd. et al SCBC, Vancouver Registry No. S077839**

We are solicitors for the Petitioners in the above referenced matter. We would like to request that the enclosed order is signed and entered on an expedited basis.

On Wednesday May 7, 2008, the Honourable Chief Justice Brenner orally approved the extension of stay of proceedings under the *Companies Creditors Arrangement Act* for Pope & Talbot Ltd. until Monday May 12, 2008, to allow the Petitioners time to prepare for a filing for receivership. Attached please find a draft order extending the stay of proceedings until 17:00 pm (PT) of May 12, 2008. The order needs to be signed by Chief Justice Brenner and entered on an expedited basis.

The Honourable Chief Justice Brenner is aware of the above facts.

Thank you for your assistance.

Yours truly,


Maya Poliak

encl.

- TORONTO
- MONTREAL
- OTTAWA
- CALGARY
- VANCOUVER
- NEW YORK
- LONDON
- SYDNEY

IN THE SUPREME COURT OF BRITISH
COLUMBIA

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
POPE & TALBOT LTD. AND
THE PETITIONERS LISTED IN
SCHEDULE "A"

ORDER

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Sean F. Dunphy
Tel: (416) 869-5662
Ashley John Taylor
Tel: (416) 869-5236
Kathy L. Mah
Tel: (416) 869-5652
Fax: (416) 947-0866

Solicitors for the Petitioners

RUSH!

dd
DYES &
DURHAM