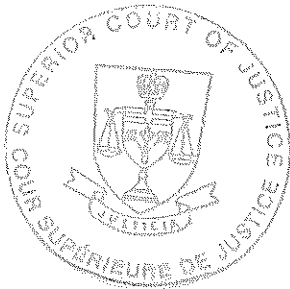


**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) FRIDAY, THE 22ND DAY
)
MR. JUSTICE NEWBOULD) OF OCTOBER, 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 BRUCE R. SMITH LIMITED AND
JOHN HENRY SMITH LAND INC.



Applicants

**ORDER
(Fee Approval #2)**

THIS MOTION made by The Fuller Landau Group Inc. ("**Monitor**"), Monitor of Bruce R. Smith Limited and John Henry Smith Land Inc. pursuant to the Amended and Restated Initial Order of the Honourable Mr. Justice Morawetz dated October 16, 2009 and the Order of the Honourable Mr. Justice Wilton-Siegel dated March 10, 2010, was heard this day at 330 University Avenue, Toronto, Ontario.

UPON READING the Notice of Motion, the Affidavit of Steven Weisz sworn October 18, 2010, the Affidavit of David Filice sworn October 18, 2010 and the Affidavit of Michael Hanson sworn October 18, 2010, all filed, and on hearing the submissions of counsel for the Monitor, the Applicants and such other interested parties as were present,

Service


1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record in support of this Motion be and it is hereby abridged, such that this Motion is properly returnable today and that further service of the Notice of Motion and the Motion Record is hereby dispensed with and that service in the manner effected by the Monitor is validated in all respects.

Approval of Accounts

2. **THIS COURT ORDERS** that the accounts of the Monitor for the period from August 1, 2010 to October 8, 2010 and those of its legal counsel, Blake, Cassels & Graydon LLP, for the period from August 1, 2010 to October 15, 2010 are hereby approved and the Applicants are hereby authorized and directed to remit payment in full, or any balance remaining, of such accounts.

3. **THIS COURT ORDERS** that the accounts of KPMG Inc., former monitor of Bruce R. Smith Limited pursuant to the Order of the Honourable Mr. Justice Morawetz dated October 8, 2009, for the period from October 8, 2009 to October 15, 2009 and those of its legal counsel, Blake, Cassels & Graydon LLP, for the period from October 5, 2009 to October 16, 2009 are hereby approved and Bruce R. Smith Limited is hereby authorized and directed to remit payment in full, or any balance remaining, of such accounts.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:



OCT 22 2010

PER / PAR:



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 BRUCE R. SMITH LIMITED
AND JOHN HENRY SMITH LAND INC.

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

ORDER

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