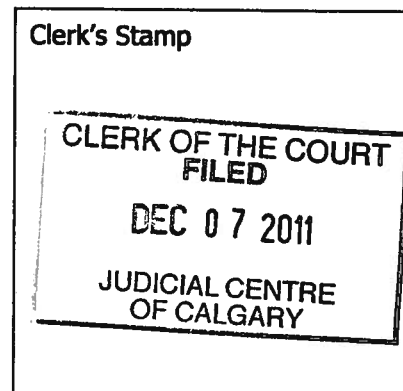


COURT FILE NO. 0501 08152
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



PLAINTIFFS DOUGLAS ALEXANDER and WILLIAM BARRETT, as Representative Plaintiffs
DEFENDANTS HMS FINANCIAL INC., et al

DOCUMENT **ORDER APPROVING CLASS SETTLEMENTS**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	McLENNAN ROSS LLP 1600 Stock Exchange Tower 300 – 5 th Avenue SW Calgary, AB T2P 3C4	Lawyer: Graham McLennan Telephone: (780) 482-9200 Fax: (780) 482-9100 Email: gmclennan@mross.com File: 251207
---	--	---

DATE ON WHICH ORDER WAS PRONOUNCED: December 2, 2011.

LOCATION WHERE ORDER WAS PRONOUNCED: CALGARY, ALBERTA.

NAME OF JUDGE WHO MADE THIS ORDER: ASSOCIATE CHIEF JUSTICE ROOKE.

UPON THE APPLICATION of the Plaintiff Class; AND UPON having read Affidavit No. 22 of Douglas Alexander; AND UPON hearing submissions from counsel for the Plaintiff Class; IT IS HEREBY ORDERED THAT:

1. The settlements entered into between the Plaintiff Class and the Defendants, as more particularly described in Schedule "A" (the "**Settling Defendants**") are approved pursuant to the provisions of the *Class Proceedings Act* S.A. 2003, c. C-16.5;
2. Pursuant to the terms of the settlement, the default judgment entered against Heather Vance is set aside.
3. Pursuant to the terms of the settlement, the judgment entered against Margaret Dart is set aside;
4. Pursuant to the terms of the settlements, this Action is discontinued without costs, as against the following Defendants:
 - (a) Ruby Leachman;
 - (b) Tamika Enterprises;

- (c) The Dakota Corporation;
- (d) Mountain Star Capital Corp.;
- (e) Connie Bartel;
- (f) Robert Bartel;
- (g) George Lennox;
- (h) Nancy Buford;
- (i) NDX Development LLC;
- (j) Lucia Ling;
- (k) Allan Gray (to be effective upon payment of the settlement amount);
- (l) Phoenix Global Resources Ltd. (to be effective upon payment of the settlement amount);
- (m) Alfred Barnfield;
- (n) Barbara King;
- (o) 1070199 Alberta Ltd.;
- (p) Michael McCullough;
- (q) McCullough Financial Corporation;
- (r) Peter Morrisseau;
- (s) 990137 Alberta Ltd.;
- (t) Arnold Dyck;
- (u) Brad Mooney;
- (v) M&M Computer Consulting;
- (w) M&M Investments 101 Ltd.;
- (x) Claude Seguin;
- (y) Casselman MCS Financial Inc.;
- (z) Datas Consulting;
- (aa) David Henry;
- (bb) Arnold Henry;
- (cc) Tom Oldridge;

- (dd) Douglas Cowan;
 - (ee) 993638 Alberta Ltd.;
 - (ff) Labalta Ltd.;
 - (gg) Edwin Knott;
 - (hh) Maritime LLC;
 - (ii) Wayne Johnson;
 - (ij) Ethan Equities;
 - (kk) Henk Uijterlinde;
 - (ll) Wilma Uijterlinde;
 - (mm) Randall Seabrook;
 - (nn) Vitron Consulting Inc.;
 - (oo) Arie Schalk;
 - (pp) Peter Mol;
 - (qq) Juan Exposito;
 - (rr) CLJ Consulting LLC;
 - (ss) Heather Vance; and
 - (tt) Margaret Dart (to be effective upon payment of the settlement amount); and
5. Notice to the Plaintiff Class with respect to any further settlements is hereby waived.
 6. Notice to remaining Defendants with respect to further settlements with other Defendants is hereby waived.
 7. All parties will bear their own costs with respect to this Action.



ASSOCIATE CHIEF JUSTICE OF THE COURT OF QUEEN'S
BENCH OF ALBERTA

Dec 5/11

Schedule "A" to Order to Approve Settlements

Defendant	Terms of Settlement
Ruby Leachman, Tamika Enterprises Inc. and The Dakota Corporation	Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Mountain Star Capital Corp., Connie Bartel and Robert Bartel	Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
George Lennox	Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Nancy Buford and NDX Development LLC	Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Lucia Ling	Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Allan Gray and Phoenix Global Resources Ltd.	Payment of \$1,000 to be received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Alfred Barnfield, Barbara King and 1070199 Alberta Ltd.	Payment of \$912.07 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Michael McCullough (also known as Michael McCulloch) and McCullough Financial Corporation	Payment of \$15,000 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Peter Morrisseau and 990137 Alberta Ltd.	Discontinuance of the action without costs

Arnold Dyck	Payment of \$6,000 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Brad Mooney, M&M Computer Consulting and M&M Investments 101 Ltd.	Payment of \$2,173.15 received Discontinuance of the action without costs
Claude Seguin and Casselman MCS Financial Inc.	Payment of \$800 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Datas Consulting, David Henry, Arnold Henry and Tom Oldridge	Payment of \$7387 received Discontinuance of the action without costs
Douglas Cowan, 993638 Alberta Ltd. and Labalta Ltd.	Payment of \$3,000 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Edwin Knott and Maritime LLC	Payment of \$1620 USD received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Wayne Johnson and Ethan Equities	Payment of \$3,000 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Henk Uijterlinde	Payment of \$5,000 received Discontinuance of the action without costs Not eligible to participate in any distribution to members of the Plaintiff Class
Wilma Uijterlinde	Payment of \$5,000 received

	<p>Discontinuance of the action without costs</p> <p>Not eligible to participate in any distribution to members of the Plaintiff Class</p>
Randall Seabrook	<p>Payment of \$3,000 received</p> <p>Discontinuance of the action without costs</p>
Vitron Consulting Inc., Arie Schalk and Peter Mol	<p>Payment of \$30,000 received</p> <p>Discontinuance of the action without costs</p> <p>Not eligible to participate in any distribution to members of the Plaintiff Class</p>
Juan Exposito and CLJ Consulting LLC	<p>Discontinuance of the action without costs</p>
Heather Vance	<p>Setting aside of judgment entered against H. Vance</p> <p>Discontinuance of action without costs</p> <p>Not eligible to participate in any distribution to members of the Plaintiff Class</p>
Margaret Dart	<p>Setting aside of judgment entered against M. Dart</p> <p>Payment of \$100,000 to be received</p> <p>Discontinuance of action without costs</p> <p>Not eligible to participate in any distribution to members of the Plaintiff Class</p>