

COURT FILE NO. 0501 08152

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

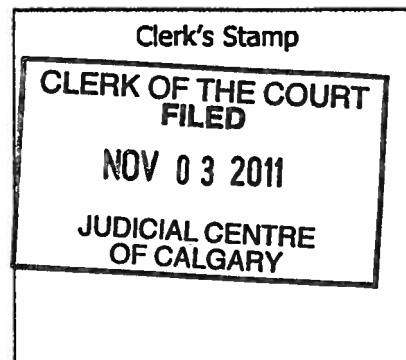
PLAINTIFFS DOUGLAS ALEXANDER and WILLIAM BARRETT, as Representative Plaintiffs

DEFENDANTS H M S FINANCIAL INC., et al

DOCUMENT **CONSENT ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McLENNAN ROSS LLP
1600 Stock Exchange Tower
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Calgary, AB T2P 3C4

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File: 251207



DATE ON WHICH ORDER WAS PRONOUNCED: October 28, 2011

JUSTICE WHO MADE THIS ORDER: **ASSOCIATE CHIEF JUSTICE J.D. ROOKE**

UPON the application of the Plaintiffs; AND UPON being advised that a settlement subject to Court approval has been reached with the Defendants, ALLAN A. GRAY and PHOENIX GLOBAL RESOURCES LTD., who are not represented by counsel; AND UPON NOTING the consent hereon of the Defendants, ALLAN A. GRAY and PHOENIX GLOBAL RESOURCES LTD.; IT IS HEREBY ORDERED THAT:

GR ✓ *provisionally* ✓ *GR*
1. This action be discontinued without costs against the Defendants, ALLAN A. GRAY and PHOENIX GLOBAL RESOURCES LTD.

2. Should the settlement between the Plaintiffs and the Defendants, ALLAN A. GRAY and PHOENIX GLOBAL RESOURCES LTD., not be approved by the Court, upon Notice to the Class as directed by the

Court , then ALLAN A. GRAY and PHOENIX GLOBAL RESOURCES LTD. shall be reinstated as Defendants in this action *nunc pro tunc* and the filed Discontinuance shall have no force and effect.

CONSENTED TO this 27th day
of October, 2011.



ASSOCIATE CHIEF JUSTICE J.D. ROOKE,
COURT OF QUEEN'S BENCH OF ALBERTA



ALLAN A. GRAY

PHOENIX GLOBAL RESOURCES LTD.

Per: 

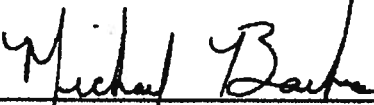
AFFIDAVIT OF EXECUTION

CANADA
Province of Alberta
TO WIT:


) I, Steven Schott, of
) the City of Calgary, in
) the Province of Alberta,
) MAKE OATH AND SAY THAT:

1. I was personally present and did see ALLAN A. GRAY named in the attached Consent Order, who is personally known to me to be the person named therein, duly sign and execute the same for the purpose named therein.
2. The same was executed before me at the City of Calgary, in the Province of Alberta, and I am the subscribing witness thereto.
3. I know the said ALLAN A. GRAY and he is in my belief of the full age of eighteen (18) years.

SWORN BEFORE ME at the City of
Calgary, in the Province of Alberta,
this 27th day of October, 2011.



 A Commissioner for Oaths in
 and for the Province of Alberta



**Michael C. Barbero
Barrister & Solicitor**