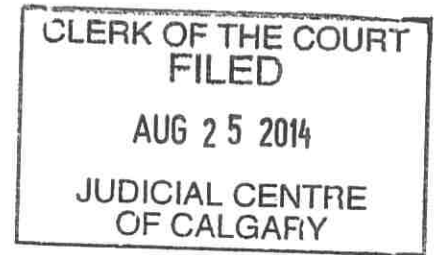


Clerk's stamp:



COURT FILE NUMBER 1401-08538

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

APPLICANT APACHE CANADA LTD.

RESPONDENTS KARL ENERGY TRUST INC.,  
BRADLEY OIL & GAS INC.  
1508928 ALBERTA LTD.,  
FRONTIER FISCAL SERVICES  
KRACK ENERGY INC.  
SANJEL CANADA LTD. and  
HORIZON RESOURCES MANAGEMENT LTD.

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DOCUMENT INTERPLEADER ORDER  
[RULES 6.56, 6.58, 13.5 AND 1.5]

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ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT MILLER THOMSON LLP  
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File No.: 043930.0073

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**Date on which Order was pronounced:** Thursday, August 21, 2014

**Name of Judge who made this Order:** JUSTICE K. M. EIDSVIK

**Location of hearing:** Calgary Court Centre Calgary, Alberta

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UPON THE APPLICATION of Apache Canada Ltd. ("Apache" or "Applicant"); AND UPON hearing counsel for Apache; AND UPON hearing submissions by the Respondents; AND UPON reviewing the Affidavit of Gary Shepherdson, filed August 19, 2014;

**IT IS HEREBY ORDERED THAT:**

1. The time for service of this Application is hereby abridged pursuant to Rule 13.5 of the Alberta Rules of Court ("ARC") and service of the Originating Application for Interpleader Order and supporting materials are deemed good and sufficient.

2. Any and all irregularities regarding service of this Application are cured pursuant to ARC Rule 1.5.
3. The Application by Apache to interplead the Net Funds (as hereinafter defined) is granted pursuant to ARC Rule 6.58 and Apache is entitled to pay the Net Funds into the Court of Queen's Bench, Judicial Centre of Calgary.
4. The Net Funds are those funds which, after deduction of costs and expenses, are funds that Apache currently holds by reason of processing and marketing petroleum substances delivered during November and December of 2013, and January of 2104, by or on behalf of one or more of Karl Energy Trust Inc., Bradley Oil & Gas Inc. and 1508928 Alberta Ltd., in relation to the following lands:
  - a. 01-26-114-06W6
  - b. 16-31-114-05W6
  - c. 09-05-115-06W6.
5. Upon Apache's payment of the Net Funds as described in paragraph 3 above, Apache's obligations with respect to the Net Funds are fully satisfied and discharged and Apache shall have no further liability or responsibility in relation to the Net Funds.
6. The Respondents or other interested person may bring an application for a determination of their rights to the Net Funds paid into Court.
7. Apache is entitled to the costs of this Originating Application in the amount of \$ 3,500, together with all reasonable disbursements.

  
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JUSTICE K. M. EIDSVIK