

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF **BUDGET WASTE INC.**

BEFORE THE HONOURABLE) At the Calgary Courts Centre, in the City
JUSTICE S.J. LOVECCHIO) of Calgary, in the Province of Alberta, on
IN CHAMBERS) **Thursday the 26th day of November,**
2009.

ORDER

UPON the application of BUDGET WASTE INC., (the "Applicant", BWI", the "Company"); , filed October 14, 2009; **AND UPON** reading the Sixth Monitor's Report; **AND UPON** hearing counsel for BWI, for the Monitor, for Transportacion and for Jim Peplinski Leasing.; **AND UPON** reading the Affidavit of Branislav Jovanovic: **IT IS HEREBY ORDERED:**

1. THAT the Leases between BWI and the various Lessors as set out in Exhibit "A" to the Affidavit of Branislav Jovanovic be and are hereby terminated effective, November 26, 2009.
2. THAT the Lessors as described in Exhibit "A" shall be entitled to immediate possession of the vehicles set out in the Terminated Leases;

3. THAT in the event that the Lessors do not retrieve and take possession of their vehicles on or before December 15th, 2009, BWI shall cause those vehicles left in the possession of BWI to be delivered to Ritchie Brothers Auction for disposition;
4. THAT service of this Order may be affected by electronic or facsimile transmission.

J.C.C.Q.B.A.

APPROVED as to form and Content
this ____ day of December, 2009.

APPROVED as to form and Content
this ____ day of December, 2009.

BLAKE CASSELS & GRAYDON LLP

ALEXANDER HOLBURN BEAUDIN & LANG
LLP

Per: _____
Dufferin Harper
Counsel for the Monitor, Hardie & Kelly
Inc.

Per: _____
Michael Dery
Counsel for Transportaction

MILES DAVISON

Per: _____
Sean Fitzgerald
Counsel for Jim Peplinski Leasing

To: Service List, as attached

ENTERED this ____ day of
December, 2009.

CLERK OF THE COURT

3. THAT in the event that the Lessors do not retrieve and take possession of their vehicles on or before December 15th, 2009, BWI shall cause those vehicles left in the possession of BWI to be delivered to Ritchie Brothers Auction for disposition;
4. THAT service of this Order may be affected by electronic or facsimile transmission.

J.C.C.Q.B.A.

APPROVED as to form and Content
this 21st day of December, 2009.

APPROVED as to form and Content
this ____ day of December, 2009.

BLAKE CASSELS & GRAYDON LLP

ALEXANDER HOLBURN BEAUDIN & LANG
LLP

Per: 

Per: _____

Duffekin Harper
Counsel for the Monitor, Hardie & Kelly

Michael Dery
Counsel for Transportation

Inc.

Per: _____

Counsel for Jim Peplinski Leasing

To: Service List, as attached

ENTERED this ____ day of
December, 2009.

CLERK OF THE COURT

3. THAT in the event that the Lessors do not retrieve and take possession of their vehicles on or before December 15th, 2009, BWI shall cause those vehicles left in the possession of BWI to be delivered to Ritchie Brothers Auction for disposition;
4. THAT service of this Order may be affected by electronic or facsimile transmission.

J.C.C.Q.B.A.

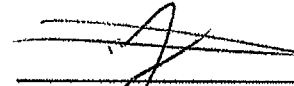
APPROVED as to form and Content
this ____ day of December, 2009.

BLAKE CASSELS & GRAYDON LLP

Per: _____
Dufferin Harper
Counsel for the Monitor, Hardie & Kelly
Inc.

APPROVED as to form and Content
this 22nd day of December, 2009.

ALEXANDER HOLBURN BEAUDIN & LANG
LLP

Per: _____

Michael Dery
Counsel for Transportaction

Per: _____
Counsel for Jim Peplinski Leasing

To: Service List, as attached

ENTERED this ____ day of
December, 2009.

CLERK OF THE COURT