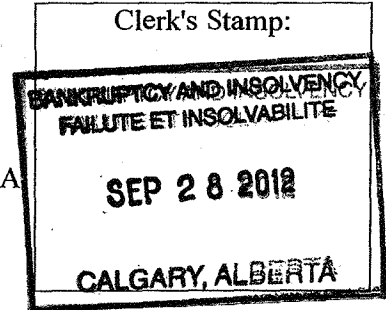


I hereby certify this to be a true copy of the original Order of which it purports to be a copy.

Dated this 28 day of September 2012

Janice for the Registrar at Calgary
Bankruptcy Division of the
Court of Queen's Bench of Alberta

COURT FILE NUMBER 25-164264



COURT COURT OF QUEEN'S BENCH OF ALBERTA
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE CALGARY

PROCEEDING IN THE MATTER OF THE BANKRUPTCY OF POYNT CORPORATION

DOCUMENT ORDER

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT

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File No. 58297-53

DATE ON WHICH ORDER WAS PRONOUNCED: September 27, 2012

NAME OF JUSTICE WHO MADE THIS ORDER: Madam Justice Kent

ORDER

UPON THE APPLICATION of Poynt Corporation ("Poynt"), AND UPON HAVING read the Application filed by Poynt and the Affidavit of Andrew Osis (the "Osis Affidavit"), sworn September 27, 2012, AND UPON HEARING counsel for Poynt and all other interested parties present; IT IS HEREBY ORDERED THAT:

1. The time for service of the Application and all materials in support is hereby abridged to the date of actual service and service is hereby deemed good and sufficient.
2. The 30-day period of time within which Poynt is required to file a proposal to its creditors with the Official Receiver, under section 50.4 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3, shall be and is hereby extended by ~~eighteen~~ ^{fifteen} days, from September 27, 2012 to and including October ~~15~~ ¹², 2012.

3. Poynt is granted the authority to borrow the amount of One Hundred Thousand (\$100,000.00) Dollars from Wild, 986992 Alberta Ltd., Scott Koyich, Lawrence Lee, Jeff Davison, Shane Riches, Eugene Chen, Craig Bentham and Bluecrest Re-Insurance Corporation Ltd. (collectively referred to as the "**Fourth DIP Lender**") by way of an interim financing facility (the "**Fourth DIP Financing**") to be advanced to Poynt by the Fourth DIP Lender.
4. The terms of the Fourth DIP Financing, as set out in the Commitment Letter and Term Sheet attached as Exhibit "B" to the Osis Affidavit are approved.
5. All of Poynt's current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (the "**Property**") shall be and is hereby subject to a charge in the amount of One Hundred Thousand (\$100,000.00) Dollars, plus any and all other amounts owing to the Fourth DIP Lender pursuant to the Commitment Letter (the "**Fourth DIP Lender's Charge**"), in order to secure repayment to the Fourth DIP Lender of amounts advanced or due and owing under the Fourth DIP Financing.
6. The respective ranking of the various Court-ordered charges on the Property and the security interests in the Property shall be as follows:
 - (a) first, the Administration Charge created by the Order granted by this Honourable Court in these proceedings on July 30, 2012 (the "**July 30 Order**");
 - (b) second, the Second DIP Lender's Charge created by the Order granted by this Honourable Court in these proceedings on August 15, 2012, as amended by the Order granted August 30, 2012;
 - (c) third, the security interests of Intertainment Media Inc.;
 - (d) fourth, the following charges ranked *pari passu* with one another:
 - (i) the DIP Lender's Charge created by the July 30 Order (the "**Initial DIP Lender's Charge**");
 - (ii) the Third DIP Lender's Charge created by the Order granted in these proceedings on September 14, 2012, and,
 - (iii) the Fourth DIP Lender's Charge;
 - (e) fifth, the security interest of other creditors of the Applicant, if any.
7. The filing, registration or perfection of the Fourth DIP Lender's Charge shall not be required, and the Fourth DIP Lender's Charge shall be enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Fourth DIP

Lender's Charge coming into existence, notwithstanding any such failure to file, register, record or perfect.

8. Service of this Order shall be deemed to have been achieved by posting a copy of this Order on the website of the NOI Trustee and by delivering a copy of this Order to those parties listed on the Service List prepared by counsel for Poynt.



Justice of the Court of Queen's Bench of Alberta