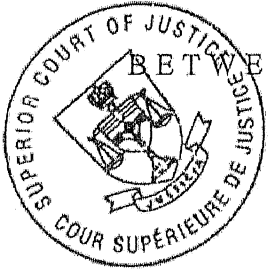


Order (Distribution) - Aug 14, 2007.

Court File No. 05-CL-5881

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MADAM) TUESDAY, THE 14TH
)
JUSTICE PEPALL) DAY OF AUGUST, 2007



BETWEEN:

MORRIS WAXMAN

Applicant

- and -

CHESTER WAXMAN, BAILEY WAXMAN, AARON WAXMAN, WAXMAN
INDUSTRIAL SERVICES CORP., WARREN WAXMAN and
I. WAXMAN & SONS LIMITED

Respondents

APPLICATION under sections 207 and 248 of the *Business
Corporations Act* (Ontario)

ORDER

THIS MOTION, made by made by Deloitte & Touche Inc. in its capacity as court-appointed receiver (the "Receiver") of the assets, properties and undertakings (collectively, the "Property") of I. Waxman & Sons Limited ("IWS") for an order substantially in the form included at Tab 3 of the Receiver's Motion Record dated August 9, 2007 (the "Motion Record") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Third Report of the Receiver dated August 9, 2007 (the "Third Report") and on hearing the submissions of counsel for the Receiver, Morris Waxman, Morriston Investments Limited ("Morriston"), Chester Waxman, Chesterton Investments Limited ("Chesterton"), and on consent of Morris Waxman and Morriston, and Receiver, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Sandra Vanderbrug sworn August 10, 2007 filed:


1. **THIS COURT ORDERS** that the motion is properly returnable today and further that the requirement for service of the notice of motion and motion record herein upon interested parties, other than those served, is hereby dispensed with and that the service of the notice of motion, the Third Report and motion record is hereby validated in all respects.
2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined shall have the meaning given to them in the Third Report.
3. **THIS COURT ORDERS** that the Receiver be and is hereby authorized and directed to distribute to Morriston, \$1,762,827.16, from the sale proceeds from the sale of the Windermere Property net of (a) allocated selling and caretaking costs related to the Windermere Property and (b) Morriston's allocated percentage of the selling costs from the Centennial Property, which order is made without prejudice to any argument, which Chesterton or Lightning Distribution Inc. may wish to raise on the return of the motion to approve such allocation in accordance with paragraph 4 below.
4. **THIS COURT ORDERS** that the remainder of the relief sought in the Notice of Motion set out in the Motion Record is hereby adjourned to August 21, 2007 at 9:30.



C. Irwin, Registrar

ENTRENEE AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

AUG 14 2007

PER/PAR: 

MORRIS WAXMAN
Applicant

CHESTER WAXMAN, et al.
and Respondents

Court File No: 05-CL-5881

ONTARIO
SUPERIOR COURT OF JUSTICE-
COMMERCIAL LIST
Proceeding commenced at Toronto

ORDER

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Solicitors for Deloitte & Touche Inc., in its
capacity as receiver of the assets, properties and
undertaking of I. Waxman & Sons Limited, and
not in its personal capacity