

No. S081520
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

**IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT* R.S.C., 1985,
c. C-44**

AND

**IN THE MATTER OF THE *BRITISH COLUMBIA BUSINESS CORPORATIONS ACT*
R.S.B.C. 2002 c. 57**

AND

IN THE MATTER OF ASCALADE COMMUNICATIONS INC.

AND ASCALADE TECHNOLOGIES INC.

PETITIONERS

NOTICE OF MOTION

TAKE NOTICE that an application will be made by the Petitioners, to the Honourable Mr. Justice Burnyeat, at the Courthouse at 800 Smithe Street, Vancouver, British Columbia, at 9:00 a.m. on Tuesday, June 24, 2008 or as soon thereafter as counsel may be heard, for an Order sanctioning the Plan of Arrangement, in substantially the form of the draft Order attached as Schedule A hereto.

The applicant will rely on the provisions of the *Companies' Creditors Arrangement Act* ("CCAA"), the CCAA Orders pronounced by the Honourable Mr. Justice Burnyeat on March 3, 2008 and April 2, 2008, and the inherent jurisdiction of this Honourable Court.

At the hearing of the application, the applicant will rely on all pleadings, affidavits and materials filed to date, the Affidavit of Melinda McKie and the Affidavit of Greg Allen all

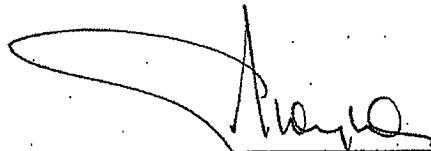
sworn in these proceedings and filed, and such further and other materials as counsel may advise and that this Honourable Court deems admissible.

The Petitioners estimate that the hearing will take less than 60 minutes

The Honourable Mr. Justice Burnyeat is seized of this matter.

The provisions of Rule 51A are dispensed with in relation to all applications in this proceeding.

Dated: June 18, 2008



BORDEN LADNER GERVAIS LLP
(Geoffrey Thompson)
Solicitor for the Petitioners

This NOTICE OF MOTION is filed by Geoffrey Thompson of Borden Ladner Gervais LLP, solicitor for the Petitioners, whose place of business and address for service is 1200 - 200 Burrard Street, Vancouver, British Columbia, V7X 1T2.