

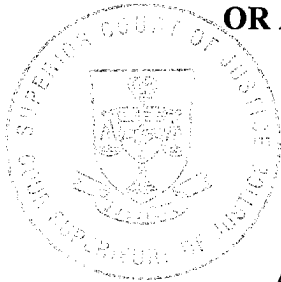
**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

**THE HONOURABLE** ) **WEDNESDAY, THE 6<sup>TH</sup> DAY**  
 )  
**MR. JUSTICE CUMMING** ) **OF SEPTEMBER, 2006**

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

**AND IN THE MATTER OF A PROPOSED PLAN OF COMPROMISE  
OR ARRANGEMENT WITH RESPECT TO CFG HOLDINGS INC.,  
FORMERLY CERVUS FINANCIAL GROUP INC.**

Applicant



**ORDER AMENDING INITIAL ORDER  
AND EXTENDING THE STAY OF PROCEEDINGS**

**THIS MOTION**, made by CFG Holdings Inc., formerly Cervus Financial Group Inc. (the "**Company**"), was heard this day at 393 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion herein, the affidavit of Peter Williams sworn September 1, 2006 (the "**Williams Affidavit**"), the Fourth Report of the Monitor dated September 1, 2006, the Initial Order of Justice Morawetz dated June 8, 2006, as amended by the Order of Justice Cumming dated June 15, 2006 (the "**Initial Order**"), and the Approval and Vesting Order of Justice Cumming dated June 15, 2006 (the "**Approval and Vesting Order**"), the Affidavit of Service reflecting service of the Motion Record of the Company on the parties on the service list, and on hearing the submissions of counsel for the Company, the Monitor, and such other counsel as may be in attendance on this motion,

**Confirmation of Service**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged so that this motion is properly returnable today, that all parties entitled to notice of this Motion have been duly served with notice of this Motion, and that any further service is hereby dispensed with.
2. **THIS COURT ORDERS AND DECLARES** that the obligations of the Applicants to pay the costs and expenses described in paragraph 20 of the Initial Order ceased upon the filing with the Court of the Vesting Certificate pursuant to the issued Approval and Vesting Order on July 7, 2006 (the “Closing Date”).
3. **THIS COURT ORDERS** that from the Closing Date, the Monitor shall pay all of the reasonable costs and expenses incurred by the Company upon the approval of a director and/or an officer of the Company, as described in paragraph 20 of the Initial Order, and the Monitor is hereby authorized to make these payments out of the Sales Proceeds being held by the Monitor as a result of the closing of the transactions approved under the Approval and Vesting Order on the Closing Date.
4. **THIS COURT ORDERS** that the “Stay Date” referred to in paragraph 4 of the Initial Order be, and hereby is, extended to November 30, 2006 with respect to the Company and with respect to the “Directors” as defined in paragraph 11 of the Initial Order.
5. **THIS COURT ORDERS** that the DIP Lender Charge (as defined in paragraph 29 of the Initial Order) is hereby discharged and expunged with respect to the Assets of the Company, Cervus Financial Corp. (“CFC”) and Cervus Funding Corp. (“Funding”), and the Sale Proceeds in the hands of the Monitor, and that any other security interest of the DIP Lender granted pursuant to the DIP Facility and the DIP Loan Agreement (as defined in paragraph 26 of the Initial Order) and the DIP Documents (as defined in paragraph 28 of the Initial Order) shall also be discharged and expunged as against the Assets of the Company, as well as with respect to the Sale Proceeds in the hands of the Monitor.

6. **THIS COURT ORDERS** that the Warehouse DIP Charge (as defined in paragraph 38 of the Initial Order) is hereby discharged and expunged with respect to the Assets of the Company, CFC and Funding, and the Sales Proceeds in the hands of the Monitor, and that any other security interest of RBC granted pursuant to the Warehouse DIP Facility or the Warehouse DIP Loan Agreement (as defined in paragraph 35 of the Initial Order) and the Warehouse DIP Documents (as defined in paragraph 37 of the Initial Order) shall also be discharged and expunged but only as against the Assets of the Company and the Sale Proceeds in the hands of the Monitor.

*Sept 6/06*

*Peter A. Cunningham J.*

ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

SEP 06 2006

PER/PAR:

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**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985 c. c-36 as amended  
AND IN THE MATTER OF A PROPOSED PLAN OF COMPROMISE OR ARRANGEMENT WITH RESPECT TO CFG  
HOLDINGS INC., FORMERLY CERVUS FINANCIAL GROUP INC., et. al.**

Court File No.:06-CL-6482

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

**ORDER AMENDING  
INITIAL ORDER**

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