

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

NO.: 500-11-031907-070

SUPERIOR COURT
(Commercial Division)

**IN THE MATTER OF THE NOTICE OF
INTENTION OF:**

MADemoiselle Charmante Inc., a
legal person, having its principal place of
business at 9475 Meilleur Street, Suite 600,
Montreal, Quebec, H2N 2E1

Debtor-Petitioner

-and-

RSM Richter Inc., a legal person, having
its principal place of business at 2, Place Alexis
Nihon, 22nd Floor, Montreal, Québec, H3Z 3C2

Trustee

**MOTION FOR THE APPOINTMENT OF
AN INTERIM RECEIVER
(Art. 47.1 BIA)**

TO ONE OF THE HONOURABLE JUDGES OF THE SUPERIOR COURT,
COMMERCIAL DIVISION, OF THE PROVINCE OF QUEBEC, DISTRICT OF
MONTREAL OR TO THE REGISTRAR THEREOF, THE DEBTOR-PETITIONER
RESPECTFULLY SUBMITS THE FOLLOWING:

1. As appears from the Court record, on November 20, 2007, the Debtor filed a Notice of Intention to make a Proposal under Section 50.4(1) BIA;
2. A related company, 3017320 Canada Inc. also filed on November 20, 2007, a Notice of Intention to make a Proposal;

3. The Debtor and 3017320 Canada Inc. operate approximately 47 retail stores of women garments in the Province of Quebec and in the Ottawa Valley;
4. There is no creditor holding security on the assets of the Debtor and 3017320 Canada Inc.;
5. The Debtor and 3017320 Canada Inc. consent to the appointment of RSM Richter Inc. as Interim Receiver with powers to control the receipts and disbursements in order to comfort their creditors that such receipts will be used to pay only the expenses required for the ongoing operations of the business;
6. It is necessary to appoint an Interim Receiver in the interest of the creditors generally considering that there is no secured creditor and that the Debtor is continuing its business operations;
7. The appoint of the Interim Receiver will help the Debtor to solicit the support of its creditors to the Proposal it intends to file by demonstrating to the creditors that since the filing of the Notice of Intention all the Debtor's receipts were used only to pay the expenses related to the ongoing business operations.
8. RSM Richter Inc., the Trustee named in the Notice of Intention, agrees to act as Interim Receiver.

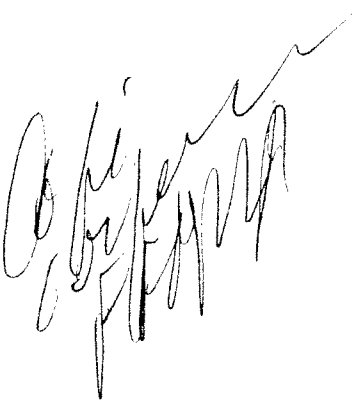
WHEREFORE, PETITIONER PRAYS THIS COURT TO:

GRANT the present Motion;

APPOINT RSM Richter Inc. as Interim Receiver with the powers to control the receipts and disbursements of the Debtor and to apply to this Court to modify the powers of the Interim Receiver;

THE WHOLE with costs against the mass.

MONTREAL, this 23rd day of November 2007


(S) F F M P

FISHMAN FLANZ MELAND PAQUIN
s.e.n.c.r.l./LLP
Attorneys for the Debtor

AFFIDAVIT

I, **HARVEY KOM**, businessman, residing and domiciled for the purposes hereof, at 9475 Meilleur Street, Suite 600, Montreal, Quebec, H2N 2E1, hereby solemnly affirm:

1. I am the President of Mademoiselle Charmante Inc. and of 3017320 Canada Inc.;
2. All the facts alleged in the annexed Motion for the appointment of an Interim Receiver are true;
3. The Debtor and 3017320 Canada Inc. operate approximately 47 retail stores of women garments in the Province of Quebec and in the Ottawa Valley;
4. There is no creditor holding security on the assets of the Debtor and 3017320 Canada Inc.;
5. The Debtor and 3017320 Canada Inc. consent to the appointment of RSM Richter Inc. as Interim Receiver with powers to control the receipts and disbursements in order to comfort their creditors that such receipts will be used to pay only the expenses required for the ongoing operations of the business;
6. It is necessary to appoint an Interim Receiver in the interest of the creditors generally considering that there is no secured creditor and that the Debtor is continuing its business operations;
7. The appointment of the Interim Receiver will help the Debtor to solicit the support of its creditors to the Proposal it intends to file by demonstrating to the creditors that since the filing of the Notice of Intention all the Debtor's receipts were used only to pay the expenses related to the ongoing business operations;

8. RSM Richter Inc., the Trustee named in the Notice of Intention, agrees to act as Interim Receiver.

AND I HAVE SIGNED

(S) H. KOM .
HARVEY KOM

SOLEMNLY AFFIRMED before me
this 23rd day of November 2007

(S) GUY JEAN .
Commissioner for Oaths for the
District of Montreal

[Handwritten signature]
[Handwritten signature]

SUPERIOR COURT
(Commercial Division)
District of Montreal

**IN THE MATTER OF THE NOTICE OF
INTENTION OF:**

MADMOISELLE CHARMANTE INC.

Debtor-Petitioner

-and-

RSM RICHTER INC.

Trustee

**MOTION FOR THE APPOINTMENT OF
AN INTERIM RECEIVER
(Art. 47.1 BIA)**

COPY FOR COURT

Me Gilles Paquin
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