

SUPERIOR COURT

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

N°: 500-11-033234-085
DATE : November 9, 2009

PRESIDING: The Honourable Robert Mongeon, J.S.C.

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

SHERMAG INC.
- and -
JAYMAR FURNITURE CORP.
- and -
SCIERIE MONTAUBAN INC.
- and -
MÉGABOIS (1989) INC.
- and -
SHERMAG CORPORATION
- and -
JAYMAR SALES CORPORATION

Petitioners

- and -

RSM RICHTER INC.

Monitor

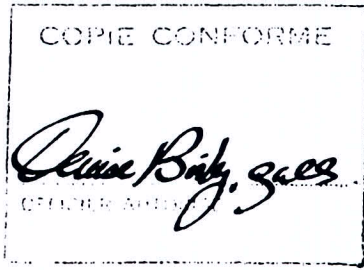
ORDER

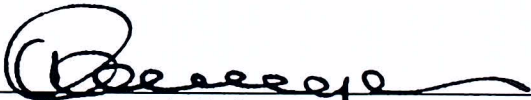
CONSIDERING the Petitioners' *Motion to Amend the Initial Order and to Remove the Administration Charge and to confirm the extinction of the Interim Lender Charge and the D&O Charge*, the Affidavit and the exhibits in support thereof and the representations made by counsel for the Petitioners;

FOR THESE REASONS, THE COURT:

- [1] **GRANTS** the present *Motion to Amend the Initial Order and to Remove the Administration Charge and to confirm the extinction of the Interim Lender Charge and the D&O Charge* (the "**Motion**").
- [2] **ORDERS** that capitalized terms not otherwise define in this order shall have the meanings ascribed to them in the plan of arrangement dated August 20th, 2009 (the "**Plan**") or the initial order issued by this Court on May 5, 2008 as amended (the "**Initial Order**").
- [3] **DECLARES** valid and sufficient the service and the notices of presentation of the Motion, and **EXEMPT** the Petitioners from service or providing any notice of presentation of the Motion other than the service and notice already given.
- [4] **ORDERS**, to be effective as of October 10, 2009, the deletion of paragraph 33 of the Initial Order.
- [5] **ORDERS**, to be effective as of October 10, 2009, the deletion of all reference to the Administration Charges in the Initial Order.
- [6] **DECLARES** for all intents and purposes that the Administration Charge is, as of October 10, 2009, extinguished and that the beneficiaries of the Administration Charge lost any benefit whatsoever to the Administration Charge.
- [7] **PRAYS ACT** of the valid extinction of the D&O Charge pursuant to section 6.8 of the Plan and the filing of the Certificate of the Monitor, Exhibit R-1.
- [8] **PRAYS ACT** of the valid extinction of the Interim Lender Charge pursuant to the repayment of the Interim Financing and the execution of the release and discharge by Groupe Bermex Inc.

- [9] **ORDERS** the provisional execution of the order sought, notwithstanding any appeal and without the necessity of furnishing any security.
- [10] **REQUESTS** the aid and recognition of any Court or administrative body in any Province of Canada and any Canadian federal court or administrative body and any federal or state court or administrative body in the United States of America and any court or administrative body elsewhere, to act in aid of and to be complementary to this Court in carrying out the terms of the Order.
- [11] **THE WHOLE** without costs.




The Honourable Robert Molgeon, J.S.C.