

**SUPERIOR COURT**

**CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL**

N°: 500-11-033234-085  
DATE : February 26, 2009

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

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**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

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**ORDER**

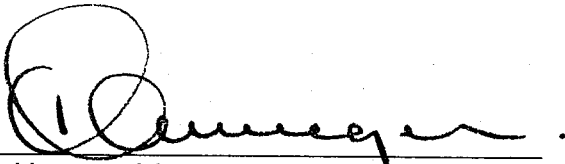
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**CONSIDERING** the Petitioners' Motion for an Order Authorizing and Approving the Granting of Hypothecs, the Affidavit in support thereof and the representations made by Counsel for the Petitioners;

**FOR THESE REASONS, THE COURT:**

- [1] **GRANTS** the Petitioners' Motion for an Order Authorizing and Approving the Granting of Hypothecs (the "**Motion**");
- [2] **DECLARES** sufficient the service of the Motion and prior notice of its presentation;
- [3] **AUTHORIZES and APPROVES** the granting of hypothecs in favour of Geosam Investment Limited ("**Geosam**") on (i) the immovable located at 365 Saguenay Street in the City of Victoriaville, (ii) the immovable located at 10 Albert Street in the City of Scotstown, (iii) the immovable located at 42 Suzor-Côté Street in the City of Victoriaville (iv) the immovable located at 3408 Lafontaine Street in the City of Lac-Mégantic and (v) all of the movable assets of Mégaboïs (1989) Inc. (collectively the "**Uncharged Assets**");
- [4] **AUTHORIZES** the Petitioners to sign and execute any and all documents which could be required or useful to give full and complete effect to the hypothecation of the Uncharged Assets;
- [5] **DECLARES** that the granting of hypothecs on the Uncharged Assets in favour of Geosam and any and all documents ancillary to such hypothecs shall be binding on any trustee in bankruptcy that may be appointed in respect of the Petitioners and shall not be void or voidable and shall not be deemed to be a settlement fraudulent preference, assignment, fraudulent conveyance or other reviewable transaction under the Bankruptcy and Insolvency Act, Section 1631 and following of the Civil Code of Québec or any other applicable federal or provincial legislation;
- [6] **ORDERS** the provisional execution of this Order notwithstanding appeal;
- [7] **THE WHOLE** without costs.

CONFORME  
*Carole Lefort*  
Greffier adjoint

  
The Honourable Robert Mongeon, J.S.C.