

**ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY**

**IN THE MATTER OF THE PROPOSAL OF BRIDGELINE ROPES INC., A
COMPANY DULY INCORPORATED PURSUANT TO THE LAWS OF THE
PROVINCE OF ONTARIO, WITH A HEAD OFFICE IN DESERONTO, IN THE
PROVINCE OF ONTARIO**

NOTICE OF MOTION
(returnable July 9, 2008)

A. FARBER & PARTNERS INC., the court-appointed Interim Receiver (“**Interim Receiver**”) of Bridgeline Ropes Inc. (“**Bridgeline**”), will make a motion to the Judge presiding over the Commercial List on Wednesday, July 9, 2008, at 10:00 a.m. or as soon after that time as the motion can be heard, at 330 University Avenue, Toronto, Ontario.

PROPOSED METHOD OF HEARING: The motion is to be heard orally.

THE MOTION IS FOR AN ORDER:

1. if necessary, to abridge the time for service of this Notice of Motion and to declare that the motion is properly returnable on July 9, 2008;
2. to approve the Asset Purchase Agreement dated as of May 26, 2008 (“**Stalking Horse Bid**”);
3. to vest the right, title and interest of Bridgeline in and to the purchased assets as set out in the Stalking Horse Bid to the Purchaser or as it may direct, free and clear of all claims;

4. to approve the activities of the Interim Receiver set out in the Interim Receiver's First Report dated July 3, 2008.

THE GROUNDS FOR THE MOTION ARE:

- (a) on May 26, 2008, this Honourable Court granted an Order authorizing the Interim Receiver to enter into the Stalking Horse Bid, subject to the Interim Receiver seeking to find a Superior Bid and subject to further court order;
- (b) The Interim Receiver has conducted the Sale Process as approved by this Honourable Court on May 26, 2008;
- (c) No Superior Bids have emerged from the Sale Process; and
- (d) such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

- (a) the Motion Record dated July 3, 2008;
- (b) the First Report of the Interim Receiver dated July 3, 2008 (included in Motion Record); and
- (c) such further and other evidence as counsel may advise and this Honourable Court allow.

July 3, 2008

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Solicitors for A. Farber & Partners Inc.,
in its capacity as Court-Appointed Interim Receiver of
Bridgeline Ropes Inc.

TO THE ATTACHED SERVICE LIST