

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION

PNC Bank, National Association,  
Successor to National City Bank,  
a national banking association,

Case No. 2:10-cv-13744-LPZ-MJH  
Hon. Lawrence P. Zatkoff

Plaintiff,

vs.

General Oil Company  
Incorporated, A Michigan  
corporation, Orbis Properties,  
L.L.C., a Michigan limited  
liability company, Waste  
Compliance Services, Inc., a  
Michigan corporation, GOC  
Services, Inc., d/b/a EIS, Inc.,  
a Michigan corporation, General,  
LLC, a Michigan limited  
liability company and Timothy A.  
Westerdale,

Defendants.

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**ORDER GRANTING RECEIVER'S MOTION TO APPROVE: (A) SALE  
OF ASSETS, FREE AND CLEAR OF ALL MORTGAGE INTERESTS, SECURITY  
INTERESTS AND OTHER LIENS; AND (B) LEASE OF REDFORD PROPERTY**

This matter having come before the Court pursuant to Receiver's Motion To Approve: (A) Sale of Assets, Free And Clear Of All Mortgage Interests, Security Interests And Other Liens; And (B) Lease of Redford Property (the "Motion"); notice of the Motion having been duly served in accordance with all applicable rules; no objection to the Motion having been filed; and the Court being otherwise duly advised of the facts upon which the Motion is based;

**ACCORDINGLY, IT IS HEREBY ORDERED** that:

1. The Motion is granted in all respects.

2. Receiver is authorized to sell the Assets<sup>1</sup> and the Acme Property to Aevitas (or its assignee(s)) pursuant to and in accordance with the Agreement (as amended).

3. Receiver is authorized to lease the Redford Property to Aevitas (or its assignee) pursuant to and in accordance with the Lease.

4. The Assets and the Acme Property shall be transferred by Receiver free and clear of all mortgage interests, security interests and other liens, with such mortgage interests, security interests and other liens thereafter attaching only to the net proceeds of the sale with the same priority, validity, force and effect as they now have against the Assets and the Acme Property.

5. The acquisition of the Assets and the Acme Property will not cause Aevitas (or its assignee(s)) to be deemed a successor in any respect to the business of any of the Companies. Aevitas (and its assignee(s)) will not be liable for unpaid sales, use, SBT or withholding taxes under MCL §205.27a or unemployment tax liabilities under MCL §421.15 of any of the Companies or be required by Michigan law to establish an escrow

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<sup>1</sup> All capitalized terms not defined herein shall have the meaning set forth in the Motion.

account at the closing of the sale of the Assets and the Acme Property for payment of such tax liabilities.

6. This Order may be recorded or filed with the Michigan Secretary of State and/or any Michigan County to evidence the fact that the Assets and the Acme Property are free and clear of all mortgage interests, security interests and other liens.

7. Receiver is authorized to execute any and all documents contemplated by, and/or reasonably necessary to accomplish, this Order and/or the terms of the Agreement (as amended) or the Lease.

IT IS SO ORDERED.

Date: May 3, 2011

s/Lawrence P. Zatkoff  
Hon. Lawrence P. Zatkoff  
U.S. District Court Judge