



S034144

No. _____
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

MICHAEL J. QUILLING, RECEIVER FOR THE
ESTATE OF FREDERICK J. GILLILAND

Plaintiff

AND:

FREDERICK J. GILLILAND, 834133 ALBERTA INC.,
832790 ALBERTA INC., and ROYAL GRAND EXCHANGE INTERNATIONAL LTD.

Defendants

NOTICE OF MOTION

This motion is brought *ex parte*.

It is not intended to be served.

TAKE NOTICE that an application will be made *ex parte* by the Plaintiff to the presiding judge at the courthouse at 800 Smithe Street, in the City of Vancouver, in the Province of British Columbia, at a date and time to be set, for the following orders under Rules 44, 45, 46 and 47 of the Rules of Court, Section 39 of the *Law and Equity Act*, R.S.B.C. 1996, c.253 and the inherent jurisdiction of the Court:

1. The Plaintiff is recognized and appointed as Receiver of the estate of Frederick J. Gilliland on the same terms as in the related civil proceeding in the United States of America, *Securities and Exchange Commission v. Frederick J. Gilliland and MM ACMC Banque de Commerce, Inc.*, U.S.D.C., Western District of North Carolina, Charlotte Division, Case No. 3:02CV128-Mu;

2. The Plaintiff is granted leave to bring the within proceeding in his capacity as Receiver on behalf of victims in British Columbia, Ontario, and the United States of America;
3. The Defendants are hereby enjoined from selling, mortgaging, pledging, transferring, assigning, diminishing or otherwise disposing of or dealing in any manner with any of their assets;
4. The Defendants are hereby enjoined from removing any of their assets from British Columbia;
5. A worldwide Mareva injunction;
6. Any financial institutions or branch(es) of any financial institution served with a copy of this Order is enjoined from disbursing or dealing with any funds or assets deposited in the account or accounts of the Defendants;
7. The Defendant Frederick J. Gilliland is to deliver to the Plaintiff sworn evidence of the nature and location of all of his assets forthwith and in any event within ten days of service of this Order upon him;
8. Any financial institutions served with a copy of the Order provide the Plaintiff or its legal representative with the following information:
 - (a) the bank account numbers of any accounts held by the Defendants;
 - (b) the current account balances of any accounts held by the Defendants;
 - (c) all documentation in relation to any accounts held by the Defendants in the possession, control or power of any financial institutions served with a copy of this Order; and
9. Such further and other relief as counsel may request and to this Honourable Court seems just.

AND TAKE NOTICE that in support of the application will be read

- (a) The Affidavit of Michael J. Quilling sworn July 28, 2003; and
- (b) The Affidavit of Michael J. Quilling sworn July 30, 2003.

The applicant estimates that the application will take 60 minutes.

If you wish to receive notice of the time and date of hearing or to respond to the application, you must, within the proper time for response,

- (a) deliver to the applicant
 - (i) 2 copies of a response in Form 124, and
 - (ii) 2 copies of each of the affidavits and other documents, not already in the court file, on which you intend to rely at the hearing, and

- (b) deliver to every other party of records
 - (i) one copy of a response in form 124, and
 - (ii) one copy of each affidavit and other document, not already in the court file, on which you intend to rely at the hearing.

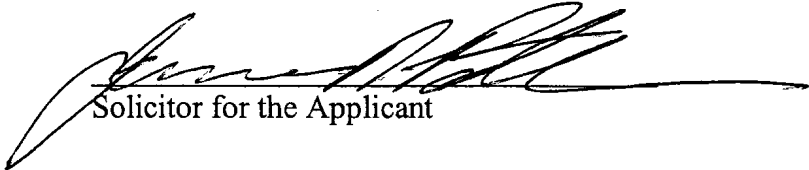
TIME FOR RESPONSE

If the application is for a final judgment under Rule 18A, the response must be delivered on or before the 11th day after the delivery to you of the notice of motion.

In all other cases, the response must be delivered on or before the 8th day after the later of

- (a) the last day fixed for entry of appearance by your, and
- (b) the date on which the notice of motion was delivered to you.

DATED: July 30, 2003


Solicitor for the Applicant

This Notice of Motion was prepared by Jim Patterson/Lincoln Caylor of the law firm of BENNETT JONES LLP, whose place of business is 3400, One First Canadian Place, P.O. Box 130, Toronto, Ontario M5X 1A4 Telephone: (416) 777-6250/6121, Fax: (416) 863-1716 and whose address for delivery is c/o Edwards, Kenny & Bray, 1900 - 1040 West Georgia Street, Vancouver, BC V6E 4H3, Telephone: (604) 689-1811, Fax: (604) 689-5177, Attention: Rachel Fisher.