

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*
R.S.C. 1985, c. C-36, as amended

AND

IN THE MATTER OF THE *Canada Business Corporations Act*
R.S.C., 1985 c. C-44

AND

IN THE MATTER OF HYDROXYL SYSTEMS INC.

PETITIONER

NOTICE OF MOTION

TAKE NOTICE that an application will be made by the Petitioner to a judge sitting in Chambers at the Courthouse at 800 Smithe Street, Vancouver, British Columbia, at 9:45 a.m. on Wednesday, June 10, 2009, or so soon thereafter as counsel may be heard, for an order:

1. Extending the stay of proceedings made pursuant to s. 11 of the *Companies' Creditors Arrangement Act* in this proceeding to Thursday, July 30, 2009, on the terms set out in this Court's Order of December 5, 2008, with such amendments as may be appropriate in the circumstances; and
2. Such other and further relief as may arise.

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

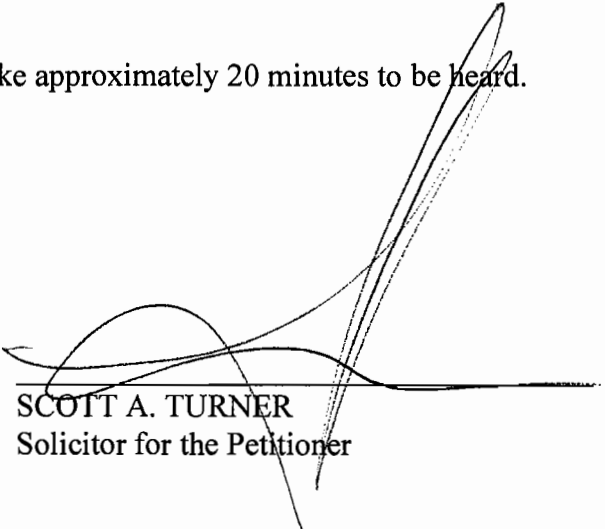
1. Affidavit #8 David Gray, sworn June 8, 2009; and
2. such prior affidavits and pleadings as counsel may advise.

AND FURTHER TAKE NOTICE that this application is made pursuant to Sections 11 to 11.8 of the *Companies' Creditors Arrangement Act* ("CCAA") and the inherent jurisdiction of the Court.

This matter is not within the jurisdiction of a Master as this is a CCAA matter and invokes the inherent jurisdiction of the Court. Mr. Justice Hinkson is seized of this matter but is not available for to hear this application, and has agreed that it may be brought in ordinary Chambers.

The Petitioner estimates that the application will take approximately 20 minutes to be heard.

Dated: June 8, 2009



SCOTT A. TURNER
Solicitor for the Petitioner

Name and address of solicitor:

Scott A. Turner
Burns, Fitzpatrick, Rogers & Schwartz LLP
Barristers & Solicitors
1400 - 510 Burrard Street
Vancouver, BC V6C 3A8
Telephone: 604.685.0121