APPENDIX R

Court File No. 35-1799420T

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF SECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c. B-3 AS AMENDED; and

IN THE MATTER OF SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, c. C-43 AS AMENDED

B E T W E E N:

BANK OF MONTREAL

Applicant

-and-

ABINGDON MEAT PACKERS LIMITED and DESIMONE INVESTMENTS LIMITED

Respondents

RECEIVER'S AFFIDAVIT OF FEES

I, Joe Albert, of the City of Toronto, make oath and say as follows:

1. I am a Principal of Albert Gelman Inc., Receiver of Abingdon Meat Packers Limited and DeSimone Investments Limited ("Receiver"), and as such have knowledge of the facts herein deposed to.

2. The Receiver has prepared invoices in connection with its fees as follows:

    a. An account dated July 31, 2015 for the period of June 26 to July 31, 2015 of $22,518.50, plus HST thereon;

    b. An account dated August 31, 2015 for the period of August 1 to 31, 2015 of $13,124.00, plus HST thereon;

    c. An account dated September 30, 2015 for the period of September 1 to 30, 2015 of $30,764.00, plus HST thereon;

    d. An account dated October 31, 2015 for the period of October 1 to 31, 2015 of $19,145.00, plus HST thereon;

e. An account dated November 30, 2015 for the period of November 1 to 30, 2015 of $15,488.50, plus HST thereon; and,

f. An account dated December 31, 2015 for the period of December 1 to 31, 2015 of $11,076.00, plus HST thereon.

3. A summary of the Receiver's time by staff member is as follows:

Staff member	Position	Hours worked	Hourly rate	Total
			($)	($)
Bryan Gelman, CIRP, Trustee in Bankruptcy	Principal	8.3	370.00	3,071.00
Joe Albert, CPA, CA, CIRP, Trustee in Bankruptcy	Principal	172.8	370.00	63,936.00
Tom McElroy, CPA, CA, CBV, CIRP, Trustee in Bankruptcy	Manager	153.6	285.00	43,776.00
Daphna Cherniak	Estate Administrator	11.6	80.00	928.00
Sally Mahjoub	Estate Administrator	2.8	144.64	405.00
		349.1	321.16	112,116.00

4. The Receiver's total fees are $112,116, its total hours spent is 349.1 and, therefore, its average hourly rate is calculated to be $321.16.

5. The Receiver's accounts, including detailed time dockets, are attached hereto as **Exhibit "A"**.

6. This Affidavit is made in support of a motion to approve the accounts of Albert Gelman Inc. and for no improper purpose.

SWORN before me at the City of)
Toronto in the Province of Ontario)
this 8 day of January, 2016.)

Joe Albert

A Commissioner, etc.

Bryan Adam Gelman, a Commissioner, etc.,
Province of Ontario, for Albert Gelman Inc.,
Trustee in Bankruptcy. Expires February 17, 2017.

Exhibit "A"

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Jul 31, 2015
Invoice No: 1879
Billing Through: Jul 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
23/04/2015	JALBERT	review compliance report of Pollutech and forward to BMO with comments	0.40	$370.00	$148.00
26/06/2015	BGELMAN	Final review of report to Court, including revisions to same;	1.60	$370.00	$592.00
27/06/2015	JALBERT	report to court and send final draft to counsel	0.50	$370.00	$185.00
28/06/2015	JALBERT	respond to agent with prospective buyer and add to log and update log for all pre-appointment prospects; review GE security and payout stmt.; review of CNH Tractor lease and payout; update excluded assets schedule in relation to GE Equipment	0.50	$370.00	$185.00
29/06/2015	JALBERT	Final review of Report to Court and send to Counsel for service (.5); update email to BMO on status of AR (.1)	0.60	$370.00	$222.00
30/06/2015	JALBERT	email report to BMO and their counsel; update from Luke on attendance, ponds and cleaning of premises (.2); EM with Pollutech on amendment application fee of $3,800 and requisition payment as approved by BMO (.1); review final motion record, report, exhibits served by counsel and save to LAN (.1); preparation for web site landing page to comply with e-service protocol (.1)	0.50	$370.00	$185.00
06/07/2015	TMCELROY	File administration; Review of mail; Approve disbursements (3); Prepare and post journal entries (2); Review of pre-receivership HST assessments; Draft letter to Niagara Peninsula Energy; Call with prospective purchaser; Email to Shannon Glass at Manulife re life insurance policy re-instatement; Draft email to BMO re life insurance;	3.10	$285.00	$883.50
06/07/2015	JALBERT	Follow up with BMO on o/s funding; review and file MOECC minutes of conf call; review of amendments made to terms and conditions (.2);Request from CMH to remove their Tractor on conditional sales; solicit offers for Tractor and loader from auctioneers who provided appraisals to consider potential equity; advise principals on matter	0.80	$370.00	$296.00
07/07/2015	TMCELROY	Call with Marnie at Ministry of Agriculture re Farm Business Number; Call with Amy at Agricorp re outstanding account; Email to Luke DeSimone; Review of mail; Approve disbursement; Draft letter to John Whitaker; Review CRA amended deemed trust claim; Prepare Ascend file; Prepare confidential information memorandum re sale of assets;	2.60	$285.00	$741.00

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

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Toronto, ON M5H 3G2

Invoice Date: Jul 31, 2015
Invoice No: 1879
Billing Through: Jul 31, 2015
File ID: DESIMONE-R:

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Re: DeSimone Investments Limited, in Receivership

07/07/2015	JALBERT	TC agent acting for principals re: authority to review minute books; discuss life insurance policy assignment issues with Tom and notice from BMO on same; TC auctioneer on possible purchaser and request more info from Debtors	0.50	$370.00	$185.00
08/07/2015	TMCELROY	Prepare confidential information memorandum re sale of assets; Draft confidentiality agreement; Draft email to Mike Siek; Approve disbursement; Draft letter to FCA; Email to Joanne Lapatina re insurance;	3.40	$285.00	$969.00
08/07/2015	JALBERT	Meeting Tom to discuss CIM and contents; request by debtors to allow access to minute book by agent. EM exchanges and discussions with Tom on assignment of life insurance	0.50	$370.00	$185.00
09/07/2015	JALBERT	Meeting with Tom on Sales process issues including involvement of principals (.2); meeting Debtor's representative for review of minute books (.2); TC with BMO for update on secured funding and issuance of Receiver's Certificate in support (.2) EM exchanges and TC with counsel to BMO on transfer of life insurance policies and discussions with Tom on matter (.3)	0.90	$370.00	$333.00
09/07/2015	TMCELROY	Prepare confidential information memorandum re sale of assets; Call with Tony Van Klink; Emails (2) to Like DeSimone; Draft email to Counsel re life insurance policies; Preparation of Receivership certificate; Review of mail; Draft email to Mike Shiek;	2.80	$285.00	$798.00
09/07/2015	SMAHJOUB	Process ascend database to create file for Court Appointed Receivership;	0.30	$100.00	$30.00
10/07/2015	JALBERT	request by Principals for meeting and respond; TC with BMO counsel to discuss BMO's position on request for meeting	0.20	$370.00	$74.00
13/07/2015	JALBERT	notice from Manulife with form for reinstatement of policies and forward to BMO counsel	0.10	$370.00	$37.00
14/07/2015	TMCELROY	File administration; Draft letter to CFIA; Review of mail; Email to Susan Round of Freedom 55 re assignment of life insurance policy; Draft ltr to AB Wass; Prepare Ascend file; Call with Mike Shiek re receivership funding and email to Mike re same; Draft ltr to Mike Shiek;	2.00	$285.00	$570.00
14/07/2015	JALBERT	EM exchange re: life insurance policies	0.10	$370.00	$37.00
15/07/2015	TMCELROY	Email to Luke DeSimone;	0.10	$285.00	$28.50
15/07/2015	JALBERT	Locate CFIA contact and forward to Tom for enquiry as to license status and transfer	0.10	$370.00	$37.00
16/07/2015	TMCELROY	Review notice of motion and draft order; Email to Rob Biehler; Finalize letter to CFIA; Email to Julie Baker of the CFIA re transfer of license;	1.20	$285.00	$342.00

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100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Jul 31, 2015
Invoice No: 1879
Billing Through: Jul 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
16/07/2015	JALBERT	respond to enquiry from prospective buyer; Revuew draft motion and order provided by counsel	0.20	$370.00	$74.00
17/07/2015	TMCELROY	Review trust account balances; Approve disbursements (4); Draft ltr to Pollutech; Draft ltr to Harrison Pensa; Approve deposit; Review of mail;	1.20	$285.00	$342.00
20/07/2015	TMCELROY	Approve disbursements (3); Prepare and post journal entry; Finalize final SRD and report to OSB; Call with Trustee re status of McGaffey matter and status of sales process; Assist Daphna with trust account reconciliations; Draft letter to Pollutech; Review of mail; Set up public website landing page to display engagement documents;	4.70	$285.00	$1,339.50
20/07/2015	JALBERT	update from Joe De on plant maintenance (.1); review resolutions provided for corporations of appointment of new President and purported change in shareholders. forward to legal counsel with questions and for discussion (.4); Conf call with Trustee to update on Sales process (.5); draft NDA and send to legal counsel for review and discuss (1.5); discussion with counsel re: enquiry from McGaffey and TC Mcgarrey (.7); review of draft CIM prepared by TM (.4)	3.60	$370.00	$1,332.00
20/07/2015	TMCELROY	Finalize final SRD and report to OSB;	0.40	$285.00	$114.00
20/07/2015	DCHERNIAK	Sorted out bank accounts;	0.50	$80.00	$40.00
20/07/2015	DCHERNIAK	Review status of Trust accounts;	1.00	$80.00	$80.00
21/07/2015	TMCELROY	Discussions with Joe re next steps re sales process; Approve disbursement; Email to Niagara Peninsula Energy re past due account; Approve disbursements (3); Draft ltr to BMO; Draft email to BMO re tracktor owned by debtors;	3.10	$285.00	$883.50
21/07/2015	BGELMAN	Review and sign 6 cheques;	0.10	$370.00	$37.00
21/07/2015	JALBERT	cheques (.2); update from counsel on GE security (.2); update from counsel on court attendance; work on Teaser for prospects (1.0); draft email to BMO for concurrence to purchase Tractor under CSA (.1)	1.50	$370.00	$555.00

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100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Jul 31, 2015
Invoice No: 1879
Billing Through: Jul 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, In Receivership

22/07/2015	JALBERT	TC RE Agent on status of process (.2); review draft Web-site landing page and discuss with TM together with draft Teaser (.2); respond to GE on removing their equipment or leaving for Receiver to refer prospective buyers to them (.1); meeting TM to discuss sales process and Teaser, provincial and federally licensed plants to advise of process (.2); Work on Teaser with Tom and forward to counsel for final comments (.5); TC prospective buyer to advise of timing for sales process (.2)	1.40	$370.00	$518.00
22/07/2015	TMCELROY	Draft teaser; Instructions to Daphna Cherniak re mailing; Discuss sales process with JA; File administration; Search for list of federally and provincially licensed Abattoirs; Finalize confidential information memorandum;	3.00	$285.00	$855.00
22/07/2015	SMAHJOUB	Format excel spreadsheet of teaser mailing addresses; transfer information from spreadsheet into ascend; prepare mailing labels;	0.50	$150.00	$75.00
23/07/2015	JALBERT	review proposed changes by counsel to NDA and TC with counsel to discuss, along with Teaser, terms and CIM (.5); update principals on payout of Tractor (.1); review and edit newspaper draft notice (.2); Teleconference call with MOECC (.4); notice for Globe (.2); detailed email to principals on the process, control of the process and plant tours and communications (.3); further meeting with Tom on process, teaser, public notice, communication with principals (.4)	2.10	$370.00	$777.00
23/07/2015	TMCELROY	Call with counsel re NDA; Prepare Ad for Globe; Finalize confidential information memorandum; Attend monthly conference call with MOECC; Finalize teaser; Email to Globe & Mail re legal notice; Draft email to Debtors re sales process; Finalize sales process terms and conditions; Email to Luke re Teaser;	6.40	$285.00	$1,824.00
23/07/2015	BGELMAN	Review and approve cheques;	0.10	$370.00	$37.00
23/07/2015	SMAHJOUB	Prepare list of potential purchasers in excel; convert list into ascend.	2.00	$150.00	$300.00
23/07/2015	DCHERNIAK	Assembling Mailing;	4.00	$80.00	$320.00
24/07/2015	TMCELROY	Review SCJ e-service protocol; Develop content for website; Email Teaser directly to numerous prospective purchasers; Draft email to insolvency insider email newsletter;	2.10	$285.00	$598.50
24/07/2015	JALBERT	Meeting Tom on setting up e-protocol page, teaser and communications with principals, distribution of "teaser" (.4); review quarterly sampling report of Pollutech and confirm reporting of results to MOECC (.1); search into ownership of domain name (.2);	0.70	$370.00	$259.00

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Invoice Date: Jul 31, 2015
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File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
24/07/2015	DCHERNIAK	Assembled mailing;	4.00	$80.00	$320.00
27/07/2015	JALBERT	review notice placed in "insolvency insider" and review email from their on their readership profile; review repair and maintenance expenses in Financial Statements and discuss with TM obtaining details of past 2 years for prospective buyers (.2); review minutes of MOECC Conf Call and file (.1); distribution of NDA to identified buyers and discuss with TM (.2); review and file Order approving 1st report (.1); proof of notice in Globe (.1); enquiry with appraiser for full size copies of survey, site/floor plans, MPAC reports included in appraisal and develop list of documents to be included in data room (.4); final review of terms and conditions and agreement of purchase and sale with suggested comments and amendments to counsel (1.5)	2.10	$370.00	$777.00
27/07/2015	TMCELROY	Email NDA to numerous prospective purchasers; Prepare webpage per Commercial List E-service protocol; Calls (2) with rep at Globe & Mail re legal notice; Approve disbursement; Finalize CIM;	2.70	$285.00	$769.50
28/07/2015	TMCELROY	Finalize standard terms and conditions of sale; Email to prospective purchaser re CIM; Call with prospective purchaser; Send NDA prospective purchaser; Update prospective purchaser log; Finalize confidential report; Email to Tony Van Klink;	1.30	$285.00	$370.50
28/07/2015	JALBERT	confirm and review e-protocol landing page on web site (.1); review asset listing to include in package and compare listing between appraisals to confirm (.4); response from prospects for CIM and arranging plant tour (.2)	0.70	$370.00	$259.00
29/07/2015	TMCELROY	Prepare webpage per Commercial List E-service protocol; Calls (3) with prospective purchasers; Update prospective purchasers log; Draft cover ltr to CFIA; Contact NY Times re legal notice; Email to Luke DeSimone re vehicle ownership; Draft email to CHNI; Call with counsel re terms and conditions of sale; Finalize terms and conditions of sale;	4.10	$285.00	$1,168.50

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100 Simcoe St. Suite 125
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Invoice Date: Jul 31, 2015
Invoice No: 1879
Billing Through: Jul 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

29/07/2015	JALBERT	EM exchange with GE capital on their equipment and agreement to leave at premises and refer prosp buyers; Discussion with TM on final amendments to agreement of purchaser and sale, review changes of counsel and approve (.2); TC counsel on final agreement and amendments (.2); meeting with TM to discuss final equipment listing, confirmation of listing by principals and requests for ownerships on rolling stock, if available (.2);draft email for payout of conditional sale on tractor as approved by Applicant (.1); review of CRA's trust examine and amount claimed for DAS (.1)	1.00	$370.00	$370.00
30/07/2015	DCHERNIAK	Bank Reconciliation for June 2015, private receivership;	0.20	$80.00	$16.00
30/07/2015	DCHERNIAK	Bank Reconciliation for June 2015, court receivership;	0.20	$80.00	$16.00
30/07/2015	TMCELROY	Finalize standard terms and conditions; Email CIM to numerous prospective purchasers; Update prospective purchasers log;	1.20	$285.00	$342.00
30/07/2015	JALBERT	updates from Tom on distribution of CIM and requests for confidentiality agreement	0.20	$370.00	$74.00
31/07/2015	TMCELROY	Numerous emails to prospective purchasers; Update confidential prospective purchasers log; Approve disbursement; Draft ltr to FCA; Review CRA examiners statement re source deductions; Draft email to P. Jackson of the NY Times re legal notice; Draft ltr to CFIA;	1.50	$285.00	$427.50
31/07/2015	JALBERT	enquiry from Township re: concern site is abandoned and enquiring as to status of work orders; leave detailed message and request call to discuss (.2); coordinate meeting with prospective purchaser (.2); review proof of notice for NY Times (.1)	0.50	$370.00	$185.00

Total Fees:	$22,518.50
HST:	$2,927.41

Summary by Staff:

	Hours	Rate	Amount
Bryan A. Gelman (Principal)	1.80	$370.00	$666.00
Daphna Cherniak (Estate Administrator)	9.90	$80.00	$792.00
Joe E. Albert (Principal)	19.70	$370.00	$7,289.00
Sally Mahjoub (Estate Administrator)	2.80	$144.64	$405.00
Tom McElroy (Manager)	46.90	$285.00	$13,366.50

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Invoice Date: Jul 31, 2015
Invoice No: 1879
Billing Through: Jul 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Disbursements:

Non-Taxable Disbursements		
	PHOTOCOPIES:	$12.50
	POSTAGE:	$8.22
Taxable Disbursements		
	PHOTOCOPIES:	$19.00
	POSTAGE:	$5.39

Total Disbursements:	$45.11
HST:	$5.58
Amount Due This Invoice:	$25,494.20

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	$22,563.61
TOTAL HST:	$2,932.99
TOTAL AMOUNT DUE:	**$25,494.20**

Payment of this account is due on receipt
HST Registration # 83741 9514 RT0001

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Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Aug 31, 2015
Invoice No: 1908
Billing Through: Aug 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
03/08/2015	JALBERT	consider email from town with notice of outstanding commitments under site plan and enquiry as to tax arrears and forward to legal counsel to discuss	0.30	$370.00	$111.00
03/08/2015	DCHERNIAK	Paid invoice Pollutech Environmental;	0.10	$80.00	$8.00
04/08/2015	JALBERT	Attend premises, meet with prospective buyer; inspect all areas including lagoons;	3.00	$370.00	$1,110.00
04/08/2015	TMCELROY	Email to Luke DeSimone; File administration;	0.20	$285.00	$57.00
05/08/2015	JALBERT	forward photo of Pond 1 to Pollutech to comment on Algae; requests by prospective buyers for NDA; discuss notice of sale in NY times with TM, review and amend; request from prospective buyer for specific information on property (.5) ; EM to principals on drawings, plans and information required for prospective purchasers (.2)	0.70	$370.00	$259.00
05/08/2015	TMCELROY	Emails to numerous prospective purchasers; Update prospective purchasers log;	1.60	$285.00	$456.00
06/08/2015	TMCELROY	Numerous emails to prospective purchasers; Update prospective purchasers log; Approve disbursements; Email to counsel re payment to CNHI re tractor; Review email to MOECC re compliance and work orders and confirm copies on hand for data room; Draft ltr to CNHI Capital; Draft ltr to OMAFRA re farm business registration; Update website per e-Protocol; Emails (2) to rep a NY Times re legal notice;	3.10	$285.00	$883.50
06/08/2015	JALBERT	enquiries from prospective buyers; follow up with appraiser and TC for copies of relevant documents on real estate (.3); Corresp re:Tenant Farm Business Registration (.1); discuss with Tom and EM counsel on priority of CHN to Tractor vis-a-vis BMO security (.2); review drawings and MPAC reports provided by appraiser for prospective purchasers (.3)	0.90	$370.00	$333.00
07/08/2015	TMCELROY	Assemble documents for Data Room; Numerous emails to prospective purchasers; Email to counsel re tractor purchase; Emails to both Niagara Peninsula energy and Enbridge re historical utility consumption; Review property taxes for 2015 and email to J. Albert re same;	1.70	$285.00	$484.50
07/08/2015	JALBERT	Meeting with Tom to discuss documents for Data Room; opinion from counsel on priority of CHNI to tractor and payout of lien (.2); enquiry with appraiser regarding realty tax issues re: Farm Business Registration (.1); EM from prospective buyers and follow up with utility companies (.1)	0.40	$370.00	$148.00

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Toronto, ON M5H 3G2

Invoice

Invoice Date: Aug 31, 2015
Invoice No: 1908
Billing Through: Aug 31, 2015
File ID: DESIMONE-R:

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
10/08/2015	JALBERT	review realty tax assessment and quarterly payment amounts and consider update to cash flow budget; follow up with Town for conf call to discuss realty taxes and other matters	0.30	$370.00	$111.00
10/08/2015	TMCELROY	Review ad in NY Times; File administration; Call with prospective purchaser re facility tour;	0.30	$285.00	$85.50
11/08/2015	TMCELROY	Discussions with J. Albert re property tax arrears; Review of mail; Email data room documents to prospective purchaser; Prepare Receiver's accounts in Bill of Cost format;	0.80	$285.00	$228.00
11/08/2015	JALBERT	review gas and hydro usage histories from utility companies for prospective buyers (.2); enquiries and responses from prospective buyers (.1); TC Township and learn of old security deposit held of $80,000, discuss realty tax arrears and request Town to waive penalty on last installment due in exchange for immediate payment; enquire with independent counsel on matter (.5); coordination of plant visits for Wednesday (.1)	0.90	$370.00	$333.00
12/08/2015	JALBERT	Attend at premises to meet with 2 prospective buyers	4.00	$370.00	$1,480.00
12/08/2015	TMCELROY	Review of mail;	0.10	$285.00	$28.50
14/08/2015	JALBERT	TC Realty Tax consultant to discuss assessment and Farm Business Registration, discuss history of site etc.;	0.50	$370.00	$185.00
14/08/2015	TMCELROY	Email to prospective purchaser; Update prospective purchaser log;	0.20	$285.00	$57.00
17/08/2015	TMCELROY	Approve disbursement; Review of mail; Update Ascend; Email to prospective purchaser; Update prospective purchasers log; Review undertaking and send same to CNH re purchase of tractor; File administration; Draft ltr to CFIA re re-directed mail;	1.30	$285.00	$370.50
18/08/2015	TMCELROY	Email to prospective purchaser; Update prospective purchasers log;	0.20	$285.00	$57.00
19/08/2015	TMCELROY	Approve disbursement; Draft ltr to Pollutech; Call to Kay Singh of CRA re open RT0002 account; Review of mail; Review undertaking provided by CNHI re tractor; Draft ltr to Kelly Nicholas of CNHI; Call with prospective purchaser re tour of facility; Email to J. Albert re property tax classification;	1.10	$285.00	$313.50
19/08/2015	JALBERT	Conf. call with Tom on admin matters and realty tax issues; coordinate plant tours	0.30	$370.00	$111.00
19/08/2015	DCHERNIAK	Bank Reconciliation for July 2015;	0.20	$80.00	$16.00

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Invoice

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Invoice Date: Aug 31, 2015
Invoice No: 1908
Billing Through: Aug 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Date	Employee	Description	Hours	Rate	Amount
20/08/2015	TMCELROY	Call with Jude Dias of CRA re RT0002 account; Email to Luke DeSimone;	0.30	$285.00	$85.50
20/08/2015	JALBERT	update from debtor on monitoring of premises; update from counsel on his enquiries into deposit held by town on development.	0.30	$370.00	$111.00
21/08/2015	JALBERT	review and approve for payment June 17 to Aug 8 legal bills of counsel (.2); review update and details provided by counsel enquiries and searches re;$89,000 site plan development deposit held by town; review site plan agreement (.3); communication with principals and their counsel on matter (.2)	0.70	$370.00	$259.00
21/08/2015	TMCELROY	Review of mail; Approve disbursement; Email to J. Albert re utility deposit; Update prospective purchasers log; Review accounts of independent counsel; Draft ltr to Harrison Pensa LLP;	0.90	$285.00	$256.50
23/08/2015	JALBERT	Updates from debtor on attendances at property over weekend;	0.20	$370.00	$74.00
24/08/2015	TMCELROY	File status review; Email to Trustee re 2015 T4's and status of WEPP; Email to former CFO; Email to Luke DeSimone re vehicle ownership; Email to B. Rahn or Air Liquid Canada re property proof of claim; Email to former accountant re tax returns; Email to Trustee re vehicle ownership documents; Review Service Canada account statement re WEPP priority; Review of mail; Draft ltr to CFIA; Email to Luke re stun guns; Email to Trustee re tractor ownership documents;	3.50	$285.00	$997.50
24/08/2015	JALBERT	review DAS Stmt of account provided by Deloitte; update from Deloitte on WEPP claims and payments to employees; meeting with Tom and his follow up with former accountant for prior years tax returns, as needed to assess any potential tax consequences on sale of assets (.3); discussion with Tom on procedures for Stun Guns and follow up with principals who have possession (.1)	0.40	$370.00	$148.00
25/08/2015	JALBERT	Meeting Tom to discuss HST filings for ITC refunds;	0.20	$370.00	$74.00
25/08/2015	TMCELROY	Review property claim of White Veal Meat Packers re truck box and correspondence from Luke DeSimone re same; Voicemails (2) left for M. Tomassetti of White Veal Meat Packers re property claim; Email to M. Tomassetti; Review of mail; Approve disbursement; Call with Jude Dias of the CRA re RT0002 account; Email to B. Rahn of Air Liquid Canada re property proof of claim; Call with Marcello T re removal of refer box on premises;	1.50	$285.00	$427.50

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ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Aug 31, 2015
Invoice No: 1908
Billing Through: Aug 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
26/08/2015	TMCELROY	Prepare finals SRD and report to OSB; Discussions with J. Albert re White Veal truck box; Email to L. DeSimone re stun guns; Email to L. DeSimone re tractor ownership; Email to L. DeSimone re cleaning of plant; Call with prospective purchaser;	1.00	$285.00	$285.00
26/08/2015	JALBERT	Meeting 2 auctioneers at premises; tour and inspect premises and lagoon operations; EM to/from Luke on need for further plant clean-up;	3.00	$370.00	$1,110.00
27/08/2015	TMCELROY	Discuss final report and SRD with J. Albert; Review Order re secured lending limit and discuss with J. Albert; Call with MOECC, Greg Brown and Luke DeSimone; Email to prospective purchaser; Draft ltr to counsel; Calls (2) with prospective purchasers; Prepare and post journal entry; Instructions to Daphna Cherniak;	2.20	$285.00	$627.00
27/08/2015	JALBERT	Meeting tom to discuss funding, receiver certificates and potential need to increase borrowing under Order; EM to counsel to discuss (.2); Conf call with MOECC (.4); Email to Environmental Consultant on question of prospective buyer in relation to water capacities; review MOE certificates to determine of approved capacities are set out (.3); follow up from Engineer and debtor on well capacity (.2)	1.10	$370.00	$407.00
28/08/2015	JALBERT	Coordinate plant tours and enquire with prospect on meeting with owners (.2); EM from GE requesting that Receiver make efforts to sell their equipment; forward to Counsel to discuss given our previous notice to GE that the Receiver will be excluding their equipment from the sales process ; re-review GE security and previous correspondence on the matter (.4); review MOECC minutes of conference call and approve subject to clarification of water colour on previous visits (.3); follow up with Luke on information related to water capacity and respond to prospect on matter (.1); respond to prospect on CFIA contact (.1)	1.10	$370.00	$407.00
29/08/2015	JALBERT	EM exchanges with principals on preparing building for showings;	0.20	$370.00	$74.00

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Re: DeSimone Investments Limited, in Receivership

31/08/2015	JALBERT	Coordinate premises visit with prospective buyer and respond to enquiry from auctioneer; TC with legal counsel on Receiver's certificates and other file matters; coordinate with Pollutech quarterly monitoring and meeting during monitoring; TC Counsel on GE request to sell their equipment as well as increase to Receiver's certificates; review financial statements and tax returns provided by accountant to consider any tax implications on sale of property;	1.50	$370.00	$555.00

Total Fees:	$13,124.00
HST:	$1,706.12

Summary by Staff:

	Hours	Rate	Amount
Daphna Cherniak (Estate Administrator)	0.30	$80.00	$24.00
Joe E. Albert (Principal)	20.00	$370.00	$7,400.00
Tom McElroy (Manager)	20.00	$285.00	$5,700.00

Disbursements:

Non-Taxable Disbursements	
TRAVEL:	$296.40
Taxable Disbursements	
PHOTOCOPIES:	$2.50
POSTAGE:	$3.85
Total Disbursements:	$302.75
HST:	$0.85
Amount Due This Invoice:	$15,133.72

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	$13,426.75
TOTAL HST:	$1,706.97
TOTAL AMOUNT DUE:	**$15,133.72**

Payment of this account is due on receipt
HST Registration # 83741 9514 RT0001

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Invoice

DeSimone Investments Limited, in Receivership
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100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Sep 30, 2015
Invoice No: 1924
Billing Through: Sep 30, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
17/08/2015	DCHERNIAK	Paid Fedex bill;	0.10	$80.00	$8.00
19/08/2015	DCHERNIAK	Bank Reconciliation for July 2015 for private Receiver and Court Receiver;	0.20	$80.00	$16.00
24/08/2015	TMCELROY	Prepare post-bankruptcy HST returns;	0.40	$285.00	$114.00
25/08/2015	TMCELROY	File post-bankruptcy HST returns; Email to Trustee re pre-bankruptcy HST returns;	0.70	$285.00	$199.50
26/08/2015	TMCELROY	Prepare and post journal entry; Prepare finals SRD and report to OSB;	0.70	$285.00	$199.50
01/09/2015	TMCELROY	Call with Mike Siek; File administration; Discussions with J. Albert re receivership funds and equipment secured by GE; Review of mail; Approve disbursements (2); Draft ltr to FCA Insurance brokers; Draft ltr to CFIA; Emails (3) to prospective purchasers; Update prospective purchasers log; Call with prospective purcahser;	1.70	$285.00	$484.50
01/09/2015	JALBERT	TC BMO on need to request increase in borrowing to cover payment of ongoing fees by BMO (.2); follow up on plant tours and with principals on clean up of plant (.1); TC agent acting for prosp buyer (.1); TC prosp buyer and send consent to MOECC to communicate with them (.3)	0.70	$370.00	$259.00
02/09/2015	TMCELROY	Review 2014 corp. tax return and email to J. Albert re same; Emails to M. Tomassetti re disconnect electricity and return of trailer and discussions with J. Albert re same; Email to Luke DiSimone;	1.20	$285.00	$342.00
02/09/2015	JALBERT	meeting prospective buyer; tour and inspect plant; inspect and photograph ponds (3.5); review draft communication of MOECC to prospects and also forward to Pollutech to review (.2); Meeting Tom to discuss White Veal property claim and coordination of the removal of their equipment (.2)	3.90	$370.00	$1,443.00
03/09/2015	TMCELROY	Emails (2) to Joe DeSimone re White Veal property claim; Email to Charlene at Niagara Peninsula Energy; Prepare and post journal entry; Draft ltr to CFIA; Email to M. Tomasetti of White Veal re retrieval of property; Email to L. DeSimone re site visit; Review file checklist;	1.40	$285.00	$399.00

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Re: DeSimone Investments Limited, in Receivership

03/09/2015	JALBERT	EM with debtors on trailers owned by White Veal that are to be removed and discuss with TOM; coordination for meeting at premises with principals and white veal in relation to their property claim; discuss further with Tom trailers which are being claimed (.4); requested changes by Pollutech on proposed letter of MOECC to prospective purchaser and requested specified changes to first draft (.2); EM from BMO counsel regarding funding of receivership fees and borrowing certificates (.1)	0.70	$370.00	$259.00
04/09/2015	TMCELROY	Approve disbursements (2); Draft ltr to J. Whittaker; Email to Marcello re additional truck box owend by White Veal; Email to Luke DeSimone; Call with Beth at Dan Lawrie insurance re GE Canada insurance policy over lamb conveyor;	0.50	$285.00	$142.50
04/09/2015	JALBERT	update from Luke on clean up of property; enquire about renting sump pump to drain water from loading dock of old building; review and complete dockets for August	0.20	$370.00	$74.00
05/09/2015	JALBERT	Em with principals on tractor claimed by White Veal and amounts owing by them	0.10	$370.00	$37.00
07/09/2015	JALBERT	review white veal AR as pointed out by principals that monies are owing and EM to them requesting whey payment not made in anticipation of their removal of equipment	0.20	$370.00	$74.00
08/09/2015	TMCELROY	Discussions with J. Albert re removal of forklift from property; Email to Luke DeSimone; Discussions with J. Albert re property claim of White Veal and removal of truck trailer from property; Draft email to Luke DeSimone re attendance at property;	1.10	$285.00	$313.50
08/09/2015	JALBERT	meeting prospect, oversee removal of equipment by White Veal (5.0); communication from McGaffy; consider matter and forward to counsel for further discussion (.3); EM to MOECC to authorize communications (.1)	5.40	$370.00	$1,998.00
09/09/2015	TMCELROY	Review of mail; Email to J. DeSimone re status of stun guns; Email to Niagara Peninsula Energy re security deposit; Review and consideration of correspondence from P. McGaffey; Email to prospective purchaser;	0.60	$285.00	$171.00

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Re: DeSimone Investments Limited, In Receivership

09/09/2015	JALBERT	TC counsel to discuss letter of McGaffey and appropriate response based upon facts (.4) Draft memo to counsel on facts in relation to maintenance of plant and issues in relation to curb appeal (.3) Response to MOECC in relation to enquiries from prospects (.1) Review and comment on response to principals for information on prospects and offers, to counsel (.1) Review response of BMO counsel to enquiry of McGaffey (.1) TC message to Trustee in Bankruptcy on enquiry of principals to mcGaffee (.1)	1.10	$370.00	$407.00
10/09/2015	TMCELROY	Review ltr to P. McGaffey re sales process and status of plant; Review of mail; Review of correspondence from Air Liquid Canada re property on premises; Review correspondence from J. DeSimone re stun guns and email to J. Albert re same; File administration;	0.70	$285.00	$199.50
10/09/2015	JALBERT	communication with counsel on response letter to McGaffey and review response of BMO counsel to McGaffey (.3); enquiry from prospective buyers (.2); EM to White Veal regarding their trailer remaining on the premises (.2); follow up with DeSimones on outstanding property systems maintenance reports (.1); photos to principals on possible damage to mower attachment and send photos for comment (.1); Email to appraisers photos of equipment locked in hydro room to confirm if included in appraisal or otherwise to request appraisal addendum (.3)	1.20	$370.00	$444.00
11/09/2015	TMCELROY	Prepare and file monthly HST returns for April 2015 through August 2015; Review of mail;	1.40	$285.00	$399.00
11/09/2015	JALBERT	review of documents provided by MOECC to prospective buyer; TC pollutech on quarterly sampling and their notes re: discharge pipe on Pond 2 (.4); follow up with auctioneers on appraisal of saws located in hydro room; follow up with desimone on connection of overflow pipe in Pond 2; response from auctioneers on equipment located in locked hydro room to ensure included in appraisals and on asset listings (.2); request from counsel to debtors for copy of 2012 appraisal and comment to counsel on matter after reviewing appraisal (.2)	1.00	$370.00	$370.00

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Re: DeSimone Investments Limited, in Receivership

13/09/2015	JALBERT	review bank reconciliations for Abingdon and Desimone trust accounts	0.10	$370.00	$37.00
14/09/2015	JALBERT	Em exchange between debtor's counsel and Receiver's counsel and consider issues raised for discussion with counsel (.2); Corresp form prospective buyer to BMO counsel and review and consider in relation to proposal to bring loans current or redemption (.2); follow up email to White Veal re: their trailer on property (.1); TC Counsel for overall update and pending call with counsel to principals (.2)	0.70	$370.00	$259.00
15/09/2015	TMCELROY	Call with B. Cowper of Mallott Creek Group re Integrated Foods; Discussions with J. Albert re Integrated Foods matter; Review of mail; Emails (2) to B. Cowper; Draft letter to CFIA; Call with Justin Cole of CRA re RT0002 HST returns;	1.00	$285.00	$285.00
15/09/2015	JALBERT	TC Tim Hogan on TC with Bart Sarsh (.3)consultant to prospective buyer (.3); TC Tom to discuss enquiry from customer requiring evidence of product properly processed (.3); call into Boiler contractor and Engineer into maintenance of systems in place of principals (.3); respond to email from principals re: White Veal issues and further enquiry with Luke on status of maintenance of Boilers and plant systems (.5)	1.70	$370.00	$629.00
16/09/2015	TMCELROY	Conference call with B. Cowpert and J. Albert re Integrated Foods matter; Calls (4) with prospective purchasers; Email CIM to prospective purchaser;	1.10	$285.00	$313.50

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Toronto, ON M5H 3G2

Invoice Date: Sep 30, 2015
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Re: DeSimone Investments Limited, in Receivership

16/09/2015	JALBERT	TC agent to integrated foods on records requested by them to certify production of inventory (.4); TC with Bryan for overall update on file (.2); TC Trustee on general matters and sales process (.2); review proposal of Baksh forwarded by BMO counsel (.3); communications with prospective buyers (.3); TC Counsel for update on sales prospects and discuss maintenance of plant systems with regard to lack of response of principals recently to confirm their carrying out of maintenance (.3); draft email response to matters raised by Luke Desimone regarding wire support structure for box removed, state of electrical room and trailer alleged to be owned by White Veal and forward to counsel for review (.4); review and execute contract of Pollutech for monitoring of ponds absent evidence from principals that they are continuing to carry out such mandate as previously undertaken (.2); meetings and discussions with Tom on decision to re-change locks and security codes upon acceptance of any offer; TC with Boiler contractor to arrange meeting at plant (.3)	2.60	$370.00	$962.00
17/09/2015	TMCELROY	Review and consideration of correspondence from prospective purchaser and counsel for BMO; Email to prospective purchaser; VM left to J. Cole of CRA re RT0002 account; Call with Roger Yachetti (counsel to Barbara); Review correspondence from CRA re request for payroll information and email to Trustee re same; Email to Niagara Peninsula Energy; Call with prospective purchaser; Open and review offers from prospective purchasers; Email to David at AB Wass;	2.50	$285.00	$712.50
17/09/2015	JALBERT	Discussion with Tom on enquiry by counsel to Barbara Desimone and update on communications with prospective buyers (.2); receipt of offers and hold pending 3:00pm deadline (.2); opening and review of offers with Tom and counsel and consider (1.0). Coordinate for change of locks at premises, draft offer log (.4); re-review of CIM and terms and conditions as relevant for consideration of offers (.5);	2.00	$370.00	$740.00

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Re: DeSimone Investments Limited, in Receivership

18/09/2015	TMCELROY	Call with David at AB Wass re change alarm codes to premises; Call with J. Cole of CRA re DeSimone RT0002 account; Prepare and fax documents to J. Cole re RT0002 account; Draft letter to J. Cole; Call with J. Albert and T. Hogan re offers received; Call with K. Sohota; Conference call with T. Van Klink, J. Albert, T. Hogan and M. Shek; Email to K. Sahota; Approve disbursement; Approve deposit; Correspond with counsel re email to L. DeSimone;	4.60	$285.00	$1,311.00
18/09/2015	JALBERT	attend premises to coordinate change of locks, TC boiler contractor to arrange inspection, (3.0) TC Pollutech to coordinate pond monitoring and premises monitoring; tour premises and ponds with Pollutech; Conf call with BMO to discuss offers (.7); Email to Hazmat company for inspection and estimate of White Veal trailer(.3); conf call with independent counsel to discuss offers (.3)	4.30	$370.00	$1,591.00
21/09/2015	TMCELROY	Draft ltr to CFIA; Review revised connectivity agreement with NPE and email same to NPE; Approve disbursement; Conference call with T. Hogan, J. Albert, M. Shek and T. VanKlink; Call with J. Albert and S. Sohota (accountant for prospective purchaser); Call with counsel re acceptance of offer;	1.70	$285.00	$484.50
21/09/2015	JALBERT	attend premises with Hazmat team to inspect trailer and obtain advice on contents, estimate and necessity to dispose of contents and clean trailer; tour and inspect premises and ponds (3.); conf call with BMO and counsel to update on offers and receiver's position (.3); TC prospective buyer re: expiry of extension offered to deliver deposit; further call with Receiver's counsel on offers; draft acceptance letter (.5) Communicate acceptance of offer in accordance with terms and confirm wording with counsel (.3)	4.10	$370.00	$1,517.00

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Re: DeSimone Investments Limited, in Receivership

22/09/2015	JALBERT	Meeting Tom and update on all matters (.1); enquiry with Luke re: location of DO and H2S meters at plant (.1); TC with counsel on accepted offer and communication with principals' counsel (.3); review and consider EM from counsel to debtor on notice that application may be made to lift stay and name Receiver in litigation and discuss with BG (.4); TC offerer 'YB' to advise Bid rejected (.1); notices to unsuccessful bidders; coordinate inspection meeting with successful bidder (.4); quote from Hazmat company on removal of trailer contents, review and forward to counsel with memo on matter to consider next steps (.4)	1.80	$370.00	$666.00
22/09/2015	TMCELROY	VM left for J. Cole of the CRA re RT0002 account; Discussions with J. Albert re Receiver's accounts; Review of correspondence from CRA re corp. tax installments; Call with T. Hogan re acceptance of offer and with communications Debtor counsel; Call with J. Cole of CRA re RT0002 account; Approve disbursement; Review of mail;	1.40	$285.00	$399.00
23/09/2015	TMCELROY	Review letter prepared by counsel to White Veal re removal of trailer; Discussions with J. Albert re GE Capital equipment, White Veal trailer and Boiler; Fax Notice and Statement of Receiver to OSB; Convert Receiver's accounts to Bill of Cost format; Approve disbursement; Prepare draft interim SRD; Review and consider electronic correspondence from counsel re sealing offer, appraisal, etc.;	2.00	$285.00	$570.00
23/09/2015	JALBERT	Meeting at premises with purchaser for full inspection; meet at premises with Pollutech (3.0);, discuss issues related to overflow pipe; note oil leak in boiler room and mitigate and confirm with Boiler mechanic meeting scheduled; TC with counsel and EM with counsel on communication to White Veal, consider demand of principals for confidential information on purchaser and other matters (.5)	3.50	$370.00	$1,295.00
24/09/2015	JALBERT	attend at premises, meeting with Boiler mechanic for inspection of systems; inspect other systems ; discussion with counsel on status of security deposit held by town; Photograph exterior of property; tc with counsel and TM to update on inspections and other matters (6.0); forward to successful bidder details of and finance agreement for GE Capital equipment (.2); update from counsel on town deposit on development agreement and provide counsel with comments and questions (.3)	6.50	$370.00	$2,405.00

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Re: DeSimone Investments Limited, in Receivership

Date	Employee	Description	Hours	Rate	Amount
24/09/2015	TMCELROY	Research licensing requirements and disposal process for Stun Guns; Draft report to Court; Review of mail; Draft letter to prospective purchaser re return of deposit; Email to prospective purchaser;	5.40	$285.00	$1,539.00
25/09/2015	TMCELROY	Draft report to Court; Approve disbursment; Draft letter to Reliable Lock & Safe Company;	4.80	$285.00	$1,368.00
25/09/2015	JALBERT	Meeting Tom to discuss town deposit; respond to Pollutech on status of meters for Pond (.3); review of Boiler company report as written on work order and file; discuss with Tom preparation of report; update from counsel on town deposit and legal issues related to sale (.3); TC prosp buyer on status (.1); TC Hazman consultant on estimate in relation to White Veal Truck (.2); enquiry with water system contractor to set up meeting for updated assessment at premises (.1); update from Pollutech on repair to overflow pipe (.1); discussions/meetings with Tom on report to court draft (.5)	1.60	$370.00	$592.00
26/09/2015	JALBERT	review 2014 tax return in preparation for filing July 2015 return	0.20	$370.00	$74.00
27/09/2015	JALBERT	detailed dockets for August 2015 for review and approval by BMO to draw from their DIP financing.	0.10	$370.00	$37.00
27/09/2015	TMCELROY	Draft report to Court;	1.40	$285.00	$399.00
28/09/2015	JALBERT	further review of town deposit issue and deficiencies and EM to counsel for call to address issue and next steps (.2); coordinate access to plant with Luke to locate meters needed for pond readings; TC offeror to advise another offer has been accepted subject to court approval (.2); TC White Veal re: plans to have mechanic inspect trailer to assess moving (.2); conf call with counsel to discuss next steps re: deposit with town and apparent deficiencies (.3); review draft confidential undertaking for execution by principals and provide comments to counsel (.3)	1.20	$370.00	$444.00
28/09/2015	TMCELROY	Approve deposit;	0.10	$285.00	$28.50
28/09/2015	DCHERNIAK	September 2015 Bank reconciliation and court receiver account;	0.20	$80.00	$16.00
29/09/2015	TMCELROY	Draft Report to Court; Draft email to M. Siek re status of government slaughter program; Emails (2) to Melinda Dent re tax arrears certificate; Call with Craig Smith of O'Neil's Farm Equipment re status of John Deer Mower; Call with varius representative of Penske re 2013 Freighliners; Approve disbursement;	5.60	$285.00	$1,596.00

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Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
29/09/2015	JALBERT	TC Counsel on draft wording for confidential undertaking of principals to see confidential report to be filed by receiver. (.2); update from Pollutech on pond monitoring; EM to Luke to confirm he will attend at premises as requested on Wednesday (.2); enquiry from purchaser for further meeting at plant and coordinate; meeting Tom to discuss aspects of report to Court (.3)	0.70	$370.00	$259.00
30/09/2015	JALBERT	attend premises and tour facility; meet with contractor for inspection and running of coolers; search facility for DO meter and instruct Pollutech to purchase new (3.0); report from Air Tech on compressors and refrigerant; communication with purchaser on further inspection at premises (.3); review and comments on draft motion and draft Order prepared by counsel (.4)	3.70	$370.00	$1,369.00
30/09/2015	TMCELROY	Emais (2)l to T. Hogan re O'Neil Farm Equipment PPSA registration; Email to M. Biassey of Pensek re PPSA registration; File administration; Call with T. VanKlink re government slaughter program; Draft report to Court; E-mail to C. Scott of O'Neils Farm Equipment re equipment liens; Approve disbursement; Draft letter to FCA Insurance Brokers; Review of mail;	1.80	$285.00	$513.00

Total Fees:	$30,764.00
HST:	$3,999.32

Summary by Staff:

	Hours	Rate	Amount
Daphna Cherniak (Estate Administrator)	0.50	$80.00	$40.00
Joe E. Albert (Principal)	49.30	$370.00	$18,241.00
Tom McElroy (Manager)	43.80	$285.00	$12,483.00

Disbursements:

Non-Taxable Disbursements	
TRAVEL:	$395.20
Taxable Disbursements	
PHOTOCOPIES:	$135.00
POSTAGE:	$201.18
Total Disbursements:	$731.38

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

ALBERT GELMAN

Invoice

DeSimone Investments Limited, In Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Sep 30, 2015
Invoice No: 1924
Billing Through: Sep 30, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, In Receivership

HST:	$43.75
Amount Due This Invoice:	**$35,538.45**

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	$31,495.38
TOTAL HST:	$4,043.07
TOTAL AMOUNT DUE:	**$35,538.45**

Payment of this account is due on receipt
HST Registration # 83741 9514 RT0001

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ALBERT GELMAN

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
01/10/2015	BGELMAN	Discussion with Joe re all matters;	0.30	$370.00	$111.00
01/10/2015	JALBERT	meeting BG to review and update on all matters.(.2); communication with purchaser (.1); conf call with MOECC (.4); follow up with contractor who inspected air conditioning system and compressors to provide report on what further maintenance is needed (.1); detailed analysis from financial statements of assets owned by Abingdon vs. DeSimone and prepare follow up questions for Trustee and former accountant on matter (1.0); TC Trustee to discuss what can be publicly released about sales process, status of his administration etc (.3); work on purchase price allocation model for court approval (.4)	2.50	$370.00	$925.00
01/10/2015	TMCELROY	Email to J. Postmus; Emails (2) to counsel; email to B. Espisoto (former accountant) re equipment listing;	0.50	$285.00	$142.50
02/10/2015	JALBERT	TC Purchaser and Pollutech; update counsel mechanical systems; confirm with Pollutech purchase of new DO meter and repair of aerators and updates from Pollutech; review corresp of counsel to Town on $80,000 deposit held and status of any deficiencies to be remedied for deposit to be released (.3)	0.70	$370.00	$259.00
02/10/2015	TMCELROY	Review of mail; Approve deposits (2); Prepare and file month ended Sep 30/15 HST return;	0.60	$285.00	$171.00
03/10/2015	JALBERT	analysis of allocation of purchase price between Abingdon and Desimone as to be recommended and reported to Court and to form basis of determination of distribution to CRA deemed trust in Abingdon.	0.70	$370.00	$259.00
04/10/2015	TMCELROY	Email to prospective purchaser;	0.10	$285.00	$28.50
05/10/2015	TMCELROY	Prepare analysis re allocation of sales proceeds between Abingdon and DeSimone and discussions with J. Albert re same; Approve disbursement; Review report to Court with J. Albert; Revisions to Court Report;	3.10	$285.00	$883.50
05/10/2015	JALBERT	analysis of allocation of purchase price to Abingdon, subject to CRA deemed trust; coordinate with purchaser plant visit (.3); work on draft 2nd report to court and meeting Tom on report (3.0); TC Counsel on White Veal Trailer (.2)	3.50	$370.00	$1,295.00
06/10/2015	TMCELROY	Revisions to Court Report; Review and approve correspondence from T. Hogan to White Veal re trailer with hides; Approve disbursement; Draft ltr to Air Tech; Draft Confidential Report to Court;	1.10	$285.00	$313.50

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

06/10/2015	JALBERT	EM exchange with counsel to white veal and approve draft letter; TC with Pollutech for update on attendance at premises with purchaser; review and approve detailed dockets for draw and taxation; discussion with Tom on report to court on sale	0.50	$370.00	$185.00
07/10/2015	TMCELROY	Review of mail; Draft Confidential Report to Court and discuss same with J. Albert;	3.30	$285.00	$940.50
07/10/2015	JALBERT	enquiry on status by auctioneer; draft response to White Veal on timing for removal of trailer (.1); meeting Tom to discuss confidential report to court (.2); enquire with Pollutech for update on plant inspection (.1); enquiry from purchaser on salt bags stored outdoors. follow up with environmental contractor on matter; forward to solicitor for enquiry with White Veal (.3);	0.70	$370.00	$259.00
08/10/2015	TMCELROY	Call with C. Smith of O'Neil's Farm Equipment; Revisions to Receiver's confidential report; Approve disbursement; Draft ltr to counsel; Review of mail; Review and email to J. Albert re universal life policy; Call with D. Riley, appraiser for purchaser;	1.50	$285.00	$427.50
08/10/2015	JALBERT	response to buyer on salt curing bags at premises and insurance coverage; estimate from consultant on cost to dispose of curing salt bags on premises and follow up (.3); review and work on confidential report to court on sale and meeting with Tom to discuss (2.0)	2.30	$370.00	$851.00
09/10/2015	JALBERT	respond to purchaser on position of salt curing bags on premises, site plan deposit and deficiencies (.1); review universal life policy on life of Bice with Tom and determine next steps on dealing with cash surrender policy and info needed to make decision on policy (.2)	0.30	$370.00	$111.00
09/10/2015	TMCELROY	Email to purchaser re insurance; Email to Craig Scott of O'Neil's Farm Equipment; Review draft Order and draft notice of motion; Review HST assessments for June, July and August 2015; Approve deposit;	0.70	$285.00	$199.50
11/10/2015	JALBERT	work on second report to Court	1.00	$370.00	$370.00
12/10/2015	JALBERT	work on second report to Court and send to Tom for final changes before counsel review	1.00	$370.00	$370.00

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ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R;

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Re: DeSimone Investments Limited, in Receivership

13/10/2015	JALBERT	review and final amendments to confidential report prior to sending to counsel (.8); TC counsel on status of sale and White Veal Trailer(.2); review of Terms and Conditions to establish if Receiver has satisfied its conditions and enquire with counsel on next steps prior to proceeding to obtain court date for approval and vesting order (.4); review minutes of MOECC and forward to counsel to forward to purchaser's counsel (.2); further review of life insurance policy on life of Dice DeSimone and forward to counsel for review pending decision on cash surrender value and continuance of policy (.2); forward draft reports to counsel for review (.2)	2.00	$370.00	$740.00
13/10/2015	TMCELROY	Email to T. Hogan re O'Neil PMSI's; Revisions to Court Report;	0.50	$285.00	$142.50
14/10/2015	JALBERT	Conf call with independent counsel on repair lien on tractor and mower, white veal trailer, Confidentiality undertaking of principals, Life insurance policy of Bice and closing matters and site plan deposit	0.70	$370.00	$259.00
14/10/2015	TMCELROY	Call with T. Hogan re O'Neil Liens, Universal Life Insurance Policy, trailer with hides on premises, etc;	0.80	$285.00	$228.00
15/10/2015	JALBERT	EM to purchaser requesting his timing considerations, forwarding form of Agreement of Purchase and Sale and requesting execution by him. (.3); update from Pollutech on visit and inspection of plant (.1)	0.40	$370.00	$148.00
15/10/2015	TMCELROY	Review of mail; Approve disbursements (2); Draft letter to First Response; Review draft Order and draft notice of motion;	1.80	$285.00	$513.00
16/10/2015	TMCELROY	VM left for Craig Smith of O'Neil's Farm Equipment; Call with Nicole of the RCMP central processing site for firearms re stun guns; Approve disbursement;	0.50	$285.00	$142.50
16/10/2015	JALBERT	attend premises for overall tour;	2.50	$370.00	$925.00
19/10/2015	JALBERT	update from Pollutech on premises and pond monitoring; follow up call to GE to discuss their equipment finance etc (.2); communication with BMO on life insurance on Bice Desimone and forward policy notice information received in mail (.2); review Co-operators policy, terms for universal life policy to consider issues of obtaining CSV and maintaining or assigning policy (.5)	0.90	$370.00	$333.00
19/10/2015	DCHERNIAK	Bank Reconciliation for September 2015;	0.20	$80.00	$16.00

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

19/10/2015	TMCELROY	Call with Craig Smith of O'Neils Farm equipment re mower; Review of mail; Approve disbursements; Draft letter to Pollutech; Review of correspondence from Enbridge; Review and respond to correspondence from counsel re O'Neil's liens;	1.00	$285.00	$285.00
20/10/2015	TMCELROY	Call with Craig Smith of O'Neil's; Approve disbursement; Approve deposit; Call with T. Hogan re mower; Email to C. Smith of O'Neil's; Review of correspondence from counsel re mower;	0.70	$285.00	$199.50
20/10/2015	JALBERT	TC Agent for Desimone on life insurance owned by Desimone on life of Bice. Cover letter to agent enclosing court order, requesting call to discuss terms of policy (.4); discuss with Tom claim of O'Neils and entering into agreement for sale of Mower to settle their claim, with surplus to come to Receiver (.1)	0.50	$370.00	$185.00
21/10/2015	JALBERT	EM exchange with counsel and to debtor's counsel on White Veal matter and confidentiality agreement; review draft Vesting Order provided by counsel to purchaser's counsel; review counsel's EM to O'Neil's on priority issues (.3); update from Tom on legal status of stun guns (.1); review BMO annual report for information on life insurance policy and forward to BMO for further enquiry (.3); TC Town engineer to coordinate plant visit and communication with principals re: deficiencies on development agreement with Town (.2); Discuss with counsel and Tom on Stun Guns and recommendation and draft email to Bart Sarsh on matter (.3); coordinate with Luke to discuss with Town Engineer on site plan deficiencies (.1); attend premises for security tour - note water draining in Boilers for follow up with contractor (2.5)	3.80	$370.00	$1,406.00
21/10/2015	TMCELROY	Emails to J. Albert re stun guns, status of White Veal trailer and status of site plan agreement; Email to B. Esposito re equipment listing; Email to counsel re stun guns;	0.70	$285.00	$199.50
22/10/2015	JALBERT	TC Pollutech on security tour; approve sign disbursements; EM to boiler contractor and request for follow up inspection (.3); follow up with insurance agent by fax re: life insurance on BICE.	0.40	$370.00	$148.00
22/10/2015	TMCELROY	Draft six month report and interim SRD re BIA s. 246(2); Approve disbursement; Email to prospective purchaser;	0.80	$285.00	$228.00
23/10/2015	TMCELROY	Email to counsel;	0.10	$285.00	$28.50

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ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R:

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Re: DeSimone Investments Limited, in Receivership

23/10/2015	JALBERT	review corresp from counsel to debtor's on White Veal matter; EM exchange of counsel re: request of Bice for information on sales process; follow up with Boiler contractor for further maintenance work; coordinate for site visit with Town Engineer and Pollutech representative; respond to Indusite Realty on status of court date for sale; EM from Pollutech on enquiry from MOECC re: wastewater discharge; review solicitor amendments to report to court	0.80	$370.00	$296.00
26/10/2015	JALBERT	review and make amendments to confidential report based upon solicitor's review and recommendations. Forward to solicitor with comments; review proposed changes of solicitor to main report (.8); enquiry with Trustee to look for copy of life insurance policy owned by DeSimone with the co-operators; follow up message to GE to discuss their financed equipment at premises (.2)	1.00	$370.00	$370.00
26/10/2015	TMCELROY	Review of mail;	0.10	$285.00	$28.50
27/10/2015	TMCELROY	Email to Trustee re correspondence from Service Canada; Discussions with J. Albert re White Valley tailer and animal hides;	0.40	$285.00	$114.00
27/10/2015	JALBERT	TC Pollutech re: draft amended environmental compliance approval and next steps for Receiver and then purchaser (.2); review amendments to second report of counsel in preparation for conf call (.7); consideration on contents located in White Veal trailer and next steps - discuss with TM, further review of Hazmat consultant estimate to handle and research (.5)	1.40	$370.00	$518.00
28/10/2015	TMCELROY	Review CRA claims for HST and source deductions; Call with J. Albert and T. Hogan re report to Court and revisions thereto; Emails to T. Hogan; Email to Craig Smith of O'Neils Farm Equipment; Review court order and BIA re environmental liability protection re bio-hazardous material at premises;	2.60	$285.00	$741.00
28/10/2015	JALBERT	call with counsel on amendments to report to court and confidential report (1.0); TC with environmental consultant to discuss contents of White Veal Trailer and arrange for assessment at premises (.3); draft and send to counsel insert to report for allocation of sales proceeds between real estate and equipment (.3); review and approve Pollutech recommended response to ECA amendment (.2); draft section dealing with White Veal trailer and contents for report to court (.7)	2.50	$370.00	$925.00

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
29/10/2015	TMCELROY	Revisions to portion of report dealing with the bio-hazardous material at the premises; Email to Joanne Lapatina at FCA re insurance;	1.10	$285.00	$313.50
29/10/2015	JALBERT	EM exchange with counsel on sale and provide equipment listing; work on report to court sections; update from Pollutech on security issues and meeting with Town Engineer	1.20	$370.00	$444.00
30/10/2015	JALBERT	attend at premises and meet environmental consultant for assessment of contents of White Veal Trailer; inspect ponds and plant and obtain serial numbers of stun guns	3.00	$370.00	$1,110.00
30/10/2015	TMCELROY	Approve disbursement; Draft ltr to FCA Insurance Brokers;	0.20	$285.00	$57.00

Total Fees:	$19,145.00
HST:	$2,488.85

Summary by Staff:

	Hours	Rate	Amount
Bryan A. Gelman (Principal)	0.30	$370.00	$111.00
Daphna Cherniak (Estate Administrator)	0.20	$80.00	$16.00
Joe E. Albert (Principal)	34.30	$370.00	$12,691.00
Tom McElroy (Manager)	22.20	$285.00	$6,327.00

Disbursements:

Non-Taxable Disbursements

TRAVEL:	$296.40
Total Disbursements:	$296.40
Amount Due This Invoice:	$21,930.25

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	$19,441.40
TOTAL HST:	$2,488.85
TOTAL AMOUNT DUE:	**$21,930.25**

Payment of this account is due on receipt

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

000201

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Oct 31, 2015
Invoice No: 1989
Billing Through: Oct 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

HST Registration # 83741 9514 RT0001

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

ALBERT GELMAN

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

DeSimone Investments Limited, In Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Nov 30, 2015
Invoice No: 2046
Billing Through: Nov 30, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, In Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
01/09/2015	TMCELROY	Prepare and file August 2015 HST return;	0.30	$285.00	$85.50
28/09/2015	DCHERNIAK	Bank reconciliation for trust account;	0.20	$80.00	$16.00
19/10/2015	DCHERNIAK	Bank reconciliation for trust account;	0.20	$80.00	$16.00
02/11/2015	JALBERT	update from Pollutech on security; TC insurance agent to discuss life insurance policy on Bice, meeting with TM to consider issues and next steps; prepare listing of stun guns by serial number for purpose of transferring to principals as assets incapable of realization	0.80	$370.00	$296.00
02/11/2015	TMCELROY	Review of mail; Discussions with J. Albert re universal life insurance policy;	0.60	$285.00	$171.00
02/11/2015	BGELMAN	Mtg with Tom McElroy and Joe Albert re insurance policy; call with insurance consultant re life policy and options; email re same;	0.60	$370.00	$222.00
03/11/2015	TMCELROY	Prepare and file October 2015 HST return;	0.40	$285.00	$114.00
03/11/2015	TMCELROY	Prepare and file October 2015 HST return;	0.40	$285.00	$114.00
03/11/2015	JALBERT	Update from Pollutech on security at premises; TC insurance agent re: issues on insurance policy on Bice	0.30	$370.00	$111.00
04/11/2015	JALBERT	enquiry from Luke re: Cooperators life insurance policy; forward corresp from insurer to counsel to discuss issues, including apparent attempt to change ownership and beneficiary; discuss matter with BG and significance (.5); TC with Counsel on life insurance and issues of purchaser's counsel for closing (.8)	1.30	$370.00	$481.00
05/11/2015	JALBERT	attend and tour premises and update photos; TC environmental consultant; EM from Pollutech on enquiries of purchaser; TC update to BMO on insurance, status of sale	3.00	$370.00	$1,110.00
06/11/2015	JALBERT	TC insurance agent/consultant to discuss policy on Bice, general nature and structure of such policies (.5); TC Pollutech on information requested engagement by purchaser (.2); TC environmental consultant on disposal of hides in trailer on premises (.3); TC Pollutech and notice to hunters of property that they must not trespass as discussed with Nicole of Pollutech (.2); LM GE Capital to discuss their equipment finance (.1); letter to cooperators to request copy of policy (.1)	1.00	$370.00	$370.00
09/11/2015	TMCELROY	File administration;	0.20	$285.00	$57.00

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Nov 30, 2015
Invoice No: 2046
Billing Through: Nov 30, 2015
File ID: DESIMONE-R:

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Re: DeSimone Investments Limited, in Receivership

09/11/2015	JALBERT	enquiry of debtor's counsel to BMO and receiver's counsel on life insurance policy and request for receiver's position (.2); TC counsel on all matters, including closing, life insurance (.8); follow up with Town engineer for report; enquiry with insurance agent on referral to actuarial consultant re: life insurance policy (.2)	1.20	$370.00	$444.00
10/11/2015	JALBERT	investigate process for independent valuation of insurance policy and TC with insurance company referred that does such valuations to discuss; update from Pollutech on attendance at premises (1.0); TC insurance consultant re: valuation of policy and email of information requesting estimate for actuarial valuation (.4); review and approve billing of counsel for October (.2)	1.60	$370.00	$592.00
11/11/2015	JALBERT	review draft agreement of our counsel to O'neil's for sale of the mower in their possession; review invoice and other documents to be satisfied as to amount of their repair lien. (.3); update from counsel on discussion with BMO re: life insurance policy and review and suggest amendments to draft notice to Sarsh on policy (.3); review and complete dockets for October time draw (.1); EM exchange between debtor counsel and BMO counsel on insurance policy and further consideration of issues raised (.2)	0.90	$370.00	$333.00
12/11/2015	JALBERT	attendance and tour of premises (2.5)' follow up with Town engineer on status of report on deficiencies - LM (.1); EM exchange of counsel to Sarsh on insurance policy (.1; review relevant sections of Insurance Act (S196) (.1); review Agricorp statement rec'd in mail and forward to Trustee (.1); enquires with Pollutech and Boiler contractor re: mothballing of water systems at plant (.3); follow up with counsel on timing for appliation for vesting order (.1)	3.20	$370.00	$1,184.00
13/11/2015	JALBERT	coordination of quotes for winterizing of plant (.2); TC counsel on status of closing, winterizing of plant and insurance policy (.3); update from Pollutech and engineer on status of report of deficiencies and request by purchaser for meetings (.5); review of amended sewage work permit just issued by MOECC and provided by Pollutech (.3)	1.30	$370.00	$481.00
16/11/2015	JALBERT	attend and tour premises;	2.50	$370.00	$925.00

000204

ALBERT GELMAN

albertgelman.com - Fax: 416 504 1655 - Tel: 416 504 1650 - M5H 3G2 - Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Nov 30, 2015
Invoice No: 2046
Billing Through: Nov 30, 2015
File ID: DESIMONE-R;

Re: DeSimone Investments Limited, in Receivership

17/11/2015	JALBERT	EM and response to Pollutech on air dryer and heater for shed; forward ECA Sewage Works approval to counsel to provide to purchaser. Meeting BG to discuss status of sale and issue of site plan deficiencies; coordinate for BG to attend premises for next week ; email to counsel on closing issues in relation to site plan deficiencies	0.60	$370.00	$222.00
17/11/2015	BGELMAN	Discussion regarding agreement and site plan deficiency with Joe Albert; Coordinate inspection of premises;	0.30	$370.00	$111.00
17/11/2015	TMCELROY	Review of mail;	0.10	$285.00	$28.50
18/11/2015	TMCELROY	Review correspondence from CRA re HST account;	0.10	$285.00	$28.50
18/11/2015	JALBERT	coordinate plant visit and quote with boiler contractor for winterizing of plant; TC counsel; further letter to Cooperators for copy of life insurance policy and fax	0.30	$370.00	$111.00
19/11/2015	JALBERT	TC with independent counsel on O'Neil claim and sale of Mower and status of engineer's report on property and site plan issues; review draft email of counsel re: mower and comment; email from counsel to purchaser on status of engineer's report and site plan issues; counsel's email to purchaser on winterizing plant	0.60	$370.00	$222.00
20/11/2015	JALBERT	update from pollutech on contractor quotes for winterizing of plant and TC discuss issues from both contractors quoting (.3); LM Co-operators in response to requirement for consent to release insurance policy (.1); review quote to winterize plant (.3)	0.70	$370.00	$259.00
20/11/2015	TMCELROY	Approve disbursements (4); Draft letter to Pollutech; Approve deposit; Review of mail;	1.00	$285.00	$285.00
23/11/2015	JALBERT	Forward winterizing quote to counsel and consider if matter should be adjustment on closing; follow up with Environmental consultant on enquires and estimate re: Trailer contents	0.20	$370.00	$74.00
24/11/2015	TMCELROY	Review of historical correspondence between Receiver and counsel and various other parties; File review with Joe Albert and Bryan Gelman re discussion of plant winterization, status of engineering report re site plan agreement, status of animal hides, status of building security, review of insurance, status of sale transaction, status of environmental matters, O'Neil farm equipment liens, report to court and Receiver's six month report;	1.90	$285.00	$541.50

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Nov 30, 2015
Invoice No: 2046
Billing Through: Nov 30, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

24/11/2015	JALBERT	review estimate for disposal of contents of White Veal Trailer; respond to enquiry on status of sale by prospective buyer (.2); TC BG on tour of plant and maintenance issues (.3); EM from Pollutech on air dryer issues in pond shed (.2); meeting BG, TM and JA on overall administration, security matters, status of closing (.5)	1.20	$370.00	$444.00
24/11/2015	BGELMAN	Attend at premises re meeting with Nicole from Pollutech; conduct site inspection and building checklist; Calls with Joe Albert re same and update;	4.70	$370.00	$1,739.00
25/11/2015	JALBERT	interim 6 month BIA report and send to counsel for review prior to issuance (..7); review EM from Pollutech on air dryer for aerators and request call to discuss further (.1); draft detailed agenda for conf call with Counsel and possibly BMO (.5)	1.30	$370.00	$481.00
25/11/2015	DCHERNIAK	Bank reconciliation for trust account;	0.20	$80.00	$16.00
25/11/2015	DCHERNIAK	Bank reconciliation for October 2015;	0.10	$80.00	$8.00
25/11/2015	BGELMAN	Finalize memo and list of to-do items and email to Joe Alber re same;	0.60	$370.00	$222.00
25/11/2015	TMCELROY	Finalize receiver's six month report including its interim SRD;	0.50	$285.00	$142.50
26/11/2015	JALBERT	EM receiver's interim report to Trustee and fax to OR and service by counsel on Bart Sarsh for Debtors (.2); TC Pollutech for update on Air Dryer installation (.1); MOECC Conf Call (.5); detailed review and analysis of Norrie Engineering Report of site plan deficiencies and draft schedules for discussion with counsel (1.0: Conf call with counsel on Norrie report as well as review of Agenda of all matters (.8); follow up matters for discussion with Norrie on report and request conf call with him (.3)	2.90	$370.00	$1,073.00
26/11/2015	TMCELROY	Email to David at AB Wass re fire monitoring; Prepare summary of discussion topics for call with counsel and discussion with J. Albert re same; Conference call with J. Albert and T. Hogan;	1.40	$285.00	$399.00

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Nov 30, 2015
Invoice No: 2046
Billing Through: Nov 30, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

27/11/2015	JALBERT	follow up corresp to Co-Operators for form of consent to release policy (.1); further analysis of Norrie Engineering report in prep for call with engineer (.5); agenda and request for update call with BMO (.3); update from Pollutech on sampling of oil water separator prior to empying (.1); conf call with Norrie Engineering on report (.8); review of issues relating to gas well and TC with Pollutech to discuss further and review of searches provided by Pollutech (.6); TC Pollutech on boiler alarm and remediation on advice of contractor (.1)	2.50	$370.00	$925.00
27/11/2015	TMCELROY	Conference call with J. Albert and L. Norry re engineers report re compliance with site plan agreement;	0.70	$285.00	$199.50
30/11/2015	TMCELROY	Conference call with T. Van Klink, J. Albert, T Hogan and M. Siek re status of sale, winterizing of plant, reporting to debtor, funding of receviership, life insurance policy of Brice DeSimone and Security of the 1607 Abingdon Rd. property; Review of mail; Approve disbursement; Draft letter to FCA insurance brokers; Prepare November 2015 HST returns;	1.50	$285.00	$427.50
30/11/2015	JALBERT	prepare for and conference call with BMO and their counsel (.8); respond to Town's enquiry on status of sale (.1); review MOECC minutes of meeting (.2)	1.10	$370.00	$407.00

Total Fees:	$15,488.50
HST:	$2,013.51

Summary by Staff:

	Hours	Rate	Amount
Bryan A. Gelman (Principal)	6.20	$370.00	$2,294.00
Daphna Cherniak (Estate Administrator)	0.70	$80.00	$56.00
Joe E. Albert (Principal)	28.50	$370.00	$10,545.00
Tom McElroy (Manager)	9.10	$285.00	$2,593.50

Disbursements:

Non-Taxable Disbursements

TRAVEL: $296.40

Total Disbursements:	$296.40
Amount Due This Invoice:	$17,798.41

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

000207

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Nov 30, 2015
Invoice No: 2046
Billing Through: Nov 30, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	$15,784.90
TOTAL HST:	$2,013.51
TOTAL AMOUNT DUE:	**$17,798.41**

Payment of this account is due on receipt
HST Registration # 83741 9514 RT0001

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

ALBERT GELMAN

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Dec 31, 2015
Invoice No: 2085
Billing Through: Dec 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Professional Fees:

Date	Employee	Description	Hours	Rate	Amount
01/12/2015	JALBERT	detailed review of amended engineer's report of site plan deficiencies; email with counsel to approve distribution to purchaser; TC with Engineer on report (.6); em exchange and updates with Pollutech on issues relating to oil/water disposal (.1);	0.70	$370.00	$259.00
02/12/2015	TMCELROY	Email to Bennie Esposito re accounting records; Email to Doug Hill (prospective purchaser); Review of mail;	0.30	$285.00	$85.50
02/12/2015	JALBERT	attend at plant with Pollutech for overall tour in relation to winterizing of facility, security (2.5); review Plumbway quote for winterizing and compare to Central Boiler in detail due to pricing being significantly different (.3); review of policy details provided by Co-operators and discuss with Tom (.3); review MPAC assessment notice for 47 acres of farmland valued at $171,000 (.2)	3.30	$370.00	$1,221.00
03/12/2015	JALBERT	EM to counsel on information that purchaser is engaging a Phase I assessment and request follow up with counsel for purchaser on matter. TC with counsel on his discussions with purchaser's counsel	0.40	$370.00	$148.00
07/12/2015	JALBERT	coordinate for winterizing at plant.	0.20	$370.00	$74.00
07/12/2015	TMCELROY	Review of mail;	0.10	$285.00	$28.50
08/12/2015	JALBERT	Communication and update from winterizing contractor and Pollutech; TC Pollutech on issues in relation to contents of pits and removal of contents and further update; TC with winterizing firm; receipt of form of consent from Co-operators insurance and forward to counsel to communicate to Debtor's counsel	0.80	$370.00	$296.00
09/12/2015	JALBERT	attend at plant for meeting and tour with Pollutech and winterizing contractors (2.5); TC counsel on issues raised by purchaser pre-closing and forward counsel winterizing quote and specification for purchaser (.4)	2.90	$370.00	$1,073.00
09/12/2015	TMCELROY	Prepare and post journal entry; Approve deposit;	0.40	$285.00	$114.00
10/12/2015	JALBERT	update from Pollutech on estimate to drain pits and approve to proceed immediately; update meeting with TM on all matters (.4); review of quote of Organic Resources to remove organic materials and water from premises and approve (.4)	0.90	$370.00	$333.00

000209

ALBERT GELMAN

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Dec 31, 2015
Invoice No: 2085
Billing Through: Dec 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

10/12/2015	TMCELROY	File status review with J. Albert to discuss status of closing of APA, winterizing of plant, ongoing maintenance costs including insurance, funding of receivership, etc.; Instructions to D. Cherniak re deposit of funds; Review counsel's suggested changes and comments re report to Court; Continue drafting report to Court;	1.70	$285.00	$484.50
11/12/2015	JALBERT	EM update from Pollutech on removal of waste water overnight and quantities; update solicitor on matter; review or Work Order confirming quantities removed and calculate estimated total cost on quantities	0.30	$370.00	$111.00
13/12/2015	JALBERT	EM to purchaser's counsel on estimated $15,000 to winterize plant and request for adjustment in favour of Receiver.	0.20	$370.00	$74.00
14/12/2015	JALBERT	update from contractors on status of winterizing; review quarterly sampling report of Pollutech and forward to solicitor to provide to purchaser	0.40	$370.00	$148.00
14/12/2015	TMCELROY	Draft report to Court;	0.60	$285.00	$171.00
15/12/2015	JALBERT	approve and pay Central Boiler Works winterizing invoice; update from Pollutech on plant and pond monitoring (.2)' TC with Trustee to update on status of all matters (.3)	0.50	$370.00	$185.00
15/12/2015	TMCELROY	Call with R. Biehler re status of reseivership;	0.20	$285.00	$57.00
16/12/2015	JALBERT	update with counsel on closing and related issues; forward winterizing costs and MOECC transfer information for purchaser; provide details of winterizing costs to counsel for discussion with purchaser. (.8); detailed review of Norrie and Pollutech invoices for consulting report on site plan, deficiencies etc (including natural gas well issues) and approve for payment (.2); review approve payment to Aqua Flush for winterizing (.1); consider allocation of purchaser price proposed by purchaser and compare to financial statements and tax returns to consider reasonableness and any potential tax implications (.3)	1.40	$370.00	$518.00
16/12/2015	TMCELROY	Discussions with J. Albert re allocation of sales proceeds between land and building for tax purposes;	0.20	$285.00	$57.00
17/12/2015	TMCELROY	Draft report to Court;	2.80	$285.00	$798.00
17/12/2015	JALBERT	review/approve Organic Resource invoice for payment and update winterizing schedule for counsel to request adjustment with purchaser	0.20	$370.00	$74.00

000210

ALBERT GELMAN

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Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Dec 31, 2015
Invoice No: 2085
Billing Through: Dec 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

18/12/2015	TMCELROY	Review of mail; Approve disbursements (4); Draft letter to Polutech; Draft ltr to Organic Resources; Draft ltr to Pollutech; Instructions to Daphna Cherniak re banking; Draft report to Court; Conference call with T. Hogan and J. Albert re APS closing matters;	1.90	$285.00	$541.50
18/12/2015	JALBERT	meeting Pollutech at plant and tour to review winterizing, security etc. (2.0); TC counsel and purchaser's counsel on potential adjustment issues and provide further info on MOECC and CFIA (.5)	2.50	$370.00	$925.00
21/12/2015	JALBERT	TC Pollutech on winterizing issues including floor drain issues that appear to be arising from roof top drains and follow up EM on matter and discuss with counsel in relation to closing (.9); work on report to Court with TM (.8); TC Norrie Engineering on meeting at plant to review heating and winterizing issues (.1); Review of corresp on amended agreement of sale for execution (.3); review of MOECC orders provided to purchaser to ensure consistency with those provided through sales process (2)	2.20	$370.00	$814.00
21/12/2015	TMCELROY	Draft report to Court and discussions with J. Albert re same;	3.30	$285.00	$940.50
22/12/2015	JALBERT	TC Counsel on closing issues.	0.30	$370.00	$111.00
22/12/2015	TMCELROY	Approve disbursement;	0.10	$285.00	$28.50
23/12/2015	JALBERT	EMs with Pollutech on meetings at plant with contractors and purchaser on winterizing issues (.3); review and execute APS and forward to counsel (.3); update VM to BMO on closing; further discussions with Pollutech and Winterizing contractor re: need to purchaser new sump pumps and approve (.3); EM from GE that they are abandoning the equipment they have loaned over (.1)	1.00	$370.00	$370.00
30/12/2015	JALBERT	follow up with Pollutech on deadline for annual report filing; approve and coordinate removal of tractor with purchaser	0.20	$370.00	$74.00
31/12/2015	JALBERT	consider requirement for completion and filing of annual report for 2015 required under MOECC license and follow up with Pollutech for quote (.1); attendance Jan 1 at facility for security mechanical tour	2.60	$370.00	$962.00

Total Fees:	$11,076.00
HST:	$1,439.88

000211

ALBERT GELMAN

Invoice

DeSimone Investments Limited, in Receivership
c/o Albert Gelman Inc.
100 Simcoe St. Suite 125
Toronto, ON M5H 3G2

Invoice Date: Dec 31, 2015
Invoice No: 2085
Billing Through: Dec 31, 2015
File ID: DESIMONE-R:

Re: DeSimone Investments Limited, in Receivership

Summary by Staff:

		Hours	Rate	Amount
Joe E. Albert	(Principal)	21.00	$370.00	$7,770.00
Tom McElroy	(Manager)	11.60	$285.00	$3,306.00

Disbursements:

Non-Taxable Disbursements

TRAVEL:	$296.40

Taxable Disbursements

PHOTOCOPIES:	$0.50
POSTAGE:	$0.77
Total Disbursements:	$297.67
HST:	$0.17
Amount Due This Invoice:	$12,813.72

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	$11,373.67
TOTAL HST:	$1,440.05
TOTAL AMOUNT DUE:	**$12,813.72**

Payment of this account is due on receipt
HST Registration # 83741 9514 RT0001

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

APPENDIX S

Court File No. 35-1799420T

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY

BETWEEN:

BANK OF MONTREAL

Applicant

- and -

ABINGDON MEAT PACKERS LIMITED and DESIMONE INVESTMENTS LIMITED

Respondents

AFFIDAVIT OF LAUREN LEE
(Sworn January 12, 2016)

I, **LAUREN LEE**, of the City of London, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a solicitor qualified to practice law in the Province of Ontario and I am a lawyer with Harrison Pensa LLP, who acts as counsel for Albert Gelman Inc. ("**AGI**") as Receiver of Abingdon Meat Packers ("**AMPL**") Limited and DeSimone Investments Limited ("**DIL**") (collectively the "**Debtors**") (the "**Receiver**") in the within proceeding and as such I have knowledge of the matters to which I hereinafter depose except for those matters based expressly upon information and belief.
2. Attached hereto and marked as Exhibit "A" is a summary of the time incurred by professionals at Harrison Pensa LLP, the hourly rate and fees associated with such and disbursements for the period of June 23, 2015 to August 6, 2015.

3. Attached hereto and marked as Exhibit "B" are particulars of time spent by professionals at Harrison Pensa LLP in connection with this matter for the period of June 23, 2015 to August 6, 2015 and an account statement detailing the services provided dated August 11, 2015.

4. Attached hereto and marked as Exhibit "C" is a summary of the time incurred by professionals at Harrison Pensa LLP, the hourly rate and fees associated with such and disbursements for the period of August 7, 2015 to September 30, 2015.

5. Attached hereto and marked as Exhibit "D" are particulars of time spent by professionals at Harrison Pensa LLP in connection with this matter for the period of August 7, 2015 to September 30, 2015 and an account statement detailing the services provided dated October 6, 2015.

6. Attached hereto and marked as Exhibit "E" is a summary of the time incurred by professionals at Harrison Pensa LLP, the hourly rate and fees associated with such and disbursements for the period of October 1, 2015 to November 2, 2015.

7. Attached hereto and marked as Exhibit "F" are particulars of time spent by professionals at Harrison Pensa LLP in connection with this matter for the period of October 1, 2015 to November 2, 2015 and an account statement detailing the services provided dated November 4, 2015.

8. Attached hereto and marked as Exhibit "G" is a summary of the time incurred by professionals at Harrison Pensa LLP, the hourly rate and fees associated with such and disbursements for the period of November 3, 2015 to December 30, 2015.

9. Attached hereto and marked as Exhibit "H" are particulars of time spent by professionals at Harrison Pensa LLP in connection with this matter for the period of November 3, 2015 to December 30, 2015 and an account statement detailing the services provided dated January 6, 2016.

10. The hourly billing rates set out in the Exhibits are comparable to the hourly rates charged by Harrison Pensa LLP for services rendered in relation to similar proceedings.

11. The fees and disbursements of Harrison Pensa in this matter are as follows:

   a. June 23, 2015 to August 6, 2015 - $11,505.49

   b. August 7, 2015 to September 30, 2015- $11,920.70

   c. October 1, 2015 to November 2, 2015 - $8,971.39

   d. November 3, 2015 to December 30, 2015 - $10,805.80

   e. Total $43,203.38

12. The weighted average hourly rate charged by professionals at Harrison Pensa is $408.87.

13. I make this Affidavit in support of among other things, approval of fees and disbursements of the counsel for the Receiver.

SWORN BEFORE ME at the City of London, in the Province of Ontario this 12th day of January, 2016.	))))	
A Commissioner, etc.	)))	**LAUREN LEE**

Court File No. 35-1799420T

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY

BETWEEN:

BANK OF MONTREAL

Applicant

- and -

ABINGDON MEAT PACKERS LIMITED and DESIMONE INVESTMENTS LIMITED

Respondents

EXHIBITS

TABS "A" TO "H" ARE THE
EXHIBITS TO THE AFFIDAVIT OF
LAUREN LEE
SWORN THIS 12th DAY OF JANUARY, 2016

A Commissioner for taking Affidavits

EXHIBIT A

(From June 23, 2015 to August 6, 2015)

	NAME	YEAR OF CALL	ACTUAL HOURS	HOURLY RATE	TOTAL
Partners	Timothy C. Hogan	1995	11.9	$450.00	$5,355.00
	Michael Cassone	2002	5.9	$345.00	$2,035.50
Associates	Melinda Vine	2007	1.3	$295.00	$383.50
	Michael Mumby	2008	2.8	$285.00	$798.00
	Lauren Lee	2014	2.8	$175.00	$490.00
Clerks/ Articling Students	Kelly Bryant		0.8	$140.00	$112.00
	Colin Campbell		0.3	$100.00	$30.00
TOTAL FEES					**$9,204.00**
HST ON FEES					**$1,196.52**
TOTAL TAXABLE DISBURSEMENTS					**$933.60**
TOTAL NON TAXABLE DISBURSEMENTS					**$50.00**
HST DISBURSEMENTS					**$121.37**
TOTAL FEES, DISBURSEMENTS AND HST					**$11,505.49**

EXHIBIT B

HARRISON PENSA
450 Talbot Street
P.O. Box 3237
LONDON ON N6A 4K3

Telephone: (519) 679 9660
Facsimile: (519) 667 3362

Albert Gelman Inc.

August 11, 2015
Invoice #: 153959

File #: 162431/Timothy C. Hogan
RE: Abingdon Meat Packers Ltd.

TO ALL PROFESSIONAL SERVICES RENDERED in connection with the above-noted matter, including:

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
23-Jun-15	To fee affidavit;	.80	$236.00	MVI
24-Jun-15	To finalize affidavit;	.20	$59.00	MVI
24-Jun-15	Review APS amendments and e-mail to Receiver	.70	$315.00	TCH
24-Jun-15	To correspondence and to amendments to documentation; To circulate documentation to J. Albert, T. McElroy and T. Hogan	1.40	$399.00	MMU
26-Jun-15	To email Albert Gelman Inc. re: Affidavit of Lauren Lee; to Affidavit of Lauren Lee	.20	$28.00	KBU
26-Jun-15	E-mail to client	.20	$90.00	TCH
29-Jun-15	E-mail from client	.20	$90.00	TCH
29-Jun-15	Review report, various e-mails, review APS, Terms and conditions and service list	1.00	$450.00	TCH
29-Jun-15	To review correspondence; To final amendments to purchase agreement	.40	$114.00	MMU
30-Jun-15	To Motion Record;	.30	$88.50	MVI
30-Jun-15	To email to Miller Thomson;	.20	$90.00	TCH
6-Jul-15	To amend documents; To correspondence with J. Albert and T. Hogan	.40	$114.00	MMU
8-Jul-15	E-mail to client re: minute book access	.20	$90.00	TCH
8-Jul-15	E-mails re APS	.20	$90.00	TCH
10-Jul-15	Various e-mails as between counsel	.20	$90.00	TCH
10-Jul-15	To review of file	.10	$14.00	KBU
13-Jul-15	E-mail to client	.20	$90.00	TCH

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
15-Jul-15	To review motion record and draft statement of law; to draft order	1.30	$227.50	LAL
15-Jul-15	Prepare for motion	.40	$180.00	TCH
15-Jul-15	To motion confirmation; to review file; to service list	.30	$42.00	KBU
15-Jul-15	Review statement of law	.40	$180.00	TCH
15-Jul-15	Draft order	.40	$180.00	TCH
15-Jul-15	Call with Sarsh	.20	$90.00	TCH
15-Jul-15	File motion confirmation form	.20	$90.00	TCH
15-Jul-15	To motion confirmation; to service of materials to list	.30	$52.50	LAL
16-Jul-15	E-mail to client, call to BMO counsel	.40	$180.00	TCH
16-Jul-15	To book of authorities and other motion materials	1.20	$210.00	LAL
17-Jul-15	To email trial coordinator; to review file	.20	$28.00	KBU
17-Jul-15	E-mail from GE	.20	$90.00	TCH
17-Jul-15	E-mail to client	.20	$90.00	TCH
20-Jul-15	Review corporate authority issue and e-mail to client	.20	$90.00	TCH
20-Jul-15	E-mail to client	.20	$90.00	TCH
20-Jul-15	Call with client	.30	$135.00	TCH
20-Jul-15	Review of motion record. Call to client.	1.10	$379.50	MEC
20-Jul-15	E-mail from client	.20	$90.00	TCH
20-Jul-15	To review resolutions; To correspondence with J. Albert regarding resolutions purporting to make P. McGaffey president and CEO of each debtor	.40	$114.00	MMU
21-Jul-15	E-mail from BMO counsel	.20	$90.00	TCH
21-Jul-15	Review GE Claim	.40	$180.00	TCH
21-Jul-15	Review of statement of law and book of authorities. Prepare submissions. Attend motions court.	4.60	$1,587.00	MEC
21-Jul-15	Call from Justice Rady's chambers. Correspondence to client.	.20	$69.00	MEC
22-Jul-15	E-mail from client	.20	$90.00	TCH
22-Jul-15	Review and amend NDA and e-mail to client	.50	$225.00	TCH
22-Jul-15	Review and amend teaser and e-mail to client	.40	$180.00	TCH
23-Jul-15	Call with client and amend NDA	.50	$225.00	TCH
27-Jul-15	E-mail to client	.20	$90.00	TCH
27-Jul-15	E-mail to client - e-mail from client, review and respond	.40	$180.00	TCH
27-Jul-15	Retrieving documents (endorsement) from court house	.30	$30.00	COC

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
28-Jul-15	Call with counsel for borrowers	.20	$90.00	TCH
28-Jul-15	Review and amend CIM and agreement and e-mail to client	1.00	$450.00	TCH
28-Jul-15	To review amendments to agreement	.20	$57.00	MMU
29-Jul-15	E-mail to client	.20	$90.00	TCH
4-Aug-15	E-mail from client and call to client	.40	$180.00	TCH
5-Aug-15	E-mail to client	.20	$90.00	TCH
6-Aug-15	E-mail from receiver	.20	$90.00	TCH
6-Aug-15	Review CNH security and e-mail to client	.50	$225.00	TCH

Total Fees:	$ 9,204.00	
Plus GST:	0.00	
Plus HST:	1,196.52	
Total Fees (INCL TAX)		**$ 10,400.52**

FEE SUMMARY:

LAWYER	HOURS	RATE	AMOUNT
Michael Cassone	5.90	$345.00	$2,035.50
Timothy C. Hogan	11.90	$450.00	$5,355.00
Lauren Lee	2.80	$175.00	$490.00
Michael Mumby	2.80	$285.00	$798.00
Melinda Vine	1.30	$295.00	$383.50
Kelly Bryant	.80	$140.00	$112.00
Campbell Colin	.30	$100.00	$30.00

NON-TAXABLE DISBURSEMENTS

File Motion Record	$50.00
Total Non-Taxable Disbursements:	50.00

TAXABLE DISBURSEMENTS

Court Filings (Wilson's)	14.00
Litigation Court Form Fee	65.00
Teranet Search	68.00
Courier	160.90
B&W Photocopies	323.50
Long Distance Charges	7.20
Subsearch Fee	35.00
Tax Certificate Search	30.00
Zoning Certificate	170.00
Title Services	60.00
Total Taxable Disbursements:	$ 933.60
Plus GST:	0.00

Plus HST:	121.37	
Total Disbursements (INCL TAX)		**$ 1,104.97**

TOTAL DUE & OWING	**$ 11,505.49**

THIS IS OUR ACCOUNT HEREIN

HARRISON PENSA LLP

Per:______________________________
Timothy C. Hogan

E. & O.E.

000222

EXHIBIT C

(August 7, 2015 to September 30, 2015)

	NAME	YEAR OF CALL	ACTUAL HOURS	HOURLY RATE	TOTAL
Partners	Timothy C. Hogan	1995	20.0	$450.00	$9,000.00
	Michael Cassone	2002	1.8	$345.00	$621.00
Associates	Michael Mumby	2008	0.8	$285.00	$228.00
	Lauren Lee	2014	1.2	$175.00	$210.00
Clerks/ Articling Students	Kelly Bryant		0.2	$140.00	$28.00
	Aparna Bhushan		0.5	$100.00	$50.00
TOTAL FEES					**$10,137.00**
HST ON FEES					**$1,317.81**
TOTAL TAXABLE DISBURSEMENTS					**$412.29**
TOTAL NON TAXABLE DISBURSEMENTS					**$0.00**
HST DISBURSEMENTS					**$53.60**
TOTAL FEES, DISBURSEMENTS AND HST					**$11,920.70**

EXHIBIT D

HP
HARRISON PENSA
450 Talbot Street
P.O. Box 3237
LONDON ON N6A 4K3

Telephone: (519) 679 9660
Facsimile: (519) 667 3362

Albert Gelman Inc.

October 6, 2015
Invoice #: 155251

File #: 162431/Timothy C. Hogan
RE: Abingdon Meat Packers Ltd.

TO ALL PROFESSIONAL SERVICES RENDERED in connection with the above-noted matter, including:

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
7-Aug-15	E-mail from client	.20	$90.00	TCH
11-Aug-15	E-mail from client	.20	$90.00	TCH
11-Aug-15	To correspondence to T. McElroy	.20	$57.00	MMU
12-Aug-15	To prepare CNH undertaking; To correspondence with J. Albert and T. McInroy	.60	$171.00	MMU
20-Aug-15	E-mail to client/review site plan agreement/tax certificate	.40	$180.00	TCH
21-Aug-15	E-mail to client	.20	$90.00	TCH
28-Aug-15	E-mail from receiver	.20	$90.00	TCH
28-Aug-15	E-mail from client	.20	$90.00	TCH
28-Aug-15	To email re: security	.20	$28.00	KBU
31-Aug-15	Call with AGI	.40	$180.00	TCH
8-Sep-15	E-mail from client	.20	$90.00	TCH
9-Sep-15	Review McGaffey issues	.40	$180.00	TCH
9-Sep-15	Call with client	.40	$180.00	TCH
9-Sep-15	Letter to McGaffey	.40	$180.00	TCH
9-Sep-15	E-mail to Sarsh re Sale Process	.20	$90.00	TCH
9-Sep-15	Call to BMO lawyer	.20	$90.00	TCH
9-Sep-15	E-mail to client	.20	$90.00	TCH
9-Sep-15	Review letter from BMO lawyer and e-mail to BMO Lawyer	.40	$180.00	TCH
10-Sep-15	E-mail to client	.20	$90.00	TCH
10-Sep-15	E-mail to McGaffey	.20	$90.00	TCH

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
11-Sep-15	E-mail from client	.20	$90.00	TCH
11-Sep-15	Letter from Sarsh	.20	$90.00	TCH
12-Sep-15	E-mail to client	.20	$90.00	TCH
14-Sep-15	E-mail from Sarsh	.20	$90.00	TCH
14-Sep-15	E-mail from BMO counsel	.20	$90.00	TCH
14-Sep-15	Call with client	.20	$90.00	TCH
15-Sep-15	Call with Sarsh	.30	$135.00	TCH
15-Sep-15	Call with client	.20	$90.00	TCH
15-Sep-15	E-mail from client	.20	$90.00	TCH
15-Sep-15	E-mail from BMO counsel re Baksh offer	.20	$90.00	TCH
16-Sep-15	E-mails from BMO counsel	.20	$90.00	TCH
16-Sep-15	Call with client	.20	$90.00	TCH
16-Sep-15	Review of zoning report. Call to Township.	.30	$103.50	MEC
17-Sep-15	E-mail to client	.20	$90.00	TCH
17-Sep-15	Call to Yacheti	.20	$90.00	TCH
17-Sep-15	Call with Receiver	.50	$225.00	TCH
17-Sep-15	E-mail from client	.20	$90.00	TCH
18-Sep-15	Call with client	.20	$90.00	TCH
18-Sep-15	Call with client and BMO	.50	$225.00	TCH
18-Sep-15	E-mail to Sarsh re access to premises	.20	$90.00	TCH
18-Sep-15	Call from and to Township.	.40	$138.00	MEC
18-Sep-15	Calls with receiver	.50	$225.00	TCH
18-Sep-15	E-mail to Sarsh	.20	$90.00	TCH
21-Sep-15	E-mail with client	.20	$90.00	TCH
21-Sep-15	Call with client and Bank	.20	$90.00	TCH
21-Sep-15	Call with client	.20	$90.00	TCH
21-Sep-15	E-mail to Receiver	.20	$90.00	TCH
21-Sep-15	E-mail to client	.20	$90.00	TCH
22-Sep-15	E-mail from Sarsh and call with client and e-mail to Sarsh	.40	$180.00	TCH
22-Sep-15	Review issue of confidential report and e-mail to Sarsh	.20	$90.00	TCH
22-Sep-15	Correspondence from Township. Review of site plan agreement. Mem to file	.70	$241.50	MEC
23-Sep-15	Review White Veal correspondence	.20	$90.00	TCH
23-Sep-15	Call to client re White Veal	.20	$90.00	TCH

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
23-Sep-15	Call with client	.20	$90.00	TCH
23-Sep-15	Draft letter to White Veal	.40	$180.00	TCH
23-Sep-15	Review confidentiality issue, call from client, call to counsel for BMO	.40	$180.00	TCH
23-Sep-15	Meet with counsel for debtors	.30	$135.00	TCH
23-Sep-15	Report to client	.30	$135.00	TCH
24-Sep-15	E-mail to BMO counsel	.20	$90.00	TCH
24-Sep-15	E-mails with counsel	.20	$90.00	TCH
24-Sep-15	E-mail to Sarsh re confidential information	.20	$90.00	TCH
24-Sep-15	E-mail to Sarsh re monitors	.20	$90.00	TCH
24-Sep-15	Call with client	.20	$90.00	TCH
24-Sep-15	Call from client	.20	$90.00	TCH
24-Sep-15	E-mail to client re deposit	.20	$90.00	TCH
25-Sep-15	Correspondence from and to client.	.10	$34.50	MEC
25-Sep-15	To draft of confidentiality undertaking;	.50	$50.00	ABH
28-Sep-15	Call from client. Call to Engineer.	.30	$103.50	MEC
28-Sep-15	Call with client re site plan agreement	.30	$135.00	TCH
28-Sep-15	Draft confidentiality undertaking	.60	$270.00	TCH
28-Sep-15	Draft notice of motion	2.20	$990.00	TCH
28-Sep-15	E-mail from Sarsh and client	.20	$90.00	TCH
29-Sep-15	Draft orders	.40	$180.00	TCH
29-Sep-15	Review agreement and e-mail to client	.20	$90.00	TCH
29-Sep-15	Call with client	.20	$90.00	TCH
29-Sep-15	E-mail to Sarsh	.20	$90.00	TCH
29-Sep-15	To draft Order and Ancillary Order	1.00	$175.00	LAL
30-Sep-15	To Orders and Notice of Motion	.20	$35.00	LAL
30-Sep-15	Review orders	.50	$225.00	TCH
30-Sep-15	E-mail form client	.20	$90.00	TCH
30-Sep-15	E-mail to client	.20	$90.00	TCH

Total Fees:	$ 10,137.00		
Plus GST:	0.00		
Plus HST:	1,317.81		
Total Fees (INCL TAX)			**$ 11,454.81**

FEE SUMMARY:

LAWYER	HOURS	RATE	AMOUNT
Michael Cassone	1.80	$345.00	$621.00
Timothy C. Hogan	20.00	$450.00	$9,000.00
Lauren Lee	1.20	$175.00	$210.00
Michael Mumby	.80	$285.00	$228.00
Kelly Bryant	.20	$140.00	$28.00
Aparna Bhushan	.50	$100.00	$50.00

TAXABLE DISBURSEMENTS

Teranet Search		22.00	
Register Mail		9.77	
B&W Photocopies		29.75	
Long Distance Charges		18.00	
Postage		0.77	
Westlaw		147.00	
Search Fee		75.00	
Title Services		110.00	
Total Taxable Disbursements:	$	412.29	
Plus GST:		0.00	
Plus HST:		53.60	
Total Disbursements (INCL TAX)			**$ 465.89**

TOTAL DUE & OWING **$ 11,920.70**

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HARRISON PENSA *LLP*

Per:____________________
Timothy C. Hogan

E. & O.E.

EXHIBIT E

(October 1, 2015 to November 2, 2015)

	NAME	YEAR OF CALL	ACTUAL HOURS	HOURLY RATE	TOTAL
Partners	Timothy C. Hogan	1995	14.8	$450.00	$6,600.00
	Timothy C. Hogan	1995	1.2	$425.00	$510.00
	Michael Cassone	2002	1.8	$345.00	$586.00
TOTAL FEES					**$7,756.50**
HST ON FEES					**$1,008.35**
TOTAL TAXABLE DISBURSEMENTS					**$175.70**
TOTAL NON TAXABLE DISBURSEMENTS					**$8.00**
HST DISBURSEMENTS					**$22.84**
TOTAL FEES, DISBURSEMENTS AND HST					**$8,971.39**

EXHIBIT F

HP

HARRISON PENSA

450 Talbot Street
P.O. Box 3237
LONDON ON N6A 4K3

Telephone: (519) 679 9660
Facsimile: (519) 667 3362

Albert Gelman Inc.

November 4, 2015
Invoice #: 156167

File #: 162431/Timothy C. Hogan
RE: Abingdon Meat Packers Ltd.

TO ALL PROFESSIONAL SERVICES RENDERED in connection with the above-noted matter, including:

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
1-Oct-15	Call with client	1.00	$425.00	TCH
1-Oct-15	Review CIM	.20	$85.00	TCH
2-Oct-15	Call to client	.20	$90.00	TCH
2-Oct-15	Call from and to Norrie Engineering. Correspondence to Lyle Norrie.	.40	$138.00	MEC
5-Oct-15	Review of title search. Draft and edit of schedules to reference discharges and permitted encumbrances.	.60	$207.00	MEC
5-Oct-15	Review amended order	.20	$90.00	TCH
5-Oct-15	E-mails from client re transaction and white veal	.20	$90.00	TCH
5-Oct-15	E-mail to client	.20	$90.00	TCH
5-Oct-15	Call with receiver	.20	$90.00	TCH
6-Oct-15	Draft e-mail on White Veal	.20	$90.00	TCH
6-Oct-15	E-mail to White Veal	.20	$90.00	TCH
7-Oct-15	E-mail from White Veal	.20	$90.00	TCH
7-Oct-15	E-mail to White Veal	.20	$90.00	TCH
8-Oct-15	E-mail to client re White Veal	.20	$90.00	TCH
9-Oct-15	E-mail from White Veal	.20	$90.00	TCH
13-Oct-15	E-mail form client	.20	$90.00	TCH
13-Oct-15	Call with client	.20	$90.00	TCH
14-Oct-15	Memo to file re discussion with engineer.	.20	$69.00	MEC
14-Oct-15	E-mail from client/review RSLA	.40	$180.00	TCH
14-Oct-15	Review APS, letter from Sarsh, e-mails from client, report to client	.80	$360.00	TCH

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
16-Oct-15	Call to counsel for purchaser	.20	$90.00	TCH
16-Oct-15	Call to engineer. Correspondence to engineer.	.30	$103.50	MEC
16-Oct-15	Call with counsel	.20	$90.00	TCH
19-Oct-15	Call from engineer. Correspondence to client.	.20	$69.00	MEC
19-Oct-15	E-mail to client re RSLA	.20	$90.00	TCH
19-Oct-15	Call/e-mail to purchaser's counsel	.20	$90.00	TCH
20-Oct-15	Call with counsel for the purchaser	.20	$90.00	TCH
20-Oct-15	Call with client	.20	$90.00	TCH
20-Oct-15	E-mail to client on RSLA	.20	$90.00	TCH
20-Oct-15	E-mail re RSLA to O'Neil	.20	$90.00	TCH
20-Oct-15	E-mail to counsel for purchaser	.20	$90.00	TCH
21-Oct-15	Amend confidentiality agreement	.20	$90.00	TCH
21-Oct-15	E-mail to Sarsh	.20	$90.00	TCH
21-Oct-15	Call with client, various e-mails with client, amend report	2.40	$1,080.00	TCH
22-Oct-15	Amend notice of motion and order	.50	$225.00	TCH
23-Oct-15	E-mail to Bank counsel	.20	$90.00	TCH
27-Oct-15	E-mail to purchaser's counsel	.20	$90.00	TCH
27-Oct-15	Call with purchasers lawyer	.50	$225.00	TCH
27-Oct-15	Amend report	2.00	$900.00	TCH
27-Oct-15	E-mail to client	.20	$90.00	TCH
27-Oct-15	E-mail re RSLA	.20	$90.00	TCH
28-Oct-15	Conference call with client	1.00	$450.00	TCH
28-Oct-15	Review CIM	.20	$90.00	TCH
28-Oct-15	E-mail from and to O'Neil re RSLA and review invoices	.20	$90.00	TCH
29-Oct-15	Amend APS	.40	$180.00	TCH
29-Oct-15	E-mail to client	.20	$90.00	TCH
29-Oct-15	E-mail to purchaser's counsel	.20	$90.00	TCH
29-Oct-15	Call from counsel	.20	$90.00	TCH
2-Nov-15	Call to Ali	.20	$90.00	TCH

Total Fees:	$ 7,756.50		
Plus GST:	0.00		
Plus HST:	1,008.35		
Total Fees (INCL TAX)			**$ 8,764.85**

FEE SUMMARY:

LAWYER	HOURS	RATE	AMOUNT
Michael Cassone	1.70	$345.00	$586.50
Timothy C. Hogan	14.80	$450.00	$6,660.00
Timothy C. Hogan	1.20	$425.00	$510.00

NON-TAXABLE DISBURSEMENTS

Government Filing Fees		$8.00
Total Non-Taxable Disbursements:		8.00

TAXABLE DISBURSEMENTS

Teranet Writs		14.00	
B&W Photocopies		50.50	
Long Distance Charges		11.20	
Subsearch Fee		100.00	
Total Taxable Disbursements:	$	175.70	
Plus GST:		0.00	
Plus HST:		22.84	
Total Disbursements (INCL TAX)			**$ 206.54**

TOTAL DUE & OWING **$ 8,971.39**

THIS IS OUR ACCOUNT HEREIN

HARRISON PENSA LLP

Per:____________________
Timothy C. Hogan

E. & O.E.

000233

EXHIBIT G

(November 3, 2015 to December 30, 2015)

	NAME	YEAR OF CALL	ACTUAL HOURS	HOURLY RATE	TOTAL
Partners	Timothy C. Hogan	1995	18.9	$450.00	$9,000.00
	Michael Cassone	2002	0.7	$345.00	$621.00
Associates	Melinda Vine	2007	0.2	$295.00	$228.00
Clerks/ Articling Students	Kelly Bryant		0.2	$140.00	$28.00
TOTAL FEES					**$9,295.50**
HST ON FEES					**$1,208.42**
TOTAL TAXABLE DISBURSEMENTS					**$267.15**
TOTAL NON TAXABLE DISBURSEMENTS					**$0.00**
HST DISBURSEMENTS					**$34.73**
TOTAL FEES, DISBURSEMENTS AND HST					**$10,805.80**

EXHIBIT H

HP

HARRISON PENSA
450 Talbot Street
P.O. Box 3237
LONDON ON N6A 4K3

Telephone: (519) 679 9660
Facsimile: (519) 667 3362

Albert Gelman Inc.

January 6, 2016
Invoice #: 157688

File #: 162431/Timothy C. Hogan
RE: Abingdon Meat Packers Ltd.

TO ALL PROFESSIONAL SERVICES RENDERED in connection with the above-noted matter, including:

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
3-Nov-15	Call with counsel for purchaser	.40	$180.00	TCH
3-Nov-15	Conference with counsel for the purchaser.	.20	$69.00	MEC
4-Nov-15	To review file; to Order Approval and Vesting Order; to ppsa searches	.90	$126.00	KBU
4-Nov-15	E-mail re RSLA and e-mail form client	.40	$180.00	TCH
4-Nov-15	Call with client	.50	$225.00	TCH
9-Nov-15	Letter from Sarsh	.20	$90.00	TCH
9-Nov-15	Call with client	.60	$270.00	TCH
11-Nov-15	E-mail re RSLA	.40	$180.00	TCH
11-Nov-15	Call to counsel to BMO	.20	$90.00	TCH
11-Nov-15	E-mail to client re life insurance policy	.30	$135.00	TCH
11-Nov-15	Amend confidentiality undertaking and e-mail to counsel for Bicce DeSimone	.40	$180.00	TCH
11-Nov-15	Call with client	.20	$90.00	TCH
11-Nov-15	Draft release on stun guns	.50	$225.00	TCH
11-Nov-15	To Release; to review of court materials and file	1.40	$196.00	KBU
11-Nov-15	E-mail from Sarsh	.20	$90.00	TCH
12-Nov-15	E-mail to Sarsh	.20	$90.00	TCH
12-Nov-15	To Release; to review of file; to email Tony Van Klink	.60	$84.00	KBU
12-Nov-15	E-mail from client	.20	$90.00	TCH
13-Nov-15	Call with receiver	.30	$135.00	TCH
13-Nov-15	E-mail to Sarsh	.20	$90.00	TCH

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
13-Nov-15	E-mail to Ali	.20	$90.00	TCH
13-Nov-15	Call with client	.20	$90.00	TCH
13-Nov-15	E-mail to Sarsh	.20	$90.00	TCH
18-Nov-15	To review file	.10	$14.00	KBU
19-Nov-15	Call with trustee	.40	$180.00	TCH
19-Nov-15	E-mail to purchaser's counsel	.20	$90.00	TCH
19-Nov-15	E-mail to client re RSLA	.20	$90.00	TCH
19-Nov-15	E-mail from and to Ali re winterization	.20	$90.00	TCH
23-Nov-15	E-mail from client	.20	$90.00	TCH
25-Nov-15	E-mail to client	.20	$90.00	TCH
26-Nov-15	E-mail to Sarsh	.20	$90.00	TCH
26-Nov-15	Call with client	.70	$315.00	TCH
27-Nov-15	Review engineers report and e-mail to client	.50	$225.00	TCH
30-Nov-15	E-mail to Sarsh	.20	$90.00	TCH
30-Nov-15	E-mails and review title issues	.40	$180.00	TCH
30-Nov-15	E-mail to counsel Sarsh and counsel to Bice	.20	$90.00	TCH
30-Nov-15	Call with Bank and AGI	.60	$270.00	TCH
30-Nov-15	Review of subsearch. Conference with conveyancer re gas lease.	.50	$172.50	MEC
30-Nov-15	To Release	.30	$42.00	KBU
1-Dec-15	E-mail from client	.20	$90.00	TCH
1-Dec-15	To Release	.20	$28.00	KBU
1-Dec-15	Review engineer report and e-mail to client, review MOECC report, e-mail to Purchasers counsel	.60	$270.00	TCH
3-Dec-15	Call from counsel for purchaser	.30	$135.00	TCH
3-Dec-15	E-mail/call with client	.20	$90.00	TCH
8-Dec-15	Call with purchasers counsel	.70	$315.00	TCH
9-Dec-15	E-mail to Sarsh	.20	$90.00	TCH
9-Dec-15	Call with receiver	.30	$135.00	TCH
10-Dec-15	Call with purchasers counsel	.20	$90.00	TCH
11-Dec-15	Review and amend APS, AVO and e-mail to Bond	1.50	$675.00	TCH
13-Dec-15	E-mails from client and draft e-mail to purchaser	.40	$180.00	TCH
16-Dec-15	Call with purchaser	.30	$135.00	TCH
16-Dec-15	Call with client	.20	$90.00	TCH

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
16-Dec-15	E-mail to counsel re: winterizing	.20	$90.00	TCH
18-Dec-15	Call from purchaser counsel	.20	$90.00	TCH
18-Dec-15	Calls with Bond and client	.80	$360.00	TCH
20-Dec-15	To finalize Agreement of Purchase and Sale; and letter to Bourassa;	1.00	$450.00	TCH
21-Dec-15	Call with receiver	.20	$90.00	TCH
22-Dec-15	Call from Bond and call to client	.40	$180.00	TCH
22-Dec-15	Call with client	.20	$90.00	TCH
22-Dec-15	Amend agreement, amend letter, e-mail to Bond	.40	$180.00	TCH
23-Dec-15	Call from purchaser's counsel	.20	$90.00	TCH
23-Dec-15	E-mail from purchaser's counsel	.20	$90.00	TCH
30-Dec-15	To correspondence with Bond;	.20	$59.00	MVI

Total Fees:	$ 9,295.50		
Plus GST:	0.00		
Plus HST:	1,208.42		
Total Fees (INCL TAX)		$	**10,503.92**

TAXABLE DISBURSEMENTS

Teranet Search	85.95		
B&W Photocopies	148.00		
Long Distance Charges	33.20		
Total Taxable Disbursements:	$ 267.15		
Plus GST:	0.00		
Plus HST:	34.73		
Total Disbursements (INCL TAX)		$	**301.88**

TOTAL DUE & OWING $ **10,805.80**

THIS IS OUR ACCOUNT HEREIN

HARRISON PENSA LLP

Per:________________________
Timothy C. Hogan

E. & O.E.

Court File No. 35-1799420T

BANK OF MONTREAL
Applicant

- and -

ABINGDON MEAT PACKERS LIMITED et al
Respondents

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY

PROCEEDING COMMENCED AT
LONDON

MOTION RECORD

HARRISON PENSA LLP
Barristers & Solicitors
450 Talbot Street,
London ON N6A 5J6

Timothy C. Hogan (#36553S)
Tel: 519-679-9660
Fax: 519-667-3362

Lawyers for the Receiver

TCH/162431