

Court File No.: CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

MOTION RECORD
(Returnable January 27, 2025)

January 23, 2025

RECONSTRUCT LLP
120 Adelaide Street West
Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)
Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)
Tel: (416) 613-6589
Email: sjoshi@reconllp.com

Fax: 416.613.8290

Lawyers for Albert Gelman Inc. in its capacity
as the Court-appointed liquidator of 1827403
Ontario Inc., 1853997 Ontario Inc., 1885926
Ontario Inc., 1950940 Ontario Inc., 1950941
Ontario Inc. and 1950979 Ontario Inc.

TO: THE SERVICE LIST

Court File No.: CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

INDEX

TAB	DOCUMENT	PG. NO.
1.	Notice of Motion, returnable January 27, 2025	004
2.	Seventh Report of the Liquidator dated January 23, 2025	016
	Appendix A – Appointment Order dated April 4, 2022	028
	Appendix B – Affidavit of Paul Dietrich sworn March 30, 2022 (without exhibits)	044
	Appendix C – Liquidator’s summary of the balance reports as of January 31, 2022	048
	Appendix D – Letter from CRA dated January 5, 2024	050
	Appendix E – Liquidator’s final statements of receipts and disbursements as of January 10, 2025	053
	Appendix F – Fee Affidavit of Bryan Gelman sworn January 22, 2025	056
	Appendix G – Fee Affidavit of Brendan Bissell sworn January 23, 2025	077
3.	Draft Dissolution, Distribution and Discharge Order	100
4.	Draft Ancillary Order	112

TAB 1

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER SECTIONS 207, 209 AND 210 OF THE
BUSINESS CORPORATIONS ACT, R.S.O. 1990, c. B.16

NOTICE OF MOTION
(Motion returnable January 27, 2025)

ALBERT GELMAN INC. (“AGI”) in its capacity as the Court-appointed liquidator (in such capacity, the **“Liquidator”**) of all the assets, undertakings and properties (the **“Property”**) of 1827403 Ontario Inc. (**“1827403”**), 1853997 Ontario Inc. (**“1853997”**), 1885926 Ontario Inc. (**“1885926”**), 1950940 Ontario Inc. (**“1950940”**), 1950941 Ontario Inc. (**“1950941”**) and 1950979 Ontario Inc. (**“1950979”**) and, collectively, the **“Companies”**) will make a motion to the Honourable Justice J. Dietrich of the Ontario Superior Court of Justice (Commercial List) on Monday January 27, 2025 at 12:00 p.m., or as soon after that time as the motion can be heard.

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

in writing under subrule 37.12.1 (1) because it is on consent, unopposed or made without notice;

in writing as an opposed motion under subrule 37.12.1 (4);

in person;

by telephone conference;

by video conference.

Video conference coordinates are as follows:

Meeting ID: 646 8330 2309 Passcode: 548152

THE MOTION IS FOR:

1. an order substantially in the form included as Tab 3 to the Liquidator's Motion Record (the "**Dissolution, Distribution and Discharge Order**") that, among other things:
 - (a) approves the Liquidator dissolving of 1950979 and 1827403 upon filing with the Court the certificate appended as Schedule "A" to the Dissolution, Distribution and Discharge Order (the "**Dissolution Certificate**") at which time the dissolution of both 1950979 Ontario Inc. and 1827403 Ontario Inc. will become effective and which date will be considered the "**Dissolution Date**";
 - (b) authorizes the Liquidator to distribute all remaining funds (the "**Remaining Funds**") in its estate trust accounts held for each of 1950979 and 1827403 to the Shareholders in the manner as set out in the Seventh Report of the Liquidator dated January 23, 2025 (the "**Seventh Report**") subject to a reserve in the discretion of the Liquidator;
 - i) to the shareholder, Paul Dietrich, in respect of the dissolution of 1827403 Ontario Inc. and 1950979 Ontario Inc.
 - a) 50%,

- b) plus 50% of the amounts that Parkview Homes Inc. is unable to repay 1827403;
 - ii) to the shareholder, Steve McLaren, in respect of the dissolution of 1827403 Ontario Inc. and 1950979 Ontario Inc.
 - a) 50%;
 - b) less 50% of the amounts that that Parkview Homes Inc. is unable to repay 1827403;
 - iii) \$96,000 to the Liquidator and their legal counsel in respect of their outstanding fees and disbursements;
 - iv) \$33,900 pay the estimated administrative disbursements of the Liquidator; and
 - v) up to \$105,000 plus HST to pay the actual further fees of the Liquidator and its counsel to discharge.
 - (c) approves the discharge of the Liquidator upon the filing with the Court of the **“Discharge Certificate”** appended as Schedule “B” to the Dissolution, Discharge and Distribution Order,
 - (d) releases AGI from any and all liability that it now has or may hereafter by reason of, or in any way arising of, the acts or omissions of AGI while acting in its capacity as Liquidator, save and except for any gross negligence or willful misconduct on the Liquidator’s part;
2. an ancillary order in the form included as Tab 4 to the Liquidator’s Motion Record that,

among other things:

- (a) authorizes the Liquidator distribute to those Creditors who filed a Proven Claim with the Liquidator, in accordance with the terms in the Claims Process Order, in the amounts not disallowed by the Liquidator, namely:
 - i) \$699,071 to Parkview Homes Inc.;
 - ii) \$6,359 to 1612328 Ontario Inc.; and
 - (b) approves the Seventh Report, the Liquidator's activities described in those reports, and the Liquidator's final statement of receipts and disbursements for each of the Companies as of January 10, 2025 (the "**Final SR&Ds**");
 - (c) approves the fees and disbursements of the Liquidator for the period from February 7, 2024 to December 31, 2024, including those of the Liquidator's independent counsel, Reconstruct LLP, for the period from February 1, 2024 to December 31, 2024 (collectively, the "**Professional Fees**"), as set out in the fee affidavits appended to the Seventh Report (together, the "**Fee Affidavits**"); and
3. such further and other relief as may be requested and this Honourable Court deems just.

THE GROUNDS FOR THIS MOTION ARE:

4. Capitalized terms not otherwise defined in this notice of motion have the meaning given to them in the Seventh Report and the Claims Process Order dated February 21, 2024 (the "**Claims Process Order**").

Overview of the Companies and the Liquidation

5. Paul Joseph Dietrich and Steven Robert McLaren (together, the “**Shareholders**”) are the sole shareholders of the Companies. The Shareholders incorporated the Companies to operate their real estate development business in Peterborough, Ontario.
6. There is ongoing litigation between the Shareholders that is currently under arbitration.
7. With the consent of the Shareholders, on April 4, 2022, this Honourable Court granted an application for an liquidation appointment (the “**Appointment Order**”) pursuant to the *Business Corporations Act*, R.S.O. 1990, c. B.16.
8. As the date of the Appointment Order, the principal assets of the Companies were:
 - (a) 144 Brock Street, Peterborough, Ontario (“**144 Brock**”) which was owned by 1950941;
 - (b) 888 Whitefield Drive, Peter Borough, Ontario (together with 144 Brock, the “**Real Properties**”), which was owned by 1950979; and
 - (c) two receivables, owing by each of 1950941 and 1950979 indirectly favour of 1827403 (the “**Receivables**”).
9. In accordance with the mandates and duties under the Appointment Order, the Liquidator took steps to market and solicit interest for a sale of the Real Properties of the Companies. The Liquidator also undertook a claims solicitation process in accordance with the Claims Process Order.
10. The only other tangible asset of the Companies is a 50% interest held by 1827403 in two one-foot strips of land which are respectively known municipally as 4 Eldon Court and

65 Middlefield Road, both in Peterborough, Ontario (the “**One-Foot Reserves**”). The Liquidator understands that the One-Foot Reserves do not have much value. The other 50% beneficial owner submitted an offer to purchase the One-Foot Reserve. The Liquidator intends to conclude the transaction offered by the 50% beneficial owner within the existing monetary approvals in the Appointment Order.

11. The amount owing by 1950941 under the Receivables was greater than the net proceeds of the sale of 144 Brock. 1827403 loaned to a company named Parkview Homes Inc. (“**Parkview**”), which in turn loaned funds to 1950941 and 1950979. In light of 1950941 not being able to repay the amounts owing, the Liquidator made a demand to Parkview.
12. The Liquidator proposes to address the shortfall in the Receivables by an unequal distribution of the assets of 1827403. The Liquidator has discussed this proposed step with the Respondent and with the Applicant and their respective counsel and understands that they are satisfied with this result.

Dissolution of 1950979 and 1827403

13. The Liquidator seeks this Court’s authorization to dissolve 1950979 and 1827403 upon filing with the Court the Dissolution Certificate. All of the remaining Companies have declared bankruptcy and therefore do not require further dissolution steps.

Proposed Distribution

14. The Liquidator seeks authorization and direction from the Court to distribute the Remaining Funds in its estate trust accounts held for each of 1950979 and 1827403 to the Shareholders.
15. The uneven distribution to the Shareholder from 1827403 relates to an estimated shortfall

on the repayment of a loan owing from Parkview to 1827403.

16. The Liquidator understands that the Applicant and the Respondent do not oppose the distribution of the Remaining Funds.

Authorization to Pay Proven Claims

17. The Liquidator is seeking this Court's authorization to pay those Creditors who filed a Proven Claim with the Liquidator, in accordance with the terms in the Claims Process Order, in the amounts not disallowed by the Liquidator.
18. Particularly, the Liquidator is seeking authorization to pay from the estate trust account of 1950979 to the following Companies:
 - (a) \$699,071 to Parkview; and
 - (b) \$6,359 to 1612328 Ontario Inc.

Approval of Liquidator's Seventh Report

19. The activities of the Liquidator since its Sixth Report are described in the Seventh Report. The Liquidator submits that such activities are appropriate, timely, and in the interest of stakeholders. The approval of the Seventh Report and the Liquidator's activities would be beneficial, including for the finality and certainty of the administration of the Companies' estate.

Approval of Professional Fees

20. The Appointment Order provides, among other things, that:
 - (a) the Liquidator and its counsel shall be paid their reasonable fees and

disbursements, in each case at their standard rates and charges;

- (b) the Liquidator and its counsel are granted a charge (the “**Liquidator’s Charge**”) on the Property of the Companies as security for such fees and disbursements;
 - (c) the Liquidator’s Charge forms a first charge on the Property in priority to all security interests, trusts liens, charges and encumbrances, statutory or otherwise, in favour of any person; and
 - (d) the Liquidator and its legal counsel shall pass their accounts from time to time by motion to a judge of the Ontario Superior Court of Justice (Commercial List).
21. The Professional Fees are supported by detailed invoices and affidavits involved confirming, among other things, that the Professional Fees are substantially comparable to fees charged by other Licensed Insolvency Trustee and law firm services similar in Toronto.
22. The Liquidator understands that the Applicant and the Respondent do not oppose the approval and payment of the Professional Fees.
23. On the assumption that there are no delays, disputes, or unforeseen developments, the Liquidator estimates that the costs associated with the completion of the administration of the Companies’ estate may be \$105,000 plus HST in professional fees and \$30,000 plus HST in administrative disbursements. This includes payment of the Liquidator and its independent counsel’s fees and disbursements post-dating the Fee Affidavits, including the finalization of the Seventh Report, the preparation of materials for and attendance at the within motion, and the Remaining Activities (as defined in the Seventh Report).

Discharge of Liquidator

24. Upon completion of the Remaining Activities, the main purpose of this liquidation will be achieved. The Liquidator anticipates that the only steps required to complete the administration of the Companies' estate are the Remaining Activities, which include the preparation and filing of final corporate taxes and other administrative matters incidental to liquidation proceedings.
25. The Dissolution, Distribution and Discharge Order provides that upon filing of the Discharge Certificate certifying that matters to be attended to in connection with the liquidation of the Companies have been completed to the satisfaction of the Liquidator, the Liquidator shall be discharged and released from any and all liability while acting in its capacity as Liquidator, save and except for any gross negligence or willful misconduct on the Liquidator's part. Such termination, discharge and release are appropriate given that there will be no more assets for the Liquidator to realize upon, the Liquidator will have completed all its statutory duties and duties under the Appointment Order, and the administration of the Companies' estate will be complete.

Other Grounds

26. Such further and other grounds set out in the Sixth Report.
27. The provisions of the Ontario *Business Corporations Act*, R.S.O. 1990, c. B.16, including without limitation Sections 209, 221, 222, and 223;
28. The *Rules of Civil Procedure*, R.S.O. 1990, Reg 194, including without limitation rules 1.04, 2.03, and 3.02;
29. The inherent and equitable jurisdiction of this Honourable Court; and

30. Such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE WILL BE USED ON THE HEARING OF THE MOTION:

31. The Seventh Report;
32. The Fee Affidavits of Bryan Gelman and R. Brendan Bissell respectively sworn January 22, 2025 and January 23, 2025;
33. Such further and other evidence as counsel may advise and this Honourable Court may permit.

January 23, 2025

RECONSTRUCT LLP
120 Adelaide Street West
Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)
Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)
Tel: (416) 613-6589
Email: sjoshi@reconllp.com

Fax: 416.613.8290

Lawyers for Albert Gelman Inc. in its capacity as the Court-appointed liquidator of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.

TO: THE SERVICE LIST

PAUL JOSEPH DIETRICH
Applicant

STEVEN ROBERT MCLAREN
Respondent

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

NOTICE OF MOTION
(Motion returnable January 27, 2024)

RECONSTRUCT LLP

120 Adelaide Street West
Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)

Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)

Tel: (416) 613-6589
Email: sjoshi@reconllp.com

Fax: 416.613.8290

Lawyers for Albert Gelman Inc. in its capacity as the Court-appointed liquidator of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.

TAB 2

Court File No.: CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

SEVENTH REPORT OF ALBERT GELMAN INC.

**in its capacity as court-appointed Liquidator pursuant to the *Business Corporations Act*,
R.S.O. 1990, c. B.16**

(Dated January 23, 2025)

I. PURPOSE OF THIS SEVENTH REPORT

1. This seventh report ("**Seventh Report**") is filed by Albert Gelman Inc. ("**AGI**") in its capacity as Liquidator (in such capacity, the "**Liquidator**") appointed over all of the assets, undertakings and properties of 1827403 Ontario Inc. ("**1827403**"), 1853997 Ontario Inc. ("**1853997**"), 1885926 Ontario Inc. ("**1885926**"), 1950940 Ontario Inc. ("**1950940**"), 1950941 Ontario Inc. ("**1950941**") and 1950979 Ontario Inc. ("**1950979**") and, collectively, the "**Companies**") by order of the Ontario Superior Court of Justice, Commercial List (the "**Court**") dated April 4, 2022 (the "**Appointment Order**") made pursuant to the *Business Corporations Act*, R.S.O. 1990, c. B.16 . A copy of the Appointment Order is attached as **Appendix "A"**.

2. The Applicant and the Respondent (together, the "**Shareholders**") are the sole shareholders of the Companies. The Shareholders set up the Companies to operate their real estate development business in Peterborough, Ontario. There is litigation between the Shareholders, currently under arbitration. The Court granted the Appointment Order with the consent of the Shareholders.

3. Since the Appointment Order, the Court made the following orders in this proceeding:
- a. on June 13, 2022, an order which, among other things, approved the Liquidator's payment of 1827403's corporate taxes and amended the Appointment Order to expressly provide that the Liquidator can pay post-appointment liabilities as and when they become due.
 - b. on October 13, 2022, an order which, among other things, authorized the Liquidator to pay pre-appointment liabilities if certain conditions are met.
 - c. on December 21, 2022, an order which, among other things, approved the sale transaction contemplated by an agreement of purchase and sale between the Liquidator and 100035384 Ontario Inc. dated October 9, 2022 and vesting in 100035384 Ontario Inc. all of 1950941's right, title and interest in and to the real property municipally known as 144 Brock Street, Peterborough, Ontario ("**144 Brock**").
 - d. on December 21, 2022, an order which, among other things, approved the third report of the Liquidator dated December 13, 2022 except one subparagraph which was subsequently approved by order dated September 11, 2023) and the Liquidator's activities described therein.
 - e. on September 11, 2023, an order (the "**888 Whitefield AVO**") which, among other things, approved the sale transaction contemplated by an agreement of purchase and sale between the Liquidator, as seller, and 2117467 Ontario Inc., as purchaser, dated May 25, 2023, as amended (the "**888 Whitefield APS**"), and vesting in 2117467 Ontario Inc. all of the right, title and interest of 1950979 in and to the real property municipally known as 888 Whitefield Drive, Peterborough, Ontario ("**888 Whitefield**").
 - f. on September 11, 2023, an order which, among other things, approved the fourth report of the Liquidator dated August 30, 2023 and the Liquidator's activities described therein, and approved the Liquidator and its counsel's fees and disbursements up to August 28, 2023 and June 30, 2023, respectively.
 - g. on November 23, 2023, an updated approval and vesting order updating the 888 Whitefield AVO following an assignment of the 888 Whitefield APS to a new purchaser corporation incorporated for that purpose (the "**888 Whitefield Purchaser**").
 - h. on February 21, 2024 an order (the "**Claims Process Order**") which approved the Claims Solicitation Process for the Solvent Companies (both terms as defined in the Sixth Report of the Liquidator dated February 14, 2024) (the "**Sixth Report**").
 - i. On February 21, 2024 (the "**February 21 Order**") an order which, among other things, authorized and directed the Liquidator to pay the Surplus Funds (as defined in the Sixth Report) to the 888 Whitefield Purchaser and granted authority to the Liquidator to assign each of 1950941, 1853997, 1885926 and 1950940 into bankruptcy.
4. The aforementioned orders, this Seventh Report, all prior reports of the Liquidator, and all other court materials delivered in this proceeding are available on the Liquidator's website at [albertgelman.com/corporate-solutions/other-engagements] and will remain available on the website for a period of six (6) months following the Liquidator's discharge.

II. PURPOSE OF THIS REPORT

5. This Seventh Report is filed:

a. to report on the Liquidator's activities in these liquidation proceedings since the date of the Sixth Report;

b. in support of the Liquidator's motion for an order (the "**Dissolution, Distribution and Discharge Order**") substantially in the form included at Tab 3 to the Liquidator's Motion Record that, among other things:

i. approves the Liquidator dissolving each of 1950979 and 1827403 effective upon the filing with the Court of the certificate (the "**Dissolution Certificate**") included as Schedule "A" to the Dissolution, Distribution and Discharge Order at which time the dissolution of both 1950979 and 1827403 will become effective and which date will be considered the "**Dissolution Date**";

ii. approves the Liquidator distributing the Remaining Funds (defined below) in its estate trust accounts held for each of 1950979 and 1827403 to the Shareholders in the manner set out in this Seventh Report;

iii. discharging AGI as Liquidator and releasing AGI from all liabilities incurred upon the filing with the Court of the certificate (the "**Discharge Certificate**") included as Schedule "B" to the Dissolution, Distribution and Discharge Order, which certificate shall be filed subsequent to the Liquidator completing the Remaining Activities (defined below) as set out below;

c. in support of the Liquidator's motion for an order (the "**Ancillary Order**") in the form included at Tab 4 to the Liquidator's Motion Record that, among other things:

i. approves the Liquidator distributing to those Creditors who filed Proven Claim with the Liquidator in accordance with the Claim Process Order in the amounts not disallowed by the Liquidator (capitalized terms defined in the Claims Process Order);

ii. approves this Seventh Report, the Liquidator's action and activities described herein, and the Liquidator's Final SRDs (as defined herein); and

iii. approves the fees and disbursements of the Liquidator for the period from February 7, 2024 to December 31, 2024 (the "**Liquidator's Fees**") as set out in the Liquidator's fee affidavit and of the Liquidator's independent counsel, Reconstruct LLP, for the period from February 7, 2024 to December 31, 2024 as set out in its fee affidavit, including further fees up to the estimated fee accruals to complete the Liquidator's mandate set out in the schedule below at paragraph 27 (defined the "**Estimated Final Accruals**").

III. SCOPE AND TERMS OF REFERENCE

6. In preparing this Seventh Report, the Liquidator has obtained and relied upon certain unaudited financial information of the Companies and the Companies' books and records, and had ongoing discussions with respective counsel for the Applicant and the Respondent.

7. While the Liquidator has reviewed the various documents provided, such review does not constitute an audit or verification of such information for accuracy, completeness or compliance with Accounting Standards for Private Enterprises (“**ASPE**”) or International Financial Reporting Standards (“**IFRS**”). Accordingly, the Liquidator expresses no opinion or other form of assurance pursuant to ASPE or IFRS or otherwise with respect to such information except as expressly stated herein.

8. This Seventh Report has been prepared for the purposes described above. Accordingly, the reader is cautioned that this Seventh Report may not be appropriate for any other purpose.

9. All monetary amounts referenced herein are in Canadian dollars.

IV. BACKGROUND INFORMATION

10. The Shareholders are the Companies’ sole shareholders. They each own 50% of the shares of each of the Companies. They are also directors and officers of each of the Companies. 1853997 has one additional director, Greg Landry.

11. The Court granted the Appointment Order with the consent of the Shareholders in the context of litigation between them. That matter is currently under arbitration.

12. Prior to the litigation, the Shareholders were partners in a residential and commercial land development business in the Peterborough, Ontario area. They incorporated the Companies to operate the business. The affidavit of Paul Dietrich sworn March 30, 2022, filed in support of the application for the Appointment Order, further sets out the background facts, including the litigation. A copy of that affidavit, without exhibits, is attached as **Appendix “B”**.

13. The Shareholders provided the Liquidator with trial balance reports for each of the Companies summarizing their assets and liabilities as of January 31, 2022 (the “**Balance Reports**”). The Liquidator’s summary of the Balance Reports is attached as **Appendix “C”**.

V. LIQUIDATION OF THE COMPANIES’ ASSETS

14. At the date of the Liquidator’s appointment, the principal assets of the Companies were:

- a) 144 Brock, which was owned by 1950941;
- b) 888 Whitefield, which was owned by 1950979; and
- c) two receivables owing by each of 1950941 and 1950979 indirectly favour of 1827403.

15. As noted in the history of this proceeding, at para. 3 above, the Liquidator sold 144 Brock and 888 Whitefield, which took place following sales processes comprised of MLS listings and subsequent approval of the transactions by the Court.

16. The only other tangible asset of the Companies is 50% interest held by 1927403 in two one-foot strips of land which are respectively known municipally as 4 Eldon Court and 65 Middlefield Road, both in Peterborough, Ontario (the “**One-Foot Reserves**”). 1827403 holds legal title to the One Foot Reserves, but only owns 50% of the beneficial interest, with the remaining 50% held by a company at arm’s length with the Shareholders. The Liquidator’s understanding is that the One Foot Reserves do not have much, if any,

practical value. The Liquidator contacted each of the Applicant, the Respondent, and the principal of the other 50% beneficial owner of the One Foot Reserves about their possible sale, which yielded only an offer from the 50% beneficial owner. As noted in the remaining steps required to achieve dissolution of the Companies and discharge of the Liquidator, at para. 33(a), below, the Liquidator intends to conclude the transaction offered by the 50% beneficial owner within the existing monetary approvals in the Appointment Order.

VI. PARKVIEW HOMES INC. AND THE RECEIVABLES IN FAVOUR OF 1827403

17. The receivables ultimately in favour of 1827403 led to further steps by the Liquidator, because the amount owing by 1950941 was greater than the net proceeds of the sale of 144 Brock. The two loans had each been made by 1827403 to a company named Parkview Homes Inc. ("**Parkview**"), which in turn loaned the funds to 1950941 and 1950979. In light of the inability of 1950941 to repay the amounts owing, the Liquidator made demand on Parkview.

18. Parkview had been another company owned 50% by each of the Shareholders, but sole ownership of it had been transferred to the Respondent in or around January of 2023 as a result of an agreement between the Shareholders in that regard.

19. Following demand, Mr. McLaren advised the Liquidator that Parkview was also unable to pay any amounts owing to 1827403 beyond the amounts that 1950941 and 1950979 could each pay.

20. As a result, the Liquidator brought an application for a bankruptcy order against Parkview, which was granted and named AGI as trustee in bankruptcy of Parkview.

21. Following request for and review of documentation from the Respondent, the Liquidator entered into discussions with the Respondent and his counsel regarding possible practical ways to resolve the interest of 1827403 in the receivables and the impact that partial non-collection of them would have on the interests of the Shareholders in the liquidation. Rather than pursuing possible reviewable transaction remedies in the bankruptcy of Parkview, with the agreement of the Respondent the Liquidator proposes to address the shortfall in the receivables by an unequal distribution of the assets of 1827403 in the amount of receivable that would have gone to the Applicant upon distribution had it been fully paid, as noted in para. 29, below.

22. The Liquidator has also discussed that proposed step with the Applicant and its counsel and understands that he is satisfied with it as well.

VII. CLAIMS SOLICITATION PROCESS

23. The Claims Process Order authorized and directed the Liquidator to undertake the Claims Solicitation Process. In accordance with the Claim Process Order, the Liquidator undertook, among other things, the following the steps set out below. All capitalized terms in this section of the Seventh Report shall have the meanings ascribed to them in the Claims Process Order.

a. the Liquidator provided a copy of a document package which included, among other things, a copy of the instruction letter and a blank Proof of Claim form (the "**Proof of Claim Document Package**") to each Creditor of which the Liquidator was aware;

b. the Liquidator posted the Proof of Claim Document Package on its case website; and,

c. the Liquidator arranged for the newspaper notice to be published in the National Post (National Edition) on February 28, 2024.

24. The Liquidator received the claims set out below prior to March 31, 2024 (the “**Claims Bar Date**”). The Liquidator received no other claims either prior to or after the Claims Bar Date.

a. Claim from Albert Gelman Inc., in its capacity as Trustee of the Bankruptcy Estate of Parkview Home Inc., made against 1950979 in the amount of \$699,070.71. No portion of this claim was disallowed by the Liquidator and it is considered to be a Proven Claim.

b. Claim from Canada Revenue Agency (“**CRA**”) made against 1827403 Ontario Inc. in the amount of \$67,695.50 in respect of unpaid corporate income tax (the “**CRA Claim**”). CRA’s Claim is considered an Excluded Claim pursuant to paragraph 1(m) of the Claims Process Order and CRA was not required or authorized to file a claim. On April 16, 2024 the CRA wrote to the Liquidator to withdraw the CRA Claim.

c. Claim from Steven McLaren on behalf of Parkview Homes Inc. made a claim against 1950979 in the amount of \$699,070.71. This claim was disallowed in whole and the Liquidator issued its Notice of Partial or Total Disallowance (as defined in the Claims Process Order) to Mr. McLaren on April 9, 2024. The Liquidator did not receive Mr. McLaren’s notice in writing advising that he objects to the Liquidator’s Notice of Partial or Total Disallowance (the “**Notice of Dispute**”) in respect of this claim and, therefore, in accordance with the Claims Process Order this claim is deemed to be an Extinguished Claim.

d. Claim from 1612328 Ontario Inc. made against 1950979 in the amount of \$26,017.01. The Liquidator issued its Notice of Evaluation on April 23, 2024 disallowing \$19,658.26 of this claim. The Liquidator did not receive a Notice of Dispute in respect of this claim and, therefore, in accordance with the Claims Process Order the disallowed portion of this claim is deemed to be an Extinguished Claim. The balance of the claim of \$6,358.75 is considered to be a Proven Claim.

25. The Liquidator is seeking approval of this Honourable Court to distribute funds from the estate trust account of 1950979 to those creditors with Proven Claims as noted above.

VIII. DISSOLUTION, DISTRIBUTION AND DISCHARGE ORDER

a. Dissolution of 1950979 and 1827403

26. The Liquidator is seeking approval to dissolve each of 1950979 and 1827403 effective upon the filing with the Court of the Dissolution Certificate included as Schedule “A” to the Dissolution, Distribution and Discharge Order. All of the remaining Companies have been bankrupted and therefore do not require further dissolution steps.

b. Distribution of Remaining Funds

27. The Liquidator is seeking an Order authorizing it to distribute the funds remaining in its liquidation estate trust account for both 1950979 and 1827403 (the “**Remaining Funds**”). Set out below is the Liquidator estimate of the Remaining Funds for both 1950979 and 1827403.

	<u>1950979</u>	<u>1827403</u>	Notes
Balance in Liquidator's estate trust account	\$ 2,133,844	84,536	(1)
Add: Estimated remaining distribution from Parkview Homes Inc.	n/a	954,802	(2)
Less: Distribution to Parkview Homes Inc.	(699,071)	n/a	(3)
Less: Distribution to 1612328 Ontario Inc.	(6,359)	n/a	(3)
Less: Accrual for estimated fees of the Liquidator (incl. HST)	(84,750)	n/a	(4)
Less: Accrual for estimated fees of the Liquidator's counsel (incl. HST)	(33,900)	n/a	(4)
Less: Accrual for estimated administrative disbursements (incl. HST)	(33,900)	(22,600)	(4)
Estimated Remaining Funds	<u>\$ 1,275,864</u>	<u>1,016,738</u>	

Notes

(1) Represents cash balance in Liquidators estate trust bank account as of January 10, 2025.

(2) Estimated distribution net of: (a) Trustee's fees and disbursements to administer bankruptcy estate; and, (b) the Office of the Superintendent of Bankruptcy lev.

(3) Per Claims Solicitation Process.

(4) Estimated fees of the Liquidator, the Liquidator's counsel and administrative disbursements required to complete the Liquidators mandate. Includes estimated professional accounting fees. Estimates only, subject

28. The Liquidator's proposed distribution of the Remaining Funds to the Shareholders is as set out below.

	<u>1950979</u>	<u>1827403</u>	Notes
Estimated remaining funds	\$ 1,275,864	1,016,738	
Less: Estimated distribution to Paul Deitrich - 1950979	(637,932)	n/a	(1)
Less: Estimated distribution to Steve McLaren - 1950979	(637,932)	n/a	(1)
Less: Estimated distribution to Paul Deitrich - 1827403	n/a	(818,218)	(2)
Less: Estimated distribution to Steve McLaren - 1827403	n/a	(198,520)	(2)
Balance remaining after distribution	<u>-</u>	<u>-</u>	

Notes

(1) Represents a distribution to each Shareholder of 50% of the Remaining Funds in estate.

(2) Distribution to the Shareholders adjusted to reflect shortfall on repayment of loan from Parkview Homes Inc. to 1827403

29. The uneven distribution to the Shareholder from 1827403 relates to an estimated shortfall on the repayment of a loan owing from Parkview Homes Inc. to 1827403, which has been calculated as set out below. The uneven distribution from 1827403 has been canvassed by the Liquidator with counsel to the Shareholders and it is the Liquidators understanding that the Shareholders are principally in agreement with the rationale for the uneven distribution.

	<u>1827403</u>	Notes
Loan payable from Parkview Homes Inc. to 1827403	\$ 1,717,000	(1)
Less: Estimated repayment of loan amount	(1,097,302)	
Estimated shortfall to 1827403	<u>\$ 619,698</u>	(2)
Notes		
(1) Represents a loan payable owing from Parkview Homes Inc. to 1827403 as of the Appointment Date.		
(2) Represents the estimated shortfall on repayment of the loan owing by Parkview Homes Inc. to 1827403.		

30. The figures set out in the schedules above are estimates only. In the event that there are differences in the actual amounts available for distribution the Liquidator will adjust the distribution amounts appropriately to reflect any differences in the estimated amounts.

31. The amounts set out in the schedules above may differ (potentially materially) depending on any matters which are unforeseen as of the date of this Seventh Report including any potential unknown tax liabilities.

32. As of the date of this Seventh Report, the Remaining Funds are invested in interest-bearing bank accounts.

c. Discharge as Liquidator

33. In order to complete its mandate, the Liquidator intends to, *inter alia*, do the following:

a. As previously reported by the Liquidator, 1827403 owns the One-Foot Reserves. The Liquidator has been advised by Mr. Brian Fenton, the principal of the other 50% owner of the One-Foot Reserves, that he wishes to purchase the Liquidator's interest in the One-Foot Reserves for a total sale price of \$1,000 and has provided the Liquidator with funds in this amount which the Liquidator is holding in trust pending the completion of a sale. The Liquidator intends to complete the sale transaction of the One-Foot Reserves. If the Liquidator is unable to complete the sale transaction in respect of the One-Foot Reserves, it will return its interest to the municipality;

b. distribute funds from the estate trust account of 1950979 to those creditors with Proven Claims;

c. file the Dissolution Certificate in order to effect the dissolution of 1950979 and 1827403 and cause the Dissolution Date;

d. notwithstanding section 218(2) of the *Business Corporation Act* (Ontario), within ten days after the date of the Dissolution Date, file with the Director a copy of the Dissolution, Distribution and Discharge Order and Dissolution Certificate and shall forthwith publish notice of the Dissolution, Distribution and Discharge Order in The Ontario Gazette;

e. retain BDO Canada Ltd. ("**BDO**") to prepare and file the final corporate tax filings for 1950979 and 1827403 and commence the process for obtaining the clearance certificate from the CRA. The

Liquidator understands that prior to requesting the clearance certificate, both 1950979 and 1827403 must first be dissolved, and the Remaining Funds moved into a non-interest bearing bank account;

f. subsequent to its receipt of the clearance certificate, distribute the Remaining Funds in the Liquidator's trust bank accounts, net of the estimated fees and disbursements of the Liquidator to the Shareholders to complete its mandate (defined below as the Estimated Final Accruals), in the amounts set out above;

g. pay the outstanding Professional Fees; and

h. undertake such other administrative activities as are required to complete its mandate.

(collectively, the "**Remaining Activities**")

34. Upon the Liquidator completing the Remaining Activities set out above it shall file with the Court the Discharge Certificate in order to effect AGI's discharge as Liquidator of the Companies.

IX. ANCILLARY ORDER

a. Authorization To Pay Proven Claims – Claims Solicitation Process

35. The Liquidator is seeking authorization to pay the Proven Claims resulting from the Claims Solicitation Process from the estate trust account of 1950979 as follows: (i) \$699,071 to Parkview Homes Inc.; and (ii) \$6,359 to 1612328 Ontario Inc.

b. Approval of Liquidator's Reports and Activities Since Sixth Report

36. In addition to the other activities set out in this Seventh Report, the Liquidator's activities since the Sixth Report include the following.

a. In accordance with paragraph 2 of the February 21 Order the Liquidator assigned each of 1950941, 1853997, 1885926 and 1950940 into bankruptcy on March 5, 2024 and Albert Gelman Inc. was appointed as the Licensed Insolvency Trustee of each bankruptcy estate.

b. Pursuant to the paragraph 3(a) of the February 21 Order, the Liquidator distributed the Surplus Funds to 2117467 Ontario Inc. on April 11, 2024;

c. Assisted the CRA to complete an HST audit of 1950979;

d. The Liquidator retained BDO Canada Ltd. ("**BDO**"), the Companies' accountant prior to the Appointment Order, to prepare and file the 2023 fiscal year-end corporate income tax returns for each of the Companies.

e. Retained BDO to prepare various corporate income tax filings for each of the Companies. The sale of the 888 Whitefield resulted in a corporate income tax liability to 1950979 in its fiscal year ending December 31, 2023 in the amount of \$761,670 which the Liquidator paid and is reflected in the Final SR&Ds (defined below).

f. As reported by the Liquidator previously, on April 5, 2023, BDO filed a Notice of Objection with respect to the reassessment by CRA of interest and penalties owed by 1950979 on account of HST. On January 5, 2024, CRA advised the Liquidator that it allowed the objection in full. Attached hereto as **Appendix “D”** is a copy of the January 5, 2024 letter from CRA. The letter refers to a revised statement of account which the Liquidator has not yet received as of the date of this Seventh Report.

g. Settled a possible claim of the Companies’ estates in connection with a prior transaction to sell 888 Whitefield that did not close. The subsequent transaction for that property resulted in a higher sale price, and with the deposit on the prior transaction being only \$50,000 and entitlement to it being disputed by that intended purchaser, the Liquidator concluded that it was not in the interests of the Companies’ estates to incur further fees and expenses pursuing what may have only been modest recovery. A release was therefore signed with that intended purchaser and the relevant realtor.

h. The Liquidator delivered the Seventh Report.

37. The Liquidator’s final statements of receipts and disbursements for each of the Companies as at January 10, 2025 are attached as **Appendix “E”** (collectively, the **“Final SR&Ds”**). The Liquidator respectfully submits that the Final SR&Ds are detailed, accurate and complete.

38. The Liquidator believes that the Final SR&Ds, Seventh Report, and the activities of the Liquidator set out therein, are appropriate. The approval of same would be beneficial to these liquidation proceedings as it would, among other things, provide stability heading into the final stages of these liquidation proceedings.

c. Approval of Liquidator’s and Liquidator’s Counsel’s Professional Fees and Disbursements

39. Paragraph 18 of the Appointment Order requires the Liquidator and its independent legal counsel to pass their accounts with the Court. The Liquidator and its independent legal counsel have maintained detailed records of their time and costs since the Appointment Order.

40. The Liquidator has incurred fees of \$82,459.50 plus HST of \$10,719.74 totaling \$93,179.24 for the period from February 7, 2024 to December 31, 2024. A copy of the detailed billings of the Liquidator, supported by the Affidavit of Bryan Gelman sworn January 22, 2025 is attached hereto as **Appendix “F”**.

41. The Liquidator’s legal counsel, Reconstruct LLP, have incurred fees of \$20,266.00 and disbursements of \$2,067.90, plus HST of \$2,903.42, totaling \$25,251.58 for the period from February 1, 2024 to December 31, 2024. A copy of the Liquidator’ counsel’s detailed billings, supported by the fee affidavit of Brendan Bissell sworn January 23, 2025 is attached hereto as **Appendix “G”**.

42. The Liquidator reports that the foregoing Professional Fees and disbursements, and the Estimated Final Accounts noted in the fee affidavits, are fair and reasonable in the circumstances and supported by detailed invoices as well as fee affidavits confirming *inter alia* that the abovementioned fees are comparable to those charged by other Licensed Insolvency Trustee and law firms for similar services in Toronto.

X. RECOMMENDATION

43. The Liquidator respectfully requests the Dissolution, Distribution and Discharge Order and the Ancillary Order providing for the relief set out in paragraph 5 of this Seventh Report.

All of which is respectfully submitted this 23rd day of January 2025

**ALBERT GELMAN INC., solely in its
capacity as Court-Appointed Liquidator of the Companies
and not in its personal or any other capacity**

Per: 
0B8F45C18D99456...
Bryan Gelman, *CIRP, LIT*

APPENDIX A

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MADAM)	MONDAY, THE 4 th
)	
JUSTICE GILMORE)	DAY OF APRIL, 2022

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER sections 207, 209 and 210 of the *Business Corporations Act*, R.S.O.
1990, c. B16

**ORDER
(appointing Liquidator)**

THIS APPLICATION made by the Applicant for an Order pursuant to sections 207, 209 and 210 of the *Business Corporations Act*, R.S.O., 1990, c. B-16, as amended (the "**BCA**"), appointing Albert Gelman Inc. ("**AGI**") as liquidator (in such capacity, the "**Liquidator**") without security, of all of the assets, undertakings and properties (the "**Property**") of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the "**Companies**"), was heard this day via ZOOM video conference due to the COVID-19 pandemic.

ON READING the affidavit of Paul Joseph Dietrich sworn March 30, 2022 and the Exhibits thereto, including the consent of AGI to act as the Liquidator, and being advised that the parties consent to the relief sought herein and on hearing the submissions of counsel for the

Applicant and the Respondent and those parties listed on the counsel slip, no one else appearing for any other person although duly served as appears from the affidavit of service of Danny Nunes sworn April 1, 2022, filed

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this application is properly returnable today and hereby dispenses with further service thereof.

WINDING UP AND APPOINTMENT OF LIQUIDATOR

2. **THIS COURT ORDERS** that the Companies shall be wound up pursuant to sections 207(b)(iii) and (iv) of the BCA.

3. **THIS COURT ORDERS** that pursuant to sections 207 and 210 of the BCA, AGI is hereby appointed Liquidator, without security, of all the Companies' Property with the powers set forth herein and those set forth in Part XVI of the BCA. To the extent that there is an inconsistency between the powers provided to the Liquidator under the BCA and this Order, the terms of this Order shall govern to the extent that they restrict or limit the powers of the Liquidator.

LIQUIDATOR'S POWERS

4. **THIS COURT ORDERS** that in addition to all the powers provided in Part XVI of the BCA, including without limitation those set out in section 223 of the BCA, the Liquidator is hereby empowered and authorized, but not obligated, to act at once in respect of the Property and, without in any way limiting the generality of the foregoing, the Liquidator is hereby expressly empowered and authorized to do any of the following where the Liquidator considers it necessary or desirable:

- (a) to take possession of and exercise control over the Property and any and all proceeds, receipts and disbursements arising out of or from the Property;

- (b) to receive, preserve, and protect the Property, or any part or parts thereof, including, but not limited to, the changing of locks and security codes, the relocating of Property to safeguard it, the engaging of independent security personnel, the taking of physical inventories and the placement of such insurance coverage as may be necessary or desirable;
- (c) to manage, operate, and carry on the business of the Companies, including the powers to enter into any agreements, incur any obligations in the ordinary course of business, cease to carry on all or any part of the business, or cease to perform any contracts of the Companies;
- (d) to engage consultants, appraisers, agents, experts, auditors, accountants, managers, counsel and such other persons from time to time and on whatever basis, including on a temporary basis, to assist with the exercise of the Liquidator's powers and duties, including without limitation those conferred by this Order;
- (e) to purchase or lease such machinery, equipment, inventories, supplies, premises or other assets to continue the business of the Companies or any part or parts thereof;
- (f) to receive and collect all monies and accounts now owed or hereafter owing to the Companies and to exercise all remedies of the Companies in collecting such monies, including, without limitation, to enforce any security held by the Companies;
- (g) to settle, extend or compromise any indebtedness owing to the Companies, with the exception of any indebtedness owed to any of the Companies by Parkview Homes Inc. and its related and affiliated companies (collectively, the “**Parkview Group**”);
- (h) to execute, assign, issue and endorse documents of whatever nature in respect of any of the Property, whether in the Liquidator's name or in the

name and on behalf of the Companies, for any purpose pursuant to this Order;

- (i) to initiate, prosecute and continue the prosecution of any and all proceedings and to defend all proceedings now pending or hereafter instituted with respect to the Companies, the Property or the Liquidator, and to settle or compromise any such proceedings. The authority hereby conveyed shall extend to such appeals or applications for judicial review in respect of any order or judgment pronounced in any such proceeding;
- (j) to market any or all of the Property, including advertising and soliciting offers in respect of the Property or any part or parts thereof and negotiating such terms and conditions of sale as the Liquidator in its discretion may deem appropriate;
- (k) to sell, convey, transfer, lease or assign the Property or any part or parts thereof out of the ordinary course of business,
 - (i) without the approval of this Court in respect of any transaction not exceeding \$25,000.00, provided that the aggregate consideration for all such transactions does not exceed \$50,000.00; and
 - (ii) with the approval of this Court in respect of any transaction in which the purchase price or the aggregate purchase price exceeds the applicable amount set out in the preceding clause;
- (l) to apply for any vesting order or other orders necessary to convey the Property or any part or parts thereof to a purchaser or purchasers thereof, free and clear of any liens or encumbrances affecting such Property;
- (m) to report to, meet with and discuss with such affected Persons (as defined below) as the Liquidator deems appropriate on all matters relating to the Property, and to share information, subject to such terms as to confidentiality as the Liquidator deems advisable;

- (n) to register a copy of this Order and any other Orders in respect of the Property against title to any of the Property;
- (o) to apply for any permits, licences, approvals or permissions as may be required by any governmental authority and any renewals thereof for and on behalf of and, if thought desirable by the Liquidator, in the name of the Companies;
- (p) to enter into agreements with any trustee in bankruptcy appointed in respect of the Companies, including, without limiting the generality of the foregoing, the ability to enter into occupation agreements for any property owned or leased by the Companies;
- (q) to exercise any shareholder, partnership, joint venture or other rights which the Companies may have;
- (r) to apply to the Court for an order dissolving the Companies; and
- (s) to take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations.

and in each case where the Liquidator takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of all other Persons (as defined below), including the Companies, and without interference from any other Person.

5. **THIS COURT ORDERS** that, without limiting any of the powers set out in paragraph 4 of this Order, the Liquidator is authorized and directed to enter into one or more standard listing agreements with one or more duly licensed commercial real estate agents (a “**Realtor**”) for the purpose of listing, marketing and selling the properties municipally known as 144 Brock Street and 888 Whitefield Drive, Peterborough, Ontario (the “**Real Property**”), at such listing prices as may be recommended by the respective Realtor and approved or agreed to by the Liquidator as appropriate in the circumstances and the Liquidator may, if deemed advisable by the Liquidator in consultation with the Realtor, take such actions or steps as may be required to lease any unit in the Real Property before listing the Real Property for sale, and is hereby authorized to do so.

DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE LIQUIDATOR

6. **THIS COURT ORDERS** that (i) the Companies, (ii) all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on their instructions or behalf, and (iii) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being "**Persons**" and each being a "**Person**") shall forthwith advise the Liquidator of the existence of any Property in such Person's possession or control, shall grant immediate and continued access to the Property to the Liquidator, and shall deliver all such Property to the Liquidator upon the Liquidator's request.

7. **THIS COURT ORDERS** that all Persons shall forthwith advise the Liquidator of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the business or affairs of the Companies, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the "**Records**") in that Person's possession or control, and shall provide to the Liquidator or permit the Liquidator to make, retain and take away copies thereof and grant to the Liquidator unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this paragraph 7 or in paragraph 8 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Liquidator due to the privilege attaching to solicitor-client communication or due to statutory provisions prohibiting such disclosure.

8. **THIS COURT ORDERS** that if any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Liquidator for the purpose of allowing the Liquidator to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Liquidator in its discretion deems expedient, and shall not alter, erase or destroy any Records without the prior written consent of the Liquidator. Further, for the purposes of this paragraph, all Persons shall provide the Liquidator with all such assistance in

gaining immediate access to the information in the Records as the Liquidator may in its discretion require including providing the Liquidator with instructions on the use of any computer or other system and providing the Liquidator with any and all access codes, account names and account numbers that may be required to gain access to the information.

NO PROCEEDINGS AGAINST THE LIQUIDATOR

9. **THIS COURT ORDERS** that no proceeding or enforcement process in any court or tribunal (each, a "**Proceeding**"), shall be commenced or continued against the Liquidator except with the written consent of the Liquidator or with leave of this Court.

NO PROCEEDINGS AGAINST THE COMPANIES OR THE PROPERTY

10. **THIS COURT ORDERS** that no Proceeding against or in respect of the Companies or the Property shall be commenced or continued except with the written consent of the Liquidator or with leave of this Court and any and all Proceedings currently under way against or in respect of the Companies or the Property are hereby stayed and suspended pending further Order of this Court.

NO INTERFERENCE WITH THE LIQUIDATOR

11. **THIS COURT ORDERS** that no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Companies, without written consent of the Liquidator or leave of this Court.

CONTINUATION OF SERVICES

12. **THIS COURT ORDERS** that all Persons having oral or written agreements with the Companies or statutory or regulatory mandates for the supply of goods and/or services, including without limitation, all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to the Companies are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Liquidator, and that the Liquidator shall be entitled to the continued use of the Companies' current telephone numbers, facsimile numbers, internet addresses and domain

names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Liquidator in accordance with normal payment practices of the Companies or such other practices as may be agreed upon by the supplier or service provider and the Liquidator, or as may be ordered by this Court.

LIQUIDATOR TO HOLD FUNDS

13. **THIS COURT ORDERS** that all funds, monies, cheques, instruments, and other forms of payments received or collected by the Liquidator from and after the making of this Order from any source whatsoever, including without limitation the sale of all or any of the Property and the collection of any accounts receivable in whole or in part, whether in existence on the date of this Order or hereafter coming into existence, shall be deposited into one or more new accounts to be opened by the Liquidator (the "**Post Liquidation Accounts**") and the monies standing to the credit of such Post Liquidation Accounts from time to time, net of any disbursements provided for herein, shall be held by the Liquidator to be paid in accordance with the terms of this Order or any further Order of this Court.

PIPEDA

14. **THIS COURT ORDERS** that, pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Liquidator shall disclose personal information of identifiable individuals to prospective purchasers or bidders for the Property and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of the Property (each, a "**Sale**"). Each prospective purchaser or bidder to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Sale, and if it does not complete a Sale, shall return all such information to the Liquidator, or in the alternative destroy all such information. The purchaser of any Property shall be entitled to continue to use the personal information provided to it, and related to the Property purchased, in a manner which is in all material respects identical to the prior use of such information by the Companies, and shall return all other personal information to the Liquidator, or ensure that all other personal information is destroyed.

LIMITATION ON ENVIRONMENTAL LIABILITIES

15. **THIS COURT ORDERS** that nothing herein contained shall require the Liquidator to occupy or to take control, care, charge, possession or management (separately and/or collectively, "**Possession**") of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, the *Ontario Water Resources Act*, or the *Ontario Occupational Health and Safety Act* and regulations thereunder (the "**Environmental Legislation**"), provided however that nothing herein shall exempt the Liquidator from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Liquidator shall not, as a result of this Order or anything done in pursuance of the Liquidator's duties and powers under this Order, be deemed to be in Possession of any of the Property within the meaning of any Environmental Legislation, unless it is actually in possession.

LIMITATION ON THE LIQUIDATOR'S LIABILITY

16. **THIS COURT ORDERS** that the Liquidator shall incur no liability or obligation as a result of its appointment or the carrying out the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded the Liquidator by Part XVI of the BCA or by any other applicable legislation.

LIQUIDATOR'S ACCOUNTS

17. **THIS COURT ORDERS** that the Liquidator and counsel to the Liquidator shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges unless otherwise ordered by the Court on the passing of accounts, and that the Liquidator and counsel to the Liquidator shall be entitled to and are hereby granted a charge (the "**Liquidator's Charge**") on the Property, as security for such fees and disbursements, both before and after the making of this Order in respect of these proceedings, and that the Liquidator's Charge shall form a first

charge on the Property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person.

18. **THIS COURT ORDERS** that the Liquidator and its legal counsel shall pass its accounts from time to time, and for this purpose the accounts of the Liquidator and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

19. **THIS COURT ORDERS** that prior to the passing of its accounts, the Liquidator shall be at liberty from time to time to apply reasonable amounts, out of the monies in its hands, against its fees and disbursements, including legal fees and disbursements, incurred at the standard rates and charges of the Liquidator or its counsel, and such amounts shall constitute advances against its remuneration and disbursements when and as approved by this Court.

FUNDING OF THE LIQUIDATION

20. **THIS COURT ORDERS** that the Liquidator be at liberty and it is hereby empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or desirable, provided that the outstanding principal amount does not exceed \$100,000.00 (or such greater amount as this Court may by further Order authorize) at any time, at such rate or rates of interest as it deems advisable for such period or periods of time as it may arrange, for the purpose of funding the exercise of the powers and duties conferred upon the Liquidator by this Order, including interim expenditures. The whole of the Property shall be and is hereby charged by way of a fixed and specific charge (the "**Liquidator's Borrowings Charge**") as security for the payment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate in priority to the Liquidator's Charge.

21. **THIS COURT ORDERS** that neither the Liquidator's Borrowings Charge nor any other security granted by the Liquidator in connection with its borrowings under this Order shall be enforced without leave of this Court.

22. **THIS COURT ORDERS** that the Liquidator is at liberty and authorized to issue certificates substantially in the form annexed as Schedule "A" hereto (the "**Liquidator's Certificates**") for any amount borrowed by it pursuant to this Order.

23. **THIS COURT ORDERS** that the monies from time to time borrowed by the Liquidator pursuant to this Order or any further order of this Court and any and all Liquidator's Certificates evidencing the same or any part thereof shall rank on a *pari passu* basis, unless otherwise agreed to by the holders of any prior issued Liquidator's Certificates.

SERVICE AND NOTICE

24. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "Protocol") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at <http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/e-service-protocol/>) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(d) of the Rules of Civil Procedure and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol with the following URL '<http://www.albertgelman.com/corporate-solutions/other-engagements/>'.

25. **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Protocol is not practicable, the Liquidator is at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Companies creditors or other interested parties at their respective addresses as last shown on the records of the Companies and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

GENERAL

26. **THIS COURT ORDERS** that the Liquidator may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

27. **THIS COURT ORDERS** that nothing in this Order shall prevent the Liquidator from acting as a trustee in bankruptcy of the Companies.

28. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Liquidator and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Liquidator, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Liquidator and its agents in carrying out the terms of this Order.

29. **THIS COURT ORDERS** that the Liquidator be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Liquidator is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

30. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to the Liquidator and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.



SCHEDULE "A"

LIQUIDATOR'S CERTIFICATE

CERTIFICATE NO. _____

AMOUNT \$ _____

1. THIS IS TO CERTIFY that Albert Gelman Inc., the liquidator (the "**Liquidator**") of the assets, undertakings and properties of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the "**Companies**") including all proceeds thereof (collectively, the "**Property**") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated the ___ day of _____, 20__ (the "**Order**") made in an action having Court file number CV-22-00679109-00CL, has received as such Liquidator from the holder of this certificate (the "**Lender**") the principal sum of \$ _____, being part of the total principal sum of \$ _____ which the Liquidator is authorized to borrow under and pursuant to the Order.

2. The principal sum evidenced by this certificate is payable on demand by the Lender with interest thereon calculated and compounded [daily][monthly not in advance on the _____ day of each month] after the date hereof at a notional rate per annum equal to the rate of _____ per cent above the prime commercial lending rate of Bank of _____ from time to time.

3. Such principal sum with interest thereon is, by the terms of the Order, together with the principal sums and interest thereon of all other certificates issued by the Liquidator pursuant to the Order or to any further order of the Court, a charge upon the whole of the Property, in priority to the security interests of any other person, but subject to the priority of the charges set out in the Order, and the right of the Liquidator to indemnify itself out of such Property in respect of its remuneration and expenses.

4. All sums payable in respect of principal and interest under this certificate are payable at the main office of the Lender at Toronto, Ontario.

5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the

Liquidator to any person other than the holder of this certificate without the prior written consent of the holder of this certificate.

6. The charge securing this certificate shall operate so as to permit the Liquidator to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

7. The Liquidator does not undertake, and it is not under any personal liability, to pay any sum in respect of which it may issue certificates under the terms of the Order.

DATED the ____ day of _____, 20__.

Albert Gelman Inc., solely in its capacity
as Liquidator of the Property, and not in its
personal capacity

Per: _____

Name:

Title:

PAUL JOSEPH DIETRICH

and

STEVEN ROBERT MCLAREN

Applicant

Respondent

APPLICATION UNDER Sections 207, 209 and 210 of the *Business Corporations Act*, R.S.O. 1990, c. B16, as amended

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PROCEEDINGS COMMENCED AT TORONTO

**ORDER
(Liquidator's Appointment)**

DLA PIPER (CANADA) LLP
1 First Canadian Place, Suite 6000
100 King Street West
Toronto, ON M5X 1E2

Danny M. Nunes (LSO No. 53802D)
Tel.: 416.365.3421
Fax: 416.369.7945
Email: danny.nunes@dlapiper.com

Lawyers for the Applicant

APPENDIX B

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

BETWEEN:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER sections 207, 209 and 210 of the *Business Corporations Act*, R.S.O.
1990, c. B16, as amended.

AFFIDAVIT OF PAUL JOSEPH DIETRICH

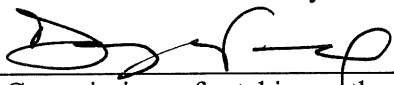
I, Paul Joseph Dietrich, of the City of Peterborough, in the Province of Ontario, MAKE
OATH AND SAY:

1. I am an officer, director and shareholder of each of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the "**Residual Companies**"). As such, I have knowledge of the matters deposed to in this affidavit. Where I do not have direct knowledge of a matter, I state the source of my information and believe it to be true.
2. The Respondent, Steven Robert McLaren, and I founded the Parkview Group of Companies (the "**Parkview Group**") in 1989. We were the only shareholders, officers and directors of the companies that comprise the Parkview Group.

3. In January 2022, I sold my beneficial interest in all of the companies that comprise the Parkview Group, other than the Residual Companies, to the Respondent. The Respondent and I remain the only shareholders, officers and directors of the Residual Companies.
4. The Respondent and I, along with certain of the companies that comprise the Parkview Group, entered into a shareholders agreement dated February 14, 2008 (the “**Shareholders Agreement**”).
5. Pursuant to the terms of the Shareholders Agreement, if any controversy relating to the Shareholders Agreement arose amongst the shareholders, the parties would initially attempt to negotiate a resolution to the controversy and if those negotiations were unsuccessful, the dispute would be submitted to a mediator. Finally, if the mediation did not resolve the dispute or either party would not participate in the mediation, the shareholders agreed that the dispute would be settled by way of arbitration pursuant to the *Arbitration Act* (Ontario).
6. The procedures set forth in the preceding paragraph were invoked by the Respondent upon providing me with a Notice of Dispute on November 15, 2019.
7. The Respondent and I were unable to resolve the dispute through negotiation and subsequently retained former justice of the Ontario Superior Court of Justice (Commercial List), the Honourable Frank Newbould, Q.C., to mediate the matter. A mediation was held on February 12, 2020, however, the parties were unable to resolve the dispute.
8. The matter was scheduled to proceed by way of arbitration in August 2020 before the Honourable Mr. Newbould but was adjourned on account of settlement discussions between the parties which were mediated by a third party, commencing July 25, 2020 and which continued from and after that date until approximately December 2020.
9. The settlement discussions were unsuccessful in resolving the dispute amongst the shareholders and the arbitration was scheduled to proceed before the Honourable Mr. Newbould on January 17, 2022.

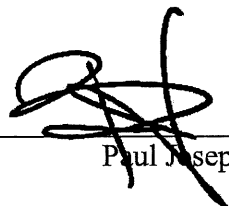
10. Prior to the commencement of the arbitration, the Respondent and I agreed to certain minutes of settlement dated January 18, 2022 (the “**Minutes of Settlement**”) to resolve the arbitration. Pursuant to the Minutes of Settlement, the parties agreed and consented to the form of Order attached to the Minutes of Settlement as Schedule “A” being made in the arbitration.
11. Pursuant to the award of the Honourable Mr. Newbould dated January 18, 2022 (the “**Arbitration Award**”), it was ordered, on the consent of the Respondent and I, that, among other things: (i) the arbitration be dismissed with prejudice and without costs on the terms set out in the Minutes of Settlement; and (ii) the Residual Companies be liquidated, and Bryan Gelman of Albert Gelman Inc. (“**AGI**”) be appointed as liquidator (the “**Liquidator**”). Attached hereto as Exhibit “A” is a copy of the Arbitration Award.
12. To facilitate the orderly liquidation of the Residual Companies, the parties have agreed and consent to the Liquidator’s appointment pursuant to the provisions of the *Business Corporations Act* (Ontario) (the “**BCA**”). I am advised by my counsel, Danny Nunes of DLA (Piper) Canada LLP (“**DLA**”), that the form of draft Order appointing the Liquidator and included in the Application Record, is largely based upon the Court’s model Order for the appointment of receivers and managers and expressly sets forth the Liquidator’s powers which it may assert in liquidating the Residual Companies, in addition to those powers set out in the BCA.
13. AGI has consented to act as Liquidator in these proceedings. Attached hereto as Exhibit “B” is a copy of AGI’s consent to its appointment as Liquidator.
14. I swear this affidavit in support of my application for the Liquidator’s appointment over the Residual Companies and for no other or improper purpose.

SWORN before me by videoconference)
 this ^{20th} day of March, 2022 in accordance)
 with O. Reg. 421/20, Administering)
 Oath or Declaration Remotely.)



 A Commissioner for taking oaths

DANNY NUNES



 Paul Joseph Dietrich

APPENDIX C

	1950979 Ontario Inc.		1950941 Ontario Inc.		1827403 Ontario Inc.		1853997 Ontario Inc.		1885926 Ontario Inc.		1950940 Ontario Inc.		Debit	Credit
	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit
1000 · TD Canada Trust	1,214,196		33,274		541,064				30,630		2,885		1,822,049	-
1000 · CIBC - Bank							3,812						3,812	-
11000 · Accounts Receivable		3,248											-	3,248
1050 · Security Deposits			712										712	-
1100 · Prepaid Expenses			6,244										6,244	-
1300 · 144 Brock Street - Land			500,000										500,000	-
1300 · 144 Brock Street - Building			380,087										380,087	-
1300 · 144 Brock Street - Acc. Dep'n				56,113									-	56,113
1310 · Middlefield Phase II					854								854	-
1311 · Thompson Bay					2,742								2,742	-
1410 · Due From Parkview Homes Inc.					1,717,000								1,717,000	-
1500 · 882 Whitefield: Capitalized Costs	6,864,204												6,864,204	-
1500 · 882 Whitefield:1501 · Transferred from 1494282	1,045,045												1,045,045	-
1500 · 144 Brock Street: Capitalized Development Costs			127,788										127,788	-
1600 · Due to Parkview Homes Inc.												19,000	-	19,000
2000 · Accounts Payable		1,236		1,178	281								281	2,414
2100 · Holdbacks Payable		29,014											-	29,014
2100 · Tenant Deposits				2,550									-	2,550
2200 · GST/HST Payable	1,262		545				160						1,967	-
2300 · Tenant Deposits		2,000											-	2,000
2410 · Due to Parkview Homes Inc.		699,071		1,006,000									-	1,705,071
2420 · Due to Parkview Homes Inc.												30,000	-	30,000
2800 · CMHC Construction Loan		8,467,657											-	8,467,657
3000 · Capital Stock		100		100		100		100		100		100	-	600
3500 · Retained Earnings	60,973		19,396		2,261,866		3,872		30,530		46,215		126,584	2,296,268
<u>Income statement items</u>														
4000 · Rental Income		1,901											-	1,901
4300 · Rental Income - Apartments				2,626									-	2,626
4400 · Parking Lot Revenue				640									-	640
6340 · Interest Expense	8,713												8,713	-
6720 · Property - Repairs and Mtce	5,906												5,906	-
6730 · Property - Snow Removal	3,568												3,568	-
6860 · Utilities:6860-01 · Hydro		1,947	1,019										1,019	1,947
6860 · Utilities:6860-10 · Water	1,186		144										1,330	-
8000 · Bank Charges					25								25	-
8300 · Custodial Services	1,017												1,017	-
8400 · Internet Service	104												104	-
TOTAL	9,206,174	9,206,174	1,069,209	1,069,207	2,261,966	2,261,966	3,972	3,972	30,630	30,630	49,100	49,100	12,621,051	12,621,049

APPENDIX D



TSO, Penticton BC V2A 1N6

Date Jan 5, 2024
Account Number 79535 7714 RT0001
Case number GB2311 8153 2023

1950979 ONTARIO INC.
C/O ALBERT GELMAN INC
60 SHAFTESBURY AVE
TORONTO ON M4T 1A3

Dear Tom McElroy,

This letter refers to your objection to the goods and services tax/harmonized sales tax (GST/HST) reassessment dated January 6, 2023, for the period of April 1, 2021, to June 30, 2021.

The Minister has made the following decision based on a review of the available information.

We have allowed your objection in full.

Your objection is in respect of the assessment of GST/HST collectible on the self-supply of 888 Whitfield Drive, Peterborough, Ontario, made in accordance with subsection 191(3). As a result of the deemed disposition you were also eligible for a New Residential Rental Property Rebate (NRRPR) in the amount of \$613,481.58.

Your position is that arrears interest assessed in the amount of \$104,195.91, is incorrect as the NRRPR should have been applied to reduce the total tax amount, in accordance with subsection 296(2.1).

Appeals reviewed the relevant return and rebate assessments and the postings to the account for the period ending June 30, 2021, and is in agreement with your position.

The assessment of \$104,195.91 in arrears interest on January 6, 2023, was levied on the full amount of Audit's adjustments, without first being reduced by the eligible NRRPR amount as a result of processing errors. Furthermore, the account postings to the period indicate that the NRRPR in the amount of \$613,481.58, was credited to the balance owing effective September 1, 2022, (instead of July 31, 2021). However, arrears interest in the amount \$12,354.16, payable in respect of the rebate amount owing, was credited to the period as well.

Appeals has submitted a request to Business Accounting to correct the NRRPR effective (received) date to July 31, 2021. This will have the effect of reducing the \$104,195.91 arrears interest assessment and reversing the interest credit of \$12,354.16, posted to the period.

We will send you a revised statement of account soon.

Were you satisfied with the decision on your objection? Your opinion is important to us. Please take 5 minutes to complete an anonymous survey. Go to canada.ca/cra-objections-survey-2

If you have any questions, please contact me at 1-250-368-2861, or by fax at 1-866-443-4955 or 705-670-6649.

To help us serve you better, contact us online using My Business Account at canada.ca/my-cra-business-account. Also, sign up to receive email notifications. Email notifications from the Canada Revenue Agency will let you know when there is mail to view or when important changes are made to the account. Email notifications are available in My Account, My Business Account or Represent a Client (for registered filers). This will allow us to communicate more quickly with you.

Sincerely,

Rhonda White
Senior Appeals Officer GST/HST
Appeals Division

APPENDIX E

In the Matter of the Liquidation of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.

Liquidator's Final Statement of Receipts and Disbursements

As at January 10, 2025

	1950979 Ontario Inc.	1950941 Ontario Inc.	1950940 Ontario Inc.	1885926 Ontario Inc.	1853997 Ontario Inc.	1827403 Ontario Inc.	Notes
Receipts							
Rental income collected	\$ 956,958	3,320					
Net proceeds from Sale of 888 Whitefield Ave.	2,668,413						
Rental income collected - 1950941 Ontario Inc.	25,864						(Note 1)
Net proceed from Sale of 144 Brock Street		536,394					
GST/HST Refund	69,874	1,560					
Parking Income		4,645					
Parking Income - 1950941 Ontario Inc.	3,440						(Note 1)
CARMA Rebate	35,732						
Distribution from Parkview Homes Inc. Bankruptcy	705					142,500	
Sale of One-Foot Reserves - Funds Held in Trust						1,000	
Property Tax reimbursement from Danhew Holding						638	
Miscellaneous receipts						305	
Insurance refund		1,293					
Interest earned	120,812	24,804	169	1,946	248	764	
	<u>3,881,798</u>	<u>572,016</u>	<u>169</u>	<u>1,946</u>	<u>248</u>	<u>145,206</u>	
Disbursements							
Liquidator's fees to Dec 31, 2024	526,100						(Note 2)
HST charged on disbursements	105,963	2,379					
Accounting Fees	55,822	2,461				2,902	
Pre-appointment expenses	29,806						
Pre-appointment expenses - 1950941 Ontario Inc.	407						(Note 1)
Mail forwarding	1,631						
CMHC Mortgage principal and interest payments	171,174						
Legal fees of Liquidator's counsel	158,434	15,841					(Note 2)
Property taxes	120,593					1,042	
Property appraisal fees	8,200						
Property appraisal fees - 1950941 Ontario Inc.	3,650						(Note 1)
Corporate income tax	761,670					587,530	
HST - Self Assessment	802,237						
HST Payable						112	
Repairs and maintenance	106,493						
Repairs and maintenance - 1950941 Ontario Inc.	1,243						(Note 1)
Change of locks	5,904						
License fees	1,360						
Property management fees	41,191						

In the Matter of the Liquidation of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.

Liquidator's Final Statement of Receipts and Disbursements

As at January 10, 2025

	1950979 Ontario Inc.	1950941 Ontario Inc.	1950940 Ontario Inc.	1885926 Ontario Inc.	1853997 Ontario Inc.	1827403 Ontario Inc.	Notes
Disbursements (continued)							
Property management fees - 1950941 Ontario Inc.	4,887						(Note 1)
Travel and parking	373						
Insurance	20,721						
Software license (QuickBooks)		4,288					
Telephone and intercom	5,810						
Utilities	82,058	10,751					
Waste management (GFL)	17,690						
Bank charges	758	65	135	457		132	
Search fees	795						
Newspaper Advertisement	400						
Postage, photocopies and delivery	505						
	<u>3,035,875</u>	<u>35,786</u>	<u>135</u>	<u>457</u>	<u>-</u>	<u>591,718</u>	
Net receipts over disbursements	\$ <u>845,922</u>	<u>536,230</u>	<u>34</u>	<u>1,489</u>	<u>248</u>	<u>(446,511)</u>	
Bank Balance							
Opening balance Apr 4/22	1,266,044	24,719	2,870	30,630	3,854	531,047	
Add / Less - Net receipts over disbursements	845,922	536,230	34	1,489	248	(446,511)	
Transfers between estate trust accounts	40,000	(40,000)					
Transfer to bankruptcy estates		(520,949)	(2,904)	(32,119)	(4,102)		
Transfer to 1950940 and 1853997 estates	(18,122)						
Closing balance	<u>2,133,844</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>84,536</u>	

Notes:

- (1) Collected or paid by 1950979 Ontario Inc. on behalf of 1950941 Ontario Inc.
- (2) This expense was paid by 1950979 Ontario Inc. and/or 1950941 Ontario Inc. but relates to two or more of the entities set out in this schedule.

APPENDIX F

Court File No.: CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

LIQUIDATOR'S AFFIDAVIT OF FEES

I, Bryan Gelman, of the City of Toronto, make oath and say as follows:

1. I am a Licenced Insolvency Trustee and principal of Albert Gelman Inc. ("**Liquidator**"), Liquidator of each of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. and as such have knowledge of the facts herein deposed to.
2. The Liquidator has prepared invoices in connection with its fees as follows:
 - a. An account dated February 29, 2024 for the period from February 7 to 29, 2024 of \$9,107.50, plus HST thereon;
 - b. An account dated March 31, 2024 for the period from March 1 to 31, 2024 of \$12,499.50, plus HST thereon;
 - c. An account dated April 30, 2024 for the period from April 1 to 30, 2024 of \$17,285.00, plus HST thereon;
 - d. An account dated July 31, 2024 for the period from May 1 to July 31, 2024 of \$18,522.50, plus HST thereon;
 - e. An account dated August 31, 2024 for the period from August 1 to 31, 2024 of \$15,488.00, plus HST thereon;
 - f. An account dated November 30, 2024 for the period from November 1 to 30, 2024 of \$4,283.50, plus HST thereon; and,
 - g. An account dated December 31, 2024 for the period from December 1 to 31, 2024 of \$5,273.50, plus HST thereon.

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

Staff member	Position	Hours worked	Average	Total
			hourly rate	
			(\$)	(\$)
Bryan Gelman, CIRP, LIT	Senior Director	19.2	615.00	11,808.00
Joe Albert, CPA, CA, DIFA, CIRP, LIT	Senior Director	4.5	650.00	2,925.00
Tom McElroy, CPA, CA, CBV, CIRP, LIT	Director (Ontario)	66.2	575.00	38,065.00
Suzette Warner, CFE, CPA, CGA, FCCA	Senior Manager	63.5	465.00	29,527.50
Robert Bubnic	Estate Administrator	0.4	335.00	134.00
		153.8	536.15	82,459.50

4. The Liquidator's total fees are \$82,459.50, its total hours spent is 153.8 and, therefore, its average hourly rate is calculated to be \$536.15.
5. The Liquidator'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 remotely by Bryan Gelman at Toronto, Ontario
before me at Toronto, Ontario in accordance with
O. Reg. 431/20, Administering Oath or Declaration
Remotely, this 22nd day of January 2025

}
}
}
}



Bryan Gelman

SK2VEFKK2ZWRB8QR

Bryan Gelman

Thomas John McElroy, a Commissioner, etc.,
Province of Ontario, for Albert Gelman Inc.
Expires February 14, 2028

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Feb 29, 2024
Invoice No: 7001
Billing Through: Feb 29, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-02-07	TMCELROY	Discuss interim SRD with S. Warner;	0.10	\$575.00	\$57.50
2024-02-08	TMCELROY	Review interim SRD and discuss same with S. Warner; Finalize Trustee's affidavit; Assemble appendices to Sixth Report;	3.30	\$575.00	\$1,897.50
2024-02-08	BGELMAN	Review of Statement of Receipts and Disbursements; call with Tom McElroy re same; review and approval of Affidavit of Fees;	0.50	\$615.00	\$307.50
2024-02-08	SWARNER	Email and call with GFL regarding removal of banking info from account	0.50	\$465.00	\$232.50
2024-02-09	TMCELROY	Call with J. Turgeon (counsel) re Court hearing and Sixth Report;	0.40	\$575.00	\$230.00
2024-02-09	BGELMAN	email to Hanna and Virgil at TD bank to transfer funds and close accounts;	0.10	\$615.00	\$61.50
2024-02-10	TMCELROY	Review of counsel changes and comments to Sixth Report; Review of revised claims process Order prepared by counsel;	1.40	\$575.00	\$805.00
2024-02-10	BGELMAN	Review of draft report to Court and changes thereto, as well as draft claims bar date order; comments to counsel re same;	0.60	\$615.00	\$369.00
2024-02-12	BGELMAN	Call with Joel at Recon re next steps in relation to finalize court report; Review and finalize charts and changes to report; review and comments to Ancillary Order;	3.00	\$615.00	\$1,845.00
2024-02-13	BGELMAN	Call from Brendan Bissell re non-need for motion dealing with sale of property and registration on title;	0.20	\$615.00	\$123.00
2024-02-13	TMCELROY	Review and respond to correspondence from accountant;	0.10	\$575.00	\$57.50
2024-02-14	BGELMAN	Respond to email from Joel Turgeon re revised report to Court; Review, finalize and sign report to Court;	0.70	\$615.00	\$430.50
2024-02-14	TMCELROY	Voicemail from CRA officer re status of tax objection; Instruction to S. Warner re same; Review and respond to correspondence from counsel;	0.40	\$575.00	\$230.00
2024-02-21	BGELMAN	Prepare for and attend court hearing for Liquidator's motion;	0.50	\$615.00	\$307.50
2024-02-23	TMCELROY	Review of Endorsement of Justice Steele; Update case website; Review of Claim process Order and discuss next steps re claims process with B. Gelman;	1.90	\$575.00	\$1,092.50
2024-02-23	BGELMAN	Prepare and send National Post notice to Sarah at Post Media; instructions to Suzette and Mahmood re preparation of bankruptcies for 4 corporations per Court Order;	1.10	\$615.00	\$676.50

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Feb 29, 2024
Invoice No: 7001
Billing Through: Feb 29, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-02-28	TMCELROY	Comments to B. Gelman re status of claims process;	0.40	\$575.00	\$230.00
2024-02-28	SWARNER	Reviewed of tenant report and responded to email from Guardian Property	0.20	\$465.00	\$93.00
2024-02-28	BGELMAN	Review and approval of claims process email from Tom McElroy;	0.10	\$615.00	\$61.50
Total Fees:					\$9,107.50
HST/GST:					\$1,183.98

Summary by Staff:

	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bryan A. Gelman (Principal, CIRP LIT)	6.80	\$615.00	\$4,182.00
Suzette Warner (CFE, CPA, CGA, FCCA)	0.70	\$465.00	\$325.50
Tom McElroy (Director, CPA CBV CIRP LIT)	8.00	\$575.00	\$4,600.00

Disbursements:

Taxable Disbursements

PROMERIC FEE:	\$220.00
Total Disbursements:	\$220.00
HST/GST:	\$28.60

Amount Due This Invoice: \$10,540.08

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	\$9,327.50
TOTAL HST/GST:	\$1,212.58
TOTAL AMOUNT DUE:	\$10,540.08

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

HST No. 83741 9514 RT 0001

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Mar 31, 2024
Invoice No: 7068
Billing Through: Mar 31, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-03-01	TMCELROY	Draft and send emails to both S. McLaren and P. Deitrich re claims process;	0.40	\$575.00	\$230.00
2024-03-05	BGELMAN	Attend at TD Bank re closure of accounts and transfer of funds to Versabank accounts;	1.50	\$615.00	\$922.50
2024-03-05	JALBERT	attend at TD Bank downtown for closure of 3 bank accounts, obtain historical bank statements and withdraw remaining funds for trust.	2.50	\$650.00	\$1,625.00
2024-03-08	SWARNER	Reviewed cheques and account closure documents and instructions to D Cherniak re deposit	0.50	\$465.00	\$232.50
2024-03-09	SWARNER	Finalized year end accounting and prepared workbook for BDO	4.00	\$465.00	\$1,860.00
2024-03-10	BGELMAN	Review and approval of Bank Reconciliation for the month end January 31, 2024;	0.20	\$615.00	\$123.00
2024-03-12	BGELMAN	Review of email from Steve McLaren and respond to same re return of surplus funds;	0.40	\$615.00	\$246.00
2024-03-13	SWARNER	Reviewed legal bill and requisition payment	0.20	\$465.00	\$93.00
2024-03-19	JALBERT	Attend at TD Bank downtown for closure of bank account;	2.00	\$650.00	\$1,300.00
2024-03-19	BGELMAN	Attend at Td bank for further closure of account;	1.50	\$615.00	\$922.50
2024-03-19	SWARNER	Review of all four estates assigned in bankruptcy and required proof of claims and instructions to D Cherniak regarding bank accounts and transfer of funds to respectively bankruptcy estate	1.30	\$465.00	\$604.50
2024-03-20	BGELMAN	Review of claims submitted by Steve McLaren in relation to Parkview Homes Inc. and 1612328 Ontario Inc.; call with Suzette Warner re same; Email to Jason Becker at BDO re T3 estate return request;	0.70	\$615.00	\$430.50
2024-03-20	SWARNER	Reviewed proof of claims submitted under liquidation process; reconciliation and analysis of claim from 1612328 and detailed email to Steve McLaren regarding discrepancy in related party balances and requested verification	0.70	\$465.00	\$325.50
2024-03-25	BGELMAN	Attend call for T3 trust return;	0.30	\$615.00	\$184.50
2024-03-25	TMCELROY	Conference call with S. Warner, B. Gelman and A. Crowley (BDO) re T3 trust returns; Review of CRA claim filed for 182Co re claims process; Instructions to S. Warner re same;	0.60	\$575.00	\$345.00
2024-03-25	SWARNER	Meeting with BDO to discuss T3 return and prepared and documentation required	1.00	\$465.00	\$465.00
2024-03-26	SWARNER	Call from CRA to discuss file status and update on claims process	0.50	\$465.00	\$232.50

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Mar 31, 2024

Invoice No: 7068

Billing Through: Mar 31, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-03-27	TMCELROY	Email to counsel re claim filed by S. McLaren; Review Feb 21/24 Ancillary Order and Sixth report re treatment of surplus funds; Calculate accrued interest on surplus funds; Comments to B. Gelman re distribution to S. McLaren re surplus funds; Email to S. McLaren re surplus funds;	1.20	\$575.00	\$690.00
2024-03-28	TMCELROY	Review of claim process Order; Review of claims provided by S. McLaren related entities including information and documents associated with same; Discuss claims process with B. Gelman; Send claims package to two parties; Discuss claims process with S. Warner;	2.90	\$575.00	\$1,667.50
Total Fees:					\$12,499.50
HST/GST:					\$1,624.94

Summary by Staff:

	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bryan A. Gelman (Principal, CIRP LIT)	4.60	\$615.00	\$2,829.00
Joe E. Albert (CIRP, CPA, DIFA. LIT)	4.50	\$650.00	\$2,925.00
Suzette Warner (CFE, CPA, CGA, FCCA)	8.20	\$465.00	\$3,813.00
Tom McElroy (Director, CPA CBV CIRP LIT)	5.10	\$575.00	\$2,932.50

Disbursements:

Non-Taxable Disbursements

TRAVEL: \$36.00

Taxable Disbursements

PARKING: \$15.93

TRAVEL: \$42.00

Total Disbursements: \$93.93

HST/GST: \$7.53

Amount Due This Invoice: **\$14,225.90**

Invoice Summary:

TOTAL FEES AND DISBURSEMENTS:	\$12,593.43
TOTAL HST/GST:	\$1,632.47
TOTAL AMOUNT DUE:	\$14,225.90

Invoice

Invoice Date: Mar 31, 2024

Invoice No: 7068

Billing Through: Mar 31, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

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

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Apr 30, 2024
Invoice No: 7137
Billing Through: Apr 30, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-04-24	TMCELROY	Discuss claims process and tax filings with B. Gelman;	0.20	\$575.00	\$115.00
2024-04-01	TMCELROY	Email to S. McLaren re 'Surplus Funds'; Review of claims submitted by Steve McLaren including back up documentation;	1.80	\$575.00	\$1,035.00
2024-04-01	BGELMAN	Review and respond to email re reconciliation of accounts between Steve McLaren and Whitefield corp;	0.10	\$615.00	\$61.50
2024-04-02	TMCELROY	Conference call with Henry C., Garret M. and Steve McLaren re claim submitted by 1612328 Ontario Inc.; Discuss claims process with B. Gelman;	0.70	\$575.00	\$402.50
2024-04-02	BGELMAN	Call with Tom McElroy re claim filed by Steve McLaren and claims process;	0.20	\$615.00	\$123.00
2024-04-04	TMCELROY	Email to D. Nunes (counsel to P. Deitrich) re claims received to date; Email to counsel re proof of claims received to date; Review of additional documents and information provided by H. Climaco re claim of 161co.; Email to counsel re same;	1.30	\$575.00	\$747.50
2024-04-05	BGELMAN	Review of mutual release for release of deposit; call with Brendan Bissell re signing of release;	0.30	\$615.00	\$184.50
2024-04-05	SWARNER	Call with Forge Hamu to discuss tenant arrears collection and prepared reconciliation	0.90	\$465.00	\$418.50
2024-04-08	BGELMAN	Review and approval of reconciliation of amounts owing from Steve McLaren back to Whitefield to be set off against amounts owing to Steve for \$124k deposit;	0.20	\$615.00	\$123.00
2024-04-09	TMCELROY	Review and respond to correspondence from J. Turgeon (counsel); Email to CRA re status of claim filed; Review and sign notice of disallowance of claim filed by S. McLaren on behalf of Parkview Homes Inc.; Call with S. McLaren re disallowance of PHI claim; Issue notice of disallowance of PHI claim to S. McLaren;	1.10	\$575.00	\$632.50
2024-04-09	BGELMAN	Review and approval of notice of disallowance;	0.10	\$615.00	\$61.50
2024-04-10	TMCELROY	Update interest calculation on surplus funds; Approve disbursement of surplus funds; Email to S. McLean re surplus funds payment; Emails (2) to accountant re 2022 and 2023 T2 corporate income tax return;	0.60	\$575.00	\$345.00
2024-04-10	BGELMAN	Review of email re corporate tax and suggestion of pre-payment to avoid interest;	0.20	\$615.00	\$123.00

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Apr 30, 2024

Invoice No: 7137

Billing Through: Apr 30, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Date	Client	Description	Hours	Rate	Amount
2024-04-11	TMCELROY	Draft email to Steve McLaren re claim filed by 1612328 Ontario Inc.; Review of calculation prepared by accountant re capital gains tax calculated on sale of 888 Whitefield; Emails to/from accountant re same; Approval payment of installment and discuss banking matters with D. Cherniak; Instructions to S. Warner re follow up with CRA officer;	1.20	\$575.00	\$690.00
2024-04-11	BGELMAN	Review of tax memo re calculation of estimated corporate tax on sale of Whitefield;	0.20	\$615.00	\$123.00
2024-04-11	SWARNER	Call with CRA regarding payment of corporate tax	0.30	\$465.00	\$139.50
2024-04-12	TMCELROY	Prepare and post journal entry to record payment of surplus funds; Review and sign cheques (2); Review and consider correspondence from H. Climaco re claim filed by 161 co;	0.70	\$575.00	\$402.50
2024-04-12	BGELMAN	Review and approval of Bank Reconciliation for the month ended February 29, 2024;	0.20	\$615.00	\$123.00
2024-04-13	SWARNER	Year end accounting for all six corps;	4.50	\$465.00	\$2,092.50
2024-04-14	SWARNER	Year end accounting for all six corps;	7.10	\$465.00	\$3,301.50
2024-04-15	TMCELROY	Call with W. Rudiger re claims process and CRA intent to withdraw claim;	0.20	\$575.00	\$115.00
2024-04-16	TMCELROY	Review of CRA withdrawal of claim;	0.10	\$575.00	\$57.50
2024-04-19	TMCELROY	Email to W. Rudeger (CRA) re installment payment 2023 tax balance; Review and sign cheque;	0.30	\$575.00	\$172.50
2024-04-20	SWARNER	Year-end accounting	3.50	\$465.00	\$1,627.50
2024-04-22	TMCELROY	Draft email to counsel re partial disallowance of claim filed by 1612328 Ontario Inc.; Prepare notice of partial disallowance of claim filed by 1612328 Ontario Inc.;	1.20	\$575.00	\$690.00
2024-04-23	TMCELROY	Call with W. Rudegar re tax installment payment; Email to R. Rudegar (CRA) re same; Instructions to D. Cherniak re banking matters; Call with counsel re claim filed by 1612328 Ontario Inc.; Email to S. McLaren re notice of partial disallowance of claim;	0.90	\$575.00	\$517.50
2024-04-24	BGELMAN	Update call with Tom McElroy re disallowance and tax returns;	0.20	\$615.00	\$123.00
2024-04-25	TMCELROY	Review of correspondence from H. Climaco re amount of claim disallowed by Liquidator; Email to counsel re same; Email to D. Nunes (counsel to P. Deitrich) re status of claims process;	0.80	\$575.00	\$460.00
2024-04-25	SWARNER	Finalized accounting package	1.50	\$465.00	\$697.50
2024-04-26	BGELMAN	Meeting with Tom McElroy re flow of funds for amounts due from Steve McLaren from Whitefield sale, to Parkview Homes Inc. to 182 Corp;	0.30	\$615.00	\$184.50

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Jul 31, 2024
Invoice No: 7308
Billing Through: Jul 31, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-05-01	BGELMAN	Update with Tom McElroy re next steps in relation to flow of funds through Parkview Homes Inc.	0.10	\$615.00	\$61.50
2024-05-08	TMCELROY	Voicemail exchange with D. Nunes (counsel to P. Deitrich);	0.10	\$575.00	\$57.50
2024-05-15	SWARNER	email and telephone discussion with BDO regarding year end financial and provided additional documentation/clarification	1.00	\$465.00	\$465.00
2024-05-15	TMCELROY	Email from W. Rudeger (CRA); Email to W. Rudeger re liquidation process and payment of corporate tax in 182Co.;	0.40	\$575.00	\$230.00
2024-05-23	SWARNER	Reviewed legal bill of cost and instructions to D Cherniak re payment	0.50	\$465.00	\$232.50
2024-05-28	TMCELROY	Review and execute trust cheque;	0.10	\$575.00	\$57.50
2024-05-30	TMCELROY	Call with D. Nunes re status of liquidation proceedings; Comments to B. Gelman and counsel re same; Email to Karen B. (BDO) re status of draft financial statements and T2 corp. tax returns;	0.50	\$575.00	\$287.50
2024-06-03	SWARNER	File all HST returns for RT0002 for 2023 period and request closure of RT0002 for 1950941 ; prepared ad file RT0002 return for December 2023 for 1950979	3.20	\$465.00	\$1,488.00
2024-06-04	BGELMAN	Review and approval of bank reconciliation for the period ending April 30, 2023 (5 accounts);	0.20	\$615.00	\$123.00
2024-06-05	SWARNER	Pull documents and responded to email from BDO	0.50	\$465.00	\$232.50
2024-06-06	SWARNER	Call with CRA to review 2022 NOA for all six corp and request copy mail; email to BDO re call with CRA	0.50	\$465.00	\$232.50
2024-06-10	TMCELROY	Review of 2023 financial statements and T2 corp. tax returns for all six companies prepared by BDO; Email to accountant (BDO);	1.40	\$575.00	\$805.00
2024-06-10	SWARNER	Reviewed 2023 draft financial for all six corporations	1.00	\$465.00	\$465.00
2024-06-11	TMCELROY	Conference call with K. Auger and J. Mander (BDO) and S. Warner re 2023 financial and T2; Review and respond to correspondence from D. Nunes (counsel to P. Deitrich); Comments to B. Gelman re D. Nunes request for distribution of funds to shareholders;	1.30	\$575.00	\$747.50
2024-06-11	SWARNER	Meeting T McElroy and BDO team to review 2023 financials for group	1.00	\$465.00	\$465.00
2024-06-12	TMCELROY	Call with S. McLaren; Comments to B. Gelman re next steps; Call with B. Gelman and B. Bissell (counsel) re next steps re process for liquidating and dissolving two remaining companies; Review and sign 2023 T2 corp. income tax returns for all six companies;	1.10	\$575.00	\$632.50

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Jul 31, 2024

Invoice No: 7308

Billing Through: Jul 31, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-06-13	TMCELROY	Email to D. Nunes; Email to S. McLaren re inter-company shareholder loan; Email to W. Rudiger (CRA) re refund; Voicemail from W. Rudiger (CRA) re o/s HST returns; Discuss same with S. Warner;	0.60	\$575.00	\$345.00
2024-06-13	SWARNER	Retrieved and review final version of 2023 financial statements for all six companies ; reviewed and approved invoice and requisition payment	1.00	\$465.00	\$465.00
2024-06-16	SWARNER	Accounting for January to May 2024 and HST returns	6.00	\$465.00	\$2,790.00
2024-06-18	TMCELROY	Review and sign estate trust cheques (6);	0.20	\$575.00	\$115.00
2024-06-19	TMCELROY	Update consolidated trial balance summary; Call with B. Bissell; Conference call with B. Bissell, J. Larry and S. McLaren; Draft email to S. McLaren re process to complete liquidation and wind up of companies;	1.70	\$575.00	\$977.50
2024-06-20	TMCELROY	Review and respond to correspondence from H. Climaco (accountant to S. McLaren);	0.20	\$575.00	\$115.00
2024-06-21	TMCELROY	Call with B. Bissell to discuss method for resolving inter-company loans and next steps re liquidation and dissolution of companies; Draft email to S. McLaren re steps to resolve inter-company loans;	0.60	\$575.00	\$345.00
2024-06-24	BGELMAN	Review of intercompany loan summary and emails with Steve McLaren;	0.20	\$615.00	\$123.00
2024-06-26	TMCELROY	Email to W. Rudeger (CRA) re status of corporate tax refund;	0.20	\$575.00	\$115.00
2024-06-27	TMCELROY	Review of notices of assessment; Email to account re next steps re final T2 corp. income tax returns;	0.30	\$575.00	\$172.50
2024-07-02	SWARNER	Call with CRA auditor regarding HST audit	0.50	\$465.00	\$232.50
2024-07-03	SWARNER	Reviewed income tax assessments for all six corp as per filing done by BDO	0.60	\$465.00	\$279.00
2024-07-04	SWARNER	Reviewed property tax bill for 4 Eldo Crt and requisition payment	0.40	\$465.00	\$186.00
2024-07-05	BGELMAN	Review and approval of May 31, 2024 bank reconciliation;	0.30	\$615.00	\$184.50
2024-07-07	TMCELROY	Email to B. Bissell re one-foot reserves and other matters;	0.40	\$575.00	\$230.00
2024-07-08	TMCELROY	Discuss sales process re one-foot reserves with B. Gelman;	0.20	\$575.00	\$115.00
2024-07-09	TMCELROY	Review and sign estate trust cheque;	0.10	\$575.00	\$57.50
2024-07-10	TMCELROY	Draft email to each of S. McLaren and P. Deitrich re sale of one foot reserves; Review of correspondence from CRA re HST examination;	0.60	\$575.00	\$345.00

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Jul 31, 2024
Invoice No: 7308
Billing Through: Jul 31, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Date	Staff	Description	Hours	Rate	Amount
2024-07-11	BGELMAN	Review and respond to proposed emails to Steve McLaren re process to obtain discharge;	0.30	\$615.00	\$184.50
2024-07-11	TMCELROY	Emails to both S. McLaren and D. Nunes re steps to complete liquidation proceedings;	0.30	\$575.00	\$172.50
2024-07-12	SWARNER	Reviewed CRA audit request ; prepared letter in response to audit request and collate all relevant supporting documents	3.50	\$465.00	\$1,627.50
2024-07-16	TMCELROY	Review and sign estate trust cheque;	0.10	\$575.00	\$57.50
2024-07-19	TMCELROY	Discuss process to sell "one foot reserves" with B. Gelman and B. Bissell; Emails to each of Steve M., Paul D. and representative of Danhew Holdings re sale of 'one foot reserves';	0.60	\$575.00	\$345.00
2024-07-20	SWARNER	Finalized HST Audit response and collate exhibits	2.50	\$465.00	\$1,162.50
2024-07-31	BGELMAN	Prepare for meeting with Tom McElroy and Brendan Bissell re final discharge of liquidation and bankruptcy files; Attend meeting re same;	1.20	\$615.00	\$738.00
2024-07-31	TMCELROY	Conference call with B. Bissell and B. Gelman to discuss resolution to inter-company loan matter; Email to S. McLaren re same;	0.80	\$575.00	\$460.00

Total Fees: \$18,522.50
HST/GST: \$2,466.04

Summary by Staff:

Staff	Hours	Rate	Amount
Bryan A. Gelman (Principal, CIRP LIT)	2.30	\$615.00	\$1,414.50
Suzette Warner (CFE,CPA,CGA,FCCA)	22.20	\$465.00	\$10,323.00
Tom McElroy (Director, CPA CBV CIRP LIT)	11.80	\$575.00	\$6,785.00

Disbursements:

Taxable Disbursements

POSTAGE: \$2.88

Total Disbursements: \$2.88
HST/GST: \$0.38

Amount Due This Invoice: \$21,438.80

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Jul 31, 2024

Invoice No: 7308

Billing Through: Jul 31, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Invoice Summary:

TOTAL FEES AND DISBURSEMENTS:	\$18,525.38
TOTAL HST/GST:	\$2,466.42
TOTAL AMOUNT DUE:	\$21,438.80

Payment of this account is due on receipt
HST Registration # 83741 9514 RT001

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Aug 31, 2024
Invoice No: 7406
Billing Through: Aug 31, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-08-09	TMCELROY	Meeting with S. Warner and B. Gelman to discuss inter-company payables and treatment of same and other matters	0.40	\$575.00	\$230.00
2024-06-12	BGELMAN	Attend call with Brendan Bissell and Tom McElroy to discuss final process for court approval and final distribution;	0.50	\$615.00	\$307.50
2024-07-24	SWARNER	Call from CRA auditor re HST audit	0.30	\$465.00	\$139.50
2024-08-01	TMCELROY	Conference call with S. McLaren, G. McLaren and H. Climaco re inter-company loans between various companies;	0.40	\$575.00	\$230.00
2024-08-02	BGELMAN	Review and approval of bank reconciliation for statement dated June 30, 2024 (multiple accounts);	0.20	\$615.00	\$123.00
2024-08-04	SWARNER	Accounting for Group all six companies: Posting of year-end adjusting entries from BDO; posting of posting and reconciliation as per bankruptcy of the four related companies and prepared GL to the date of bankruptcy for the four bankrupt companies	8.00	\$465.00	\$3,720.00
2024-08-06	TMCELROY	Email to counsel re next steps re inter-company loans and Court hearing;	0.20	\$575.00	\$115.00
2024-08-07	BGELMAN	Review and approval of inter company transfers;	0.30	\$615.00	\$184.50
2024-08-07	TMCELROY	Review and sign EFT transfers (2);	0.20	\$575.00	\$115.00
2024-08-09	SWARNER	Meeting with T McElroy & B Gelman to discuss file status in relation to the four bankrupt estates	0.50	\$465.00	\$232.50
2024-08-09	BGELMAN	Attend conference call with Tom McElroy and Suzette Warner to discuss next steps in relation to liquidation and bankruptcies;	0.50	\$615.00	\$307.50
2024-08-13	TMCELROY	Review and sign estate trust cheque;	0.10	\$575.00	\$57.50
2024-08-13	BGELMAN	Review and approval of bank reconciliation for the month ending July 31, 2024 (multiple bank recs)	0.20	\$615.00	\$123.00
2024-08-14	SWARNER	Call from CRA HST auditor to discussed proposed disallowance of ITC	0.50	\$465.00	\$232.50
2024-08-16	TMCELROY	Voicemail from W. Rudeger (CRA); Email to W. Rudeger re payment of 182Co. corporate income tax liability;	0.30	\$575.00	\$172.50
2024-08-19	TMCELROY	Review and consider correspondence from D. Nunes; Email to counsel;	0.20	\$575.00	\$115.00
2024-08-21	BGELMAN	Review of HST examination letter for ITC's claim;	0.10	\$615.00	\$61.50
2024-08-21	SWARNER	Reviewed and considered CRA proposed HST audit adjustments; Email to BDO for opinion on CRA proposed audit adjustments ; reviewed legal bill from lawyer and	0.60	\$465.00	\$279.00

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Aug 31, 2024
Invoice No: 7406
Billing Through: Aug 31, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Date	Staff	Description	Hours	Rate	Amount
2024-08-21	TMCELROY	Review and consider correspondence from D. Nunes; Email to S. McLaren re withdrawal of claim of 211Co.; Draft Seventh Report to Court;	3.20	\$575.00	\$1,840.00
2024-08-22	TMCELROY	Continue drafting Seventh Report to Court; Review and sign estate trust cheque;	5.70	\$575.00	\$3,277.50
2024-08-23	TMCELROY	Continue drafting Seventh Report; Prepare Liquidators affidavit;	5.30	\$575.00	\$3,047.50
2024-08-26	TMCELROY	Conference call with K. Garth (BDO) and S. Warner re HST reassessment;	0.40	\$575.00	\$230.00
2024-08-26	SWARNER	Meeting with BDO to discuss CRA proposed adjustments re HST audit	0.50	\$465.00	\$232.50
2024-08-27	TMCELROY	Call with B. Fenton re sale of one-foot reserves;	0.20	\$575.00	\$115.00
				Total Fees:	\$15,488.00
				HST/GST:	\$2,013.44

Summary by Staff:

Staff	Hours	Rate	Amount
Bryan A. Gelman (Principal, CIRP LIT)	1.80	\$615.00	\$1,107.00
Suzette Warner (CFE,CPA,CGA,FCCA)	10.40	\$465.00	\$4,836.00
Tom McElroy (Director, CPA CBV CIRP LIT)	16.60	\$575.00	\$9,545.00

Disbursements:

Taxable Disbursements

POSTAGE:	\$0.98
Total Disbursements:	\$0.98
HST/GST:	\$0.13

Amount Due This Invoice: \$17,502.55

Invoice Summary:

TOTAL FEES AND DISBURSEMENTS:	\$15,488.98
TOTAL HST/GST:	\$2,013.57
TOTAL AMOUNT DUE:	\$17,502.55

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

HST No. 83741 9514 RT 0001

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Nov 30, 2024
Invoice No: 7609
Billing Through: Nov 30, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-09-03	TMCELROY	Email from B. Fenton re purchase of one-foot reserves; Email to B. Bissell re same; Review and respond to correspondence from Brian Fenton re sale of one-foot reserves; Email to/from counsel re one-foot reserves;	0.50	\$575.00	\$287.50
2024-09-09	TMCELROY	Discuss status of and steps for discharge with B. Gelman; Email to counsel;	0.20	\$575.00	\$115.00
2024-09-10	TMCELROY	Review and sign estate trust account cheque; Review and respond to correspondence from B. Fenton re sale of one-foot reserves;	0.30	\$575.00	\$172.50
2024-09-11	TMCELROY	Voicemail exchange with S. McLaren;	0.10	\$575.00	\$57.50
2024-09-11	RBUBNIC	Prepared bank reconciliation for August 2024.	0.10	\$335.00	\$33.50
2024-09-11	BGELMAN	Review and approval of bank reconciliation for the month ended August 31, 2024;	0.20	\$615.00	\$123.00
2024-09-12	TMCELROY	Call with S. McLaren re sale of one-foot reserves;	0.20	\$575.00	\$115.00
2024-09-13	SWARNER	Call from CRA officer to discuss HST audit	0.50	\$465.00	\$232.50
2024-09-23	TMCELROY	Email to B. Fenton;	0.10	\$575.00	\$57.50
2024-09-26	TMCELROY	Review of estate trust balances; Review and respond to correspondence from D. Nunes;	0.40	\$575.00	\$230.00
2024-10-01	TMCELROY	Review and respond to correspondence from D. Nunes; Review of CRA HST audit adjustment letter;	0.70	\$575.00	\$402.50
2024-10-01	SWARNER	Received and reviewed letter from CRA re audit review	0.20	\$465.00	\$93.00
2024-10-02	TMCELROY	Discuss banking matters with I. Chen; Email to B. Fenton re sale of one-foot reserves; Email to counsel re same;	0.40	\$575.00	\$230.00
2024-10-09	RBUBNIC	Prepared bank reconciliation for September 2024	0.10	\$335.00	\$33.50
2024-10-12	BGELMAN	Review and approval of multiple September 30, 2024 bank reconciliations;	0.30	\$615.00	\$184.50
2024-10-21	TMCELROY	Email to counsel re sale of one-foot reserves; Review of solicitors account; Approve disbursement;	0.20	\$575.00	\$115.00
2024-10-22	TMCELROY	Review and sign estate trust cheque;	0.10	\$575.00	\$57.50
2024-11-01	TMCELROY	Email to counsel re one-foot reserves;	0.10	\$575.00	\$57.50
2024-11-08	RBUBNIC	Prepared October 2024 bank reconciliation.	0.10	\$335.00	\$33.50
2024-11-11	BGELMAN	Review and approval of bank reconciliation for the month end October 31, 2024;	0.20	\$615.00	\$123.00
2024-11-15	BGELMAN	Call with Brendan Bissell re next steps;	0.20	\$615.00	\$123.00
2024-11-15	TMCELROY	Discuss next steps re dissolution and distribution with counsel; Review and respond to correspondence from B. Fenton;	0.40	\$575.00	\$230.00
2024-11-19	TMCELROY	Voicemail from W. Rudger (CRA) re corp tax debt in 182Co.;	0.10	\$575.00	\$57.50
2024-11-19	BGELMAN	Call from Paul Dietrich;	0.10	\$615.00	\$61.50

Albert Gelman Inc. - 250 Ferrand Drive, Suite 403 Toronto, ON, M3C 3G8 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Invoice

Invoice Date: Nov 30, 2024

Invoice No: 7609

Billing Through: Nov 30, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-11-20	TMCELROY	Internal meeting with S. Warner and B. Gelman to discuss next steps re dissolution and discharge as Liquidator;	0.50	\$575.00	\$287.50
2024-11-20	BGELMAN	Attend team call with Suzette Warner and Tom McElroy re final distribution and process;	0.30	\$615.00	\$184.50
2024-11-20	SWARNER	Meeting with B Gelman & T McElroy to discuss file administration and next steps	0.50	\$465.00	\$232.50
2024-11-25	TMCELROY	Review and sign estate trust cheques;	0.10	\$575.00	\$57.50
2024-11-27	BGELMAN	Calls with Paul D. re timing of court date; call with Brendan Bissell re update;	0.20	\$615.00	\$123.00
2024-11-29	TMCELROY	Email to counsel re sale of one-foot reserves; Call with S. McLaren re update re liquidation proceedings;	0.30	\$575.00	\$172.50
Total Fees:					\$4,283.50
HST/GST:					\$556.86

Summary by Staff:

	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bryan A. Gelman (Principal, CIRP LIT)	1.50	\$615.00	\$922.50
Robert Bubnic (Senior Estate Administrator)	0.30	\$335.00	\$100.50
Suzette Warner (CFE, CPA, CGA, FCCA)	1.20	\$465.00	\$558.00
Tom McElroy (Director, CPA CBV CIRP LIT)	4.70	\$575.00	\$2,702.50

Disbursements:

Taxable Disbursements

POSTAGE: \$0.98

Total Disbursements: \$0.98

HST/GST: \$0.13

Amount Due This Invoice: **\$4,841.47**

Invoice Summary:

TOTAL FEES AND DISBURSEMENTS:	\$4,284.48
TOTAL HST/GST:	\$556.99
TOTAL AMOUNT DUE:	\$4,841.47

Payment of this account is due on receipt

Invoice

Invoice Date: Nov 30, 2024

Invoice No: 7609

Billing Through: Nov 30, 2024

File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

HST Registration # 83741 9514 RT001

1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
 c/o Albert Gelman Inc., Court-Appointed Liquidator
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Dec 31, 2024
Invoice No: 7698
Billing Through: Dec 31, 2024
File ID: PARKVIEWLIQUIDATION

Re: Court Appointed Liquidation

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
2024-12-10	TMCELROY	Review and sign estate trust cheque;	0.10	\$575.00	\$57.50
2024-12-10	RBUBNIC	Prepared November 2024 bank reconciliation.	0.10	\$335.00	\$33.50
2024-12-11	TMCELROY	Instructions to S. Warner re corp. income tax balance in 182Co.;	0.10	\$575.00	\$57.50
2024-12-12	TMCELROY	Review and sign estate trust cheques;	0.10	\$575.00	\$57.50
2024-12-12	SWARNER	Call with CRA to review and confirm balances on account for 1950979 and 1827403 ; Updated account with payments; requisition payment ; prepared letters to CRA to accompany cheques	1.50	\$465.00	\$697.50
2024-12-19	TMCELROY	Email to B. Bissell re sale docs re one-foot reserves; Email to B. Fenton (purchaser) re same;	0.20	\$575.00	\$115.00
2024-12-31	TMCELROY	Continue drafting Seventh report to Court; Prepare Trustee's Affidavit; Instructions to S. Warner re Final SRD;	7.40	\$575.00	\$4,255.00
Total Fees:					\$5,273.50
HST/GST:					\$685.56

Summary by Staff:

	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert Bubnic (Senior Estate Administrator)	0.10	\$335.00	\$33.50
Suzette Warner (CFE,CPA,CGA,FCCA)	1.50	\$465.00	\$697.50
Tom McElroy (Director, CPA CBV CIRP LIT)	7.90	\$575.00	\$4,542.50
Amount Due This Invoice:			\$5,959.06

Invoice Summary:	
TOTAL FEES AND DISBURSEMENTS:	\$5,274.48
TOTAL HST/GST:	\$685.56
TOTAL AMOUNT DUE:	\$5,959.06

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

HST No. 83741 9514 RT 0001

APPENDIX G

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER SECTIONS 207, 209 AND 210 OF THE *BUSINESS CORPORATIONS ACT*, R.S.O. 1990, c. B.16

FEE AFFIDAVIT

**AFFIDAVIT OF R. BRENDAN BISSELL
(sworn January 23, 2025)**

I, **R. BRENDAN BISSELL**, of the City of Toronto, hereby MAKE OATH AND SAY:

1. I am a barrister and solicitor qualified to practice in the Province of Ontario and am a partner at the law firm of Reconstruct LLP and therefore have knowledge of the matters in this affidavit. Where this affidavit is based on information and belief, I have stated the source of that information and believe it to be true.
2. Reconstruct LLP are lawyers of record for Albert Gelman Inc. in its capacity as the Court-appointed liquidator (the "**Liquidator**") of the assets and estates of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.
3. Attached as **Exhibit "A"** to this affidavit are copies of the invoices rendered by Reconstruct LLP to the Liquidator for fees and disbursements incurred by Reconstruct LLP in this proceeding for the period from February 1, 2024 to December 31, 2024.

4. The accounts attached at **Exhibit "A"** are comprised of hours docketed by the following timekeepers at Reconstruct LLP with the corresponding hourly rates:

R. Brendan Bissell	\$640.00
Caitlin Fell	\$650.00
Joel Turgeon	\$505.00
Joel Turgeon	\$485.00
Simran Joshi	\$405.00
Simran Joshi	\$325.00

The average hourly rate charged for the invoices set out in Exhibit "A" is \$501.67.

5. Attached as **Exhibit "B"** to this Affidavit is a schedule summarizing each entry in Exhibit "A", the total billable hours charged and the total fees charged.

6. To the best of my knowledge the rates charged by Reconstruct LLP throughout the course of this proceeding are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.

7. The hourly billing rates outlined above are comparable to the hourly rates charged by Reconstruct LLP for services rendered in relation to similar proceedings.

8. The Liquidator has outlined the remaining steps necessary to complete its administration in this proceeding in its Seventh Report. I estimate that the possible legal fees to complete those steps may be \$30,000 plus HST and support the Liquidator's request for approval of an accrual in that amount against which our firm's actual invoices may be paid.

9. I make this affidavit in support of a motion by the Liquidator for, among other things, approval of the fees and disbursements of Reconstruct LLP as counsel for the Liquidator for the period from February 1, 2024 to December 31, 2024.

This is **Exhibit "A"** referred to in the Affidavit of **R. Brendan Bissell**
SWORN REMOTELY by R. BRENDAN BISSELL
stated as being located in the City of Toronto in the Province of Ontario
before me at the City of Toronto, in the Province of Ontario
this 23rd day of January, 2025,
in accordance with O. Reg 431/20,
Administering Oath or Declaration Remotely.

Signed by:

Simran Joshi

0D0B645B0A0E404...

A Commissioner, etc.
Simran Joshi

**INVOICE**

Invoice # 496055
Date: 03/11/2024
Due On: 04/10/2024

120 Adelaide Street West, Suite 2500
Toronto, ON
M5H 1T1
T: 416.613.8280
F: 416.613.8290

Albert Gelman Inc.
250 Ferrand Drive
Suite 403
Toronto, ON
M3C 3G8

00266-Albert Gelman Inc.**Liquidation of 1950941 Ontario Inc.****Services**

Date	Description	Hours	Rate	Total	LP
02/01/2024	Correspondence among counsel re: upcoming liquidator's motion and related matters.	0.20	\$485.00	\$97.00	JT
02/02/2024	Emails with B. Gelman re: issues for the next report and court hearing.	0.20	\$640.00	\$128.00	BB
02/05/2024	Working session with client team re: upcoming motion, finalization of materials, and related matters.	0.40	\$485.00	\$194.00	JT
02/05/2024	Attend call with Milestone's final security reviews and email to B. Gelman re: same.	1.40	\$650.00	\$910.00	CF
02/08/2024	Draft claims process order-related verifications and tasks.	2.50	\$485.00	\$1,212.50	JT
02/09/2024	Draft Sixth Report of Liquidator-related review of documentation and correspondence-related verifications, correspondence and call with T. McElroy.	5.50	\$485.00	\$2,667.50	JT
02/12/2024	Final review and finalization of Sixth Report-call with B. Gelman re: same.	0.60	\$485.00	\$291.00	JT
02/12/2024	Draft ancillary order re: February 21 motion.	0.30	\$485.00	\$145.50	JT
02/12/2024	Draft notice of motion re: February 21 motion.	0.40	\$485.00	\$194.00	JT
02/13/2024	Review of and revisions to draft notice of motion, draft sixth report, draft claims process order, draft ancillary	1.10	\$640.00	\$704.00	BB

	order, and draft fee approval affidavit. □email to J. Turgeon re: finali□ing same.					
02/14/2024	Draft motion record, format and finali□e same in accordance with electronic filing rules and best practices, serve and upload same□related correspondence with court.	0.40	\$485.00	\$194.00	JT	
02/15/2024	Draft factum in support of Liquidator□s motion for a claims process order and ancillary relief□related legal research and verifications into claims processes in OBCA liquidation proceedings□attendant documentary verifications and tasks.	4.00	\$485.00	\$1,940.00	JT	
02/16/2024	Finali□e factum in support of Liquidator□s motion for a claims process order and ancillary relief□incorporate B. Bissell□s comments on same□serve same in compliance with electronic filing rules and best practices□related tasks.	2.00	\$485.00	\$970.00	JT	
02/16/2024	Review of and email to J. Turgeon re: draft factum for the Feb. 21, 2024 motion□telephone call with D. Nunes re: issues for the realtor□s claims and options for proceeding with same.	0.80	\$640.00	\$512.00	BB	
02/20/2024	Telephone call with J. Larry re: issues for distribution of funds and return of the \$124□ capital reserve.	0.40	\$640.00	\$256.00	BB	
02/21/2024	Prepare for and represent liquidator at hearing on liquidator□s motion for a claims process order and other relief□correspondence with court re: draft orders□review endorsement made□serve orders and endoresment□related tasks and correspondence.	1.50	\$485.00	\$727.50	JT	
				Quantity Subtotal	21.7	
				Services Subtotal	\$11□43.00	

Expenses

Date	Type	Description	Quantity	Rate	Total	Total
02/15/2024	Expense	Court Filing: Filing Motion Record and Lawyer□s Certificate of Service with the Court.	1.00	\$339.00	\$339.00	\$383.07
02/27/2024	Expense	Professional Services: LLF Lawyers Invoice 140125 - February 26, 2024: professional services	1.00	\$1,728.90	\$1,728.90	\$1,953.66
				Expenses Subtotal	\$2□067.90	

Time Keeper	Hours	Rate	Total
Brendan Bissell	2.5	\$640.00	\$1,600.00

Caitlin Fell	1.4	\$650.00	\$910.00
Joel Turgeon	17.8	\$485.00	\$8,633.00
Quantity Total			21.7
Subtotal			\$13,210.90
Tax (13.0%)			\$1,717.42
Total			\$14,928.32
Payment (04/25/2024)			-\$14,928.32
Balance Owing			\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
496055	04/10/2024	\$14,928.32	\$14,928.32	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days.

HST No.: 737783274 RT 0001



INVOICE

Invoice # 496175
 Date: 04/14/2024
 Due On: 05/14/2024

120 Adelaide Street West, Suite 2500
 Toronto, ON
 M5H 1T1
 T: 416.613.8280
 F: 416.613.8290

Albert Gelman Inc.
 250 Ferrand Drive
 Suite 403
 Toronto, ON
 M3C 3G8

00266-Albert Gelman Inc.

Liquidation of 1950941 Ontario Inc.

Date	Description	Hours	Rate	Total	LP
03/06/2024	Review of the Briefing Note of the Applicant for the March 6 case conference preparation for and attendance at case conference room meeting thereafter with D. Nunes and G. Weedon re: procedures for handling the real estate commission claims.	1.10	\$640.00	\$704.00	BB
03/26/2024	Emails with D. Nunes re: settlement of the real estate agent's claims and signature of a release re: same.	0.20	\$640.00	\$128.00	BB
03/27/2024	Emails with D. Nunes and T. McElroy re: no need to file an equity claim in the claims process.	0.20	\$640.00	\$128.00	BB
Quantity Subtotal					1.5

Time Keeper	Hours	Rate	Total
Brendan Bissell	1.5	\$640.00	\$960.00
Quantity Total			1.5
Subtotal			\$960.00
Tax (13.0%)			\$124.80
Total			\$1,084.80
Payment (04/25/2024)			-\$1,084.80
Balance Owing			\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
496175	05/14/2024	\$1,084.80	\$1,084.80	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days.

HST No.: 737783274 RT 0001



INVOICE

Invoice # 496242
 Date: 05/13/2024
 Due On: 06/12/2024

120 Adelaide Street West, Suite 2500
 Toronto, ON
 M5H 1T1
 T: 416.613.8280
 F: 416.613.8290

Albert Gelman Inc.
 250 Ferrand Drive
 Suite 403
 Toronto, ON
 M3C 3G8

00266-Albert Gelman Inc.

Liquidation of 1950941 Ontario Inc.

Date	Description	Hours	Rate	Total	LP
04/02/2024	Review of draft release from G. Weedon emails with D. Nunes and him re: same.	0.30	\$640.00	\$192.00	BB
04/04/2024	Review and memo to T. McElroy re: claims in sale process and related questions.	0.30	\$485.00	\$145.50	JT
04/04/2024	Emails with D. Nunes re: CRA involvement in the claims process.	0.20	\$640.00	\$128.00	BB
04/09/2024	Review claim, draft notice of disallowance and related correspondence and verifications.	0.50	\$485.00	\$242.50	JT
04/23/2024	Correspondence and call with T. McElroy re: disallowance of claim.	0.30	\$505.00	\$151.50	JT
04/25/2024	Correspondence with T. McElroy re: disclaimed claims in claims process.	0.20	\$505.00	\$101.00	JT
Quantity Subtotal					1.8

Time Keeper	Hours	Rate	Total
Brendan Bissell	0.5	\$640.00	\$320.00
Joel Turgeon	0.5	\$505.00	\$252.50
Joel Turgeon	0.8	\$485.00	\$388.00
Quantity Total			1.8

Invoice # 496242 - 05/13/2024

Subtotal	\$960.50
Tax (13.0%)	\$124.87
Total	\$1 085.37
Payment (06/07/2024)	-\$1 085.37
Balance Owing	\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
496242	06/12/2024	\$1,085.37	\$1,085.37	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days.

HST No.: 737783274 RT 0001



INVOICE

Invoice # 496408
 Date: 07/05/2024
 Due On: 08/04/2024

120 Adelaide Street West, Suite 2500
 Toronto, ON
 M5H 1T1
 T: 416.613.8280
 F: 416.613.8290

Albert Gelman Inc.
 250 Ferrand Drive
 Suite 403
 Toronto, ON
 M3C 3G8

00266-Albert Gelman Inc.

Liquidation of 1950941 Ontario Inc.

Date	Description	Hours	Rate	Total	LP
06/11/2024	Review of email from T. McElroy re: request by D. Nunes for an interim distribution and issues with same. Analysis of issues. Reply email re: same.	0.40	\$640.00	\$256.00	BB
06/12/2024	Teams meeting with B. Gelman and T. McElroy re: request from the shareholders for an interim distribution, issues with same, and next steps to attempt to complete administration of the estates.	0.60	\$640.00	\$384.00	BB
06/19/2024	Teams meeting with B. Gelman, T. McElroy, S. McLaren and J. Larry re: options for resolving the amounts owing by Parkview Homes and decisions re: same.	0.60	\$640.00	\$384.00	BB
06/20/2024	Emails with D. Nunes and G. Weedon re: resolution of the June 24 motion. Email to the court re: same.	0.30	\$640.00	\$192.00	BB
06/21/2024	Teams meeting with T. McElroy re: remaining steps in the liquidation and communications to shareholders re: same.	0.70	\$640.00	\$448.00	BB
Quantity Subtotal					2.6

Time Keeper	Hours	Rate	Total
Brendan Bissell	2.6	\$640.00	\$1,664.00
Quantity Total			2.6
Subtotal			\$1,664.00

Invoice # 496408 - 07/05/2024

Tax (13.0%)	\$216.32
Total	\$1,880.32
Payment (07/30/2024)	-\$1,880.32
Balance Owing	\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
496408	08/04/2024	\$1,880.32	\$1,880.32	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days. 10.0% simple annual interest will be charged every 30 days.

HST No.: 737783274 RT 0001



INVOICE

Invoice # 496551
 Date: 08/07/2024
 Due On: 09/06/2024

120 Adelaide Street West, Suite 2500
 Toronto, ON
 M5H 1T1
 T: 416.613.8280
 F: 416.613.8290

Albert Gelman Inc.
 250 Ferrand Drive
 Suite 403
 Toronto, ON
 M3C 3G8

00266-Albert Gelman Inc.

Liquidation of 1950941 Ontario Inc.

Date	Description	Hours	Rate	Total	LP
07/12/2024	Review of email from L. Nguyen re: issues with registration of the approval and vesting order on 888 Whitefield. Telephone call with her re: same. Telephone call with B. Gelman re: issues with the one foot reserves held by the 182 company.	0.60	\$640.00	\$384.00	BB
07/31/2024	Teams meeting with T. McElroy and B. Gelman re: approaches and issues for resolution of distribution and liquidation issues.	0.60	\$640.00	\$384.00	BB
Quantity Subtotal					1.2

Time Keeper	Hours	Rate	Total
Brendan Bissell	1.2	\$640.00	\$768.00
Subtotal			\$768.00

Interest

Type	Date	Description	Total
Interest	09/07/2024	Interest on overdue invoice #496551	\$7.13

Interest Subtotal	\$7.13
Quantity Total	1.2
Subtotal	\$768.00
Tax (13.0%)	\$99.84
Interest	\$7.13
Total	\$874.97
Payment (09/10/2024)	-\$867.84
Payment (12/23/2024)	-\$7.13
Balance Owing	\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
496551	09/06/2024	\$874.97	\$874.97	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days. 10.0% simple annual interest will be charged every 30 days.

HST No.: 737783274 RT 0001



INVOICE

Invoice # 496864
 Date: 10/07/2024
 Due On: 11/06/2024

120 Adelaide Street West, Suite 2500
 Toronto, ON
 M5H 1T1
 T: 416.613.8280
 F: 416.613.8290

Albert Gelman Inc.
 250 Ferrand Drive
 Suite 403
 Toronto, ON
 M3C 3G8

00266-Albert Gelman Inc.

Liquidation of 1950941 Ontario Inc.

Date	Description	Hours	Rate	Total	LP
08/07/2024	Emails with T. McElroy and A. Gelman re: form of withdrawal of claim.	0.10	\$640.00	\$64.00	BB
09/03/2024	Emails with T. McElroy re: proposed sale of 1 foot reserves and issues with same.	0.40	\$640.00	\$256.00	BB
09/19/2024	Review of emails from D. Nunes re: questions on issues in the liquidation and telephone call with him re: same.	0.70	\$640.00	\$448.00	BB
Quantity Subtotal					1.2

Time Keeper	Hours	Rate	Total
Brendan Bissell	1.2	\$640.00	\$768.00
Subtotal			\$768.00

Interest

Type	Date	Description	Total
Interest	11/07/2024	Interest on overdue invoice #496864	\$7.13
Interest Subtotal			\$7.13

Invoice # 496864 - 10/07/2024

Quantity Total	1.2
Subtotal	\$768.00
Tax (13.0%)	\$99.84
Interest	\$7.13
Total	\$874.97
Payment (11/11/2024)	-\$867.84
Credit Note	-\$7.13
Balance Owing	\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
496864	11/06/2024	\$874.97	\$874.97	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days. 10.0% simple annual interest will be charged every 30 days.

HST No.: 737783274 RT 0001



INVOICE

Invoice # 497192
 Date: 12/06/2024
 Due On: 01/05/2025

120 Adelaide Street West, Suite 2500
 Toronto, ON
 M5H 1T1
 T: 416.613.8280
 F: 416.613.8290

Albert Gelman Inc.
 250 Ferrand Drive
 Suite 403
 Toronto, ON
 M3C 3G8

00266-Albert Gelman Inc.

Liquidation of 1950941 Ontario Inc.

Date	Description	Hours	Rate	Total	LP
11/15/2024	Telephone call with B. Gelman and T. McElroy re: steps necessary to complete administration including flowing funds through the bankruptcies of 1950941 Ontario and Parkview Homes in order to pay taxes owing by 1827403 Ontario.	0.60	\$640.00	\$384.00	BB
11/21/2024	Correspondence with L. Rivers re getting court time for discharge and dissolution hearing. Correspondence with D. Nunes and J. Larry. Updating request form.	0.20	\$405.00	\$81.00	SJ
11/21/2024	Voicemail to D. Nunes re: timing of remaining steps.	0.10	\$640.00	\$64.00	BB
11/22/2024	Emails from and to D. Nunes re: next steps and possible interim distributions.	0.30	\$640.00	\$192.00	BB
11/28/2024	Email to B. Gelman and T. McElroy re: Jan. 27 motion.	0.20	\$640.00	\$128.00	BB
Quantity Subtotal					1.4

Time Keeper	Hours	Rate	Total
Brendan Bissell	1.2	\$640.00	\$768.00
Simran Joshi	0.2	\$405.00	\$81.00
Quantity Total			1.4
Subtotal			\$849.00

Invoice # 497192 - 12/06/2024

Tax (13.0%)	\$110.37
Total	\$959.37
Payment (12/23/2024)	-\$959.37
Balance Owing	\$0.00

Detailed Statement of Account

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
497192	01/05/2025	\$959.37	\$959.37	\$0.00

Please make all amounts payable to: Reconstruct LLP

Please pay within 30 days. 10.0% simple annual interest will be charged every 30 days.

HST No.: 737783274 RT 0001

This is **Exhibit "B"** referred to in the Affidavit of **R. Brendan Bissell**
SWORN REMOTELY by R. BRENDAN BISSELL
stated as being located in the City of Toronto in the Province of Ontario
before me at the City of Toronto, in the Province of Ontario
this 23rd day of January, 2025,
in accordance with O. Reg 431/20,
Administering Oath or Declaration Remotely.

Signed by:

Simran Joshi

0D0B645B9A9E494...

A Commissioner, etc.
Simran Joshi

**Summary of Accounts of Reconstruct LLP
(From February 1, 2024 to December 31, 2024)**

Invoice No.	Date	Period Ending	Hours	Fees	Disbursements	HST	Total
Recon 495971	February 12, 2024	January 31, 2024	5.0	\$3,153.50	\$0	\$409.96	\$ 3,563.46
Recon 496055	March 11, 2024	February 28, 2024	21.7	\$11,143.00	\$2,067.90	\$1,717.42	\$ 14,928.32
Recon 496175	April 14, 2024	March 31, 204	1.5	\$960.00	\$0	\$124.80	\$ 1,084.80
Recon 496242	May 13, 2024	April 30, 2024	1.8	\$960.50	\$0	\$124.87	\$1,085.37
Recon 496408	July 5, 2024	June 30, 2024	2.6	\$1,664.00	\$0	\$216.32	\$1,880.32
Recon 496551	August 7, 2024	July 31, 2024	1.2	\$768.00	\$0	\$99.84	\$874.97
Recon 496864	October 7, 2024	September 30, 2024	1.2	\$768.00	\$0	\$99.84	\$874.97
Recon 497192	December 6, 2024	November 30, 2024	1.4	\$849.00	\$0	\$110.37	\$959.37
Total			36.4	\$20,266.00	\$2,067.90	\$2,903.42	\$25,251.58

Blended Hourly Rate (\$/hour) \$501.67

Court File No.: CV-22-00679109-00CL

STEVEN ROBERT MCLAREN

PAUL JOSEPH DIETRICH

Applicant

Respondent

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceedings commenced at Toronto

FEE AFFIDAVIT

RECONSTRUCT LLP
120 Adelaide Street West
Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)
Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)
Tel: (416) 613-6589
Email: sjoshi@reconllp.com

Fax: (416) 613-8290

Lawyers for Albert Gelman Inc. in its capacity as
the Court-appointed liquidator of 1827403
Ontario Inc., 1853997 Ontario Inc., 1885926
Ontario Inc., 1950940 Ontario Inc., 1950941
Ontario Inc. and 1950979 Ontario Inc.

TAB 3

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE)	MONDAY, THE 27 TH
)	
JUSTICE J. DIETRICH)	DAY OF JANUARY, 2025

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER SECTIONS 207, 209 AND 210 OF THE
BUSINESS CORPORATIONS ACT, R.S.O. 1990, c. B.16

DISCHARGE, DISTRIBUTION AND DISSOLUTION ORDER

THIS MOTION, made by Albert Gelman Inc. ("**Albert Gelman**") in its capacity as the Court-appointed liquidator (in such capacity, the "**Liquidator**") of all the assets, undertakings and properties of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the "**Companies**") for an order approving and authorizing (i) the distribution of the Remaining Funds; (ii) the dissolution of 1827403 Ontario Inc. and 1950940 Ontario Inc. upon the filing of the Dissolution Certificate (as defined herein); and (iii) the discharge of Albert Gelman as Liquidator upon filing the Discharge Certificate (as defined herein) was heard by videoconference.

ON READING the Seventh Report of the Liquidator dated January 23, 2025 (the “**Seventh Report**”) and on hearing the submissions of counsel for the Liquidator, no one appearing for any other person on the service list, although properly served as appears from the affidavit of ● sworn January ●, 2025, filed:

DEFINITIONS

1. **THIS COURT ORDERS** that all capitalized terms not expressly defined herein shall have the meaning ascribed to them in the Seventh Report.

DISTRIBUTION

2. **THIS COURT ORDERS** that the Liquidator is authorized and directed to distribute the funds remaining in its estate trust account held for each 1950970 Ontario Inc. and 1827403 Ontario Inc. after payment of all proven claims by creditors and amounts owing to the Liquidator and its counsel for professional fees (the “**Remaining Funds**”) as follows:

- (a) to the shareholder, Paul Dietrich, in respect of the dissolution of 1827403 Ontario Inc. and 1950979 Ontario Inc.:
 - (i) 50%,
 - (ii) plus 50% of the amounts that Parkview Homes Inc. is unable to repay 1827403;
- (b) to the shareholder, Steve McLaren, in respect of the dissolution of 1827403 Ontario Inc. and 1950979 Ontario Inc.:
 - (i) 50%;

- (ii) less 50% of the amounts that Parkview Homes Inc. is unable to repay 1827403;
- (c) \$96,000 to the Liquidator and their legal counsel in respect of their outstanding fees and disbursements; and
- (d) \$33,900 to pay the estimated administrative disbursements of the Liquidator.

3. **THIS COURT ORDERS** that the Liquidator, its counsel and other agents are hereby authorized to take all necessary or appropriate steps and actions to effect the payments and distributions described in this Order, and shall not incur any liability as a result of making such payments and distributions.

4. **THIS COURT ORDERS** that, notwithstanding anything else contained in this Order, each of the payments and distributions provided for in this Order shall be made free and clear of all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise, including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of Gilmore J. dated April 4, 2022; and (ii) all charges security interests, liens, trusts, or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property or real property registry system.

5. **THIS COURT ORDERS** that the Liquidator or any other person facilitating payments and distributions pursuant to this Order shall be entitled to deduct and withhold from any such payment or distribution such amounts as may be required to be deducted or withheld under applicable law and to remit such amounts to the appropriate governmental authority or other person entitled

thereto as may be required by applicable law. To the extent that amounts are so withheld or deducted and remitted to the appropriate governmental authority or other person entitled thereto, such withheld or deducted amounts shall be treated for all purposes as having been paid pursuant to this Order.

6. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Companies and any bankruptcy order issued pursuant to any such application; and
- (c) any assignment in bankruptcy made in respect of the Companies;

any payment or distribution made pursuant to this Order are final and irreversible and shall be binding on any trustee-in-bankruptcy that may be appointed in respect of the Companies and shall not be void or voidable by creditors of the Companies, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction pursuant to the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial law.

DISSOLUTION OF 1827403 ONTARIO INC. AND 1950940 ONTARIO INC.

7. **THIS COURT ORDERS** that the Liquidator is authorized to dissolve each of 1827403 and 1950979 upon the Liquidator filing a certificate substantially in the form attached as **Schedule “A”** hereto (the “**Dissolution Certificate**”) with the Court, certifying that it has completed the Remaining Activities described in paragraph 33 of the Seventh Report, at which time the

dissolution of both 1827403 and 1950979 will become effective.

DISCHARGE OF THE LIQUIDATOR

8. **THIS COURT ORDERS** that upon the Liquidator filing a certificate substantially in the form attached as **Schedule “B”** hereto (the **“Discharge Certificate”**) certifying that all matters to be attended to in connection with these liquidation proceedings of the Companies have been completed to the satisfaction of the Liquidator, the Liquidator shall be discharged as liquidator of the Companies, provided however that notwithstanding its discharge herein (a) the Liquidator shall remain Liquidator for the performance of such incidental duties as may be required to complete the administration of the liquidation herein, and (b) the Liquidator shall continue to have the benefit of the provisions of all Orders made in this proceeding, including, without limitation, all approvals, protections and stay of proceedings in favour of Albert Gelman in its capacity as Liquidator.

9. **THIS COURT ORDERS AND DECLARES** that, upon the filing of the Discharge Certificate, Albert Gelman is hereby released and discharged from any and all liability that Albert Gelman now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of Albert Gelman while acting in its capacity as Liquidator herein, save and except for any gross negligence or wilful misconduct on the Liquidator's part. Without limiting the generality of the foregoing, upon the filing of the Discharge Certificate, Albert Gelman is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within liquidation proceedings, save and except for any gross negligence or wilful misconduct on the Liquidator's part.

GENERAL

10. **THIS COURT ORDERS** that the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or outside of Canada to give effect to this Order and to assist the Liquidator and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Liquidator, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Liquidator and its agents in carrying out the terms of this Order.

11. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Time on the date of this Order.

SCHEDULE “A” – Form of Dissolution Certificate

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

LIQUIDATOR’S DISSOLUTION CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Justice Gilmore of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated April 4, 2022, Albert Gelman Inc. was appointed as liquidator (the “**Liquidator**”) without security, of all of the assets, undertakings and properties of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the “**Companies**”).

B. Pursuant to an Order of the Court dated January 27, 2025, the Court approved the dissolution of of both 1827403 Ontario Inc. and 1950940 Ontario Inc. to become effective upon the filing by the Liquidator of a certificate certifying that most of the Remaining Activities (as

defined in the Seventh Report) in the Seventh Report of the Liquidator dated January 23, 2025 (the "**Seventh Report**") have been completed.

THE LIQUIDATOR CERTIFIES the following:

1. The Remaining Activities as set out in the Seventh Report have been completed.

This Certificate was delivered by the Liquidator at _____ [TIME] on _____ 2025.

Albert Gelman Inc., solely in its capacity as
Court-appointed liquidator of the
Companies, and not in its personal capacity

Per:

Name:

Title:

SCHEDULE “B” – Form of Discharge Certificate

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

LIQUIDATOR’S DISCHARGE CERTIFICATE**RECITALS**

A. Pursuant to an Order of the Honourable Justice Gilmore of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated April 4, 2022, Albert Gelman Inc. was appointed as liquidator (the “**Liquidator**”) without security, of all of the assets, undertakings and properties of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the “**Companies**”).

B. Pursuant to an Order of the Court dated January 27, 2025, the Court approved the discharge of the Liquidator to become effective upon the filing by the Liquidator of a certificate certifying that all outstanding matters in respect of the liquidation proceeding have been completed.

THE LIQUIDATOR CERTIFIES the following:

2. All outstanding matters in respect of the liquidation proceeding, including but not limited to those set out in the Seventh Report of the Liquidator dated January 23, 2025, have been completed.

This Certificate was delivered by the Liquidator at _____ [TIME] on _____ 2025.

Albert Gelman Inc., solely in its capacity as Court-appointed liquidator of the Companies, and not in its personal capacity

Per: _____

Name:

Title:

PAUL JOSEPH DIETRICH
Applicant

STEVEN ROBERT MCLAREN
Respondent

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**DISCHARGE, DISTRIBUTION AND DISSOLUTION
ORDER**

RECONSTRUCT LLP

Richmond-Adelaide Centre
120 Adelaide Street West, Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)

Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)

Tel: (416) 728-3603
Email: sjoshi@reconllp.com

Lawyers for Albert Gelman Inc. in its capacity as the Court-appointed liquidator of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.

TAB 4

Court File No. CV-22-00679109-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE)	MONDAY, THE 27 TH
)	
JUSTICE J. DIETRICH)	DAY OF JANUARY, 2025

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER SECTIONS 207, 209 AND 210 OF THE
BUSINESS CORPORATIONS ACT, R.S.O. 1990, c. B.16

ANCILLARY ORDER

THIS MOTION, made by Albert Gelman Inc. in its capacity as the Court-appointed liquidator (in such capacity, the “**Liquidator**”) of all the assets, undertakings and properties of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the “**Companies**”) for an order (i) authorizing the distribution of the Proven Claims; and (ii) approving the Seventh Report of the Liquidator dated January 23, 2025 (the “**Seventh Report**”) and the fees and disbursements of the Liquidator and its legal counsel was heard by videoconference.

ON READING the Seventh Report and the affidavits of fees of Bryan Gelman sworn on January 22, 2025 and R. Brendan Bissell sworn January 23, 2025 (together, the “**Fee Affidavits**”), on hearing the submissions of counsel for the Liquidator, no one appearing for any other person on the service list, although properly served as appears from the affidavit of ● sworn January ●, 2025, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the notice of motion, the Seventh Report, and the Liquidator’s factum is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that all capitalized terms not expressly defined herein shall have the meaning ascribed to them in the Claims Process Order dated February 21, 2024 (the “**Claims Process Order**”).

DISTRIBUTION

3. **THIS COURT ORDERS AND AUTHORIZES** the Liquidator to distribute to those Creditors who filed a Proven Claim with the Liquidator, in accordance with the terms in the Claims Process Order, in the amounts not disallowed by the Liquidator, being:
 - a. \$699,071 to Parkview Homes Inc.; and
 - b. \$6,359 to 1612328 Ontario Inc.

APPROVAL OF LIQUIDATOR’S SEVENTH REPORT AND FEES

4. **THIS COURT ORDERS** that the Seventh Report, the activities of the Liquidator described in the Seventh Report, and the Liquidator’s interim statements of receipts and disbursements for

each of the Companies as at January 10, 2025 appended as Appendix “E” to the Seventh Report, be and are hereby approved, provided, however, that only the Liquidator in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

5. **THIS COURT ORDERS** that the fees, costs and expenses of the Liquidator including those of its independent legal counsel, as set out in the Fee Affidavits attached as Appendix “F” and “G” to the Seventh Report and further fees up to the estimated fee accruals to complete the Liquidator’s mandate, are hereby approved without the need for further approval of the Court. The Liquidator is hereby authorized and directed to pay the same from available funds forthwith.

GENERAL

6. **THIS COURT ORDERS** that the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or outside of Canada to give effect to this Order and to assist the Liquidator and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Liquidator, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Liquidator and its agents in carrying out the terms of this Order.

7. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Time on the date of this Order.

PAUL JOSEPH DIETRICH
Applicant

STEVEN ROBERT MCLAREN
Respondent

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

ANCILLARY ORDER

RECONSTRUCT LLP

Richmond-Adelaide Centre
120 Adelaide Street West, Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)

Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)

Tel: (416) 728-3603
Email: sjoshi@reconllp.com

Lawyers for Albert Gelman Inc. in its capacity as the Court-appointed liquidator of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.

PAUL JOSEPH DIETRICH
Applicant

STEVEN ROBERT MCLAREN
Respondent

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

MOTION RECORD
(returnable January 27, 2025)

RECONSTRUCT LLP

120 Adelaide Street West
Suite 2500
Toronto, ON M5H 1T1

R. Brendan Bissell (LSO No. 40354V)

Tel: (416) 613-0066
Email: bbissell@reconllp.com

Simran Joshi (LSO No. 89775A)

Tel: (416) 613-6589
Email: sjoshi@reconllp.com

Fax: 416.613.8290

Lawyers for Albert Gelman Inc. in its capacity as the Court-appointed liquidator of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc.