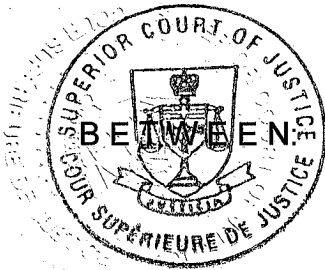


ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE)
JUSTICE CHIAPPETTA) FRIDAY, THE 12TH DAY OF
APRIL, 2019
)



BANK OF MONTREAL

Applicant

- and -

2495087 ONTARIO INC., 2496800 ONTARIO INC., 1527020 ONTARIO INC.,
1651033 ONTARIO INC. LTD., 1496765 ONTARIO INC. LTD. and
SUNSHINE PROPANE INC.

Respondents

APPLICATION UNDER s. 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c-
B-3,
s. 101 of the *Courts of Justice Act*, R.S.O. 1990, c.C-43, and
Rules 14.05(2), (3) (d), (g) and (h) of the *Rules of Civil Procedure*

ORDER

THIS MOTION, made by **RSM Canada Limited** in its capacity as the Court-appointed receiver and manager (the "**Receiver**") of all of the assets, undertakings and properties of 2495087 Ontario Inc., 2496800 Ontario Inc., 1527020 Ontario Inc., 1651033 Ontario Ltd., 1496765 Ontario Ltd. and Sunshine Propane Inc. (the "**Debtors**"), for an order authorizing the Receiver to, among other things, sell the real property municipally known 591 and 595 Goderich Street, Port Elgin, Ontario (the "**Port Elgin Property**") and

to distribute certain of the proceeds therefrom, as described further in the Second Report of the Receiver dated March 29, 2019 (the "**Second Report**"), was heard this day at Toronto, Ontario.

ON READING the Second Report and the Confidential Appendices attached thereto, and on hearing the submissions of counsel for the Receiver and the Applicants, and no one else appearing, although properly served as appears from the affidavit of Michelle Jackson sworn March 29, 2019, filed:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS AND DECLARES** that the Second Report and the conduct and activities of the Receiver to March 28, 2019 set out therein be and are hereby approved.
3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel for the period ended February 28, 2019 as set out in the Second Report be and are hereby approved.
4. **THIS COURT ORDERS** that the Receiver's statement of receipts and disbursements as of March 25, 2019 as set out in the Second Report, be and is hereby approved.
5. **THIS COURT ORDERS** that the following Confidential Appendices be sealed as follows:
 - (a) Confidential Appendix "L" to the Second Report until the closing of the sale of the Port Colborne Property (as defined in the Second Report); and,
 - (b) Confidential Appendix "N" to the Second Report until the closing of the sale of the Port Elgin Property;

6. **THIS COURT ORDERS** that the Receiver is authorized to pay from the proceeds of sale of the Port Elgin Property the following (subject to such hold backs as the Receiver determines, in its sole discretion, are appropriate):

(c) to BMO, the advances totaling \$99,000 under Receiver Certificates nos. 4 and 12 plus accrued interest; and

(d) to BMO, an amount not exceeding the outstanding indebtedness of 2495087 Ontario Inc. to BMO secured by BMO's first mortgage over the Port Elgin Property.

7. **THIS COURT ORDERS** that the Receiver may hold back, in respect of each of the Debtors, amounts to cover unpaid operating expenses, potential deemed trust claims and future professional fees.

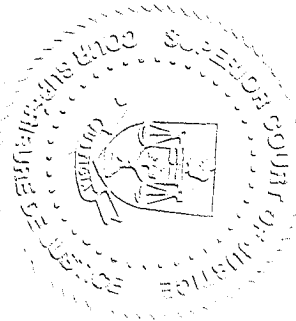
8. **THIS COURT ORDERS** that the Receiver is authorized to terminate the lease in respect of the Port Elgin Property between 2495087 Ontario Inc. and Naveed Amin, operating as "Shawarma King", dated July 27, 2018.

9. **THIS COURT ORDERS** that the Receiver is authorized to destroy the books and records pertaining to entities which are not debtors in these proceedings found at the real property municipally known as 5462 Dundas Street West, Etobicoke, Ontario (the "**Etobicoke Property**") and to destroy records pertaining to individuals, including personal information relating to individuals who are principals of the Debtors, found at the Etobicoke Property.

10. **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 Receiver 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

Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

J. J. J.



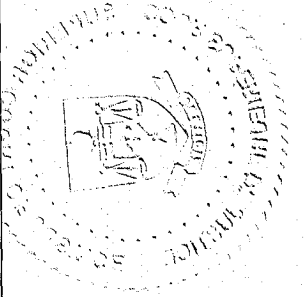
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BANK OF MONTREAL

Applicant



-and-

Court File No. CV-18-00602537-00CL
2495087 ONTARIO INC. et al.

Respondents

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

DISTRIBUTION ORDER

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