

**ONTARIO
SUPERIOR COURT OF JUSTICE**

(COMMERCIAL LIST)

*In the matter of Sections 97 and 100 of the Courts of Justice Act, R.S.O. 1990 c. C.43
as amended*

B E T W E E N:

FIRM CAPITAL MORTGAGE FUND INC.

Applicant

- and -

**FORTRESS BROOKDALE INC., FORTRESS AVENUE ROAD (2015) INC. and FERNBROOK
HOMES (BROOKDALE) LIMITED**

Respondents

**RESPONDING APPLICATION RECORD
(Returnable on October 18, 2018)**

October 15, 2018

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Innocon, a Partnership of Lafarge Canada
Inc., Leigh Hanson Materials Limited, and
Innocon Inc.

TO: THE HONOURABLE COURT

AND TO: THE ATTACHED SERVICE LIST

AMENDED SERVICE LIST
(as at October 11, 2018)

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(as at October 11, 2018)**

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**COURIER SERVICE LIST
(as at October 9, 2018)**

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AND TO:	CITYZEN DEVELOPMENT (2005) CORPORATION 56 The Esplanade, Suite 301 Toronto, ON M5E 1A7 Attention: Sam Crignano
AND TO:	CITYZEN DEVELOPMENT (2005) CORPORATION 56 The Esplanade, Suite 308 Toronto, ON M5E 1A7 Attention: Sam Crignano
AND TO:	AVIVA C/O WESTMOUNT GUARANTEE SERVICES INC. 600 Cochrane Dr. Suite 205 Markham, Ontario L3R 5K3
AND TO:	VINCENZO PETROZZA a.k.a. Vince Petrozza 471 Sunset Beach Road Richmond Hill, ON L4E 3J3
AND TO:	JAWAD RATHORE 2 Scandia Court Unionville, ON L6C 1G6

TABLE OF CONTENTS

TAB	DOCUMENT	PAGE
1	Affidavit of Lena Wang sworn October 15, 2018	1-104
A.	Exhibit "A": Brookdale on Avenue pages from website	6-22
B.	Exhibit "B": Instrument No. AT3807259	23-26
C.	Exhibit "C": Innocon claim for lien registered on February 13, 2018, as Instrument No. AT4801986	27-31
D.	Exhibit "D": Section 39 demand letters from Glaholt LLP to Firm Capital, Quincy, Jaekel, BDMC1 and BDMC2, all dated March 5, 2018	32-80
E.	Exhibit "E": Innocon statement of claim issued on March 5, 2018	81-97
F.	Exhibit "F": Requisition to note Fortress Brookdale Inc. in default	98-100
G.	Exhibit "G": Letter from Corsianos Lee to Glaholt LLP dated March 19, 2018	101-103

TAB 1

Court File No.: CV-18-604993-00CL

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

**In the matter of Sections 97 and 100 of the *Courts of Justice Act*, R.S.O. 1990 c. C. 43,
as amended**

B E T W E E N :

FIRM CAPITAL MORTGAGE FUND INC.

Applicant

- and -

**FORTRESS BROOKDALE INC., FORTRESS AVENUE ROAD (2015) INC.
and FERNBROOK HOMES (BROOKDALE) LIMITED**

Respondents

**AFFIDAVIT OF LENA WANG
(Sworn October 15, 2018)**

I, LENA WANG, lawyer, of the City of Toronto, MAKE OATH AND SAY:

1. I am an associate at the law firm of Glaholt LLP, the lawyers for the lien claimant Innocon, a partnership of Lafarge Canada Inc., Lehigh Hanson Materials Limited and Innocon Inc. ("Innocon") and as such have personal knowledge of the matters hereinafter deposed. Where I do not have such personal knowledge, I state the source of my information and believe it to be true.

The Application

2. This affidavit is sworn in respect of an application brought by the applicant Firm Capital Mortgage Fund Inc. ("Firm Capital") for a Vesting Order to vest the assets of the respondents Fortress Brookdale Inc., Fortress Avenue Road (2015) Inc. and Fernbrook Homes (Brookdale) Limited (collectively "Fortress") to a purchaser regarding a condominium project known as the Brookdale On Avenue (the "Project").

3. As appears from the abstract title at Exhibit "B" of the affidavit of Forrest Todd, sworn September 20, 2018 (the "Todd Affidavit") the registered owner of the Project is Fortress Brookdale Inc.

The Project

4. The Project consists of a 7-storey condominium located at Avenue Road and Brookdale Avenue, Toronto, having a municipal address of 1678-1704 Avenue Road, 375-377 Fairlawn Avenue and 412-416 Brookdale Avenue, Toronto. I have attached a copy of the pages from the Brookdale on Avenue website as Exhibit "A" to my affidavit.

Exhibit "A": Brookdale on Avenue pages from website

5. On February 10, 2015, Mady Avenue Road Ltd. transferred the property to Fortress Brookdale Inc., as appears from the abstract of title attached as Exhibit "B" to the Todd Affidavit. Attached as Exhibit "B" to my affidavit is a copy of Instrument No. AT3807259 which indicates that the transfer from Mady Avenue Road Ltd. to Fortress Brookdale Inc. was for nominal consideration of \$2.00.

Exhibit "B": Instrument No. AT3807259

6. As appears from Exhibit "K" to the Todd Affidavit, being a Capital Cost & Cost-to-Complete Summary, dated May 19, 2017 (the "Cost to Complete Summary") with respect to work performed at the Project in April 2017, work was performed on the Project prior to the month of April 2017 in respect of construction, demolition, and overhead protection and hydro line relocation and other soft cost items such as architectural work, structural engineering work and inspection and testing, among other items of soft costs. It is apparent from this "Cost to Complete Summary" summary that the first lien arose some time prior to April 1, 2017.

The Innocon lien and section 39 demands for information

7. Innocon supplied ready mix concrete to the Project. As Innocon was not paid, it preserved a lien on February 13, 2018, in the amount of \$1,168,857.39. A copy of the registration of Innocon's lien, Instrument No. AT4801986, is attached as Exhibit "C" to my affidavit.

Exhibit "C": Innocon claim for lien registered on February 13, 2018, as Instrument No. AT4801986

8. The Innocon claim for lien names, in addition to the registered owner Fortress Brookdale Inc., the five lenders with mortgages registered on title to the Project as statutory "owners":

- (a) Firm Capital;
- (b) Quincy Investments Limited, 969692 Ontario Limited, 969593 Ontario Limited, 2307271 Ontario Limited, Sasso Auto Consulting Inc., Angelo Grossi, David Mark Doubilet, Gus Stamatiou, Robert Di Matteo and Tonino Amendola (collectively "Quincy");
- (c) Jaekel Capital Inc. ("Jaekel");
- (d) Building & Development Mortgages Canada Inc./Olympia Trust Company ("BDMC1"); and
- (e) Building & Development Mortgages Canada Inc./Computershare Trust Company of Canada ("BDMC2").

9. By letter dated March 5, 2018, from Glaholt LLP to each of the lenders, Innocon requested information under section 39 of the then *Construction Lien Act* and, also gave notice of its lien by providing a copy of its claim for lien to each of the lenders. Attached as Exhibit "D" to my affidavit are the section 39 demands sent by our office by registered mail to each of Firm Capital, Quincy, Jaekel, BDMC1 and BDMC2.

Exhibit "D": Section 39 demand from Glaholt LLP to Firm Capital, Quincy, Jaekel, BDMC1 and BDMC2, all dated March 5, 2018

10. On March 5, 2018, Innocon caused its statement of claim to enforce its lien to be issued and also issued a certificate of action which was registered on title on March 5, 2018 as Instrument No. AT4815544. Attached as Exhibit "E" to my affidavit is Innocon's statement of claim.

Exhibit "E": Innocon statement of claim issued on March 5, 2018

11. From my review of Innocon's statement of claim, I believe that Innocon claims priority over the mortgages registered on title and also claims that the lenders are statutory "owners".

12. In addition, on April 19, 2018, Innocon noted the respondent registered owner Fortress Brookdale Inc. in default of the delivery of a statement of defence. A copy of the requisition to note Fortress Brookdale Inc. in default is attached as Exhibit "F" to my affidavit.

Exhibit "F": Requisition to note Fortress Brookdale Inc. in default

13. With respect to the section 39 demands from our office dated March 5, 2018, I have reviewed our correspondence file in this matter and it appears that none of the lenders responded to the Innocon section 39 demand except for Quincy, by letter dated March 19, 2018. The response provides, in part, that the "Loan was to be used by FARI and Fernbrook Homes solely to refinance the project and soft costs to be incurred prior to the construction financing of the development of a seven storey residential condominium project." A copy of the response from Quincy is attached as Exhibit "G" to my affidavit.

Exhibit "G": Letter from Corsianos Lee to Glaholt LLP dated March 19, 2018

14. Each of Firm Capital, Quincy and Jaekel have delivered statements of defence in the Innocon lien action.

15. From my review of the abstract of title at Exhibit "B" of the Todd Affidavit, there are 14 liens registered on title to the Project by 12 lien claimants as follows:

No.	Date Registered	Lien Claimant	Amount
1.	February 1, 2018	Summit Concrete & Drain Ltd.	\$28,024
2.	February 1, 2018	Summit Forming Ltd.	\$3,980,765
3.	February 13, 2018	Atlas Dewatering Corporation	\$144,048
4.	February 13, 2018	Innocon	\$1,168,857
5.	February 15, 2018	Dircam Electrical Limited	\$321,158
6.	February 15, 2018	Dircam Electrical Limited	\$818,843
7.	February 22, 2018	Gilbert Steel Limited	\$859,955
8.	March 1, 2018	The Fence People Limited	\$108,117
9.	March 12, 2018	Global Precast Inc.	\$818,839
10.	April 19, 2018	Summit Forming Ltd.	\$589,520
11.	April 26, 2018	Concrane Equipment Inc.	\$141,250
12.	June 28, 2018	Aluma Systems Inc.	\$739,244
13.	July 5, 2018	Stephenson's Rental Services Inc.	\$19,613
14.	July 18, 2018	Concrane Equipment Inc.	\$84,750
Total			\$9,822,983

16. Neither Innocon or our firm were asked to participate in the negotiations between Firm Capital, its private receiver RSM Canada Limited and the purchaser. The first time that Innocon saw the terms of the Sale Agreement was when Firm Capital served this application.

SWORN BEFORE ME at the City of Toronto,
 Province of Ontario, this 15th day of October,
 2018.



A Commissioner for taking Affidavits (or as may be)



LENA WANG

Markus Rotterdam, a Commissioner, etc.,
 Province of Ontario, for Glaholt LLP,
 Barristers and Solicitors.
 Expires August 12, 2020.

This is Exhibit "A" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Glaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT



Final Release – Grand New Custom Suites

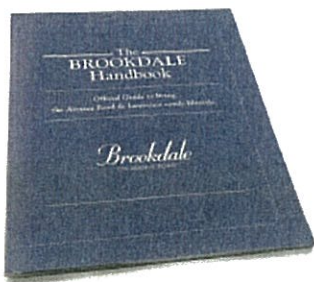
It's our final release, and we're giving you more of what you asked for. You've shown us that larger suites are something you're comfortable with. That's why we've designed new extra-large suites up to 2,576 sq. ft. for this perfectly proper address. And that's very big news!

- Two Bedroom & Two Bedroom + Den designs
- Three Bedroom & 3 Bedroom + Den designs
- Movement Haus-branded fitness centre
- Beautifully designed lounge
- Fabulous Rooftop terrace

Last opportunity for pre-construction prices

[VIEW BROOKDALE VIDEO HERE](#)

Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
HOURS OF OPERATION: MON - THURS: 12PM - 6PM; FRIDAY: CLOSED; SAT & SUN: 12PM - 5PM
RENDERINGS ARE ARTIST'S CONCEPT ONLY. E. & O. E.

Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT



Introducing An Award Winning Team

cityzen
REAL ESTATE DEVELOPERS

One of Toronto's most recognized real estate developers and builders. Working with award-winning architects and designers, Cityzen builds innovative urban communities that enhance quality of life and sense of place.

cityzen.typepad.com

Fernbrook
HOMES

Builds communities and homes of distinction, creating neighbourhoods that are coveted places to live. Unparalleled design and construction has led Fernbrook communities to show extraordinary value appreciation.

fernbrookhomes.com

FORTRESS
REAL DEVELOPMENTS

Fortress is a real estate development company that seeks out and analyzes opportunities in major Canadian markets. Partnering with established developers and builders, the Fortress portfolio includes 65 projects with a mix of residential low-rise, high-rise, commercial, industrial and landing servicing opportunities.

FortressRealDevelopments.com

The Condo Store
REALTY INC.

An integrated real estate sales, investment, development, marketing and management company, The Condo Store are recognized leaders in the condominium market.

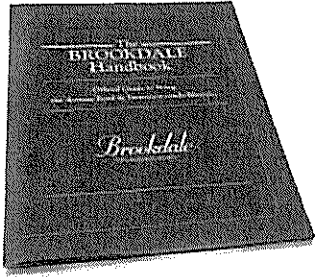
CondoStoreCanada.com

UNION31

UNION 31 is a multi-award-winning Interior Design firm that has worked on major condominium projects throughout the GTA.

Union31.com

Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
HOURS OF OPERATION: MON - THURS: 12PM - 6PM; FRIDAY: CLOSED; SAT & SUN: 12PM - 5PM
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Brookdale

ON AVENUE ROAD

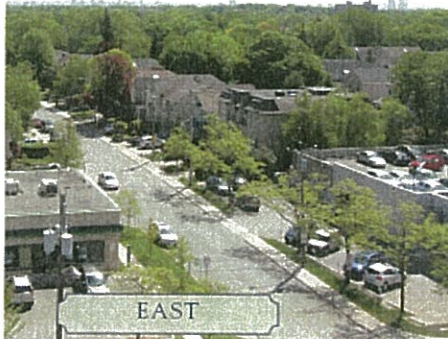
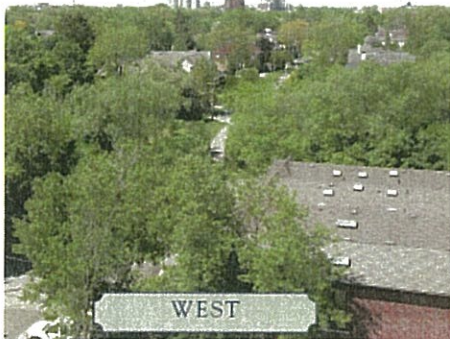
THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT

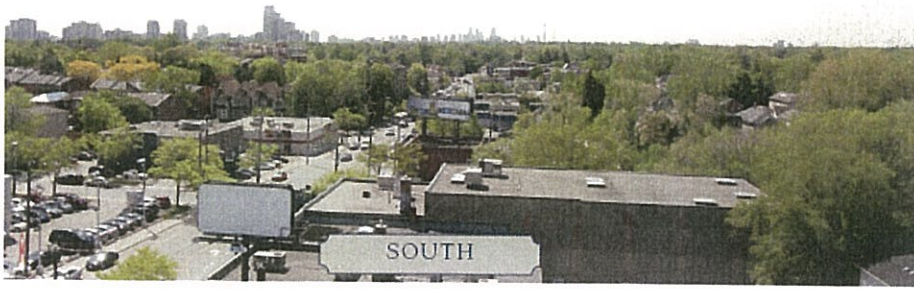
REGISTER
TO VIEW OUR SUITES



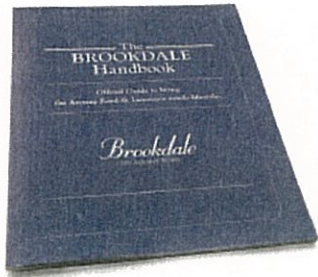
Overlook Something Memorable

Every view at Brookdale on Avenue Road has something special to recommend it.



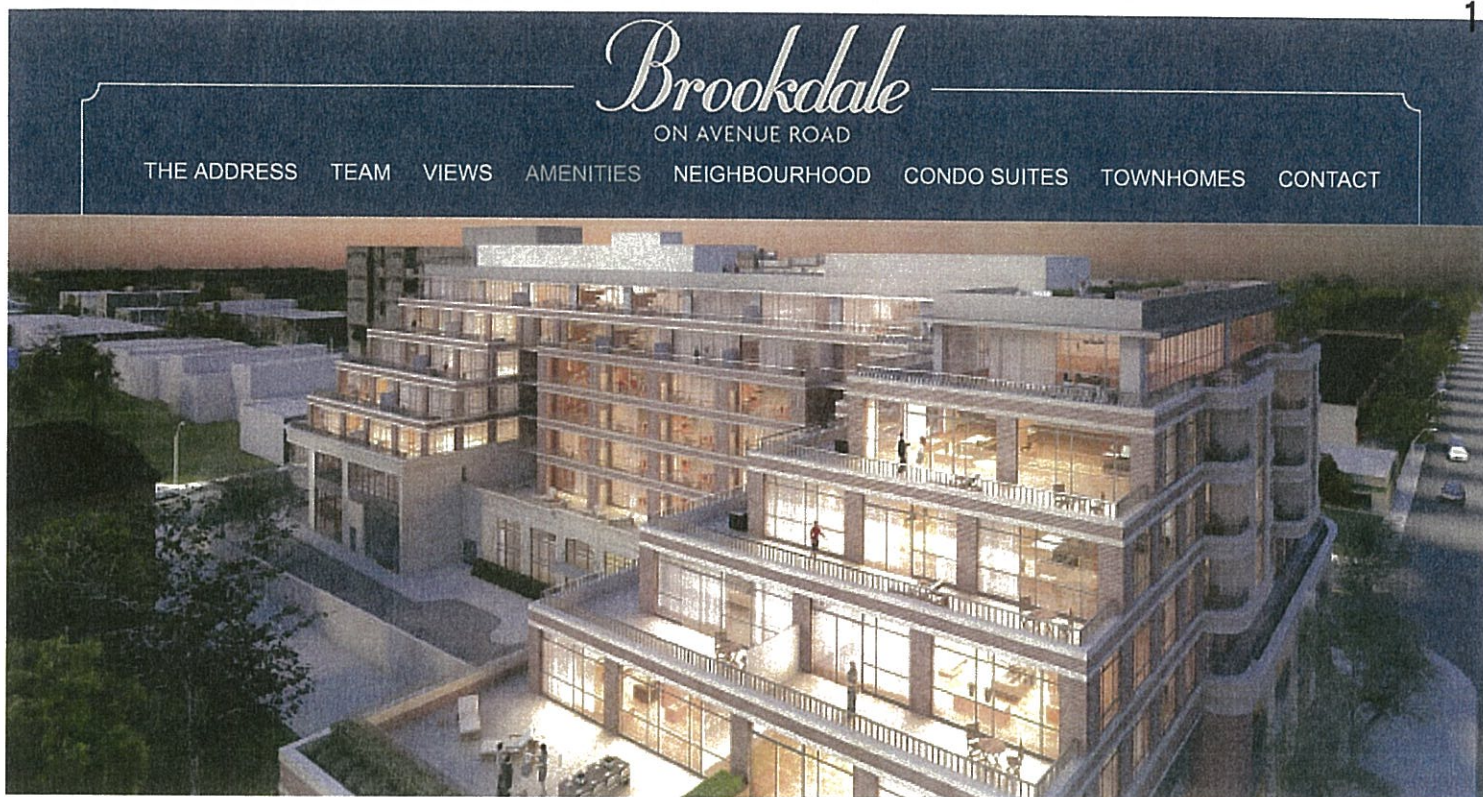


Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
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Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT

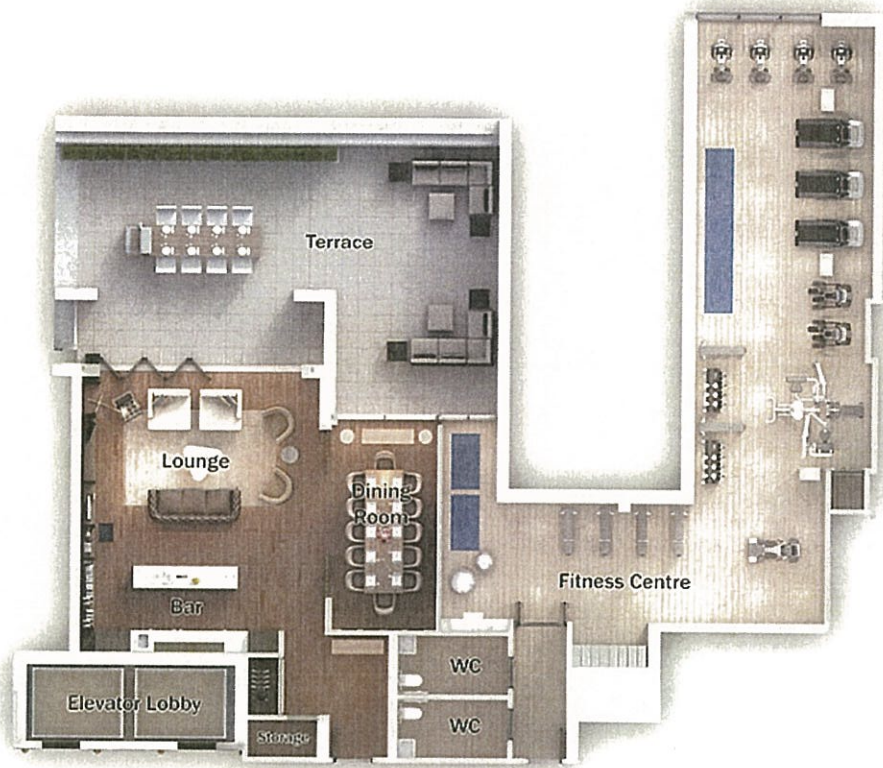
Enjoy the outdoors and some of the best views in the City

- Treelined streets of our local neighbourhood
- Feel the pulse of energy of Avenue Road
- Stunning city skyline to the south
- Formal and casual seating areas
- Gas barbecues and a fireplace
- Lounge chairs and umbrellas
- Beautiful privacy plantings



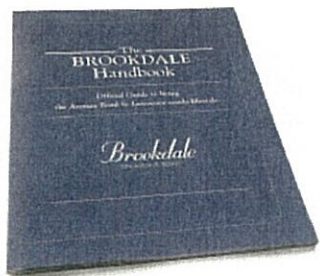
Fun Meets Functionality

Host a meeting, hold a party or even a formal dinner party. The beautifully designed lounge and additional private dining room is a perfect space





Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
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Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT



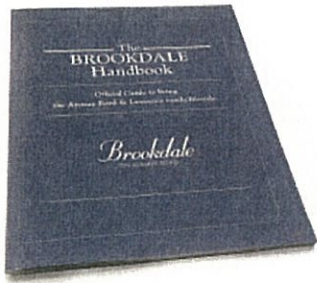
The Avenue Road & Lawrence Lifestyle

Living at Brookdale on Avenue Road means being a short brisk walk from so many things that make life more complete. As they say, there's a place for everything. And this is your place.

[WATCH VIDEO HERE ABOUT THE AVENUE ROAD AND LAWRENCE LIFESTYLE](#)

The collage features a map on the left with a 'DOWNLOAD AREA MAP' button. To the right are nine images: '7720' restaurant sign, 'PUSATERS' restaurant building, 'BROOKDALE PARK' sign, 'VINTAGES' wine store sign, 'VINTAGES' wine store building, 'BRUDERS' restaurant sign, 'MILLER' restaurant sign, and 'UNITED TAVELS' logo.

Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
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Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT



REGISTER
TO VIEW OUR SUITES

**AWARDED
BEST
MID-RISE
BUILDING
IN ONTARIO**



Final Release – New Custom Suites to 2,576 S.F

- Two Bedroom & Two Bedroom + Den designs
- Three Bedroom & 3 Bedroom + Den designs
- Magnificent layouts up to 2,576 sq.ft.
- Gourmet kitchens with Thermador appliances
- Master bedroom retreats with walk in closet & spa ensuite
- Open concept living / dining opens to large balcony
- Up to 3 balconies, conservatories, his 'n hers walk-in closets & more
- Exceptional features and finishes

Featured Suites

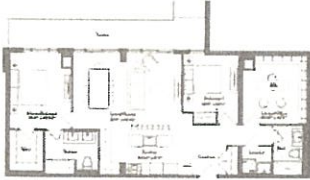
To view a complete list of condo suites, please register above.

Corner Unit 609 – 2,576 S.F. – Three Bedroom



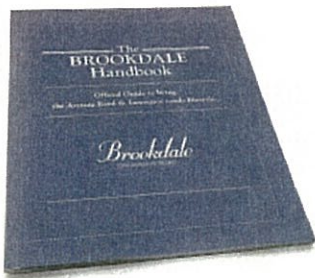
- Gourmet Kitchen with large Breakfast Area
- Spacious Great Room
- Conservatory / Dining Room
- Master Retreat with Spa Ensuite & His 'n Hers WIC's
- Four Sliders onto Three Balconies

Interior Courtyard North View Unit 419 – 1,287 S.F. – Two Bedroom + Den



- Entertainers' Dream Open Concept Living /Dining/ Kitchen
- Sliders open to huge Balcony
- Secluded Master with WIC & Ensuite with Soaker Tub
- Spacious Library/Office with Built-in Shelving

Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
HOURS OF OPERATION: MON - THURS: 12PM - 6PM; FRIDAY: CLOSED; SAT & SUN: 12PM - 6PM
RENDERINGS ARE ARTIST'S CONCEPT ONLY. E. & O. E.

cityzen
URBAN LIFESTYLE

Fernbrook
HOMES

FORTRESS
REAL DEVELOPMENTS

Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT



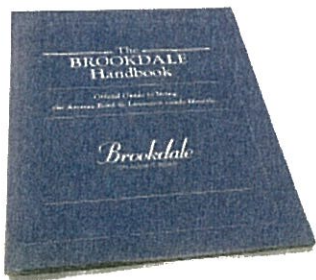
Final Release – New custom Suites to 2,576 S.F.

- Magnificent layouts up to 2,800 sq.ft.
- Gourmet kitchens
- Soaring ceiling heights
- Optional elevators
- Exceptional features and finishes

Limited Collection of 3 Elegant Townhomes

For more information, call our sales representative 416.785.9009

Official Guide to living
the Avenue Road & Lawrence condo lifestyle.



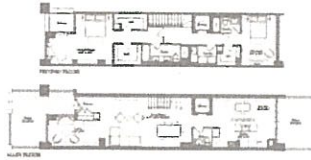
TOWNHOME SELECTION

Click floor plan to view and download

Townhomes



2,343 S.F.
Unit TH 101



2,263 S.F.
Unit TH 102



2,411 S.F.
Unit TH 103

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Brookdale

ON AVENUE ROAD

THE ADDRESS TEAM VIEWS AMENITIES NEIGHBOURHOOD CONDO SUITES TOWNHOMES CONTACT



STAY IN TOUCH!

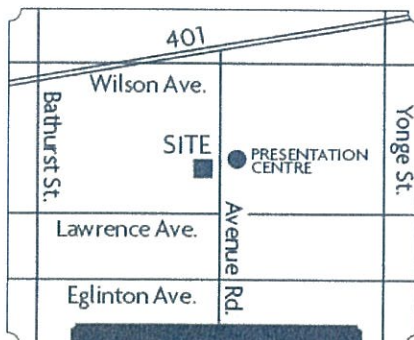
Sign up to hear about the latest news, promotions and events at Brookdale on Avenue Road.

First Name *

Last Name *

Email *

Submit



VIEW ON GOOGLE MAPS

PRESENTATION CENTRE:
717 Avenue Road, Toronto, ON, M5M 0A2

HOURS OF OPERATION:
Mon – Thurs: 12pm – 6pm;
Friday: Closed;
Sat & Sun: 12pm – 5pm

<http://www.brookdaleonavenue.com/contact-us/>

Phone: 416.785.9009
Email: bev@brookdaleonavenue.com

Exclusive Listing Brokerage,
The Condo Store Realty Inc.
Brokerage. Brokers Protected.



PRESENTATION CENTRE: 1717 AVENUE ROAD, TORONTO, ON M5M 0A2 416.785.9009
 HOURS OF OPERATION: MON - THURS: 12PM - 6PM; FRIDAY: CLOSED; SAT & SUN: 12PM - 5PM
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This is Exhibit "B" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Glaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

Properties

PIN 10189 - 0245 LT *Interest/Estate* Fee Simple
Description LT 32 PL 2371 TWP OF YORK; TORONTO (N YORK) , CITY OF TORONTO
Address 1690 AVENUE ROAD
 TORONTO

PIN 10189 - 0860 LT *Interest/Estate* Fee Simple
Description FIRSTLY; PT LT 43A PL 2247 TWP OF YORK AS IN TB953411;SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.;SECONDLY; PT LT 43A PL 2247 TWP OF YORK AS IN NY806826: SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; THIRDLY; PT LT 42A, 43A PL 2247 TWP OF YORK AS IN NY791515; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; FORTHLY; PT LT 42A, 43A PL 2247 TWP OF YORK AS IN TR39454; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; FIFTHLY; PT LT 42A, 43A PL 2247 TWP OF YORK PT 2 & 3 64R14089: SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; SIXTHLY; PT LT 42A, 43A PL 2247 TWP OF YORK PT 1 64R14089:SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; SEVENTHLY; LT 33 PL 2371 TWP OF YORK; PT LT 34 PL 2371 TWP OF YORK AS IN TB940448; EIGHTLY; PT LT 34 PL 2371 TWP OF YORK AS IN TB940447; CITY OF TORONTO
Address TORONTO

Consideration

Consideration \$2.00

Transferor(s)

The transferor(s) hereby transfers the land to the transferee(s).

Name MADY AVENUE ROAD LTD.
Address for Service 8791 Woodbine Avenue, Suite 100
 Markham ON L3R 0P4

I, Charles Mady, President, have the authority to bind the corporation.
 This document is not authorized under Power of Attorney by this party.

Transferee(s) *Capacity* *Share*

Name FORTRESS BROOKDALE INC.
Address for Service 25 Brodie Drive, Unit 1
 Richmond Hill ON L4B 3K7

Signed By

John Francis Fox 2600-120 Adelaide St. West acting for Signed 2015 02 10
 Toronto Transferor(s)
 M5H 1T1

Tel 416-868-1080
 Fax 416-868-0306

I am the solicitor for the transferor(s) and I am not one and the same as the solicitor for the transferee(s).
 I have the authority to sign and register the document on behalf of the Transferor(s).

Leor Margulies 2600-120 Adelaide St. West acting for Signed 2015 02 10
 Toronto Transferee(s)
 M5H 1T1

Tel 416-868-1080
 Fax 416-868-0306

I am the solicitor for the transferee(s) and I am not one and the same as the solicitor for the transferor(s).
 I have the authority to sign and register the document on behalf of the Transferee(s).

LRO # 80 Transfer

Registered as AT3807259 on 2015 02 10 at 10:58

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 2 of 3

Submitted By

ROBINS APPLEBY LLP
2600-120 Adelaide St. West
Toronto
M5H 1T1
2015 02 10

Tel 416-868-1080
Fax 416-868-0306

Fees/Taxes/Payment

Statutory Registration Fee	\$60.00
Provincial Land Transfer Tax	\$0.00
Municipal Land Transfer Tax	\$0.00
Total Paid	\$60.00

PROVINCIAL AND MUNICIPAL LAND TRANSFER TAX STATEMENTS

In the matter of the conveyance of: 10189 - 0245 LT 32 PL 2371 TWP OF YORK; TORONTO (N YORK) , CITY OF TORONTO

10189 - 0860 FIRSTLY; PT LT 43A PL 2247 TWP OF YORK AS IN TB953411; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; SECONDLY; PT LT 43A PL 2247 TWP OF YORK AS IN NY806826; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; THIRDLY; PT LT 42A, 43A PL 2247 TWP OF YORK AS IN NY791515; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; FORTHLY; PT LT 42A, 43A PL 2247 TWP OF YORK AS IN TR39454; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; FIFTHLY; PT LT 42A, 43A PL 2247 TWP OF YORK PT 2 & 3 64R14089; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; SIXTHLY; PT LT 42A, 43A PL 2247 TWP OF YORK PT 1 64R14089; SAVE AND EXCEPT THE EASEMENT THEREIN DELETED UNDER AT-3451640.; SEVENTHLY; LT 33 PL 2371 TWP OF YORK; PT LT 34 PL 2371 TWP OF YORK AS IN TB940448; EIGHTHLY; PT LT 34 PL 2371 TWP OF YORK AS IN TB940447; CITY OF TORONTO

BY: MADY AVENUE ROAD LTD.

TO: FORTRESS BROOKDALE INC.

1. PETROZZA, VINCE

I am

- (a) A person in trust for whom the land conveyed in the above-described conveyance is being conveyed;
- (b) A trustee named in the above-described conveyance to whom the land is being conveyed;
- (c) A transferee named in the above-described conveyance;
- (d) The authorized agent or solicitor acting in this transaction for _____ described in paragraph(s) () above.
- (e) The President, Vice-President, Manager, Secretary, Director, or Treasurer authorized to act for FORTRESS BROOKDALE INC. described in paragraph(s) (c) above.
- (f) A transferee described in paragraph() and am making these statements on my own behalf and on behalf of _____ who is my spouse described in paragraph() and as such, I have personal knowledge of the facts herein deposed to.

3. The total consideration for this transaction is allocated as follows:

(a) Monies paid or to be paid in cash	2.00
(b) Mortgages (i) assumed (show principal and interest to be credited against purchase price)	0.00
(ii) Given Back to Vendor	0.00
(c) Property transferred in exchange (detail below)	0.00
(d) Fair market value of the land(s)	0.00
(e) Liens, legacies, annuities and maintenance charges to which transfer is subject	0.00
(f) Other valuable consideration subject to land transfer tax (detail below)	0.00
(g) Value of land, building, fixtures and goodwill subject to land transfer tax (total of (a) to (f))	2.00
(h) VALUE OF ALL CHATTELS -items of tangible personal property	0.00
(i) Other considerations for transaction not included in (g) or (h) above	0.00
(j) Total consideration	2.00

4.

- Explanation for nominal considerations:
- b) trustee to trustee (evidence required to be submitted)

5. The land is subject to encumbrance

7. Statements Pertaining only to Municipal Land Transfer Tax:

Explanation: Transfer of title from trustee to trustee for the same beneficial owner.

PROPERTY Information Record

A. Nature of Instrument: Transfer
 LRO 80 Registration No. AT3807259 Date: 2015/02/10

B. Property(s):
 PIN 10189 - 0245 Address 1690 AVENUE ROAD Assessment -
 TORONTO Roll No
 PIN 10189 - 0860 Address TORONTO Assessment -
 Roll No

C. Address for Service: 25 Brodie Drive, Unit 1
 Richmond Hill ON L4B 3K7

D. (i) Last Conveyance(s): PIN 10189 - 0245 Registration No. AT3015110
 PIN 10189 - 0860 Registration No. AT3015110

(ii) Legal Description for Property Conveyed: Same as in last conveyance? Yes No Not known

E. Tax Statements Prepared By: Leor Margulies
 2600-120 Adelaide St. West
 Toronto M5H 1T1

This is Exhibit "C" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Giaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13:54

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 1 of 4

Properties

PIN 10189 - 0865 LT

Description LOTS 33 & 34 PLAN 2371, PART LOT 42A & LOT 43A PLAN 2247 PT 1 66R29204;
TOGETHER WITH AN EASEMENT OVER PT 3 66R29204 AS IN AT4379990; SUBJECT
TO AN EASEMENT AS IN AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130;
CITY OF TORONTO

Address TORONTO

PIN 10189 - 0866 LT

Description LOT 32 PLAN 2371 YORK PT 2 66R29204; SUBJECT TO AN EASEMENT AS IN
AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130; CITY OF TORONTO

Address TORONTO

Consideration

Consideration \$ 1,168,857.39

Claimant(s)

Name INNOCON

Address for Service c/o Glaholt LLP
800-141 Adelaide Street West
Toronto, Ontario M5H 3L5

Attention: Mr. John Margie

This is the firm name of the Partnership/Limited Partnership.

Name LAFARGE CANADA INC.

Address for Service c/o Glaholt LLP
800-141 Adelaide Street West
Toronto, Ontario M5H 3L5

Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

I, Wayne London, have the authority to bind the corporation.

This document is not authorized under Power of Attorney by this party.

I am a partner.

Name LEHIGH HANSON MATERIALS LIMITED

Address for Service c/o Glaholt LLP
800-141 Adelaide Street West
Toronto, Ontario M5H 3L5

Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

I, Wayne London, have the authority to bind the corporation.

This document is not authorized under Power of Attorney by this party.

I am a partner.

Claimant(s)

Name INNOCON INC.
 Address for Service c/o Glaholt LLP
 800-141 Adelaide Street West
 Toronto, Ontario M5H 3L5
 Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

I, Wayne London, have the authority to bind the corporation.

This document is not authorized under Power of Attorney by this party.

I am a partner.

Statements

Name and Address of Owner See Schedule Name and address of person to whom lien claimant supplied services or materials See Schedule Time within which services or materials were supplied from 2017/07/11 to 2018/01/19 Short description of services or materials that have been supplied Ready mix concrete; Contract price or subcontract price \$1,887,554.74 (inclusive of HST) Amount claimed as owing in respect of services or materials that have been supplied \$1,168,857.39 (inclusive of HST)

The lien claimant claims a lien against the interest of every person identified as an owner of the premises described in said PIN to this lien

Schedule: See Schedules

Signed By

Christine Naycalo	141 Adelaide St. W. Toronto M5H 3L5	acting for Applicant(s)	First Signed 2018 02 13
Tel 416-368-8280			
Fax 416-368-3467			

Christine Naycalo	141 Adelaide St. W. Toronto M5H 3L5	acting for Applicant(s)	Last Signed 2018 02 23
Tel 416-368-8280			
Fax 416-368-3467			

I have the authority to sign and register the document on behalf of the Applicant(s).

Submitted By

GLAHOLT LLP	141 Adelaide St. W. Toronto M5H 3L5	2018 02 23
Tel 416-368-8280		
Fax 416-368-3467		

Fees/Taxes/Payment

Statutory Registration Fee	\$63.65
Total Paid	\$63.65

Schedule Regarding Statement 3707**Name and Address of Owners:**

- 1) Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, Ontario L4B 3K7
- 2) Jaekel Capital Inc.
10376 Yonge Street, Suite 203
Richmond Hill, Ontario L4C 3B8
- 3) Building & Development Mortgages Canada Inc.
25 Brodie Drive, Unit 8,
Richmond Hill, Ontario L4B 3K7
- 4) Computershare Trust Company of Canada
510 Burrard Street, 3rd Floor
Vancouver, B.C. V6C 3B9
Attn: Private Capital Solutions

and

100 University Avenue, 11th Floor
Toronto, Ontario M5J 2Y1

- 5) Olympia Trust Company
125-9th Avenue SE, Suite 2200
Calgary, Alberta T2G 0P6

and

120 Adelaide Street West, Suite 920
Toronto, Ontario M5H 1T1

- 6) Firm Capital Mortgage Fund Inc.
163 Cartwright Avenue
Toronto, Ontario M6A 1V5
- 7) Quincy Investments Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5

- 8) 969592 Ontario Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5
- 9) 969593 Ontario Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5
- 10) 2307271 Ontario Inc.
40 Hazelridge Court
Kleinburg, Ontario L0J 1C0
- 11) Sasso Auto Consulting Inc.
185 Bishop Avenue
Toronto, Ontario M2M 1Z7
- 12) Angelo Grossi
36 Pebblelane Court
Richmond Hill, Ontario L4C 6X2
- 13) David Mark Doubilet
70 Heath Street East
Toronto, Ontario M4T 1S3
- 14) Gus Stamatiou
54 Kettle Court
Vaughan, Ontario L6A 2M2
- 15) Robert Di Matteo
20 Cachet Woods Court, Unit 2
Markham, Ontario L6C 3G1
- 16) Tonino Amendola
18 Norcross Road
Toronto, Ontario M3H 2R4

Name and address of person to whom lien claimant supplied services or materials:

- 1) Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, Ontario L4B 3K7

This is Exhibit "D" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Glaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

JOHN MARGIE

141 Adelaide Street West
Suite 800
Toronto, Ontario M5H 3L5

Tel: 416.368.8280
Fax: 416.368.3467
Toll-free: 1-866-GLAHOLT

Email: jm@glaholt.com
www.glaholt.com

CERTIFIED BY THE LAW SOCIETY AS A
SPECIALIST IN CONSTRUCTION LAW

March 5, 2018

VIA REGISTERED MAIL:

Firm Capital Mortgage Fund Inc.
163 Cartwright Avenue
Toronto, ON M6A 1V5

Re: Innocon
Re: Fortress Brookdale Inc.
Re: Brookdale on Avenue Road Project, 1700 Avenue Road, Toronto, Ontario

We are the lawyers for Innocon with respect to the Brookdale on Avenue Road project.

Please find enclosed a copy of the claim for lien of Innocon, in the amount of \$1,168,857.39, registered on February 13, 2018 as Instrument No. AT4801986 on title to the Brookdale on Avenue Road project, having a municipal address of 1700 Avenue Road, Toronto, Ontario.

Innocon has not been paid the amount of \$1,168,857.39 and Fortress Brookdale Inc. owes this amount to Innocon. Please retain an amount sufficient to satisfy the lien of Innocon, in addition to statutory holdback.

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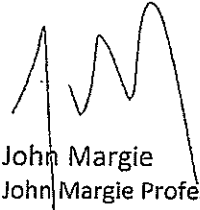
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Yours very truly,

GLAHOLT LLP



John Margie
John Margie Professional Corporation

Enclosure

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13:54

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 1 of 2

Properties

PIN 10189 - 0865 LT

Description LOTS 33 & 34 PLAN 2371, PART LOT 42A & LOT 43A PLAN 2247 PT 1 66R29204;
TOGETHER WITH AN EASEMENT OVER PT 3 66R29204 AS IN AT4379990; SUBJECT
TO AN EASEMENT AS IN AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130;
CITY OF TORONTO

Address TORONTO

PIN 10189 - 0866 LT

Description LOT 32 PLAN 2371 YORK PT 2 66R29204; SUBJECT TO AN EASEMENT AS IN
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Address TORONTO

Consideration

Consideration \$ 1,168,857.39

Claimant(s)Name INNOCON, A PARTNERSHIP OF LAFARGE CANADA INC., LEHIGH HANSON MATERIALS LIMITED AND
INNOCON INC.Address for Service c/o Glaholt LLP
800-141 Adelaide Street West
Toronto, Ontario M5H 3L5

Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

This document is not authorized under Power of Attorney by this party.

This is the firm name of the Partnership/Limited Partnership.

StatementsName and Address of Owner See Schedule Name and address of person to whom lien claimant supplied services or materials See
Schedule Time within which services or materials were supplied from 2017/07/11 to 2018/01/19 Short description of services or materials
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Schedule: See Schedules

Signed ByChristine Naycalo 141 Adelaide St. W. acting for Signed 2018 02 13
Toronto Applicant(s)
M5H 3L5

Tel 416-368-8280

Fax 416-368-3467

I have the authority to sign and register the document on behalf of the Applicant(s).

Submitted ByGLAHLT LLP 141 Adelaide St. W. 2018 02 13
Toronto
M5H 3L5

Tel 416-368-8280

Fax 416-368-3467

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Fees/Taxes/Payment	
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<i>Statutory Registration Fee</i>	\$63.65
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<i>Total Paid</i>	\$63.65
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Schedule Regarding Statement 3707**Name and Address of Owners:**

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- 4) Computershare Trust Company of Canada
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Vancouver, B.C. V6C 3B9
Attn: Private Capital Solutions

and

100 University Avenue, 11th Floor
Toronto, Ontario M5J 2Y1

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Calgary, Alberta T2G 0P6

and

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Toronto, Ontario M6A 1V5

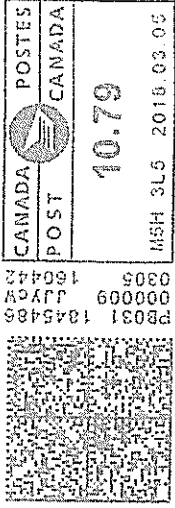
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GLANOLT LLP
Prudential Assurance Building
141 Adelaide Street West, Suite 2100
Toronto, Ontario M5H 3B7



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Toronto, ON M6A 1V5

GLAHOLT LLP

CONSTRUCTION LAWYERS

JOHN MARGIE

141 Adelaide Street West
Suite 800
Toronto, Ontario M5H 3L5

Tel: 416.368.8280
Fax: 416.368.3467
Toll-free: 1-866-GLAHOLT

Email: jm@glaholt.com
www.glaholt.com

CERTIFIED BY THE LAW SOCIETY AS A
SPECIALIST IN CONSTRUCTION LAW

March 5, 2018

VIA REGISTERED MAIL:

Quincy Investments Limited
31 Densley Avenue
Toronto, ON M6M 2P5

VIA REGULAR MAIL:

969592 Ontario Limited
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Toronto, ON M6M 2P5

VIA REGULAR MAIL:

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31 Densley Avenue
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VIA REGULAR MAIL:

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Re: Brookdale on Avenue Road Project, 1700 Avenue Road, Toronto, Ontario

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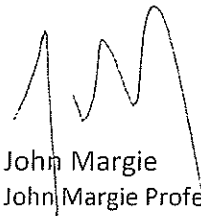
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Enclosure

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Toronto Applicant(s)
M5H 3L5

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Fax 416-368-3467

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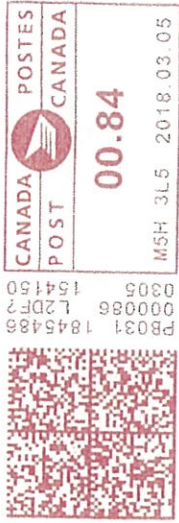
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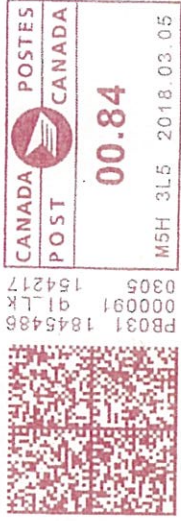
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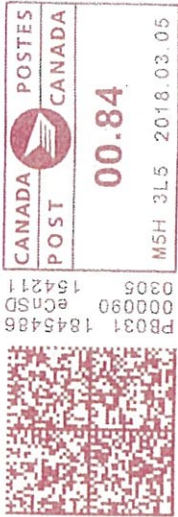
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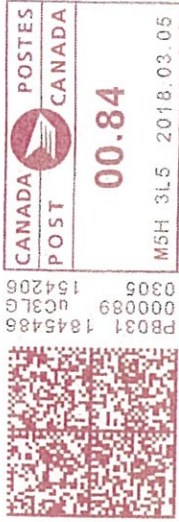
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CERTIFIED BY THE LAW SOCIETY AS A
SPECIALIST IN CONSTRUCTION LAW

March 5, 2018

VIA REGISTERED MAIL:

Jaekel Capital Inc.
10376 Yonge Street, Suite 203
Richmond Hill, ON L4C 3B8

Re: Innocon
Re: Fortress Brookdale Inc.
Re: Brookdale on Avenue Road Project, 1700 Avenue Road, Toronto, Ontario

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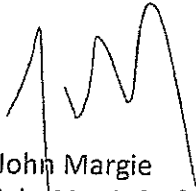
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Signed By

Christine Naycalo

141 Adelaide St. W.
Toronto
M5H 3L5acting for
Applicant(s)

Signed

2018 02 13

Tel 416-368-8280

Fax 416-368-3467

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Submitted By

GLAHOLT LLP

141 Adelaide St. W.
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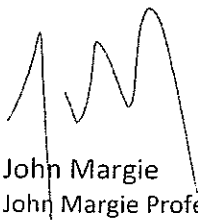
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Yours very truly,

GLAHOLT LLP



John Margie
John Margie Professional Corporation

Enclosure

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13:54

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 1 of 2

Properties

PIN 10189 - 0865 LT

Description LOTS 33 & 34 PLAN 2371, PART LOT 42A & LOT 43A PLAN 2247 PT 1 66R29204;
TOGETHER WITH AN EASEMENT OVER PT 3 66R29204 AS IN AT4379990; SUBJECT
TO AN EASEMENT AS IN AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130;
CITY OF TORONTO

Address TORONTO

PIN 10189 - 0866 LT

Description LOT 32 PLAN 2371 YORK PT 2 66R29204; SUBJECT TO AN EASEMENT AS IN
AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130; CITY OF TORONTO

Address TORONTO

Consideration

Consideration \$ 1,168,857.39

Claimant(s)Name INNOCON, A PARTNERSHIP OF LAFARGE CANADA INC., LEHIGH HANSON MATERIALS LIMITED AND
INNOCON INC.Address for Service c/o Glaholt LLP
800-141 Adelaide Street West
Toronto, Ontario M5H 3L5

Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

This document is not authorized under Power of Attorney by this party.

This is the firm name of the Partnership/Limited Partnership.

StatementsName and Address of Owner See Schedule Name and address of person to whom lien claimant supplied services or materials See
Schedule Time within which services or materials were supplied from 2017/07/11 to 2018/01/19 Short description of services or materials
that have been supplied Ready mix concrete; Contract price or subcontract price \$1,887,554.74 (inclusive of HST) Amount claimed as
owing in respect of services or materials that have been supplied \$1,168,857.39 (inclusive of HST)

The lien claimant claims a lien against the interest of every person identified as an owner of the premises described in said PIN to this lien

Schedule: See Schedules

Signed By

Christine Naycalo	141 Adelaide St. W. Toronto M5H 3L5	acting for Applicant(s)	Signed	2018 02 13
Tel	416-368-8280			
Fax	416-368-3467			

I have the authority to sign and register the document on behalf of the Applicant(s).

Submitted By

GLAHOLT LLP	141 Adelaide St. W. Toronto M5H 3L5	2018 02 13
Tel	416-368-8280	
Fax	416-368-3467	

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13:54

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 2 of 2

Fees/Taxes/Payment	
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<i>Statutory Registration Fee</i>	\$63.65
<i>Total Paid</i>	\$63.65

Schedule Regarding Statement 3707**Name and Address of Owners:**

- 1) Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, Ontario L4B 3K7

- 2) Jaekel Capital Inc.
10376 Yonge Street, Suite 203
Richmond Hill, Ontario L4C 3B8

- 3) Building & Development Mortgages Canada Inc.
25 Brodie Drive, Unit 8,
Richmond Hill, Ontario L4B 3K7

- 4) Computershare Trust Company of Canada
510 Burrard Street, 3rd Floor
Vancouver, B.C. V6C 3B9
Attn: Private Capital Solutions

- and

100 University Avenue, 11th Floor
Toronto, Ontario M5J 2Y1

- 5) Olympia Trust Company
125-9th Avenue SE, Suite 2200
Calgary, Alberta T2G 0P6

- and

120 Adelaide Street West, Suite 920
Toronto, Ontario M5H 1T1

- 6) Firm Capital Mortgage Fund Inc.
163 Cartwright Avenue
Toronto, Ontario M6A 1V5

- 7) Quincy Investments Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5

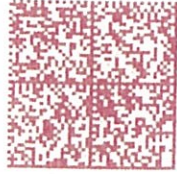
- 8) 969592 Ontario Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5
- 9) 969593 Ontario Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5
- 10) 2307271 Ontario Inc.
40 Hazelridge Court
Kleinburg, Ontario L0J 1C0
- 11) Sasso Auto Consulting Inc.
185 Bishop Avenue
Toronto, Ontario M2M 1Z7
- 12) Angelo Grossi
36 Pebblelane Court
Richmond Hill, Ontario L4C 6X2
- 13) David Mark Doubilet
70 Heath Street East
Toronto, Ontario M4T 1S3
- 14) Gus Stamatiou
54 Kettle Court
Vaughan, Ontario L6A 2M2
- 15) Robert Di Matteo
20 Cachet Woods Court, Unit 2
Markham, Ontario L6C 3G1
- 16) Tonino Amendola
18 Norcross Road
Toronto, Ontario M3H 2R4

Name and address of person to whom lien claimant supplied services or materials:

- 1) Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, Ontario L4B 3K7

GLAHOLT LLP

Prudential Assurance Building
141 Adelaide Street West, Suite 800
Toronto, Ontario M5H 3L5



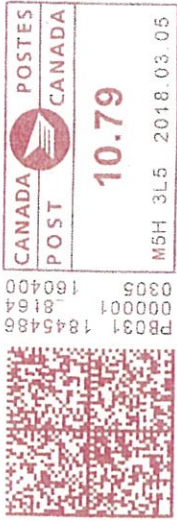
P8031 1845486
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Olympia Trust Company

125-9th Avenue SE
Suite 2200
Calgary, AB T2G 0P6

GLAHOLT LLP
Prudential Assurance Building
141 Adelaide Street West, Suite 800
Toronto, Ontario M5H 3L5



Olympia Trust Company
120 Adelaide Street West
Suite 920
Toronto, ON M5H 1T1

GLAHOLT LLP
Prudential Assurance Building
141 Adelaide Street West, Suite 800
Toronto, Ontario M5H 3L5



Building and Development Mortgages
Canada Inc.

25 Brodie Drive
Unit 8
Richmond Hill, ON L4B 3K7

JOHN MARGIE

141 Adelaide Street West
Suite 800
Toronto, Ontario M5H 3L5

Tel: 416.368.8280
Fax: 416.368.3467
Toll-free: 1-866-GLAHOLT

Email: jm@glaholt.com
www.glaholt.com

CERTIFIED BY THE LAW SOCIETY AS A
SPECIALIST IN CONSTRUCTION LAW

March 5, 2018

VIA REGISTERED MAIL:

Computershare Trust Company of Canada
510 Burrard Street, 3rd Floor
Vancouver, BC V6C 3B9
Attn: Private Capital Solutions

**Building and Development Mortgages
Canada Inc.**
25 Brodie Drive, Unit 8
Richmond Hill, ON L4B 3K7

AND

100 University Avenue, 11th Floor
Toronto, ON M5J 2Y1

Re: Innocon
Re: Fortress Brookdale Inc.
Re: Brookdale on Avenue Road Project, 1700 Avenue Road, Toronto, Ontario

We are the lawyers for Innocon with respect to the Brookdale on Avenue Road project.

Please find enclosed a copy of the claim for lien of Innocon, in the amount of \$1,168,857.39, registered on February 13, 2018 as Instrument No. AT4801986 on title to the Brookdale on Avenue Road project, having a municipal address of 1700 Avenue Road, Toronto, Ontario.

Innocon has not been paid the amount of \$1,168,857.39 and Fortress Brookdale Inc. owes this amount to Innocon. Please retain an amount sufficient to satisfy the lien of Innocon, in addition to statutory holdback.


With respect to any mortgage or other financing relating to the Brookdale on Avenue Road project, we require the following information pursuant to Section 39 of the *Construction Lien Act*, to be provided to us within a reasonable period of time, not to exceed twenty-one (21) days following receipt of this letter:

- i. sufficient details concerning any mortgage on the premises to enable the person who requests the information to determine whether the mortgage was taken by the mortgagee for the purposes of financing the making of the improvement; and
- ii. a statement showing the amount advanced under the mortgage, the dates of those advances, and any arrears in payment including any arrears in the payment of interest.

Please note that, pursuant to Section 39(5) of the *Construction Lien Act*, a person who is required to provide the above information but does not provide the information or knowingly or negligently misstates the information can be held liable to for any damages sustained by reason thereof.

Yours very truly,

GLAHOLT LLP

A handwritten signature in black ink, appearing to read 'John Margie', written over a thin vertical line that extends down to the name below.

John Margie
John Margie Professional Corporation

Enclosure

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13:54

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 1 of 2

Properties

PIN 10189 - 0865 LT

Description LOTS 33 & 34 PLAN 2371, PART LOT 42A & LOT 43A PLAN 2247 PT 1 66R29204;
TOGETHER WITH AN EASEMENT OVER PT 3 66R29204 AS IN AT4379990; SUBJECT
TO AN EASEMENT AS IN AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130;
CITY OF TORONTO

Address TORONTO

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Consideration \$ 1,168,857.39

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INNOCON INC.Address for Service c/o Glaholt LLP
800-141 Adelaide Street West
Toronto, Ontario M5H 3L5

Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

This document is not authorized under Power of Attorney by this party.

This is the firm name of the Partnership/Limited Partnership.

StatementsName and Address of Owner See Schedule Name and address of person to whom lien claimant supplied services or materials See
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owing in respect of services or materials that have been supplied \$1,168,857.39 (inclusive of HST)

The lien claimant claims a lien against the interest of every person identified as an owner of the premises described in said PIN to this lien

Schedule: See Schedules

Signed By

Christine Naycalo

141 Adelaide St. W.
Toronto
M5H 3L5acting for
Applicant(s)

Signed

2018 02 13

Tel 416-368-8280

Fax 416-368-3467

I have the authority to sign and register the document on behalf of the Applicant(s).

Submitted By

GLAHOLT LLP

141 Adelaide St. W.
Toronto
M5H 3L5

2018 02 13

Tel 416-368-8280

Fax 416-368-3467

LRO # 80 Construction Lien

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yyyy mm dd Page 2 of 2

<i>Fees/Taxes/Payment</i>	
---------------------------	--

Statutory Registration Fee \$63.65

Total Paid \$63.65

Schedule Regarding Statement 3707**Name and Address of Owners:**

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- 3) Building & Development Mortgages Canada Inc.
25 Brodie Drive, Unit 8,
Richmond Hill, Ontario L4B 3K7

- 4) Computershare Trust Company of Canada
510 Burrard Street, 3rd Floor
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Attn: Private Capital Solutions

- and

100 University Avenue, 11th Floor
Toronto, Ontario M5J 2Y1

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- 10) 2307271 Ontario Inc.
40 Hazelridge Court
Kleinburg, Ontario L0J 1C0
- 11) Sasso Auto Consulting Inc.
185 Bishop Avenue
Toronto, Ontario M2M 1Z7
- 12) Angelo Grossi
36 Pebblelane Court
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- 15) Robert Di Matteo
20 Cachet Woods Court, Unit 2
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- 16) Tonino Amendola
18 Norcross Road
Toronto, Ontario M3H 2R4

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GLAHOLT LLP

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Computershare Trust Company of Canada

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Attention: Private Capital Solutions

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GLAHOLT LLP
Prudential Assurance Building
141 Adelaide Street West, Suite 800
Toronto, Ontario M5H 2M3



Building and Development Mortgages
Canada Inc.

25 Brodie Drive
Unit 8
Richmond Hill, ON L4B 3K7

This is Exhibit "E" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Glaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

CV-18-593304

**ONTARIO
SUPERIOR COURT OF JUSTICE**

IN THE MATTER OF THE *Construction Lien Act*, R.S.O. 1990, c. C.30 as amended

BETWEEN :

**INNOCON, A PARTNERSHIP OF LAFARGE CANADA INC., LEHIGH HANSON MATERIALS LIMITED
and INNOCON INC.**

Plaintiff

- and -

**FORTRESS BROOKDALE INC., JAEKEL CAPITAL INC., BUILDING & DEVELOPMENT MORTGAGES
CANADA INC., COMPUTERSHARE TRUST COMPANY OF CANADA, OLYMPIA TRUST COMPANY,
FIRM CAPITAL MORTGAGE FUND INC., QUINCY INVESTMENTS LIMITED, 969592 ONTARIO
LIMITED, 969593 ONTARIO LIMITED, 2307271 ONTARIO INC., SASSO AUTO CONSULTING
INC., ANGELO GROSSI, DAVID MARK DOUBILET, GUS STAMATIOU, ROBERT DI MATTEO, and
TONINO AMENDOLA**

Defendants

STATEMENT OF CLAIM

TO THE DEFENDANTS

A LEGAL PROCEEDING HAS BEEN COMMENCED AGAINST YOU by the plaintiff. The claim made against you is set out in the following pages.

IF YOU WISH TO DEFEND THIS PROCEEDING, you or an Ontario lawyer acting for you must prepare a statement of defence in Form 18A prescribed by the *Rules of Civil Procedure*, serve it on the plaintiff's lawyer or, where the plaintiff does not have a lawyer, serve it on the plaintiff, and file it, with proof of service, in this court office, WITHIN TWENTY DAYS after this statement of claim is served on you, if you are served in Ontario.

If you are served in another province or territory of Canada or in the United States of America, the period for serving and filing your statement of defence is forty days. If you are served outside Canada and the United States of America, the period is sixty days.

Instead of serving and filing a statement of defence, you may serve and file a notice of intent to defend in Form 18B prescribed by the *Rules of Civil Procedure*. This will entitle you to ten more days within which to serve and file your statement of defence.



IF YOU FAIL TO DEFEND THIS PROCEEDING, JUDGMENT MAY BE GIVEN AGAINST YOU IN YOUR ABSENCE AND WITHOUT FURTHER NOTICE TO YOU. IF YOU WISH TO DEFEND THIS PROCEEDING BUT ARE UNABLE TO PAY LEGAL FEES, LEGAL AID MAY BE AVAILABLE TO YOU BY CONTACTING A LOCAL LEGAL AID OFFICE.

IF YOU PAY THE PLAINTIFF'S CLAIM, and \$1,000 for costs, within the time for serving and filing your statement of defence, you may move to have this proceeding dismissed by the court. If you believe the amount claimed for costs is excessive, you may pay the plaintiff's claim and \$400.00 for costs and have the costs assessed by the court.

TAKE NOTICE: THIS ACTION WILL AUTOMATICALLY BE DISMISSED if it has not been set down for trial or terminated by any means within five years after the action was commenced unless otherwise ordered by the court.

Date: March 5, 2018

Issued by


Local registrar

Address of court office 393 University Ave, 10th Floor
Toronto, ON M5G 1E6

TO: Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, ON L4B 3K7

AND TO: Jaekel Capital Inc.
10376 Yonge Street, Suite 203
Richmond Hill, ON L4C 3B8

AND TO: Building & Development Mortgages Canada Inc.
25 Brodie Drive, Unit 8
Richmond Hill, ON L4B 3K7

AND

c/o FAAN Mortgage Administrators Inc.
20 Adelaide Street East, Suite 920
Toronto, ON M5C 2T6

AND TO: Computershare Trust Company of Canada
100 University Avenue, 11th Floor
Toronto, ON M5J 2Y1

AND TO: Olympia Trust Company
120 Adelaide Street West, Suite 920
Toronto, ON M5H 1T1

- AND TO: Firm Capital Mortgage Fund Inc.
163 Cartwright Avenue
Toronto, ON M6A 1V5
- AND TO: Quincy Investments Limited
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Vaughan, ON L6A 2M2
- AND TO: Robert Di Matteo
20 Cachet Woods Court, Unit 2
Markham, ON L6C 3G1
- AND TO: Tonino Amendola
18 Norcross Road
Toronto, ON M3H 2R4

CLAIM

1. The Plaintiff, Innocon, a partnership of Lafarge Canada Inc., Lehigh Hanson Materials Limited and Innocon Inc., ("Innocon") claims:

- (a) Payment of the sum of \$1,168,857.39, inclusive of HST, for the supply of materials to the Brookdale on Avenue Road Project (the "Project"), an improvement located on the lands and premises described in Innocon's claim for lien (the "Premises");
- (b) In the alternative, damages for breach of contract in the amount of \$1,168,857.39;
- (c) A declaration that Innocon is entitled to a lien upon all of the estate, title and interest of the Defendants, or any one of them, in the Premises in the amount of \$1,168,857.39, inclusive of HST;
- (d) A declaration that Innocon is entitled to a charge on all holdbacks required to be retained by the Defendants, or any one of them;
- (e) That in default of payment of \$1,168,857.39, inclusive of HST, plus interest and costs, that all of the estate, title and interest of the Defendants in the Premises be sold and the proceeds applied in and towards payment of Innocon's lien together with interest and costs pursuant to the *Construction Lien Act*;
- (f) A declaration that Innocon is entitled to priority over any mortgage registered on title to the Premises;
- (g) In the alternative, damages in the amount of \$1,168,857.39 on the basis of *quantum meruit* or unjust enrichment;

- (h) Pre-judgment and post-judgment interest at the rate of 18% per annum, pursuant to the Contract, calculated from 30 days after the date of each Invoice;
- (i) Alternatively, pre-judgment and post-judgment interest pursuant to sections 128 and 129 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended;
- (j) Costs of this action on a substantial indemnity basis, plus taxes thereon;
- (k) That for the purposes aforesaid and for all other purposes, that all proper directions be given, inquiries made and accounts taken; and
- (l) Such further and other relief as this Honourable Court may deem just.

THE PARTIES

2. The Plaintiff, Innocon, is a partnership of Lafarge Canada Inc., Lehigh Hanson Materials Limited and Innocon Inc., and carries on business in the Province of Ontario as a supplier of ready mix concrete.

3. The Defendant, Fortress Brookdale Inc. ("Fortress"), is a corporation incorporated pursuant to the laws of the Province of Ontario, and carries on business in Ontario as a land developer. Fortress is and was at all material times the registered owner of the Premises described in Innocon's claim for lien.

4. The Defendant, Jaekel Capital Inc., is a corporation, incorporated pursuant to the laws of the Province of Ontario.

5. The Defendant, Building & Development Mortgages Canada Inc., is a corporation, incorporated pursuant to the laws of Ontario.

6. The Defendant, Computershare Trust Company of Canada, is a federally regulated financial institution incorporated under the *Trust and Loan Companies Act*, S.C. 1991 c. 45 as amended.

7. The Defendant, Olympia Trust Company, is a provincially regulated financial institution incorporated under the *Loan and Trust Corporations Act*, R.S.A. 2000 c. L-20 as amended.
8. The Defendant, Firm Capital Mortgage Fund Inc., is a corporation, incorporated pursuant to the laws of the Province of Ontario.
9. The Defendant, Quincy Investments Limited, is a corporation, incorporated pursuant to the laws of the Province of Ontario.
10. The Defendant, 969592 Ontario Limited, is a corporation, incorporated pursuant to the laws of the Province of Ontario.
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12. The Defendant, 2307271 Ontario Inc., is a corporation, incorporated pursuant to the laws of the Province of Ontario.
13. The Defendant, Sasso Auto Consulting Inc., is a corporation, incorporated pursuant to the laws of the Province of Ontario.
14. The Defendant, Angelo Grossi, is a resident of the Province of Ontario.
15. The Defendant, David Mark Doubilet, is a resident of the Province of Ontario.
16. The Defendant, Gus Stamatiou, is a resident of the Province of Ontario.
17. The Defendant, Robert Di Matteo, is a resident of the Province of Ontario.
18. The Defendant, Tonino Amendola, is a resident of the Province of Ontario.
19. The Defendants are, and were, at all material times:

- (a) Persons having an interest in the lien premises, at whose request and upon whose credit, or upon whose behalf, or with whose privity or consent or for whose direct benefit an improvement was made to the Premises described in Innocon’s claim for lien and to the detriment of Innocon; and,
- (b) “Owners” as defined by the *Construction Lien Act*.

THE CONTRACT AND OUTSTANDING INVOICES

20. On or about March 22, 2017, Innocon and Fortress entered into a credit agreement for the supply of ready mix concrete to Fortress (the “Contract”) in respect of the Project.

21. In accordance with the Contract, Innocon provided ready mix concrete to Fortress as and when required by Fortress and which was used by Fortress for the construction of the Project.

22. Between July 2017 and January 2018, Innocon issued invoices to Fortress pursuant to the Contract. Invoices in the total amount of \$1,168,857.39 for the Project have not paid by Fortress. Innocon remains unpaid in the amount of \$1,168,857.39, inclusive of HST, being the sum of the invoices set out in the table below (collectively the “Invoices”):

Invoice Date	Invoice Number	Invoice Amount
19-Oct-2017	0707972469	\$62,907.10
23-Oct-2017	0707992506	\$7,340.48
23-Oct-2017	0708013947	\$2,964.57
26-Oct-2017	0708013950	\$12,027.72
26-Oct-2017	0708034981	\$29,706.15
30-Oct-2017	0708034982	\$11,471.76
30-Oct-2017	0708034983	\$3,419.57
31-Oct-2017	0708060653	\$15,339.98
31-Oct-2017	0708060654	\$26,608.11
31-Oct-2017	0708060655	\$804.61
31-Oct-2017	0708060656	\$23,092.85
6-Nov-2017	0708084706	\$16,450.80
9-Nov-2017	0708095944	\$4,600.23
9-Nov-2017	0708095945	\$3,254.40
9-Nov-2017	0708095946	\$4,600.23

Invoice Date	Invoice Number	Invoice Amount
9-Nov-2017	0708112762	\$4,800.24
13-Nov-2017	0708112763	\$21,851.06
13-Nov-2017	0708129457	\$1,800.09
13-Nov-2017	0708129458	\$1,927.22
16-Nov-2017	0708129459	\$3,400.17
16-Nov-2017	0708129460	\$3,048.18
16-Nov-2017	0708129461	\$442.41
16-Nov-2017	0708129462	\$5,785.60
16-Nov-2017	0708145349	\$153,703.73
16-Nov-2017	0708145350	\$1,400.07
20-Nov-2017	0708145351	\$31,772.19
20-Nov-2017	0708156547	\$1,247.52
20-Nov-2017	0708162529	\$2,400.12
20-Nov-2017	0708162530	\$6,412.75
23-Nov-2017	0708162531	\$4,068.00
23-Nov-2017	0708162532	\$1,927.22
23-Nov-2017	0708169847	\$31,575.85
27-Nov-2017	0708169848	\$3,925.62
27-Nov-2017	0708196158	\$53,012.83
30-Nov-2017	MISC - CREDIT	-\$24,143.58
30-Nov-2017	0708196159	\$66,571.69
30-Nov-2017	0708196160	\$4,141.45
30-Nov-2017	0708196161	\$6,203.70
30-Nov-2017	0708196162	\$22,248.00
30-Nov-2017	0708196163	\$4,562.94
30-Nov-2017	0708196164	\$1,447.53
7-Dec-2017	0708227315	\$102,127.14
7-Dec-2017	0708227316	\$5,045.45
7-Dec-2017	0708235401	\$9,394.53
11-Dec-2017	0708235402	\$1,084.80
11-Dec-2017	0708251729	\$466.69
11-Dec-2017	0708251730	\$38,758.96
14-Dec-2017	0708251731	\$43,792.02
14-Dec-2017	0708251732	\$2,042.48
14-Dec-2017	0708261937	\$2,355.49
18-Dec-2017	0708261938	\$14,538.02
18-Dec-2017	0708275136	\$61,696.32
21-Dec-2017	0708275137	\$1,535.68
21-Dec-2017	0708291830	\$15,337.19
25-Dec-2017	0708291831	\$52,802.64

Invoice Date	Invoice Number	Invoice Amount
25-Dec-2017	0708291832	\$7,600.38
28-Dec-2017	0708291833	\$690.71
31-Dec-2017	0708298475	\$25,526.70
4-Jan-2018	0708303876	\$2,688.27
8-Jan-2018	0708303877	\$2,274.69
11-Jan-2018	0708309081	\$3,101.85
11-Jan-2018	0708314360	\$827.16
15-Jan-2018	0708314361	\$62,008.73
15-Jan-2018	0708323484	\$5,313.26
18-Jan-2018	0708323485	\$34,895.23
25-Jan-2018	0708338603	\$32,831.84
TOTAL OWING		\$1,168,857.39

23. The Contract states that interest will be charged on all overdue accounts at a rate of 1.5% per month, 18.00% per annum.

24. Despite demands for payment from Innocon, the Defendant Fortress has refused or neglected to pay Innocon the sum of \$1,168,857.39 and has thereby breached the Contract.

THE LIEN

25. By reason of supplying its materials to the Project, Innocon became and is entitled to a lien upon the estate, title and interest of the Defendants, or any one of them, in the Premises, and to a charge upon the holdbacks required to be maintained in the sum of \$1,168,857.39, inclusive of HST, together with interest and costs of this action pursuant to the provisions of the *Construction Lien Act*.

26. On February 13, 2018, pursuant to and in accordance with the *Construction Lien Act*, Innocon registered a claim for lien in the Land Registry Office, Land Titles Division of Toronto (No. 80), as Instrument No. AT4801986, a copy of which is attached hereto as Schedule "A".

27. The lands and premises described in Innocon's claim for lien are the Premises for and upon which Innocon supplied its materials, all at the request of, on behalf of, with the consent or for the direct benefit of all Defendants, each of which is an "owner" within the meaning of section 1(1) of the *Construction Lien Act*.

CLAIM FOR PRIORITY OVER MORTGAGEES

28. Between May 2015 and October 2017, all Defendants other than Fortress (each a “Mortgagee” and collectively the “Mortgagees”) obtained mortgages with respect to the Premises.

29. Innocon pleads that these mortgages were taken with the intention to secure financing for the construction of the Project, and therefore pleads that its lien has full priority over the Mortgagees to the full extent of their respective mortgages. Alternatively, Innocon pleads that its lien has priority over the Mortgagees to the extent of any holdbacks Fortress has failed to maintain pursuant to the *Construction Lien Act*. In the further alternative, Innocon pleads that it is entitled to priority over the Mortgagees to the extent of any amounts advanced in excess of the actual value of the Premises at the time when the first lien arose. In the further alternative, Innocon pleads that it is entitled to priority over the Mortgagees to the extent of any amounts advanced subsequent to the earlier of the date on which the first lien was preserved against the Premises or the date on which a Mortgagee had received written notice of a lien. Innocon pleads and relies on section 78 of the *Construction Lien Act*.

UNJUST ENRICHMENT AND QUANTUM MERUIT

30. In the alternative, by reason of supplying the ready-mix concrete to the Project, the Defendants, or any one of them, has received the benefit of the same and has been unjustly enriched in the amount of \$1,168,857.39, inclusive of HST, at the expense and to the detriment of Innocon. Innocon pleads and relies upon the doctrine of unjust enrichment.

31. In the further alternative, Innocon is entitled to damages in the amount of \$1,168,857.39, inclusive of HST, as against the Defendants, or any one of them, on the basis of *quantum meruit* as the reasonable value and reasonable benefit to the Defendants of Innocon’s supply of material for which it remains unpaid.

32. Innocon proposes that this action be tried in Toronto.

March 5, 2018

GLAHOLT LLP
141 Adelaide Street West
Suite 800
Toronto ON M5H 3L5

JOHN MARGIE
LSO No.: 36801D

DERRICK DODGSON
LSO No.: 72536C

Tel: (416) 368-8280 / Fax: (416) 368-3467

Lawyers for the Plaintiff

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13 54

The applicant(s) hereby applies to the Land Registrar

yyyy mm dd Page 1 of 4

Properties

PIN 10189 - 0865 LT
Description LOTS 33 & 34 PLAN 2371, PART LOT 42A & LOT 43A PLAN 2247 PT 1 66R29204, TOGETHER WITH AN EASEMENT OVER PT 3 66R29204 AS IN AT4379990; SUBJECT TO AN EASEMENT AS IN AT4660181; SUBJECT TO AN EASEMENT AS IN AT4753130; CITY OF TORONTO
Address TORONTO

PIN 10189 - 0866 LT
Description LOT 32 PLAN 2371 YORK PT 2 66R29204, SUBJECT TO AN EASEMENT AS IN AT4660181, SUBJECT TO AN EASEMENT AS IN AT4753130; CITY OF TORONTO
Address TORONTO

Consideration

Consideration \$ 1 168,657.39

Claimant(s)

Name INNOCON
Address for Service c/o Glaholt LLP
 800-141 Adelaide Street West
 Toronto, Ontario M5H 3L5
 Attention Mr. John Margie

This is the firm name of the Partnership/Limited Partnership

Name LAFARGE CANADA INC.
Address for Service c/o Glaholt LLP
 800-141 Adelaide Street West
 Toronto Ontario M5H 3L5
 Attention Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

I, Wayne London, have the authority to bind the corporation.

This document is not authorized under Power of Attorney by this party

I am a partner.

Name LEHIGH HANSON MATERIALS LIMITED
Address for Service c/o Glaholt LLP
 800-141 Adelaide Street West
 Toronto Ontario M5H 3L5
 Attention Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

I, Wayne London, have the authority to bind the corporation.

This document is not authorized under Power of Attorney by this party.

I am a partner.

LRO # 80 Construction Lien

Received as AT4801986 on 2018 02 13 at 13.54

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 2 of 4

Claimant(s)

Name INNOCON INC.
 Address for Service c/o Glaholt LLP
 800-141 Adelaide Street West
 Toronto, Ontario M5H 3L5
 Attention: Mr. John Margie

I, Wayne London, am the agent of the lien claimant and have informed myself of the facts stated in the claim for lien and believe them to be true.

I, Wayne London, have the authority to bind the corporation.

This document is not authorized under Power of Attorney by this party.

I am a partner.

Statements

Name and Address of Owner See Schedule Name and address of person to whom lien claimant supplied services or materials See Schedule Time within which services or materials were supplied from 2017/07/11 to 2018/01/19 Short description of services or materials that have been supplied Ready mix concrete; Contract price or subcontract price \$1,887,554.74 (inclusive of HST) Amount claimed as owing in respect of services or materials that have been supplied \$1,168,857.39 (inclusive of HST)

The lien claimant claims a lien against the interest of every person identified as an owner of the premises described in said PIN to this lien Schedule See Schedules

Signed By

Christine Naycalo	141 Adelaide St. W. Toronto M5H 3L5	acting for Applicant(s)	First Signed 2018 02 13
Tel 416-368-8280			
Fax 416-368-3467			

Christine Naycalo	141 Adelaide St. W. Toronto M5H 3L5	acting for Applicant(s)	Last Signed 2018 02 23
Tel 416-368-8280			
Fax 416-368-3467			

I have the authority to sign and register the document on behalf of the Applicant(s).

Submitted By

GLAHOLT LLP	141 Adelaide St. W. Toronto M5H 3L5	2018 02 23
Tel 416-368-8280		
Fax 416-368-3467		

Fees/Taxes/Payment

Statutory Registration Fee	\$63.65
Total Paid	\$63.65

Schedule Regarding Statement 3707**Name and Address of Owners:**

- 1) Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, Ontario L4B 3K7

- 2) Jaekel Capital Inc.
10376 Yonge Street, Suite 203
Richmond Hill, Ontario L4C 3B8

- 3) Building & Development Mortgages Canada Inc.
25 Brodie Drive, Unit 8,
Richmond Hill, Ontario L4B 3K7

- 4) Computershare Trust Company of Canada
510 Burrard Street, 3rd Floor
Vancouver, B.C. V6C 3B9
Attn: Private Capital Solutions

and

100 University Avenue, 11th Floor
Toronto, Ontario M5J 2Y1

- 5) Olympia Trust Company
125-9th Avenue SE, Suite 2200
Calgary, Alberta T2G 0P6

and

120 Adelaide Street West, Suite 920
Toronto, Ontario M5H 1T1

- 6) Firm Capital Mortgage Fund Inc.
163 Cartwright Avenue
Toronto, Ontario M6A 1V5

- 7) Quincy Investments Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5

- 8) 969592 Ontario Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5
- 9) 969593 Ontario Limited
31 Densley Avenue
Toronto, Ontario M6M 2P5
- 10) 2307271 Ontario Inc.
40 Hazelridge Court
Kleinburg, Ontario L0J 1C0
- 11) Sasso Auto Consulting Inc.
185 Bishop Avenue
Toronto, Ontario M2M 1Z7
- 12) Angelo Grossi
36 Pebblelane Court
Richmond Hill, Ontario L4C 6X2
- 13) David Mark Doubilet
70 Heath Street East
Toronto, Ontario M4T 1S3
- 14) Gus Stamatiou
54 Kettle Court
Vaughan, Ontario L6A 2M2
- 15) Robert Di Matteo
20 Cachet Woods Court, Unit 2
Markham, Ontario L6C 3G1
- 16) Tonino Amendola
18 Norcross Road
Toronto, Ontario M3H 2R4

Name and address of person to whom lien claimant supplied services or materials:

- 1) Fortress Brookdale Inc.
25 Brodie Drive, Unit 1
Richmond Hill, Ontario L4B 3K7

Innocon, a partnership of Lafarge Canada Inc. et al. v. Fortress Brookdale Inc. et al.

Court File No.:

CV-18-593304

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE *Construction Lien Act*,
R.S.O. 1990, c.C. 30 as amended**

Proceeding commenced at Toronto

STATEMENT OF CLAIM

GLAHOLT LLP
141 Adelaide Street West
Suite 800
Toronto ON M5H 3L5

JOHN MARGIE
LSO No.: 36801D

DERRICK DODGSON
LSO No.: 72536C

Tel: (416) 368-8280 / Fax: (416) 368-3467

Lawyers for the Plaintiff

This is Exhibit "F" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Glaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

NOTING DEFAULT
DEFENDANT(S) / RESPONDENT(S)
NOTED IN DEFAULT

BROOKDALE INC.

CONSTATATION DE DÉFAUT
DÉFENDEUR(S) / INTIMÉ(S)
CONSTATÉ EN DÉFAUT

THIS 19 DAY OF APR 2018
LE 19 JOUR DE APR 2018

Court File No.: CV-18-593304

REGISTRAR / SUPERIOR COURT OF JUSTICE
GREFFIER / COUR SUPÉRIEURE DE JUSTICE

ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF the *Construction Lien Act*, R.S.O. 1990, c. C.30 as amended

BETWEEN:

INNOCON, A PARTNERSHIP OF LAFARGE CANADA INC., LEHIGH HANSON MATERIALS LIMITED and INNOCON INC.

Plaintiff

- and -

FORTRESS BROOKDALE INC., JAEKEL CAPITAL INC., BUILDING & DEVELOPMENT MORTGAGES CANADA INC., COMPUTERSHARE TRUST COMPANY OF CANADA, OLYMPIA TRUST COMPANY, FIRM CAPITAL MORTGAGE FUND INC., QUINCY INVESTMENTS LIMITED, 969592 ONTARIO LIMITED, 969593 ONTARIO LIMITED, 2307271 ONTARIO INC., SASSO AUTO CONSULTING INC., ANGELO GROSSI, DAVID MARK DOUBILET, GUS STAMATIOU, ROBERT DI MATTEO, and TONINO AMENDOLA

Defendants

REQUISITION

TO THE LOCAL REGISTRAR at Toronto

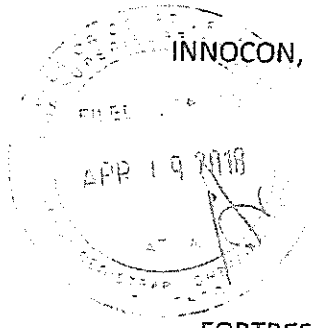
I REQUIRE you to note the Defendant, Fortress Brookdale Inc., in default for failure to deliver a Statement of Defence within the prescribed time. The Affidavit of Service of Stephen Bainbridge sworn March 8, 2018 as proof of service of the Statement of Claim on Fortress Brookdale Inc. is attached.

April 19, 2018

GLAHOLT LLP
141 Adelaide Street West
Suite 800
Toronto ON M5H 3L5

JOHN MARGIE LSO No.: 36801D
DERRICK DODGSON LSO No.: 72536C
Tel: (416) 368-8280 / Fax: (416) 368-3467

Lawyers for the Plaintiff



**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE *Construction Lien Act*,
R.S.O. 1990, c.C. 30 as amended**

Proceeding commenced at Toronto

REQUISITION

GLAHOLT LLP
141 Adelaide Street West
Suite 800
Toronto ON M5H 3L5

JOHN MARGIE LSO No.: 36801D
DERRICK DODGSON LSO No.: 72536C
Tel: (416) 368-8280 / Fax: (416) 368-3467

Lawyers for the Plaintiff

This is Exhibit "G" referred to in the
Affidavit of Lena Wang
Sworn before me this 15th day of October, 2018



A Commissioner for taking affidavits

Markus Rotterdam, a Commissioner, etc.,
Province of Ontario, for Glaholt LLP,
Barristers and Solicitors.
Expires August 12, 2020.

Mar. 19. 2018 11:08AM Corsianos Lee

No. 6018 P. 2



CORSIANOS LEE
Barristers & Solicitors

GEORGE CORSIANOS
B.A. (Hons.), M.A., LL.B.
JACOB H.C. LEE
B.A.Sc., M.B.A., J.D.
BURKE HEATHER
B.A. (Hons.), M.A., J.D.

Direct: 905-370-1092
Email: gcorsianos@cl-law.ca

March 19, 2018

VIA FACSIMILE: 416-368-3467

John Margie
Glaholt LLP
Construction Lawyers
141 Adelaide Street West, Suite 800
Toronto, Ontario
M5H 3L5

Dear Mr. Margie

RE: Quincy Investments Limited et al ats Innocon Inc. et al
Court File No. CV-18-593304
Our File No. 18-1005

As you know from our previous correspondence, we are counsel to the defendants, Quincy Investments Limited, 969592 Ontario Limited, 969593 Ontario Limited, 2307271 Ontario Inc., Sasso Auto Consulting Inc., Angelo Grossi, David Mark Doubilet, Gus Stamatiou, Robert Di Matteo and Tonino Amendola for the above-noted matter.

In response to your request for information pursuant to section 39 of the *Construction Lien Act*, we respond as follows:

- 1) On September 4, 2015, Fortress Avenue Road (2015) Inc. ("FARI") and Fernbrook Homes (Brookdale) Limited ("Fernbrook Homes"), entered into a Loan Agreement with our clients. Pursuant to the Loan Agreement, our clients agreed to provide to FARI and Fernbrook Homes a non-revolving term loan in the aggregate amount of Four Million One Hundred Thousand Dollars (\$4,100,000.00) (the "Loan"). The Loan was to be used by FARI and Fernbrook Homes solely to refinance the project and soft costs to be incurred prior to the construction financing of the development of a seven storey residential condominium building. As security for the payment and performance of the obligations of FARI and Fernbrook Homes, our clients registered a charge in the sum of \$5,330,000.00.
- 2) The amount advanced was \$4.1 million in a single advance on November 13, 2015. The Loan matured on November 15, 2017. The principal of \$4.1 million together with outstanding fees and interest remain outstanding.

Mar. 19. 2018 11:08AM Corsianos Lee

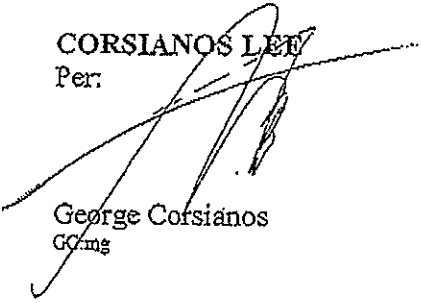
No. 6018 P. 3

Trusting the above is satisfactory,

Yours very truly,

CORSIANOS LEE

Per:



George Corsianos
GCmg

In the matter of Sections 97 and 100 of the *Courts of Justice Act*, R.S.O. 1990 c. C. 43, as amended

FIRM CAPITAL MORTGAGE FUND INC. -and- FORTRESS BROOKDALE INC., FORTRESS AVENUE ROAD (2015) INC. and FERNBROOK HOMES
Applicant (BROOKDALE) LIMITED
Respondents

Court File No. CV-18-604993-00CL

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

Proceeding commenced at Toronto

**AFFIDAVIT OF LENA WANG
(Sworn October 15, 2018)**

GLAHOLT LLP

141 Adelaide Street West, Suite 800
Toronto ON M5H 3L5

JOHN MARGIE LSO No.: 36801D

Tel: (416) 368-8280 / Fax: (416) 368-3467

Lawyers for the Respondents, Innocon, a
Partnership of Lafarge Canada Inc., Leigh Hanson
Materials Limited, and Innocon Inc.

IN THE MATTER OF Sections 97 and 100 of the Courts of Justice Act, R.S.O. 1990 c. C.43, as amended

FIRM CAPITAL MORTGAGE FUND INC.

-and- FORTRESS BROOKDALE INC., FORTRESS AVENUE ROAD (2015) INC. and
FERNBROOK HOMES (BROOKDALE) LIMITED

Applicant

Respondents

Court File No. CV-18-604993-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

RESPONDING APPLICATION RECORD
(Returnable on October 18, 2018)

GLAHOLT LLP
141 Adelaide Street W.
Suite 800
Toronto, ON M5H 3L5

JOHN MARGIE (LSO#: 36801D)

Tel: 416-368-8280
Fax: 416-368-3467

Lawyers for the Respondents, Innocon, a
Partnership of Lafarge Canada Inc, Leigh
Hanson Materials Limited, and Innocon Inc.