Court File #: 31-1932502
31-1932534
31-1932540
31- 1932557
31- 1932548
31- 1932553
31- 1932555

ONTARIO
SUPERIOR COURT OF
JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE PROPOSAL OF
CRATE MARINE SALES LIMITED, F.S. CRATE MARINE LTD.,
1282648 ONTARIO LTD., 1328559 ONTARIO LTD., 1330732 ONTARIO LTD.,
1382415 ONTARIO LTD., 1382416 ONTARIO LTD.
OF THE TOWN OF KESWICK
IN THE PROVINCE OF ONTARIO

FIRST REPORT TO COURT OF PROPOSAL TRUSTEE

DATED NOVEMBER 21, 2014

INTRODUCTION

1 On November 4, 2014, Crawmet Corp. ("**Crawmet**") issued to Crate Marine Sales Limited ("**Crate**") a Notice of Intention to Enforce on Security ("**Notice to Enforce**") pursuant to section 244 of the *Bankruptcy and Insolvency Act*, R.S.C., 1985, c.B-3 (the "**BIA**"). Enclosed as **Appendix "A"** is a copy of Crawmet's Notice to Enforce.

2 On November 14, 2014 (the "**Filing Date**"), Crate Marine Sales Limited, F.S. Crate Marine Ltd., 1282648 Ontario Ltd., 1328559 Ontario Ltd., 1330732 Ontario Ltd., 1382415 Ontario Ltd., 1382416 Ontario Ltd. (collectively, the "**Debtors**" or the

"**Companies**") filed with the Official Receiver Notices of Intention to Make a Proposal ("**NOI**") to its creditors and named Dodick Landau Inc. ("**DLI**") as Proposal Trustee (the "**Proposal Trustee**"). Enclosed as **Appendix "B"** are the Certificates of Filing of the NOI.

3. This first report (the "**Report**") of the Proposal Trustee is made in connection with the motion of Crawmet requesting an order:

   i. pursuant to section 50.4(11) of the BIA, declaring that the period for filing a proposal by the Debtors be terminated;

   ii. appointing A. Farber & Partners Inc. ("**Farber**") as receiver over the properties, assets and undertakings of some of the Debtors and substituting Farber as bankruptcy Trustee of some of the Debtors; and

   iii. declaring that the stay of proceedings referred to in section 69(1) of the BIA no longer operates in respect of Crawmet with respect to some of the Debtors.

DISCLAIMER

2. In preparing this Report, the Proposal Trustee has relied upon certain unaudited, draft and/or internal financial information, the Debtors' books and records, discussions with the management of the Company ("**Management**") and information from other third-party sources (collectively, the "**Information**"). Except as described in this Report:

   i. the Proposal Trustee has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards pursuant to the Canadian Institute of Chartered Accountants Handbook and, accordingly, the Proposal Trustee expresses no opinion or other form of assurance in respect of the Information; and

ii the Proposal Trustee has prepared this Report in its capacity as a Court appointed officer and has made a copy of this Report available on the Proposal Trustee's website at www.dodick.ca for purposes of Crawmet's motion returnable November 21, 2014. Parties using this Report, other than for the purpose of the motion, are cautioned that it may not be appropriate for their purposes.

3. Unless otherwise stated, all monetary amounts contained herein are in Canadian dollars.

BACKGROUND

Operations

4 Crate was established in 1931 in Keswick, Ontario and is owned and operated by the third and fourth generation members of the Crate family.

5 At the date of the filing of the NOIs, Crate employed 74 people at the following four marina locations (the "**Marinas**"):

i. 290 The Queensway S., Keswick, Ontario, L4P 2B3

ii. 951A Rue Principale, St.-Paul-Ile-Aux-Noix, Quebec, J0J 1G0

iii. 150 Laguna Parkway, Brechin, Ontario, L0K 1B0

1354 Metro Rd. N., Willow Beach, Ontario, L0E 1F0

6. Crate is the sole operating company among the group of Companies. The remaining Debtors are the owners of various lands in Keswick, Ontario on which Crate operates its largest marina or are holding companies. Crate's other three marina locations operate from leased facilities.

7. Crate is engaged in:

i. selling new and pre-owned boats/yachts up to 60 feet long:

i. from its inventory located at its Keswick and Quebec locations;

ii. by special order directly from the boat/yacht manufacturers (in the case of new boats only);

iii. on consignment for a manufacturer or an individual boat owner;

iv. as a broker in a transaction between individual boat owners; and

ii. providing services to its customers including:

i. removal of boats from the water, winterization of boats (which remains in progress) and storage of boats on land over the Winter;

ii. servicing/maintaining customer boats throughout the year, as required;

iii. placing customer boats in the water in the Spring; and

iv. providing various facilities to boat owners on its grounds.

8 According to Crate's management, the marinas currently hold over 700 boats/yachts belonging to third-party individual owners with an estimated value in excess of $70 million. Crate pays approximately $23,000 per month for various insurance coverages including insurance associated with the services it provides to its customers.

9 It should be noted that the Notice to Enforce, and the relief requested by Crawmet in its motion materials, excludes the Debtors 1382415 Ontario Ltd., 1382416 Ontario Ltd. ((the "**Additional Debtors**") who also each filed an NOI. If the relief that Crawmet is seeking is granted by the Court, then Farber should also be substituted as bankruptcy Trustee of the Additional Debtors.

KESWICK MARINA PROPERTIES

10. Enclosed as **Appendix "C"** to this Report is a schedule of the properties (the "**Property Schedule**") most of which make up the Keswick, Ontario marina. We understand that the Property Schedule was recently prepared by the Debtors' external corporate legal counsel. The Property Schedule is also referenced to a property index map (the "**Map**") of the area.

11. The Property Schedule includes the owner, PIN number and chargee/lienholder in reference to the Map. According to the Property Schedule, Crawmet is a chargee/lienholder in either the first, second or third security position on the properties referenced as numbers 10, 11, 12 and 13 on the Property Schedule.

12. In addition to Crawmet, there are an additional 10 chargee/lienholders listed on the Property Schedule in either the first, second or third security positions. In particular, Dwight Powell Investments Inc. and Dwight Powell are first and second secured chargee/lienholders, respectively, on the properties referenced as numbers 11, 12 and 13 ("**Powell Properties**") on the Property Schedule and Map. The Powell Properties comprise a significant portion of the Keswick marina lands and provide access to approximately 80% of the Keswick marina boat slips operated by Crate. Based on the Property Schedule, Crawmet has a third secured interest in the Powell Properties.

CREDITORS

13. Following its appointment, the Proposal Trustee distributed the NOI to over 170 creditors of the Debtors totalling approximately $30.2 million in secured and unsecured debt. Enclosed as **Appendix "D"** is the list of creditors who received a copy of the NOI.

14. Since the NOI was filed, the Proposal Trustee has had preliminary discussions with various secured /unsecured creditors and boat owners in relation to ongoing operations, cash flow and the proposal.

15 The Proposal Trustee requested a meeting with Crawmet on three occasions to discuss its concerns, however, to date, Crawmet has not responded to the Proposal Trustee's request.

MONITORING

16. Since the date of its appointment on November 14, 2014, the Proposal Trustee has:

prepared, with the assistance of Management, a consolidated cash flow forecast which it intends to file on Monday, November 24, 2014, 10-days from the filing of the NOI;

ii instituted a cash disbursement monitoring program which includes the requirement that all cash disbursements be approved by the Proposal Trustee in advance of payment;

iii. required that all new and pre-owned boat sales be approved by the Proposal Trustee in advance of finalizing such sales; and

iv assisted the Debtors in identifying opportunities to reduce operating costs which are in process of being implemented.

17 Crawmet's motion includes an allegation that, immediately prior to the filing of the NOI, Crate had transferred back to the manufacturer a boat from the Keswick marina valued at approximately $1.0 million and received in return $200,000. The Proposal Trustee has spoken with the manufacturer's in-house counsel, who has indicated that it will address this complaint directly with the Court.

18 Crawmet has also included in its motion material information relating to boats which it claims were owned by Crawmet, and which were sold by Crate prior to the filing of the NOI, and alleges that the proceeds of sale of these boats were not remitted to Crawmet. The Proposal Trustee has not had sufficient time to review the documentation provided by Crawmet with regard to these boat transactions, as the documentation was only

received by the Proposal Trustee, along with Crawmet's motion material, on November 20, 2014 at 12:30 p.m.

19. According to Crawmet's motion material, Crate owes $6 million for accrued unremitted HST. The Proposal Trustee requested more information from Crate's Management with regards to HST. According to Management, the actual amount owing to the Canada Revenue Agency for HST is unknown at this time and further work needs to be done to calculate the amount owing which is in process.

CONCLUSION

20 The Proposal Trustee understands that the Debtors intend to request that the Court adjourn the hearing of Crawmet's motion for approximately one week in order to allow the Debtors more time to review Crawmet's motion material and respond to its complaints.

21 The Trustee also understands that the Debtors' counsel have been in Pheonix, Arizona at a firm conference since November 19, 2014 and have not had sufficient time to review Crawmet's motion material and are sending an agent to the hearing to request the adjournment. The Debtors' counsel informed Crawmet's counsel of this scheduling conflict on November 19, 2014.

22 The Proposal Trustee is of the view that an adjournment will ensure that Crawmet's complaints are still addressed in a timely fashion while the interests of all the secured and unsecured creditors may be considered in the process. In the interim, the Proposal Trustee will continue to monitor the Debtors on behalf of the creditors and the Court.

All of which is respectfully submitted this 21st day of November, 2014.

DODICK LANDAU INC.
In its capacity as the Proposal Trustee of
Crate Marine Sales Limited ("**Crate**"), F.S. Crate Marine Ltd.,
1282648 Ontario Ltd., 1328559 Ontario Ltd., 1330732 Ontario
Ltd., 1382415 Ontario Ltd., 1382416 Ontario Ltd. and not in
its personal capacity.

Per:

Rahn Dodick, CPA, CIRP
President

TAB A

5000 YONGE STREET, 10TH FLOOR, TORONTO, CANADA M2N 7E9
www.chaitons.com

Chaitons LLP

REPLY TO: HARVEY G. CHAITON
FILE NO.: 56429
DIRECT: 416.218.1129
FAX: 416.218.1849
EMAIL: *harvey@chaitons.com*

November 4, 2014

PERSONAL & CONFIDENTIAL
VIA COURIER AND EMAIL

Crate Marine Sales Limited
290 The Queensway South
Keswick, ON L4P 2B3

Attention: Steven Crate, President

Re: Indebtedness of Crate Marine Sales Limited (the "Company") to Crawmet Corp. ("Crawmet")

Dear Sirs,

We act as solicitors for Crawmet which extended the following loans (the "**Crawmet Loans**") to the Company:

(i) a loan in the original principal amount of $2,085,244.24 pursuant to a loan agreement dated December 22, 2011, as amended (the "**Loan Agreement**") payable with interest at the rate of 10% per annum in sixty (60) monthly blended principal and interest payments of $22,408.14 each on the first day of each month commencing January 1, 2013 (Facility A);

(ii) a loan in the original principal amount of $318,440 payable with interest at the rate of 10% per annum in twelve (12) monthly blended principal and interest payments of $4,208.21 each on the first day of each month commencing July 1, 2014 and a final payment of the balance owing on June 1, 2015 (Facility B);

(iii) a loan in the original principal amount of $900,000 payable with interest at the rate of 10% per annum and bonus interest of $10,000 in three (3) monthly blended principal and interest payments of $308,417 each on the 20th day of each month commencing September 20, 2014 (Facility C);

(iv) loans in the aggregate original principal amount of US$1,515,055 to purchase eight boats payable with interest at 10% per annum from the proceeds of sale of each boat (Facility D).

Crawmet is also the assignee of the following loans (the "**Assigned Spiegel Loans**") extended by Benn Spiegel to the Company:

(v) a loan in the original principal amount of $525,000 payable with interest at the rate of 10% per annum in five (5) monthly blended principal and interest payments of $107,639.52 each on the 25th day of each month commencing July 25, 2014 (Facility E);

(vi) a loan in the original principal amount of $246,862 payable with interest at the rate of 10% per annum on September 19, 2014 (Facility F);

(vii) a loan in the original principal amount of $300,000 payable with interest at the rate of 10% per annum in three (3) monthly blended principal and interest payments of $101,704 each on the 20th day of each month commencing September 20, 2014 (Facility G);

(viii) a loan in the original principal amount of $300,000 payable with interest at the rate of 10% per annum in three (3) monthly blended principal and interest payments of $101,600 each on the 4th day of each month commencing October 4, 2014 (Facility H).

The Crawmet Loans and the Assigned Spiegel Loans are hereinafter collectively referred to as the "**Loans**".

Payment of the Loans is secured by a General Security Agreement dated December 22, 2011. In addition, the Facility A loan is also secured by a Collateral Charge in the principal amount of $2,000,000 against the marina property in Keswick, Ontario (the "**Marina Property**") registered in the names of F. S. Crate & Sons Limited, 1282648 Ontario Limited, 1328559 Ontario Limited and 1330732 Ontario Limited, on December 22, 2011, receipted as YR1763076. The General Security Agreement and the Collateral Charge are hereinafter collectively referred to as the "Security".

We are advised by Crawmet that the Loans are currently in default for non-payment. In particular,

- the Facility A and B loan payments due on November 1, 2014 in the amounts of $22,408.14 and $4,208.21 respectively, were not paid.
- no payments have been made on the Facility C loan since the loan was made.
- the amount of US$56,748.35 plus interest is owing on the Facility D loan from the sale of a boat.
- the Facility E loan payments due on September 25 and October 25, 2014 were not paid.
- the Facility F loan was not repaid when due on September 19, 2014.
- the Facility G loan payments due on September 20 and October 20, 2014 were not paid.

In addition to non-payment, the Loans are in default by reason of the Company's failure to pay Canada Revenue Agency substantial amounts owing for unremitted HST.

The failure to pay amounts owing when due and the non-payment of HST constitute events of default under the General Security Agreement and the Collateral Charge. In the event these defaults are not rectified within seven (7) days, the outstanding balances owing on the Loans shall be immediately due and payable, without further demand or notice, and Crawmet will be entitled to exercise all rights and remedies available to it under the Security, at law or in equity. Such steps may include the appointment of a receiver over the property and assets of the Company. Attached as Schedule A hereto is a statement of the Loan balances as at November 3, 2014.

Enclosed please find our client's Notice of Intention to Enforce Security which is served upon the Company pursuant to section 244(1) of the *Bankruptcy and Insolvency Act* (Canada).

Govern yourself accordingly.

Yours truly,
CHAITONS LLP

Harvey G. Chaiton
PARTNER

Enclosure

cc. *Crawmet Corp.*
F. S. Crate & Sons Limited
1282648 Ontario Limited
1328559 Ontario Limited
1330732 Ontario Limited

Schedule A

Facility No.	Original Amount	Outstanding Amount	Interest to and including November 3, 2014	Balance as at November 3, 2014
A	$2,085,244.24	$1,970,303.99	$18,052.12	$1,988,356.11
B	$318,440.00	$312,143.67	$256.56	$312,400.23
C	$900,000.00	$922,738.00	$2,513.00	$925,251.00
D	US$1,515,055.00	US$1,180,279.00	US$104,096.07	US$1,284,375.07
E	$525,000.00		$5,359.86	$325,617.03
F	$246,862.00		$3,149.49	$253,054.99
G	$300,000.00		$3,566.00	$306,278.00
H	$300,000.00		$1,637.00	$202,404.00

NOTICE OF INTENTION TO ENFORCE A SECURITY
(given pursuant to section 244 of the *Bankruptcy and Insolvency Act*)

To: **CRATE MARINE SALES LIMITED,**
an insolvent person

AND TO: **F. S. CRATE & SONS LIMITED**
1282648 ONTARIO LIMITED
1328559 ONTARIO LIMITED
1330732 ONTARIO LIMITED,
insolvent persons

Take notice that:

1 CRAWMET CORP., a secured creditor, intends to enforce its security on all of the assets, property and undertaking of Crate Marine Sales Limited and the marina property of F. S. Crate & Sons Limited, 1282648 Ontario Limited, 1328559 Ontario Limited, and 1330732 Ontario Limited.

2. The security that is to be enforced is in the form of a General Security Agreement dated December 22, 2011 granted by Crate Marine Sales Limited and a Collateral Charge in the principal amount of $2,000,000 against the marina property in Keswick, Ontario (the "**Marina Property**") registered in the names of F. S. Crate & Sons Limited, 1282648 Ontario Limited, 1328559 Ontario Limited and 1330732 Ontario Limited, on December 22, 2011, receipted as YR1763076 (collectively, the "**Security**").

3 The total amount of the indebtedness secured by the General Security Agreement as at November 3, 2014 is CDN$4,313,361.36 and US$1,284,375.07 for principal, plus interest and costs, and the total amount of the indebtedness secured by the Collateral Charge as at November 3, 2014 is CDN$1,988,356.11, for principal, plus interest and costs.

4. The secured creditor will not have the right to enforce the Security until after the expiry of the 10-day period following the sending of this notice, unless the insolvent person consents to an earlier enforcement.

DATED at Toronto, this 4th day of November, 2014.

CRAWMET CORP.
By its Chaitons LLP

Y C N

TAB B

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932534
Estate No. 31-1932534

In the Matter of the Notice of Intention to make a proposal of:

F.S. Crate & Sons Limited
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 15:12

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932502
Estate No. 31-1932502

In the Matter of the Notice of Intention to make a proposal of:

Crate Marine Sales Limited
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 14:43

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932555
Estate No. 31-1932555

In the Matter of the Notice of Intention to make a proposal of:

1382416 Ontario Ltd.
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 15:19

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932553
Estate No. 31-1932553

In the Matter of the Notice of Intention to make a proposal of:

1382415 Ontario Ltd.
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 15:17

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932548
Estate No. 31-1932548

In the Matter of the Notice of Intention to make a proposal of:

1330732 Ontario Limited
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 15:15

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932557
Estate No. 31-1932557

In the Matter of the Notice of Intention to make a proposal of:

1328559 Ontario Limited
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 15:20

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

Industry Canada
Office of the Superintendent of Bankruptcy Canada

Industrie Canada
Bureau du surintendant des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-1932540
Estate No. 31-1932540

In the Matter of the Notice of Intention to make a proposal of:

1282648 Ontario Ltd.
Insolvent Person

DODICK LANDAU INC.
Trustee

Date of the Notice of Intention: November 14, 2014

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: November 14, 2014, 15:14

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

Canada

TAB C

THE QUEENSWAY PROPERTIES

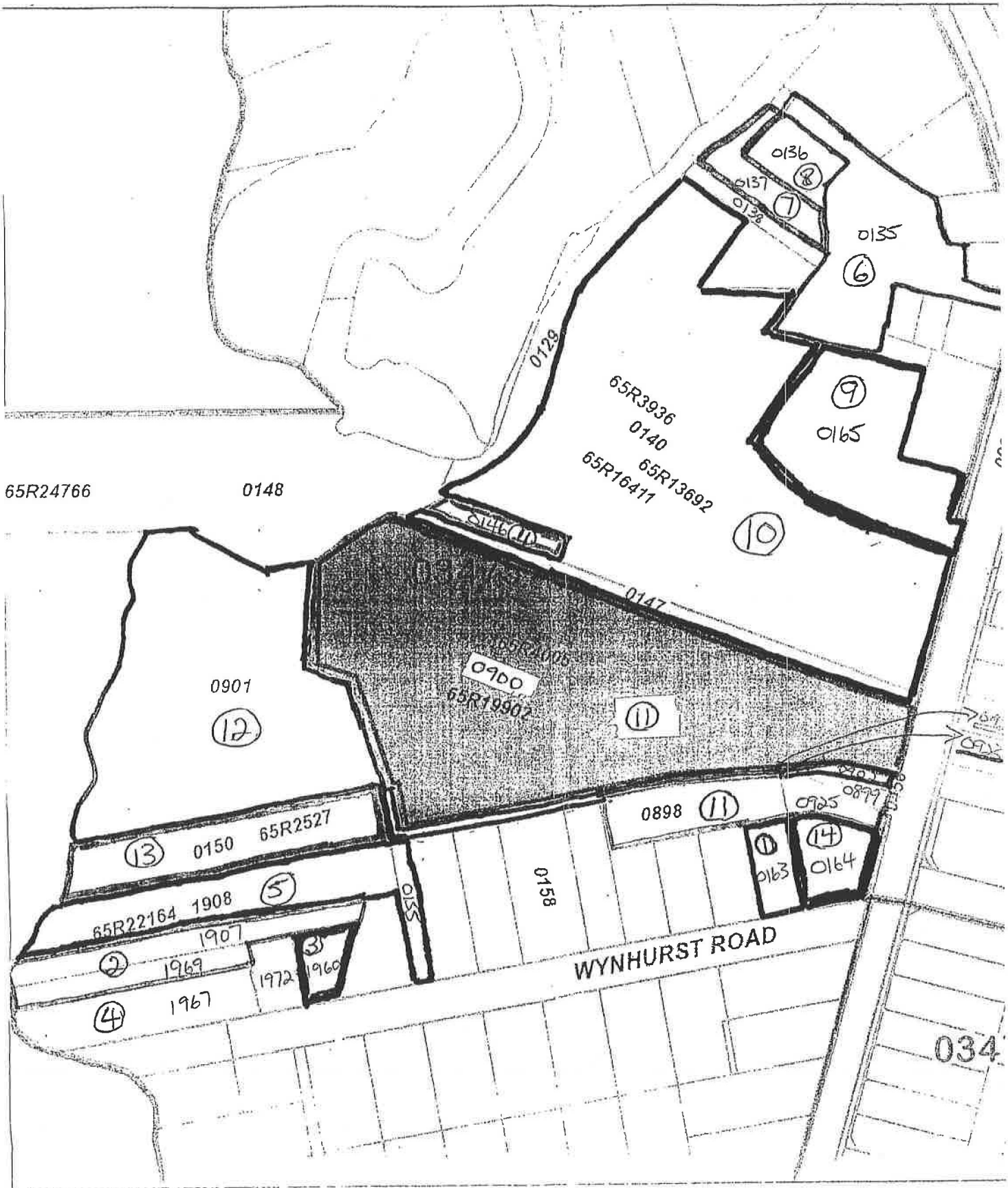
COLOUR	#	OWNER	ADDRESS	PIN(s)	CHARGEE/LIENHOLDER	REGISTRATION #	PRIORITY	PRINCIPAL AMOUNT	COMMENTS	OTHER PROPERTIES SECURED BY THE CHARGE
	9	Crate, Steven	274 The Queensway South	03475-0165	Whiting, Brenda	YR1428703	1st	$ 202,090.00	(i) Amended by YR1921654 to mature on December 1, 2015	
					Minister of National Revenue	YR2037444	2nd	$ 386,531.62		
	10	F.S. Crate & Sons Limited F. S. Crate & Sons Limited	282/290 The Queensway	03475-0140 03475-0147	Dwight Powell Investments Inc	YR1011208	3rd	$ 7,500,000.00	(i) see 15 Mac Avenue (ii) postponed to YR1763076 (iii) postponed to YR2077245 (iv) also see 294 The Queensway	0923,0901,0902, 0924, 0925, 0140, 0147, 0135, 0146, 0898, 0899, 0900, 0150
					Crawmet Corp.	YR1763076	2nd	$ 2,000,000.00	(i) postponed to YR2077245	
					Crawmet Corp.	YR2077245	1st	$ 7,000,000.00		
	11	1282648 Ontario Limited	294 The Queensway	03475-0146 03475-0898 03475-0899 03475-0900 03475-0924 03475-0925	Dwight Powell Investments Inc.	YR1011208	1st	$ 7,500,000.00		0923,0901,0902, 0924, 0925, 0140, 0147, 0135, 0146, 0898, 0899, 0900, 0150
					Powell, Dwight	YR1347517	2nd	$ 550,000.00		0925, 0146, 0147, 0898, 0899, 0900, 0923, 0901, 0902, 0150, 0924
					Crawmet Corp.	YR2077245	3rd	$ 7,000,000.00		0147, 0140, 0924, 0925, 0146, 0898, 0901, 0902, 0150, 0900, 0899, 0923
	12	1328559 Ontario Limited	294 The Queensway	03475-0901 03475-0902 03475-0923	Dwight Powell Investments Inc.	YR1011208	1st	$ 7,500,000.00		0923,0901,0902, 0924, 0925, 0140, 0147, 0135, 0146, 0898, 0899, 0900, 0150
					Powell, Dwight	YR1347517	2nd	$ 550,000.00		0925, 0146, 0147, 0898, 0899, 0900, 0923, 0901, 0902, 0150, 0924
					Crawmet Corp.	YR2077245	3rd	$ 7,000,000.00		0147, 0140, 0924, 0925, 0146, 0898, 0901, 0902, 0150, 0900, 0899, 0923
	13	1330732 Ontario Limited	294 The Queensway	03475-0150	Dwight Powell Investments Inc.	YR1011208	1st	$ 7,500,000.00		0923,0901,0902, 0924, 0925, 0140, 0147, 0135, 0146, 0898, 0899, 0900, 0150
					Powell, Dwight	YR1347517	2nd	$ 550,000.00		0925, 0146, 0147, 0898, 0899, 0900, 0923, 0901, 0902, 0150, 0924
					Crawmet Corp.	YR2077245	3rd	$ 7,000,000.00		0147, 0140, 0924, 0925, 0146, 0898, 0901, 0902, 0150, 0900, 0899, 0923
	14	Crate, Steven	306 The Queensway	03475-0164	Dwight Powell Investments Inc.	R753277	2nd	$ 7,500,000.00	(i) postponed to YR1948606	
					Powell, Dwight	YR1948606	1st	$ 465,000.00	(i) General Assignment of Rents (YR1948607)	
					Minister of National Revenue	YR2037416	3rd			

MAC AVENUE PROPERTIES

COLOUR	#	OWNER	ADDRESS	PIN(s)	CHARGEE/LIENHOLDER	REGISTRATION #	PRIORITY	PRINCIPAL AMOUNT	COMMENTS	OTHER PROPERTIES SECURED BY THE CHARGE
	6	Crate Marine Sales Limited	7/8 Mac Avenue	03475-0135	Dwight Powell Investments Inc.	YR1011208	2nd	$ 7,500,000.00	(i) Postponed to YR1267358 (ii) matured August 1, 2012	0923,0901,0902, 0924, 0925, 0140, 0147, 0146, 0898, 0899, 0900, 0150
					Uplands Charitable Foundation	R1267358	1st	$ 1,000,000.00	(i) matured December 15, 2009	
	7	2192422 Ontario Inc.	10 Mac Avenue	03475-0137	Powell, Dwight	YR1998627	1st	$ 329,000.00	(i) matures June 28, 2018 (ii) General Assignment of Rents YR1998629	
	8	Crate, Ryan Gregory	12 Mac Avenue	03475-0136	CIBC Mortgages Inc.	YR1004079	1st	$ 167,000.00	(i) matured May 30, 2012	
					Canadian Imperial Bank of Commerce	YR1945315	2nd	$ 146,042.00	(i) On Demand	
	10	F.S. Crate & Sons Limited	15 Mac Avenue (Part)	03475-0140	Dwight Powell Investments Inc	YR1011208	3rd	$ 7,500,000.00	(i) see 282 The Queensway (ii) postponed to YR1763076 (iii) postponed to YR2077245	0923,0901,0902, 0924, 0925, 0140, 0147, 0146, 0898, 0899, 0900, 0150
					Crawmet Corp.	YR1763076	2nd	$ 2,000,000.00	(i) postponed to YR2077245	
					Crawmet Corp.	YR2077245	1st	$ 7,000,000.00		
					Notice of Lease (Crate Marine Sales)					

WYNHURST ROAD PROPERTIES

COLOUR	#	OWNER	ADDRESS	PIN(s)	CHARGEE/LIENHOLDER	REGISTRATION #	PRIORITY	PRINCIPAL AMOUNT	COMMENTS	OTHER PROPERTIES SECURED BY THE CHARGE
[redacted]	1	Crate, Steven Crate, Robin Ann	176 Wynhurst Road	03475-0163	Dwight Powell Investments Inc.	YR1431011	1st	$ 300,000.00	(i) matured June 2, 2010	
					Minister of National Revenue	YR2037391	2nd	$ 386,531.62		
[redacted]	2	Marko, Lynn Joanne	200 Wynhurst Road	03475-1907 03475-1969	Cesaroni Management Limited	YR1315820	1st	$ 1,000,000.00	(i) Collateral to Promissory Note from Crate Marine Sales Limited (ii) Guaranteed by Steven Crate and Gregory Crate (iii) matures December 14, 2015	292 Wynhurst Road (1908 and 0155)
					Romith Investments Limited	YR1670154	2nd	$ 1,000,000.00	(i) matured June 28, 2012	210 WynhurstRoad and 292 Wynhurst Road (1908, 1967 and 1972
[redacted]	3	Crate, Greg	208 Wynhurst Road	03475-1960	The Toronto-Dominion Bank	YR1078187	1st	$ 294,375.00	(i) On Demand	
					Minister of National Revenue	YR2057144	2nd	$ 301,048.09		
	4	1328599 Ontario Limited	210 Wynhurst Road	03475-1967 03475-1972	Cesaroni Management Limited	YR1315819	1st	$ 1,000,000.00	(i) Collateral to Promissory Note from Crate Marine Sales Limited (ii) Guaranteed by Steven Crate, Gregory Crate and Lynn Marko (iii) Collateral to mortgage on 1969, 1908, 1907 and 0155 - 200 and 292 Wynhurst (iv) matures December 14, 2015	
					Romith Investments Limited	YR1670154	2nd	$ 1,000,000.00	(i) matured June 28, 2012	200 Wynhurst Road and 292 Wynhurst Road (1907, 1908, 1969)
[redacted]	5	Marko, Lynn Joanne	292 Wynhurst Road	03475-1908 03475-0155	Cesaroni Management Limited	YR1315820	1st	$ 1,000,000.00	(i) Collateral to Promissory Note from Crate Marine Sales Limited (ii) Guaranteed by Steven Crate and Gregory Crate (iii) Collateral to mortgage on 1972 and 1967	200 Wynhurst Road 1969, 1907



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WYNHURST ROAD
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TAB D

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
1728259 ONTARIO INC	100 Grandview Rd Port McNicoll ON L0K 1R0 CA		327,957.38
2124915 ONTARIO INC.	PO BOX 195 Brechin ON L0K 1B0 CA		419,185.61
730 PERMIIT SERVICES	PO BOX 755 2085 Shanly Rd Cardinal ON K0E 1E0 CA		2,701.84
A.M.Q. BOAT SHOW	621 Rue Stravinski Bureau 200 Brossard QC J4X 1Y7 CA		19,615.47
ACCURATE HEATING & AIR CONDITIONING	1024 Barton Ave Keswick ON L4P 3E9 CA		2,840.83
ACTIVE BUILDINGS	Benn Spiegel 132 Sheppard Ave W Toronto ON M2N 1M5 CA		43,392.00
ACTIVE ELECTRIC	B31905 R.R.3 Thorah Side Road Beaverton ON L0K 1A0 CA		1,470.13
ADF DIESEL	6103 Shawson Dr Mississauga ON L5T 1E4 CA		874.80
ALGONAC CAST PRODUCTS	PO BOX 479 9300 Stone Rd Algonac MI 48001 USA		622.64
ALPINE GRAPICS	34 Magnum Dr Schomberg ON L0G 1T0 CA		303.09
AMHERST CRANE RENTALS	105 Nantucket Blvd Scarborough ON M1P 2N5 CA	(DAVE WELSTEAD)	5,405.92
APPLETREE	Unit 15 1495 Bonhill Rd Mississauga ON L5T 1M2 CA		314.17
AQUA-TEK	4 Sulkara Crt Toronto ON M4A 2G9 CA		1,061.42
ATELIERS MARIN J.T. INC	388 A Croisetiere Nord St-Jean-Sur-Richelieu QC J2X 5N5 CA		1,683.24
AUTO TRADER	Suite 110 405 The West Mall Toronto ON M9C 5J1 CA		2,627.25
BACKYARD POOL & SPA	225 The Queensway S Keswick ON L4P 2A7 CA		2,732.23

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
BAKER & MACKENZIE	PO BOX 874 181 Bay Street Toronto ON M5J 2T3 CA		28,489.29
BARKING DOG ESCORTS	PO BOX 128 Columbia NJ 07832 USA		2,645.00
BARNEY'S AUTO ELECTRIC	Unit 10 1211 Gorham St Newmarket ON L3Y 7V1 CA		734.50
BAY AUTO & TRUCK	97 Dufferin St Orillia ON L3V 5S9 CA	14289	1,978.55
BEDARD, DAN	1 Irene Street Pembroke ON K8A 7M2 CA		127,571.31
BELL CANADA	BOX 1 C.P. 9000 North York ON M3C 2X7 CA	905 476 3553 (745)	379.38
BELL CANADA	p.o. box 9000 STN Don Mills North York ON M3C 2X7 CA	7054840206(792)	556.37
BELL CANADA	Case Postale 8712 Succ Centre-ville Montreal QC H3C 3P6 CA	450 291 4000(689)	309.94
BELL GAZ LTEE	5300 Ch.St. Gabriel St-Felix-De-Valois QC J0K 2M0 CA		394.40
BENN SPIEGEL	Suite 101 132 Sheppard Ave W Toronto ON M2N 1M5 CA		979,535.54
BESWICK	16188 Bathurst St King City ON L7B 1K5 CA		150,000.00
BFI CANADA	p.o. box 1779 580 Ecclestone Drive Bracebridge ON P1L 1V7 CA	656-002879-0000	367.25
BFI CANADA INC.	320 Saunders Rd Barrie ON L4N 9Y2 CA		440.10
BOATING ONTARIO	15 Laurier Rd Penetanguishene ON L9M 1G8 CA		1,406.85
BREAKAWAY FUELS LTD	Box 86 3807 Old Homestead Rd Pefferlaw ON L0E 1N0 CA		2,877.04
BREWERS MARINE SUPPLY	65 Guise St East Hamilton ON L8L 8B4 CA		2,449.40

List of Creditors with claims of $250 or more.			
Creditor	Address	Account#	Claim Amount
BRIAN BRINKS	34 Highcastle Ave Keswick ON L4P 4B4 CA		23,630.71
BRUCE MUNRO	866 Ottawa St Midland ON L4R 4V5 CA		813.85
BUCHANAN MARINE	PO BOX 4 Orillia ON L3V 6H9 CA		668.96
BUDGET PROPANE	1011 Beiers Rd, RR1 Gravenhurst ON P1P 1R1 CA	01-52445	1,149.15
CAMCARB LTD	155 Signet Dr North York ON M9L 1V1 CA		339.00
CANADIAN GIFT COMPANY	Unit 34 2160 Hwy 7 Concord ON L4K 1W6 CA		1,320.97
CANEVAS JYM ENR.	1, 59e Avenue Saint-Paul-de-l'île-aux-Noix QC J0J 1G0 CA		2,095.81
CARDINAL COURIER LTD	400 Brunel Rd Mississauga ON L4Z 2C2 CA		700.28
CERIDIAN	675 Cochrane Dr Markham ON L3R 0B8 CA		96,268.57
CESARONI MANAGEMENT	Suite 101 3015 Kennedy Rd Toronto ON M1V 1E7 CA		23,333.33
CESARONI MANAGEMENT	Suite 101 3015 Kennedy Rd Toronto ON M1V 1E7 CA		1,000,000.00
CESARONI MANAGEMENT			500,000.00
CHAD BLANKENSHIP	87 Bayshore Dr Brechin ON L0K 1B0 CA		805.26
CHIN	135 Weatherill Rd Markham ON L6C 2Y3 CA		36,524.00
CIBC VISA	PO BPX 4595 Stn A Toronto ON M5W 4X9 CA		34,377.97
CMC ELECTRONICS	600 Blvd Dr Frederik Philips Saint-Laurent QC H4M 2S9 CA		48,927.56
COMCO PETROLEUM	100 Welham Road Barrie ON L4N 8Y4 CA	LC*001	5,793.35
COMPOSITES CANADA	1100 Meyerside Dr Mississauga ON L5T 1J4 CA		1,968.85

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
CORP. TOWN OF GEORGINA	26557 Civic Centre Road Keswick ON L4P 3G1 CA		49,914.75
COST REDUCTION SOLUTIONS	10 Robert Plunkett Dr Keswick ON L4P 0B9 CA		271.20
CRATE'S BELLEVILLE	25 Dundas St W Belleville ON K8P 3M7 CA		38,772.42
CRATE'S BELLEVILLE INC	132 Sheppard Ave W Toronto ON M2N 1M5 CA		1,170,145.25
CRATE'S BELLEVILLE INC.			200,000.00
CRAWMET CORP	132 Sheppard Ave W Toronto ON M2N 1M5 CA		6,942,090.59
CRAWMET CORPORTATION	Suite 100 132 Sheppard Ave W Toronto ON M2N 1M5 CA		925,251.00
CSST - DIRECTION REGIONALE DE LONGUEU	25 Boulevard La Fayette Longueuil QC J4K 5B7 QC		3,298.41
CUMMINS EASTERN	7175 Pacific Circle Mississauga ON L5T 2A5 CA		386.28
CUSTOM AUDIO & VIDEO	17 Alexander Road Newmarket ON L3Y 3J2 CA	1-0000299	844.11
DALE BROWN	86 Virginia Beach Blvd., RR2 Sutton ON L0E 1R6 CA		649.75
DALE BROWN	RR2 86 Virginia Beach Blvd Sutton ON L0E 1R6 CA		11,398.92
DANIEL SKENE	37 Iveagh Dr Keswick ON L4P 3X3 CA		8,110.00
DAVID MINTZ CATERING	225 Commissioners St Toronto ON M4M 1O9 CA		791.00
DEALERPLAN BARRIE	Unit 13a 28 Currie Street Barrie ON L4M 5N4 CA		9,642.32
DEREK'S DIESEL	66 Morrow Rd Barrie ON L4N 3V8 CA		436.07
DOMENIC BARONE	27 Pleasant Blvd Keswick ON L4P 2S8 CA		1,695.00
DR. WATTS	102-304 East Mall Toronto ON M9B 6E2 CA		235,000.00

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
DREW MARINE TRANSPORT	38 Weford Ave Keswick ON L4P 3P7 CA		847.50
DWIGHT POWELL	180 Ram Forrest Rd Gormley ON L0H 1G0 CA		250,000.00
DWIGHT POWELL	180 Ram Forrest Rd Gormley ON L0H 1G0 CA		250,000.00
DWIGHT POWELL	180 Ram Forrest Rd Gormley ON L0H 1G0 CA		7,556,503.41
DWIGHT POWELL	180 Ram Forrest Rd Gormley ON L0H 1G0 CA		550,000.00
DWIGHT POWELL	180 Ram Forest Rd Gormley ON L0H 1G0 CA		68,200.86
DYNASTY POOLS LTD	124 Dunedin Street Orillia ON L3V 5T6 CA		884.83
EAGLE ENGINES	Unit 2 40 Doughton Rd Concord ON L4K 1R2 CA		2,398.10
ED LEARN FORD LINCOLN LTD	375 Ontario St St. Catherines ON L2R 7P7 CA		2,323.76
ELIMINATOR ELECTRIC	40 Canal Street Keswick ON L4P 1K5 CA		5,104.57
ENBRIDGE CONSUMERS	PO BOX 644 Scarborough ON M1K 5H1 CA	910014763096	279.10
ENBRIDGE CONSUMERS	PO BOX 644 Scarborough ON M1K 5H1 CA	910014332742	712.45
ETR EXPRESS TOLL ROUTE	PO BOX 407 Stn D Scarborough ON M1R 5J8 CA	860 703 993	5,541.02
EXTRA MILE PILOT	2433 13th St Menominee MI 49858 USA		349.60
FISH FARM SUPPLY	116 Bonnie Cres Elmira ON N3B 3J8 CA		2,762.85
FROID MARIN INC.	5450 Rue Bordeaux Montreal QC H2H 2A8 CA		1,330.17
G.W WITTY WELDING	3661 Holborn Rd Queensville ON L0G 1R0 CA		2,156.13
GARAGE COMTOIS	936 Rue Principale St-Paul-De-Lile-Aux-Noix QC J0J 1G0 CA		1,029.92
GEORGINA GARDEN CENTER	PO BOX 71 Keswick ON L4P 3E1 CA		497.20

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
GEORGINA RENTALL	Unit 1 1 Church St Keswick ON L4P 3E9 CA		308.95
GEORGINA SOD	66 Riverglen Dr Keswick ON L4P 2R1 CA		2,307.49
GPS TO GO	1960 Sharel Dr Ottawa ON K1H 6W2 CA		870.10
GREAT NORTH ENTERPRIZES	24707 Woodbine Ave Keswick ON L4P 3E9 CA		1,076.16
GREAT NORTH SUPPLIES	24707 Woodbine Ave. unit#6 Keswick ON L4P 3E9 CA		820.49
GREG CAMPBELL	23 Lundigan Dr Keswick ON L4P 0C2 CA		2,308.75
HANDI MAIDS	147-202 Church St. Keswick ON L4P 3E1 CA		788.85
HO MING			220,000.00
HOLDAWAY TRUCK SERVICES	81 Forest Plain Road, RR1 Orillia ON L3V 6H1 CA		4,263.59
HOME QUINCAILLERIE	979 Principale St-Paul-De-Lile-Aux-Noix QC J0J 1G0 CA		941.16
HUTCHINGS MARINE	1594 Winhara Rd Gravenhurst ON P1P 1R1 CA		1,796.43
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200031880130	77,844.44
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200058969402	2,677.28
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200064281665	2,066.33
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200081271419	685.43
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200107436359	575.72
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200010233972	429.15
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200020967832	443.86
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200052827379	295.76

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200061967409	29,350.85
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200081268789	473.79
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200099775076	501.22
HYDRO ONE	PO BOX 4102 Stn A Toronto ON M5W 3L3 CA	200130223275	6,429.69
HYDRO ONE	p.o.box 4102 STN A Toronto ON M5W 3L3 CA	200074677641	67,103.98
HYDRO QUEBEC	Case Postale 270 Succ Youville Montreal QC H2P 2V4 CA	106 805 344	451.38
IDEAL SUPPLY	1045 Wallace Ave N Listowel ON N4W 3H7 CA	015511	417.89
IDEAL SUPPLY COMPANY	1045 Wallace Ave N Listowel ON N4W 3H7 CA		10,005.59
IDEAL SUPPLY COMPANY	1045 Wallace Ave N Listowel ON N4W 3H7 CA		2,417.75
IMAGE AIR CHARTER	BOX 180 2833 16th Avenue Markham ON L3R 0P8 CA		18,117.64
INDUSTRIAL ALLIANCE	2 Blackburn Ave Nottawa ON L0M 1P0 CA		528.03
IRWIN JACOBS			150,000.00
IZART IMAGING	Unit 1 1111 Davis Dr Newmarket ON M5W 3G4 CA		5,399.43
J. GARY AINSWORTH	38 Poplar St Simcoe ON N3Y 1B2 CA		373.00
JACQUES LAUZON MARINE	43 57E Avenue St-Paul-De-Lile-Aux-Noix QC J0J 1G0 CA		287.44
JEAN-PIERRE GUAY TRSP INC	1700 Grand-Bernier St-Blaise QC J0J 1W0 CA		439.86
KAHILL	5402 Royal Aberdeen Rd Mississauga ON L4Z 3B9 CA		61,916.54
KAREN CRATE	3 Wolford Crt Keswick ON L4P 0B1 CA		1,973.71

List of Creditors with claims of $250 or more.			
Creditor	Address	Account#	Claim Amount
KAWARTHA PROP	A-14 FR25 Buckhorn ON K0L 2H0 CA		7,633.15
KEWFIX	840 Montee St St. Julie QC J3E 1W9 CA		2,617.18
KEWFIX	840 Montee Ste Julie Ste Julie QC J3E 1W9 CA		298.94
KIMPEX INC	5355 St Roch Street Drummondville QC J2E 0B4 CA		24,626.09
KROPF INDUSTRIAL	1 Quebec Dr Seguin ON P2A 0B2 CA		12,863.91
KROPF INDUSTRIAL	1 Quebec Drive Seguin ON P2A 0B2 CA	CRALAG	250.47
KYTECH	33 Albert Street Mount Albert ON L0G 1M0 CA	CRL001	1,088.33
KYTECH MACHINE WORKS	33 Albert St Mount Albert ON L0G 1M0 CA		7,989.31
LAKE SIMCOE AUTO MARINE	1272 Little Bob Lake Road Minden ON K0M 2K0 CA		502.85
LAND N SEA	8698 Escarpment Way Milton ON L9T 0M1 CA	400735	2,497.28
LARUES HAULAGE	PO BOX 222 Stn Main Keswick ON L4P 3E2 CA		3,417.30
LEVINE, LEONARD	Apt 801 22 Shallmar Blvd Toronto ON M5N 2Z8 CA		100,000.00
LIFESTYLE INTEGRATED	Unit 1 72 Churchill Drive Barrie ON L4N 8Z5 CA		847.50
LOLIMPIN GYM EQUIPMENT	Unit 5 610 Bowes Rd Concord ON L4K 4A4 CA		474.60
M.R.F. VINYLE INC	4 Carmen St-Jean-Sur-Richelieu QC J2X 5M8 CA		1,092.27
MACGREGORS			485.00
MARINA ST-MATHIAS	874 Chemin Des Patriotes St-Mathias-Sure-Richelieu QC J3L 6A2 CA		319.10
MARK KITELY	ON CA		585.00

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
MARQUIS YACHTS	PO BOX 1010 790 Markham Dr Pulaski WI 54162 USA		3,586.46
MARTIN, MERRY & REID	Suite 404 3 Church St Toronto ON M5E 1M2 CA		115,060.89
MCINTYRE UPHOLSTERY	3562 Ashcroft Cres Mississauga ON L5C 2E6 CA		4,231.85
MERCURY MARINE	PO BOX 57438 Stn A Toronto ON M5W5M5 CA	71185	3,208.89
M5 PRINT & DIGITAL COMMUNICATIONS	800 Cochrane Dr Markham ON L3R 8C9 CA		13,515.30
MICHAEL SMITH PLANNING	Suite 3 461 The Queensway S Keswick ON L4P 2C9 CA		4,167.99
MID ONTARIO DISPOSAL	p.o.box 9 Station Main Orillia ON L3V 6H9 CA		2,237.40
MIKE'S AUTO BODY & TIRE	Box 39 Hwy12 south Brechin ON L0K 1B0 CA		731.90
MILL-FAB	391 College Street E Belleville ON K8N 5S7 CA		10,648.25
MINISTRY OF REVENUE QUEBEC	QC CA		16,863.85
MINNASIAN, RAY	165 Alpine Cres Richmond Hill ON L4S 1W4 CA		29,424.42
MONTHEITH, BAKER, JOHNSTON & DOODNAUTH	227 Eagle St E Newmarket ON L3Y 4X1 CA		2,032.58
MORRA, ROCCO	56 Hawkride Ave Markham ON CA		55,412.08
MORRIS MANNING	337 Spadina Road Toronto ON M5P 2V5 CA		21,769.62
MP ACCOUNTING SERVICES	27 Arnold Heights Dr Markham ON L6L 0E8 CA		122,887.50
MR. ELECTRIC	Unit 1 Suite 407 1111 Davis Dr Newmarket ON L3Y 9E5 CA		2,231.75
NEBS BUSINESS FORMS LTD	330 Cranston Cres Midland ON L4R 4V9 CA		788.03

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
NOAH'S	54 Six Point Rd Toronto ON M8Z 2X2 CA		1,501.93
NORTHLAND SUPPLY COMPANY	PO BOX 23 Keswick ON L4P 3E1 CA		6,800.11
NORTHLAND SUPPLY COMPANY	box 23 Keswick ON L4P 3E1 CA	LC1222	784.17
OFFICE IMAGING	Unit 4 18 Alliance Blvd Barrie ON L4M 5A5 CA		413.72
ON THE SPOT SANDBLASTING	342 Bay Street Midland ON L4R 1K2 CA		1,191.02
ONE STOP TIRE SHOP	261 The Queensway S Keswick ON L4P 2B2 CA		6,662.65
ORILLIA AND DISTRICT CHAMBER OF COMMERCE	150 Front S Orillia ON L3V 4S7 CA		1,695.00
PAINT SOURCE PLUS	Unit 101 417 The Queensway S Keswick ON L4P 2C7 CA		323.99
PARISH GEOMORPHIC LTD	Suite 200 2500 Meadowpine Blvd Mississauga ON L5N 6C4 CA		21,210.10
PARRY AUTOMOTIVE	p.o box 414 84 Dunedin Street Orillia ON L3V 6J8 CA	2083	8,650.26
PIECES DÁUTO ST-JEAN INC	650, Dijon St-Jean-Sur-Richelieu QC J3B 8G3 CA		375.79
PIETRACOUP & ASS INC	199 Vanier St-Jean-Sur-Richelieu QC J3B 3R6 CA		13,029.55
PIONEER PETROLEUM	5360 South Service Rd Burlington ON L7L 5L1 CA		5,786.69
POWELL JONES	121 Anne St S Barrie ON L4N 7B6 CA		44,070.00
PRIMUS CANADA	PO BOX 4662 Stn A Toronto ON M5W 5H4 CA	2518248	656.66
PRIVATE AIR INC	2039 Derek Burney Dr Thunder Bay ON P7K 0A1 CA		7,873.59
QUEBEC YACHTING INC	43 Rue De Dinan Laval QC H7N 2X8 CA		2,293.75
RA KON MARINE SURVEYORS	1826 St Johns Rd Innisfil ON L9S 1T4 CA		3,050.84

List of Creditors with claims of $250 or more.			
Creditor	Address	Account#	Claim Amount
RBC	10 York Mills Rd Toronto ON M2P 0A2 CA		141,442.05
RECEIVER GENERAL	ON CA		825,025.14
REDI FIRE PROTECTION	1895 Clements Road, Unit2 Pickering ON L1W 3V5 CA		1,915.38
RIGHTWAY CRANE & MANUFACTURING	1184A Spears Rd Oakville ON L6L 2X4 CA		844.68
ROBERT BITTLE	76 Blackmore Ave Richmond Hill ON L4B 2A1 CA		28,250.00
ROGERS	P.O. Box 9100 Don Mills ON M3C 3P9	6-7034-1098	832.85
ROGERS	PO Box 4100 Don Mills ON M3C 3N9	239-196455600	299.39
ROGERS	p.o. box 4100 Don Mills ON M3C 3N9 CA	239-220319405	6,436.32
ROGERS CABLE	PO BOX 4100 Don Mills ON M3C 3N9 CA	239-184136504	2,217.07
ROGERS WIRELESS	PO BOX 9100 Don Mills ON M3C 3P9 CA	5-7625-2373	3,027.02
ROMITH INVESTMENTS	Suite 1401 2200 Yonge St Toronto ON M4S 2C6 CA		200,000.00
ROMITH INVESTMENTS	2200 Yonge St Toronto ON M4S 2C6		380,000.00
ROMITH INVESTMENTS	2200 Yonge St Toronto ON M4S 2C6		900,000.00
ROMITH INVESTMENTS	2200 Yonge St Toronto ON M4S 2C6		700,000.00
ROMTIH-shareholders	2200 Yonge St Toronto ON M4S 2C6		1,000,000.00
SCHELL ACE BUILDING CENTRE	PO BOX 187 Sutton West ON L0E 1R0 CA		12,965.33
SCOTT DENNIS	PO BOX 284 Queensville ON L0G 1R0 CA		492.11
SCOTT NEILLY	1354 Metro Rd N Willow Beach ON L0E 1F0 CA		493.55
SIMCOE PROP REPAIR	25223 Valley View Dr Sutton West ON L0E 1R0 CA		3,745.10

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
SIMCOE PROP REPAIR	25223 Valley View Drive Sutton ON L0E 1R0 CA		2,783.19
SLAVA LEVIN	71 Antonini Court Vaughn ON L6A 4R4 CA		172,500.00
SNIDER, MURRAY	12 Charles Crt Barrie ON L4N 6S8 CA		20,487.14
SSLIK CONTRACTING	143 Huron St Oshawa ON L1H 5E3 CA		290.25
STAPLES BUSNESS DEPOT	C/O FCDQ p.o. box 8601 STN Centre-ville Montreal ON H3C 3V2 CA	4530941326543002	604.32
STEPHANIE MCKELLAR	8 Amberview Dr Keswick ON L4P 3X6 CA		13,110.94
STOLL METAL SALES INC	1993 Glenarm Road Cameron ON K0M 1G0 CA		2,156.20
STRONGCO	1051 Heritage Rd Burlington ON L7L 4Y1 CA		777.44
STRUCTFORM	84 Passmore Ave Toronto ON M1V 4S9 CA		350,000.00
STRUCTFORM	SECURED ON BOAT 84 Passmore Ave Toronto ON M1V 4S9 CA		380,341.19
STRUCTFORM CENTRAL CORP	84 Passmore Ave Toronto ON M1V 4S9 CA		9,469.83
SUPERIOR PROPANE	PO BOX 1900 Thunder Bay ON P7C 0B5 CA		3,139.98
TAKE HOLD MARKETING	PO BOX 118 Barrie ON L4M 4S9 CA		1,808.00
TECHINCAL STANDARDS SAFETY AUTHORITY	14th Floor, Centre Tower 3300 Bloor St. W Toronto ON M8X 2X4 CA	101865	252.69
TECHINICAL STANDARDS AND SAFETY AUTHORITY	14th Floor Centre Tower 3300 Bloor St W Toronto ON M8X 2X4 CA		252.69
THORNHILL CRANKSHAFT GRINDING	2891 Old Homestead Rd Keswick ON L4P 3E9 CA		1,369.49
TK PEST CONTROL	p.o. box 2625 Orillia ON L3V 7C1 CA	TK252	343.45
TOBEY, PAUL	20 Blithfield Avenue Toronto ON M2K 1Y1 CA		25,000.00

List of Creditors with claims of $250 or more.

Creditor	Address	Account#	Claim Amount
TOWN OF GEORGINA	26557 Civic Centre Rd Keswick ON L4P 3G1 CA	00079344	209,878.84
TREVOR MCKELLAR	8 Amberview Dr Keswick ON L4P 3X6 CA		38,085.23
TRIDEN DISTRIBUTORS	922 Dillingham Rd Pickering ON L1W 1Z6 CA		432.31
UPLANDS CHARITABLE	2200 Yonge St Toronto ON M4S 2C6 CA		1,000,000.00
UPPER SOLUTIONS	89 Sandwood Dr Thornhill ON L4J 8W5 CA		9,469.17
UPS CANADA	PO BOX 4900 Stn A Toronto ON M5W 0A7 CA		3,209.66
UXBRIDGE SMALL ENGINES	p.o.box 249 3 Douglas Road Uxbridge ON L9P 1M7 CA		686.29
VIRGINIA AUTO CENTRE	28147 Hwy#48 Pefferlaw ON L0E 1N0 CA		1,000.00
VOLVO PENTA	7972 Enterprize Street Burnaby BC V5A 1V7 CA	043037	46,687.45
WELSTEAD, DAVID	11 Village Sq Lane Thornhill ON L3T 1Z8 CA		53,171.67
WHITE AND WHITE CUSTOM BROKERS	Unit 45 2601 Matheson Blvd Mississauga ON L4W 5A8 CA		5,723.47
WORKPLACE SAFETY & INSURANCE BOARD	PO BOX 4115 Stn A Toronto ON M5W 2V3 CA		18,505.09
XTREME GRAPHICS	31 Paradise Blvd Brechin ON L0K 1B0 CA		5,493.58
YORK REGION EQUIPMENT CENTRE	722 The Queensway s Keswick ON L4P 4C9 CA		2,383.20
ZEE MEDICAL CANADA CORPORATION	PO BOX 2572 Stn M Calgary AB T2P 3L4 CA	C80100	292.52
ZION KNAFO	280 Bowes Road Concord ON L4K 1J9 CA		573.47
Total			30,178,968.43