APPENDIX "K"

ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

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

IN THE MATTER OF SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990 c. C.43, AS AMENDED WITH RESPECT TO DONDEB INC. AND ALL THE DEBTORS LISTED AT SCHEDULE "A" HERETO

AFFIDAVIT OF JANE DIETRICH Sworn April 14, 2015

I, Jane Dietrich, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY that:

- 1. I am a Partner in the law firm Cassels Brock & Blackwell LLP ("Cassels Brock"), counsel for A. Farber & Partners Inc. ("Farber"), in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of Dondeb Inc. ("Dondeb") and the other debtors referred to at Schedule A attached hereto (collectively, the "Debtors"), pursuant to the order of Justice Campbell dated October 17, 2012 (the "Receivership Order") and as such have knowledge of the matters hereinafter deposed to, except where stated to be on information and belief and whereso stated I verily believe it to be true.
- 2. Prior to joining Cassels Brock in March of 2014, I was a partner at Dentons Canada LLP (formerly Fraser Milner Casgrain LLP) ("Dentons"). While at Dentons I was one of the primary lawyers responsible for providing independent legal advice to the Receiver. Following my move to Cassels Brock, Cassels Brock and Dentons jointly acted as counsel to the Receiver in order to preserve the benefits of the historical knowledge of both myself and other lawyers at Dentons in a cost effective manner.
- 3. Pursuant to paragraph 3 of the Receivership Order, the Receiver and its legal counsel were required to create Segregated Accounts (as defined therein) for each of the 24 Properties as set out on Schedule "C" to the Receivership Order. A further Property was discovered following the granting of the Receivership Order, which is referred to as the

Scotia Road Property in the sixteenth report of the Receiver to the Court (the "Sixteenth Report").

- 4. During the course of the Receivership Proceedings, Cassels Brock also separately recorded fees and disbursements with respect to work done in respect of two other significant assets of Dondeb, being certain feed-in-tariff contracts (the "FIT Contracts") and a panelization machine located on the Prospan/Rockin Boats Property that had been transferred out of the ordinary course of business prior to the Receivership Order (the "Panelization Machine").
- 5. Pursuant to Paragraph 19 of the Receivership Order, the Receiver and its counsel were to keep separate records for General Restructuring Administrative Expenses ("GARE") that were not specifically allocable to any one Property. Further, pursuant to paragraph 18(b) of the Receivership Order, the Receiver and its counsel were to allocate the fees and disbursements with respect to work done on each of the Properties.
- 6. In accordance with the Receivership Order, Cassels Brock recorded its fees and expenses on a Property by Property basis. Fees and expenses of Cassels Brock, as counsel to the Receiver were approved for the following properties for the period from March 2, 2014 to May 31, 2014: Ace Self Storage, Ontario Street, Coldwater, Devonshire Place, Sussex Place/Vodden, 240 Yeoman, Brechin, Belleville (Pepper/Palmer), Georgian Manor Banquet Hall, Tudhope Manor, Orillia Independent Living, Dorset Place and Preston Springs Gardens (the "Previously Approved Properties").
- 7. In the Receiver's motion returnable April 23, 2015, the Receiver is seeking approval of its and its counsel's fees and disbursements up to December 31, 2014. With respect to Cassels Brock, the Receiver is seeking approval of (i) the fees and expenses in respect of the Previously Approved Properties for period from June 1, 2014 to December 31, 2014 and (ii) the fees and expenses in respect of Prospan Rockin Boats, Remos Ristouranti, Barrie Business Centre, Hatch House Montessori School, Orillia Prep School, Leon's, Panelization Machine, FIT Contracts, Scotia Road (the "Additional Properties") and GARE for the period from March 2, 2014 to December 31, 2014.
- 8. During the periods of March 2, 2014 to December 31, 2014 ("**Period A**") and June 1, 2014 to December 31, 2014 ("**Period B**") (together the "**Periods**"), professionals from

Cassels Brock invoiced the Receiver for legal services performed in relation to certain of the above Properties.

PREVIOUSLY APPROVED PROPERTIES

ACE SELF STORAGE

9. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Ace Self Storage in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Ace Self Storage, along with the hours related to such legal fees, is attached as **Exhibit "A"** to this my Affidavit.

ONTARIO ST.

10. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Ontario St. in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Ontario St., along with the hours related to such legal fees, is attached as Exhibit "B" to this my Affidavit.

COLDWATER

11. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Coldwater in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Coldwater, along with the hours related to such legal fees, is attached as Exhibit "C" to this my Affidavit.

DEVONSHIRE PLACE

12. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Devonshire Place in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Devonshire Place, along with the hours related to such legal fees, is attached as **Exhibit "D"** to this my Affidavit.

SUSSEX PLACE / VODDEN

During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Sussex Place / Vodden in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Sussex Place / Vodden, along with the hours related to such legal fees, is attached as **Exhibit "E"** to this my Affidavit.

240 YEOMAN

14. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to 240 Yeoman in the amount of \$537.88. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to 240 Yeoman, along with the hours related to such legal fees, is attached as Exhibit "F" to this my Affidavit.

BRECHIN

15. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Brechin in the amount of \$298.32. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Brechin, along with the hours related to such legal fees, is attached as **Exhibit "G"** to this my Affidavit.

BELLEVILLE (PEPPER/PALMER)

16. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Belleville (Pepper/Palmer) in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Belleville (Pepper/Palmer), along with the hours related to such legal fees, is attached as **Exhibit "H"** to this my Affidavit.

GEORGIAN MANOR BANQUET HALL

17. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Georgian Manor Banquet Hall in the amount of \$485.90. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the

services provided to the Receiver with respect to Georgian Manor Banquet Hall, along with the hours related to such legal fees, is attached as **Exhibit "I"** to this my Affidavit.

TUDHOPE MANOR

18. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Tudhope Manor in the amount of \$465.00. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Tudhope Manor, along with the hours related to such legal fees, is attached as **Exhibit "J"** to this my Affidavit.

ORILLIA INDEPENDENT LIVING

19. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Orillia Independent Living in the amount of \$18,389.23. True copies of the invoices rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Orillia Independent Living, along with the hours related to such legal fees, are attached as **Exhibit "K"** to this my Affidavit.

DORSET PLACE

20. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Dorset Place in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Dorset Place, along with the hours related to such legal fees, is attached as Exhibit "L" to this my Affidavit.

PRESTON SPRINGS GARDENS

21. During Period B, Cassels Brock invoiced the Receiver for legal services performed in relation to Preston Springs Gardens in the amount of \$463.30. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Preston Springs Gardens, along with the hours related to such legal fees, is attached as **Exhibit "M"** to this my Affidavit.

ADDITIONAL PROPERTIES

PROSPAN / ROCKIN BOATS

- 22. The Pro Span Rockin Boats Property was a piece of real property located at 61 Forest Plain Road in the Township of Oro-Medonte, just south of Orillia, Ontario. The property housed an industrial building which had been tenanted. Substantial time was spent in negotiations with the tenant as real estate agents advised that most purchasers were requesting vacant possession of the property.
- 23. Key activities for this property included: advice regarding tenant issues negotiation of offers and a final sale agreement; reporting to court; court approval of the sale agreement on March 24, 2014 and assisting with closing of same on March 24, 2014; review of security and attending to approval of distribution of proceeds to the mortgagee.
- 24. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Prospan / Rockin Boats in the amount of \$7,320.47. True copies of the invoices rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Prospan / Rockin Boats, along with the hours related to such legal fees, are attached as **Exhibit "N"** to this my Affidavit.

REMO'S RISTORANTI

- 25. The Remos Ristoranti property was a vacant restaurant of approximately 4,100 square feet located on approximately 0.8 acres of land in Orilla, Ontario. It was located adjacent to the Orillia Retirement Home and Orillia Independent Living Properties. Because of their location and the reciprocal easements, even though the three properties had different secured creditors, the Receiver needed to coordinate the marketing of the properties to determine if value could be maximized on a combined basis.
- 26. Key activities on this property included: negotiation of a sale agreement, reporting to court; court approval of the sale agreement on March 24, 2014 and assisting with closing of same on April 24, 2014; review of security; and attending to approval of distribution of proceeds to the mortgagee.
- 27. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Remo's Ristoranti in the amount of \$7,304.93. True copies of the invoices

rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Remo's Ristoranti, along with the hours related to such legal fees, are attached as **Exhibit "O"** to this my Affidavit.

BARRIE BUSINESS CENTRE

- 28. The Barrie Business Centre property ("BBC") was an industrial space owned by Dondeb located on approximately 9 acres in the City of Barrie, with an original building of approximately 34,500 square feet and approximately 28,500 square feet of new/additional space that was under construction at the time the Receivership Order was granted.
- 29. Key activities for this property included: advice regarding tenant issues negotiation of offers and a final sale agreement; reporting to court; court approval of the sale agreement on March 24, 2014 and closing of the transaction on April 14, 2014; review of security; review of mortgagees' indebtedness; and attending to approval of distribution of proceeds to the mortgagees.
- 30. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Barrie Business Centre in the amount of \$8,363.74. True copies of the invoices rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Barrie Business Centre, along with the hours related to such legal fees, are attached as **Exhibit "P"** to this my Affidavit.

HATCH HOUSE MONTESSORI SCHOOL

- 31. The Hatch House Montessori School was an operating Montessori school owned by 1182689 Ontario Inc. ("118") located at 301 Byron Street in Whitby, Ontario. At the time of the Receivership Order, there were 104 students ranging from pre-school to grade 8.
- 32. Key activities included addressing matters related to outstanding source deductions.
- 33. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Hatch House Montessori School in the amount of \$372.90. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Hatch House Montessori School, along with the hours related to such legal fees, is attached as **Exhibit "Q"** to this my Affidavit.

ORILLIA PREP SCHOOL

- 34. The Orillia Prep School was an operating private school with approximately 65 students ranging in age from pre-school to middle school. It was located at 547 Laclie Street in Orillia Ontario. The Orillia Prep School was owned by 118 (who also owned the Hatch House Montessori School).
- 35. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Orillia Prep School in the amount of \$2,834.04. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Orillia Prep School, along with the hours related to such legal fees, is attached as **Exhibit "R"** to this my Affidavit.

LEON'S

- 36. As described in the Sixteenth Report, the Leon's Property is piece of real property located at 555 Memorial Avenue, Orillia on which is a 41,612 square foot retail store. The building is leased to a franchisee who operates a Leon's furniture store from the premises.
- 37. Key activities on this property included: negotiation of a sale agreement with parties related to the second mortgagee.
- 38. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Leon's in the amount of \$1,939.08. True copies of the invoices rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Leon's, along with the hours related to such legal fees, are attached as **Exhibit "S"** to this my Affidavit.

PANELIZATION MACHINE

39. The Panelization Machine was a large piece of equipment located on the Prospan Rockin Boats Property. Prior to the Receivership Order, in August of 2012, Dondeb purported to transfer its interest in the Panelization Machine to Imperial Tool & Die Limited ("Imperial") in satisfaction of certain amounts owing to Imperial.

- 40. Key activities in respect of the Panelization Machine included: investigation into entitlement to proceeds and negotiations with relevant counsel regarding same..
- 41. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Panelization Machine in the amount of \$522.06. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Panelization Machine, along with the hours related to such legal fees, is attached as **Exhibit "T"** to this my Affidavit.

FEED-IN-TARIFFS CONTRACTS

- 42. Dondeb held four FIT Contracts with the Ontario Power Authority ("**OPA**"). Each of the FIT Contracts provided that if Dondeb produced electricity in a certain from a specific property that OPA agreed to purchase such electricity for a certain rate for a certain period of time. The four FIT Contracts related to the Ace Self Storage & Business Centre, Barrie Business Centre, Leon's and Propsan Rockin Boats properties.
- 43. Key activities in respect of the FIT Contract included, review of offers for the FIT contracts in conjunction with the FIT advisors retained; negotiation of two agreements for sale of two FIT Contracts, along with development and consent agreements for each; reporting to court; attending to court approval of the sale agreement, development agreement and consent agreement related to the Rockin Boats FIT contract on March 24, 2014; attending to court approval of the sale agreement, development agreement and consent agreement related to the Barrie Business FIT contract on July 28, 2014 and investigation into entitlement to proceeds o same.
- 44. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Feed-In-Tariffs Contracts in the amount of \$13,403.33. True copies of the invoices rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Feed-In-Tariffs Contracts, along with the hours related to such legal fees, are attached as **Exhibit "U"** to this my Affidavit.

SCOTIA ROAD

45. Scotia Road was a vacant piece of real property, discovered following the Receiver's appointment and located at on Highway 11, at Emsdale, Ontario. The Scotia Road property was owned by 1281515 Ontario Inc.

- 46. Key activities included: liaison with the mortgagee's counsel on Whispering Pines, also owned by 1281515 Ontario Inc., negotiate a sale agreement; reporting to court; attending to court approval of the sale agreement on March 24, 2014; and closing of same on March 26, 2014.
- 47. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Receivership/Scotia Road, Emsdale in the amount of \$4,844.31. A true copy of the invoice rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Receivership/Scotia Road, Emsdale, along with the hours related to such legal fees, is attached as **Exhibit "V"** to this my Affidavit.

GARE

- 48. As noted above, pursuant to the Receivership Order, GARE is to be tracked separately.
- 49. Cassels Brock kept separate records of its GARE fees and costs, with those fees and costs for the period from March 7, 2014 to December 31, 2014.
- 50. Because of the nature and extent of the Dondeb Group operations that preceded the Receivership Proceedings, and how it was centrally managed and controlled, there were extensive activities that could not be assigned to the individual properties and segregated accounts, but were in essence in the domain of the Head Office.

 Notwithstanding the inability to assign these activities to individual properties, the overall portfolio required these services to allow the receivership to proceed in an orderly basis and to monetize the assets of the Dondeb Group.
- 51. Activities captured as GARE include: court attendance and reporting; fee and cost accounting; review of marshalling and apportionment issues across the Dondeb Group given the extensive cross collateralization; and review and analysis of GARE and the appropriate basis of allocation.
- 52. During Period A, Cassels Brock invoiced the Receiver for legal services performed in relation to Dondeb Inc. et al. in the amount of \$18,357.14. True copies of the invoices rendered by Cassels Brock, which include a fair and accurate description of the services provided to the Receiver with respect to Dondeb Inc. et al., along with the hours related to such legal fees, are attached as **Exhibit "W"** to this my Affidavit.

SUMMARY

53. A summary of Cassels Brock's Fees to December 31, 2014 for which approval is being sought is set out in the table below:

	Dondeb Group				
	Summary of Cassels Brock's	Fees			
Property	Period	Fees	Expenses	HST	Total
Ace Self Storage	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Ontario St.	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Coldwater	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Devonshire Place	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Sussex Place / Vodden	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
240 Yeoman	July 17, 2014 to July 28, 2014	\$476.00	\$0.00	\$61.88	\$537.88
Brechin	July 17, 2014 to July 28, 2014	\$264.00	\$0.00	\$34.32	\$298.32
Belleville (Pepper / Palmer)	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Georgian Manor	July 17, 2014 to July 28, 2014	\$430.00	\$0.00	\$55.90	\$485.90
Tudhope Manor	July 17, 2014 to July 28, 2014	\$410.00	\$1.50	\$53.50	\$465.00
Orillia Independent Living	June 5, 2014 to October 22, 2014	\$14,590.00	\$1,712.95	\$2,086.37	\$18,389.32
Dorset Place	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Preston Springs Gardens	July 17, 2014 to July 28, 2014	\$410.00	\$0.00	\$53.30	\$463.30
Prospan / Rockin Boats	March 12, 2014 to July 7, 2014	\$6,468.00	\$10.29	\$842.18	\$7,320.47
Remo's Ristoranti	March 11, 2014 to April 28, 2014	\$6,455.00	\$9.54	\$840.39	\$7,304.93
Barrie Business Centre	March 7, 2014 to April 28, 2014	\$7,392.00	\$9.54	\$962.20	\$8,363.74
Hatch House Montessori School	December 5, 2014	\$330.00	\$0.00	\$42.90	\$372.90
Orillia Prep School	March 12, 2014 to March 19, 2014	\$2,508.00	\$0.00	\$326.04	\$2,834.04
Leon's	March 3, 2014 to July 7, 2014	\$1,716.00	\$0.00	\$223.08	\$1,939.08
Panelization Machine	March 31, 2014 to July 7, 2014	\$462.00	\$0.00	\$60.06	\$522.06
Feed-in-Tariffs Contracts	March 11, 2014 to December 19, 2014	\$11,846.00	\$15.35	\$1,541.98	\$13,403.33
Receivership / Scotia Road	March 11, 2014 to March 24, 2014	\$4,281.00	\$6.00	\$557.31	\$4,844.31
GARE	March 7, 2014 to December 19, 2014	\$11,946.00	\$4,349.53	\$2,061.61	\$18,357.14
Total		\$72,854.00	\$6,114.70	\$10,176.12	\$89,144.82

54. This affidavit is sworn in support of a motion approving the accounts of Cassels Brock, counsel to the Receiver, and for no improper purpose.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario, this

14th day of April, 2015

Jane Dietrich

Commissioner for Taking Affidavits, etc. Stephanie Waugh, a

Commissioner, etc., Province of Ontario, for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017,

SCHEDULE "A"

1281515 Ontario Inc.

2338067 Ontario Inc.

2198392 Ontario Ltd.

King City Holdings Ltd.

Guelph Financial Corporation

Briarbrook Apartments Inc.

2009031 Ontario Inc.

1267818 Ontario Ltd.

1711060 Ontario Ltd.

1182689 Ontario Inc.

Ace Self Storage and Business Centre Inc.

Exhibit "A" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.
Stephanie Waugh, a
Commissioner, etc., Province of Ontario,

Commissioner, etc., Province of Ontario for Cassels Brock &Blackwell LLP, Barristers and Solicitors. Expires March 21,, 2017.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00007

Invoice #:

1941176

HST/GST #: R121379572

Ace Self Storage Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.20
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.30
07/22/14	SWA	Revise affidavit of service; arrange for hard copies of motion record to be made; review and respond to email received from C. Perri of Dale Lessman; revise service letters; serve motion record via courier;	0.10
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees & Tax			\$	463.30

463.30

This is our account herein Cassels Brock & Blackwell LLP

Exhibit "**B**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017,

CASSELS BROCK

A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

Our File #: 042100-00008 150 YORK ST., SUITE 1600 Invoice #: TORONTO ON M5H 3S5 HST/GST #: R121379572

Date:

08/12/14

1941178

Re: Ontario St.

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees & Tax			\$	463.30

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Exhibit "C" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00009

Invoice #:

1941179

HST/GST #: R121379572

Re: Coldwater

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.30
07/22/14	SWA	Revise affidavit of service; arrange for hard copies of motion record to be made; review and respond to email received from C. Perri of Dale Lessman; revise service letters; serve motion record via courier;	0.10
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees & Tax			<u>\$</u>	463.30

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE Exhibit "**D**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 08/12/14 Our File #: 042100-00011 Invoice #: 1941180 HST/GST #: R121379572

Re: Devonshire Place

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.30
07/22/14	SWA	Revise affidavit of service; arrange for hard copies of motion record to be made; review and respond to email received from C. Perri of Dale Lessman; revise service letters; serve motion record via courier;	0.10
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Time Summary

Total Fees & Tax

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30

463.30

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Exhibit "E" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Invoice #:

Our File #: 042100-00014 1941181

HST/GST #: R121379572

Re: Sussex Place / Vodden

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees & Tax			<u>\$</u>	463.30

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Exhibit "F" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00017

Invoice #:

1941188

HST/GST #: R121379572

Re: 240 Yeoman

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.30
07/22/14	SWA	Revise affidavit of service; arrange for hard copies of motion record to be made; review and respond to email received from C. Perri of Dale Lessman; revise service letters; serve motion record via courier;	0.10
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.60	660.00	396.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				476.00
HST on Fees				61.88
Total Fees & Tax			\$	537.88

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE

Exhibit "**G**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors.
Expires March 21,, 2017.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 03/31/15 Our File #: 042100-00018 Invoice #: 1958196 HST/GST #: R121379572

Re: Brechin

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

Timekeeper	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	0.40	660.00	264.00	
Our Fee				264.00
HST on Fees				34.32
Total Fees & Tax			\$	298 32

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE

Services provided through a Professional Corporation

Exhibit "H" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brook &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00021

Invoice #:

1941182

HST/GST #: R121379572

Belleville (Pepper/Palmer) Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10





Time Summary

<u>Timekeeper</u> Jane Dietrich Stephanie Waugh	<u>Hours</u> 0.50 0.40	<u>Rate</u> 660.00 200.00	<u>Fees</u> 330.00 80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees & Tax			\$	463.30

This is our account herein Cassels Brock & Blackwell LLP

Jahe Dietrich

Exhibit "I" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017,



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00022

Invoice #:

1941183

HST/GST #: R121379572

Georgian Manor Banquet Hall Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/22/14	SWA	Revise affidavit of service; arrange for hard copies of motion record to be made; review and respond to email received from C. Perri of Dale Lessman; revise service letters; serve motion record via courier;	0.10
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

Total Fees & Tax

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.50	200.00	100.00	
Our Fee				430.00
HST on Fees				55.90

485.90

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&6E

Exhibit "**J**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00024

Invoice #:

1941184

HST/GST #: R121379572

Tudhope Manor Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10





Time	Summ	ary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees and Tax				463.30
Taxable Disbursements				
Copies			1.50	
Total Taxable Disbursements				1.50
HST on Disbursements		_	.20	
Total Tax on Disbursements				0.20
Total Disbursements and Tax				1.70
Total Fees, Disbursements & Tax			\$	465.00

This is our account herein Cassels Brock & Blackwell LLP

Jame Dietrich

Exhibit "**K**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017,



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

07/11/14

Our File #: 042100-00026

Invoice #:

1939403

HST/GST #: R121379572

Orillia Independent Living Re:

TO PROFESSIONAL SERVICES RENDERED up to and including June 30, 2014

Date		Description	Hours
06/05/14	JDI	Discussion with Neil Rabinovitch and email to Paul Denton; Review of email from Paul Denton;	0.10
06/06/14	JDI	Review of revised draft agreement;	0.20
06/08/14	JDI	Revisions to draft agreement and email regarding same;	0.30
06/09/14	JDI	Email exchange with Paul Denton and further amendments to draft agreement;	0.20
06/12/14	JDI	Review of email from Paul Denton and response to same;	0.10

Time Summary

<u>l imekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.90	660.00	594.00	
Our Fee				594.00
HST on Fees		*		77.22

Total Fees & Tax

671.22





This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00026

Invoice #:

1941189

HST/GST #: R121379572

Orillia Independent Living Re:

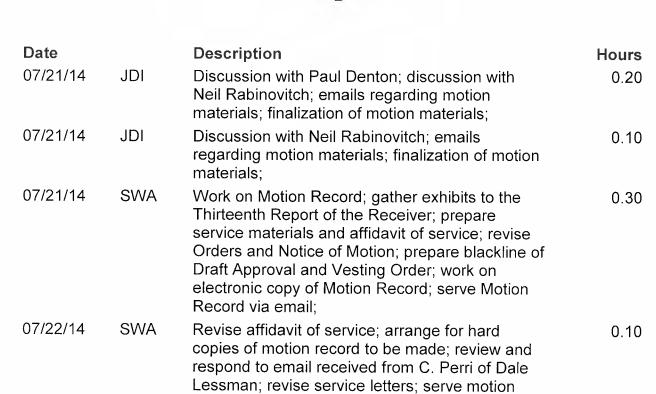
TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/02/14	JDI	Brief review of offer and prepare comparison;	0.20
07/03/14	JDI	Discussion with Paul Denton and Hylton Levy regarding offer; revise draft agreement and email to Paul Denton and Hylton Levy; review of offer from potential purchaser and mark up regarding comments;	1.60
07/07/14	JDI	Discussion with Hylton Levy, Paul Denton and Neil Rabinvoitch regarding upcoming motion;	0.30
07/09/14	JDI	Review of revised offer and discussion with Paul Denton regarding same;	0.20
07/14/14	JDI	Revise draft agreement and email regarding same;	0.20
07/15/14	JDI	Discussion with Paul Denton; amend agreement of purchase and sale and email regarding same;	0.30
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/18/14	JDI	Review of email regarding revised offer; review of fee affidavit and finalize;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



CASSELS BROCK



Preparation for motion; attend at court regarding

approval of FIT contract and approval of fees and

0.10

record via courier;

activities:

07/28/14

JDI





Time	Su	mm	nary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.70	660.00	2,442.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				2,522.00
HST on Fees Total Fees and Tax				327.86 2,849.86
Taxable Disbursements				
Copies			2.75	
Total Taxable Disbursements		_		2.75
HST on Disbursements			.36	
Total Tax on Disbursements				0.36
Total Disbursements and Tax			_	3.11
Total Fees, Disbursements & Tax			\$	2,852.97

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 10/08/14 Our File #: 042100-00026 Invoice #: 1945164 HST/GST #: R121379572

Re: Orillia Independent Living

TO PROFESSIONAL SERVICES RENDERED up to and including 09/30/14

Date		Description	Hours
08/27/14	JDI	Review of waiver and email regarding court time;	0.10
08/28/14	JDI	Discussion regarding offer and timing;	0.30
08/29/14	JDI	Discussion with Neil Rabinvoitch; emails regarding order and closing issues;	0.20
09/02/14	JDI	Review of draft fourteenth monitor's report and email regarding comments; exchange of email with Neil Rabinovitch and Paul Denton;	0.50
09/03/14	SWA	Update service list; work on motion record; gather exhibits for report; prepare service materials; prepare electronic version of motion record for service; draft affidavit of service; serve motion record via email;	2.40
09/03/14	JDI	Draft notice of motion and order and circulate same; review of revised report and comment on same; finalize motion record and arrange for service of same;	3.20
09/08/14	JDI	Review of emails regarding closing issues; review of letter from David Mende and emails regarding same;	0.50





Date		Description	Hours
09/09/14	JDI	Voicemail to David Mende; discussion with Fran Coffin; discussion with David Mende; discussion with Paul Denton; review of APS and draft order; email regarding amended draft order; review of statement of adjustments;	1.20
09/10/14	JDI	Emails regarding closing issues;	0.20
09/11/14	JDI	Discussion with Addenda's counsel; discussion with Fran Coffin; review of email; preparation for motion; discussion with Neil Rabinovitch;	0.90
09/12/14	JDI	Preparation for and attendance at court to obtain approval and vesting order;	2.40
09/17/14	JDI	Review of emails regarding closing; discussion with Paul Denton regarding closing issues; discussions with Addenda's counsel;	0.40
09/19/14	JDI	Email regarding court time; review of commercial list request form;	0.30
09/22/14	JDI	Email regarding upcoming motion; discussion regarding motion;	0.30





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Timekeeper	<u>Hours</u>	Rate	Fees	
Jane Dietrich	10.50	660.00	6,930.00	16
Stephanie Waugh	2.40	200.00	480.00	
Our Fee				7,410.00
HST on Fees				963.30
Total Fees and Tax				8,373.30
Taxable Disbursements				
Copies			488.00	
Delivery			4.00	
Binding, Tabs, Disks, etc			54.30	
Delivery			87.65	
Agency Fees and Disbursements			135.00	
Courier Delivery Charges			113.40	
Total Taxable Disbursements		_		882.35
HST on Disbursements			114.71	
Total Tax on Disbursements				114.71
Total Taxable Disbursements and Tax			-	997.06
Non-Taxable Disbursements				
Agency Fees and Disbursements			127.00	
Sub-total		-		127.00
Total Disbursements and Tax				1,124.06
Total Fees, Disbursements & Tax			<u>\$</u>	9,497.36

This is our account herein Cassels Brock & Blackwell LLP

Same Dietrich



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date: 11/14/14

Our File #: 042100-00026 Invoice #: 1947979

HST/GST #: R121379572

Re: Orillia Independent Living

TO PROFESSIONAL SERVICES RENDERED up to and including 10/31/14

Date		Description	Hours
10/09/14	JDI	Review of draft monitor's report and provide comments;	0.40
10/14/14	JDI	Review of draft report and provide comments; work on draft notice of motion and draft order and email regarding same;	1.80
10/14/14	SWA	Work on motion record; gather appendices for Fifteenth Report; prepare service materials; prepare electronic motion record for service via email; draft affidavit of service; serve motion record via email; arrange for copies of motion record to be made; serve motion record via courier;	2.30
10/21/14	JDI	Review of revised order and email regarding same; preparation for motion;	0.30
10/22/14	SWA	Distribute Order and Endosement of Justice Newbould dated October 22, 2014;	0.20
10/22/14	JDI	Preparation for and attendance at Court to obtain distribution order;	2.90





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Timekeeper	<u>Hours</u>	Rate	Fees	
Jane Dietrich	5.40	660.00	3,564.00	
Stephanie Waugh	2.50	200.00	500.00	
Our Fee				4,064.00
HST on Fees				528.32
Total Fees and Tax				4,592.32
Taxable Disbursements				
Copies			367.50	
Delivery			30.31	
Binding, Tabs, Disks, etc			50.94	
Agency Fees and Disbursements			65.00	
Courier Delivery Charges			60.10	
Total Taxable Disbursements				573.85
HST on Disbursements		_	74.60	
Total Tax on Disbursements				74.60
Total Taxable Disbursements and Tax			-	648.45
Non-Taxable Disbursements				
Agency Fees and Disbursements			127.00	
Sub-total				127.00
Total Disbursements and Tax			<u> </u>	775.45
Total Fees, Disbursements & Tax			9	5,367.77

This is our account herein

Cassels Brock & Blackwell LLP

Jane Dietrich

Exhibit "L" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00027 Invoice #:

1941185

HST/GST #: R121379572

Re: **Dorset Place**

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.30
07/22/14	SWA	Revise affidavit of service; arrange for hard copies of motion record to be made; review and respond to email received from C. Perri of Dale Lessman; revise service letters; serve motion record via courier;	0.10
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



CASSELS BROCK

Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00

-2-

HST on Fees 53.30

Total Fees & Tax \$ 463.30

This is our account herein Cassels Brock & Blackwell LLP

Jobe Dietrich

Exhibit "**M**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00029

Invoice #:

1941186

HST/GST #: R121379572

Preston Springs Gardens Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/17/14	JDI	Work on Farber fee affidavit; discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	0.30
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities;	0.10



-2-

Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	0.50	660.00	330.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				410.00
HST on Fees				53.30
Total Fees & Tax			\$	463.30

463.30

This is our account herein Cassels Brock & Blackwell LLP

Exhibit "N" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

04/09/14

Our File #: 042100-00010

Invoice #:

1932734

HST/GST #: R121379572

Prospan / Rockin Boats Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/12/14	JDI	Review and revise draft report to court;	0.60
03/13/14	JDI	Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	0.70
03/13/14	MOE	Meeting with Jane Dietrich; Compilation of Motion Record;	0.30
03/13/14	SWA	Prepare draft Approval and Vesting Order;	0.30
03/14/14	JDI	Review of current report and discussion with Monique Sassi; Discussion with Hylton Levy;	0.20
03/14/14	MOE	Compilation of Motion Record;	0.80
03/16/14	MOE	Compilation of Motion Record;	0.80
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.80
03/17/14	MOE	Finalization of Motion Record; Compilation of Motion Record and service of same.	1.70

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Date		Description	Hours
03/18/14	MOE	Service of court materials and couriered materials; Affdavit of Service for couriered materials;	0.30
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.30
03/21/14	MOE	Revisions to orders and preparation for court;	0.20
03/24/14	MOE	Attending at court, circulation of court materials; Entering and issuing order;	0.90



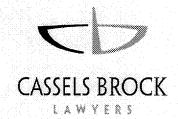


Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	2.60	660.00	1,716.00	,
Monique Sassi	5.00	390.00	1,950.00	
Stephanie Waugh	0.30	200.00	60.00	
Our Fee				3,726.00
HST on Fees				484.38
Total Fees and Tax				4,210.38
Taxable Disbursements				
Copies			6.00	
Total Taxable Disbursements				6.00
HST on Disbursements		_	.78	
Total Tax on Disbursements				0.78
Total Disbursements and Tax				6.78
Total Fees, Disbursements & Tax		•	<u>\$</u>	4,217.16

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date: 05/08/14 Our File #: 042100-00010 Invoice #: 1935734 HST/GST #: R121379572

Re: Prospan / Rockin Boats

TO PROFESSIONAL SERVICES RENDERED up to and including 04/30/14

	Description	Hours
JDI	Review of draft 12th report and provide comments on same; Work on draft notice of motion and order; Emails regarding payout statements; Discussion with Paul Denton;	1.40
SWA	Work on Motion Record; Review of service list in preparation of service; Draft service email and letter; Gather exhibits for twelfth report;	0.60
JDI	Discussion with Neil Rabinovitch; Review of payout statement and discussion regarding same; Further discussion with Neil Rabinovitch;	0.40
SWA	Work on Motion Record;	0.20
JDI	Review of notice of motion and draft order and revise; Review of revised draft report and payout statements and voicemail to Paul Denton; Review of final report; Review of emails regarding payout statements; Review of final motion record and arrange for service of same;	0.70
	SWA JDI SWA	JDI Review of draft 12th report and provide comments on same; Work on draft notice of motion and order; Emails regarding payout statements; Discussion with Paul Denton; SWA Work on Motion Record; Review of service list in preparation of service; Draft service email and letter; Gather exhibits for twelfth report; JDI Discussion with Neil Rabinovitch; Review of payout statement and discussion regarding same; Further discussion with Neil Rabinovitch; SWA Work on Motion Record; JDI Review of notice of motion and draft order and revise; Review of revised draft report and payout statements and voicemail to Paul Denton; Review of final report; Review of emails



-2-

Date		Description Hours
04/28/14	SWA	Make final revisions to Motion Record; Prepare 0.70
		for service of Motion Record via email and
		courier; Serve Motion Record via email and
		courier;





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	2.50	660.00	1,650.00	
Stephanie Waugh	1.50	200.00	300.00	
Our Fee				1,950.00
HST on Fees				253.50
Total Fees and Tax				2,203.50
Taxable Disbursements				
Travel			3.54	
Total Taxable Disbursements				3.54
HST on Disbursements			.46	
Total Tax on Disbursements				0.46
Total Disbursements and Tax				4.00
Total Fees, Disbursements & Tax			<u>\$</u> _	<u>2,207.50</u>

This is our account herein Cassels Brock & Blackwell LLP

Yane Dietrich



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

07/11/14

Our File #: 042100-00010

Invoice #:

1939405

HST/GST #: R121379572

Re: Prospan / Rockin Boats

TO PROFESSIONAL SERVICES RENDERED up to and including June 30, 2014

Date		Description	Hours
05/13/14	JDI	Exchange of email with Kelly Peters;	0.10
05/15/14	JDI	Discussion with Kelly Peters;	0.40
06/03/14	JDI	Discussion with Kelly Peters;	0.30
06/16/14	JDI	Discussion with Kelly Peters;	0.20

Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>
Jane Dietrich	1.00	660.00	660.00

Our Fee 660.00

HST on Fees

85.80

Total Fees & Tax

745.80

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 03/31/15 Our File #: 042100-00010 Invoice #: 1958195 HST/GST #: R121379572

Re: Prospan / Rockin Boats

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date Description Hours
07/07/14 JDI Review of letter from Kelly Peters and email to Hylton Levy;
07/07/14 Hours

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

Timekeeper	<u>Hours</u>	Rate	Fees	
Jane Dietrich	0.20	660.00	132.00	
Our Fee				132.00
HST on Fees				17.16
Total Fees and Tax				149.16
Taxable Disbursements				
Copies			0.75	
Total Taxable Disbursements				0.75
HST on Disbursements			.10	
Total Tax on Disbursements		-		0.10
Total Disbursements and Tax			_	0.85
Total Fees, Disbursements & Tax			\$	150.01

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Services provided through a Professional Corporation

Exhibit "O" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

04/09/14

Our File #: 042100-00012

Invoice #: HST/GST #: R121379572

1932352

Remo's Ristoranti Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/11/14	JDI	Discussion regarding approval and vesting orders with Fran Coffin; Revisions to notice of motion; Discussion with Paul Denton; Work on revised notice of motion;	1.10
03/12/14	JDI	Review and revise draft report to court;	0.60
03/13/14	JDI	Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	0.70
03/13/14	MOE	Meeting with Jane Dietrich; compilation of Motion Record;	0.30
03/13/14	SWA	Prepare draft Approval and Vesting Order;	0.20
03/14/14	JDI	Discussion with Hylton Levy; Review of current report and discussion with Monique Sassi. Discussion with Hylton Levy;	0.20
03/14/14	MOE	Compilation of Motion Record;	0.80
03/16/14	MOE	Compilation of Motion Record;	0.80

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Date	•	Description	Hours
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.70
03/17/14	MOE	Finalization of Motion Record; Compilation of Motion Record and service of same;	1.70
03/18/14	MOE	Service of court materials and couriered materials; Affdavit of Service for couriered materials;	0.30
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.20
03/21/14	MOE	Revisions to orders and preparation for court;	0.10
03/24/14	MOE	Attending at court, circulation of court materials; Entering and issuing order;	0.90



Time Summary

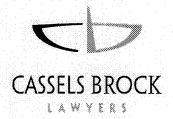
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.50	660.00	2,310.00	
Monique Sassi	4.90	390.00	1,911.00	
Stephanie Waugh	0.20	200.00	40.00	
Our Fee				4,261.00
HST on Fees				553.93
Total Fees and Tax				4,814.93
Taxable Disbursements				
Copies			6.00	
Total Taxable Disbursements	•	-		₅ 6.00
HST on Disbursements			.78	
Total Tax on Disbursements				0.78
Total Disbursements and Tax				6.78
Total Fees, Disbursements & Tax			\$	<u>4,821.71</u>

This is our account herein

Cassels Brock & Blackwell LLP

Jane/Dietrich

E&OE



Date: 05/08/14 Our File #: 042100-00012 Invoice #: 1935727 HST/GST #: R121379572

Re: Remo's Ristoranti

TO PROFESSIONAL SERVICES RENDERED up to and including 04/30/14

Date		Description	Hours
04/17/14	JDI	Review of distribution schedule; Voicemail to Paul Denton;	0.10
04/21/14	JDI	Discussion with Neil Rabinovitch regarding motion;	0.10
04/22/14	JDI	Discussion with Paul Denton and Hylton Levy; Email to Neil Rabinovitch;	0.20
04/24/14	JDI	Review of draft 12th report and provide comments on same; Work on draft notice of motion and order; Emails regarding payout statements; Discussion with Paul Denton;	1.30
04/24/14	SWA	Work on Motion Record; Review of service list in preparation of service; Draft service email and letter; Gather exhibits for twelfth report;	0.60
04/25/14	JDI	Discussion with Neil Rabinovitch; Review of payout statement and discussion regarding same; Further discussion with Neil Rabinovitch;	0.40
04/25/14	SWA	Work on Motion Record;	0.10





Date		Description	Hours
04/28/14	JDI	Review of notice of motion and draft order and revise; Review of revised draft report and payout statements and voicemail to Paul Denton; Review of final report; Review of emails regarding payout statements; Review of final motion record and arrange for service of same;	0.80
04/28/14	SWA	Make final revisions to Motion Record; Prepare for service of Motion Record via email and courier; Serve Motion Record via email and courier;	0.70



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Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	2.90	660.00	1,914.00	
Stephanie Waugh	1.40	200.00	280.00	
Our Fee				2,194.00
HST on Fees			하는데 함께 보다 기계를 끊고 다음이다.	285.22
Total Fees and Tax				2,479.22
Taxable Disbursements				
Travel			3.54	
Total Taxable Disbursements				3.54
HST on Disbursements			.46	
Total Tax on Disbursements				0.46
Total Disbursements and Tax				4.00
Total Fees, Disbursements & Tax			<u>\$</u> _	2,483.22

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE

Exhibit "**P**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



Date: 04/09/14 Our File #: 042100-00015 Invoice #: 1932353 HST/GST #: R121379572

Re: Barrie Business Centre

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/07/14	JDI	Discussion with Neil Rabinovitch;	0.20
03/11/14	JDI	Discussion regarding approval and vesting orders with Fran Coffin; Revisions to notice of motion; Discussion with Paul Denton; Work on revised notice of motion;	1.10
03/12/14	JDI	Review and revise draft report to court;	0.60
03/13/14	JDI	Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	0.70
03/13/14	MOE	Meeting with Jane Dietrich; Compilation of Motion Record;	0.30
03/13/14	SWA	Prepare draft Approval and Vesting Order;	0.30
03/14/14	JDI	Review of current report and discussion with Monique Sassi; Discussion with Hylton Levy;	0.20
03/14/14	MOE	Compilation of Motion Record;	0.80
03/16/14	JDI	Review of draft report and further comments on same;	0.40

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Date		Description	Hours
03/16/14	MOE	Compilation of motion record;	0.80
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.80
03/17/14	MOE	Finalization of Motion Record; Compilation of Motion Record and service of same;	1.70
03/18/14	MOE	Service of court materials and couriered materials; Affdavit of service for couriered materials;	0.30
03/19/14	MOE	Emailing orders;	0.20
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.20
03/20/14	JDI	Discussion with counsel to 116 and Hylton Levy;	0.40
03/21/14	MOE	Revisions to orders and preparation for court;	0.10
03/24/14	MOE	Attending at court, circulation of court materials; Entering and issuing order;	0.80





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	. <u>Fees</u>	
Jane Dietrich	4.60	660.00	3,036.00	
Monique Sassi	5.00	390.00	1,950.00	
Stephanie Waugh	0.30	200.00	60.00	
Our Fee				5,046.00
HST on Fees				655.98
Total Fees and Tax				5,701.98
Taxable Disbursements				
Copies			6.00	
Total Taxable Disbursements		ene		6.00
HST on Disbursements			.78	
Total Tax on Disbursements				0.78
Total Disbursements and Tax				6.78
Total Fees, Disbursements & Tax			<u>\$</u>	<u>5,708.76</u>

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



Date: 05/08/14 Our File #: 042100-00015 Invoice #: 1935728 HST/GST #: R121379572

Re: Barrie Business Centre

TO PROFESSIONAL SERVICES RENDERED up to and including 04/30/14

Date		Description	Hours
04/04/14	JDI	Voicemail from Ryan Maynard; Review draft amendment agreement and provide comments on same;	0.30
04/17/14	JDI	Review of distribution schedule; Voicemail to Paul Denton;	0.20
04/21/14	JDI	Discussion with Neil Rabinovitch regarding motion;	0.10
04/22/14	JDI	Discussion with Paul Denton and Hylton Levy;	0.10
04/24/14	JDI	Review of draft 12th report and provide comments on same; Work on draft notice of motion and order; Emails regarding payout statements; Discussion with Paul Denton;	1.40
04/24/14	SWA	Work on Motion Record; Review of service list in preparation of service; Draft service email and letter; Gather exhibits for twelfth report;	0.60
04/25/14	JDI	Discussion with Neil Rabinovitch; Review of payout statement and discussion regarding same; Further discussion with Neil Rabinovitch;	0.30
04/25/14	SWA	Work on Motion Record;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





Date		Description	Hours
04/28/14	JDI	Review of notice of motion and draft order and revise; Review of revised draft report and payout statements and voicemail to Paul Denton; Review of final report; Review of emails regarding payout statements; Review of final motion record and arrange for service of same;	0.70
04/28/14	SWA	Make final revisions to Motion Record; Prepare for service of Motion Record via email and courier; Serve Motion Record via email and courier;	0.70





Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.10	660.00	2,046.00	
Stephanie Waugh	1.50	200.00	300.00	
Our Fee				2,346.00
HST on Fees				304.98
Total Fees and Tax				2,650.98
Taxable Disbursements				
Travel			3.54	
Total Taxable Disbursements		-		3.54
HST on Disbursements		سنب	.46	
Total Tax on Disbursements				0.46
Total Disbursements and Tax				4.00
Total Fees, Disbursements & Tax			<u>\$</u>	<u> 2,654.98</u>

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Exhibit "Q" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



Date: 03/31/15 Our File #: 042100-00019 Invoice #: 1958197 HST/GST #: R121379572

Re: Hatch House Montessori School

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date
Description
Hours

12/05/14 JDI Review of email from Paul Denton and discussion with same; discussion with Robin Dodokin, Hylton Levy and Paul Denton regarding status;

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.

Cassels Brock & Blackwell LLP

2100, Scotia Plaza, 40 King Street West, Toronto, Canada M5H 3C2 Tel: 416.869.5300 Fax: 416.360.8877 www.casselsbrock.com



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Time Summary

Timekeeper	<u>Hours</u>	Rate	Fees	
Jane Dietrich	0.50	660.00	330.00	
Our Fee				330.00
HST on Fees			,	42.90
Total Fees & Tax			\$	372.90

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

Services provided through a Professional Corporation

Exhibit "R" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Casselé Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



Date: 04/09/14 Our File #: 042100-00020 Invoice #: 1932355 HST/GST #: R121379572

Re: Orillia Prep School

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/12/14	JDI	Review and revise draft report to court;	0.60
03/13/14	JDI	Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	0.70
03/14/14	JDI	Review of current report and discussion with Monique Sassi; Discussion with Hylton Levy;	0.20
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.80
03/18/14	JDI	Discussion with Robin Dodokin; Voicemail to Hylton Levy; Discussion with Hylton Levy; Discussion with Robin Dodokin;	1.30
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

Total Fees & Tax

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.80	660.00	2,508.00	
Our Fee				2,508.00
HST on Fees				326.04

2,834.04

This is our account herein

Cassels Brock & Blackwell LLP

Jane/Dietrich

Exhibit "S" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

04/09/14

Our File #: 042100-00028

Invoice #: HST/GST #: R121379572

1932361

Re: Leon's

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/03/14	JDI	Review of offer and revise same; Discussion with Hylton Levy; Discussion with Robin Dodokin regarding court timing and related issues;	0.30
03/05/14	JDI	Review of email from Hylton Levy;	0.10
03/19/14	JDI	Review of agreement of purchase and sale;	0.20
03/20/14	JDI	Revisions to draft agreement of purchase and sale;	0.40



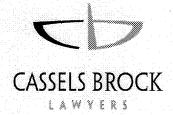
-2-

Time Summary

<u>Timekeeper</u> Jane Dietrich	<u>Hours</u> 1.00	<u>Rate</u> 660.00	<u>Fees</u> 660.00	
Jane Diethon	1.00			,
Our Fee				660.00
HST on Fees			***************************************	85.80
Total Fees & Tax			\$	745.80

This is our account herein Cassels Brock & Blackwell LLP

Jáne⁽Dietrich E&OE



Date: 05/08/14 Our File #: 042100-00028 Invoice #: 1935729 HST/GST #: R121379572

Re: Leon's

TO PROFESSIONAL SERVICES RENDERED up to and including 04/30/14

Date		Description	Hours
04/01/14	JDI	Discussion with Neil Rabinovitch regarding status;	0.10
04/22/14	JDI	Discussion with Paul Denton and Hylton Levy; Review of offer and voicemail regarding same to Hylton Levy; Further discussion with Hylton Levy; Mark up offer and email same;	0.70
04/29/14	JDI	Review of revised offer and email regarding same; Discussion with Harry Fogul and Hylton Levy;	0.40



-2-

Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	1.20	660.00	792.00	
Our Fee				792.00
HST on Fees				102.96
Total Fees & Tax			<u>\$</u>	<u>894.96</u>

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



Date: 03/31/15 Our File #: 042100-00028 Invoice #: 1958198 HST/GST #: R121379572

Re: Leon's

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date		Description	Hours
05/01/14	JDI	Review of email regarding deposit; Email regarding due diligence material delivery;	0.10
07/07/14	JDI	Discussion with Hylton Levy, Paul Denton and Neil Rabinvoitch regarding upcoming motion;	0.30

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

Total Fees & Tax

Timekeeper	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	0.40	660.00	264.00	
Our Fee				264.00
HST on Fees				34.32

298.32

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Services provided through a Professional Corporation

Exhibit "T" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017,



Date: 03/31/15 Our File #: 042100-00030 Invoice #: 1958200

HST/GST #: R121379572

Re: Panelization Machine

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date		Description	Hours
03/31/14	JDI	Discussion with James Kutcy and follow up with Farber regarding same;	0.30
07/07/14	JDI	Consider priority of security interests;	0.40

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Time Summary

<u>Timekeeper</u>	<u>Hours</u>	Rate	Fees	
Jane Dietrich	0.70	660.00	462.00	
Our Fee				462.00
HST on Fees				60.06
Total Fees & Tax			\$	522.06

This is our account herein Cassels Brock & Blackwell LLP

Jame Dietrich

E&OE

Services provided through a Professional Corporation

Exhibit "**U**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

04/09/14

Our File #: 042100-00031

Invoice #:

1932357

HST/GST #: R121379572

Feed-In-Tariffs Contracts Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/11/14	JDI	Discussion with Paul Denton and Vivek Bakshi; Discussion regarding approval and vesting orders with Fran Coffin; Revisions to notice of motion; Discussion with Paul Denton; Work on revised notice of motion;	1.90
03/12/14	JDI	Review and revise draft report to court;	0.60
03/13/14	JDI	Discussion with Vivek Bakshi; Review of letter for appendix and email comments on same; Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	1.40
03/13/14	MOE	Meeting with Jane Dietrich; Compilation of Motion Record;	0.30
03/13/14	SWA	Prepare draft Approval and Vesting Order;	0.30





Date		Description	Hours
03/14/14	JDI	Discussion with Vivek Bakshi, Chris Oliver and Hylton Levy; Review letter and revise; Discussion with Hylton Levy; Review of current report and discussion with Monique Sassi; Discussion with Hylton Levy;	1.40
03/14/14	MOE	Compilation of motion record;	0.80
03/16/14	JDI	Review of draft report and further comments on same;	0.40
03/16/14	MOE	Compilation of Motion Record;	0.80
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.80
03/17/14	MOE	Finalization of Motion Record; Compilation of Motion Record and service of same;	1.70
03/18/14	MOE	Service of court materials and couriered materials; Affdavit of Service for couriered materials;	0.30
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.30
03/20/14	JDI	Exchange of voicemail with Robb English; Discussion with Robb English and amend draft receiver's certificate;	0.40
03/21/14	MOE	Revisions to orders and preparation for court;	0.10
03/24/14	MOE	Attending at court, circulation of court materials; Entering and issuing order;	0.80





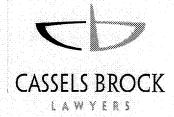
Time Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	7.20	660.00	4,752.00	
Monique Sassi	4.80	390.00	1,872.00	
Stephanie Waugh	0.30	200.00	60.00	
Our Fee				6,684.00
HST on Fees				868.92
Total Fees and Tax				7,552.92
Taxable Disbursements				
Copies			4.00	
Total Taxable Disbursements				4.00
HST on Disbursements			.52	
Total Tax on Disbursements				0.52
Total Disbursements and Tax				4.52
Total Fees, Disbursements & Tax			\$	7,557.44

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



Date: 05/08/14 Our File #: 042100-00031 Invoice #: 1935730 HST/GST #: R121379572

Re: Feed-In-Tariffs Contracts

TO PROFESSIONAL SERVICES RENDERED up to and including 04/30/14

Date		Description	Hours
04/01/14	JDI	Discussion with Neil Rabinovitch regarding status;	0.10
04/15/14	JDI	Discussion with Vivek Bakshi regarding FIT contracts;	0.30
04/29/14	JDI	Discussion with Neil Rabinovitch; Email to Vivek Bakshi; Email to Alexandra North; Review of PPSA Registrations; Discussion with Alexandra North; Email to Hylton Levy and Paul Denton; Discussion with Hylton Levy, Paul Denton, Neil Rabinovitch and Alexandra North regarding proceeds;	1.70
04/30/14	JDI	Review of security and subordination agreements; Voicemail to Alexandra North; Discussion with Neil Rabinovitch; Order PPSA search; Discussion with Alexandra North;	1.40



Time Summary				
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.50	660.00	2,310.00	
Our Fee				2,310.00
HST on Fees				300.30
Total Fees and Tax				2,610.30
Taxable Disbursements				
Travel			3.54	
Telephone			2.61	
Total Taxable Disbursements				6.15
HST on Disbursements			.80	
Total Tax on Disbursements				0.80

6.95

2,617.25

-2-

This is our account herein Cassels Brock & Blackwell LLP

Total Fees, Disbursements & Tax

Total Disbursements and Tax



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

06/16/14

Our File #: 042100-00031

Invoice #:

1937812

HST/GST #: R121379572

Re: **Feed-In-Tariffs Contracts**

TO PROFESSIONAL SERVICES RENDERED up to and including 05/31/14

Date		Description	Hours
05/01/14	JDI	Review of term sheets; Voicemail to Vivek Bakshi;	0.30
05/02/14	JDI	Review of PPSA report and discussion with Neil Rabinovitch; Discussion regarding potential priorities with Neil Rabinovitch and Hylton Levy;	0.90
05/05/14	JDI	Discussion with Robb English regarding requested amendments;	0.20
05/27/14	JDI	Discussion with Neil Rabinovitch; Discussion with McCarthy's; Voicemail to Hylton Levy;	0.30





Time	Sumn	nary

<u>Timekeeper</u>	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	1.70	660.00	1,122.00	
0				4 400 00
Our Fee				1,122.00
HST on Fees				145.86
Total Fees and Tax				1,267.86
Taxable Disbursements				
Telephone			4.45	
Total Taxable Disbursements		_		4.45
HST on Disbursements			.58	
Total Tax on Disbursements				0.58
Total Disbursements and Tax				5.03
Total Fees, Disbursements & Tax			<u>\$</u>	1,272.89

This is our account herein

Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

07/09/14

Our File #: 042100-00031

Invoice #:

1939000

HST/GST #: R121379572

Re:

Feed-In-Tariffs Contracts

TO PROFESSIONAL SERVICES RENDERED up to and including June 30, 2014

Date

Description

Hours

06/05/14

JDI

Discussion with Kelly Peters; Discussion with

0.70

Neil Rabinovitch:

Time Summary

Timekeeper

Hours

Rate

Fees

Jane Dietrich

0.70

660.00

462.00

Our Fee

462.00

HST on Fees

60.06

Total Fees & Tax

522.06

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&bE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00031

Invoice #: HST/GST #: R121379572

1941187

Re: **Feed-In-Tariffs Contracts**

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/07/14	JDI	Discussion with Hylton Levy, Paul Denton and Neil Rabinvoitch regarding upcoming motion;	0.30
07/10/14	JDI	Discussion with Neil Rabinovitch and Blake Moran;	0.10
07/18/14	JDI	Review of section of report relating to FIT contract approval and provide comments;	0.40
07/21/14	JDI	Discussion with Neil Rabinovitch; emails regarding motion materials; finalization of motion materials;	0.10
07/21/14	SWA	Work on Motion Record; gather exhibits to the Thirteenth Report of the Receiver; prepare service materials and affidavit of service; revise Orders and Notice of Motion; prepare blackline of Draft Approval and Vesting Order; work on electronic copy of Motion Record; serve Motion Record via email;	0.40
07/23/14	JDI	Receive email from Robb English and emails regarding same;	0.20
07/25/14	JDI	Discussion with Kelly Peters;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Date		Description	Hours
07/28/14	JDI	Preparation for motion; attend at court regarding approval of FIT contract and approval of fees and activities:	0.30





<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	1.60	660.00	1,056.00	
Stephanie Waugh	0.40	200.00	80.00	
Our Fee				1,136.00
HST on Fees Total Fees and Tax			_	147.68 1,283.68
Taxable Disbursements				
Copies			0.75	
Total Taxable Disbursements		7		0.75
HST on Disbursements			.10	
Total Tax on Disbursements				0.10
Total Disbursements and Tax				0.85
Total Fees, Disbursements & Tax			\$	1.284.53

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 03/31/15 Our File #: 042100-00031 Invoice #: 1958201 HST/GST #: R121379572

Re: Feed-In-Tariffs Contracts

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date Description Hours
12/19/14 JDI Discussion regarding FIT Contracts; 0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.

Cassels Brock & Blackwell LLP

2100, Scotia Plaza, 40 King Street West, Toronto, Canada M5H 3C2 Tel: 416.869.5300 Fax: 416.360.8877 www.casselsbrock.com



-2-

Time Summary

Total Fees & Tax

Timekeeper	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	0.20	660.00	132.00	
Our Fee				132.00
HST on Fees			<u> </u>	17.16

149.16

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Services provided through a Professional Corporation

Exhibit "**V**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits, etc.

Stephanie Waugh, a
Commissioner, etc., Province of Ontario,
for Cassels Brock &Blackwell LLP,
Barristers and Solicitors,
Expires March 21,, 2017.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

04/09/14

Our File #: 042100-00032

Invoice #:

1932359

HST/GST #: R121379572

Receivership/Scotia Road, Emsdale Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/11/14	JDI	Discussion regarding approval and vesting orders with Fran Coffin; Revisions to notice of motion; Discussion with Paul Denton; Work on revised notice of motion;	1.00
03/12/14	JDI	Review and revise draft report to court;	0.60
.03/13/14	JDI	Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	0.70
03/13/14	MOE	Meeting with Jane Dietrich; Compilation of Motion Record;	0.20
03/13/14	SWA	Prepare draft Approval and Vesting Order;	0.30
03/14/14	JDI	Review of current report and discussion with Monique Sassi; Discussion with Hylton Levy;	0.20
03/14/14	MOE	Compilation of Motion Record;	1.00
03/16/14	MOE	Compilation of Motion Record;	1.00





Date		Description	Hours
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.70
03/17/14	MOE	Finalization of Motion Record; Compilation of Motion Record and service of same;	1.70
03/18/14	MOE	Service of court materials and couriered materials; Affdavit of Service for couriered materials;	0.10
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.30
03/21/14	MOE	Revisions to orders and preparation for court;	0.10
03/24/14	MOE	Attending at court, circulation of court materials; Entering and issuing order;	0.80



			-	
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.50	660.00	2,310.00	
Monique Sassi	4.90	390.00	1,911.00	
Stephanie Waugh	0.30	200.00	60.00	
Our Fee				4,281.00
HST on Fees				556.53
Total Fees and Tax			-	4,837.53
Taxable Disbursements				
Copies			6.00	·
Total Taxable Disbursements		_		6.00
HST on Disbursements		_	.78	
Total Tax on Disbursements				0.78
Total Disbursements and Tax				6.78
Total Fees, Disbursements & Tax			<u>\$</u>	4,844.31

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&ØE

Exhibit "**W**" to the Affidavit of Jane Dietrich, sworn before me this 14th day of April, 2015.

Commissioner for Taking Affidavits etc.



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

04/09/14

Our File #: 042100-00006

Invoice #:

1932731

HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TO PROFESSIONAL SERVICES RENDERED up to and including 03/31/14

Date		Description	Hours
03/07/14	JDI	Discussion with Neil Rabinovitch;	0.20
03/10/14	JDI	Discussion with Paul Denton regarding court report and motion;	0.50
03/11/14	SWA	Begin preparation of motion materials for motion returnable March 24, 2014;	0.20
03/12/14	JDI	Review and revise draft report to court;	0.70
03/13/14	JDI	Revisions to draft report; Discussion with Hylton Levy, Paul Denton and Rob Gallop regarding report and motion; Discussion with Harry Fogul; Revisions to notice of motion and draft orders; Emails regarding orders;	0.70
03/14/14	JDI	Review of current report and discussion with Monique Sassi; Discussion with Hylton Levy;	0.10
03/17/14	JDI	Revisions to notice of motion, draft orders and draft report; Discussion with Neil Rabinovitch; Discussion with Hylton Levy; Instructions to Monique Sassi; Finalize report and motion materials and arrange for service of same;	0.70

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



-2-

Date		Description	Hours
03/19/14	JDI	Meeting with Neil Rabinovitch and Hylton Levy regarding upcoming motion and status; Review of emails; Review of email and questions regarding motion record;	0.30



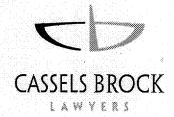


<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	3.20	660.00	2,112.00	
Stephanie Waugh	0.20	200.00	40.00	
Our Fee				2,152.00
HST on Fees				279.76
Total Fees and Tax			-	2,431.76
<u>Taxable Disbursements</u>				
Copies			484.00	
Delivery			4.00	
Binding, Tabs, Disks, etc			129.06	
Delivery			168.88	
Courier Delivery Charges			19.98	
Total Taxable Disbursements		erresona.		805.92
HST on Disbursements			104.77	
Total Tax on Disbursements				104.77
Total Disbursements and Tax				910.69
Total Fees, Disbursements & Tax			\$	3,342.45

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

Æ&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600

Date: 05/08/14 Our File #: 042100-00006 Invoice #: 1935726 HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TORONTO ON M5H 3S5

TO PROFESSIONAL SERVICES RENDERED up to and including 04/30/14

Date		Description	Hours
04/09/14	SWA	Draft hearing request form;	0.10
04/11/14	SWA	Revise hearing request form;	0.10
04/14/14	SWA	Submit hearing request form to Commercial List Court;	0.10
04/15/14	JDI	Discussion with Paul Denton;	0.50
04/15/14	SWA	Prepare draft Notice of Motion and Order for motion returnable May 2, 2014;	0.30
04/21/14	JDI	Discussion with Neil Rabinovitch regarding motion;	0.10
04/29/14	JDI	Discussion regarding GARE;	0.20
04/29/14	SWA	Arrange for Motion Record to be filed at the Commercial List Court;	0.10
04/30/14	SWA	Review email from courier department regarding package going to Resmor in Calgary; Provide instructions to the courier department to have the courier package to be redirected to the Resmor Kitchener office address that was provided by Resmor Calgary; Update service list; Receive email from Jane Dietrich regarding Township of Oro Medonte and updated service list;	0.20

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.





					ry	

Total Fees, Disbursements & Tax			<u>\$</u>	2,262.67
Total Disbursements and Tax				1,462.63
Agency Fees and Disbursements Sub-total			127.00	127.00
Non-Taxable Disbursements				
Total Taxable Disbursements and Tax				1,335.63
Total Tax on Disbursements				153.66
HST on Disbursements			153.66	1,101.37
Courier Delivery Charges Total Taxable Disbursements			22.68	1,181.97
Agency Fees and Disbursements			105.00	
Delivery			35.79	
Binding, Tabs, Disks, etc			5.40	
Delivery			76.35	
Copies			936.75	
<u>Taxable Disbursements</u>				
				000.07
HST on Fees Total Fees and Tax				92.04 800.04
Our Fee				708.00
Stephanie Waugh	0.90	200.00	180.00	
Jane Dietrich				
	0.80	660.00	528.00	

This is our account herein

Cassels Brock & Blackwell LLP

Jahe Dietrich

FÄNF



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

06/16/14

Our File #: 042100-00006

Invoice #:

1937800

HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TO PROFESSIONAL SERVICES RENDERED up to and including 05/31/14

Date		Description	Hours
05/01/14	JDI	Review of court order; Email regarding court hearing;	0.20
05/01/14	ON	Received and reviewed instructions; Conducted a PPSA search on Melvyn A. Dancy;	0.40
05/02/14	ON	Received and forwarded the PPSA results for review;	0.20
05/02/14	JDI	Review of materials from Paul Denton; Review of accounts and discussion with Neil Rabinovitch;	1.50
05/09/14	JDI	Discussion with Paul Denton regarding GARE;	0.30
05/14/14	ON	Received and reviewed instructions; Conducted a corporate search and forwarded the results for review;	0.40
05/27/14	JDI	Discussion with Neil Rabinovitch and email exchange with Paul Denton; Review of email from Paul Denton regarding draft agreement and respond to same;	0.30





<u>Timekeeper</u> Jane Dietrich Olivia D'Innocenzo	Hours 2.30 1.00	Rate 660.00 280.00	<u>Fees</u> 1,518.00 280.00	
Our Fee				1,798.00
HST on Fees Total Fees and Tax			_	233.74 2,031.74
Taxable Disbursements				
Delivery			12.00	
Binding, Tabs, Disks, etc			91.95	
Agency Fees and Disbursements	1		65.00	
Certificate of Status			9.00	
PPSA Search/Registrations			10.00	
Total Taxable Disbursements				187.95
HST on Disbursements			24.43	
Total Tax on Disbursements				24.43
Total Taxable Disbursements and Tax				212.38



CASSELS BROCK

Non-Taxable Disbursements			
Agency Fees and Disbursements	127.00		
Certificate of Status	11.00		
PPSA Search/Registrations	8.00		
Sub-total			146.00
Total Disbursements and Tax			358.38
Total Fees, Disbursements & Tax	\$;	2,390.12

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&ØE



A. FARBER & PARTNERS INC.

ATTN: HYLTON LEVY

150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5

Date:

08/12/14

Our File #: 042100-00006

Invoice #:

1941175

HST/GST #: R121379572

Dondeb Inc. Et Al Re:

TO PROFESSIONAL SERVICES RENDERED up to and including 07/31/14

Date		Description	Hours
07/07/14	JDI	Discussion with Hylton Levy, Paul Denton and Neil Rabinvoitch regarding upcoming motion;	0.30
07/10/14	JDI	Discusison with Neil Rabinovitch and Blake Mercer;	0.10
07/14/14	JDI	Review of notice of motion and provide comments;	0.30
07/16/14	JDI	Review of draft report and affidavit; discussion with Paul Denton regarding same; brief discussion with Neil Rabinovitch;	0.50
07/22/14	JDI	Discussion regarding motion with Neil Rabinovitch;	0.30
07/23/14	SWA	Arrange for Motion Record, Confidential Appendices and USB key to be filed at the Commercial List Court;	0.20
07/28/14	SWA	Distribute Orders and Endorsement to service list:	0.10





Time	Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>	
Jane Dietrich	1.50	660.00	990.00	
Stephanie Waugh	0.30	200.00	60.00	
Our Fee				1,050.00
Our ree				1,030.00
HST on Fees				136.50
Total Fees and Tax				1,186.50
<u>Taxable Disbursements</u>				
Copies			1,235.25	
Delivery			59.82	
Special O/T Services			78.75	
Firmware Recovery			9.00	
Binding, Tabs, Disks, etc			98.34	
Courier Delivery Charges			35.10	
Total Taxable Disbursements				1,516.26
HST on Disbursements			197.11	
Total Tax on Disbursements				197.11
Total Disbursements and Tax				1,713.37
Total Fees, Disbursements & Tax			\$	2,899.87
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This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 10/08/14 Our File #: 042100-00006 Invoice #: 1945165 HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TO PROFESSIONAL SERVICES RENDERED up to and including 09/30/14

Date		Description	Hours
08/29/14	SWA	Prepare draft motion materials for September hearing;	0.50
08/29/14	JDI	Discussion with Neil Rabinvoitch;	0.10
09/04/14	SWA	Serve motion record via courier; prepare affidavit of service; prepare confidential appendix to be filed at court; arrange for Motion Record to be filed with the Commercial List Court;	0.70
09/08/14	JDI	Discussion with Roger Jaipargas regarding GARE and status of file generally;	0.20
09/09/14	JDI	Review of draft letter to the CRA and respond to Paul Denton;	0.20
09/12/14	SWA	Receive instructions from Jane Dietrich; prepare Receiver's Certificate and forward same to Fran Coffin;	0.10
09/17/14	ON	Received and reviewed instructions; conducted a corporate search and obtained a Certificate of Status;	0.60
09/19/14	SWA	Prepare draft motion materials for motion returnable October 22, 2014; email same to Jane Dietrich;	0.30
09/22/14	JDI	Email regarding upcoming motion; discussion regarding motion;	0.40

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



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Date		Description	Hours
09/25/14	JDI	Review of spreadsheets and email regarding same; participate in call regarding GARE;	0.90





Time	Summary
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Timekeeper	Hours	Rate	Fees	
Jane Dietrich	1.80	660.00	1,188.00	
Olivia D'Innocenzo	0.60	280.00	168.00	
Stephanie Waugh	1.60	200.00	320.00	
Our Fee				1,676.00
HST on Fees Total Fees and Tax			-	217.88 1,893.88
Taxable Disbursements				
Copies			14.00	
Binding, Tabs, Disks, etc			1.92	
Agency Fees and Disbursements			105.00	
Certificate of Status			18.00	
Total Taxable Disbursements				138.92
HST on Disbursements		-6	18.06	
Total Tax on Disbursements				18.06
Total Taxable Disbursements and Tax			_	156.98
Non-Taxable Disbursements				
Agency Fees and Disbursements			127.00	
Certificate of Status			37.00	
Sub-total		-		164.00
Total Disbursements and Tax				320.98
Total Fees, Disbursements & Tax			\$	2,214.86

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 11/14/14 Our File #: 042100-00006 Invoice #: 1947971 HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TO PROFESSIONAL SERVICES RENDERED up to and including 10/31/14

Date		Description	Hours
10/07/14	JDI	Discussion regarding GARE allocation with Paul Denton, Hylton Levy and Neil Rabinovitch;	0.90
10/10/14	SWA	Work on motion record; begin to gather exhibits for the Fifteenth Report;	0.60
10/10/14	JDI	Discussion with Paul Denton;	0.20
10/14/14	JDI	Discussion with Paul Denton; review of email and comment on same;	0.40
10/15/14	SWA	Arrange for motion record to be filed at the Commercial List Court;	0.10
10/21/14	JDI	Review of analysis of GARE possibilities from Paul Denton and respond to email; discussion with Paul Denton; discussion with Farber regarding various GARE scenarios;	1.50





<u>Timekeeper</u>	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	3.00	660.00	1,980.00	
Stephanie Waugh	0.70	200.00	140.00	
Our Fee				2,120.00
HST on Fees				275.60
Total Fees and Tax				2,395.60
Taxable Disbursements				
Copies			34.75	
Binding, Tabs, Disks, etc			1.80	
Delivery			16.33	
Telephone			4.64	
Total Taxable Disbursements		_		57.52
HST on Disbursements			7.48	
Total Tax on Disbursements				7.48
Total Disbursements and Tax				65.00
Total Fees, Disbursements & Tax			\$	2,460.60

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 12/18/14 Our File #: 042100-00006 Invoice #: 1950710 HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TO PROFESSIONAL SERVICES RENDERED up to and including 11/30/14

Date		Description	Hours
11/06/14	JDI	Review of updated GARE analysis and discussion with Hylton Levy, Paul Denton and Neil Rabinovitch;	1.20
11/07/14	JDI	Review of email from and voicemail to Hylton Levy regarding scenarios;	0.20
11/11/14	JDI	Discussion with Hylton Levy regarding distributions and allocation model;	0.80
11/24/14	JDI	Discussion with Neil Rabinovitch;	0.10
11/25/14	JDI	Discussion regarding allocation issues;	0.40





Timekeeper	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	2.70	660.00	1,782.00	
Our Fee				1,782.00
HST on Fees				231.66
Total Fees and Tax			1 2	2,013.66
Taxable Disbursements				
Copies			5.00	
Binding, Tabs, Disks, etc			11.16	
Total Taxable Disbursements		_		16.16
HST on Disbursements		_	2.10	
Total Tax on Disbursements				2.10
Total Disbursements and Tax				18.26
Total Fees, Disbursements & Tax			\$	2.031.92

This is our account herein

Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE



A. FARBER & PARTNERS INC. ATTN: HYLTON LEVY 150 YORK ST., SUITE 1600 TORONTO ON M5H 3S5 Date: 03/31/15 Our File #: 042100-00006 Invoice #: 1958202 HST/GST #: R121379572

Re: Dondeb Inc. Et Al

TO PROFESSIONAL SERVICES RENDERED up to and including 12/31/14

Date		Description	Hours
12/11/14	JDI	Discussion with Neil Rabinovitch;	0.40
12/19/14	JDI	Discussion with Neil Rabinovitch; discussion with status of GARE allocation and motion;	0.60

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.



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Time Summary

Timekeeper	<u>Hours</u>	Rate	<u>Fees</u>	
Jane Dietrich	1.00	660.00	660.00	
Our Fee				660.00
HST on Fees			C	85.80
Total Fees and Tax				745.80
Taxable Disbursements				
Telephone			7.83	
Total Taxable Disbursements				7.83
HST on Disbursements			1.02	
Total Tax on Disbursements				1.02
Total Disbursements and Tax				8.85
Total Fees, Disbursements & Tax			\$	754.65

This is our account herein Cassels Brock & Blackwell LLP

Jane Dietrich

E&OE

Services provided through a Professional Corporation

Court File No: CV-12-9794-00CL

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

IN THE MATTER OF SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990 c. C.43, AS AMENDED WITH RESPECT TO DONDEB INC. AND ALL THE DEBTORS LISTED AT SCHEDULE "A" HERETO

ONTARIO

SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

PROCEEDING COMMENCED AT TORONTO

AFFIDAVIT OF JANE DIETRICH (sworn APRIL 14, 2015)

DENTONS CANADA LLP 77 King Street West, Suite 400, Toronto, Ontario M5K 0A1

CASSELS BROCK & BLACKWELL LLP 2100 Scotia Plaza, 40 King Street West, Toronto, Ontario M5H 3C2

Lawyer: Neil S. Rabinovitch / Jane O. Dietrich

LSUC#: 33442F / 49302U

Email: neil.rabinovitch@dentons.com /

jdietrich@casselsbrock.com

Tel: 416.863-4656 / 416 860-5223 Fax: 416.863-4592 / 416 640-3144

LAWYERS FOR THE RECEIVER

RCP-E 4C (July 1, 2007)