

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) WEDNESDAY, THE 18TH
)
JUSTICE NEWBOULD) DAY OF DECEMBER, 2013

B E T W E E N:

DBDC SPADINA LTD.,
and THOSE CORPORATIONS LISTED ON SCHEDULE A HERETO
Applicants

and

NORMA WALTON, RONAULD WALTON, THE ROSE & THISTLE GROUP
LTD. and EGLINTON CASTLE INC.
Respondents

and

THOSE CORPORATIONS LISTED ON SCHEDULE B HERETO, TO BE
BOUND BY THE RESULT

ORDER

THIS MOTION, made by the Applicant, DBDC SPADINA LTD.,
and THOSE CORPORATIONS LISTED ON SCHEDULE A HERETO, for an Order granting
various relief, to be heard on December 18, 2013 was adjourned, in part, to this day;

ON READING the Notice of Application dated October 1, 2013, the Amended Notice of
Application dated October 24, 2013, the Amended Amended Notice of Application dated

December 17, 2013, the Notice of Motion dated December 11, 2013, the Amended Notice of Motion dated December 17, 2013, the affidavits of James Reitan sworn October 1, October 3, October 24 and December 9, 2013 the affidavit of Dr. Stanley K. Bernstein sworn October 1, 2013, the affidavits of Norma Walton sworn October 3 and October 31, 2013, the affidavit of Harlan Schonfeld sworn October 1, 2013, the affidavit of Marvin Pernica sworn December 5, 2013, the affidavit of Robert Duranceau sworn December 16, 2013, the affidavit of Jean Monardo sworn December 16, 2013, the Affidavit of Scott Brail, sworn December 17, 2013, the Affidavit of Bruce Shepherd sworn December 17, 2013, the Affidavit of Erle Anderson, sworn December 17, 2013 and the Exhibits attached thereto, the First Interim Report of the Inspector, Schonfeld Inc., the Supplemental Report to the First Interim Report of the Inspector and the Exhibits thereto, the Second Interim Report of the Inspector and the facts and books of authorities, filed, and upon hearing counsel for the Applicants, the Respondents, the Manager and the Mortgagees and, or the consent of the Mortgagees, *and on the objection of the respondents*

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

2. THIS COURT ORDERS that the Applicants' motion is adjourned returnable ~~in January~~ *on a date to be set* ~~2014~~ before the Honourable Justice Newbould to permit cross-examination of James Reitan, Dr. Stanley Bernstein and, if so advised, Norma Walton.

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3. THIS COURT ORDERS the following interim relief pending the return of the motion:

(a) the Respondents shall not deal with the Property at 44 Park Lane Circle, without further order of This Court;

- (b) the Respondents shall not deal with the Property at 65 Front Street East, without further order of This Court;
- (c) the Respondents shall provide reasonable advance written notice to the Applicants and the Manager of any dealings with the following properties, so as to permit the Applicants and/or Manager to seek further relief of this Court in a timely manner:
 - (i) 2 Kelvin Avenue, Toronto, Ontario;
 - (ii) 346 Jarvis Street, Toronto, Ontario;
 - (iii) 3775 St. Clair Avenue East, Toronto, Ontario;
 - (iv) 14/17 Montcrest, Toronto, Ontario;
 - (v) 1 William Morgan Drive, Toronto, Ontario;
 - (vi) 324 Prince Edward Drive, Toronto, Ontario;
 - (vii) 24 Cecil Street, Toronto, Ontario;
 - (viii) 185 Davenport Road, Toronto, Ontario;
 - (ix) 30 and 30A Hazelton Avenue, Toronto, Ontario;
 - (x) 1246 Yonge Street, Toronto, Ontario;
 - (xi) 777 St. Clarens Avenue, Toronto, Ontario;
 - (xii) 17 Yorkville Avenue, Toronto, Ontario;

- (xiii) 252 Carlton Street and 478 Parliament Street, Toronto, Ontario;
- (xiv) 19 Tennis Crescent, Toronto, Ontario;
- (xv) 66 Gerrard Street East, Toronto, Ontario;
- (xvi) 646 Broadview Avenue, Toronto, Ontario;
- (xvii) 14 College Street, Toronto, Ontario;
- (xviii) 26 Gerrard Street Est, Toronto, Ontario;
- (xix) 2 Park Lane Circle Road, Toronto, Ontario;
- (xx) 2454 Bayview Avenue, Toronto, Ontario; and
- (xxi) 321 Carlaw, Toronto, Ontario,

out of the ordinary course of business, including encumbering or selling the properties.



RECEIVED
ONTARIO
LETTERS OF FIDUCIARY

DEC 24 2013

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SCHEDULE "A" COMPANIES

1. Dr. Bernstein Diet Clinics Ltd.
2. 2272551 Ontario Limited
3. DBDC Investments Atlantic Ltd.
4. DBDC Investment Pape Ltd.
5. DBDC Investments Highway 7 Ltd.
6. DBDC Investments Trent Ltd.
7. DBDC Investments St. Clair Ltd.
8. DBDC Investments Tisdale Ltd.
9. DBDC Investments Leslie Ltd.
10. DBDC Investments Lesliebrook Ltd.
11. DBDC Fraser Properties Ltd.
12. DBDC Fraser Lands Ltd.
13. DBDC Queen's Corner Inc.
14. DBDC Queen's Plate Holdings Inc.
15. DBDC Dupont Developments Ltd.
16. DBDC Red Door Developments Inc.
17. DBDC Red Door Lands Inc.
18. DBDC Global Mills Ltd.
19. DBDC Donalda Developments Ltd.
20. DBDC Salmon River Properties Ltd.
21. DBDC Cityview Industrial Ltd.
22. DBDC Weston Lands Ltd.
23. DBDC Double Rose Developments Ltd.
24. DBDC Skyway Holdings Ltd.
25. DBDC West Mall Holdings Ltd.
26. DBDC Royal Gate Holdings Ltd.
27. DBDC Dewhurst Developments Ltd.
28. DBDC Eddystone Place Ltd.
29. DBDC Richmond Row Holdings Ltd.

SCHEDULE "B" COMPANIES

1. Twin Dragons Corporation
2. Bannockburn Lands Inc. / Skyline – 1185 Eglinton Avenue Inc.
3. Wynford Professional Centre Ltd.
4. Liberty Village Properties Inc.
5. Liberty Village Lands Inc.
6. Riverdale Mansion Ltd.
7. Royal Agincourt Corp.
8. Hidden Gem Development Inc.
9. Ascalon Lands Ltd.
10. Tisdale Mews Inc.
11. Lesliebrook Holdings Ltd.
12. Lesliebrook Lands Ltd.
13. Fraser Properties Corp.
14. Fraser Lands Ltd.
15. Queen's Corner Corp.
16. Northern Dancer Lands Ltd.
17. Dupont Developments Ltd.
18. Red Door Developments Inc. and Red Door Lands Ltd.
19. Global Mills Inc.
20. Donalda Developments Ltd.
21. Salmon River Properties Ltd.
22. Cityview Industrial Ltd.
23. Weston Lands Ltd.
24. Double Rose Developments Ltd.
25. Skyway Holdings Ltd.
26. West Mall Holdings Ltd.
27. Royal Gate Holdings Ltd.
28. Dewhurst Developments Ltd.
29. Eddystone Place Inc.
30. Richmond Row Holdings Ltd.
31. El-Ad Limited
32. 165 Bathurst Inc.

DBDC SPADINA LTD., et al
Applicants

-and- NORMA WALTON et al.
Respondents

Court File No.: CV-13-10280-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT TORONTO

ORDER

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