

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.) THURSDAY, THE 16th DAY
)
)
JUSTICE NEWBOULD) OF JANUARY, 2014

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

THIS MOTION made by Schonfeld Inc. (the "Manager") in its capacity as Manager appointed pursuant to the Order of Justice Newbould dated November 5, 2013 (the "November 5 Order") for an Order, *inter alia*: (i) approving the funding arrangement negotiated between the Manager and the Applicants to provide funding for the Manager's fees and disbursements and limited ongoing operation of the companies listed in the Schedule "B" hereto (the "Companies"); (ii) authorizing and directing the Manager to post pleadings, orders and other publicly filed information relating to this matter on its website; (iii) permitting persons claiming to be entitled to liens under the *Construct Lien Act*, R.S.O. 1990 c.C.30 to relief from the stay provisions of the November 5 Order solely to allow them to register claims for liens against the Properties and to issue and serve statements of claim to perfect and protect their alleged security interests; (iv) amending schedule "B" to the November 5 Order to correct certain typographical errors; (v)

directing the Respondents to provide forthwith information and documentation confirming the balance of the statutory Reserve Fund constituted under the *Condominium Act, 1998 S.O. 1998, Chapter 19* (the "Reserve Fund") held by them or anyone affiliated with them or under their direction or control on behalf of the Metropolitan Toronto Condominium Corporation 1037 on or before January 20, 2014; approving the fees and disbursements of the Manager and its counsel; approving the First Report of the Manager dated January 5, 2014 (the "First Report"), the Second Report of the Manager dated January 14, 2014 (the "Second Report") and the activities described therein.

ON READING the First Report, the Second Report and on hearing submissions from counsel to the Manager, the Applicants and the Respondents,

Ronald Walton, Rose + Thistle and Eglinton Castle, the Respondent Norma Walton, Riocan, Trinity, TCE Beta Services Inc., Atrium Mortgage Investment Corporation, B+M Handelman Investments,

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 further service thereof is dispensed with. *E. Manson Group, Trez Capital, Harbour Mortgage*

2. **THIS COURT ORDERS** that the funding arrangement negotiated between the Manager and the Applicants to provide funding for the Manager's fees and disbursements and the limited ongoing operation of the Companies as described in the Second Report is hereby approved. *(Corp.) Otera Capital, ACM CMF Services Ltd*

3. **THIS COURT ORDERS** that the Manager is hereby authorized to post pleadings, orders and other publicly filed information relating to this matter on its website. *MS.*

4. **THIS COURT ORDERS** that persons claiming to be entitled to liens under the *Construction Lien Act, R.S.O. 1990, c.C.30* are hereby granted relief from the stay provisions of the November 5 Order solely to allow them to register claims for liens against the Properties and to issue and serve statements of claim to perfect and protect their alleged security interests.

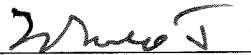
5. **THIS COURT ORDERS** that Schedule "B" to the November 5 Order is hereby amended as follows to correct typographical errors:

(a) Royal Gate Nominee Inc., Royal Gate (Land) Nominee Inc., El-Ad (1500 Don Mills) Limited and Liberty Village Properties Ltd. are added; and

(b) Liberty Village Properties Inc. and El-Ad Limited are removed.

6. **THIS COURT ORDERS** that the Respondents provide forthwith information and documentation confirming the balance of the Reserve Fund held by them or anyone affiliated with them or under their direction or control on behalf of Metropolitan Toronto Condominium Corporation 1037 on or before January 20, 2014; and

7. **THIS COURT ORDERS** that the balance of the Manager's motion is adjourned.



ENTERED IN THE REGISTRY OF METROPOLITAN TORONTO
ON / BOOK NO.:
LE / DANS LE REGISTRE NO.:

JAN 16 2014



SCHEDULE "A"
COMPANIES

1. Dr. Bernstein Diet Clinics Ltd.
2. 2272551 Ontario Limited
3. DBDC Investments Atlantic Ltd.
4. DBDC Investments 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 Ltd.
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 Lands 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 Development Ltd.
29. Eddystone Place Inc.
30. Richmond Row Holdings Ltd.

DBDC SPADINA LTD., - and - NORMA WALTON , et al.

et al

Applicants

Respondents

Court File No. CV-13-1 0280-00CL

6286886

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto

ORDER

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