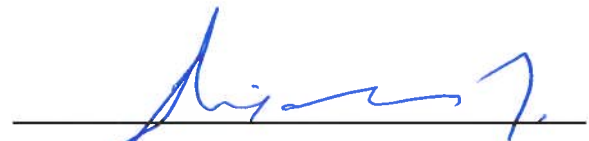


ORDER

1. THIS COURT ORDERS that the time for service of the notices of motion and motion records is hereby abridged, as necessary, so that this motion is properly returnable today.

2. THIS COURT ORDERS that the Respondents may refinance 66 Gerrard Street East, Toronto, Ontario in an amount up to \$750,000 to be registered as a second mortgage.

3. THIS COURT ORDERS that the mortgage proceeds from the refinancing of 66 Gerrard Street East, Toronto, Ontario will be paid in accordance with the Direction attached as a Schedule to this Order.



ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

JUN 16 2014
MB

ORDER

SCHEDULE
DIRECTION

**TO: TODD HOLMES
FRIEDMAN & ASSOCIATES LLP**

AND TO: Any other solicitor acting for Gerrard Church 2006 Inc.

RE: Refinancing of 66 Gerrard Street

Gerrard Church 2006 Inc. hereby authorizes and directs you to deal with the gross proceeds of the refinancing of \$750,000 as follows:

1. Pay the mortgage agency fees of \$33,900 (\$30,000 plus HST);
2. Pay the lender's disbursements and legals of \$16,950 (\$15,000 plus HST);
3. Pay to the second mortgagee, 2313778 Ontario Limited the sum of \$139,209.90;
4. Pay to Goodmans LLP the sum of \$50,000;
5. Pay to Schonfeld Inc. the sum of \$90,000;
6. Pay to Cohen Sabsay LLP the sum of \$67,800 (\$60,000 plus HST);
7. Pay to Froese Forensics the sum of \$101,700 (\$90,000 plus HST);
8. Pay to BTY Group the sum of \$101,700 (\$90,000 plus HST);
9. Pay to Intrepid QS the sum of \$16,950 (\$15,000 plus HST);
10. Pay to CMLS Financial the sum of \$71,655.32;
11. Pay to trades, as directed by Gerrard Church 2006 Inc., the sum of \$56,500 (\$50,000 plus HST);
12. Pay the interest adjustment on the mortgage to July 15, 2014 (approximately \$6,250);
and
13. Pay the balance towards Gerrard Church 2006's legal fees and disbursements.

The Respondents will have to make up any deficiency to cover the above payments.

Dated at Toronto, Ontario this 13th day of June, 2014

Gerrard Church 2006 Inc.

Norma Walton
President
I have the authority to bind the Corporation

**ONTARIO SUPERIOR
COURT OF JUSTICE
[COMMERCIAL LIST]**

Proceeding commenced at:

TORONTO

ORDER

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Respondent