

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR. ) TUESDAY, THE 4<sup>TH</sup>  
JUSTICE KOEHNEN )  
 ) DAY OF MAY, 2021  
 )

**BETWEEN:**

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 IN SCHEDULE “B” HERETO, TO BE  
BOUND BY THE RESULT

**ORDER**

THESE MOTIONS, made by Schonfeld Inc. in its capacity as the manager (the ‘**Manager**’) appointed pursuant to the Order of Justice Newbould dated November 5, 2013 for an Order for various relief and by Christine DeJong Medicine Professional Corporation and Dennis Condos and Peggy Condos for an order disallowing or reallocating certain of the Manager’s professional fees were heard by Zoom videoconference on April 26, 2021 at the Courthouse at 330 University Avenue, Toronto, Ontario, with an endorsement released this day.

ON READING the Fifty-Seventh Report of the Manager dated September 7, 2020, the Affidavit of Harlan Schonfeld sworn September 7, 2020 and the exhibits thereto, the affidavit of



Brian Empey sworn January 27, 2020 and the exhibits thereto, the Fifty-Eighth Report of the Manager dated March 29, 2021, the Affidavit of Christine DeJong sworn October 20, 2020 and the exhibits thereto, the Affidavit of Dennis Condos sworn July 23, 2020 and the exhibits thereto, the Reply Affidavit of Dennis Condos sworn April 15, 2021 and the exhibits thereto, the Affidavit of Norma Walton sworn March 26, 2021 and the exhibits thereto, the Affidavit of Duncan Coopland sworn April 15, 2021 and the exhibits thereto, the letter of John Rocha and Michele Peng Rocha dated April 18, 2021, the Affidavit of Julia Flood sworn April 12, 2021 and the exhibits thereto, the factums of the Manager dated April 15, 2021 and April 22, 2021, the factum of the Applicants dated April 22, 2021 and the factum of Christine DeJong Medicine Professional Corporation and Dennis Condos and Peggy Condos dated April 20, 2021, and on hearing the submissions of counsel to the Manager, the Applicants, Trez Capital Limited Partnership *et al.*, Celicia Vane Plesse and Christine DeJong Medicine Professional Corporation and Dennis and Peggy Condos, and on hearing the submissions of Norma Walton, Duncan Coopland and John Rocha:

### **Approval of Fees and Fee Allocation Methodology**

1. THIS COURT ORDERS that the fees of the Manager in the amount of \$44,097.91 for the period from June 1, 2020 to December 31, 2020 and the fees of the Manager's counsel, Goodmans LLP ("**Goodmans**") in the amount of \$78,163.28, for the period from June 1, 2019 to December 31, 2019 are hereby approved.
2. THIS COURT ORDERS that the allocation of fees incurred by the Manager and by Goodmans to the various Schedule "B" Companies and Schedule "C" Properties for the period from June 1, 2019 to December 31, 2019 described in the Manager's Fifty-Seventh Report and attached hereto as **Appendix "A"** is hereby approved.

### **Authorization to Distribute Funds**

3. THIS COURT ORDERS that the Manager make the following interim distributions of funds held in respect of the proceeds of sale of the Schedule "C" Property formerly held by Cecil Lighthouse Ltd.:

- (a) \$150,000 to Dennis Condos;

- (b) \$10,000 to Peggy Condos;
- (c) \$62,800 to John Rocha and Michele Peng Rocha; and
- (d) \$100,000 to Celia Vane Plesse;

as set out in the Distribution and Reallocation Chart attached hereto as **Appendix “B”**.

4. THIS COURT ORDERS that the Manager be and is hereby authorized to pay, by way of a note, a return on capital to Norma and Ronauld Walton in respect of their common shares held in each of The Old Apothecary Building Inc., 1780355 Ontario Inc. and Cecil Lighthouse Ltd.

5. THIS COURT ORDERS that the Manager be and is hereby authorized to pay any funds otherwise owing to Norma and Ronauld Walton pursuant to the payment authorized by paragraph 4 herein, including all amounts received by The Old Apothecary Building Inc., 1780355 Ontario Inc. and Cecil Lighthouse Ltd. on account of interest and or GST refunds, and as set out in the Distribution and Reallocation Chart attached hereto as **Appendix “B”**, directly to the Applicants, and that the Manager is released, discharged and shall be held harmless from any and all liability relating to the distribution of such funds including in relation to the Notices of the Garnishment dated August 12, 2019 and served on the Manager by the Applicants.

#### **Discharge of Manager**

6. THIS COURT ORDERS that the Manager shall be discharged from its mandate pursuant to the Judgment of Justice D.M. Brown dated August 12, 2014 as related to 66 Gerrard Street East, Toronto, Ontario and 3270 American Drive, Mississauga, Ontario (the “**Discharge Properties**”), provided however that notwithstanding its discharge herein (a) the Manager shall remain Manager for the performance of such incidental duties as may be required to complete the administration of the receivership/managership herein, and (b) the Manager shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Manager in its capacity as Manager.

7. THIS COURT ORDERS AND DECLARES that the Manager is hereby released and discharged from any and all liability that the Manager now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of the Manager while acting in its capacity

as Manager herein, save and except for any gross negligence or wilful misconduct on the Manager's part. Without limiting the generality of the foregoing, the Manager is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Manager's part.

### **Fee Reallocation Motion**

8. THIS COURT ORDERS that \$4,755.33 of aggregate professional fees incurred by the Manager and its counsel and previously approved and allocated to Cecil Lighthouse Ltd., Emerson Developments Ltd., Prince Edward Properties Ltd., St. Clarens Holdings Ltd. and United Empire Lands Ltd. be reallocated to and paid by Twin Dragons Corporation as set out on the Distribution and Reallocation Chart attached hereto as **Appendix "B"**.

9. THIS COURT ORDERS that, notwithstanding paragraph 8 herein, the motion by Christine DeJong Medicine Professional Corporation and Dennis Condos and Peggy Condos be and is hereby dismissed.

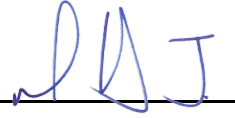
### **Costs**

10. THIS COURT ORDERS that costs of \$20,295.84 be paid by the Applicants to Dennis and Peggy Condos in respect of the Manager's motion for advice and directions on the appropriate distribution of funds.

11. THIS COURT ORDERS that costs of \$5,000 be paid by Christine DeJong Medicine Professional Corporation to the Applicants in respect of the motion to reallocate certain fees incurred by the Manager and Goodmans.

12. THIS COURT ORDERS that costs of \$2,200.11 be paid by the Applicants to Christine DeJong Medicine Professional Corporation and Dennis and Peggy Condos in respect of the steps taken by Christine DeJong Medicine Professional Corporation and Dennis and Peggy Condos with regards to the cost award issued by Newbould J. on November 28, 2016, which was set aside by the Court of Appeal on January 25, 2018 and reinstated by the Supreme Court of Canada on May 14, 2019.

THIS ORDER BEARS INTEREST at a rate of two percent (2%) per annum.

A handwritten signature in blue ink, appearing to be 'PAJ', is written above a solid black horizontal line.

Schedule B Companies and Schedule C Properties  
 Fee Allocation and Funding Repayment Schedule (HST included)

APPENDIX "A"

June 1 to December 31, 2019

Company	Allocation of Professional Fees				Manager Funded Company Costs	TOTAL Fee Allocation + Funding	30-Jun-19			31-Jul-19		
	Specific-SI	Specific-GM	Non-Specific	Total Fees			Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
<b>SCHEDULE B COMPANIES</b>												
Ascalon	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Bannockburn	1,455.36	0.00	0.00	1,455.36		1,455.36	0.00	0.00	0.00	0.00	0.00	0.00
Cityview	266.05	0.00	1,359.86	1,625.91		1,625.91	31.78	0.00	550.24	61.75	0.00	432.19
Dewhurst	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	647.43	0.00	1,359.86	2,007.29		2,007.29	31.78	0.00	550.24	61.75	0.00	432.19
Eddystone	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Fraser Lands	146.68	0.00	0.00	146.68		146.68	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	273.81	0.00	0.00	273.81		273.81	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	0.00	0.00	1,359.86	1,359.86		1,359.86	0.00	0.00	550.24	0.00	0.00	432.19
Hidden Gem	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Lesliebrook Lands	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Liberty Village Lands	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Liberty Village Properties	146.68	0.00	0.00	146.68		146.68	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Red Door Developments	266.05	0.00	1,359.86	1,625.91		1,625.91	31.78	0.00	550.24	61.75	0.00	432.19
Red Door Lands	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	1,055.99	0.00	0.00	1,055.99		1,055.99	1,056.43	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	266.05	0.00	1,359.86	1,625.91		1,625.91	31.78	0.00	550.24	61.75	0.00	432.19
Royal Gate Holdings	266.05	0.00	1,359.86	1,625.91		1,625.91	31.78	0.00	550.24	61.75	0.00	432.19
Salmon River Properties	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	161.63	0.00	1,359.86	1,521.49		1,521.49	0.00	0.00	550.24	25.43	0.00	432.19
Tisdale	435.31	0.00	1,359.86	1,795.17		1,795.17	0.00	0.00	550.24	299.11	0.00	432.19
Twin Dragons	266.05	0.00	1,359.86	1,625.91		1,625.91	31.78	0.00	550.24	61.75	0.00	432.19
West Mall	57.21	0.00	1,359.86	1,417.07		1,417.07	31.78	0.00	550.24	25.43	0.00	432.19
Weston Lands	19.56	0.00	0.00	19.56		19.56	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	0.00	0.00	1,359.86	1,359.86		1,359.86	0.00	0.00	550.24	0.00	0.00	432.19
<b>Total Schedule B</b>	<b>6,836.62</b>	<b>0.00</b>	<b>23,117.62</b>	<b>29,954.24</b>	<b>0.00</b>	<b>29,954.24</b>	<b>1,258.90</b>	<b>0.00</b>	<b>9,354.08</b>	<b>872.98</b>	<b>0.00</b>	<b>7,347.23</b>
<b>SCHEDULE C PROPERTIES</b>												
44 Park Lane Circle	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	964.65	3,230.25	1,359.86	5,554.76		5,554.76	127.13	1,312.35	550.24	225.56	1,917.89	432.19
260 Emerson	783.05	3,230.25	1,359.86	5,373.15		5,373.15	127.13	1,312.35	550.24	207.40	1,917.89	432.19
66 Gerrard	1,617.47	9,765.71	1,359.86	12,743.04		12,743.04	0.00	1,991.88	550.24	844.47	3,721.66	432.19
324 Prince Edward	1,176.53	2,586.15	1,359.86	5,122.53		5,122.53	127.13	668.25	550.24	225.56	1,917.89	432.19
1 William Morgan	58.67	0.00	0.00	58.67		58.67	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	2,585.29	15,633.80	1,359.86	19,578.96		19,578.96	158.91	2,958.03	550.24	912.58	6,581.69	432.19
321 Carlaw	58.67	0.00	1,359.86	1,418.53		1,418.53	0.00	0.00	550.24	0.00	0.00	432.19
346 Jarvis, Unit A	660.42	4,882.86	1,359.86	6,903.14		6,903.14	0.00	995.94	550.24	422.24	1,860.83	432.19
346 Jarvis, Unit B	660.42	4,882.86	1,359.86	6,903.14		6,903.14	0.00	995.94	550.24	422.24	1,860.83	432.19
346 Jarvis, Unit E	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	58.67	0.00	1,359.86	1,418.53		1,418.53	0.00	0.00	550.24	0.00	0.00	432.19
30A Hazelton	58.67	0.00	1,359.86	1,418.53		1,418.53	0.00	0.00	550.24	0.00	0.00	432.19
24 Cecil	5,143.07	15,995.97	1,359.86	22,498.90		22,498.90	0.00	3,086.85	550.24	844.47	7,072.67	432.19
2 Kelvin	536.91	0.00	1,359.86	1,896.77		1,896.77	0.00	0.00	550.24	18.16	0.00	432.19
0 Luttrell	58.67	0.00	1,359.86	1,418.53		1,418.53	0.00	0.00	550.24	0.00	0.00	432.19
<b>Total Schedule C</b>	<b>14,421.17</b>	<b>60,207.84</b>	<b>17,678.18</b>	<b>92,307.19</b>	<b>0.00</b>	<b>92,307.19</b>	<b>540.28</b>	<b>13,321.60</b>	<b>7,153.12</b>	<b>4,122.67</b>	<b>26,851.34</b>	<b>5,618.47</b>
<b>Total Fee Allocation</b>	<b>\$ 21,257.79</b>	<b>\$ 60,207.84</b>	<b>\$ 40,795.80</b>	<b>\$ 122,261.43</b>	<b>\$ -</b>	<b>\$ 122,261.43</b>	<b>\$ 1,799.18</b>	<b>\$ 13,321.60</b>	<b>\$ 16,507.20</b>	<b>\$ 4,995.66</b>	<b>\$ 26,851.34</b>	<b>\$ 12,965.70</b>

**Schedule B Companies and Schedule C Properties  
Fee Allocation and Funding Repayment Schedule (HST included)**

**June 1 to December 31, 2019**

Company	31-Aug-19			30-Sep-19			31-Oct-19		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
<b>SCHEDULE B COMPANIES</b>									
Ascalon	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Bannockburn	0.00	0.00	0.00	0.00	0.00	0.00	508.50	0.00	0.00
Cityview	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Eddystone	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Lesliebrook Lands	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Liberty Village Lands	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Red Door Developments	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Royal Gate Holdings	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Tisdale	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
Twin Dragons	0.00	0.00	171.58	36.32	0.00	50.85	36.32	0.00	34.20
West Mall	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
<b>Total Schedule B</b>	<b>0.00</b>	<b>0.00</b>	<b>2,916.86</b>	<b>508.50</b>	<b>0.00</b>	<b>864.45</b>	<b>1,017.00</b>	<b>0.00</b>	<b>581.40</b>
<b>SCHEDULE C PROPERTIES</b>									
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	0.00	0.00	171.58	426.17	0.00	50.85	127.13	0.00	34.20
260 Emerson	0.00	0.00	171.58	389.85	0.00	50.85	0.00	0.00	34.20
66 Gerrard	381.38	545.51	171.58	36.32	1,531.43	50.85	296.63	631.95	34.20
324 Prince Edward	0.00	0.00	171.58	426.17	0.00	50.85	0.00	0.00	34.20
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	653.65	1,404.31	171.58	765.17	2,714.54	50.85	0.00	631.95	34.20
321 Carlaw	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
346 Jarvis, Unit A.	190.69	272.75	171.58	18.16	765.72	50.85	0.00	315.98	34.20
346 Jarvis, Unit B	190.69	272.75	171.58	18.16	765.72	50.85	0.00	315.98	34.20
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
30A Hazelton	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
24 Cecil	889.88	609.92	171.58	2,714.42	2,714.54	50.85	508.50	1,168.70	34.20
2 Kelvin	0.00	0.00	171.58	36.32	0.00	50.85	423.75	0.00	34.20
0 Luttrell	0.00	0.00	171.58	0.00	0.00	50.85	0.00	0.00	34.20
<b>Total Schedule C</b>	<b>2,306.27</b>	<b>3,105.24</b>	<b>2,230.54</b>	<b>4,830.75</b>	<b>8,491.95</b>	<b>661.05</b>	<b>1,356.00</b>	<b>3,064.56</b>	<b>444.60</b>
<b>Total Fee Allocation</b>	<b>\$ 2,306.27</b>	<b>\$ 3,105.24</b>	<b>\$ 5,147.40</b>	<b>\$ 5,339.25</b>	<b>\$ 8,491.95</b>	<b>\$ 1,525.50</b>	<b>\$ 2,373.00</b>	<b>\$ 3,064.56</b>	<b>\$ 1,026.00</b>

**Schedule B Companies and Schedule C Properties  
Fee Allocation and Funding Repayment Schedule (HST included)**

**June 1 to December 31, 2019**

Company	30-Nov-19			31-Dec-19		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
<b>SCHEDULE B COMPANIES</b>						
Ascalon	0.00	0.00	88.99	63.56	0.00	31.81
Bannockburn	527.66	0.00	0.00	419.20	0.00	0.00
Cityview	0.00	0.00	88.99	99.88	0.00	31.81
Dewhurst	0.00	0.00	0.00	19.56	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	19.56	0.00	0.00
Dupont	0.00	0.00	88.99	481.26	0.00	31.81
Eddystone	0.00	0.00	88.99	63.56	0.00	31.81
Fraser Lands	127.13	0.00	0.00	19.56	0.00	0.00
Fraser Properties	254.25	0.00	0.00	19.56	0.00	0.00
Global Mills	0.00	0.00	88.99	0.00	0.00	31.81
Hidden Gem	0.00	0.00	0.00	19.56	0.00	0.00
Lesliebrook Holdings	0.00	0.00	88.99	63.56	0.00	31.81
Lesliebrook Lands	0.00	0.00	88.99	63.56	0.00	31.81
Liberty Village Lands	0.00	0.00	88.99	63.56	0.00	31.81
Liberty Village Properties	0.00	0.00	0.00	146.68	0.00	0.00
Northern Dancer	0.00	0.00	0.00	19.56	0.00	0.00
Queen's Corner	0.00	0.00	88.99	63.56	0.00	31.81
Red Door Developments	0.00	0.00	88.99	99.88	0.00	31.81
Red Door Lands	0.00	0.00	0.00	19.56	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	19.56	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	19.56	0.00	0.00
Royal Agincourt	0.00	0.00	88.99	99.88	0.00	31.81
Royal Gate Holdings	0.00	0.00	88.99	99.88	0.00	31.81
Salmon River Properties	0.00	0.00	0.00	19.56	0.00	0.00
Skyway	0.00	0.00	88.99	63.56	0.00	31.81
Tisdale	0.00	0.00	88.99	63.56	0.00	31.81
Twin Dragons	0.00	0.00	88.99	99.88	0.00	31.81
West Mall	0.00	0.00	88.99	0.00	0.00	31.81
Weston Lands	0.00	0.00	0.00	19.56	0.00	0.00
Wynford	0.00	0.00	88.99	0.00	0.00	31.81
<b>Total Schedule B</b>	<b>909.04</b>	<b>0.00</b>	<b>1,512.83</b>	<b>2,270.20</b>	<b>0.00</b>	<b>540.77</b>
<b>SCHEDULE C PROPERTIES</b>						
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	0.00	0.00	88.99	58.67	0.00	31.81
260 Emerson	0.00	0.00	88.99	58.67	0.00	31.81
66 Gerrard	0.00	177.13	88.99	58.67	1,166.16	31.81
324 Prince Edward	339.00	0.00	88.99	58.67	0.00	31.81
1 William Morgan	0.00	0.00	0.00	58.67	0.00	0.00
3270 American Drive	0.00	177.13	88.99	94.99	1,166.16	31.81
321 Carlaw	0.00	0.00	88.99	58.67	0.00	31.81
346 Jarvis, Unit A.	0.00	88.56	88.99	29.34	583.08	31.81
346 Jarvis, Unit B	0.00	88.56	88.99	29.34	583.08	31.81
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	0.00	0.00	88.99	58.67	0.00	31.81
30A Hazelton	0.00	0.00	88.99	58.67	0.00	31.81
24 Cecil	0.00	177.13	88.99	185.80	1,166.16	31.81
2 Kelvin	0.00	0.00	88.99	58.67	0.00	31.81
0 Luttrell	0.00	0.00	88.99	58.67	0.00	31.81
<b>Total Schedule C</b>	<b>339.00</b>	<b>708.51</b>	<b>1,156.87</b>	<b>926.20</b>	<b>4,664.64</b>	<b>413.53</b>
<b>Total Fee Allocation</b>	<b>\$ 1,248.04</b>	<b>\$ 708.51</b>	<b>\$ 2,669.70</b>	<b>\$ 3,196.40</b>	<b>\$ 4,664.64</b>	<b>\$ 954.30</b>



## Appendix "B"

(1) Re-Allocation of Professional Fees to Twin Dragons Corporation

	Cecil Lighthouse	Emerson Development	Prince Edward Properties	St. Clarens Holdings	United Empire Lands	Twin Dragons Corporation	Total
Professional Fees	(1,224)	(883)	(883)	(883)	(883)	4,755	0

(2) Distribution from Cecil Lighthouse Ltd. to Preferred Shareholders

Preferred Shareholder	Distribution
Dennis Condos	150,000
Peggy Condos	10,000
John Rocha and Michele Peng Rocha	62,800
Celicia Vane Plesse	100,000
Total	<u>322,800</u>

(3) Distribution from Schedule C Companies to the Applicants

Company	Funds on Hand	less Fee Allocation	plus Fee Re-Allocation	less Payment to Preferred Shareholders	Funds to Distribute to Applicants
Cecil Lighthouse Ltd.	501,392	(22,499)	1,224	(322,800)	157,317
1780355 Ontario Inc.	58,013	(13,806)		0	44,207
The Old Apothecary Building Inc.	57,613	(12,743)		0	44,870
Total	<u>617,018</u>	<u>(49,048)</u>	1,224	<u>(322,800)</u>	<u>246,394</u>

## 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 Ltd.
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. Royal Gate Nominee Inc.
29. Royal Gate (Land) Nominee Inc.
30. Dewhurst Development Ltd.
31. Eddystone Place Inc.
32. Richmond Row Holdings Ltd.

33. El-Ad (1500 Don Mills) Limited
34. 165 Bathurst Inc.

### **Schedule C Properties**

1. 3270 American Drive, Mississauga, Ontario
2. 0 Luttrell Ave., Toronto, Ontario
3. 2 Kelvin Avenue, Toronto, Ontario
4. 346 Jarvis Street, Suites A, B, C, E and F, Toronto, Ontario
5. 1 William Morgan Drive, Toronto, Ontario
6. 324 Prince Edward Drive, Toronto, Ontario
7. 24 Cecil Street, Toronto, Ontario
8. 30 and 30A Hazelton Avenue, Toronto, Ontario
9. 777 St. Clarens Avenue, Toronto, Ontario
10. 252 Carlton Street and 478 Parliament Street, Toronto, Ontario
11. 66 Gerrard Street East, Toronto, Ontario
12. 2454 Bayview Avenue, Toronto, Ontario
13. 319-321 Carlaw, Toronto, Ontario
14. 260 Emerson Ave., Toronto, Ontario
15. 44 Park Lane Circle, Toronto, Ontario
16. 19 Tennis Crescent, Toronto, Ontario
17. 646 Broadview, Toronto, Ontario

**DBDC SPADINA LTD. et al.**

and

**NORMA WALTON et al.**

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

Applicants

Respondents

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

Proceeding commenced at TORONTO

**ORDER**

**GOODMANS LLP**

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