

District of Ontario
Division No. 09 – Toronto
Court No. 31-2734603
Estate No. 31-2734603

**IN THE MATTER OF THE BANKRUPTCY OF
Bayview Creek (CIM) LP
OF THE CITY OF MARKHAM
IN THE PROVINCE OF ONTARIO**

To the Creditors of Bayview Creek (CIM) LP (the “Company” or “Bayview Creek”)

Please be advised that on May 4, 2021, Bayview Creek filed an assignment in bankruptcy, which was accepted by the Office of the Superintendent of Bankruptcy Canada (the “OSB”) and became effective on May 4, 2021. MNP Ltd. was appointed as the Licensed Insolvency Trustee (the “Trustee”) of Bayview Creek’s bankruptcy estate, subject to affirmation by the creditors at the first meeting of creditors (the “FMOC”).

Please find enclosed the following:

1. The Notice of Bankruptcy, First Meeting of Creditors (Form 68) (the “Notice”);
2. Bayview Creek’s Statement of Affairs (Form 78) (the “SOA”), virtually sworn on May 4, 2021, which details the Company’s assets and liabilities and the list of creditors related thereto;
3. A blank Proof of Claim form (Form 31) (“PoC”) in order to submit/file a claim in the estate to be able to vote at the FMOC and/or share in any dividend distributions; and
4. A blank Proxy form (Form 36) in order to appoint an individual/a person to be your representative at the FMOC if you are an incorporated business or an individual/a person and are unable to attend yourself.

A copy of the Trustee’s Preliminary Report to the Creditors and other information regarding these proceeding will be posted before the FMOC on our dedicated website

<https://mnpdebt.ca/en/corporate/corporate-engagements/bayview-creek-cim-lp>

Please visit our website in order to obtain any updated information that may be posted during the course of these bankruptcy proceedings.

As noted in the Notice, the FMOC is being held on **Friday, May 21, 2021, at 10:00 AM (Toronto time) by video conference (via Zoom)**. To attend/join the meeting you may connect by the following:

Zoom App

<https://us02web.zoom.us/j/88517478690?pwd=Rmo3aEVCZEo1clNCZ3hsWmI0RjR0Zz09>

Zoom via Web Browser

Meeting ID: 885 1747 8690
Passcode: 270103

Telephone

Dial 647-374-4685

The above will provide you access to attend/join the FMOC, however in order **to be entitled to vote at the FMOC, you will need to, before the start of the FMOC, submit/file with the Trustee a fully completed PoC (Form 31) and Proxy form (Form 36), if applicable.**

Although you may submit/file your PoC up to the appointed time for the start of the FMOC in order to be able to vote, due to the COVID-19 pandemic and the need to work remotely, in order to ensure that we receive your PoC and register you to vote, **we strongly encourage you to submit/file your PoC by no later than 12:00 PM (Toronto time) on Thursday, May 20, 2021.**

If you have any questions concerning the foregoing or require any additional information, please contact Jerry Henechowicz at 416-515-3924 or by email at Jerry.Henechowicz@mnp.ca

Dated at Toronto, Ontario this 7th day of May, 2021.

MNP LTD.,

Trustee of the Estate of

Bayview Creek (CIM) LP, a bankrupt

Per:



Jerry Henechowicz, , CPA, CA, CIRP, LIT
Senior Vice President

Encl.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2734603
Estate No. 31-2734603

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

Original Amended

In the Matter of the Bankruptcy of
Bayview Creek (CIM) LP
of the City of Markham
in the Province of Ontario

Take notice that:

1. 10502715 Canada Inc (the "GP") and Bayview Creek (CIM) Inc. (the "LP" and together with the GP, the "Partnership") operated a land development business. The GP and LP each filed an assignment on the 4th day of May 2021 and the undersigned, MNP Ltd., was appointed as trustee of the estate of the Partnership by the official receiver; subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.

2. The first meeting of creditors of the LP and GP will be held concurrently on the 21st day of May 2021 at 10:00 AM at By Video Conference or Zoom Meeting:

<https://us02web.zoom.us/j/88517478690?pwd=Rmo3aEVCZEo1cINCZ3hsWml0RjR0Zz09>.

3. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim for each of the LP and GP, as applicable, and, where necessary, a proxy.

4. Enclosed with this notice are a proof of claim form, proxy form and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.

5. Creditors must prove their claims against the estate of the bankrupt to share in any distribution of the proceeds realized from the estate.

Dated at the City of Toronto in the Province of Ontario, this 7th day of May 2021.

MNP Ltd. - Licensed Insolvency Trustee


300 - 111 Richmond Street West
Toronto ON M5H 2G4
Phone: (416) 596-1711 Fax: (416) 323-5242

District of
 Division No.
 Court No.
 Estate No.

Original Amended

- Form 78 -

Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(4) of the Act / Subsections 50(2) and 62(1) of the Act)

In the Matter of the Bankruptcy of
 10502715 Canada Inc
 of the City of Markham
 in the Province of Ontario

To the bankrupt:

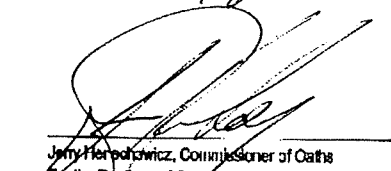
You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 4th day of May 2021. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

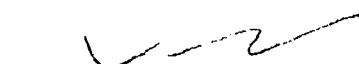
LIABILITIES (as stated and estimated by the officer)		ASSETS (as stated and estimated by the officer)	
1. Unsecured creditors as per list "A"	13,987,152.19	1. Inventory	0.00
Balance of secured claims as per list "B"	0.00	2. Trade fixtures, etc.	0.00
Total unsecured creditors	13,987,152.19	3. Accounts receivable and other receivables, as per list "E"	
2. Secured creditors as per list "B"	47,660,368.97	Good	0.00
3. Preferred creditors as per list "C"	0.00	Doubtful	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	0.00	Bad	0.00
Total liabilities	61,647,461.16	Estimated to produce	0.00
Surplus	NIL	4. Bills of exchange, promissory notes, etc., as per list "F"	0.00
		5. Deposits in financial institutions	0.00
		6. Cash	0.00
		7. Livestock	0.00
		8. Machinery, equipment and plant	0.00
		9. Real property or immovable as per list "G"	55,000,000.00
		10. Furniture	0.00
		11. RRSPs, RRRIFs, life insurance, etc.	0.00
		12. Securities (shares, bonds, debentures, etc.)	0.00
		13. Interests under will	0.00
		14. Vehicles	0.00
		15. Other property, as per list "H"	0.00
		If bankrupt is a corporation, add:	
		Amount of subscribed capital	0.00
		Amount paid on capital	0.00
		Balance subscribed and unpaid	0.00
		Estimated to produce	0.00
		Total assets	55,000,000.00
		Ceiling	6,567,461.16

I, Juibin Feng, of the City of Markham in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached files are to the best of my knowledge, a full, true and complete statement of the affairs of the Corporation on the 4th day of May 2021 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Toronto in the Province of Ontario, on this 4th day of May 2021.

by way of video conference


 Jerry Henechovitz, Commissioner of Oaths
 for the Province of Ontario
 Expires Jerry Henechovitz, a Commissioner, etc.
 Province of Ontario, for MRP Ltd.
 Expires November 2, 2023


 Juibin Feng

District of:
 Division No. -
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FORM 7E -- Continued

List "A"
 Unsecured Creditors

10502715 Canada Inc

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	10178974 Canada Inc	22 Bellside Dr, Markham ON L3P 7B8	275,573.77	0.00	275,573.77
2	Alicra Utilities Corporation	P.O. BOX 3700 Concord ON L4K 5N2	605.87	0.00	605.87
3	ARC - Taxa - Ontario	Shawinigan-Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-Sud QC G9P 5H9	1.00	0.00	1.00
4	Arlon Design Ltd.	71 East Beaver Creek Rd. Richmond Hill ON L4B 1G6	54,483.10	0.00	54,483.10
5	Arbor Landscaping Ltd.	305-350 Highway 7 E Richmond Hill ON L4B 3N2	128,435.56	0.00	128,435.56
6	Avesdo Inc.	1163 King St. W., Suite 200 Toronto ON M6K 3C6	4,237.50	0.00	4,237.50
7	Bovefields Inc	3 Church St., Suite 200 Toronto ON M5E 1W2	5,581.24	0.00	5,581.24
8	Canada Revenue Agency-Payroll Liabilities	P.O. Box 20000, Station A Stouffville ON P3A 5C1	15,613.29	0.00	15,613.29
9	CEBA -RBC Bank	280 East Beaver Creek Rd. Richmond Hill ON L4B 3M3	60,000.00	0.00	60,000.00
10	CIM International Dev. Inc.	305-350 Highway 7 E Richmond Hill ON L4B 3N2	2,300.00	0.00	2,300.00
11	CIM International Group Inc	305-350 Highway 7 E Richmond Hill ON L4B 3N2	7,636,000.00	0.00	7,636,000.00
12	CIM Investment Inc	... ON	488,555.03	0.00	488,555.03
13	CIM Invest. Dev. Inc.	305-350 Highway 7 E Richmond Hill ON L4B 3N2	16,903.03	0.00	16,903.03
14	CRA - Tax - Ontario	Shawinigan-Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-Sud QC G9P 5H9	0.00	0.00	0.00
15	Devine Park LLP	2302-25C Yonge St., P.O. BOX 65 Toronto ON M5B 2L7	4,001.90	0.00	4,001.90
16	Dickinson Wright LLP	2200-138 Bay St. Toronto ON M5L 1G4	2,681.90	0.00	2,681.90
17	DJH & Partners LLP	305-350 Highway 7 E Richmond Hill ON L4B 3N2	5,650.00	0.00	5,650.00
18	Emp - Jie Liu	904-535, Proudfoot Lane London ON N6H 5K2	87.62	0.00	87.62
19	Evers Planning Inc.	2-8481 Keele St. Vaughan ON L4K 1Z7	5,448.38	0.00	5,448.38
20	EXP Services Inc.	110-220 Connaught Valley Dr. W/ Markham ON L3T 0A8	10,711.08	0.00	10,711.08
21	Fan Yu	4 St. Mark's Way, Unit 5 Markham ON L3R 4E8	265,081.97	0.00	265,081.97
22	Fan Yu	4 St. Mark's Way Unit 5 Markham ON L3R 4E8	277,158.47	0.00	277,158.47

04-May-2021

Date

Robin Feng

District of:
 Division No. -
 Court No.
 Estate No.

FORM 78 - Continued

List "A"
 Unsecured Creditors

10502716 Carada Inc

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
25	Global King Inc.	340 Ferrier St., Unit 8 Markham ON L3R 2Z5	180,000.00	0.00	180,000.00
24	Global King Inc.	340 Ferrier St., Unit 8 Markham ON L3R 2Z5	58,111.04	0.00	58,111.04
25	GR (CAN) Investment Co. Ltd.	7516 Lionshead Ave. Niagara Falls ON L2G 7T2	0.00	0.00	0.00
26	Gruck and Associates Limited	3770 HWY 7 #3 Woodbridge ON L4L 1T8	2,774.15	0.00	2,774.15
27	Heavenly Resources Financial Group Inc.	203-7030 Woodbine Ave. Markham ON L3R 0G2	213,825.14	0.00	213,825.14
28	Himekari Proczanski	480 University Ave. Suite 1401 Toronto ON M5G 1V2	18,395.38	0.00	18,395.38
29	Hubba Wang	136 Denlow Blvd. Toronto ON M3B 3J2	341,657.05	0.00	341,657.05
30	Huihan Wang	136 Denlow Blvd. Toronto ON M3B 3J2	106,920.05	0.00	106,920.05
31	Hublar Wang	136 Denlow Blvd. Toronto ON M3E 3J2	0.00	0.00	0.00
32	Huidan Wang	136 Denlow Blvd. Toronto ON M3B 3J2	126,185.09	0.00	126,185.09
33	Jie Liu	804-532 Proudfoot Ln London ON N6H 5X2	157,339.91	0.00	157,339.91
34	Kwolin Lo	45 Gedani Dr. Markham ON L6E 0R1	284,808.74	0.00	284,808.74
35	Liu Sheng	45 Sir Triesam P. Markham ON L3P 2Y1	278,032.79	0.00	278,032.79
36	Liyu Yang	ON	585,027.32	0.00	585,027.32
37	Meng Wong	509-585 Proudfoot Ln London ON N6 1 5X2	90,966.43	0.00	90,966.43
38	Moest Financial Inc.	250 Consumers Rd., Unit 1008 North York ON M2J 4V6	106,912.57	0.00	106,912.57
39	Reprodux	130 Wilkowsale Ave North York ON M2N 4Y2	130.65	0.00	130.65
40	Schaeffer Dzakov Bennett Ltd.	84 Jardia Dr. Unit 1 Concord ON L4K 3P3	7,237.85	0.00	7,237.85
41	Shuwei Yuer - Payrol	23 Glenstroke Drive Scarborough ON M1S 3A1	22,577.38	0.00	22,577.38
42	SOSCIA Professional Engineers Inc.	10376 Yonge St., Suite 301 Richmond Hill ON L4C 3B6	2,712.00	0.00	2,712.00
43	Stanlec Consulting Ltd.	181 Bay St., 5th Floor Toronto ON M5J 2V8	32,638.14	0.00	32,638.14
44	T2 Utility Engineers Inc.	1616 Dundas St. E., 4th Floor, Lang Tower Whitby ON L1N 2L1	44,646.30	0.00	44,646.30
45	Town of Richmond Hill - Property Tax	225 East Beaver Creek Road Richmond Hill ON L4B 3P4	35,000.00	0.00	35,000.00
46	Workplace Safety & Insurance Board	209 Front St., W Toronto ON M5V 3J1	2,481.22	0.00	2,481.22

04-May-2021

Date

Jubin Feng

District of:
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FORM 78 -- Continued

List "A"
 Unsecured Creditors

10502715 Canada Inc

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
47	WSP Canada Group Limited	160 Commerce Valley Dr. W Thornhill ON L3T 3A1	2,952.69	0.00	2,952.69
48	Xiaodong Luo	388 The Bridge Walk Markham ON L6C 2L9	276,032.79	0.00	276,032.79
49	Yanfeng Chen	9C Cedar Bras Blvd. Scarborough ON M1J 2K5	73,275.30	0.00	73,275.30
50	Yanfeng Chen	9C Cedar Bras Blvd. Scarborough ON M1J 2K5	456,680.23	0.00	456,680.23
51	Yinghong Hu	3C Catlick St. Aurora ON L4G 7K5	200,077.87	0.00	200,077.87
52	Yanlin Zhu on behalf of Yurong Wang	4C Begonia St. Markham ON L6E 0P9	290,739.73	0.00	290,739.73
53	Zhaoran Su	46 Stoley Pond Cres. Markham ON L6C 0V1	284,754.10	0.00	284,754.10
54	Zheng Yan	3C Abteywood Tr. North York ON M3B 3B3	285,081.97	0.00	285,081.97
55	Zheng Yan	3C Abteywood Tr. North York ON M3B 3B3	130,483.61	0.00	130,483.61
56	ZY Investment Inc.	5 Fairfield Pl. Thornhill ON L3T 7M7	19,634.19	0.00	19,634.19
Total:			13,987,152.19	0.00	13,987,152.19

04-May-2021

Date


 Jubin Feng

District of:
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FORM 78 -- Continued

List "B"
 Secured Creditors

10502715 Canada Inc

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	Bryton Capital Corp GP Ltd	85 Queen St. W, Suite 210 Toronto ON M5H 2M5	20,720,000.00	Real Property or Immovable - Land - ..		20,720,000.00		
2	DUCA Financial Services Credit Union Ltd. Attn: Deri Ramlu	6290 Yonge Street North York ON M2N 5P8	24,634,810.36	Real Property or Immovable - Land - ..		24,634,810.36		
3	GR (CAN) Investment Co Ltd & Monest Financial Inc.	250 Consumers Rd, Unit 1008 North York ON M2J 4Y8	2,225,468.31	Real Property or Immovable - Land - ...		2,225,468.31	7,419,891.03	
Total:			47,580,308.67			47,580,308.67	7,419,891.03	0.00

04-May-2021

Date


 Justin Peng

District of:
Division No. -
Court No.
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FORM 7B - Continued

List "C"
Preferred Creditors for Weges, Part, etc.

10502715 Canada Inc.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total					0.00	0.00	0.00

04 May 2021

Date


Jitkin Feng

District of:
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FORM 78 - Continued

List "D"
Contingent or Other Liabilities

10502715 Canada Inc

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

04-May-2021

Date



Jitbin Feng

District of:
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FORM 78 -- Continued

List "E"
 Debts Due to the Bankrupt

10502715 Canada Inc

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
				0.00				
			Total	0.00			0.00	
				0.00				

04 May 2021

Date

Jubin Feng

District of:
Division No. -
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Estate No.

FORM 78 -- Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

10602/15 Canada Inc

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to proceed	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

04-May-2021

Date


Jubin Feng

District of:
 Division No. -
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FORM 18 -- Continued

List "G"
 Real Property or Immovables Owned by Bankrupt

10502715 Canada Inc

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Land - ... - Lord	100%	10502715 Canada Inc CIVIL BAYVIEW CREEK INC.	55,000,000.00	DUCA Financial Services Credit Union Ltd. 5250 Yonge Street North York ON M2N 5P9 24,634,810.36 Bryton Capital Corp GP Ltd 65 Queen St. W, Suite 210 Toronto ON M5H 2M6 20,720,000.00 GR (CAN) Investment Co Ltd & Monet Financia Inc. 250 Consumers Rd., Unit 1008 North York Oh M2J 4V8 2,225,498.61	7,419,691.03
Total:			55,000,000.00		7,419,691.03

04-May-2021

Date


 Julian Fang

District of
 Division No. -
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FORM 78 - Concluded

List "H"
 Property

10532715 Canada Inc

FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Tools			0.00	0.00
(m) Other			0.00	0.00
			Total:	0.00

04-May-2021

Date


 Jubin Fang

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2734610
Estate No. 31-2734610

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the Matter of the Bankruptcy of
10502715 Canada Inc
of the City of Markham
in the Province of Ontario

All notices or correspondence regarding this claim must be forwarded to the following address:

In the matter of the bankruptcy of 10502715 Canada Inc of the City of Markham in the Province of Ontario and the claim of _____, creditor.

I, _____ (name of creditor or representative of the creditor), of the city of _____ in the province of _____, do hereby certify:

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____, creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of bankruptcy, namely the 4th day of May 2021, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____

(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

Regarding the amount of \$ _____, I do not claim a right to a priority.
(Set out on an attached sheet details to support priority claim.)

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts.)

- E. CLAIM BY WAGE EARNER OF \$ _____
- That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____,
- That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____,
- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
- That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____,
- That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____,
- G. CLAIM AGAINST DIRECTOR \$ _____

(To be completed when a proposal provides for the compromise of claims against directors.)
 That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I _____ (am/am not) (or the above-named creditor _____ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and _____ (have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. (Applicable only in the case of the bankruptcy of an individual.)

- Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.
- I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____, _____.

 Witness

 Creditor

Phone Number: _____
 Fax Number : _____
 E-mail Address : _____

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.
 WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.
 Subsection 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2734610
Estate No. 31-2734610

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the Matter of the Bankruptcy of
10502715 Canada Inc
of the City of Markham
in the Province of Ontario

I, _____, of _____, a creditor in the above matter, hereby
appoint _____, of _____, to be
my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without)
power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

MNP Ltd. - Licensed Insolvency Trustee

300 - 111 Richmond Street West
Toronto ON M5H 2G4
Fax: (416) 323-5242

CHECKLIST FOR PROOF OF CLAIM

This checklist is provided to assist you in preparing the proof of claim form and, if appropriate, the proxy form in a complete and accurate manner. Please check each requirement.

GENERAL

- The signature of a witness is required.
- The document must be signed by the individual completing the declaration.
- Provide the complete address where all notices or correspondence are to be forwarded along with your phone number, fax number and email address where appropriate.

Notes:

- It is permissible to file a proof of claim by fax or by other electronic means.
- A creditor may vote either in person or by proxy at any meeting of creditors if the proof of claim is filed with the trustee prior to the time appointed for the meeting.
- Quorum is established at a meeting of creditors by at least one creditor with a valid proof of claim being in attendance in person, or by any other mode of communication, subject to: the practicability and technological capability of the participants, creditors' preference to attend in person, and the chair's ability to validate the identity of participating creditors, or by proxy.
- A corporation may vote by an authorized agent or mandatary at meetings of creditors.
- In order for a duly authorized person to have a right to vote, they must be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.
- A creditor who is participating in any distribution from an estate must have filed a proof of claim prior to the distribution being declared.
- In the case of an individual bankrupt, by checking the appropriate box or boxes at the bottom of the proof of claim form, you may request that the trustee advise you of any material change in the financial situation of the bankrupt or the amount the bankrupt is required to pay into the bankruptcy, and a copy of the trustee's report on the discharge of the bankrupt.

PARAGRAPH 1

- Creditor must state full and complete legal name of the individual, company or firm.
- If the individual completing the proof of claim is a representative of the creditor, the individual's position or title must be identified.

PARAGRAPH 3

- The amount owing must be set out in paragraph 3.
- A detailed statement of account must be attached to the proof of claim and marked “Schedule A” and must show the date, number and amount of all invoices or charges, together with the date, number and amount of all credits or payments. The amount on the statement of account must correspond to the amount indicated on the proof of claim.

PARAGRAPH 4

Notes:

- Paragraph A applies to *ordinary unsecured claims*. In addition to recording the amount of the claim, please indicate whether the claim has a priority pursuant to section 136 of the Act.
- Paragraph B applies to *lessor claims* in a commercial proposal. Please ensure that the claim applies to a commercial proposal and, if so, include the full particulars of the claim.
- Paragraph C applies to *secured claims*. Please indicate the dollar value of the security and attach copies of the security document. In addition, please attach copies of the security registration documents, where appropriate.
- Paragraph D applies to *inventory claims of farmers, fishermen and aquaculturists*. Please note that such claims apply only to inventory supplied from farmers, fishermen and aquaculturists within 15 (fifteen) days of the date of bankruptcy. In addition, please attach copies of any applicable sales agreements and delivery slips.
- Paragraph E applies to *claims by wage earners*. Please note that such claims apply only for unpaid wages owed upon the bankruptcy of an employer or when the employer becomes subject to a receivership.
- Paragraph F applies to *claims by employees for unpaid amounts regarding pension plans*. Please note that such claims apply only to unremitted pension contributions outstanding when the sponsoring employer becomes bankrupt or is subject to a receivership.
- Paragraph G applies to *claims against directors*. Please note that such claims apply only to directors of corporations that have filed a commercial proposal to creditors that includes a compromise of statutory claims against directors.
- Paragraph H applies to *claims of customers of a bankrupt securities firm*. Please ensure that the claim of the customer is for net equity and, if so, include the full particulars of the claim, including the calculations upon which the claim is based.

PARAGRAPH 5

- All claimants must indicate whether or not they are related to the debtor, as defined in section 4 of the Act, or dealt with the debtor in a non-arm's-length manner.

PARAGRAPH 6

- All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - (a) within the three (3) months preceding the initial bankruptcy event (including the bankruptcy or the proposal);
 - (b) within the twelve (12) months preceding the initial bankruptcy event (including the bankruptcy or the proposal) in the case where the claimant and the debtor were not dealing at arm's length.

- PROXYHOLDER -

NOTE

The Act permits a proof of claim to be made by a duly authorized representative of a creditor but, in the absence of a properly executed proxy, does not give such an individual the power to vote at the first meeting of creditors nor to act as the proxyholder of the creditors.

GENERAL

- In order for duly authorized persons to have a right to vote, they must themselves be creditors or be the holders of a properly executed proxy. The name of the creditor must appear in the proxy.

Notes:

- A creditor may vote either in person or by proxyholder.
- A proxy may be filed at any time prior to a vote at a meeting of creditors.
- A proxy can be filed with the trustee in person, by mail or by any form of telecommunication.
- A proxy does not have to be under the seal of a corporation unless required by its incorporating documents or its bylaws.
- The individual designated in a proxy cannot be substituted unless the proxy provides for a power of substitution.
- Bankrupts/debtors may not be appointed as proxyholders to vote at any meeting of their creditors.
- The trustee may be appointed as a proxyholder for any creditor.
- A corporation cannot be designated as a proxyholder.