QBG 1076 of 2021 COURT FILE NUMBER

COURT OF QUEEN'S BENCH OF COURT

SASKATCHEWAN IN BANKRUPTCY AND

INSOLVENCY

JUDICIAL CENTRE **SASKATOON** 

IN THE MATTER OF THE DIVISION I

PROPOSAL OF

CANADIAN DEVELOPMENT

STRATEGIES INC., 1143402 ALBERTA LTD., CROSSROADS ONE INC., 1216699 ALBERTA LTD., OAK AND ASH FARM LTD., 2061778 ALBERTA LTD., LORI RUNZER AND DEAN RUNZER

DOCUMENT SECOND REPORT OF THE PROPOSAL

TRUSTEE, MNP LTD., DATED

**DECEMBER 6, 2021** 

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF

PARTY FILING THIS DOCUMENT

MNP Ltd. 10235 - 101 Street

Edmonton, AB T5J 3G1

Attention: Eric Sirrs/Karen Aylward Telephone: (780) 455-1155

Proposal Trustee, MNP Ltd.

#### **Introduction and Purpose of the Report**

- 1. Canadian Development Strategies Inc. ("CDSI"), 1143402 Alberta Ltd. ("114"), Crossroads ONE Inc. ("Crossroads"), 1216699 Alberta Ltd. ("121"), Oak and Ash Farm Ltd. ("Oak and Ash"), and 2061778 Alberta Ltd. ("206") ("collectively referred to as the "FireSong Group") each filed a Notice of Intention to Make a Proposal ("NOI") on September 29, 2021 and MNP Ltd. consented to act as proposal Trustee. The Trustee issued a copy of the NOI to all known creditors on October 1, 2021.
- 2. Lori and Dean Runzer, both of whom are directors and shareholders of the FireSong Group (hereinafter referred to in this capacity as "Management"), also filed NOI's in their personal capacities on September 30, 2021 and MNP Ltd. consented to act as proposal Trustee. The Trustee issued a copy of the NOI to all known creditors on October 1, 2021.
- 3. The Projected Cash Flow Statements (the "Cash Flows") in relation to the FireSong Group and Lori Runzer and Dean Runzer were prepared and filed with the Office of the Superintendent of Bankruptcy on October 8, 2021 together with the Trustee's Report on Projected Cash Flow Statement and the Report on Projected Cash Flow Statement by the Person Making the Proposal.
- 4. The Trustee has prepared the Trustee's Second Report to Court (the "Second Report") in order to provide the Court with an update on the NOI proceedings of the FireSong Group, including details with respect to the FireSong Group's post filing operations, and to satisfy the requirements for a Report pursuant to Section 50.4(7)(b)(ii) of the Bankruptcy and Insolvency Act ("BIA").
- 5. The Trustee's First Report to Court (the "First Report") dated October 21, 2021 was filed on October 22, 2021. The First Report set out details with respect to the causes of the FireSong

Group's insolvency, a background of the FireSong Group operations and details regarding the known secured and priority creditors. Capitalized terms not defined in the Second Report are as defined in the First Report.

- 6. It should be noted that the Trustee also prepared a Material Adverse Change Report dated December 1, 2021 (the "MAC Report") which has been filed in the relevant court actions, mailed to the creditors, and electronically filed with the Office of the Superintendent of Bankruptcy. A copy of the MAC Report is attached as **Schedule A**. Details with respect to the MAC Report are discussed later in the Second Report.
- 7. It is the Trustee's view that the FireSong Group and Lori Runzer and Dean Runzer will not be in a position to file a definitive proposal by December 13, 2021 being the court approved extended deadline to file a Proposal pursuant to Section 50.4(8) of the BIA.

#### **Post Filing Activities**

- 8. Subsequent to filing the NOI the FireSong Group has continued its business operations.
- 9. Management has provided the Trustee with details on the post filing financial transactions of the FireSong Group and Lori Runzer ("Lori") and Dean Runzer ("Dean") personally. Below is a summary, by entity, of the financial transactions and the actual versus projected Cash Flow for the month of October.

#### **CDSI**

- 10. Attached as **Schedule B** is a summary of the actual versus projected cash flow results for CDSI for the months of October and November 2021. As evidenced by Schedule B:
  - a. There was minimal activity and minimal financial transactions in the months of October and November;
  - Projected cash in (being monies to be advanced from related entities) were lower than projected which reduced the monies available to pay expenses, specifically relating to professional fees; and,
  - c. Based on the review and the quantum of the transactions, it is the Trustee's opinion that there was no material deviation from CDSI's Cash Flow.

#### 114

- 11. Attached as **Schedule C** is a summary of the actual versus projected cash flow results for 114 for the months of October and November 2021. As evidenced by Schedule C:
  - a. Total cash in over the period was approxiamtely \$19,000 more than originally projected. The additional cash inflow noted as "Other Revenue" relates to rental income for the Cabins, and \$15,000 from a deposit previously collected;
  - b. Cash outflows were approximately \$2,800 more than projected (excluding the advance the related party). The majority of the discrepancy accounts for the mortgage payment made to Edam Credit Union which was not originally accounted for in the Cash Flow; and,
  - c. Based on the above it is the Trustee's opinion that there was no material deviation from 114's Cash Flow in the month of October.

#### 12. With respect November 2021:

- a. The sale of certain lands owned by 114 did not close as projected and as such, the associated debt to pay down the mortgage did not get paid out. This resulted in a deviance to the cashflow (both in and out) of \$1.2 million; and,
- b. Additionally, as a result of other sales not closing, discussed further below, the \$50,000 of anticipated intercompany loans to subsidize the expenses of 114 was not received which caused a material adverse change in the 114's ability to cover it's projected expenses.

#### Crossroads

- 13. Attached as **Schedule D** is a summary of the actual versus projected Cash Flow results for Crossroads for the months of October and November 2021. As evidenced by Schedule D:
  - a. Revenues forecasted in November were lower than projected which led to a reduction in payment of projected expenses, specifically around the payment of professional fees. However, based on the variances, it is the Trustee's opinion that there was no material deviation from Crossroads projected Cash Flow over the period.

#### Oak and Ash

- 14. Attached as **Schedule E** is a summary of the actual versus projected cash flow results for Oak and Ash for the months of October and November 2021. As evidenced by Schedule E:
  - a. Total cash inflows in October were approxiamtely \$24,000 more than originally projected. The additional cash stems from a deposit paid by the purchaser in accordance with the offer to purchase from 2364960 Alberta Ltd. (the "236 Sale Agreement"); and,
  - b. The deposit funds were used to fund additional expenses not originally projected, primarily insurance costs, appraisal fees and maintenance costs.
- 15. With respect to the month of November 2021:
  - a. The sale of the Oak and Ash Lands did not close as originally anticipated, the associated debt to pay down the mortgage to ATB did not get paid out. This resulted in a deviance to the cashflow (both in and out) of \$1.19 million; and,
  - b. As a result of the sale not closing, the anticipated equity believed to be available from the sale which was to be relied upon to fund the ongoing restructuring efforts of the FireSong Group is no longer available thereby creating a material adverse change to the FireSong Group's financial circumstances.

#### 206

- 16. Attached as **Schedule F** is a summary of the actual versus projected cash flow results for 206 for the months of October and November 2021. As evidenced by Schedule F:
  - a. Total cash inflows and outflows were higher than originally projected in October, however, there was no material deviance from the original cash flow projection.

#### 17. With respect to November 2021:

- a. The sale of the 206 Lands did not close as originally anticipate and the associated debt to pay down the mortgage to ATB did not get paid out. This resulted in a deviance to the cashflow (both in and out) of \$1.9 million; and,
- b. As a result of the sale not closing, the anticipated equity believed to be available from the sale which was to be relied upon to fund the ongoing restructuring efforts of the FireSong Group is no longer accessible thereby creating a material adverse change to the FireSong Group's financial circumstances.

#### 121

- 18. Attached as **Schedule G** is a summary of the actual versus projected cash flow results for 121 for the months of October and November 2021. As evidenced by Schedule G:
  - a. Transactions were minimal and immaterial and there was no material deviance from the original cash flow projection in either period.

#### Dean Runzer and Lori Runzer

- 19. Attached as **Schedule H** is a summary of the actual versus projected Cash Flow results for Dean and Lori and for the months of October and November 2021. As evidenced by Schedule H:
  - a. Cash in for the periods of October and November were higher than anticipated and stemmed mostly from monies loaned to Lori and Dean from the FireSong Group;
  - b. Expenses over the period were also higher than originally projected however, most of the additional expense in October relates to payment on behalf of the related entities; and,
  - c. While there is a variance to the original Cash Flow, the Trustee does not consider it to be material;

#### Post NOI Accounts Payable

- 20. Attached as **Schedule I** is a summary of the outstanding accounts payable for each entity which have accrued after the NOI Filings.
- 21. With respect to Schedule I:
  - a. A majority of the expenses have accrued in 206 and 114;
  - b. Lease payments are related to payments due to legal owners who are holding the various lands in trust for the benefit of 114; and,
  - **c.** Updates totaling \$50,000 in 206 relate expenses paid in relation to the property that were paid for by and to be reimbursed to the purchaser upon the sale closing.
- 22. Based on the current Cash Flow's, there appears to be insufficient revenues to cover the post NOI obligations.
- 23. The Trustee anticipates being in a position to more appropriately comment on FireSong Group's ability pay the post NOI obligations once the amended cash flow statements, discussed below, have been finalized.

- 24. Based on the current cash flow statements, there appears to be insufficient revenues to cover the above expenses.
- 25. The Trustee is also not aware of any steps taken by the FireSong Group or Lori Runzer or Dean Runzer that would be considered outside the normal course of business or which would include the sale or transfer of any assets.

#### **Amended Projected Cash Flow Statements**

- 26. Management is in the process of preparing a set of amended projected cash flow statements (the "Amended Cash Flows") for the FireSong Group as a result of the 236 Sale Agreement not closing as projected and the equity ultimately not being available to fund ongoing operations and restructuring efforts.
- 27. The Trustee has briefly reviewed the Amended Cash Flows but they have not yet been finalized as of the date of the Second Report.
- 28. Management has advised that rental bookings for the Cabins over the next three months have substantially increased which will provide sufficient revenues to cover operating expenses in the short term.
- 29. Additionally, 114 has applied and been approved for the Canadian Emergency Rent Subsidy ("CERS") for December 2021 which will generate an additional \$15,000 a month for the foreseeable future (provided that 114 continues to meet the eligibility criteria).
- 30. With respect to CERS grant, the Government of Canada recently announced that the program would be replaced with new legislation in or around December 2021. One of those programs is the Tourism and Hospitality Recovery Program and it is likely that 114 will still quality for ongoing subsidies given that it operates in this space.

#### Sale of Farmlands

- 31. As noted above, the 236 Sale Agreement did not close as originally projected.
- 32. Management has since been working with a capital advisor known as West Grove Capital Advisors Ltd. ("**West Grove**") who has been assisting with securing financing required to close a sale on the 206 Lands and Oak and Ash Lands with the original purchaser.
- 33. The deadlines stipulated in the original 236 Sale Agreement have expired and therefore the 236 Sale Agreement appears to no longer be in force. The Trustee has not been provided with a new or amended purchase agreement in respect of the sale of the 206 Lands or the Oak and Ash Lands, nor has it received a copy of confirmation of a term sheet from West Grove setting out new sale terms.
- 34. Based on the above, the Trustee is unable to comment as to whether a term sheet from West Grove would result in equity becoming available from the sale of the 206 Lands and Oak and Ash Lands which could be used to fund the ongoing restructuring efforts.

#### Sale of 114 Lands

- 35. 114 is the owner of lands legally described as Strata Lot 26, Section 82, Highland District Strata Plan V1S6714 and Lot 25 Disctrict Lots 10353 and 10354 Kootenay District Plan 14398 located in or around Cranbrook British Columbia (the "Cranbrook Property").
- 36. Prior to filing the NOI, a secured creditor holding security by way of a mortgage registered against the Cranbook Property issued a Notice of Intention to Enforce Security pursuant to

Subsection 244(1) of the BIA and the required 10-day notice period had expired (the "Cranbrook 244 Notice").

- 37. Management advises that it has been working with West Grove to secure refinancing on the Cranbrook Property which the Trustee understands would be sufficient to satisfy the balance owing the secured creditor who issued the Cranbrook Enforcement Notice paid in full.
- 38. Management further advises the Trustee that the sale of the Cranbrook Property will not result in any equity becoming available for the benefit of 114 as the Cranbrook Property is held in trust for the benefit of a third party. While the Trustee has not yet been reviewed copies of the agreements supporting this, we understand that the agreements are forthcoming.
- 39. The Trustee has not been provided with details surrounding the proposed sale of the Cranbrook Property, including a copy of the proposed sale agreement, nor has it been provided with an appraisal to support a proposed purchase price.

#### **Material Adverse Change**

- 40. As previously noted, the Trustee filed a MAC Report on December 1, 2021. The basis of the MAC report related to the cash flow projections of each of 114, Oak and Ash and 206 wherein there was a material adverse change stemming from the inability to close the sale in accordance with the 236 Sale Agreement.
- 41. Based on the above, the Trustee determined that the failure to close the sale and payout the related secured debt created a material change to the projected cashflow statements and adversely affected the FireSong Group's restructuring efforts by reducing access to capital required to fund both the ongoing operations and the eventual restructuring plan.
- 42. However, the Trustee also opined that the above events, on their own, may not necessarily impair the FireSong Group to such an extent that it would not be able to formulate a proposal provided that it secured an alternate source of capital through DIP financing, increased revenues or otherwise.

#### Other Restructuring Efforts

- 43. Management advises that it has been working with a qualified consultant with a view of engaging the consultant to prepare and execute a marketing plan to market the Cabins, by way of fractional interest sales, to the appropriate target market. Management has advised it was in the process of engaging the consultant, but the Trustee has not been provided with a copy of the engagement letter and is unable to comment further on this matter, including whether the FireSong Group has the resources to pay for the anticipated marketing expenses and costs of the consultant.
- 44. Management has also been working with other groups, including various hunting associations with a view of both securing increased and ongoing rental income as well as potential fractional interest sales to these groups.
- 45. Management advises that it has been in contact with certain First Nation groups in view of building a mutually beneficial youth program which would result in a long-term contract for rentals of the Cabins. We understand that Management met with representatives of the Federation of Sovereign Indigenous Nations ("FSIN") within the last two weeks to discuss the merits of the proposed program, however, no other detail is available at this time.

#### Conclusion

- 46. In relation to the NOI's of Lori and Dean in their respective personal capacities, it is the Trustee's opinion that Lori and Dean will not be in a position to file a definitive proposal by December 13, 2021.
- 47. The Trustee is also of the opinion that the FireSong Group will not be in a position to file a definitive Proposal by December 13, 2021.
- 48. The granting of a 45-day extension of the time within which the FireSong Group and Management will work to file a proposal to their creditors could allow time for the complete the sale of the Oak and Ash Lands and the 206 Lands and allow the FireSong Group additional time to source alternate financing which will be required to fund the proposed restructuring.
- 49. It appears that the increased rental revenues, combined with the CERS grants will provide the FireSong Group with adequate financial resources to maintain critical expenses (such as utilities and insurance) and, given the nature of the assets involved, the risk is low that the assets will substantially deteriorate in the next 30-45 days.
- 50. Additionally, while a restructuring plan has not yet been formulated and therefore cannot be commented upon, it appears that the FireSong Group has additional options that it continues to explore in view of formulating a proposal and therefore its ability or likelihood of putting forward a viable proposal at some time in the future is not impaired.
- 51. In order to provide the FireSong Group and Management with time to finalize the sale of the 206 Lands and the Oak and Ash Lands and/or, obtain alternate financing to maintain ongoing operations and prepare a restructuring plan, the Trustee is of the opinion that the granting of an extension is appropriate in the circumstances and that:
  - a) The FireSong Group and Lori and Dean have acted and continue to act in good faith and with due diligence in formulating a proposal;
  - b) The FireSong Group and Lori and Dean would likely be able to formulate a viable proposal if an extension were to be granted; and
  - c) No creditor will be materially prejudiced if an extension is granted provided that the FireSong Group and Lori and Dean continue to act in good faith.

All of which is respectfully submitted on this 6th day of December 2021.

#### MNP Ltd.

In its capacity as Trustee in the Division I Proposal of

Canadian Development Strategies Inc, 1143402 Alberta Ltd., Crossroads ONE Inc., 1216699 Alberta Ltd., Oak and Ash Farm Ltd., 2061778 Alberta Ltd. and Lori Runzer and Dean Runzer

and not in its personal capacity

Per: Karen Aylward, CIRP, Licensed Insolvency Trustee

Vice President

## SCHEDULE "A"

COURT FILE NUMBER

QBG 1076 of 2021

COURT

COURT OF QUEEN'S BENCH OF

SASKATCHEWAN IN BANKRUPTCY AND

**INSOLVENCY** 

JUDICIAL CENTRE

SASKATOON

IN THE MATTER OF THE DIVISION I

PROPOSAL OF

**CANADIAN DEVELOPMENT** 

STRATEGIES INC., 1143402 ALBERTA LTD., CROSSROADS ONE INC., 1216699 ALBERTA LTD., OAK AND ASH FARM LTD., 2061778 ALBERTA LTD., LORI RUNZER AND DEAN RUNZER

**DOCUMENT** 

MATERIAL ADVERSE CHANGE

REPORT FILED BY THE TRUSTEE, MNP LTD., DATED DECEMBER 1, 2021

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

MNP Ltd.

10235 ~ 101 Street Edmonton, AB T5J 3G1

Attention: Eric Sirrs/Karen Aylward Telephone: (780) 455-1155 Proposal Trustee, MNP Ltd.

#### Introduction

- Canadian Development Strategies Inc. ("CDSI"), 1143402 Alberta Ltd. ("114"), Crossroads ONE Inc. ("Crossroads"), 1216699 Alberta Ltd. ("121"), Oak and Ash Farm Ltd. ("Oak and Ash"), and 2061778 Alberta Ltd. ("206") (collectively referred to as the "FireSong Group") each filed a Notice of Intention to Make a Proposal ("NOI") on September 29, 2021 and MNP Ltd. consented to act as proposal Trustee. The Trustee issued a copy of the NOI to all known creditors on October 1, 2021.
- Lori and Dean Runzer, both of whom are directors and shareholders of the FireSong Group (hereinafter referred to in this capacity as "Management"), also filed NOI's in their personal capacities on September 30, 2021 and MNP Ltd. consented to act as proposal Trustee. The Trustee issued a copy of the NOI to all known creditors on October 1, 2021.
- 3. The Projected Cash Flow Statements (the "Cash Flows") in relation to the FireSong Group and Lori Runzer and Dean Runzer were prepared and filed with the Office of the Superintendent of Bankruptcy on October 8, 2021 together with the Trustee's Report on Projected Cash Flow Statement and the Report on Projected Cash Flow Statement by the Person Making the Proposal.
- 4. At a prior application heard on October 28, 2021, counsel for the FireSong Group brought an application to the court to transfer the NOI proceedings of 206 and Oak and Ash from the Alberta jurisdiction to the Saskatchewan jurisdiction so that all of these proceedings could be maintained in one jurisdiction as components of one integrated corporate restructuring. The Court approved the debtor's request for the transfer.

#### Purpose

- 5. The Trustee submits this Material Adverse Change Report on with respect specifically to the Division I Proposal of 114, 206 and Oak and Ash pursuant to Section 50(10)(a)(i) of the Bankruptcy and Insolvency Act, whereby the Trustee is directed to "file a report on the state of the insolvent person's business and financial affairs, . . . with the official receiver forthwith after ascertaining any material adverse change in the insolvent person's projected cash-flow or financial circumstance...".
- 6. The Trustee is of the opinion that the variances to the projected cash flow statements outlined below represent a material adverse change in the business and/or financial affairs in relation to each of 114, 206 and Oak and Ash.
- 7. The Trustee notes that as of the date of this report it has not received the required financial reporting from Management for the period of November 22 through November 30<sup>th</sup> and so the variance analysis includes only those transactions from November 1, 2021 through 21, 2021.

#### Variance to Projected Cashflow Statement

Oak and Ash

- 8. Attached as **Schedule "A"** is the variance analysis as it relates to Oak and Ash's projected versus actual cashflow for the month of November 2021.
- 9. In accordance with the projected cashflow statement, Oak and Ash's projections assumed that would have closed the sale on the lands owned by it which would result in the retirement, in full, of the debt of its secured lender and also provide a source of capital to fund the ongoing operations to the related companies held in the FireSong Group by way of Debtor in Possession ("DIP") Financing.
- 10. As the closing of the sale did not materialize in November, and as there is no known or impending closing date, there is a significant variance in the projected cash-in and projected cash outlay for the period. The Trustee has determined that the failure of the sale to close as projected has had a material effect on Oak and Ash's largest creditor as well as an adverse effect on the ability of Oak and Ash to provide the DIP financing to related entities to further the overall restructuring plans of the FireSong Group.

206

- 11. Attached as **Schedule** "B" is the variance analysis as it relates to 206's projected versus actual cashflow for the month of November 2021.
- 12. In accordance with the projected cashflow statement, 206's projections assumed that it would have closed the sale on the lands owned by it which would result in the retirement, in full, of the debt of its secured lender and also provide a source of capital to fund the ongoing operations to the related companies held in the FireSong Group by way of DIP Financing.
- 13. As the closing of the sale did not materialize in November and there is currently no known amended closing date, there is a significant variance in the projected cash-in and projected cash outlay. The Trustee has determined that the failure of the sale to close as projected has had a material effect on 206's largest secured lender as well as an adverse effect on the ability of 206 to provide the DIP financing to further the overall restructuring plans of the FireSong Group.

CDSI, Crossroads, 121, Oak and Ash, 206, Lori Runzer and Dean Runzer – Division I Proposal Material Adverse Change Report December 1, 2021

114

- 14. Attached as **Schedule "C"** is the variance analysis as it relates to 114's projected versus actual cash-flow for the month of November 2021.
- 15. In accordance with the projected cash flow statement, 114's projections assumed that it would have secured refinancing on certain of the lands owned by it which would result in the retirement, in full, of the debt of its current secured lender. 114 also projected to receive funds by way of borrowings from 206 through DIP financing, however, as the closing of the 206 land sale did not materialize, there is no funding available to 114 which leaves it with minimal cash to fund ongoing operating and restructuring expenses.

#### Conclusion

16. Based on the above, while the variances to the cash flow projections are material, they may not, on their own, necessarily impair 206, 114 and Oak and Ash's abilities to successfully restructure provided that an alternate source of DIP financing can be secured. However, at this time the Trustee is not aware of any additional funding having been secured and, in absence of same, has determined that this will adversely affect the overall restructuring efforts of the FireSong Group.

#### MNP Ltd.

in its capacity as Trustee in the Division I Proposal of 1143402 Alberta Ltd., 2061778 Alberta Ltd. and Oak and Ash Farm Ltd. and not in its personal capacity

Per:

Karen Aylward, CIRP, Licensed Insolvency Trustee Vice President

# **SCHEDULE A**

### Oak And Ash Farm Ltd. Projected Vs. Actual - November 2021

_			
Open	ing	Bai	ance

#### Cash In

Canadian Emergency Rent Subsidy Proceeds from Sale

#### Subtotal (Cash In)

#### **Cash Out**

Appraisal
Advance of Funds to Related Parties
Bank Fees
Mortgage Payout
Legal Fees
Utilities
Realtor Fees
Insurance
Miscellaneous/Personal Expenses
Maintenance

#### **Subtotal (Cash Out)**

#### **Net Cash Position**

Opening Cash Balance Net Cash Position Closing Cash Balance

Projected - Nov 21	Actual - Nov 21	Va	ariance - Nov 21
174.77	3,849.32		
2 474 77			
3,174.77		-	3,174.77
1,190,000.00		-	1,190,000.00
1,193,174.77	-	-	1,193,174.77
			_
130,000.00	3,000.00	_	127,000.00
·	12.90		12.90
1,000,000.00		,	1,000,000.00
	268.75		268.75
			-
62,500.00		-	62,500.00
			54.5
	4.75		4.75
			-
1,192,500.00	3,286.40	-	1,189,213.60
674.77 -	3,286.40		3,961.17
174.77	3,849.32		
674.77 -	3,286.40		
849.54			1
849.54	562.92		

# **SCHEDULE B**

### 2061778 Alberta Ltd. Projected Vs. Actual - November 2021

	Projected - Nov 21	Actual - Nov 21	Variance - Nov 21
Opening Balance	700.00	2,137.04	
Cash In			
Advance from related co		3,000.00	3,000.00
Canadian Emergency Rent Subsidy	3,700.00	=	3,700.00
Proceeds from Sale of Real Property	1,960,000.00	-	1,960,000.00
Horse Boarding		4,310.13	4,310.13
Other Revene		-	14
Subtotal (Cash In)	1,963,700.00	7,310.13	- 1,956,389.87
Cook Oos			
Cash Out			
Bank Fees and Interest Advance of Funds to Related Parties	50.000.00	:(=6	141
Professional Fees	50,000.00	· ·	- 50,000.00
Business Softwre		444.05	
Utilities		144.85	144.85
Mortgage Payout	1,700,000.00	-	1 700 000 00
Insurance	1,700,000.00	1,208.68	- 1,700,000.00 1,208.68
Payroll		4,193.82	4,193.82
Realtor Fees and Disbursements	210,000.00	+,155.02	- 210,000.00
Other Misc		500.00	500.00
		300.00	300.00
Subtotal (Cash Out)	1,960,000.00	5,547.35	- 1,954,452.65
[			
Net Cash Position	3,700.00	1,762.78	1,937.22
Opening Cash Balance	700.00	2,137.04	
Net Cash Position	3,700.00	1,762.78	
Closing Cash Balance	4,400.00	3,899.82	
<u>-</u>	7,400.00	3,033.02	

# SCHEDULE C

### 1143402 Alberta Ltd. Projected Vs. Actual - November 2021

	Projected - Nov 21	Actual - Nov 21	Variance - Nov 21
Opening Balance	1,750.00	13,971.05	
Cash In			
Due to/from Related Party	50,000.00	6,000.00	- 44,000.00
Re Financing	1,200,000.00	- 0,000.00	- 1,200,000.00
Deposit on Land Sale	2)200,000.00		1,200,000.00
Other Revenue		_	
Subtotal (Cash In)	1,250,000.00	6,000.00	- 1,244,000.00
Cash Out			
	4 200 000 00		
Mortgage Payout from Land Sale	1,200,000.00	**	- 1,200,000.00
Operating Expenses			
Professional Fees (Acctg/Legal)	l <del>e</del> x	3 <b>=</b> :	
Due to/From Related Entity		3,000.00	3,000.00
Marketing	-	120	
Bank Fees and Interest	50.00	60.50	10.50
Mortgage Payment		<b>E</b>	
Property Taxes	45,000.00	3#3	45,000.00
Utilities		4,892.92	4,892.92
GST / PST	÷	128	18
Payroll Source Deductions		<b>=</b> 0	1-
Payroll	<u> </u>	=1	
Insurance	1,500.00	5,593.21	4,093.21
Office Supplies		5.1	
Permits/Licenses		<u>=</u>	
Other Expenses	1,700.00	6,000.00	4,300.00
Subtotal (Cash Out)	1,248,250.00	19,546.63	1,228,703.37
Net Cash Position	1,750.00 -	13,546.63	15,296.63
	2,7,55100	13,540.03	15,250.05
Opening Cash Balance	1,750.00	13,971.05	
Net Cash Position	1,750.00		
Closing Cash Balance	3,500.00	424.42	

## SCHEDULE "B"

### Canadian Development Strategies Inc. Projected Vs. Actual - October 2021

	Proj - October	Actual - October	Variance October
Opening Balance	103.41		
Cash In			
Intercompany Funds	5,000.00	3,000.00	- 2,000.00
Sale of Fractional Interest			
Subtotal (Cash In)	5,000.00	3,000.00	- 2,000.00
Cash Out			
Business Software		16.79	16.79
Bank Fees		88.50	88.50
Professional and Consulting Fees	5,000.00	-	- 5,000.00
Marketing Fees		-	-
Intercompany advance		2,000.00	2,000.00
Subtotal (Cash Out)	5,000.00	2,105.29	- 2,894.71
Net Cash Position	-	894.71	894.71
Opening Cash Balance	103.41	103.14	
Net Cash Position	-	894.71	
Closing Cash Balance	103.41	997.85	

## **Canadian Development Strategies Inc. Projected Vs. Actual - November 2021**

	Proj - November	Actual -	Variance -
	Proj - November	November	November
Opening Balance	103.41		
Cash In			
Intercompany Funds	5,000.00		5,000.00
Sale of Fractional Interest			
Subtotal (Cash In)	5,000.00		5,000.00
Cash Out			
Business Software		594.33	594.33
Bank Fees		66.00	66.00
Professional and Consulting Fees	5,000.00		5,000.00
Marketing Fees	3,555.55	_	-
Intercompany advance		_	_
Subtotal (Cash Out)	5,000.00	660.33 -	4,339.67
	3,000.00		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Net Cash Position		660.33 -	- 660.33
Opening Cash Balance	103.41	997.85	
Net Cash Position		660.33	
Closing Cash Balance	103.41	337.52	

## SCHEDULE "C"

### 1143402 Alberta Ltd. Projected Vs. Actual - October 2021

	Proj - October	Actual - October	Variance October
Opening Balance	-		
Cash In			
Due to/from Related Party	5,000.00	2,000.00	- 3,000.00
Re Financing		-	-
Deposit on Land Sale		15,000.00	15,000.00
Other Revenue		6,993.00	6,993.00
Subtotal (Cash In)	5,000.00	23,993.00	18,993.00
Cash Out			
Mortgage Payout from Land Sale			_
Operating Expenses			
Professional Fees (Acctg/Legal)	-	-	-
Due to/From Related Entity		4,500.00	4,500.00
Marketing	-	-	-
Bank Fees and Interest	50.00	108.50	58.50
Mortgage Payment		1,457.49	1,457.49
Property Taxes	-	-	-
Utilities	-	495.42	495.42
GST / PST	-	-	-
Payroll Source Deductions	-	-	-
Payroll	-	-	-
Insurance	1,500.00	-	- 1,500.00
Office Supplies	-	-	-
Permits/Licenses	-	-	-
Other Expenses	1,700.00	4,000.00	2,300.00
Subtotal (Cash Out)	3,250.00	10,561.41	7,311.41
Net Cash Position	1,750.00	13,431.59	11,681.59
	_,: = 0.00	==,:=2:00	==,::=:
Opening Cash Balance	-	539.46	
Net Cash Position	1,750.00	13,431.59	
Closing Cash Balance	1,750.00	13,971.05	

### 1143402 Alberta Ltd. Projected Vs. Actual - November 2021

	Proj - November	Actual - November	Variance November
Opening Balance	1,750.00	November	November
o pointing a sum of		_	
Cash In		-	
Due to/from Related Party	50,000.00	12,000.00 -	38,000.00
Re Financing	1,200,000.00		1,200,000.00
Deposit on Land Sale		-	-
Other Revenue		-	-
Subtotal (Cash In)	1,250,000.00	12,000.00 -	1,238,000.00
Cash Out			
Mortgage Payout from Land Sale	1,200,000.00		1,200,000.00
		-	
Operating Expenses		-	
Professional Fees (Acctg/Legal)	-	-	-
Due to/From Related Entity		3,000.00	3,000.00
Marketing	-	-	-
Bank Fees and Interest	50.00	60.50	10.50
Mortgage Payment		-	-
Property Taxes	45,000.00		45,000.00
Utilities		4,892.92	4,892.92
GST / PST	-	-	-
Payroll Source Deductions	-	-	-
Payroll	-	-	-
Insurance	1,500.00	8,448.65	6,948.65
Office Supplies		-	-
Permits/Licenses	4 = 22 22	-	-
Other Expenses	1,700.00	6,000.00	4,300.00
Subtotal (Cash Out)	1,248,250.00	22,402.07 -	1,225,847.93
Net Cash Position	1,750.00 -	10,402.07 -	12,152.07
	_,		==,===:•:
Opening Cash Balance	1,750.00	13,971.05	
Net Cash Position	1,750.00 -	13,546.63	
Closing Cash Balance	3,500.00	424.42	

## SCHEDULE "D"

## **Crossroads ONE Inc. Projected Vs. Actual - October 2021**

	Proj - Oct 21	Total - Oct	Variance October
Opening Balance			
Cook In			
Cash In		1,000.00	1 000 00
Due from/to related party Rental Income	15,000.00	9,324.00	1,000.00 - 5,676.00
	15,000.00	788.02	
Other Revenue			788.02
Canadian Emergency Rent Subsidy		3,861.56	3,861.56
Subtotal (Cash In)	15,000.00	14,973.58	7,650.04
Cash Out			
Bank Fees and Interest	_	85.20	85.20
Due to Related Parties		-	-
Appraisal	-	2,999.85	2,999.85
Property Taxes	_	-	-
Food/Groceries	-	1,658.60	1,658.60
Utilities	4,000.00	3,667.98	
Repairs and Maintenance	250.00	, -	- 250.00
Waste Removal	1,000.00	2,554.44	1,554.44
Payroll/Casual Labour	600.00	400.00	•
Payroll Source Deductions	-	_	_
Insurance	2,000.00	1,151.12	- 848.88
Leases	,	, -	_
Vehicle Expense	-	521.26	521.26
Professional Fees	7,000.00	_	- 7,000.00
Other Miscellaneous	,	606.67	606.67
Subtotal (Cash Out)	14,850.00	13,645.12	- 1,204.88
Net Cash Position	150.00	1,328.46	1,178.46
Opening Cash Balance	_	3,125.52	
Net Cash Position	150.00	1,328.46	
Closing Cash Balance	150.00	4,453.98	

### **Crossroads ONE Inc. Projected Vs. Actual - November 2021**

	Proj - November	Actual - November	Variance - November
Opening Balance	150.00		November
Cash In			
Due from/to related party		-	_
Rental Income	7,500.00	19,267.45	11,767.45
Other Revenue	25,000.00	771.09 -	24,228.91
Canadian Emergency Rent Subsidy		3,906.99	3,906.99
Subtotal (Cash In)	32,500.00	23,945.53 -	8,554.47
Cash Out			
Bank Fees and Interest	50.00	548.00	498.00
Due to Related Parties		13,500.00	13,500.00
Appraisal		-	, -
Property Taxes		-	-
Food/Groceries		2,159.25	2,159.25
Utilities	4,000.00	4,043.78	43.78
Repairs and Maintenance	5,000.00	475.25 -	4,524.75
Waste Removal	1,000.00		1,000.00
Payroll/Casual Labour	600.00	2,337.50	1,737.50
Payroll Source Deductions	-	-	-
Insurance	2,000.00		2,000.00
Leases	5,000.00		5,000.00
Vehicle Expense		451.74	451.74
Professional Fees	7,000.00		7,000.00
Other Miscellaneous		2,589.35	2,589.35
Subtotal (Cash Out)	24,650.00	26,104.87	1,454.87
Net Cash Position	7,850.00	- 2,159.34 -	10,009.34
Opening Cash Balance	150.00	4,453.98	
Net Cash Position	7,850.00	- 2,159.34	
Closing Cash Balance	8,000.00	2,294.64	

## SCHEDULE "E"

## Oak And Ash Farm Ltd. Projected Vs. Actual - October 2021

	Proj - October	Actual - October	Variance October
Opening Balance		1,525.75	
Cash In			
Canadian Emergency Rent Subsidy	3,174.77	3,038.18	
Proceeds from Sale		25,000.00	25,000.00
Subtotal (Cash In)	3,174.77	28,038.18	24,863.41
Cash Out			
Appraisal		5,013.75	5,013.75
Advance of Funds to Related Parties	3,000.00	3,000.00	-
Bank Fees		12.90	12.90
Mortgage Payout			-
Legal Fees			-
Utilities			-
Realtor Fees			-
Insurance		13,894.55	•
Miscellaneous/Personal Expenses		288.66	288.66
Maintenance	3 000 00	3,500.00	3,500.00
Subtotal (Cash Out)	3,000.00	25,709.86	22,709.86
Net Cash Position	174.77	2,328.32	2,153.55
		_	
Opening Cash Balance	-	1,525.75	
Net Cash Position	174.77	2,328.32	
Closing Cash Balance	174.77	3,854.07	

## Oak And Ash Farm Ltd. Projected Vs. Actual - November 2021

	Proj - October	Actual - October	Variance October
Opening Balance	174.77	3,854.07	
Cash In			
Canadian Emergency Rent Subsidy	3,174.77		- 3,174.77
Proceeds from Sale	1,190,000.00		- 1,190,000.00
Subtotal (Cash In)	1,193,174.77	-	- 1,193,174.77
Cash Out			
Appraisal			-
Advance of Funds to Related Parties Bank Fees	130,000.00	3,000.00	- 127,000.00
Mortgage Payout	1,000,000.00		- 1,000,000.00
Legal Fees		268.75	268.75
Utilities			-
Realtor Fees	62,500.00		- 62,500.00
Insurance			-
Miscellaneous/Personal Expenses		4.75	4.75
Maintenance			-
Subtotal (Cash Out)	1,192,500.00	3,273.50	- 1,189,226.50
Net Cash Position	674.77	- 3,273.50	- 3,948.27
Opening Cash Balance	174.77	3,854.07	
Net Cash Position	674.77	- 3,273.50	
Closing Cash Balance	849.54	580.57	

## SCHEDULE "F"

### 2061778 Alberta Ltd. Projected Vs. Actual - October 2021

Proj - October	Actual - October	Variance - October
	2,000.00	2,000.00
3,700.00	-	3,700.00
	-	-
-	6,416.41	6,416.41
5,500.00	3,922.28	- 1,577.72
9,200.00	12,338.69	3,138.69
-	40.85	40.85
	-	-
	-	-
	-	-
	636.79	636.79
	-	-
	1,258.68	1,258.68
-	14,010.53	14,010.53
8,500.00		- 8,500.00
	-	-
	-	-
8,500.00	15,946.85	7,446.85
700.00	- 3,608.16	4,308.16
_	6,045.20	
700.00	•	
700.00	2,437.04	
	3,700.00 - 5,500.00 9,200.00 - 8,500.00 - 700.00	2,000.00 3,700.00

### 2061778 Alberta Ltd. Projected Vs. Actual - November 2021

	Proj - November	Actual - November	Variance - November
Opening Balance	700.00		
Cash In			
Advance from related co		3,000.00	3,000.00
Canadian Emergency Rent Subsidy	3,700.00		3,700.00
Proceeds from Sale of Real Property	1,960,000.00		1,960,000.00
Horse Boarding		4,310.13	4,310.13
Other Revene		<u>-</u>	-
Subtotal (Cash In)	1,963,700.00	7,310.13 -	1,956,389.87
Cash Out			
Bank Fees and Interest		1.00	1.00
Advance of Funds to Related Parties	50,000.00		50,000.00
Professional Fees		-	-
Business Softwre		144.85	144.85
Utilities		-	-
Mortgage Payout	1,700,000.00		1,700,000.00
Insurance		1,208.68	1,208.68
Payroll		4,193.82	4,193.82
Realtor Fees and Disbursements	210,000.00		210,000.00
Other Misc		500.00	500.00
Substitute (Cook Out)	4 000 000 00		- 4.052.054.65
Subtotal (Cash Out)	1,960,000.00	6,048.35 -	1,953,951.65
Net Cash Position	3,700.00	1,261.78 -	2,438.22
Opening Cash Balance	700.00	2,437.04	
Net Cash Position	3,700.00	1,261.78	
Closing Cash Balance	4,400.00	3,698.82	

## SCHEDULE "G"

### 1216699 Alberta Ltd. Projected Vs. Actual - October 2021

	Proj - October	Actual - Oct	Variance October
Opening Balance			
Cash In  Revenue from Rental (CRO)  Advance from Related Party  Subtotal (Cash In)	3,500.00	3,000.00 2,000.00 5,000.00	- 3,500.00 3,000.00 2,000.00 5,000.00
Cash Out  Vehicle Payments  TD Visa	3,092.60 -	4,573.55 70.00	1,480.95 70.00
Bank Fee Subtotal (Cash Out)	3,092.60	15.00 4,658.55	15.00 1,565.95
Net Cash Position	407.40	341.45	3,434.05
Opening Cash Balance Net Cash Position Closing Cash Balance	- 407.40 407.40	170.79 341.45 512.24	

### 1216699 Alberta Ltd. Projected Vs. Actual - November 2021

	Proj - November	Actual -	Variance -
		November	November
Opening Balance	407.40		
Cash In	3,500.00		3,500.00
Revenue from Rental (CRO) Advance from Related Party		-	-
Subtotal (Cash In)	3,500.00		3,500.00
Cash Out  Vehicle Payments  TD Visa	3,092.60	302.33 <i>-</i> 55.00	2,790.27 55.00
Bank Fee		-	-
Subtotal (Cash Out)	3,092.60	357.33 -	2,735.27
Net Cash Position	407.40 -	357.33 -	764.73
Opening Cash Balance	407.40	512.24	
Net Cash Position	407.40 -	357.33	
Closing Cash Balance	814.80	154.91	

## SCHEDULE "H"

### Lori And Dean Runzer Projected Vs. Actual - October 2021

	Proj - October	Actual - October	Variance - October
Opening Bank Balance		\$1,288.86	
Self Employed Income <b>Business Expenses</b> Secured Creditor - Truck  Secured Creditor - Camper			
TOTAL (Less Expenses) Less Income Taxes (at 30%) NET INCOME Government subsidy	\$1,080.00	\$3,538.18	\$2,458.18
Rental of personal home			-
Debtor Net Income	\$1,080.00	\$3,538.18	
Rental Income	\$3,000.00	\$3,000.00	
Spouse Net Income (Dean)	\$1,480.00	\$1,918.18	\$438.18
Due from related entity		44 750 00	44 750 00
Cash from Crossroads		\$1,750.00	
Cash from 1143202	<b>#F 500 00</b>	\$2,000.00	
TOTAL FAMILY INCOME	\$5,560.00	\$12,206.36	\$6,646.36
Household Expenses			
Mortgage /Property taxes	\$2,956.50	\$3,485.94	\$529.44
Utilities/Telephone	\$350.00	\$1,151.74	
Food/Grocery	\$400.00	\$332.13	
Clothing, laundry & grooming	φ 100.00	Ψ002.13	\$0.00
Bank and Other Fees		\$31.41	
Insurance	\$1,780.00	\$1,670.00	· ·
Personal Expenses	, ,	, ,	\$0.00
Secured Creditor - Vehicle	\$0.00		\$0.00
Vehicle Expenses	\$100.00	\$72.00	
Visa Payment		\$100.00	\$100.00
Prescriptions & Dental		\$225.05	\$225.05
Total Personal Expenses	\$5,586.50	\$7,068.27	\$1,481.77
Paid to related entity		\$4,191.25	\$4,191.25
Expenses for CRO		\$53.20	
Expenses for 1143202		\$424.70	\$424.70
Expenses for CDSI		\$119.20	\$119.20
TOTAL EXPENSES	\$5,586.50	\$11,856.62	\$6,270.12
NET AMOUNT AVAILABLE	-\$26.50	\$349.74	\$376.24
Payment to the Trustee			
Opening Balance		\$1,288.86	
Net Cash Position	-\$26.50	\$349.74	\$376.24
Closing Cash Balance		\$376.24	

### Lori And Dean Runzer Projected Vs. Actual - November 2021

	November	November Actual	Variance - November
Opening Bank Balance		\$482.73	
Self Employed Income  Business Expenses  Secured Creditor - Truck  Secured Creditor - Camper			
TOTAL (Less Expenses) Less Income Taxes (at 30%) NET INCOME Government subsidy	\$1,080.00		-\$1,080.00
Rental of personal home	¢1 000 00	¢0.00	¢1 000 00
Debtor Net Income Rental Income	\$1,080.00		-\$1,080.00 \$0.00
Spouse Net Income (Dean)	\$3,000.00 \$1,480.00		\$0.00
Due from related entity	\$1,480.00	\$1,701.00	\$221.00
Cash from Crossroads		\$6,500.00	\$6,500.00
Cash from 1143202		\$5,400.00	\$5,400.00
TOTAL FAMILY INCOME	\$5,560.00		\$11,041.00
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Household Expenses			
Mortgage /Property taxes	\$2,956.50	\$3,016.45	\$59.95
Utilities/Telephone	\$450.00	\$5,458.79	\$5,008.79
Food/Grocery	\$600.00	\$192.58	-\$407.42
Clothing, laundry & grooming	\$50.00		-\$50.00
Bank and Other Fees			\$0.00
Insurance	\$500.00	\$119.20	-\$380.80
Personal Expenses	\$150.00	\$2,942.00	\$2,792.00
Secured Creditor - Vehicle	\$0.00		\$0.00
Vehicle Expenses	\$100.00		-\$100.00
Visa Payment			\$0.00
Prescriptions & Dental	\$750.00	\$179.06	-\$570.94
Total Personal Expenses	\$5,556.50	\$11,908.08	\$6,351.58
Paid to related entity			\$0.00
Expenses for CRO		\$698.49	\$698.49
Expenses for 1143202		\$3,000.00	\$3,000.00
Expenses for CDSI			\$0.00
TOTAL EXPENSES	\$5,556.50	\$15,606.57	\$10,050.07
NET AMOUNT AVAILABLE	\$3.50	\$994.43	\$990.93
Payment to the Trustee			
Opening Balance		\$482.73	
Net Cash Position	\$3.50	·	
Closing Cash Balance		\$1,477.16	

## SCHEDULE "I"

2061778 Alberta Ltd.	Amount	Notes
Payroll	4,500.00	
Supplier	500.00	
Fuel	2,000.00	
Feed	7,500.00	Due when sale closes
Upgrades	50,000.00	Due when sale closes

1143402 AB	Amount	Notes
Cabin Lease - Galloway	8,000.00	
Cabin Lease - Shipka	5,000.00	
Propane	1,200.00	
Saskpower	3,000.00	
Carlos	7,500.00	Post NOI Loan
Nutt	7,500.00	Post NOI Loan
Legal	4,000.00	
Wages	6,000.00	Dean, Stribling, Gare and Robbie

Oak and Ash	Amount	Notes
Due to Elgert	25,000.00	Post NOI land depost - Due when sale closes

Crossroads One Inc.	Amount	Notes
Sewer	1,000.00	Monthly
Cabin Payments	13,000.00	Monthly

Lori and Dean Runzer.	Amount	Notes	
Utilities		500.00	
Medication		300.00	
Massage		300.00	
Haircut		100.00	

CDSI	Amount	Notes
Business Tools	300.00	