



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE )  
JUSTICE *Chiappetta* )  
TUESDAY, THE 11TH  
DAY OF SEPTEMBER, 2018

BETWEEN:

*(Court Seal)*

FIREPOWER DEBT GP INC., AS AGENT

Applicant

and

THEREDPIN, INC. and THEREDPIN.COM REALTY INC.

Respondents

APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c.B-3, AS AMENDED, AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, c.C.43, AS AMENDED

**ORDER**

THIS MOTION, brought by thirty-eight real estate agents formerly providing services to TheRedPin.com Realty Inc. ("TRP Realty"), as set out at Schedule "A" to the Notice of Motion, in respect of an order appointing Dennise Paccione and Michael Sotoadeh as representative agents of all real estate agents who contracted with TRP Realty for the provision of realtor services prior to June 14, 2018 (collectively the "TRP Agents"), was heard this day at the Court House, 330 University Ave., Toronto, Ontario, M5G 1R7.

ON READING the affidavit of Dennise Paccione, sworn August 15, 2018, and the affidavits of Molly Warwick affirmed August 23, 2018 and September 5, 2018, and on hearing submissions of counsel for the moving parties, and, on being advised by counsel that the motion is proceeding unopposed,

1. THIS COURT ORDERS that service of the herein motion on the TRP Agents is validated.
2. THIS COURT ORDERS that Dennise Paccione and Michael Sotoadeh are hereby appointed as representatives of the TRP Agents (the "Representative TRP Agents") in respect of their entitlement to real estate commissions paid or to be paid to TRP Realty.
3. THIS COURT ORDERS that Adair Goldblatt Bieber LLP shall be appointed as counsel to the Representative TRP Agents ("Representative Counsel").
4. THIS COURT ORDERS that Representative Counsel may rely on and act on the instruction of the Representative TRP Agents in the course of their engagement without further communication from the TRP Agents, except as may otherwise be ordered by this Honourable Court.
5. THIS COURT ORDERS that the Representative TRP Agents, or Representative Counsel on their behalves, are authorized to take all steps and to perform all acts necessary or desirable to carry out the terms of this Order on behalf of the TRP Agents, including, without limitation, by:
  - (a) filing and preparing materials, including any appeal materials, and advancing submissions in respect of a motion determining competing entitlements to the Commissions, currently scheduled to be heard October 22, 2018 (the "Commissions Motion");

- (b) negotiating, as may be appropriate, any resolution to the Commissions Motion; and
- (c) bringing any motion as may be required to advance the interests of the TRP Agents, including (without limiting the generality of the foregoing), a motion directing that the fees, expenses and disbursements incurred by the TRP Agents in respect of the Commissions Motion form a charge against the assets of the Respondents (the "Charge Motion").

6. THIS COURT ORDERS that Representative Counsel shall be entitled to apply to this Court for advice and direction in the discharge or variation of its powers of duties set out under this Order.

7. THIS COURT ORDERS that the Representative TRP Agents shall have no personal liability or obligations as a result of the performance of their duties in carrying out the provisions of this Order, or any subsequent Order in this proceedings, save and except for liability arising out of gross negligence or willful misconduct.

8. THIS COURT ORDERS that no proceeding may be commenced against the Representative TRP Agents or Representative Counsel in respect of the performance of duties under this Order without leave of this Court, and on at least seven days' notice to the Representative TRP Agents or Representative Counsel.

9. THIS COURT ORDERS that a copy of this Order shall be forthwith delivered to all TRP Agents by way of e-mail, and, a copy of this Order shall forthwith be posted on the web-site of the Receiver, MNP Ltd.

10. THIS COURT ORDERS that any TRP Agent who does not wish to be bound by this Order shall notify Representative Counsel by email to [jgoldblatt@agblp.com](mailto:jgoldblatt@agblp.com) by no later than September 21, 2018, and thereafter, shall not be bound by this Order and shall be responsible for representing themselves, personally or through counsel, as an independent individual party to the extent they wish to appear in this proceeding.

11. THIS COURT ORDERS that this Order is without prejudice to the positions to be taken by any party in connection with the Charge Motion that may be brought by the Representative TRP Agents seeking payment of their legal fees, expenses and costs from the property, assets and undertakings of the Respondents and/or seeking a charge over the property, assets and undertakings of the Respondents to secure payment of their legal fees, expenses and costs in priority to the interests of the Respondents' secured creditors.

12. THIS COURT ORDERS that there shall be no Order as to costs, other than as may be determined in respect of the Charge Motion.



(Signature of Judge)

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

SEP 11 2018

PER / PAR:



FIREPOWER DEBT GP INC., AS AGENT  
Applicant

-and- THEREDPIN, INC. et al.  
Respondents

Court File No. CV-18-59964400CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**

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Lawyers for the Moving Parties

RCP-E 4C (May 1, 2016)