

ONTARIO
SUPERIOR COURT OF JUSTICE
BANKRUPTCY AND INSOVLENCY

IN THE MATTER OF THE PROPOSAL OF 1787930 ONTARIO INC. CARRYING ON
BUSINESS AS MESSENGER FREIGHT SYSTEMS OF THE CITY OF ST. THOMAS, IN THE
PROVINCE OF ONTARIO

MOTION RECORD

(Returnable July 31, 2018)

Dated: July 23, 2018

SWANICK & ASSOCIATES

Barristers and Solicitors
Suite 101
225 Duncan Mill Road
Don Mills, Ontario
M3B 3K9
ATTN: BRUCE SIMPSON 18977E
(416) 510-1888 - phone
(416) 510-1945 - fax
Lawyers for 1787930 Ontario Inc.

TO: The Superintendent of Bankruptcy
451 Talbot Street
Suite 303
London, ON N6A 5C9

TO: MNP Ltd.
111 Richmond Street West
Suite 300
Toronto, ON M5H 2G4
ATTN: SHELDON TITLE
416-323-5240 – phone
416-573-5320 – Cell Phone
Trustee of 1732427 Ontario Inc.

TO: Active Heavy Towing Recovery Tilt
1764 Victoria Street North
Kitchener, ON N2B 3E5

TO: Alltruck Idealease
405 Laird Road
Guelph, ON N1G 4P7

TO: Alltruck International Truck Centres
405 Laird Road
Guelph, ON N1G 4P7

TO: Baker Heavy Towing Inc.
250 Dundas Street North
Cambridge, ON N1R 8A8

TO: Bank of Nova Scotia
Tim Hogan
c/o Harrison Pensa LLP
450 Talbot Street
P.O. Box 3237
London, ON N6A 4K2

TO: BFI Print & Promotion Solutions
6-1031 Hubrey Road
London, ON N6N 1B4

TO: Brent W. Swanick
225 Duncan Mill Road
Suite 101
Toronto, ON M3B 3K9

TO: Carrier Truck Centres
645 Athlone Place
Woodstock, ON N4S 7V8

TO: Checker Flag Leasing
4-5845 Luke Road
Mississauga, ON L4W 2K5

TO: Checkers Cleaning Supply
371 Scanlan Street
London, ON N5W 6G9

TO: COMTOW
2677 Drew Road
Mississauga, ON L4T 3X1

TO: Country Collison
40133 Longhurst Line
RR #7
St. Thomas, ON N5P 3T2

TO: CRA Tax Ontario
Quebec Insolvency Intake Centre
Shawinigan – Sud National Verification
and Collection Centre
4695 Shawinigan-Sud Blvd.
Shawinigan-Sud QC G9P 5H9

TO: DNO Towing
1020 Talbot Street
St. Thomas, ON N5P 1G3

TO: Dowler Karn Limited
Sherry Robinson
43841 Talbot Line
RR #3
St. Thomas, ON N5P 3S7

TO: Duncan Mill Consultants
225 Duncan Mill Road
Suite 101
Toronto, ON M3B 3K9

TO: Express Employment Professionals
P.O. Box 9245
Postal Station A
Toronto, ON M5W 3M1

TO: Expressway Trucks
2943 Cedar Creek Road
Ayr, ON N0B 1E0

TO: Forest City Staffing
60 Meg Drive
London, ON N6E 3T6

TO: Granval
3-35 Lingard Road
Cambridge, ON N1T 2H4

TO: GTM Legal Services
P.O. Box 1413
426 King Street West
Prescott, ON K0E 1T0

TO: Kal Tire
20 Enterprise Drive
London, ON N3N 1A7

TO: KAS Personnel Services Inc.
7895 Tranmere Drive
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TO: KJM Alignment Services Inc.
3 Phoebe Crescent
Elmira, ON N3B 3B9

TO: Liffow Limited
P.O. Box 8092, Station A
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2899 Plymouth Drive
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TO: Pro Trans Personnel Service
1575 Bishop Street North
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4230 Fountain Street North
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TO: Rescue Team
96 Hinrichs Crescent
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TO: Revolution Staffing
69 Mary Street
Barrie, ON L4V 1T2

TO: Rob Gillies Truck & Auto Service
21 Laing Blvd.
St. Thomas, ON N5P 4B5

TO: Ross Towing
995 Pond Mills Road
London, ON N6N 1C3

TO: Safety Kleen Canada
P.O. Box 15221, Station A
Toronto, ON M5W 1C1

TO: Shareholder
150 Dennis Road
St. Thomas, ON N5P 0B6

TO: Spectrum Communications
79 Wellington Street
London, ON N6B 2K4

TO: TEF Link Security Group Inc.
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Cambridge, ON N1R 2G5

TO: The Agency Employment Services
125 Wallace Avenue North
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Box 160
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TO: Trailer Wizards
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TO: Transit Hogg Fuel & Supply Limited
5 Hill Street
Kitchener, ON N2G 4R3

TO: Transit Trailer Limited
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Chatham, ON N7M 5J3

TO: Tubby's Truck & Trailer
545 Hudson Drive
Dorchester, ON N0L 1G5

TO: Twin City Graphics
350 Shirley Avenue
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TO: Verus Valuations Ltd.
23850 River Road
Maple Ridge, BC V2W 1B7

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P.O. Box 4115, Station A
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TO: Yale Industrial Trucks Inc.
37 Intrepid Court
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ONTARIO
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BANKRUPTCY AND INSOVLENCY

IN THE MATTER OF THE PROPOSAL OF 1787930 ONTARIO INC. CARRYING ON
BUSINESS AS MESSENGER FREIGHT SYSTEMS OF THE CITY OF ST. THOMAS, IN
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ONTARIO
SUPERIOR COURT OF JUSTICE
BANKRUPTCY AND INSOVLENCY

IN THE MATTER OF THE PROPOSAL OF 1787930 ONTARIO INC. CARRYING ON BUSINESS AS MESSENGER FREIGHT SYSTEMS OF THE CITY OF ST. THOMAS, IN THE PROVINCE OF ONTARIO

NOTICE OF MOTION

(Returnable July 31, 2018)

1787930 Ontario Inc. ("**178**") will make a motion pursuant to section 50.4(9) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 (the "**Act**") for an order extending the time for filing a proposal, before the Court on Tuesday, the 31st day of July, 2018, at 80 Dundas Street, London, Ontario, N6A 6A3 at 10:00 a.m. or as soon after that time as the motion can be heard.

PROPOSED METHOD OF HEARING: orally

THIS MOTION IS FOR:

1. an Order, if necessary, dispensing or abridging the time for service of the within Motion;
2. An Order extending the time for 178 to file its proposal to its creditors to September 14, 2018.
3. Such further and other Orders as this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION ARE:

1. 178 filed a Notice of Intention to Make a Proposal to its creditors under the provisions of the Act.

2. 178 and related parties have been negotiating in an effort to restructure their business affairs. These negotiations are complex and 178 requires further time to formulate its proposal.

3. The relief sought is required on an urgent basis as the time for the filing of a proposal with the Official Receiver in these proceeding expires on August 1, 2018.

4. 178 has acted, and is acting, in good faith and with due diligence in performing its current and ongoing services in order to maximize the funds available to submit a viable proposal.

5. An extension of time is required to allow 178 to complete the current and ongoing negotiations to support a viable proposal.

6. With assistance being provided by MNP Ltd., 178 is likely to present a viable proposal to its creditors if it is granted an extension of time.

7. The resolution of matters for the submission of a viable proposal are for the benefit of the creditors and there will be no material prejudice to any creditor on the granting of the extension sought.

8. Sections 50.4(7)(b)(ii) and 50.4(9) of the Act.

9. Rules 3.02 and 37 of the Rules of Civil Procedure.

10. Such further and other grounds as this Honourable Court may deem just.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of this Motion:

- 1. Affidavit of Louise Vonk, together with Exhibits.
- 3. Such further and other relief as this Honourable Court may deem just.

Dated: July 23, 2018

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 Barristers and Solicitors
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BUSINESS AS MESSENGER FREIGHT SYSTEMS OF THE CITY OF ST. THOMAS, IN
THE PROVINCE OF ONTARIO

AFFIDAVIT
(sworn July 12, 2018)

I, Louise Vonk (also known as Louise Vonk-Hiddink), of the City of St. Thomas, in the
Province of Ontario, **MAKE OATH AND SAY AS FOLLOWS:**

1. I am the sole officer, director, and the controlling mind of 1787930 Ontario Inc. ("178")
and as such have personal knowledge of the matters hereinafter deposed to. Where my
knowledge is stated to be on information and belief, I verily believe such information to be true.

2. On July 2, 2018, 178 filed a Notice of Intention to Make a Proposal ("NOI") under the
Bankruptcy and Insolvency Act (the "BIA"). Annexed hereto and marked as **Exhibit "A"** to this
my affidavit is a true copy of the Notice of Intention to Make a Proposal.

3. MNP Ltd of 111 Richmond Street West, Suite 300, Toronto, Ontario, M5H 2G4
("MNP") has consented to Act as Trustee under the Proposal. I have been advised by Sheldon
Title a Licenced Insolvency Trustee who works at MNP and who is acquainted with 178's NOI
that MNP does not oppose the grant of the extension being requested herein.

4. In accord with the provisions of the BIA, I have caused a cash flow statement to be filed
with MNP. Annexed hereto and marked as **Exhibit "B"** to this my affidavit is a true copy of the
Cash Flow statement as filed.

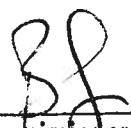
5. 178 has good and valid contracts which will permit it to submit a viable proposal which
will maximize its payments to its creditors.

- 6. If the extension requested herein is not granted, 178 will cease to carry on business and the proceeds of the contracts will be lost.
- 7. 178 is acting in good faith and with due diligence in completing its current and ongoing projects in order to maximize the funds available to submit a viable the Proposal.
- 8. The matters in issue to finalize a viable proposal are complex. An extension of time is required to allow 178 to address the sale of or refinancing of real property which is owned by 178 and which has unencumbered equity to submit a viable proposal.
- 9. 178 will likely be able to make a viable proposal if the extension sought is granted.
- 10. The ongoing actions of 178 are for the benefit of 178's creditors and there will be no material prejudice to any creditor on the granting of the extension sought.
- 11. The requested extension will allow 178 to submit a proposal which will result in the highest financial recoveries for the benefit of 178's creditors
- 12. The grant of the requested extension will not materially prejudice any of 178's creditors.
- 13. This affidavit is filed in support of a motion seeking the extension of the time within which 178 may file its proposal, and for no improper purpose.

SWORN before me in the City of
 Toronto in the Province of Ontario,
 this 12 day of July, 2018

)
)
)
)

 Louise Vonk



 Commissioner for Taking Affidavits

This is Exhibit "A" Referred to in the
Affidavit of Louise Vonk (aka Louise Vonk-Hiddink)
sworn before me this 12 day
of July, 2018



A commissioner, etc.

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District of: Ontario
Division No. 05 - London
Court No.
Estate No.

- FORM 33 -
Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the matter of the proposal of
1787930 Ontario Inc cob as Messenger Freight Systems
of the City of St. Thomas
in the Province of Ontario

Take notice that:

1. 1787930 Ontario Inc. cob as Messenger Freight Systems, an insolvent person, state, pursuant to subsection 50.4(1) of the Bankruptcy and Insolvency Act (the "Act"), that we intend to make a proposal to our creditors.
2. MNP LTD. of 300 - 111 Richmond Street West, Toronto, ON, M5H 2G4, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against us are stayed as of the date of filing of this notice with the official receiver in our locality.

Dated at the City of Toronto in the Province of Ontario, this 2nd day of July 2018.



1787930 Ontario Inc. oa Messenger Freight Systems
Insolvent Person

To be completed by Official Receiver:

Filing Date

Official Receiver

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

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- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the proposal of
 1787930 Ontario Inc ccb as Messenger Freight Systems
 of the City of St. Thomas
 in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Active Heavy Towing Recovery Tilt	1764 Victoria Street North Kitchener ON N2B 3E5		1,158.25
Altruck Idealease	405 Laird Road Guelph ON N1G 4P7		805,931.58
Altruck International Truck Centres	405 Laird Road Guelph ON N1G 4P7		61,159.86
Baker Heavy Towing Inc.	250 Dundas St South Cambridge ON N1R 8A8		665.50
Bank of Nova Scotia	Harrison Pensa 450 Talbot Street PO Box 3237 London ON N6A 4K3		2,019,960.00
Bank of Nova Scotia	Harrison Pensa LLP 450 Tablot Street PO Box 3237 London ON N6A 4K3		42,383.98
BFI Print & Promotion Solutions	6-1031 Hubrey Road London ON N6N 1B4		4,186.65
Brent W. Swanick	225 Duncan Mill Road Don Mills ON M3B 3K9		54,977.23
Carrier Truck Centres	645 Athlone Place WOODSTOCK ON N4S 7V8		5,612.95
Checker Flag Leasing	4-5845 Luke Road Mississauga ON L4W 2K5		1,288.20
Checkers Cleaning Supply	371 Scanlan Street London ON N5W 6G9		3,360.54
COMTOW	2677 Drew Road Mississauga ON L4T 3X1		844.12
Country Collision	40133 Longhurst Line R.R. #7 St. Thomas ON N5P 3T2		694.56

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

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 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the proposal of
 1787930 Ontario Inc ccb as Messenger Freight Systems
 of the City of St. Thomas
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List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
CRA - Tax - Ontario Quebec Insolvency Intake Centre	Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9		202,110.00
DNO Towing	1020 Talbot Street St. Thomas ON N5P 1G3		395.50
Dowler-Karn Limited Sherry Robinson	43841 Talbot Line, RR #3 St Thomas ON N5P 3S7		261.50
Duncan Mill Consultants	225 Duncan Mill Road, Suite 101 Toronto ON M3B 3K9		15,034.65
Express Employment Professionals	PO Box 9245 Postal Stn A Toronto ON M5W 3M1		1,956.31
Expressway Trucks	2943 Cedar Creek Road Ayr ON N0B 1E0		19,716.78
Forest City Staffing	60 Meg Drive London ON N6E 3T6		748,652.05
Granval	3-35 Lingard Rd Cambridge ON N1T 2H4		3,295.00
GTM Legal Services	PO Box 1413, 426 King St West Prescott ON K0E 1T0		339.00
Kal Tire	20 Enterprise Drive London ON N3N 1A7		21,715.13
KAS Personnel Services Inc.	7895 Tranmere Drive, Unit #18 Mississauga ON L5S 1V9		90,507.91
KJM Alignment Services Inc.	3 Phoebe Cres Elmira ON N3B 3B9		322.05
Liftow Limited	PO.Box 8092, Stn A Toronto ON M5W 3W5		908.44
Masterlift Inc.	2899 Plymouth Drive OAKVILLE ON L6H 6G7		315.27

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

15.

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the proposal of
 1787930 Ontario Inc c/o as Messenger Freight Systems
 of the City of St. Thomas
 in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Perfect Pen & Stationery	PO Box 4090 Station A Toronto ON M5W 0E9		849.08
ProTrans Personnel Service	1575 Bishop Street North, Suite 400 Cambridge ON N1R 7J4		159,498.58
ProTreadz 2012	4230 Fountain St. N Cambridge ON N3H 4R7		813.35
Rescue Team	96 Hinrichs Cr Cambridge ON N1T 0A9		10,197.52
Revolution Staffing	69 Mary Street Barrie ON L4V 1T2		9,749.65
Rob Gillies Truck & Auto Service	21 Laing Blvd St. Thomas ON N5P 4B5		7,698.78
ROSS TOWING	995 POND MILLS ROAD London ON N6N 1C3		1,525.50
Safety-Kleen Canada	PO Box 15221, Station A Toronto ON M5W 1C1		1,453.86
Shareholder	150 Dennis Road London ON N5P 0B6		92,362.00
Spectrum Communications	79 Wellington Street London ON N6B 2K4		761.22
TEF Link Security Group Inc.	18 Concession St, Unit 103, Suite 2 Cambridge ON N1R 2G5		3,204.65
The Agency Employment Services	125 Wallace Avenue North Listowel ON N4W 1K8		48,999.70
The Aylmer Express	390 Talbot Street East Box 160 Aylmer ON N5H 2R9		4,123.37
Trailer Wizards	4649 Hastings Street Burnaby BC V5C 2K6		2,651.29
Transit Hogg Fuel & Supply Limited	5 Hill Street Kitchener ON N2G 4R3		96,950.58

District of: Ontario
Division No. 05 - London
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Notice of Intention To Make a Proposal
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1787930 Ontario Inc c/b as Messenger Freight Systems
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Creditor	Address	Account#	Claim Amount
Transit Trailer Limited	22217 Bloomfield Road, RR #3 Chatham ON N7M 5J3		3,257.32
Tubby's Truck & Trailer	545 Hudson Drive Dorchester ON N0L 1G5		19,324.96
Twin City Graphics	350 Shirley Avenue, Unit 3 Kitchener ON N2B 2E1		592.12
Verus Valuations Ltd.	23850 River Road Maple Ridge BC V2W 1B7		333.35
Workplace Safety Insurance Board	PO Box 4115 Station A Toronto ON M5W 2V3		19,500.00
Yale Industrial Trucks Inc.	37 Intrepid Court London ON N5V 4N8		1,371.97
Total			4,592,971.86



1787930 Ontario Inc. c/b as Messenger Freight Systems
Insolvent Person

- Proposal Consent -

In the matter of the proposal of
1787930 Ontario Inc. cob as Messenger Freight Systems
of the City of St. Thomas
in the Province of Ontario

To whom it may concern,

This is to advise that we hereby consent to act as trustee under the Bankruptcy and Insolvency Act for the proposal of 1787930 Ontario Inc. cob as Messenger Freight Systems.

Dated at the City of Toronto in the Province of Ontario, this 2nd day of July 2018.

MNP LTD. - Licensed Insolvency Trustee



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



Industry Canada

Industrie Canada

Office of the Superintendent
of Bankruptcy Canada

Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 05 - London
Court No. 35-2395481
Estate No. 35-2395481

In the Matter of the Notice of Intention to make a
proposal of:

1787930 Ontario Inc.
Insolvent Person

MNP LTD / MNP LTÉE
Licensed Insolvency Trustee

Date of the Notice of Intention: July 02, 2018

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: July 03, 2018, 09:22

E-File/Dépôt Electronique

Official Receiver

Federal Building - London, 451 Talbot Street, Suite 303, London, Ontario, Canada, N6A5C9, (877)376-9902



This is Exhibit "B" Referred to in the
Affidavit of Louise Vonk (aka Louise Vonk-Hiddink)
sworn before me this 12 day
of July, 2018


A commissioner, etc.

1787930 Ontario Inc. and 1732427 Ontario Inc.
 Projected Weekly Statements of Cash Flows
 For the 13 weeks ended September 28, 2018


	Weekly												
	1	2	3	4	5	6	7	8	9	10	11	12	13
	09/01/2018	13/01/2018	20/01/2018	27/01/2018	03/02/2018	10/02/2018	17/02/2018	24/02/2018	31/02/2018	07/03/2018	14/03/2018	21/03/2018	28/03/2018
Income Statement													
REVENUE	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692
Total Revenue	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692	407,692
COST OF GOODS SOLD													
Wages and Benefits	86,856	129,600	129,600	129,600	129,600	129,600	129,600	129,600	129,600	129,600	129,600	129,600	129,600
Fuel	137,827	94,000	94,000	94,000	94,000	94,000	94,000	94,000	94,000	94,000	94,000	94,000	94,000
Sub-Contract	63,386	67,000	67,000	67,000	67,000	67,000	67,000	67,000	67,000	67,000	67,000	67,000	67,000
Contract Labour	-	-	-	-	-	-	-	-	-	-	-	-	-
Amortization - Cost of Trucking	-	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500
Equipment Rental	-	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500	6,500
Truck & Trailer Repairs Mctc	-	-	-	-	-	-	-	-	-	-	-	-	-
Towing	-	-	-	-	-	-	-	-	-	11,096	11,096	11,096	11,096
Vehicle Insurance	-	25	25	25	25	25	25	25	25	25	25	25	25
Communications	3,348	8,178	8,178	8,178	8,178	8,178	8,178	8,178	8,178	8,178	8,178	8,178	8,178
Licenses and Permits	-	50	50	50	50	50	50	50	50	50	50	50	50
Travel Expense	500	650	650	650	650	650	650	650	650	650	650	650	650
Shop Supplies	-	320	320	320	320	320	320	320	320	320	320	320	320
Warehouse Supplies	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800
Postage Expense	-	677	677	677	677	677	677	677	677	677	677	677	677
Building and Yard Maintenance	-	1,208	1,208	1,208	1,208	1,208	1,208	1,208	1,208	1,208	1,208	1,208	1,208
Road Expense	-	-	-	-	-	-	-	-	-	44,560	44,560	44,560	44,560
Other	48,538	44,560	44,560	44,560	44,560	44,560	44,560	44,560	44,560	44,560	44,560	44,560	44,560
Refilling Stock Rental	342,254	355,268	357,068	355,268	357,068	355,268	357,068	355,268	357,068	355,268	357,068	355,268	357,068
Total COGS	65,438	52,424	50,624	52,424	50,624	52,424	50,624	52,424	50,624	41,328	39,628	41,328	39,628
GROSS PROFIT	16%	13%	12%	13%	12%	13%	12%	13%	12%	10%	10%	10%	10%
OPERATING EXPENSES													
Advertising & Promotion	-	200	200	200	200	200	200	200	200	200	200	200	200
Amortization - Office & Admin	-	-	-	-	-	-	-	-	-	-	-	-	-
Bad Debts	-	2,333	2,333	2,333	1,867	1,867	1,867	1,867	1,867	2,333	2,333	2,333	2,333
Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest expense - Scotia second mortgage	30	50	50	250	50	50	50	50	250	50	50	50	250
Bank Charges	2,275	2,275	2,275	2,275	2,275	2,275	2,275	2,275	2,275	2,275	2,275	2,275	2,275
Interest on Capital Leases	8,064	8,064	8,064	8,064	8,064	8,064	8,064	8,064	8,064	8,064	8,064	8,064	8,064
Interest on Factoring Loan	-	1,000	1,958	1,200	800	900	1,100	1,200	1,100	1,500	1,500	1,250	1,300
Office & General	-	-	-	-	-	-	-	-	-	-	-	-	-
Vehicles	-	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	250	250	250	200	200	200	200	200	250	250	250	250
WSIB	-	1,750	1,750	1,750	1,400	1,400	1,400	1,400	1,400	1,750	1,750	1,750	1,750
Professional Fees	-	-	-	58,346	-	-	-	-	-	-	-	-	-
Property tax arrears payments	-	-	48,000	-	-	-	48,000	-	-	-	48,000	-	-
Scotia First Mortgage	-	-	-	10,270	-	-	-	-	10,270	-	-	-	-
Rental Expense - Cambridge	10,270	500	500	500	500	500	500	500	500	500	500	500	500
Repairs and Maintenance	13,761	20,100	20,100	20,100	20,100	20,100	20,100	20,100	20,100	20,100	20,100	1,762	4,799
Salaries and Wages Admin & Indirect Labour	-	-	404	4,799	-	-	-	-	4,500	-	-	-	-
Utilities	-	-	-	4,900	-	-	-	-	-	-	-	-	-
Telephone	34,900	36,523	85,285	114,837	35,456	35,556	83,756	46,126	45,384	36,623	85,023	38,535	56,891
Earnings from operations	30,538	15,501	(34,861)	(62,413)	15,168	16,868	(33,132)	6,298	4,838	4,706	(45,494)	2,794	(2,559)
Provision for income taxes	4,581	2,385	(5,199)	(9,362)	2,275	2,530	(4,970)	945	696	706	(5,824)	419	(2,559)
Net earnings for the period	25,957	13,116	(29,662)	(53,051)	12,893	14,338	(28,162)	5,353	3,944	4,000	(38,670)	2,375	(14,504)
Retained earnings - Beginning	2,980,811	3,005,768	3,020,284	2,990,823	2,937,771	2,950,664	2,965,002	2,936,840	2,942,193	2,946,136	2,950,136	2,911,468	2,913,841
Retained earnings - End	3,006,768	3,020,284	2,990,622	2,937,771	2,950,664	2,965,002	2,936,840	2,942,193	2,946,136	2,950,136	2,911,468	2,913,841	2,899,337

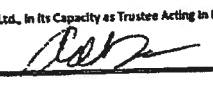
1787930 Ontario Inc. and 1732427 Ontario Inc.
 Projected Weekly Statements of Cash Flows
 For the 13 weeks ended September 28, 2018

	Weekly												
	1	2	3	4	5	6	7	8	9	10	11	12	13
	06/27/2018	13/07/2018	20/07/2018	27/07/2018	03/08/2018	10/08/2018	17/08/2018	24/08/2018	31/08/2018	07/09/2018	14/09/2018	21/09/2018	28/09/2018
Statement of Cash Flows													
Operating													
Net Earnings	25,957	13,516	(29,462)	(53,051)	12,883	14,338	(28,162)	5,353	3,944	4,000	(38,670)	2,375	(14,504)
Items not affecting cash													
PIX Interest	5,611	5,619	5,635	5,651	5,667	5,684	5,700	5,716	5,733	5,749	5,766	5,783	5,799
Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-
Changes in non-cash NWC													
Accounts receivable	-	-	-	-	-	-	-	-	-	-	-	-	-
Prepaid expenses	-	-	-	-	-	-	-	-	-	-	-	-	-
Accounts payable and accrued liabilities	-	-	-	-	-	-	-	-	-	-	-	-	-
Payroll taxes arrears	2,800	-	-	-	-	-	-	-	-	-	-	-	-
Income taxes arrears	5,000	-	-	-	-	-	-	-	-	-	-	-	-
WSIB arrears	(0)	-	-	-	-	-	-	-	-	-	-	-	-
Cash from Operating Activities	29,368	19,135	(23,827)	(47,400)	18,580	20,021	(22,462)	11,070	9,677	9,748	(32,904)	8,157	(8,704)
Investing													
Cash from Investing Activities													
Financing													
Increase (decrease) in short-term debt, net	-	-	-	-	-	-	-	-	-	-	-	-	-
Shareholder loan repayment	-	-	-	-	-	-	-	-	-	-	-	-	-
Increase (decrease) in long-term debt	-	-	-	-	-	-	-	-	-	-	-	-	-
(Decrease) increase in obligations under capital fe	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)
Cash from Financing Activities	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)	(18,803)
Net (decrease)/increase in cash	20,565	332	(42,630)	(66,204)	(243)	1,218	(41,265)	(7,733)	(9,127)	(9,054)	(51,707)	(10,446)	(27,508)
Cash/(Indebtedness) - Beg	89,816	110,381	110,713	68,083	1,879	1,636	2,854	(38,411)	(46,145)	(55,271)	(64,325)	(116,033)	(126,679)
Cash/(Indebtedness) - End	110,381	110,713	68,083	1,879	1,636	2,854	(38,411)	(46,145)	(55,271)	(64,325)	(116,033)	(126,679)	(154,186)

1787930 Ontario Inc. and 1732427 Ontario Inc.
 Projected Weekly Statements of Cash Flows
 For the 13 weeks ended September 28, 2018

	Weekly												
	1	2	3	4	5	6	7	8	9	10	11	12	13
	04/07/2018	12/07/2018	20/07/2018	27/07/2018	03/08/2018	10/08/2018	17/08/2018	24/08/2018	31/08/2018	07/09/2018	14/09/2018	21/09/2018	28/09/2018
Balance Sheet													
ASSETS													
Current													
Cash (overdraft)	110,281	110,713	68,083	1,879	1,636	7,854	(38,411)	(46,145)	(55,271)	(64,325)	(116,033)	(126,679)	(154,186)
Accounts receivable	-	-	-	-	-	-	-	-	-	-	-	-	-
Prepaid Expenses	32,187	32,187	32,187	32,187	32,187	32,187	32,187	32,187	32,187	32,187	32,187	32,187	32,187
Total current assets	142,568	142,900	100,270	34,066	33,823	35,041	(6,224)	(13,958)	(23,084)	(32,138)	(83,846)	(94,492)	(121,999)
Due from related parties	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059	1,998,059
Property, plant and equipment	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203	5,454,203
Total assets	7,594,830	7,595,162	7,552,532	7,486,328	7,486,085	7,487,303	7,445,038	7,438,304	7,429,178	7,420,124	7,368,416	7,357,770	7,330,263
LIABILITIES													
Current													
Accounts payable and accrued liabilities	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000
Due to shareholder	176,397	176,397	176,397	176,397	176,397	176,397	176,397	176,397	176,397	176,397	176,397	176,397	176,397
Payroll taxes payable	261,546	261,546	261,546	261,546	261,546	261,546	261,546	261,546	261,546	261,546	261,546	261,546	261,546
Income taxes payable	28,540	28,540	28,540	28,540	28,540	28,540	28,540	28,540	28,540	28,540	28,540	28,540	28,540
WSIB arrears	9,852	9,852	9,852	9,852	9,852	9,852	9,852	9,852	9,852	9,852	9,852	9,852	9,852
BNS Second Mortgage	1,950,611	1,956,229	1,981,864	1,967,515	1,973,183	1,978,866	1,984,566	1,990,283	1,996,016	2,001,765	2,007,531	2,013,314	2,019,113
Current portion of capital lease obligations	387,228	387,228	387,228	387,228	387,228	387,228	387,228	387,228	387,228	387,228	387,228	387,228	387,228
Total current liabilities	4,514,173	4,519,782	4,525,427	4,531,078	4,536,745	4,542,429	4,548,129	4,553,845	4,559,578	4,565,328	4,571,094	4,576,877	4,582,676
Long Term Debt													
Obligations under capital leases	1,503,861	1,485,058	1,466,255	1,447,451	1,428,648	1,409,845	1,391,042	1,372,239	1,353,435	1,334,632	1,315,829	1,297,026	1,278,222
Total liabilities	6,018,034	6,004,850	5,991,681	5,978,529	5,965,393	5,952,274	5,939,171	5,926,084	5,913,014	5,899,960	5,886,923	5,873,902	5,860,898
SHAREHOLDER'S EQUITY													
Capital Stock	100	100	100	100	100	100	100	100	100	100	100	100	100
Retained Earnings Opening	1,550,789	1,576,696	1,598,212	1,560,750	1,507,899	1,520,592	1,534,929	1,506,767	1,512,121	1,516,064	1,520,064	1,481,394	1,483,768
Add: Net Income/(Loss)	25,957	13,516	(29,482)	(53,051)	12,893	14,338	(28,163)	5,353	3,944	4,000	(38,670)	2,375	(14,504)
Total shareholder equity	1,576,796	1,590,312	1,568,850	1,507,799	1,520,692	1,535,029	1,508,867	1,512,221	1,516,164	1,520,164	1,481,494	1,483,868	1,469,265
Total liabilities and equity	7,594,830	7,595,162	7,552,532	7,486,328	7,486,085	7,487,303	7,445,038	7,438,304	7,429,178	7,420,124	7,368,416	7,357,770	7,330,263

1787930 Ontario Inc. and 1732427 Ontario Inc.

 Per Louise Vank

MNP Ltd., in its Capacity as Trustee Acting in Re: The Proposal of 1787930 Ontario Inc. and 1732427 Ontario Inc.

 Per Sheldon Title

District of: Ontario
Division No. 05 - London
Court No. 35-2395481
Estate No. 35-2395481

-- FORM 29 --
Trustee's Report on Cash-Flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the proposal of
1787930 Ontario Inc. cob as Messenger Freight Systems
of the City of St. Thomas
in the Province of Ontario

The attached statement of projected cash flow of 1787930 Ontario Inc. cob as Messenger Freight Systems, as of the 12th day of July 2018, consisting of Statement of Weekly Projected Cash Flow for the Period ending September 28, 2018, has been prepared by the management of the insolvent person (or the insolvent debtor) for the purpose described in the notes attached, using the probable and hypothetical assumptions set out in the notes attached.

Our review consisted of inquiries, analytical procedures and discussion related to information supplied to us by: the management and employees of the insolvent person or the insolvent person. Since hypothetical assumptions need not be supported, our procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the projection. We have also reviewed the support provided by: management or the insolvent person for the probable assumptions and preparation and presentation of the projection.

Based on our review, nothing has come to our attention that causes us to believe that, in all material respects,

- (a) the hypothetical assumptions are not consistent with the purpose of the projection;
- (b) as at the date of this report, the probable assumptions developed are not suitably supported and consistent with the plans of the insolvent person or do not provide a reasonable basis for the projection, given the hypothetical assumptions; or
- (c) the projection does not reflect the probable and hypothetical assumptions.


Since the projection is based on assumptions regarding future events, actual results will vary from the information presented even if the hypothetical assumptions occur, and the variations may be material. Accordingly, we express no assurance as to whether the projection will be achieved.

The projection has been prepared solely for the purpose described in the notes attached, and readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Toronto in the Province of Ontario, this 12th day of July 2018.

MNP LTD. - Licensed Insolvency Trustee

Per:



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

District of: Ontario
Division No. 05 - London
Court No. 35-2395481
Estate No. 35-2395481

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FORM 29 - Attachment
Trustee's Report on Cash-flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the proposal of
1787930 Ontario Inc. cob as Messenger Freight Systems
of the City of St. Thomas
in the Province of Ontario

Purpose:

1. The Statement of Weekly Projected Cash Flow has been prepared for the period commencing July 2, 2018, solely for the purpose of complying with Part III of the Bankruptcy and Insolvency Act.

Projection Notes:

2. Hypothetical Assumptions

Hypothetical assumptions as defined in the Standards of Professional Practice of the Canadian Association of Insolvency and Restructuring Professionals are assumptions that assume a set of economic conditions or courses of action that are not necessarily the most important in the insolvent person's judgment, but are consistent with the purpose of the Statement of Projected Cash Flow.

3. Probable Assumptions

Probable assumptions as defined in the Standards of Professional Practice of the Canadian Association of Insolvency and Restructuring Professionals are assumptions that the Insolvent Person believes reflects the most probable set of economic conditions and planned courses of action, are suitably supported, consistent with the plans of the Insolvent Person and provide a reasonable basis for the Statement of Projected Cash Flow.

Assumptions:

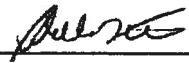
4. The Statement of Weekly Projected Cash Flow includes the following Hypothetical and/or Probable Assumptions:

- a) These cash flow projections have been prepared on a consolidated basis as the operations of 1787930 Ontario Inc. cob Messenger Freight Systems and 1732427 Ontario Inc. (collectively, the "Companies") are inter-dependent.
- b) Revenues are based on historical results reflecting increases in transportation rates recently negotiated by the Companies with certain of its customers. 1787930 Ontario Inc. will continue to obtain financing from Baron Financing Incorporated ("Baron") by selling and assigning to Baron certain accounts receivable pursuant to the terms of a Full Factoring Agreement, dated January 26, 2018.
- c) The supply of goods and services are assumed to be on a cash on delivery basis.
- d) Pursuant to Section 69(1) of the Act, all creditors' claims are subject to a stay of proceedings.
- e) No provision has been made for payment of obligations incurred prior to July 2, 2018, the filing date of the NOI.
- f) Wages, salaries and benefits - Based on current payroll and contract requirements.

Dated at the City of Toronto in the Province of Ontario, this 12th day of July 2018.

MNP LTD. - Licensed Insolvency Trustee
Per:

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

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District of: Ontario
Division No. 05 - London
Court No. 35-2395481
Estate No. 35-2395481

- FORM 30 -

Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2)(c) of the Act)

In the matter of the proposal of
1787930 Ontario Inc. cob as Messenger Freight Systems
of the City of St. Thomas
in the Province of Ontario

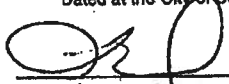
The Management of 1787930 Ontario Inc. cob as Messenger Freight Systems, has/have developed the assumptions and prepared the attached statement of projected cash flow of the insolvent person, as of the 12th day of July 2018, consisting of Statement of Weekly Projected Cash Flow for the Period ending September 28, 2018.

The hypothetical assumptions are reasonable and consistent with the purpose of the projection described in the notes attached, and the probable assumptions are suitably supported and consistent with the plans of the insolvent person and provide a reasonable basis for the projection. All such assumptions are disclosed in the notes attached.

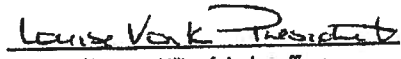
Since the projection is based on assumptions regarding future events, actual results will vary from the information presented, and the variations may be material.

The projection has been prepared solely for the purpose described in the notes attached, using a set of hypothetical and probable assumptions set out in the notes attached. Consequently, readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of St. Thomas in the Province of Ontario, this 12th day of July 2018.



1787930 Ontario Inc. cob as Messenger
Freight Systems
Debtor



Name and title of signing officer

Name and title of signing officer

District of: Ontario
Division No. 05 - London
Court No. 35-2395481
Estate No. 35-2395481

FORM 30 - Attachment
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2)(c) of the Act)

In the matter of the proposal of
1787930 Ontario Inc. cob as Messenger Freight Systems
of the City of St. Thomas
in the Province of Ontario

Purpose:

1. The Statement of Weekly Projected Cash Flow has been prepared for the period commencing July 2, 2018; solely for the purpose of complying with Part III of the Bankruptcy and Insolvency Act.

Projection Notes:

2. Hypothetical Assumptions

Hypothetical assumptions as defined in the Standards of Professional Practice of the Canadian Association of Insolvency and Restructuring Professionals are assumptions that assume a set of economic conditions of courses of action that are not necessarily the most important in the insolvent person's judgment, but are consistent with the purpose of the Statement of Projected Cash Flow.

3. Probable Assumptions

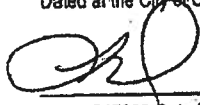
Probable assumptions as defined in the Standards of Professional Practice of the Canadian Association of Insolvency and Restructuring Professionals are assumptions that the insolvent Person believes reflects the most probable set of economic conditions and planned courses of action, are suitably supported, consistent with the plans of the insolvent Person and provide a reasonable basis for the Statement of Projected Cash Flow.

Assumptions:

4. The Statement of Weekly Projected Cash Flow includes the following Hypothetical and/or Probable Assumptions:

- a) These cash flow projections have been prepared on a consolidated basis as the operations of 1787930 Ontario Inc. cob Messenger Freight Systems and 1732427 Ontario Inc. (collectively, the "Companies") are inter-dependent.
- b) Revenues are based on historical results reflecting increases in transportation rates recently negotiated by the Companies with certain of its customers. 1787930 Ontario Inc. will continue to obtain financing from Baron Financing Incorporated ("Baron") by selling and assigning to Baron certain accounts receivable pursuant to the terms of a Full Factoring Agreement, dated January 26, 2018.
- c) The supply of goods and services are assumed to be on a cash on delivery basis.
- d) Pursuant to Section 69(1) of the Act, all creditors' claims are subject to a stay of proceedings.
- e) No provision has been made for payment of obligations incurred prior to July 2, 2018, the filing date of the NOI.
- f) Wages, salaries and benefits -- Based on current payroll and contract requirements.

Dated at the City of St. Thomas in the Province of Ontario, this 12th day of July 2018.



1787930 Ontario Inc. cob as Messenger
Freight Systems

IN THE MATTER OF THE PROPOSAL OF 1787930 ONTARIO INC. CARRYING ON BUSINESS AS MESSENGER FREIGHT SYSTEMS OF THE CITY OF ST. THOMAS, IN THE PROVINCE OF ONTARIO

Court File No. 35-2395481

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY

MOTION RECORD
(Returnable July 31, 2018)

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