

COURT FILE NUMBER                      QBG 1076 of 2021

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN  
IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE                      SASKATOON

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
CANADIAN DEVELOPMENT STRATEGIES INC.

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
CROSSROADS ONE INC.

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
OAK AND ASH FARM LTD.

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
1143402 ALBERTA LTD.

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
2061778 ALBERTA LTD.

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
1216699 ALBERTA LTD.

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
DEAN RUNZER

AND

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
LORI RUNZER

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**ORDER**

(Validity of Hoeller Mortgage, Approval of Professional Fees, Directions Regarding the Pioneer Financing, Directions Regarding the Trustee's Charge and Increase and Expansion of Administration Charge)

Before the Honourable Mr. Justice R.W. Elson in Chambers the 14<sup>th</sup> day of July, 2022.

Upon the application by Mike Russell, counsel on behalf of MNP Ltd., the proposal trustee (the "**Proposal Trustee**") of 1143402 Alberta Ltd., Canadian Development Strategies Inc., Crossroads One Inc., Oak and Ash Farm Ltd. ("**Oak and Ash**"), 1216699 Alberta Ltd., 2061778 Alberta Ltd. ("**206**"), Dean Runzer, and Lori Runzer (collectively, the "**FireSong Group**"), and upon hearing from Mike Russell on behalf of the Proposal Trustee, and upon hearing from Jeffrey M. Lee, Q.C., on behalf of the FireSong Group, and upon hearing from counsel on behalf of any other parties present, and upon reading the Notice of Application returnable on July 14, 2022, the Fifth Report of the Proposal Trustee, the Supplementary Report of the Proposal Trustee and the draft Order, all filed; and the pleadings and proceedings herein;

**The Court orders:**

**SERVICE**

1. Service of the Notice of Application on behalf of the Proposal Trustee and all materials filed in support thereof (collectively, the "**Application Materials**") shall be and is hereby deemed to be good and valid and, further, shall be and is hereby abridged, such that service of such Application Materials is deemed to be good, timely and sufficient.

**DEFINITIONS**

2. Terms not otherwise defined in this Order shall have the meanings ascribed to them in the Order Winding Up Trust and Vesting Trust in Beneficiary of the Honourable Mr. Justice N.G. Gabrielson dated December 22, 2021.

**VALIDITY AND ENFORCEABILITY OF THE HOELLER MORTGAGE**

3. The Hoeller Mortgage constitutes a valid and enforceable first-priority charge on the proceeds of the Pioneer Financing.

**APPROVAL OF FEES**

4. The fees and disbursements (the "**Professional Fees**") of the Proposal Trustee and Trustee's Counsel, W Law LLP, described in and attached to the Fifth Report of the Proposal Trustee and the Supplementary Report of the Proposal Trustee shall be and are hereby approved.

**DIRECTIONS REGARDING THE PIONEER FINANCING**

5. Trustee's Counsel shall deal with the proceeds of the Pioneer Financing as follows:
  - (a) first, the balance owing on the Hoeller Mortgage, upon the receipt by Trustee's Counsel from Ms. Hoeller or her counsel of a payout statement satisfactory to Trustee's Counsel, shall be paid forthwith from the proceeds of the Pioneer Financing in the amount indicated in such payout statement;
  - (b) second, should the Professional Fees not be paid in full by Benjamin Runzer within seven days of the date of this Order, Trustee's Counsel shall forthwith pay the Professional Fees from the proceeds of the Pioneer Financing; and

- (c) third, the balance of the Pioneer Financing (if any) shall be held in trust by Trustee's Counsel until further Order of the Court.

**DIRECTIONS REGARDING THE TRUSTEE'S CHARGE**

6. The Trustee's Charge shall be maintained on title to the Property until further Order of this Court.

**INCREASE AND EXPANSION OF THE ADMINISTRATION CHARGE**

7. Subject always to the statutory right to taxation (as applicable), the Administration Charge (as that term is defined in the Order of December 13, 2021, at paragraph 2) is hereby increased by an amount totalling \$175,0000 (the "**Increase to the Administration Charge**") to an aggregate amount totalling \$275,000.00, and expanded to include (in addition to the professional fees and disbursements of the Proposal Trustee and the professional fees and disbursements of legal counsel to the FireSong Group) the professional fees and disbursements of Trustee's Counsel, W Law LLP, both before and up to the making of this Order; provided, however, that the Increase to the Administration Charge shall not apply to the assets of 206 and Oak and Ash without further order of this Court.

**MIESCELLANEOUS**

8. The Proposal Trustee shall have leave to apply to this Court for advice and directions in relation to this Order on seven days' notice to the Service List established in these proceedings.

**ISSUED** at Saskatoon, Saskatchewan, this 18 day of July, 2022.

  
(Deputy) Local Registrar

**NOTICE**

Take notice that, unless the order is consented to by the respondent or a person affected by the order or unless otherwise authorized by law, every order made without notice to the respondent or a person affected by the order may be set aside or varied on application to the Court. You should consult your lawyer as to your rights.

**CONTACT INFORMATION AND ADDRESS FOR SERVICE**

Name of firm:	W Law LLP
Name of lawyer in charge of file:	Mike Russell
Address of legal firms:	Suite 300, 110 21st St E, Saskatoon SK S7K 0B6
Telephone number:	(306) 244-2242
E-mail address:	mrussell@wlaw.com

This order consented to in form and substance this 14<sup>th</sup> day of July, 2022.

**W LAW LLP**

Per:   
Mike Russell

This order consented to in form and substance this 14<sup>th</sup> day of July, 2022.

**MLT AIKINS LLP**

Per: \_\_\_\_\_  
Jeffrey M. Lee, Q.C.

This order consented to in form and substance this 14<sup>th</sup> day of July, 2022.

**MILLER THOMSON LLP**

Per: \_\_\_\_\_  
Susy Trace

This order consented to in form and substance this 14<sup>th</sup> day of July, 2022.

**MILLER THOMSON LLP**

Per: \_\_\_\_\_  
Dustin Gillanders

This order consented to in form and substance this 14<sup>th</sup> day of July, 2022.

**W LAW LLP**

Per: \_\_\_\_\_  
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