



MEYERS NORRIS PENNY LIMITED

District of ONTARIO
Division No. 09- Toronto
Court & Estate No. 31-1473576

**NOTICE OF BANKRUPTCY AND FIRST MEETING OF CREDITORS
(Subsection 102(1))**

**IN THE MATTER OF THE BANKRUPTCY OF
912087 ONTARIO LIMITED O/A BEACH ARMS RETIREMENT RESIDENCE
OF THE CITY OF TORONTO
IN THE PROVINCE OF ONTARIO**

Take notice that:

1. On March 15, 2011 an assignment in bankruptcy was filed on behalf of 912087 Ontario Limited o/a Beach Arms Retirement Residence, and the undersigned MEYERS NORRIS PENNY LIMITED, was appointed as trustee of the estate of the bankrupt by the official receiver, subject to affirmation by the creditors of the trustee's appointment or the substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on April 1, 2011 at 10:00 o'clock in the forenoon at the offices of the Trustee:

2 Bloor Street East, 11th Floor
Toronto, Ontario
M4W 1A8

3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a form of proof of claim, a form of proxy and a list of creditors with claims amounting to twenty-five (\$25) or more, showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.
6. Proofs of Claim and proxies should be forwarded by mail or fax to Meyers Norris Penny Limited at the address noted below to the attention of Lynn Cutler.

DATED AT TORONTO, ONTARIO this 21st day of March, 2011.

MEYERS NORRIS PENNY LIMITED
Trustee of the Estate of
912087 Ontario Limited o/a Beach Arms Retirement Residence

per: *Meyers Norris Penny Limited*
Trustee



INSOLVENCY & RESTRUCTURING PROFESSIONALS
1100 – 2 BLOOR ST E., TORONTO, ON CANADA M4W 1A8
PH. (416) 596-1711 FAX (416) 323-5242 mnpdebt.ca

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

Original Amended

- FORM 78 -
Statement of Affairs (Business Bankruptcy) made by an entity
(Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the matter of the bankruptcy of
912087 Ontario Limited
o/a Beach Arms Retirement Residence
of the City of Toronto
in the Province of Ontario

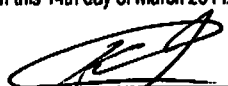
To the bankrupt

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of your bankruptcy, on the 11th day of March 2011. When completed, this Form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (As stated and estimated by the officer)		ASSETS (as stated and estimated by the officer)	
1. Unsecured creditors as per list "A"	167,843.90	1. Inventory	0.00
Balance of claims unsecured as per list "A" ..	1,082,239.00	2. Trade fixtures, etc.	0.00
Total unsecured creditors.	1,250,082.90	3. Accounts receivable and other receivables, as per list "E"	
2. Secured creditors value of security as per list "B"	8,022,004.00	Good	1.00
3. Preferred creditors as per list "C"	1.00	Doubtful	0.00
4. Contingent, trust claims or other liabilities as per list "D"	0.00	Bad	0.00
estimated to be reclaimable for		Estimated to produce	1.00
Total liabilities.	9,272,087.90	4. Bills of exchange, promissory note, etc., as per list "F" ...	0.00
Surplus.	NIL	5. Deposits in financial institutions	0.00
		6. Cash	0.00
		7. Livestock	0.00
		8. Machinery, equipment and plant.	0.00
		9. Real property or immovables as per list "G"	8,000,000.00
		10. Furniture	1.00
		11. RRSPs, RRIFs, life insurance, etc.	0.00
		12. Securities (shares, bonds, debentures, etc.)	0.00
		13. Interests under wills	0.00
		14. Vehicles	22,000.00
		15. Other property, as per list "H"	2.00
		If bankrupt is a corporation, add:	
		Amount of subscribed capital	0.00
		Amount paid on capital	0.00
		Balance subscribed and unpaid	0.00
		Estimated to produce	0.00
		Total assets	8,022,004.00
		Deficiency	1,250,083.90

I, Officer of the Bankrupt Corporation 910287 Ontario Limited, of the City of Toronto in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 14th day of March 2011 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
before me at the City of Toronto in the Province of Ontario,
on this 14th day of March 2011.



Ian Kibel, Commissioner of Oaths
For the Province of Ontario
Expires

**Ilan Sean Kibel, a Commissioner, etc.,
Province of Ontario,
for Meyers Norris Penny Limited,
Trustee in Bankruptcy.
Expires April 6, 2012.**



MEYERS NORRIS PENNY LIMITED, solely in its
capacity as Court Appointed Receiver and
Manager of 912087 Ontario Limited o/a Beach
Arms Retirement Residence, pursuant to
paragraph 27 of the Order of the Honourable Mr.
Justice Brown dated March 10, 2011.

District of
Division No.
Court No.
Estate No.

- FORM 78 - Continued -

List "A"
Unsecured Creditors

912087 Ontario Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim unsecured	Total claim
1	ACADIAN CARPET SALES & SERVICE	431 ALDEN ROAD, UNIT 5 MARKHAM ON L3R 3L4	4,286.16	0.00	4,286.16
2	ALMA FLORISTS	886 KINGSTON ROAD TORONTO ON M4E 1S3	2,032.29	0.00	2,032.29
3	BATH FITTER	40 IRONSIDE CRESCENT UNIT 7 SCARBOROUGH ON M1X 1G4	5,159.58	0.00	5,159.58
4	BRUCE ELEVATOR SERVICE LTD.	4161 SALDEVIEW CRES., UNITE 10 MISSISSAUGA ON L5L 5R3	1,715.91	0.00	1,715.91
5	BUGS R US	23 WAYLAND AVENUE TORONTO ON M4E 3C6	1,050.00	0.00	1,050.00
6	BUTLER HOME HEALTHCARE	4480 CHESSWOOD DRIVE, UNIT 13 TORONTO ON M3J 2B9	91.53	0.00	91.53
7	CENTRAL TREE CARE LTD.	FENELON FALLS FENELON FALLS ON K0M 1N0	2,768.50	0.00	2,768.50
8	CHUBB EDWARDS	P.O. BOX 9547 POSTAL STN A TORONTO ON M6W 2K3	663.60	0.00	663.60
9	CLEAN CARPET CARE INC.	P.O. BOX 28038 SCARBOROUGH ON M1M 3W4	2,081.46	0.00	2,081.46
10	CRA - Sudbury Tax Services Office	1050 Notre Dame Avenue Sudbury ON P3A 5C1	1.00	0.00	1.00
11	DEBSEL INC.	4225 POIRIER BLVD. VILLE ST-LAURENT QC H4R 2A4	988.75	0.00	988.75
12	FINE RECYCLING	854 EASTERN AVENUE TORONTO ON M4L 1A1	290.59	0.00	290.59
13	GE Canada Real Estate Financing Holding Company Attr: Lou Brzezinski	c/o Blaney McMurtry LLP 2 Queen Street East, Suite 1500 Toronto ON M5C 3G5	0.00	1,074,863.00	1,074,863.00
14	GIBSON'S CLEANERS CO LTD.	400 ALLIANCE AVENUE TORONTO ON M6N 2H8	54.37	0.00	54.37
15	HARCO COMPANY LTD.	5915 COOPERS AVENUE MISSISSAUGA ON L4Z 1R9	166.37	0.00	166.37
16	HD SUPPLY CANADA INC.	P.O. BOX 6127 POSTAL STATION F TORONTO ON M4Y 2Z2	3,541.90	0.00	3,541.90
17	Her Majesty in Right of Ontario Represented by the Minister of Revenue	130 Dufferin Avenue, Suite 400 Toronto ON N6A 6G8	1.00	0.00	1.00
18	HOME DEPOT	P.O. BOX 675 STATION D SCARBOROUGH ON M1R 5T4	3,958.96	0.00	3,958.96
19	Honda Canada Finance Inc c/o BankruptcyHighway.com Attr: Mike Timko	PO Box 57100 Etobicoke ON M8Y 3Y2	0.00	7,376.00	7,376.00
20	INSIDE OUT	32 MOBILE DRIVE TORONTO ON M4A 1H9	622.74	0.00	622.74
21	LIBERTY ASSISTED LIVING - Intercompany Payable	231 AVENUE ROAD Toronto ON M4L 1V5	1.00	0.00	1.00

14-Mar-2011

Date

MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited c/o Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011.

-- FORM 78 -- Continued --

List "A"
Unsecured Creditors
912087 Ontario Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim unsecured	Total claim
22	LITURGICAL PUBLICATIONS	3171 LENWORTH DRIVE, SUITE 12 MISSISSAUGA ON L4X 2G6	406.80	0.00	406.80
23	MCAP Leasing Inc.	5575 North Service Road, Suite 300 Burlington ON L7L 6M1	1.00	0.00	1.00
24	MIGAL ENTERPRISES	350 BURNAMTHORPE RD ETOBICOKE ON M9B 2A6	452.00	0.00	452.00
25	Ministry of Finance - ON PST, EHT & Other Taxes Attr: Mrs. Alberry	Ministry of Revenue 33 King Street West, 6th Floor Oshawa ON L1H 8H5	1.00	0.00	1.00
26	NAYLOR BUILDING PARTNERSHIPS	455 NORTH SERVICE ROAD EAST OAKVILLE ON L6H 1A5	2,843.56	0.00	2,843.56
27	PEEL PEST CONTROL INC.	400 WELLINGTON ST. N., UNIT 1 HAMILTON ON L8L 5B1	2,582.05	0.00	2,582.05
28	PORTA SERVICE	675 AVENUE GODIN QUEBEC QC G1M 3E6	219.56	0.00	219.56
29	ROGERS CABLE	P.O. BOX 4100 DON MILLS ON M3C 3N9	1,456.98	0.00	1,456.98
30	ROTO ROOTER PLUMBERS	44 ZORRA STREET TORONTO ON M8Z 4Z7	939.23	0.00	939.23
31	SKYVIEW WINDOW CLEANING LTD.	2273 WADDING CRESCENT MISSISSAUGA ON L5K 1Z2	791.00	0.00	791.00
32	SNAP BEACHES/DANFORTH	1155-2255 B QUEEN STREET E. TORONTO ON M4E 1G3	316.40	0.00	316.40
33	STERICYCLE INC.	P.O. BOX 1531 STATION A TORONTO ON M5W 3N9	164.10	0.00	164.10
34	STEVANS SALES AND MARKETING	49 DALKEITH AVENUE, UNITE 5 BRANTFORD ON N3P 1M1	4,586.78	0.00	4,586.78
35	THE CATHOLIC REGISTER	1155 YOUNG STREET UNITE 401 TORONTO ON M4T 1W2	488.15	0.00	488.15
36	TORONTO COMMUNITY NEWS	100 TEMPO AVE. TORONTO ON M2H 2N8	282.52	0.00	282.52
37	TREASURER CITY OF TORONTO-TAX	P.O. BOX 5000 TORONTO ON M2N 5V1	72,224.70	0.00	72,224.70
38	TREASURER CITY OF TORONTO-WATE	P.O. BOX 600 TORONTO ON M2N 5V3	48,315.07	0.00	48,315.07
39	TRUECOPY	12-270 ESNA PARK DRIVE MARKHAM ON L3R 1H3	604.55	0.00	604.55
40	VIP SNOW SERVICES	550 EGLINTON AVENUE WEST TORONTO ON M5N 3A8	836.20	0.00	836.20
41	ZOOM MEDIA INC.	805-2255 B. QUEEN STREET EAST TORONTO ON M4E 1G3	856.54	0.00	856.54
Total:			167,843.90	1,082,239.00	1,250,082.90

14-Mar-2011

Date

MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011.

-- FORM 78 -- Continued --

List "B"
Secured Creditors

912087 Ontario Limited

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim unsecured
1	GE Canada Real Estate Financing Holding Company Attr: Lou Brzezinski	c/o Blaney McMurtry LLP 2 Queen Street East, Suite 1500 Toronto ON M5C 3G5	9,074,867.00	Debts Due - Business - 912087 Ontario Limited Furniture - Furniture Fixtures & Equipment Other - Intercompany receivable Other - Leashold Improvements Real Property or Immovable - Building and Land - Toronto - 505 Kingston Road Motor Vehicles - Automobile - 2010 - Honda - CVR - 5J6RE4H33AL802342		1.00 8,000,000.00 0.00		1,074,863.00
2	Honda Canada Finance Inc c/o BankruptcyHighway.com Attr: Mike Timko	PO Box 57100 Etobicoke ON M8Y 3Y2	29,376.00	Motor Vehicles - Automobile - 2010 - Honda - CVR - 5J6RE4H33AL802342		22,000.00		7,376.00
Total:			9,104,243.00			8,022,004.00	0.00	1,082,239.00

14-Mar-2011

Date



MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011.

District of
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Estate No.

- FORM 78 -- Continued --

List "C"
Preferred Creditors for Wages, Rent, etc.

912087 Ontario Limited

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
1	Employees	2 Bloor Street East, Suite 1100 Toronto ON M4W 1A8		-	1.00	0.00	1.00
Total					1.00	0.00	1.00

14-Mar-2011

Date



MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011.

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

- FORM 78 - Continued -

List "D"
Contingent or Other Liabilities

912087 Ontario Limited

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

14-Mar-2011

Date



MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011.

District of
Division No.
Court No.
Estate No.

- FORM 78 - Continued -

List "E"
Debts Due to the Bankrupt
912087 Ontario Limited

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
1	912087 Ontario Limited	505 Kingston Road Toronto ON M4L 1V5	Trade Receivables	1.00 0.00 0.00		01-Jan-2011	1.00	GSA
Total				1.00 0.00 0.00			1.00	

14-Mar-2011

Date

MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr Justice Brown dated March 10, 2011.

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

-- FORM 78 -- Continued --

List "F"


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

912087 Ontario Limited

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

14-Mar-2011

Date



MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011.

District of
Division No.
Court No.
Estate No.

-- FORM 78 -- Continued --

List "G"
Real Property or Immovables Owned by Bankrupt

912087 Ontario Limited

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Building and Land - Toronto - 505 Kingston Road	100%	912087 Ontario Limited	8,000,000.00	GE Canada Real Estate Financing Holding Company c/o Blaney McMurtry LLP 2 Queen Street East, Suite 1500 Toronto ON M5C 3G5 9,074,867.00	0.00
Total:			8,000,000.00		0.00

14-Mar-2011

Date



MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr. Justice Brown dated March 10, 2011

District of
 Division No. -
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 Estate No.

-- FORM 78 -- Concluded --

List "H"
 Property

912087 Ontario Limited

FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institution			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture		Furniture Fixtures & Equipment	3,152.00	1.00
(h) Life insurance policies, RRSPs, etc			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc			0.00	0.00
(k) Vehicles		Automobile - 2010 - Honda - CVR - 5J6RE4H33AL802342	0.00	22,000.00
(l) Taxes			0.00	0.00
(m) Other		Leashold Improvements Intercompany receivable	102,922.00 0.00	1.00 1.00
			Total	22,003.00

14-Mar-2011

Date

MEYERS NORRIS PENNY LIMITED, solely in its capacity as Court Appointed Receiver and Manager of 912087 Ontario Limited o/a Beach Arms Retirement Residence, pursuant to paragraph 27 of the Order of the Honourable Mr Justice Brown dated March 10, 2011.

In the matter of the bankruptcy of 912087 ONTARIO LIMITED, O/A BEACH ARMS RETIREMENT RESIDENCE OF THE CITY OF TORONTO IN THE PROVINCE OF ONTARIO and the claim of _____, creditor.

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

Address: _____	City/Prov: _____	Postal code: _____
Tel no. _____	Fax no. _____	Attn: _____ Acct. no. _____

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

1. That I am a creditor of the above-named debtor (or that I am _____ (state position or title) of _____ (name of creditor or representative of the creditor)).
2. That I have knowledge of all the circumstances connected with the claim referred to below.
3. That the debtor was, at the date of bankruptcy (or the date of the receivership, or in the case of a proposal, the date of the notice of intention or of the proposal, if no notice of intention was filed), namely the 15th day of, March, 2011 and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)
4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____ (other than as a customer contemplated by Section 262 of the Act) That in respect of this debt, I do not hold any assets of the debtor as security and (Check appropriate description)

- Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.
- Regarding the amount of \$ _____, I do not claim a right to a priority. (Set out on an attached sheet details to support priority claim.)

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____ That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows: (Give full particulars of the claim, including the calculations upon which the claim is based.)

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

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____ That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____ (Attach a copy of sales agreement and delivery receipts.)

E. CLAIM BY WAGE EARNER OF \$ _____ That I hereby make a claim under subsection 81.3(8) or 81.4(8) of the Act in the amount of \$ _____.

F. Claim by Employee for Unpaid Amount Regarding Pension Plan of \$ _____ That I hereby make a claim under subsection 81.5 or 81.6 of the Act in the amount of \$ _____.

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

H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____ That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows: (Give full particulars of the claim, including the calculations upon which the claim is based.)

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

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

Dated at _____, this _____ day of _____.

X _____
Signature of Witness

x _____
Signature of Creditor

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits. WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor. Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account. NOTE: If a copy of this Form is sent electronically by means such as email, the name and contact information of the sender, prescribed in Form 1.1, must be added at the end of the document.

GENERAL PROXY

In the matter of the bankruptcy (or the proposal) of _____

I/we _____, of the _____ of _____, creditor, hereby appoint _____, of the _____ of _____, to be my/our general proxy in the above matter (excepting only as to the receipt of dividends)

Dated at _____, this _____ day of _____.

x _____ x _____
Signature of Witness Signature of Creditor

INFORMATION REGARDING GENERAL PROXY

A creditor may vote either in person or by proxy. A debtor may not be appointed a proxy to vote at any meeting of his creditors. The trustee may be appointed as a proxy to vote on behalf of a creditor. A corporation may vote by an authorized agent at a meeting of creditors. In order for a duly authorized person to have a right to vote they must be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy section of the proof of claim.

PLEASE READ THIS CAREFULLY BEFORE YOU PREPARE YOUR PROOF OF CLAIM

1. Ensure you include your complete address, telephone number and account number (if applicable)
2. If you are signing this form on behalf of a corporation or other person you must state the title or capacity in which you are acting, such as "credit manager", "accountant", "controller" or "authorized agent", etc. This form must be signed by the person making the declaration.
3. You must have knowledge of the circumstances connected with this claim.
4. The proof of claim is incomplete unless you include a statement (marked "Schedule A"). The balance on this statement must be complete and agree with the balance claimed by you as of the date of bankruptcy. "Schedule A" should be a detailed statement of account of the last three months of financial activity with the bankrupt. It must show the date, number and amount of all invoices or charges, together with the date, number and amount of all credits or payments. A "balance forward" or line figure does not meet the disclosure requirements for proofs of claim issued by the Superintendent of Bankruptcy. All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - (a) within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related, or
 - (b) within the twelve (12) months preceding the bankruptcy or proposal, in the case where the claimant and the debtor are related.
5. Check (x) the type of claim which applies to you. **DO NOT LEAVE THIS SECTION BLANK.** If you have a regular unsecured claim, then please check (X) beside the phrase "I do not claim to a right to priority".

A priority claim is only granted to specific creditors under S.136 of The Bankruptcy and Insolvency Act. Please review the legislation to determine if you are eligible to make such a claim in this estate.

If you have a SECURED CLAIM you *must*:

- (a) insert the value of your security, and
 - (b) prove that you are secured by attaching a copy of your security document (chattel mortgage, a copy of your financing statement issued under the Personal Property Security Act, etc.). If you hold a mortgage over real estate, please provide the trustee with a copy of the mortgage document.
6. If you are related by blood or marriage to the bankrupt, then you should consider yourself a related person. If the bankrupt is a corporation, you would be considered to be related to it if you were a shareholder, or if your company was controlled by the same shareholders as the bankrupt corporation. Please refer to section 4 of the Act for a definition of related persons.
 7. You must provide the full details of all payments and credits received from or allowed to the debtor during the period indicated.
 8. The proof of claim is incomplete UNLESS it has been signed and witnessed.
 9. If you want to appoint a proxy, the proxy form must be completed and signed by the creditor. If the creditor is a corporation, the proxy must be signed in the corporate name and not necessarily by the individual signing the proof of claim form. If a corporation grants a voting proxy to an individual, the proxy section should be both signed, dated and witnessed. The Bankruptcy and Insolvency Act permits a proof of claim to be made by a duly authorized agent of a creditor, but this does not give such a person power to vote at the first meeting of creditors or to act as the creditor's proxy unless the GENERAL PROXY section has been completed.

PLEASE CONTACT THE TRUSTEE'S OFFICE IF YOU HAVE ANY QUESTIONS ABOUT COMPLETING YOUR PROOF OF CLAIM



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