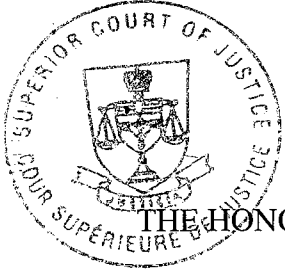


**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**



THE HONOURABLE
JUSTICE DUNPHY

)
)
)

FRIDAY, THE 3rd
DAY OF AUGUST, 2018

BETWEEN:

**COMFORT CAPITAL INC., THE BANK OF NOVA SCOTIA TRUST COMPANY,
E. MANSON INVESTMENTS LTD., FENFAM HOLDINGS INC., 593651 ONTARIO
LTD., 1031436 ONTARIO INC., ALRAE INVESTMENTS INC., BARRY SPIEGEL,
SHARON NIGHTINGALE, DAVID SUGAR, PHYLLIS SUGAR, NATIONAL TIRE LTD.,
1119778 ONTARIO LIMITED, 1415976 ONTARIO LIMITED, ALRAE INVESTMENTS
INC., BAMBURGH HOLDINGS LTD., BEVERLEY GORDON, DIANE GRAFSTEIN,
RICHARD GRUNEIR, B. & M. HANDELMAN INVESTMENTS LTD., RIDGEWAY
OCCUPATIONAL CONSULTANTS INC., YERUSHA INVESTMENTS INC., MIHAL
TYLMAN, A. ELIEZER KIRSHBLUM, 593651 ONTARIO LIMITED, THE BANK OF
NOVA SCOTIA TRUST COMPANY IN TRUST FOR BAILEY LEVENSON, THE BANK
OF NOVA SCOTIA TRUST COMPANY IN TRUST FOR ROSEMONDE KELLY, ANNE
HANDELMAN, YERUSHA INVESTMENTS INC., CELMAR INVESTMENTS CORP.,
BEVERLEY GORDON, PHILGOR INVESTMENTS LTD., BRILLIANT INVESTCORP
INC., MAXOREN INVESTMENTS, 2227046 ONTARIO LIMITED, DAST PROPERTIES
LIMITED, TOVA MARKOVZKI, JOSEPH SUCKONIC and B. & M. HANDELMAN
INVESTMENTS LIMITED**

Applicants

- and -

**ANNIE YERETSIAN, TERRY WILSON, 2457674 ONTARIO INC.,
2399029 ONTARIO INC. and MOSS DEVELOPMENT LTD.**

Respondents

**IN THE MATTER OF SECTION 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**

DISTRIBUTION ORDER

THIS MOTION, made by Rosen Goldberg Inc., in its capacity as receiver and manager (in such capacity, the “**Receiver**”) without security, of certain assets, undertakings and properties of the Respondents (each Respondent individually hereinafter being referred to as a “**Debtor**” and collectively, the “**Debtors**”), initially returnable June 27, 2018, for, among other things, an Order

(i) abridging the time for service of the Receiver's Motion Record, validating service of the Motion Record, and dispensing with further service thereof, (ii) advice and directions regarding the distribution of certain surplus funds from the net proceeds of sale of 7 High Point Road, Toronto ("**High Point**") to Canada Capital Corporation Inc., in respect of the first mortgage over High Point, (iii) advice and directions regarding the distribution of certain surplus funds from the net proceeds of sale of 13 vacant residential lots on Caldwell Drive, in Oro-Medonte ("**Caldwell**") to Canada Investment Corporation in respect of the first mortgage over Caldwell, and (iv) advice and directions regarding the distribution of certain surplus funds from the net proceeds of sale of 97 Bridge Street, Picton ("**Bridge**") to Templeman LLP, the lawyers for Norah Doreen Rogers, Christopher Graham Rogers and D. & A. MacLeod Company Ltd. in respect of a second mortgage over Bridge in the principal amount of \$500,000.00 granted by 2457674 Ontario to Norah Doreen Rogers and Christopher Graham Rogers on or about March 4, 2016, and assigned to D. & A. MacLeod Company Ltd. on or about March 31, 2016 (the "**Second Mortgage**"), was heard this day at Toronto.

ON READING the Third Report of the Receiver dated July 27, 2018, the Motion Record of Canada Capital Corporation Inc. and Canada Investment Corporation dated June 25, 2018 as well as the Supplementary Motion Record thereof dated July 30, 2018 (together, the "**Canada Capital Motion Records**"), the Notice of Motion of 2384419 Ontario Inc. and Roman Turlo dated July 30, 2018, the Notice of Motion of Annie Yeretsian dated July 30, 2018, the Motion Record of Morteza (Ben) Katebian dated June 26, 2018, the Motion Record of Norah Doreen Rogers, Christopher Graham Rogers and D. & A. MacLeod Company Ltd. dated June 26, 2018, the Motion Record of HJLJ Investments Limited, 527540 Ontario Limited, and Dast Properties Limited dated June 26, 2018 (collectively, the "**HJLJ Parties**") and the Motion Record of Stanbarr Services Limited, Janodee Investments Ltd., Meadowshire Investments Ltd., Regard Investments Ltd., 1563503 Ontario Limited, Beaver Pond Investments Ltd., The Canada Trust Company, Rita Rosenberg and 527540 Ontario Limited (collectively, "**Stanbarr Parties**"), and on hearing the submissions of counsel for (i) the Receiver, (ii) the Applicants, (iii) 2399029 Ontario Inc., 2457674 Ontario Inc., Terry Wilson, Canada Investment Corporation and Canada Capital Corporation Inc., (iv) Morteza (Ben) Katebian, (v) 2396135 Ontario Corp and Curah Capital Corporation, (vi) D. & A. MacLeod Company Ltd. Christopher Graham Rogers and Norah Doreen Rogers, (vii) Annie Yeretsian, (viii) the HJLJ Parties. (ix) the Stanbarr Parties and

(x) 2384419 Ontario Inc. and Roman Turlo, no one else appearing for any other person on the service list, although properly served as appears from the affidavits of Eric Golden sworn June 25, 2018, and Janis Balvers sworn July 27, 2018, filed,

1. **THIS COURT ORDERS** that the time for service of the Receiver's Notice of Motion originally returnable June 27, 2018 (the "NOM"), and related motion material filed in support of that NOM, including the Motion Record dated July 27, 2018, and the Third Report (collectively, the "Motion Material"), be and is hereby abridged, that service of the NOM and Motion Material is hereby validated, and that further service thereof is hereby dispensed with.

2. **THIS COURT ORDERS** that \$ 4,260,116 ^{AD} from the net proceeds of sale of High Point be paid to the Accountant of the Superior Court of Justice to the credit of this action.

3. **THIS COURT ORDERS** that \$784,843 from the net proceeds of sale of Caldwell be paid to the Accountant of the Superior Court of Justice to the credit of this action.

4. **THIS COURT ORDERS** that \$588,836.67 from the net proceeds of sale of Bridge be paid by the Receiver to Templeman LLP, in trust, in full and final satisfaction of the Second Mortgage, including principal, interest and any and all costs, upon delivery by Templeman LLP to the Receiver of an irrevocable direction from Norah Doreen Rogers, Christopher Graham Rogers and D. & A. MacLeod Company Ltd. authorizing such payment to Templeman LLP, in trust.

5. **THIS COURT ORDERS** that \$ 250,000 ^{AD} from the net proceeds of sale of High Point be paid by the Receiver to Brauti Thorning Zibarras LLP ("BTZ"), in trust, in respect of legal fees and costs ~~incurred, and~~ ^{AD} to be incurred, by BTZ in this proceeding, upon delivery by BTZ to the Receiver of (i) an irrevocable direction from Leila Alizadeh on behalf of Canada Capital Corporation Inc., in her capacity as sole officer, director and authorized signing officer of Canada Capital Corporation Inc., ^{AD} authorizing such payment to BTZ, in trust, and (ii) an executed assignment of the first mortgage over High Point from the Applicants back to Canada Capital Corporation Inc., pursuant to and in accordance with the terms of the first mortgage over High Point

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

AUG 03 2018

[Handwritten signature]
S.F. D. J.

PER / PAR: *[Handwritten signature]*

