

**FAX COVER SHEET**

Date: Friday, February 17, 2017 9:35:50 AM
To: Mr. David P. Preger
Fax No: 416-865-1398
From: R. Donald Rollo
RE: Romspen v. 206 Bloor Street
FILE NO.: Court File No.: CV-16-11529-00CL

NOTES:

Please see attached.

***We are transmitting 09 pages (including this cover sheet).
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(416) 369-9393.***

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From the desk of:
R. Donald Rollo
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February 17, 2017

Via Facsimile (416) 630-7472

Harold Rosenberg
Battiston & Associates
Barristers and Solicitors
202 – 1013 Wilson Avenue
Toronto, ON M3K 1G1

Via Facsimile (416) 865-1398

David P. Preger
Dickinson Wright LLP
Barristers and Solicitors
2200 – 199 Bay Street
P.O. Box 447
Commerce Court Postal Station
Toronto, ON M5L 1G4

Dear Counsel:

Re: Romspen v. 206 Bloor Street West Limited
Court File No.: CV-16-11529-00CL
Our File No.: 26848

Enclosed herein please find a Notice of Appeal and Appellant's Certificate Respecting Evidence, which are hereby served pursuant to the *Rules of Civil Procedure*.

Yours truly,

AMR LLP

A handwritten signature in black ink, appearing to read 'R. Donald Rollo', is written over a light grey grid background.

R. Donald Rollo
RDR/ds

Encl. *Notice of Appeal*
Appellant's Certificate

Court of Appeal File No: _____
Court File No. CV-16-11529-00CL

COURT OF APPEAL FOR ONTARIO

BETWEEN:

ROMSPEN INVESTMENT CORPORATION

Plaintiff (Respondent)

-and-

206 BLOOR STREET WEST LIMITED

Defendant

NOTICE OF APPEAL

THE APPELLANT, Linda Rosenberg, an interested party, Appeals to the Court of Appeal from the Order of the Honourable Mr. Justice H. J. Wilton-Siegel dated February 1, 2017 made at Toronto, Ontario.

THE APPELLANT asks that the Order of the Honourable Mr., Justice H. J. Wilton-Siegel be varied as follows: a declaration that Linda Rosenberg has a first priority interest in the money held in trust by counsel for 206 Bloor Street West Limited and an Order to pay to Linda Rosenberg the funds she is entitled to.

THE GROUNDS FOR THE APPEAL:

1. The learned Judge erred in law by failing to properly consider the law of fraudulent conveyance under the *Fraudulent Conveyances Act*, R.S.O. 1990, c. F. 29, and existing jurisprudence, and apply it to the facts of this case.
2. The learned Judge erred in law by failing to properly consider the law of fraudulent conveyance under the *Assignment and Preferences Act*, R.S.O. 1990, c. A.33, and existing jurisprudence, and apply it to the facts of this case.
3. The learned Judge erred in law by failing to properly consider the law of oppressive conduct under the *Business Corporations Act*, R.S.O. 1990, c. B.16, and existing jurisprudence, and apply it to the facts of this case.

4. The learned Judge erred by failing to properly consider the interrelatedness of Romspen Investment Corporation and 206 Bloor Street West Limited in determining whether or not the transaction was a sham.

5. The learned Judge erred by failing to properly consider the fact that 206 Bloor Street West Limited demonstrated a preference for creditors other than Linda Rosenberg.

THE BASIS OF THE APPELLATE COURT'S JURISDICTION IS:

1. The decision appealed from is final;
2. An appeal lies to this Court pursuant to s. 6(1)(b) of the *Courts of Justice Act*;
3. The amount ordered in payment is in excess of \$50,000.00, exclusive of costs; and
4. Leave to appeal is not required.

Dated: February 17, 2017

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Lawyers for the Interested Party (Appellant),
Linda Rosenberg

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Lawyers for the Court-Appointed Receiver, Rosen Goldberg Inc.

AND TO: **DICKINSON WRIGHT LLP**
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Lawyers for the Respondent, Romspen Investment Corporation

AND TO: **THE HONOURABLE COURT**

OMSPEN INVESTMENT CORPORATION
Plaintiff

-and-

206 BLOOR STREET WEST LIMITED
Defendant

Court of Appeal File No.:
Court File No. CV-16-11529-00CL

COURT OF APPEAL FOR ONTARIO

PROCEEDING COMMENCED AT
TORONTO

NOTICE OF APPEAL

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Lawyers for the Interested Party (Appellant), Linda
Rosenberg

Court of Appeal File No: _____

Court File No. CV-16-11529-00CL

COURTS OF JUSTICE ACT
APPELLANT'S CERTIFICATE RESPECTING EVIDENCE

ROMSPEN INVESTMENT CORPORATION

Plaintiff (Respondent)

-and-

206 BLOOR STREET WEST LIMITED

Defendant

APPELLANT'S CERTIFICATE

The Appellant, Linda Rosenberg, an interested party, certifies that the following evidence is required for the appeal, in the Appellant's opinion:

1. The Order and Reasons of the Honorable Mr. Justice H. J. Wilton-Siegel dated February 1, 2017;
2. The Moving Party's Motion Record, Supplementary Report to the First Report of Rosen Goldberg Inc., Factum and Book of Authorities and the Responding Party's Motion Record, Factum and Book of Authorities filed in support of the motion for directions from the Court;
3. Such further and other materials as Counsel may advise and this Honorable Court may permit.

Dated: February 17, 2017

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Lawyers for the Respondent, Romspen Investment Corporation

AND TO: **THE HONOURABLE COURT**

OMSPEN INVESTMENT CORPORATION
Plaintiff

-and-

206 BLOOR STREET WEST LIMITED
Defendant

Court of Appeal File No.:
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APPELLANT'S CERTIFICATE RESPECTING EVIDENCE

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