

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE MADAM) WEDNESDAY, THE 21ST
)
JUSTICE STEELE) DAY OF FEBRUARY, 2024
)

B E T W E E N:

PAUL JOSEPH DIETRICH

Applicant

- and -

STEVEN ROBERT MCLAREN

Respondent

APPLICATION UNDER SECTIONS 207, 209 AND 210 OF THE
BUSINESS CORPORATIONS ACT, R.S.O. 1990, c. B.16

ORDER

THIS MOTION, made by Albert Gelman Inc. in its capacity as the Court-appointed liquidator (in such capacity, the “**Liquidator**”) of all the assets, undertakings and properties of 1827403 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc., 1950940 Ontario Inc., 1950941 Ontario Inc. and 1950979 Ontario Inc. (collectively, the “**Companies**”) for the herein orders was heard by videoconference.

ON READING the Sixth Report of the Liquidator dated February 14, 2024 (the “**Sixth Report**”) and the affidavits of fees of Bryan Gelman sworn on February 8, 2024 and R. Brendan Bissell sworn February 14, 2024 (together, the “**Fee Affidavits**”), on hearing the submissions of counsel for the Liquidator, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Julie Mah sworn February 14, 2024, filed:

1. **THIS COURT ORDERS** that the time for service of the notice of motion, the Sixth Report, and the Liquidator's factum is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the Liquidator be and is hereby authorized and directed to assign each of 1950941 Ontario Inc., 1853997 Ontario Inc., 1885926 Ontario Inc. and 1950940 Ontario Inc. (collectively, the "**Insolvent Companies**") in bankruptcy pursuant to the provisions of the *Bankruptcy and Insolvency Act* (Canada) (the "**BIA**"), as amended, and to be appointed and act as trustee-in-bankruptcy of each Insolvent Companies in such bankruptcies, subject to the provisions of the BIA including confirmation by creditors, as the case may be.

3. **THIS COURT ORDERS** that the Liquidator be and is hereby authorized and directed to pay the Surplus Funds (as defined in the Sixth Report) to the 888 Whitefield Purchaser (as defined in the Sixth Report).

4. **THIS COURT ORDERS** that the Fifth Report of the Liquidator dated November 23, 2023, the Sixth Report, the activities of the Liquidator described in those reports, and the Liquidator's interim statements of receipts and disbursements for each of the Companies as at February 6, 2024, appended as Appendix "I" to the Sixth Report, be and are hereby approved, provided, however, that only the Liquidator in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

5. **THIS COURT ORDERS** that the fees, costs and expenses of the Liquidator including those of its independent legal counsel, as set out in the Fee Affidavits, are hereby approved, and that the Liquidator is hereby authorized and directed to pay the same from available funds forthwith.

6. **THIS COURT ORDERS** that this Order is effective from its date and does not need to be entered, but the Liquidator is directed to have this Order issued and entered when reasonably convenient.

PAUL JOSEPH DIETRICH
Applicant

STEVEN ROBERT MCLAREN
Respondent

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ORDER

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