



COURT FILE NUMBER

1901 - 18029

COURT

COURT OF QUEEN'S BENCH OF ALBERTA 50755

JUDICIAL CENTRE

CALGARY

IN THE MATTER OF AN APPLICATION UNDER SECTION 47(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT, RSC 1985, c B-3* AND IN THE MATTER OF AN APPLICATION UNDER SECTION 13(2) OF THE *JUDICATURE ACT, RSA 2000, c J-2*

APPLICANTS

SUN LIFE ASSURANCE COMPANY OF CANADA, AND THOSE OTHER APPLICANTS SET OUT IN SCHEDULE "A.1" OF THE INTERIM RECEIVERSHIP ORDER DATED DECEMBER 20, 2019

RESPONDENTS

SUNDANCE PLACE II LTD., SUNDANCE PLACE II 1000 LIMITED PARTNERSHIP BY ITS GENERAL PARTNER SUNDANCE PLACE II LTD., AND THOSE OTHER RESPONDENTS SET OUT IN SCHEDULE "A.2" OF THE INTERIM RECEIVERSHIP ORDER DATED DECEMBER 20, 2019

DOCUMENT

ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

Borden Ladner Gervais LLP
1900, 520 3rd Ave S.W.
Calgary, Alberta T2P 0R3
Attn: Paul S. Taylor
Ph. (403) 232 9618

Date on which this order was pronounced:

May 11, 2020

Location where order was pronounced:

Calgary, Alberta

Name of judge who made this order:

The Honourable Justice K.M. Horner

UPON THE APPLICATION by ATB Financial and Canada ICI Capital Corporation;

AND UPON having read the Originating Application and other materials filed in these proceedings, including the Receivership Order (Expanded Powers) dated January 30, 2020 ("**Expanded Receivership Order**") and the Amended and Restated Receivership Order (Expanded Powers) dated February 19, 2020 (as amended on March 3, 2020, the "**Amended and Restated Receivership Order**") and the Order of the Court in these proceedings dated March 27, 2020 ("**March 27, 2020 Order**") and in particular paragraph 7 of the March 27, 2020 Order;

AND UPON noting the consent of Alvarez and Marsal Canada Inc., LIT, in its capacity as Court-appointed receiver and manager under the Interim Receivership Order and Amended and Restated Receivership Order ("**Receiver**"), ATB Financial and Canada ICI Capital Corporation and noting the provisions of paragraph 7 of the March 27, 2020 Order;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of notice of the application for this Order is hereby dispensed with.
2. The Amended and Restated Receivership Order is hereby amended in accordance with the provisions of paragraph 7 of the March 27, 2020 Order as follows:
 - (a) Schedules "B.1" (The Applicants) and "B.2" (The Non-Atlantic Debtors) to the Amended and Restated Receivership Order are hereby amended by adding the following to those schedules:

SCHEDULE "B.1" – THE ADDITIONAL APPLICANTS	SCHEDULE "B.2" – THE ADDITIONAL NON-ATLANTIC DEBTORS
Canada ICI Capital Corporation	808 Capital Corp. and 808 Limited Partnership by its general partner 808 Capital Corp.
Canada ICI Capital Corporation	Torode Strategic 1129 GP Ltd. and Torode Strategic Limited Partnership by its general partner Torode Strategic 1129 GP Ltd.
Canada ICI Capital Corporation	Sunpark Place Ltd. and Sunpark Place Limited Partnership by its general partner Sunpark Place Ltd.
ATB Financial	Airdrie Gateway Block 3 Capital Corp. and Airdrie Gateway Block 3 Limited Partnership by its general partner, Airdrie Gateway Block 3 Capital Corp.


- (b) Part I of Schedule "C" to the Amended and Restated Receivership Order is hereby amended by adding the following to that schedule:

No.	Entity (Building Name)	General Partner/Holdco	Legal Land Description
35C	808	808 Capital Corp.	PLAN 7410331 BLOCK 1 LOT 4 EXCEPTING THEREOUT: THE EASTERLY 68.580 METRES IN PERPENDICULAR WIDTH THROUOUT LOT 4 EXCEPTING THEREOUT ALL MINES AND MINERALS
35D	Arriva Podium	Torode Strategic 1129 GP Ltd.	CONDOMINIUM PLAN 1014767 UNITS 3, 6, 9, 10, 11, 17, 18, 19, 61, 62, 63, 70, 73, 74, 86, 87, 88, 89, 90, 91 AND 3903 UNDIVIDED TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS
35E	Sunpark Plaza	Sunpark Place Ltd.	PLAN 9912291 BLOCK 2 LOT 6 EXCEPTING THEREOUT ALL MINES AND MINERALS

35F	Terra Property	Airdrie Gateway Block 3 Capital Corp.	<p>FIRST: CONDOMINIUM PLAN 1710403 UNIT 1 AND 1595 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>SECOND: CONDOMINIUM PLAN 1710403 UNIT 2 AND 1678 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>THIRD: CONDOMINIUM PLAN 1710403 UNIT 3 AND 1915 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>FOURTH: CONDOMINIUM PLAN 1710403 UNIT 4 AND 1117 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>FIFTH: CONDOMINIUM PLAN 1710403 UNIT 5 AND 1793 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY EXCEPTING THEREOUT ALL MINES AND MINERALS</p> <p>SIXTH: CONDOMINIUM PLAN 1710403 UNIT 6 AND 1902 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY</p>
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			EXCEPTING THEREOUT ALL MINES AND MINERALS
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3. For greater certainty, and without restricting the generality of the foregoing, the provisions of the Amended and Restated Receivership Order, and in particular paragraph 4 thereof, shall extend and apply to the additional Non-Atlantic Debtors listed above at paragraph 2(a) of this Order ("**Additional Non-Atlantic Debtors**") and the properties listed above at paragraph 2(b) of this Order ("**Additional Non-Atlantic Properties**") and all current and future assets and undertakings of the Additional Non-Atlantic Debtors in the same fashion and to the same extent as the provisions of the Amended and Restated Receivership Order apply to all of the Non-Atlantic Lands and the Non-Atlantic Debtors (as those terms are defined in the Amended and Restated Receivership Order).
4. Service of this Order shall be deemed good and sufficient in the manner set out at paragraphs 42 and 43 of the Amended and Restated Receivership Order.


Justice of the Court of Queen's Bench of Alberta

*Approved for
Horner J.*

CONSENTED TO BY:

BORDNER LADNER GERVAIS LLP

E-SIGNED by Paul Taylor
Per: on 2020-05-08 22:06:02 GMT

Paul Taylor
Counsel for ATB Financial

DENTONS CANADA LLP

Per: 

Sam A. Gabor
Counsel for the Interim Receiver
Alvarez & Marsal Canada Inc.

BROWNLEE LLP

Per: 

Michael Coombs
Counsel to Canada ICI Capital Corporation