



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed November 22, 2024

United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:	§	Chapter 15
	§	
Fossil Creek A2A Limited	§	Case No. 24-44299
Partnership, <i>et al.</i> , ¹	§	
	§	
Debtors in a Foreign Proceeding.	§	

**ORDER (I) SCHEDULING A RECOGNITION HEARING, (II)
SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE,
AND (III) GRANTING RELATED RELIEF**

¹ The Debtors in these chapter 15 cases, along with the Debtors' unique identifiers, are: A2A Developments Inc. (Ontario Corp. No. 2274252), Hills of Windridge A2A GP Inc. (Ontario Corp. No. 2360816), Windridge A2A Developments, LLC (Tax I.D. 32047814366), Fossil Creek A2A GP Inc. (Corporate Access No. 2018090577), Fossil Creek A2A Developments, LLC (Tax I.D. 32047814341), Serene Country Homes (Canada) Inc. (Ontario Corp. No. 2216166), A2A Capital Services Canada Inc. (Corp. No. 835144-9), Fossil Creek A2A Limited Partnership (Registration No. LP18090985), Hills of Windridge A2A LP (Business I.D. No. 230156754), Fossil Creek A2A Trust, and Hills of Windridge A2A Trust. Copies of materials filed with the applicable court in the CCAA proceedings and these chapter 15 cases are available on the website of the Monitor: <https://www.alvarezandmarsal.com/A2A>.

Upon the motion (the “*Motion*”)² filed by Alvarez and Marsal Canada Inc. (“*A&M*” or “*Monitor*”), in its capacity as the duly appointed representative (the “*Foreign Representative*”) of the above-captioned debtors (collectively, the “*Debtors*” or the “*Company*”) for entry of an order (this “*Order*”) (a) scheduling a Recognition Hearing, (b) specifying the form and manner of service of notice of the hearing on the relief sought in the Verified Petition, and (c) granting related relief, all as more fully set forth in the Motion; and upon consideration of the Konowalchuck Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334, and 11 U.S.C. §§ 109 and 1501; and this Court having found that this is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1410(1) and (3); and this Court having found that the Monitor’s notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing, if any, before this Court; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT**:

1. The Recognition Hearing shall be held on **December 18, 2024**, at **2:30 p.m.** (prevailing Central Time).

2. Responses, answers, or objections, if any, to the Verified Petition (each, a “*Response*”) shall: (a) be filed with the Court so as to be received on or before **December 11, 2024**; (b) be in writing; (c) state the name and address of the responding party and nature of the claim or interest of such party; (d) state with particularity the legal and factual bases of any Response; (e) conform to the Bankruptcy Rules and the Local Rules; and (f) be served on the Monitor at Reed Smith LLP, Attn: Michael P. Cooley, Keith

² All capitalized terms not otherwise defined herein shall be given the meaning ascribed to them in the Motion.

M. Aurzada, and Dylan T.F. Ross, 2800 N. Harwood St., Suite 1500 Dallas, TX 75201; mpcooley@reedsmith.com, kaurzada@reedsmith.com, dylan.ross@reedsmith.com.

3. The Monitor and any other parties in interest may file replies to Responses, if any, in the same manner as described above on or before **December 13, 2024**.

4. If no Response is timely filed and served as provided above the Court may grant the relief requested by the Monitor without further notice or hearing.

5. The form of the *Notice of Recognition Hearing* annexed hereto as **Exhibit 1** is hereby approved.

6. The Monitor shall serve copies of the Notice Documents by electronic mail to the extent email addresses are available or otherwise by United States mail, first class postage prepaid, upon the Chapter 15 Notice Parties within five business days after the entry of this Order. Such service shall constitute good and sufficient service and adequate notice of the Recognition Hearing.

7. The Monitor shall serve the Notice Documents upon any party that files a notice of appearance in the Chapter 15 Cases within 3 business days of the filing of such notice of appearance, or as soon thereafter as practicable, if the Notice Documents have not already been served on such party or its counsel.

8. The notice requirements set forth in section 1514(c) of the Bankruptcy Code are inapplicable to the Chapter 15 Cases or, to the extent applicable, are hereby waived.

9. The Monitor is authorized to redact the addresses of individuals listed on any document filed with the Bankruptcy Court. The Monitor may also redact the names of individuals listed on any document filed with the Bankruptcy Court, to the extent the Monitor deems such redaction necessary and in common practice of the Canadian Proceeding or pursuant to any order requiring redaction entered by the Canadian Court.

Notwithstanding, the Monitor shall provide unredacted versions of any filings to the Court, the Office of the United States Trustee, and, upon reasonable request to the Monitor or to the Court, any party in interest, subject to the restrictions of the TDSPA and provided that any receiving party shall not transfer or otherwise provide such unredacted document to any person or entity not party to the request. The Monitor shall inform the Office of the United States Trustee for the Northern District of Texas promptly after denying any request for an unredacted document pursuant to this Order.

10. Service of the Notice Documents in accordance with this Order is hereby approved as adequate and sufficient notice and service for all purposes.

11. The Monitor is authorized and empowered to take all actions necessary to effectuate the relief granted pursuant to this Order.

12. Notwithstanding the applicability of any Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

13. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

END OF ORDER

EXHIBIT 1

Notice of Hearing

Michael P. Cooley (TX Bar No. 24034388)
Keith M. Aurzada (TX Bar No. 24009880)
Dylan T.F. Ross (TX Bar No. 24104435)

REED SMITH

2850 N. Harwood Street, Suite 1500
Dallas, TX 75201
T: 469.680.4200
F: 469.680.4299
mpcooley@reedsmith.com
kaurzada@reedsmith.com
dylan.ross@reedsmith.com

Counsel to the Foreign Representative

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re: § Chapter 15
§
Fossil Creek A2A Limited § Case No. 24-44299
Partnership, *et al.*,¹ §
§
§
Debtors in a Foreign Proceeding. §

**NOTICE OF RECOGNITION
HEARING ON FOREIGN PROCEEDINGS**

PLEASE TAKE NOTICE THAT:

On November 20, 2024, Alvarez and Marsal Canada Inc. (“**A&M**”, “**Monitor**”, or “**Foreign Representative**”), in its capacity as the duly appointed representative of the above-captioned debtors (collectively, the “**Debtors**” or the “**Company**”), which are the subject of the proceeding pending under Canada’s Companies’ Creditors Arrangement Act, R.S.C.

¹ The Debtors in these chapter 15 cases, along with the Debtors’ unique identifiers, are: A2A Developments Inc. (Ontario Corp. No. 2274252), Hills of Windridge A2A GP Inc. (Ontario Corp. No. 2360816), Windridge A2A Developments, LLC (Tax I.D. 32047814366), Fossil Creek A2A GP Inc. (Corporate Access No. 2018090577), Fossil Creek A2A Developments, LLC (Tax I.D. 32047814341), Serene Country Homes (Canada) Inc. (Ontario Corp. No. 2216166), A2A Capital Services Canada Inc. (Corp. No. 835144-9), Fossil Creek A2A Limited Partnership (Registration No. LP18090985), Hills of Windridge A2A LP (Business I.D. No. 230156754), Fossil Creek A2A Trust, and Hills of Windridge A2A Trust. Copies of materials filed with the applicable court in the CCAA proceedings and these chapter 15 cases are available on the website of the Monitor: <https://www.alvarezandmarsal.com/A2A>.

1985, c. C-36 (as amended, the “*CCAA*”) in the Court of King’s Bench of Alberta, Judicial Centre of Calgary (the “*Canadian Proceeding*” and such court, the “*Canadian Court*”) filed (a) voluntary petitions for relief under chapter 15 of Title 11 of the United States Code (the “*Bankruptcy Code*”) for the Debtors; (b) the *Verified Petition for Entry of an Order Recognizing Foreign Main Proceeding and Granting Additional Relief* (the “*Verified Petition*”); (c) the *Declaration of Orest Konowalchuck in Support of the (i) Verified Petition for Entry of an Order Recognizing Foreign Main Proceeding and Granting Additional Relief, and (ii) Debtors’ Emergency Motion For Provisional Relief Under Section 1519 of the Bankruptcy Code*; and (d) *Debtors’ Emergency Motion for Provisional Relief Under Section 1519 of the Bankruptcy Code Section 1519 of the Bankruptcy Code* in the United States Bankruptcy Court for the Northern District of Texas (the “*Court*”).

Among other things, the Monitor seeks entry of an order recognizing the Canadian Proceeding as foreign main proceedings, or in the alternative, foreign nonmain proceedings pursuant to section 1517 of the Bankruptcy Code and granting certain additional relief pursuant to sections 105(a), 1504, 1507, 1510, 1515, 1520, 1521, and 1522 of the Bankruptcy Code.

The Court has scheduled a hearing with respect to the Verified Petition for **December 18, 2024, at 2:30 p.m.** (prevailing Central Time) (the “*Recognition Hearing*”).

Responses, answers, or objections, if any, to the Verified Petition (each, a “*Response*”) shall: (a) be filed with the Court so as to be received on or before **December 11, 2024**; (b) be in writing; (c) state the name and address of the responding party and nature of the claim or interest of such party; (d) state with particularity the legal and factual bases of any Response; (e) conform to the Bankruptcy Rules and the Local Rules; and (f) be served on the Monitor at Reed Smith LLP, Attn: Michael P. Cooley, Keith M. Aurzada, and Dylan T.F. Ross, 2800 N. Harwood St., Suite 1500 Dallas, TX 75201; mpcooley@reedsmith.com, kaurzada@reedsmith.com, dylan.ross@reedsmith.com.

The Monitor and any other parties in interest may file replies to

Responses, if any, in the same manner as described above on or before **December 13, 2024**.

Copies of the foregoing and all other documents filed in the Court are available (a) for a fee on the Court's electronic case filing system, which can be accessed from the Court's website at <http://www.txnb.uscourts.gov/> (a PACER login and password are required to retrieve the documents), (b) free of charge at the website of the monitor appointed in the Debtors' CCAA proceedings at: <https://www.alvarezandmarsal.com/A2A> or (c) upon written request to the Foreign Representative's United States counsel addressed to (i) Reed Smith, LLP, Attn: Michael P. Cooley, Keith M. Aurzada, and Dylan T.F. Ross, 2850 N. Harwood Street, Suite 1500, Dallas, TX 75201.

Hearings in this matter, including the Recognition Hearing, shall be held before the Honorable Edward Lee Morris of the United States Bankruptcy Court for the Northern District of Texas and will be conducted at 501 W. Tenth Street, Room 204, Fort Worth, TX, 76102.

Any parties who wish to participate in the hearings may do so in person or virtually. Video communication will be via WebEx. Parties may connect via WebEx by visiting the WebEx hearing link on the Court's Hearing Dates and Calendar webpage or by using the following link: <https://us-courts.webex.com/meet/morris>. Audio communication will be by use of the Court's dial-in facility. Parties may access the facility at 1--650-479-3207, access code 2309 445 2313.

Parties may make electronic appearances in advance of the hearing by visiting <https://www.txnb.uscourts.gov/electronic-appearances-2>.

The Court requests that in advance of the hearing all parties refer to Judge Morris webpage at <https://www.txnb.uscourts.gov/content/judge-edward-l-morris-0> for WebEx Hearing Instructions and Helpful Hints and Etiquette.

If no Response is timely filed and served as provided above the Court may grant the relief requested by the Monitor without further notice or

hearing.

[Remainder of page intentionally left blank]

Dated: November __, 2024
Dallas, Texas

Respectfully submitted,

REED SMITH LLP

By: /s/ Michael P. Cooley
Michael P. Cooley (SBN 24034388)
Keith M. Aurzada (SBN 24009880)
Dylan T.F. Ross (SBT 24104435)
2850 N. Harwood St., Ste. 1500
Dallas, Texas 75201
T: 469.680.4200
F: 469.680.4299
kaurzada@reedsmith.com
mpcooley@reedsmith.com
dylan.ross@reedsmith.com

Counsel to the Foreign Representative

Certificate of Service

I certify that on November __, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Michael P. Cooley
Michael P. Cooley