

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MADAM ) TUESDAY, THE 3<sup>RD</sup>  
 )  
JUSTICE GILMORE ) DAY OF MAY, 2022  
 )

**B E T W E E N:**

**C&K MORTGAGE SERVICE INC.  
and CANADIAN WESTERN TRUST COMPANY**

**Applicants**

- and -

**IDEAL (BC) DEVELOPMENTS INC.**

**Respondent**

**APPROVAL AND VESTING ORDER**

THIS MOTION, made by Alvarez & Marsal Canada Inc. in its capacity as the Court-appointed receiver (the “**Receiver**”) of the undertaking, property and assets of Ideal (BC) Developments Inc. (the “**Debtor**”) for an order approving the sale transaction (the “**Transaction**”) contemplated by an Offer to Purchase (the “**Sale Agreement**”), between the Receiver and Amercan Corporation executed April 22, 2022 and appended as a Confidential Appendix to the Second Report of the Receiver dated April 25, 2022 (the “**Second Report**”), which was later assigned to 1000612801 Ontario Corp. (the “**Purchaser**”), and vesting in the Purchaser the Debtor’s right, title and interest in and to the lands and premises located at 2, 6, and 8 Bond Crescent and 8, 10, 12, 14, 16, and 18 Bostwick Crescent, Richmond Hill, Ontario

and legally described in Schedule “A” hereto (the “**Real Property**”), was heard this day by video conference due to the COVID 19 crisis.

ON READING the Second Report, the Supplement to the Second Report dated May 2, 2022 and the Responding Motion Record of certain Unit Purchasers, and on hearing the submissions of counsel for the Receiver, the Applicants, Amercan Corporation, Feature Corp., and certain Unit Purchasers, and such other parties shown on the Participant Information Form filed with the Court:

1. **THIS COURT ORDERS AND DECLARES** that the Transaction is hereby approved, and the execution of the Sale Agreement by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Real Property to the Purchaser.

2. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a Receiver’s certificate to the Purchaser substantially in the form attached as Schedule “B” hereto (the “**Receiver's Certificate**”), the Real Property shall vest absolutely in the Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the “**Claims**”) including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of the Honourable Justice Cavanagh dated December 17, 2021; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system; and (iii) those Claims listed on Schedule “C” hereto (all of which are collectively referred to as the “**Encumbrances**”, which term shall not include the permitted encumbrances, easements and restrictive covenants listed on Schedule “D”) and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Real Property are hereby expunged and discharged as against the Real Property.

3. **THIS COURT ORDERS** that upon the registration in the Land Registry Office for the Land Titles Division of York Region No. 65 of an Application for Vesting Order in the form prescribed by the *Land Titles Act* and/or the *Land Registration Reform Act*, the Land Registrar is hereby directed to enter the Purchaser as the owner of the Real Property in fee simple, and is hereby directed to delete and expunge from title to the Real Property all of the Encumbrances listed in Schedule "C" hereto.

4. **THIS COURT ORDERS** that the Receiver or Purchaser with the prior written consent of the Receiver shall be authorized to take all steps as may be necessary to effect the discharge of the Encumbrances.

5. **THIS COURT ORDERS** that, without in any way limiting the efficacy of paragraph 2 of this Order, the Purchaser shall not assume or be deemed to have assumed any obligations in respect of or arising out of any agreements of purchase and sale entered into by the Debtor ("**Unit Sale Agreements**") prior to the Receivership Order of Justice Cavanagh dated December 17, 2021, the Purchaser has not assumed or been assigned any rights in respect of or arising out of any Unit Sale Agreements, and no party to any Unit Sale Agreement shall have any right, interest or claim arising out of any Unit Sale Agreement as against the Real Property or the Purchaser.

6. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Real Property shall stand in the place and stead of the Real Property, and that from and after the delivery of the Receiver's Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Real Property with the same priority as they had with respect to the Real Property immediately prior to the sale, as if the Real Property had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

7. **THIS COURT ORDERS AND DIRECTS** the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

8. **THIS COURT ORDERS** that, notwithstanding:

(a) the pendency of these proceedings;

- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Debtor and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtor;

the vesting of the Real Property in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Debtor and shall not be void or voidable by creditors of the Debtor, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

9. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



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**Schedule "A" – Real Property**

|                    |  |
|--------------------|--|
| <i>PIN</i>         | 03196 - 0072 LT  |
| <i>Description</i> | PT LT 1 PL 136 KING; PT LT 62 PL 136 KING; PT LT 63 PL 136 KING<br>AS IN R504810 |
| <i>Address</i>     | 8 BOSTWICK CR RICHMOND HILL  |
| <i>PIN</i>         | 03196 - 0073 LT  |
| <i>Description</i> | PT LT 63 PL 136 KING AS IN R209240   |
| <i>Address</i>     | 10 BOSTWICK CRESCENT RICHMOND HILL   |
| <i>PIN</i>         | 03196 - 0074 LT  |
| <i>Description</i> | PT LT 64 PL 136 KING AS IN R530013   |
| <i>Address</i>     | 12 BOSTWICK CRESCENT RICHMOND HILL   |
| <i>PIN</i>         | 03196 - 0075 LT  |
| <i>Description</i> | PT LT 64 PL 136 KING; PT LT 65 PL 136 KING AS IN R406345                         |
| <i>Address</i>     | 14 BOSTWICK CRESCENT RICHMOND HILL   |
| <i>PIN</i>         | 03196 - 0076 LT  |
| <i>Description</i> | PT LT 66 PL 136 KING; PT LT 67 PL 136 KING AS IN R135070                         |
| <i>Address</i>     | 8 BOND CRESCENT RICHMOND HILL  |
| <i>PIN</i>         | 03196 - 0077 LT  |
| <i>Description</i> | PT LT 66 PL 136 KING; PT LT 67 PL 136 KING AS IN B54438B                         |
| <i>Address</i>     | 6 BOND CRESCENT RICHMOND HILL  |
| <i>PIN</i>         | 03196 - 0078 LT  |
| <i>Description</i> | PT LT 66 PL 136 KING AS IN R690041   |
| <i>Address</i>     | 16 BOSTWICK CRESCENT RICHMOND HILL   |
| <i>PIN</i>         | 03196 - 0079 LT  |
| <i>Description</i> | PT LT 67 PL 136 KING AS IN R601987   |
| <i>Address</i>     | 18 BOSTWICK CRESCENT RICHMOND HILL   |
| <i>PIN</i>         | 03196 - 0080 LT  |
| <i>Description</i> | PT LT 67 PL 136 KING AS IN KI22033 EXCEPT R135070, B54438B, &<br>R601987         |
| <i>Address</i>     | 2 BOND CRESCENT RICHMOND HILL  |

**Schedule “B” – Form of Receiver’s Certificate**

Court File No. CV-21-00672848-00CL

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**C&K MORTGAGE SERVICE INC.  
and CANADIAN WESTERN TRUST COMPANY**

**Applicants**

- and -

**IDEAL (BC) DEVELOPMENTS INC.**

**Respondent**

**RECEIVER’S CERTIFICATE**

**RECITALS**

A. Pursuant to an Order of the Honourable Justice Cavanagh of the Ontario Superior Court of Justice (the “**Court**”) dated December 17, 2021, Alvarez & Marsal Canada Inc. was appointed as the receiver (the “**Receiver**”) of the undertaking, property and assets of Ideal (BC) Developments Inc. (the “**Debtor**”).

B. Pursuant to an Order of the Court dated May 3, 2022 (“**Approval and Vesting Order**”), the Court approved the Offer to Purchase made as of April ●, 2022 (the “**Sale Agreement**”) between the Receiver and Amercan Corporation (the “**Purchaser**”) and provided for the vesting in the Purchaser of the Debtor’s right, title and interest in and to the Real Property, which vesting is to be effective with respect to the Real Property upon the delivery by the Receiver to the Purchaser of a certificate confirming (i) the payment by the Purchaser of the Purchase Price for the Real Property; (ii) that the conditions to Closing as set out in the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Approval and Vesting Order.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid and the Receiver has received the Purchase Price for the Real Property payable on the Closing Date pursuant to the Sale Agreement;
2. The conditions to Closing as set out in the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at \_\_\_\_\_ on • \_\_\_\_\_ , 2022.

**ALVAREZ & MARSAL CANADA INC.,  
solely in its capacity as Court-Appointed  
Receiver and Manager of Ideal (BC)  
Developments Inc., and not in its personal  
capacity**

Per: \_\_\_\_\_

Name:

Title:

**Schedule “C” – Encumbrances to be deleted and expunged from title to Real Property**

| <b>No.</b> | <b>Registration No.</b> | <b>Registration Date</b> | <b>Instrument Type</b> | <b>Parties To</b>  | <b>PIN</b>  |
|------------|-------------------------|--------------------------|------------------------|--|---|
| 1.         | YR2830041               | 2018/05/04               | Charge                 | Feature Corp   | All PINs  |
| 2.         | YR2830046               | 2018/05/04               | No Assgn<br>Rent Gen   | Feature Corp   | All PINs  |
| 3.         | YR2901113               | 2019/11/23               | Notice                 | Feature Corp   | All PINs  |
| 4.         | YR2944756               | 2019/03/29               | Charge                 | Feature Corp   | All PINs  |
| 5.         | YR2944763               | 2019/03/29               | No Assgn<br>Rent Gen   | Feature Corp   | All PINs  |
| 6.         | YR3001386               | 2019/08/28               | Notice                 | Feature Corp   | All PINs  |
| 7.         | YR3001387               | 2019/08/28               | Notice                 | Feature Corp   | All PINs  |
| 8.         | YR3002006               | 2019/08/29               | Postponement           | Feature Corp<br>to Amercan<br>Corp   | All PINs  |
| 9.         | YR3002007               | 2019/08/29               | Postponement           | Feature Corp<br>to Amercan<br>Corp   | All PINs  |
| 10.        | YR3142297               | 2020/09/18               | Apl Ch Name<br>Owner   | Ideal (BC)<br>Developments<br>Inc.   | All PINs<br>except 03196-<br>0072, 03196-<br>0073, 03196-<br>0074, and<br>03196-0075, |
| 11.        | YR3162185               | 2020/10/30               | Charge                 | C & K<br>Mortgage<br>Services Inc.<br>and Canadian<br>Western Trust<br>Company | All PINs  |
| 12.        | YR3162186               | 2020/10/30               | No Assgn<br>Rent Gen   | C & K<br>Mortgage<br>Services Inc.<br>and Canadian<br>Western Trust<br>Company | All PINs  |

| No. | Registration No. | Registration Date | Instrument Type   | Parties To   | PIN      |
|-----|------------------|-------------------|-------------------|--|----------|
| 13. | YR3163005        | 2020/10/30        | Postponement      | Feature Corp in favour of C & K Mortgage Services Inc. and Canadian Western Trust Company                              | All PINs |
| 14. | YR3163006        | 2020/10/30        | Postponement      | Feature Corp in favour of C & K Mortgage Services Inc. and Canadian Western Trust Company                              | All PINs |
| 15. | YR3163010        | 2020/10/30        | Postponement      | Fiera FP Real Estate Financing Fund, L.P. in favour of C & K Mortgage Services Inc. and Canadian Western Trust Company | All PINs |
| 16. | YR3163171        | 2020/10/30        | Charge            | Feature Corp.  | All PINs |
| 17. | YR3163197        | 2020/10/30        | No Assgn Rent Gen | Feature Corp.  | All PINs |
| 18. | YR3163198        | 2020/10/30        | Charge            | Feature Corp.  | All PINs |
| 19. | YR3163219        | 2020/10/30        | No Assgn Rent Gen | Feature Corp.  | All PINs |
| 20. | YR3168055        | 2020/11/12        | Postponement      | Feature Corp in favour of C & K Mortgage Services Inc. and Canadian Western Trust Company                              | All PINs |

| No. | Registration No.     | Registration Date | Instrument Type                   | Parties To                   | PIN  |
|-----|----------------------|-------------------|-----------------------------------|------------------------------|--|
| 21. | YR3358639            | 2021/12/20        | Apl Court Order                   | Alvarez & Marsal Canada Inc. | All PINs   |
| 22. | Writ –<br>21-0001648 | 2021/08/30        | Court File No. CV-19-00614363-000 | MarshallZehr Group Inc.      | All PINs – filed against, <i>inter alia</i> , Ideal (BC) Developments Inc. |

**Reference to ALL PINs means the following PINs:**

| Municipal Addresses | PINs           |
|---------------------|----------------|
| 8 Bostwick Road     | 03196-0072(LT) |
| 10 Bostwick Road    | 03196-0073(LT) |
| 12 Bostwick Road    | 03196-0074(LT) |
| 14 Bostwick Road    | 03196-0075(LT) |
| 6 Bond Crescent     | 03196-0077(LT) |
| 16 Bostwick Road    | 03196-0078(LT) |
| 2 Bond Crescent     | 03196-0080(LT) |
| 8 Bond Crescent     | 03196-0076(LT) |
| 18 Bostwick Road    | 03196-0079(LT) |

**Schedule “D” – Permitted Encumbrances, Easements and Restrictive Covenants  
related to the Real Property**

**(unaffected by the Vesting Order)**

1. Any reservations, restrictions, rights of way, easements or covenants that run with the land;
2. Any registered agreements with a municipality, region or supplier of utility service including, without limitations, electricity, water, sewage, gas, telephone or cable television or other telecommunication services;
3. All laws, by-laws and regulations and all outstanding work orders, deficiency notices and notices of violation affecting the Property;
4. Any minor easements for the supply of utility services or other services to the Lands or Buildings, if any, or adjacent properties;
5. Encroachments disclosed by any error or omission in existing surveys of the Lands or neighbouring properties and any title defects, encroachment or breach of a zoning or building by-law or any other applicable law, by-law or regulation which might be disclosed by a more up-to-date survey of the Lands and survey of the Lands and survey matters generally;
6. The exceptions and qualifications set forth in the *Registry Act* (Ontario) or the *Land Titles Act* (Ontario), or amendments thereto;
7. Any reservation(s) contained in the original grant from Crown;
8. Subsection 44(1) of the *Land Titles Act* (Ontario) except paragraphs 11 and 14.
9. Provincial succession duties and escheats or forfeiture to the Crown;
10. The rights of any person who would, but for the *Land Titles Act* (Ontario) be entitled to the Lands or any part of it through length of adverse possession, prescription, misdescription or boundaries settled by convention;
11. Any lease to which subsection 70(2) of the *Registry Act* (Ontario) applies; and

12. The following instruments registered on title to the Premises:

| <b>No.</b> | <b>Registration No.</b> | <b>Registration Date</b> | <b>Instrument Type</b> | <b>Parties To</b>                       | <b>PIN</b> |
|------------|-------------------------|--------------------------|------------------------|---|------------|
| 1.         | IF351                   | 1951/02/19               | Bylaw                  |   | All PINs   |
| 2.         | IF367                   | 1952/04/28               | Bylaw                  | The Corporation of the Township of King | All PINs   |
| 3.         | YR3002005               | 2019/08/29               | Charge                 | American Corporation                    | All PINs   |
| 4.         | YR2226826               | 2021/11/03               | Charge                 | American Corporation                    | All PINs   |

**C&K MORTGAGE SERVICE INC. et al.**

-and- **IDEAL (BC) DEVELOPMENTS INC.**

Applicants

Respondent

Court File No. CV-21-00672848-00CL

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

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**

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**Lawyers for Alvarez & Marsal Canada Inc., in its capacity  
as Court-Appointed Receiver**