

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

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, C. C-36, AS AMENDED**

**IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER
STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
and 2147650 ONTARIO INC.**

MOTION RECORD

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**Emilio Bisceglia
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**TO: SEE SERVICE LIST ATTACHED
AS SCHEDULE "A" HERETO**

**ONTARIO
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STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993 ONTARIO
INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. AND 2147650 ONTARIO INC.**

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

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, C. C-36, AS AMENDED**

**IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER
STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
and 2147650 ONTARIO INC.**

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F	Email exchange between Sonja Turajlich and Duncan Glaholt
G	Ms. Turajlich's email dated September 16, 2015

H Emails received by Ms. Turajlich from counsel consenting to the draft Order

1. Consent of Richard J. Mazar;
2. Consent of Jeffrey Long;
3. Consent of James Klein;
4. Consent of David Goodman;
5. Consent of Lori Goldberg;
6. Consent of Tracey Henry;
7. Consent of Ian Aversa; and
8. Consent of Lee Guarino.

**ONTARIO
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**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, C. C-36, AS AMENDED**

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STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
and 2147650 ONTARIO INC.**

NOTICE OF MOTION

The Moving Parties, Argo Lumber Inc. and Newmar Window Manufacturing Inc., will make a motion to Judge presiding over the Commercial List on **October 1st, 2015** at 9:30 a.m., or as soon thereafter as the motion can be heard at 330 University Avenue, Toronto, Ontario.

THE MOTION WILL BE HEARD orally.

THE MOTION IS FOR:

1. If necessary, an Order granting leave to bring the within motion;
2. An Order abridging the time for service and filing of this notice of motion and the motion record and dispensing with service on any person other than those served;
3. An Order in the form attached hereto as Schedule "A", dispensing with the passing of Trial Records in the actions listed in Schedule "A" to the Order;

4. Such further and other relief as counsel may request and this Honourable Court may permit.

THE GROUNDS FOR THE MOTION ARE:

1. Silver Streams Homes Inc. ("Silver Streams") is a residential home builder in the Greater Toronto Area;
2. Silver Streams Homes (Puccini) Inc. ("Puccini") was incorporated in October 2008 for the purpose of selling homes in a development located at Bathurst St. and King Rd. in Richmond Hill, Ontario (the "Puccini Project");
3. Title to some (but not all) of the lands in phases II and III of the Puccini Project is held by 2148993 Ontario Inc. ("2148993"), 2148990 Ontario Inc., ("2148990"), 2147681 Ontario Inc. ("2147681") and 2147650 Ontario Inc. ("2147650" and collectively, the "Title Holders"). Silver Streams, Puccini and the Title Holders are collectively referred to herein as the "Companies";
4. On December 17, 2013, the Companies made an application to the Ontario Superior Court of Justice (Commercial List) (the "Court") to commence proceedings under the *Companies' Creditors Arrangement Act* (the "CCAA Proceedings"). On that date, the Court issued an order (the "Initial Order"), inter alia, granting the Companies the protection of a stay of proceedings until January 16, 2014 and appointing Grant Thornton Limited ("GTL") as the Companies' monitor under the CCAA (the "Monitor");

5. On January 16, 2014, April 17, 2014, June 26, 2014, September 23, 2014, January 8, 2015 and July 15, 2015, the Court issued orders (collectively, the "Extension Orders"), *inter alia*, extending the stay of proceedings first from January 16, 2014 to April 18, 2014, then from April 18, 2014 to July 3, 2014, then from July 3, 2014 to September 26, 2014, then from September 26, 2014 to January 16, 2015 from January 16, 2015 to July 16, 2015, and from July 16, 2015 to March 31, 2016;

6. Certain of the Extension Orders also approved interim distributions to Bank of Montreal ("BMO"), Home Trust Company ("Home Trust") and Foremost Financial Corporation ("Foremost" and together with BMO and Home Trust, the "Institutional Mortgagees") from the proceeds of the sale of 9 lots that have occurred in the context of these CCAA Proceedings, which distributions remain subject to reimbursement agreements between these parties and the Monitor;

7. On January 16, 2015, the Court issued an order (the "Claims Process Order"), *inter alia*, establishing a claims procedure for secured claims against the Companies' property (the "Claims Process");

8. On January 8, 2015, the Court issued an order (the "Referral Order") *inter alia*, referring the construction lien claims and other related issues in these CCAA Proceedings to a referee (the "Referee") and ordering the transfer of the action bearing Court File No. CV-13-115757-00 (the "Con-Drain Action") from the Newmarket Region of the Ontario Superior Court of Justice (the "Newmarket SCJ") to the Toronto Region of the Ontario Superior Court of Justice (the "Toronto SCJ");

9. Duncan Glaholt is the Referee appointed pursuant to the Referral Order;

10. Duncan Glaholt has made various Orders in his capacity as Referee. Currently, the matters before Duncan Glaholt, as Referee, are at the cross-examinations/ examinations for discovery stage. The parties have completed one week of examinations and are currently scheduling 2 additional dates in October 2015;

11. Once the examinations have been completed and any refusals motions have been heard and determined by Duncan Glaholt, hearing dates will be set. Those hearing dates will likely be in the early part of 2016;

12. The Construction Lien Claims before Duncan Glaholt, as Referee, were commenced on various dates. The Construction Lien claims are subject to the Section 37 requirements of the *Construction Lien Act* such that they must be set down or an Order made for the trial of each of them after the second anniversary of the commencement of each action that perfected each lien;

13. The Construction Lien Claimants are unable to file trial records because various defendants have served but not filed their Statements of Defence with the Court due to the stay provisions of the Order of The Honourable Mr. Justice Newbould dated December 17th, 2013 and the fact that the Construction Lien claims have now been referred to Duncan Glaholt for arbitration;

14. In order to preserve the Construction Lien Claims and to avoid the adverse implications of a two year limitation period under s.37 of the *Construction Lien Act*, R.S.O. 1990 c. C. 30, the Lien claimants listed on **Schedule "B"** to the within Notice of Motion

seek an Order that these Lien claims shall be deemed to have been set down for trial in accordance with Section 37 of the CLA and, further, that the requirement to have any party to the Construction Lien claims deliver a trial record at any time shall be left at to discretion and determination of the Referee, Duncan Glaholt;

15. The parties have consented to the draft Order attached as Schedule "A" hereto;

16. Rules 1.04, 2.01, 3.02, 16.04(1), 16.08, 37 of the *Rules of Civil Procedure*;

17. Sections 37, 67(1) and 67(2) of the Construction Lien Act, R.S.O. 1990, C.c. 30; and

18. Such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of this motion:

1. The Affidavit of Lena Mangiapane and the exhibits referred to therein; and
2. Such further and other material as counsel may advise and this Honourable Court may permit.

Date: September 23, 2015

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Emilio Bisceglia
awyers for the Plaintiff

**TO: SEE SERVICE LIST ATTACHED
AS SCHEDULE "A" HERETO**

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE)
) , THE
)
) DAY OF , 2015

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C.C-36, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE OF ARRANGEMENT OF
SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
AND 2147650 ONTARIO INC.

ORDER

THIS MOTION, made by the moving parties, Argo Lumber Inc. and Newmar Window Manufacturing Inc., for an Order setting down the Construction Lien Claims was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Motion Record, and with all parties on the Service List having been properly served and no party opposing,

1. **THIS COURT ORDERS** that in order to avoid the adverse implications of a two year limitation period under the *Construction Lien Act*, R.S.O. 1990 c.C.30, the lien claims listed on Schedule "A" hereto (the "Construction Lien Claims") shall be deemed to have been set down for trial in accordance with s.37 of the *Construction Lien Act* and the requirement to have any party to the Construction Lien Claims deliver a Trial Record shall be left to the discretion and determination of the Referee, Duncan Glaholt, previously who was appointed by Order of this Court dated January 8, 2015.

SCHEDULE "A"

No.	Lien Claimant	Court File No.	Lien Amount (\$)	Lien Registration No.
1.	Con-Drain Company (1983) Limited	CV-13-116355-00	\$94,837.00	YR2016863
2.	Pilbro III Inc.	CV-13-116840-00	\$554,354.00	YR2056986
3.	Medi Group Incorporated	CV-13-116838-00	\$521,675.00	YR2057173
4.	Cardell Flooring Ltd.	CV-13-116835-00	\$94,922.00	YR2057568
5.	Foremont Drywall Inc. 1382479 Ontario Inc. 1382503 Ontario Inc. 2203579 Ontario Inc. c/o Foremont Drywall Contracting	CV-13-116837-00	\$434,578.00	YR2057675
6.	Canadian Concrete Forming Limited	CV-13-116834-00	\$216,202.00	YR2057676
7.	Pave Plumbing & Heating Inc.	CV-13-116839-00	\$227,303.00	YR2057677
8.	E.D. Carpenters Ltd.	CV-13-116836-00	\$328,674.00	YR2058240
9.	Solo Electric Ltd.	CV-13-116841-00	\$186,364.00	YR2058688
10.	1865721 Ontario Inc.	CV-13-116833-00	\$91,519.00	YR2059379
11.	GM Exterior Inc.	CV-13-117058-00	\$46,559.00	YR2062198
12.	Giancola Aluminum Contractors Inc.	CV-13-117059-00	\$82,579.00	YR2062199
13.	L.I.U.N.A. Local 183 et al. (Massimo Digiovani as agent)	CV-13-117071-00	\$22,568.00	YR2050961
14.	Argo Lumber Inc.	CV-13-116990-00	\$135,060.00	YR2048904
15.	Newmar Window Manufacturing Inc.	CV-13-116991-00	\$67,793.000	YR2050277
16.	The King-Con Corporation	CV-13-116857-00	\$104,574.00	YR2049079

17.	The Sanderson-Harold Company Ltd. (Paris Kitchens)	Sheltering	\$203,870.00	YR2058638
18.	669857 Ontario Inc. o/a Alma Mechanical	CV-13-117214-00	\$108,287.00	YR2060246

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993
ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. and 2147650 ONTARIO INC.

Applicant

Court File No. 13-10362-00CL

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**PROCEEDING COMMENCED AT
TORONTO**

ORDER

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Lawyers for Argo Lumber Inc. and
Newmar Window Manufacturing

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18.	669857 Ontario Inc. o/a Alma Mechanical	CV-13-117214-00	\$108,287.00	YR2060246

Court File No. 13-10362-00-CL

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and 2147650 ONTARIO INC.**

AFFIDAVIT

I, LENA MANGIAPANE, of the City of Vaughan, in the Regional Municipality
of York, **MAKE OATH AND SAY AS FOLLOWS:**

1. I am a legal assistant with the offices of Bisceglia & Associates Professional Corporation, solicitors for the Moving Parties, Argo Lumber Inc. and Newmar Window Manufacturing Inc., herein, and as such have knowledge of the matters hereinafter deposed to. Where information is obtained from a third party, I verily believe the same to be true.
2. I am advised by Emilio Bisceglia, counsel for the Moving Parties, and do verily believe that, the Monitor of the Applicants under the *Companies Creditors Arrangement Act*, Grant Thornton Limited, delivered a Ninth Report to the Court. Attached hereto and marked as **Exhibit "A"** is a true copy of the Ninth Report of Grant Thornton Limited dated July 9, 2015 (without appendices).

3. The following is based on the contents of the Ninth Report of the Monitor, Grant Thornton Limited.

4. Streams Homes Inc. ("Silver Streams") is a residential home builder in the Greater Toronto Area.

5. Silver Streams Homes (Puccini) Inc. ("Puccini") was incorporated in October 2008 for the purpose of selling homes in a development located at Bathurst St. and King Rd. in Richmond Hill, Ontario (the "Puccini Project").

6. Title to some (but not all) of the lands in phases II and III of the Puccini Project is held by 2148993 Ontario Inc. ("2148993"), 2148990 Ontario Inc., ("2148990"), 2147681 Ontario Inc. ("2147681") and 2147650 Ontario Inc. ("2147650" and collectively, the "Title Holders"). Silver Streams, Puccini and the Title Holders are collectively referred to herein as the "Companies".

7. On December 17, 2013, the Companies made an application to the Ontario Superior Court of Justice (Commercial List) (the "Court") to commence proceedings under the *Companies' Creditors Arrangement Act* (the "CCAA Proceedings"). On that date, the Court issued an order (the "Initial Order"), inter alia, granting the Companies the protection of a stay of proceedings until January 16, 2014 and appointing Grant Thornton Limited ("GTL") as the Companies' monitor under the CCAA (the "Monitor"). Attached hereto and marked as **Exhibit "B"** is a true copy of the Order of The Honourable Mr. Justice Newbould dated December 17, 2013.

8. On January 16, 2014, April 17, 2014, June 26, 2014, September 23, 2014, January 8, 2015 and July 15, 2015, the Court issued orders (collectively, the "Extension

Orders”), *inter alia*, extending the stay of proceedings first from January 16, 2014 to April 18, 2014, then from April 18, 2014 to July 3, 2014, then from July 3, 2014 to September 26, 2014, then from September 26, 2014 to January 16, 2015 from January 16, 2015 to July 16, 2015, and

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10. On January 16, 2015, the Court issued an order (the “Claims Process Order”), *inter alia*, establishing a claims procedure for secured claims against the Companies’ property (the “Claims Process”). Attached hereto and marked as **Exhibit “C”** is a true copy of the Order of The Honourable Mr. Justice Wilton-Siegel dated January 15, 2014.

11. On January 8, 2015, the Court issued an order (the “Referral Order”) *inter alia*, referring the construction lien claims and other related issues in these CCAA Proceedings to a referee (the “Referee”) and ordering the transfer of the action bearing Court File No. CV-13-115757-00 (the “Con-Drain Action”) from the Newmarket Region of the Ontario Superior Court of Justice (the “Newmarket SCJ”) to the Toronto Region of the Ontario Superior Court of Justice (the “Toronto SCJ”). Attached hereto and marked as **Exhibit “D”** is a true copy of the Order of The Honourable Mr. Justice Newbould dated January 8, 2015.

12. On July 15th, 2015 The Honourable Mr. Justice Pattilo ordered, inter alia, that the stay period being extended to and including March 31, 2016. Attached hereto and marked as **Exhibit "E"** is a true copy of the Order of The Honourable Mr. Justice Pattilo dated July 15th, 2015.

13. Duncan Glaholt is the Referee appointed pursuant to the Referral Order;

14. Duncan Glaholt has made various Orders in his capacity as Referee. Currently, the matters before Duncan Glaholt, as Referee, are at the cross-examinations/ examinations for discovery stage. The parties have completed one week of examinations for discovery and are currently scheduling 2 additional dates in October 2015.

15. Once the examinations have been completed and any refusals motion have been heard and determined by Duncan Glaholt, hearing dates will be set. Those hearing dates will likely be in the early part of 2016.

16. The Construction Lien Claims before Duncan Glaholt, as Referee, were commenced on various dates. The Construction Lien claims are subject to the Section 37 requirements of the *Construction Lien Act* such that they must be set down or an Order made for the trial of each of them after the second anniversary of the commencement of each action that perfected each lien.

17. The Construction Lien Claimants are unable to file trial records because various defendants have served but not filed their Statements of Defence with the Court due to the stay provisions of the Order of The Honourable Mr. Justice Newbould dated December 17th, 2013 the fact that the Construction Lien claims have now been referred to Duncan Glaholt for arbitration.

18. On August 19, 2015, Sonja Turajlich, counsel for the moving parties, Argo and Newmar, sent an email to Duncan Glaholt, the Referee, and all counsel raising the issue of the adverse implications of s.37 of the Construction Lien Act and asking Mr. Glaholt whether or not he had jurisdiction to deal with the issue.

19. In response, Duncan Glaholt emailed Ms. Turajlich and all counsel advising that the issue was too important to be left to interpretation as to his jurisdiction; and, therefore, Mr. Glaholt advised that counsel should bring a motion before the Commercial Court. Attached hereto and marked as **Exhibit "F"** is a true copy of the email exchange between Sonja Turajlich and Duncan Glaholt.

20. Accordingly, in order to preserve the Construction Lien Claims and to avoid the adverse implications of a two year limitation period under s.37 of the *Construction Lien Act*, R.S.O. 1990 c. C. 30, the Lien claimants listed on Schedule "A" to the within Notice of Motion seek an Order that these Lien claims shall be deemed to have been set down for trial in accordance with Section 37 of the CLA and, further, that the requirement to have any party to the Construction Lien claims deliver a trial record at any time shall be left to the discretion and determination of the Referee, Duncan Glaholt;

21. On September 16, 2015, Sonja Turajlich sent an email to all counsel attaching a draft proposed Order addressing the issue of s.37 of the CLA. Attached hereto and marked as **Exhibit "G"** is a true copy of Ms. Turajlich's email dated September 16, 2015.

22. In response, Ms. Turajlich received emails from all counsel advising that they consent to the draft Order proposed. Attached hereto and collectively marked as **Exhibit**

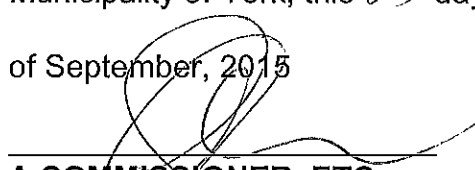
"H" are a true copy of the emails received by Ms. Turajlich from counsel consenting to the draft Order.

1. Consent of Richard J. Mazar;
2. Consent of Jeffrey Long;
3. Consent of James Klein;
4. Consent of David Goodman;
5. Consent of Lori Goldberg;
6. Consent of Tracey Henry;
7. Consent of Ian Aversa; and
8. Consent of Lee Guarino.

23. I make this in support of the within motion and for no other or improper purpose.

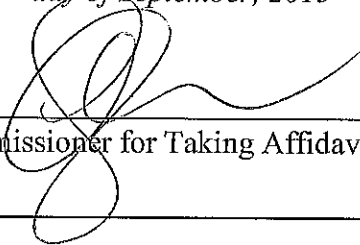
SWORN before me at the City)
)
 of Vaughan, in the Regional)
)
 Municipality of York, this 23 day)
)
 of September, 2015)


 LENA MANGIAPANE


 A COMMISSIONER, ETC.

Luisa Colangelo, a Commissioner, etc.,
 Province of Ontario, for Bisceglia & Associates
 Professional Corporation, Barristers and Solicitors.
 Expires May 10, 2018.

*This is **Exhibit "A"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*


A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Bisceglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

Court File No. CV-13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
AND 2147650 ONTARIO INC.

Applicants

NINTH REPORT TO COURT OF GRANT THORNTON LIMITED,
MONITOR OF THE APPLICANTS UNDER THE
COMPANIES' CREDITORS ARRANGEMENT ACT

JULY 9, 2015



Grant Thornton Limited,
Monitor of the Applicants under the
*Companies' Creditors Arrangement
Act*

Royal Bank Plaza
200 Bay Street, South Tower, 19th Floor
Toronto, Ontario, M5J 2P9

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APPENDICES

1. Initial Order dated December 17, 2013
2. Claims Process Order dated January 16, 2015
3. Referral Order dated January 8, 2015
4. Monitor's Eighth Report to Court dated April 8, 2015 (with appendices)
5. Email dated May 21, 2015, attaching letter from the Referee dated May 21, 2015 and the February Referee's Order
6. June Referee's Order
7. Email exchange with the Referee dated June 26, 2015 to June 30, 2015
8. Letter from the Honourable Regional Senior Justice Morawetz dated June 9, 2015
9. Cash Flow Projection and Management's Report on the Cash Flow Projection
10. Interim Statement of Receipts and Disbursements
11. Affidavit of Jonathan Krieger sworn July 8, 2015
12. Affidavit of Steven L. Graff sworn July 8, 2015

BACKGROUND INFORMATION

1. Silver Streams Homes Inc. ("**Silver Streams**") is a residential home builder in the Greater Toronto Area.
2. Silver Streams Homes (Puccini) Inc. ("**Puccini**") was incorporated in October 2008 for the purpose of selling homes in a development located at Bathurst St. and King Rd. in Richmond Hill, Ontario (the "**Puccini Project**").
3. Title to some (but not all) of the lands in phases II and III of the Puccini Project is held by 2148993 Ontario Inc. ("**2148993**"), 2148990 Ontario Inc. ("**2148990**"), 2147681 Ontario Inc. ("**2147681**") and 2147650 Ontario Inc. ("**2147650**" and, collectively, the "**Title Holders**"). Silver Streams, Puccini and the Title Holders are collectively referred to herein as the "**Companies**".
4. On December 17, 2013, the Companies made an application to the Ontario Superior Court of Justice (Commercial List) (the "**Court**") to commence proceedings under the *Companies' Creditors Arrangement Act* (the "**CCAA Proceedings**"). On that date, the Court issued an order (the "**Initial Order**"), *inter alia*, granting the Companies the protection of a stay of proceedings until January 16, 2014 and appointing Grant Thornton Limited ("**GTL**") as the Companies' monitor under the CCAA (the "**Monitor**"). A copy of the Initial Order is attached as **Appendix "1"**.
5. On January 16, 2014, April 17, 2014, June 26, 2014, September 23, 2014 and January 8, 2015, the Court issued orders (collectively, the "**Extension Orders**"), *inter alia*, extending the stay of proceedings first from January 16,

2014 to April 18, 2014, then from April 18, 2014 to July 3, 2014, then from July 3, 2014 to September 26, 2014, then from September 26, 2014 to January 16, 2015, and most recently from January 16, 2015 to July 16, 2015.

6. Certain of the Extension Orders also approved interim distributions to Bank of Montreal ("**BMO**"), Home Trust Company ("**Home Trust**") and Foremost Financial Corporation ("**Foremost**" and, together with BMO and Home Trust, the "**Institutional Mortgagees**") from the proceeds of the sale of 9 lots that have occurred in the context of these CCAA Proceedings, which distributions remain subject to reimbursement agreements between these parties and the Monitor.
7. On January 16, 2015, the Court issued an order (the "**Claims Process Order**"), *inter alia*, establishing a claims procedure for secured claims against the Companies' property (the "**Claims Process**"). A copy of the Claims Process Order is attached as **Appendix "2"**
8. On January 8, 2015, the Court issued an order (the "**Referral Order**"), *inter alia*, referring the construction lien claims and other related issues in these CCAA Proceedings to a referee (the "**Referee**") and ordering the transfer of the action bearing Court File No. CV-13-115757-00 (the "**Con-Drain Action**") from the Newmarket Region of the Ontario Superior Court of Justice (the "**Newmarket SCJ**") to the Toronto Region of the Ontario Superior Court of Justice (the "**Toronto SCJ**") such that the Con-Drain

Action would be heard separately from the CCAA Proceedings. A copy of the Referral Order is attached as **Appendix "3"**.

9. On June 25, 2015, the Court heard a motion brought by the Companies (the "**Settlement Agreement Motion**") in connection with a settlement agreement dated February 17, 2015 amongst, *inter alios*, Tarion Warranty Corporation ("**Tarion**"), Imran Jinnah and the Companies (the "**Settlement Agreement**"). The motion was for an order: (i) declaring that the Companies have the requisite authority to enter into the Settlement Agreement; or, in the alternative (ii) approving the Settlement Agreement. A number of lien claimants opposed the Companies' motion. The Monitor's understanding of the factual matrix surrounding the Settlement Agreement is outlined in the Monitor's Eighth Report to Court dated April 8, 2015 (the "**Eighth Report**"), which Eighth Report is attached as **Appendix "4"**. The Court reserved on its decision with respect to the Companies' motion, and the determination of same remains pending as at the date hereof.
10. This report (the "**Ninth Report**") has been prepared by Grant Thornton Limited in its capacity as Monitor.

PURPOSE OF THE NINTH REPORT

11. The purpose of this Ninth Report is to advise the Court with respect to:
 - i) the status of the CCAA Proceedings, including the details of the activities of the Monitor and the Companies since the issuance of the

- Monitor's Seventh Report to Court dated December 19, 2014 (the "**Seventh Report**");
- ii) the status of the Claims Process established pursuant to the Claims Process Order, which was conducted by the Monitor;
 - iii) the status of the referral established pursuant to the Referral Order, which is being conducted by the Referee (the "**Referee's Proceedings**");
 - iv) the status of the Con-Drain Action;
 - v) the Companies' revised cash flow projection to March 31, 2016, 2015 (the "**Cash Flow Projection**");
 - vi) the Companies' receipts and disbursements from December 17, 2013 to and including July 6, 2015 (the "**Interim R&D**"); and
 - vii) the Companies' request for an order, *inter alia*:
 - a. extending the stay of proceedings from July 16, 2015, being the date that the stay of proceedings currently expires, to and including March 31, 2016;
 - b. approving the Eighth Report and the Ninth Report and the Monitor's activities as described therein and herein;
 - c. approving the Interim R&D; and

- d. approving the fees and disbursements of the Monitor and its independent counsel, Aird & Berlis LLP ("A&B"), as described herein.
- 12. Detailed background information concerning the Companies, their stakeholders and these CCAA Proceedings is provided in the affidavits of Imran Jinnah sworn December 11, 2013, January 10, 2014, April 9, 2014, June 19, 2014, August 5, 2014, September 16, 2014, November 18, 2014, December 17, 2014, February 26, 2015, March 25, 2015 and July 7, 2015 (collectively, the "**Jinnah Affidavits**"), all of which have been filed with the Court. Accordingly, the Monitor has not repeated information to this effect in this Ninth Report. Copies of all materials filed with the Court in these CCAA Proceedings are accessible on the Monitor's website at www.GrantThornton.ca/Silverstreams.

SCOPE AND TERMS OF REFERENCE

- 13. In preparing this Ninth Report, the Monitor has relied upon unaudited financial information, the Companies' records, financial information and projections and discussions with the Companies' management and employees. While the Monitor reviewed various documents provided by the Companies and believes that the information therein provides a fair summary of the transactions as reflected in the documents, such work does not constitute an audit or verification of such information for accuracy, completeness or compliance with Generally Accepted Accounting Principles ("**GAAP**") or International Financial Reporting Standards

("IFRS"). Accordingly, the Monitor expresses no opinion or other form of assurance pursuant to GAAP or IFRS with respect to such information.

14. Some of the information used in preparing this Ninth Report consists of financial projections, including the Cash Flow Projection. The Monitor cautions that these projections are based upon assumptions about future events and conditions that are not ascertainable. The Companies' actual results may vary from the Cash Flow Projection, even if the hypothetical and probable assumptions contained therein materialize, and the variations could be significant. The Monitor's review of the future oriented information used to prepare this Ninth Report did not constitute an audit of such information under GAAP or IFRS.
15. In the course of its mandate, the Monitor has assumed the integrity and truthfulness of the information and explanations presented to it by the Companies and their management, within the context in which such information was presented. To date, nothing has come to the Monitor's attention that would cause it to question the reasonableness of these assumptions. The Monitor has requested that management bring to its attention any significant matters which were not addressed in the course of the Monitor's specific inquiries. Accordingly, this Ninth Report is based solely on the information (financial or otherwise) made available to the Monitor by the Companies.
16. This Ninth Report has been prepared for the use of this Court and the Companies' stakeholders as general information relating to the Companies

and to assist the Court in deciding whether to grant the relief sought by the Companies. Accordingly, the reader is cautioned that this Ninth Report may not be appropriate for any other purpose. The Monitor will not assume responsibility or liability for losses incurred by the reader as a result of the circulation, publication, reproduction or use of this Ninth Report contrary to the provisions of this paragraph.

17. All references to dollars are in Canadian currency unless otherwise noted.
18. Capitalized terms not defined in this Ninth Report have the meanings ascribed to them in the Jinnah Affidavits, as applicable.

ACTIVITIES OF THE COMPANIES AND STATUS OF THE CCAA PROCEEDINGS

19. The activities of the Companies and the status of each of the properties owned by the Companies are detailed in the Jinnah Affidavits. Since the date of the Seventh Report, the Companies have, among other things:
 - i) communicated and corresponded with the Monitor and the various stakeholders and creditors on a regular basis regarding the CCAA Proceedings, including, without limitation, Canada Revenue Agency ("CRA"), the secured lenders, Tarion, the lien claimants and their counsel;
 - ii) corresponded with legal counsel;
 - iii) planned and executed the marketing of the remaining lot;
 - iv) participated in the Referee's Proceedings;

- v) prepared the Settlement Hearing Motion and participated in the hearing of same;
- vi) revised the Cash Flow Projection; and
- vii) made payments to post-filing vendors as contemplated by the Companies' cash flow projections.

ACTIVITIES OF THE MONITOR

20. Since the date of the Seventh Report, the Monitor's activities have included, among other things:

- i) corresponding and meeting with the Companies, their management and their legal counsel;
- ii) corresponding and meeting with the Monitor's legal counsel;
- iii) reviewing and controlling receipts and disbursements of the Companies, in accordance with the Initial Order;
- iv) corresponding with certain of the Companies' secured lenders and their counsel, as well as counsel for Tarion and certain of the lien claimants;
- v) assisting the Companies to revise the Cash Flow Projection;
- vi) maintaining a public website for the CCAA Proceedings;
- vii) attending to telephone calls and emails from the Companies' creditors and other stakeholders;
- viii) preparing and filing the Eighth Report and the Ninth Report;

- ix) corresponding periodically with the Referee and certain stakeholders in respect of the Claims Process, the Referee's Proceedings and the Con-Drain Action;
- x) participating in the Settlement Hearing Motion; and
- xi) reviewing all materials filed with the Court in respect of the CCAA Proceedings.

THE CLAIMS PROCESS

- 21. As set out in the materials previously filed by the Companies, as of the date of the Initial Order, the Companies had numerous secured creditors, including, but not limited to, mortgagees, lien claimants and CRA.
- 22. Pursuant to the Claims Process Order, the Court authorized and established the Claims Process. A Vetting Committee (as defined in the Claims Process Order) was established that includes the Monitor's counsel, the Companies' counsel and counsel to certain of the Companies' secured creditors.
- 23. In accordance with the Claims Process, and as set out in the Monitor's prior reports, the Monitor received 42 claims. Pursuant to an order granted by the Court on October 16, 2014, the claims deadline was subsequently extended for the sole purpose of permitting the claims of two additional lien claimants.

24. The Monitor and its counsel reviewed all of the claims that were submitted in the context of the Claims Process, and the Monitor, with the agreement of the Vetting Committee:

- i) sent Notices of Allowance to CRA with respect to CRA's two claims for source deductions with the caveat that: (a) the claims are against Silver Streams and Puccini; (b) neither Silver Streams nor Puccini holds any title in the ten lots that existed at the time of the Companies' application under the CCAA; and (c) accordingly, the proceeds arising from the sale of said homes are not those to which CRA's deemed trust claims against Silver Streams or Puccini attach;
- ii) sent a Notice of Disallowance to CRA with respect to CRA's GST/HST claim on the basis that the claim is an unsecured claim in the CCAA Proceedings and the Claims Process Order established a claims process that was limited to secured claims;
- iii) sent Notices of Allowance to each of BMO, Home Trust and Foremost with respect to their mortgage claims with the caveat that each of their claims remains subject to the extent of any deficiency in any holdback, if any, that was required to be maintained under the *Ontario Construction Lien Act* (the "CLA"), and any trust claim that has been or may be made;
- iv) sent a Notice of Disallowance to Imran and Humera Hussain; and

v) sent a Notice of Disallowance to Horizons Holdings Inc., Africana Investments Inc. and Mr. Japanwala.

25. Subsequent to the issuance of the aforementioned notices by the Monitor, CRA's claim for unpaid source deductions became subject to a settlement agreement that was approved by the Court on November 25, 2014.

THE REFEREE'S PROCEEDINGS

26. Following the Monitor's review of the claims that were submitted pursuant to the Claims Process and the issuance of the notices referred to in paragraph 24 above, the Monitor and its counsel engaged in lengthy discussions with the Vetting Committee regarding the possible determination of construction liens and related issues in the context of binding arbitration by a claims adjudicator.
27. After months of negotiation among the Companies' counsel, the Monitor's counsel and the other members of the Vetting Committee, the parties agreed upon the form of the Referral Order, which was granted by the Court on January 8, 2015. Capitalized terms in the paragraph below that are not otherwise defined herein are as defined in the Referral Order.
28. Pursuant to the Referral Order, the following issues were referred to the Referee for determination in the Referee's Proceedings for the purpose of completing the Claims Process:
- i) the validity and, if necessary, quantum, of the Construction Claims filed by the Claimants;

- ii) whether the Private Mortgagees are Statutory Owners (as defined in the CLA), and, if so, the determination of their liability as Statutory Owners to the Lien Claimants;
 - iii) the liability of the Private Mortgagees and Mortgagees with respect to any deficiency in holdback to the claims of the Lien Claimants;
 - iv) the determination of priorities as amongst the Claimants regarding their claims as against the Claimants, the Private Mortgagees and Mortgagees; and
 - v) any ancillary or peripheral issues that need to be determined in order for the Referee to properly complete its mandate, including any and all issues regarding interest and costs.
29. As contemplated by the Referral Order, the Monitor has had, and will continue to have, a limited involvement in the Referee's Proceedings.
30. Shortly after the Referee's appointment, the Monitor's counsel, A&B, provided the Referee with, amongst other things: (i) copies of the Referral Order; (ii) all documents submitted to the Monitor and/or A&B by the various stakeholders pursuant to the Claims Process; and (iii) all notices that were issued by the Monitor pursuant to the Claims Process.
31. On May 19, 2015, A&B wrote to the Referee, requesting a general update with respect to the status of the Referee's Proceedings. In response, on May 21, 2015, the Referee provided A&B and counsel for certain stakeholders with the requested update by letter, and also provided a copy

of an order for directions that had been issued in the Referee's Proceedings dated February 9, 2015 (the "**February Referee's Order**"). The February Referee's Order contained, among other things, a timetable with respect to the Referee's Proceedings, which timetable culminated with an evidentiary hearing scheduled for the week of August 31, 2015 (the "**August Referee's Hearing**"). The email attaching the Referee's responding letter and the February Referee's Order, together with attachments, is attached as **Appendix "5"**.

32. Upon the Monitor's review of these materials, it became apparent that the Referee's Proceedings had been advancing without the participation of the Institutional Mortgagees. Accordingly, A&B advised the Referee and the various stakeholders of same, to ensure that all stakeholders were being given the opportunity to participate in the Referee's Proceedings.
33. On June 29, 2015, a procedural order was issued in the Referee's Proceedings (the "**June Referee's Order**"), which, *inter alia*:
 - i) acknowledged the participation of the Institutional Mortgagees in the Referee's Proceedings;
 - ii) bifurcated the issues to be determined by the Referee; and
 - iii) revised the timetable that had been originally provided in the February Referee's Order.
34. The revised timetable still scheduled the August Referee's Hearing for the week of August 31, 2015, but now provided that such hearing would only

address the first set of the bifurcated issues. The June Referee's Order is attached as **Appendix "6"**

35. In late June, 2015, A&B wrote to the Referee requesting both a general update and a best estimate as to the time required to complete the Referee's Proceedings. In response, the Referee advised, among other things, that:

- i) the August Referee's Hearing would deal with general lien issues and had been scheduled for the week of August 31, 2015;
- ii) the Referee expected that a further hearing (if necessary) on the balance of the issues would occur in November 2015; and
- iii) the Referee's final Report (as defined in the Referral Order) was expected to be released by the end of 2015. This correspondence is attached as **Appendix "7"**.

36. Pursuant to the terms of the Referral Order, the final Report shall bind any and all affected parties without further confirmation by the Court, subject to the right of such parties to appeal the Report to the Divisional Court in accordance with the CLA.

37. The Referral Order provides that the Referee shall, among other things, serve the Report on the Service List in the CCAA Proceedings and file the Report with the Court.

THE CON-DRAIN ACTION

38. The Con-Drain Action was commenced in the Newmarket SCJ by one of the lien claimants, Con-Drain (1983) Limited ("**Con-Drain**"), by way of a Notice of Action issued on August 15, 2013 and a subsequent Statement of Claim on September 3, 2013. Further background and details with respect to the Con-Drain Action are discussed in the Jinnah Affidavits.
39. As outlined above, the Referral Order provided that the Con-Drain Action was to have been transferred from the Newmarket SCJ to the Toronto SCJ, such that the Con-Drain Action was to be heard separately from the CCAA Proceedings. The Referral Order further provided that the Con-Drain Action was to proceed without the participation of the Monitor, and that, notwithstanding the outcome of the Con-Drain Action, the funds in dispute therein were not to be released or distributed from the trust account of Chaitons LLP, counsel for the Companies, without further order of the Court sitting in the context of the CCAA Proceedings.
40. Subsequent to the issuance of the Referral Order, the Monitor understands that counsel for Con-Drain requested that the Newmarket SCJ transfer the Con-Drain Action to the Toronto SCJ in accordance with the terms of the Referral Order. Following a request by the Newmarket SCJ that such transfer be directed by the Regional Senior Judge of the Toronto SCJ, the Monitor was copied on a letter from the Honourable Regional Senior Justice Morawetz, dated June 9, 2015, wherein His Honour directed the registrar of

the Newmarket SCJ to transfer the Con-Drain Action to the Toronto SCJ.

His Honour's letter is attached as **Appendix "8"**.

COMPANIES' REQUEST FOR AN EXTENSION OF THE STAY OF PROCEEDINGS

41. The stay of proceedings currently expires on July 16, 2015. The Companies have requested that the Court extend the stay to and including March 31, 2016.
42. The Companies' request for an eight and one-half month stay extension is commensurate with the anticipated timeline for the Referee to complete the Referee's Proceedings (and, in turn, the Claims Process) and serve and file its Report, as estimated by the Referee, and to attend, if necessary, to possible appeals arising from the Report, as permitted by the Referral Order.
43. Once the Referee's Proceedings have concluded, the Monitor anticipates that the Companies and/or the Monitor, as applicable, will be in a position to move for an order from this Court to make distributions to the Companies' stakeholders in accordance with the Report, terminate the CCAA Proceedings and discharge the Monitor.
44. The requested extension also allows for the attempted sale of the remaining vacant lot. According to the most recent Jinnah Affidavit, sworn July 7, 2015, the Companies have reduced their full-time staff to one employee, Asma Jinnah, the wife of Imran Jinnah, who has agreed to waive her management fees until the completion of the CCAA Proceedings, and who

will be assisted by the Companies' remaining part-time employee in marketing the vacant lot for sale and managing any of the Companies' ongoing obligations to past purchasers.

45. During the requested extension, it is not anticipated that there will be further material activity taking place in the CCAA Proceedings, other than with respect to the Referee's Proceedings, in which the Companies, the Monitor and their respective counsel have limited roles. During the requested stay extension period, it is anticipated that the Monitor's planned activities will be limited to:

- i) controlling receipts and disbursements in accordance with the Initial Order;
- ii) reviewing the outcome of the Settlement Agreement Motion and its impact on the CCAA Proceedings;
- iii) monitoring the Referee's Proceedings and the sale process for the remaining lot;
- iv) assisting with the preparation of motion materials regarding draft distribution, approval and vesting and discharge orders, as applicable;
- v) corresponding with the relevant stakeholders and their counsel, as necessary; and
- vi) reporting to this Court.

46. Subject to the sale of the remaining lot, the Companies have monetized substantially all of their assets and are now in the claims adjudication phase of the CCAA Proceedings. An extension of the stay of proceedings is necessary if it is deemed appropriate by this Court to allow for the completion of the Referee's Proceedings (and, in turn, the Claims Process) and the marketing of the final lot for sale.

CASH FLOW PROJECTION

47. The Companies have prepared the Cash Flow Projection, on a monthly basis, for the period ending March 31, 2016. The Cash Flow Projection together with management's report on the Cash Flow Projection is attached as **Appendix "9"** and also as Appendix E to the most recent Jinnah Affidavit sworn July 7, 2015. The Cash Flow Projection has been prepared by management using probable and hypothetical assumptions set out therein.
48. The Monitor makes the following comments on the Cash Flow Projection:
- i) expenses appear to be consistent with the level of operations contemplated by management for the Companies during the projection period;
 - ii) the Cash Flow Projection reflects the sale of the Companies' remaining lot, although it is possible that it will not be sold during the Cash Flow Projection period;

- iii) even if the remaining lot is not sold during the Cash Flow Projection period, the Companies would still have sufficient cash on hand during the Cash Flow Projection period; and
- iv) the Cash Flow Projection does not contemplate making payments to the Companies' secured creditors nor servicing interest on such obligations during the CCAA Proceedings.

49. The Monitor's review of the Cash Flow Projection consisted of inquiries, analytical procedures and discussions related to information supplied to the Monitor by the management and employees of the Companies. Since hypothetical assumptions need not be supported, the Monitor's procedures with respect to such assumptions were limited to evaluating whether they were consistent with the purpose of the Cash Flow Projection. The Monitor has also reviewed the support provided by management for the probable assumptions and the preparation and presentation of the Cash Flow Projection. Based on the Monitor's review, nothing has come to its attention that causes it to believe that, in all material respects:

- i) the hypothetical assumptions are not consistent with the purpose of the Cash Flow Projection;
- ii) as at the date of this Ninth Report, the probable assumptions developed by management are not suitably supported and consistent with the Companies' plans or do not provide a reasonable basis for the Cash Flow Projection, given the hypothetical assumptions; or

- iii) the Cash Flow Projection does not reflect the probable and hypothetical assumptions.
50. The Cash Flow Projection prepared by the Companies projects that the Companies will have sufficient funds on hand throughout the Cash Flow Projection period.

INTERIM STATEMENT OF RECEIPTS AND DISBURSEMENTS

51. In accordance with the Initial Order, the Monitor has controlled the Companies' receipts and disbursements since the date of the Initial Order.
52. **Appendix "10"** provides a statement of the Companies' receipts and disbursements for the period from December 17, 2013 to July 6, 2015.

PROFESSIONAL FEES

53. The Monitor and its independent legal counsel have maintained detailed records of their professional time and costs since the Initial Order was granted.
54. Pursuant to paragraphs 24 and 25 of the Initial Order, the Monitor and its counsel shall be paid their reasonable fees and disbursements and shall pass their accounts before the Court. In addition, pursuant to paragraph 26 of the Initial Order, the Monitor and its counsel, among other parties, were granted an Administration Charge on the property of the Companies as security for their fees and disbursements, up to a maximum of \$500,000.

55. The fees and disbursements of the Monitor through November 30, 2014 were previously approved by the Court.
56. The total fees of the Monitor for the period from December 1, 2014 to June 30, 2015 amount to \$39,519.39, together with disbursements of \$125.32 and HST of \$5,153.82, totalling \$44,798.53. The details of the time spent and services provided by the Monitor are more particularly described in the Affidavit of Jonathan Krieger, the Senior Vice-President of GTL having carriage of GTL's mandate as the Monitor, sworn July 8, 2015, which is attached hereto as **Appendix "11"**.
57. The legal fees and disbursements incurred by the Monitor for services provided to the Monitor by the Monitor's independent legal counsel, A&B, through November 30, 2014 were previously approved by the Court.
58. The total legal fees and disbursements incurred by the Monitor for services provided to the Monitor by the Monitor's independent legal counsel, A&B, during the period December 1, 2014 to June 30, 2015 amount to \$49,159.54, inclusive of HST. The details of the time spent and services provided by A&B are more particularly described in the Affidavit of Steven L. Graff, sworn July 8, 2015, which is attached hereto as **Appendix "12"**.
59. The Monitor respectfully requests that the Court approve its fees and disbursements and those of its legal counsel, as set out in the Ninth Report.

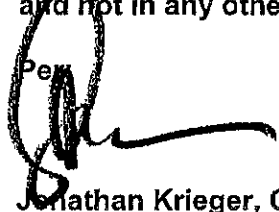
RECOMMENDATION REGARDING REQUESTED RELIEF

60. In the Monitor's view, the Companies have acted in accordance with the Initial Order. The Companies have also been working cooperatively with the Monitor to facilitate the carrying out of their respective mandates. Accordingly, the Monitor is satisfied that the Companies are acting in good faith and with due diligence.
61. Given the forgoing, the Monitor respectfully recommends that this Court grant the Companies' request for relief as set out in paragraph 11 of this Ninth Report and in the Companies' notice of motion.

All of which is respectfully submitted,

GRANT THORNTON LIMITED,
In its capacity as Monitor of the Companies
under the *Companies' Creditors Arrangements Act*
and not in any other capacity

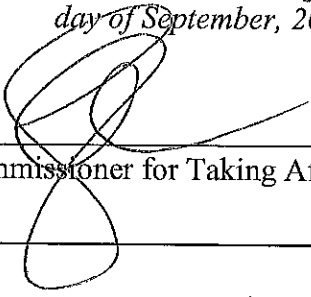
Per

A handwritten signature in black ink, appearing to be 'Jonathan Krieger', written over the word 'Per'.

Jonathan Krieger, CPA, CA, CIRP
Senior Vice President

23307769.5

*This is **Exhibit "B"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*


A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Biscaglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.

)

TUESDAY, THE 17TH

JUSTICE NEWBOULD

)

DAY OF DECEMBER, 2013

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER
STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993
ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. and
2147650 ONTARIO INC.

the "Applicants"

INITIAL ORDER

THIS APPLICATION, made by Silver Streams Homes Inc., Silver Streams Homes (Puccini) Inc., 2148993 Ontario Inc., 2148990 Ontario Inc., 2147681 Ontario Inc. and 2147650 Ontario Inc. (collectively, the "Applicants"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Imran Jinnah sworn December 11, 2013 and the Exhibits thereto (the "Jinnah Affidavit"), the Proposed Monitor's Report to the Court and on being advised that the secured creditors who are likely to be affected by the charges created herein were given notice, and on hearing the submissions of counsel for the Applicants, Grant Thornton Limited (as the proposed Monitor), counsel for Bank of Montreal, counsel for Foremost Mortgage Corporation, counsel for the private secured lenders, counsel for certain lien claimants, counsel for the Corporation of the Town of Richmond Hill, and such other counsel as are present, no one else appearing although duly served as appears from the affidavit of service of Lynn Lee sworn December 12, 2013 and on reading the consent Grant Thornton Limited to act as the Monitor,

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "Protocol") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at http://www.ontariocourts.ca/scj/practice/practicedirections/toronto/#Commercial_List) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant Rule 16.04 of the *Rules of Civil Procedure*. Subject to Rule 3.01(d) of the *Rules of Civil Procedure* and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol with the following URL <[www.granthornton.ca/silverstreams]>.

3. **THIS COURT ORDERS** that the E-Service List Keeper and the WebHost (as such terms are defined in the Protocol) for the purpose of this proceeding shall be the Monitor.

3A. **THIS COURT ORDERS** that the sum of \$491,985.33, plus interest accrued thereon, being held in trust by Chaitons LLP pursuant to the orders of the Honourable Madam Justice Lack dated August 15, 2013 and the Endorsement of the Honourable Madam Justice Gilmore dated November 20, 2013 in the Con-Drain Company (1983) Limited action bearing Newmarket court file no. CV-12-115757-00 (the "Con-Drain Action") shall be maintained in trust by Chaitons LLP until further court order or consent of the parties to the Con-Drain Action, and the determination of whether the above noted funds form Property, as defined in paragraph 5 of the Initial Order, shall be determined at a late date.

APPLICATION

4. **THIS COURT ORDERS AND DECLARES** that the Applicants are affiliated debtor companies to which the CCAA applies.

POSSESSION OF PROPERTY AND OPERATIONS

5. **THIS COURT ORDERS** that, subject to paragraph 17 the Applicants shall remain in possession and control of their current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (the "Property"). Subject to further Order of this Court, the Applicants shall continue to carry on business in a manner consistent with the preservation of their business (the "Business") and Property. The Applicants shall be authorized and empowered to continue to retain and employ the employees, consultants, agents, experts, accountants, counsel and such other persons (collectively "Assistants") currently retained or employed by them, with liberty to retain such further Assistants as they deem reasonably necessary or desirable in the ordinary course of business or for the carrying out of the terms of this Order.

6. **THIS COURT ORDERS** that the Applicants shall be entitled but not required to pay the following expenses whether incurred prior to or after this Order:

- (a) all outstanding and future wages, salaries, employee and pension benefits, vacation pay and expenses payable on or after the date of this Order, in each case incurred in the ordinary course of business and consistent with existing compensation policies and arrangements; and
- (b) the fees and disbursements of any Assistants retained or employed by the Applicants in respect of these proceedings, at their standard rates and charges.

7. **THIS COURT ORDERS** that, except as otherwise provided to the contrary herein, the Applicants shall be entitled but not required to pay all reasonable expenses incurred by the Applicants in carrying on the Business in the ordinary course on and after the date of this Order, and in carrying out the provisions of this Order, which expenses shall include, without limitation:

- (a) all expenses and capital expenditures reasonably necessary for the preservation of the Property or the completion of Phases II and III of the Puccini Project (as defined in the Jinnah Affidavit) including, without limitation, payments on account of insurance, maintenance and security services; and

- (b) payment for goods or services actually supplied to the Applicants following the date of this Order.

8. **THIS COURT ORDERS** that the Applicants shall remit, in accordance with legal requirements, or pay:

- (a) any statutory deemed trust amounts in favour of the Crown in right of Canada or of any Province thereof or any other taxation authority which are required to be deducted from employees' wages, including, without limitation, amounts in respect of (i) employment insurance, (ii) Canada Pension Plan, (iii) Quebec Pension Plan, and (iv) income taxes;
- (b) all goods and services or other applicable sales taxes (collectively, "**Sales Taxes**") required to be remitted by the Applicants in connection with the sale of goods and services by the Applicants, but only where such Sales Taxes are accrued or collected after the date of this Order, or where such Sales Taxes were accrued or collected prior to the date of this Order but not required to be remitted until on or after the date of this Order, and
- (c) any amount payable to the Crown in right of Canada or of any Province thereof or any political subdivision thereof or any other taxation authority in respect of municipal realty, municipal business or other taxes, assessments or levies of any nature or kind which are entitled at law to be paid in priority to claims of secured creditors and which are attributable to or in respect of the carrying on of the Business by the Applicants.

9. **THIS COURT ORDERS** that, except as specifically permitted herein, the Applicants are hereby directed, until further Order of this Court: (a) to make no payments of principal, interest thereon or otherwise on account of amounts owing by the Applicants to any of their creditors as of this date; (b) to grant no security interests, trust, liens, charges or encumbrances upon or in respect of any of their Property; and (c) to not grant credit or incur liabilities except in the ordinary course of the Business.

RESTRUCTURING

10. **THIS COURT ORDERS** that the Applicants shall, subject to such requirements as are imposed by the CCAA and such covenants as may be contained in the Definitive Documents (as hereinafter defined), have the right to:

- (a) permanently or temporarily cease, downsize or shut down any of their business or operations,
- (b) terminate the employment of such of their employees or temporarily lay off such of their employees as they deems appropriate;
- (c) pursue all avenues of refinancing of their Business or Property, in whole or part, subject to prior approval of this Court being obtained before any material refinancing; and
- (d) complete the construction and sale of the remaining 10 homes in Phases II and III of the Puccini Project with the approval of the Monitor in respect of all sales made in the ordinary course of the Applicants' business and otherwise with prior Court approval,

all of the foregoing to permit the Applicants to proceed with the completion of Phases II and III of the Puccini Project (the "Restructuring").

NO PROCEEDINGS AGAINST THE APPLICANTS OR THE PROPERTY

11. **THIS COURT ORDERS** that until and including January 16, 2014, or such later date as this Court may order (the "Stay Period"), no proceeding or enforcement process in any court or tribunal (each, a "Proceeding") shall be commenced or continued against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, except with the written consent of the Applicants and the Monitor, or with leave of this Court, and any and all Proceedings currently under way against or in respect of the Applicants or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court, including the action commenced in Newmarket, Ontario by Con-Drain Company (1983) Limited against certain Applicants and others bearing Court File Number CV-13-115757-00.

NO EXERCISE OF RIGHTS OR REMEDIES

12. **THIS COURT ORDERS** that during the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "**Persons**" and each being a "**Person**") against or in respect of the Applicants or the Monitor, or affecting the Business or the Property, are hereby stayed and suspended except with the written consent of the Applicants and the Monitor, or leave of this Court, provided that nothing in this Order shall (i) empower the Applicants to carry on any business which the Applicants are not lawfully entitled to carry on, (ii) affect such investigations, actions, suits or proceedings by a regulatory body as are permitted by Section 11.1 of the CCAA, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

NO INTERFERENCE WITH RIGHTS

13. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Applicants, except with the written consent of the Applicants and the Monitor, or leave of this Court.

CONTINUATION OF SERVICES

14. **THIS COURT ORDERS** that during the Stay Period, all Persons having oral or written agreements with the Applicants or statutory or regulatory mandates for the supply of goods and/or services, including without limitation all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to the Business or the Applicants, are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Applicants, and that the Applicants shall be entitled to the continued use of their current premises, telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Applicants in accordance with normal payment practices of the Applicants or such other practices as may be

agreed upon by the supplier or service provider and each of the Applicants and the Monitor, or as may be ordered by this Court.

NON-DEROGATION OF RIGHTS

15. **THIS COURT ORDERS** that, notwithstanding anything else in this Order, no Person shall be prohibited from requiring immediate payment for goods, services, use of lease or licensed property or other valuable consideration provided on or after the date of this Order, nor shall any Person be under any obligation on or after the date of this Order to advance or re-advance any monies or otherwise extend any credit to the Applicants. Nothing in this Order shall derogate from the rights conferred and obligations imposed by the CCAA.

PROCEEDINGS AGAINST DIRECTORS AND OFFICERS

16. **THIS COURT ORDERS** that during the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against any of the former, current or future directors or officers of the Applicants with respect to any claim against the directors or officers that arose before the date hereof and that relates to any obligations of the Applicants whereby the directors or officers are alleged under any law to be liable in their capacity as directors or officers for the payment or performance of such obligations, until a compromise or arrangement in respect of the Applicants, if one is filed, is sanctioned by this Court or is refused by the creditors of the Applicants or this Court.

DIRECTORS' AND OFFICERS' INDEMNIFICATION

17. **THIS COURT ORDERS** that the Applicants shall indemnify their directors and officers against obligations and liabilities that they may incur as directors or officers of the Applicants after the commencement of the within proceedings, except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence or wilful misconduct.

APPOINTMENT OF MONITOR

18. **THIS COURT ORDERS** that Grant Thornton Limited is hereby appointed pursuant to the CCAA as the Monitor, an officer of this Court, to monitor the business and financial affairs

of the Applicants with the powers and obligations set out in the CCAA or set forth herein and that the Applicants and their shareholders, officers, directors, and Assistants shall advise the Monitor of all material steps taken by the Applicants pursuant to this Order, and shall co-operate fully with the Monitor in the exercise of its powers and discharge of its obligations and provide the Monitor with the assistance that is necessary to enable the Monitor to adequately carry out the Monitor's functions.

19. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights and obligations under the CCAA, is hereby directed and empowered to:

- (a) monitor the Applicants' receipts and disbursements;
- (b) report to this Court at such times and intervals as the Monitor may deem appropriate with respect to matters relating to the Property, the Business, and such other matters as may be relevant to the proceedings herein;
- (c) assist the Applicants, to the extent required by the Applicants, in their dissemination, to the DIP Lender (as defined below) and its counsel on a periodic basis of financial and other information as agreed to between the Applicants and the DIP Lender which may be used in these proceedings including reporting on a basis to be agreed with the DIP Lender;
- (d) advise the Applicants in the preparation of the Applicants' cash flow statements and reporting, which information shall be reviewed with the Monitor and delivered to the DIP Lender and its counsel on a periodic basis or provided to the Court as required;
- (e) to assist the Applicants with the Restructuring;
- (f) have full and complete access to the Property, including the premises, books, records, data, including data in electronic form, and other financial documents of the Applicants, to the extent that is necessary to adequately assess the Applicants' business and financial affairs or to perform its duties arising under this Order;

- (g) be at liberty to engage independent legal counsel or such other persons as the Monitor deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order;
- (h) perform the tasks requested to be performed by the Monitor under the DIP Term Sheet;
- (i) to advise and assist the Applicants in their negotiations with their stakeholders;
- (j) perform such other duties as are required by this Order or by this Court from time to time; and
- (k) in the name and/or for the benefit of the Applicants, to exercise control over the receipts, disbursements and bank accounts of the Applicants and receive and collect all monies and accounts of the Applicants in respect of the Property.

20. **THIS COURT ORDERS** that, subject to paragraph 17(k) of this Order, the Monitor shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof.

21. **THIS COURT ORDERS** that nothing herein contained shall require the Monitor to occupy or to take control, care, charge, possession or management (separately and/or collectively, "Possession") of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, the *Ontario Water Resources Act*, or the *Ontario Occupational Health and Safety Act* and regulations thereunder (the "Environmental Legislation"), provided however that nothing herein shall exempt the Monitor from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Monitor shall not, as a result of this Order or anything done in pursuance of the Monitor's duties and powers under this Order, be deemed to be in Possession of

any of the Property within the meaning of any Environmental Legislation, unless it is actually in possession.

22. **THIS COURT ORDERS** that the Monitor shall provide any creditor of the Applicants and the DIP Lender with information provided by the Applicants in response to reasonable requests for information made in writing by such creditor addressed to the Monitor. The Monitor shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Monitor has been advised by the Applicants is confidential, the Monitor shall not provide such information to creditors unless otherwise directed by this Court or on such terms as the Monitor and the Applicants may agree.

23. **THIS COURT ORDERS** that, in addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded the Monitor by the CCAA or any applicable legislation.

24. **THIS COURT ORDERS** that the Monitor, counsel to the Monitor and counsel to the Applicants shall be paid their reasonable fees and disbursements, incurred both before and after the making of this Order, in each case at their standard rates and charges, by the Applicants as part of the costs of these proceedings. The Applicants are hereby authorized and directed to pay the accounts of the Monitor, counsel for the Monitor and counsel for the Applicants on a monthly basis upon receipt of an invoice.

25. **THIS COURT ORDERS** that the Monitor and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Monitor and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

26. **THIS COURT ORDERS** that the Monitor, counsel to the Monitor and the Applicants' counsel shall be entitled to the benefit of and are hereby granted a charge (the "Administration Charge") on the Property, which charge shall not exceed an aggregate amount of \$500,000 as security for their professional fees and disbursements incurred at the standard rates and charges of the Monitor and such counsel, both before and after the making of this Order in respect of

these proceedings. The Administration Charge shall have the priority set out in paragraphs 31 and 33 hereof.

DIP FINANCING

27. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to obtain and borrow under a credit facility from Sandall Investments Limited (the "**DIP Lender**") in order to finance the Applicants' working capital requirements, including the cost of completing Phases II and III of the Puccini Project and the costs of these proceedings, provided that borrowings under such credit facility shall not exceed the principal amount of \$1,000,000 unless permitted by further Order of this Court.

28. **THIS COURT ORDERS** that such credit facility shall be on the terms and subject to the conditions set forth in the term sheet among the Applicants and the DIP Lender dated as of December 11, 2013 (the "**Term Sheet**"), filed.

29. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to execute and deliver such credit agreements, mortgages, charges, security documents, guarantees and other definitive documents (collectively, the "**Definitive Documents**"), as are contemplated by the Term Sheet or as may be reasonably required by the DIP Lender pursuant to the terms thereof, and the Applicants are hereby authorized and directed to pay and perform all of their indebtedness, interest, fees, liabilities and obligations to the DIP Lender under and pursuant to the Term Sheet and the Definitive Documents as and when the same become due and are to be performed, notwithstanding any other provision of this Order.

30. **THIS COURT ORDERS** that the DIP Lender shall be entitled to the benefit of and is hereby granted a charge (the "**DIP Lender's Charge**") on the Property, which DIP Lender's Charge shall not secure an obligation that exists before this Order is made. The DIP Lender's Charge shall have the priority set out in paragraphs 31 and 33 hereof.

31. **THIS COURT ORDERS** that, notwithstanding any other provision of this Order:

- (a) the DIP Lender may take such steps from time to time as it may deem necessary or appropriate to file, register, record or perfect the DIP Lender's Charge or any of the Definitive Documents;

- (b) upon the occurrence of an event of default under the Definitive Documents or the DIP Lender's Charge, the DIP Lender may immediately terminate the facility and, upon seeking an Order of the Court on 5 days notice to the Applicants and the Monitor, may exercise any and all of its rights and remedies against the Applicants or the Property under or pursuant to the Term Sheet, Definitive Documents and the DIP Lender's Charge, including without limitation, to apply to this Court for the appointment of a receiver over the Property; and
- (c) the foregoing rights and remedies of the DIP Lender shall be enforceable against any trustee in bankruptcy, interim receiver, receiver, receiver and manager or lien trustee of the Applicants or the Property.

32. **THIS COURT ORDERS AND DECLARES** that the DIP Lender shall be treated as unaffected in any plan of arrangement or compromise filed by the Applicants under the CCAA with respect to any advances made under the Definitive Documents.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

33. **THIS COURT ORDERS** that the priorities of the Administration Charge and the DIP Lender's Charge, as among them, shall be as follows:

First – Administration Charge (to the maximum amount of \$500,000); and

Second – DIP Lender's Charge.

34. **THIS COURT ORDERS** that the filing, registration or perfection of the Administration Charge or the DIP Lender's Charge (collectively, the "Charges") shall not be required, and that the Charges shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charges coming into existence, notwithstanding any such failure to file, register, record or perfect.

35. **THIS COURT ORDERS** that each of the Administration Charge and the DIP Lender's Charge (all as constituted and defined herein) shall constitute a charge on the Property and such Charges shall rank in priority to all other security interests, trusts, liens, charges, construction

liens (whether or not perfected or preserved) and encumbrances, claims of secured creditors, statutory or otherwise (collectively, "Encumbrances") in favour of any Person.

36. **THIS COURT ORDERS** that except as otherwise expressly provided for herein, or as may be approved by this Court, the Applicants shall not grant any Encumbrances over any Property that rank in priority to, or *pari passu* with, any of the Administration Charge or the DIP Lender's Charge, unless the Applicants also obtain the prior written consent of the Monitor, the DIP Lender and the beneficiaries of the Administration Charge, or further Order of this Court.

37. **THIS COURT ORDERS** that the Administration Charge, the Term Sheet, the Definitive Documents and the DIP Lender's Charge shall not be rendered invalid or unenforceable and the rights and remedies of the chargees entitled to the benefit of the Charges (collectively, the "Chargees") and/or the DIP Lender thereunder shall not otherwise be limited or impaired in any way by (a) the pendency of these proceedings and the declarations of insolvency made herein; (b) any application(s) for bankruptcy order(s) issued pursuant to the BIA, or any bankruptcy order made pursuant to such applications; (c) the filing of any assignments for the general benefit of creditors made pursuant to the BIA; (d) the provisions of any federal or provincial statutes; or (e) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of Encumbrances, contained in any existing loan documents, lease, sublease, offer to lease or other agreement (collectively, an "Agreement") which binds the Applicants, and notwithstanding any provision to the contrary in any Agreement:

- (a) neither the creation of the Charges nor the execution, delivery, perfection, registration or performance of the Term Sheet or the Definitive Documents shall create or be deemed to constitute a breach by the Applicants of any Agreement to which they are a party;
- (b) none of the Chargees shall have any liability to any Person whatsoever as a result of any breach of any Agreement caused by or resulting from the Applicants entering into the Term Sheet, the creation of the Charges, or the execution, delivery or performance of the Definitive Documents; and
- (c) the payments made by the Applicants pursuant to this Order, the Term Sheet or the Definitive Documents, and the granting of the Charges, do not and will not constitute

preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.

SERVICE AND NOTICE

38. **THIS COURT ORDERS** that the Monitor shall (i) without delay, publish in the Toronto Star or the Globe and Mail a notice containing the information prescribed under the CCAA, (ii) within five days after the date of this Order, (A) make this Order publicly available in the manner prescribed under the CCAA, (B) send, in the prescribed manner, a notice to every known creditor who has a claim against the Applicants of more than \$1000, and (C) prepare a list showing the names and addresses of those creditors and the estimated amounts of those claims, and make it publicly available in the prescribed manner, all in accordance with Section 23(1)(a) of the CCAA and the regulations made thereunder.

39. **THIS COURT ORDERS** that the Applicants and the Monitor be at liberty to serve this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or electronic transmission to the Applicants' creditors or other interested parties at their respective addresses as last shown on the records of the Applicants and that any such service or notice by courier, personal delivery or electronic transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

40. **THIS COURT ORDERS** that the Applicants, the Monitor, and any party who has filed a Notice of Appearance may serve any court materials in these proceedings by e-mailing a PDF or other electronic copy of such materials to counsels' email addresses as recorded on the Service List from time to time, and the Monitor may post a copy of any or all such materials on its website at www.grantthornton.ca/silverstreams.

GENERAL

41. **THIS COURT ORDERS** that the Applicants or the Monitor may from time to time apply to this Court for advice and directions in the discharge of their powers and duties hereunder.

42. **THIS COURT ORDERS** that nothing in this Order shall prevent the Monitor from acting as an interim receiver, a receiver, a receiver and manager, a trustee in bankruptcy or a lien trustee of the Applicants, the Business or the Property.

43. **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 Applicants, the Monitor and their respective 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 Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

44. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

45. **THIS COURT ORDERS** that any interested party (including the Applicants and the Monitor) may apply to this Court to vary or amend this Order on not less than seven (7) days notice to any other party or parties likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

46. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order.

ENTERED AT / INSCRIT A TORONTO
CN / BOOK NO.:
LE / DANS LE REGISTRE NO.:



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IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. AND 2147650 ONTARIO INC.

Court File No. 13-10362-00-CL

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

Proceedings commenced at TORONTO

INITIAL ORDER

CHAITONS LLP
Barristers and Solicitors
5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

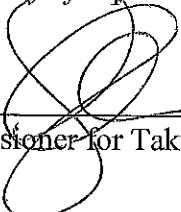
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Maya Poliak (LSUC #54100A)
Tel: 416-218-1161
Fax: 416-218-1844

Lawyers for the Applicants

*This is **Exhibit "C"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*



A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Blaceglla & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

Court File No. CV-13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.
JUSTICE WILTON-SIEGEL

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THURSDAY, THE 16TH DAY
OF JANUARY, 2014

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, C. C-36, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
AND 2147650 ONTARIO INC.

Applicants

CLAIMS PROCESS ORDER

THIS MOTION, made by the Applicants for an order establishing a claims procedure was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Imran Jinnah sworn January 10, 2014 and the Monitor's First Report to the Court dated January 14, 2013, and on hearing the submissions of counsel for the Applicants, counsel for the Monitor and such other counsel as were present, and on being advised that the Service List was served with the Notice of Motion and Motion Record of the Applicants:

DEFINITIONS

1. THIS COURT ORDERS that, for the purposes of this Order, the following terms shall have the following meanings:

- (a) "9:30 Appointment" means an appearance before a Justice of this Court in chambers which may be made at 9:30 a.m. on any juridical day;
- (b) "Business Day" means a day, other than Saturday, Sunday or a statutory holiday, on which banks are generally open for business in Toronto, Ontario;
- (c) "CCAA" means the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C - 36, as amended;
- (d) "CCAA Proceeding" means the CCAA proceeding of the Applicants initiated pursuant to the terms of the Initial Order;
- (e) "Claims Deadline" means 5:00 p.m. (Eastern Standard Time) on February 14, 2014;
- (f) "Court" means the Ontario Superior Court of Justice (Commercial List);
- (g) "Claimant" means any Person having a Secured Claim;
- (h) "Filing Date" means December 17, 2013;
- (i) "Initial Order" means the Order of the Honourable Mr. Justice Newbould dated December 17, 2013 issued in the CCAA Proceeding;
- (j) "Known Creditors" means any Person which the books and records of the Applicants disclose were owed money by one or more of the Applicants as of the Filing Date which obligations remains unpaid in whole or in part;
- (k) "Monitor" means Grant Thornton Limited in its capacity as Court-appointed Monitor of the Applicants pursuant to the Initial Order;
- (l) "Notice of Disallowance" means the notice that may be delivered to a Claimant disallowing such Claimant's Secured Claim in whole or in part, which notice shall include the grounds for the disallowance;
- (m) "Notice of Dispute" means the notice that may be delivered by a Claimant who has received a Notice of Disallowance disputing such Notice of Disallowance, which notice shall include the grounds for the dispute;
- (n) "Notice to Creditors" means the notice substantially in the form attached hereto as Schedule "B";
- (o) "Person" means any individual, partnership, firm, joint venture, trust, entity, corporation, unincorporated organization, trade union, employee or other association and any federal, provincial or municipal government or similar entity, howsoever designated or constituted;

- (p) "Property" means the property of the Applicants described in **Schedule "A"** hereto and the proceeds thereof;
- (q) "**Secured Claim**" means all claims against the Property whether as a mortgagee, construction lien claimant or otherwise, including the claim of Con-Drain Company (1983) Limited ("**Con-Drain**"), and subject to paragraph 3A of the Initial Order against the Property in an action commenced in Newmarket, Ontario by Con-Drain against certain Applicants and others bearing Newmarket Court File Number CV-13-115757-00, but excludes the claims of unsecured creditors and the beneficiaries of the Court ordered charges created pursuant to the Initial Order; and
- (r) "**Vetting Committee**" means a committee established pursuant to the terms of this Order for the purpose of assisting the Monitor with the review and determination of the validity, quantum and priority of all Secured Claims and which shall have a maximum of six (6) members.

PURPOSE OF CLAIMS PROCESS

2. The claims process contemplated herein applies solely to those persons having Secured Claims against the Property, whether as a mortgagee, a construction lien claimant or otherwise and is not intended as a general claims process for all of the Applicants' creditors.

MONITOR'S ROLE

3. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights, duties, responsibilities and obligations under the CCAA and under the Initial Order, shall implement and oversee the claims process provided for herein, and is hereby authorized and directed to take such steps as may be necessary to implement and carry out this Order.

CLAIMS PROCESS

4. **THIS COURT ORDERS** that the Monitor shall cause a Notice to Creditors to be sent to each Known Creditor by facsimile transmission, electronic communication or regular prepaid mail on or before January 21, 2014.

5. **THIS COURT ORDERS** that the Monitor shall cause the Notice to Creditors to be placed once in each of the Toronto Star and the Daily Commercial News as soon as reasonably practicable after the date of this Order.

6. **THIS COURT ORDERS** that the Monitor shall cause the Notice to Creditors and a copy of this Order to be posted and maintained on the Monitor's website at www.grantthornton.ca/silverstreams as soon as reasonably practicable after the date of this Order.

7. **THIS COURT ORDERS** that the Monitor shall cause a copy of this Order and the Notice to Creditors to be sent to any Person requesting such material as soon as practicable.

FILING OF SECURED CLAIMS

8. **THIS COURT ORDERS** that all Claimants shall deliver to the Monitor their written submissions together with all supporting documentation respecting the validity, quantum and priority of their Secured Claims by the Claims Deadline or such later date as the Monitor may agree or the Court may order prior to the Claim Deadline failing which, the Secured Claim of such Claimant against the Property shall be extinguished and forever barred.

9. **THIS COURT ORDERS** that the information and documentation to be provided by a Claimant to the Monitor pursuant to paragraph 8 above, shall include, without limitation:

- (a) in the case of lien claimants, a complete copy of the contract or subcontract, change orders, evidence of the date of last supply of work or services, a copy of all invoices, time sheets and a detailed statement of account including all payments received;
- (b) in the case of mortgagees, a copy of the commitment letter, offer of finance or similar document, the dates and amounts of all advances, a detailed statement of account, and the amount of any holdback maintained by the mortgagee.

VETTING COMMITTEE

10. **THIS COURT ORDERS AND AUTHORIZES** the establishment of the Vetting Committee. The Vetting Committee shall initially have the following 6 members:

- (a) James Klein - lawyer for various lien claimants
- (b) Jeffrey Long - lawyer for Con Drain
- (c) Jeffrey Spiegleman - lawyer for Bank of Montreal
- (d) Marco Drudi - lawyer for private lenders

(e) Stephen Schwartz – lawyer for the Applicants

(f) Steven Graff or Ian Aversa – lawyers for the Monitor

A member of the Vetting Committee may only be replaced with the unanimous consent of the remaining members or an order of this Court.

CLAIMS REVIEW

11. **THIS COURT ORDERS** that the Monitor shall review each Secured Claim received by the Claims Deadline.

12. **THIS COURT ORDERS** that in response to a written request made by the Monitor, a Claimant shall forthwith, and in any event within seven (7) days of the date of the request, provide such further documentation and information as the Monitor may reasonably require with respect to the Claimant's Secured Claim.

13. **THIS COURT ORDERS** that the Monitor, in its sole discretion, upon consultation with the Vetting Committee, may accept or disallow a Secured Claim in part or in whole.

14. **THIS COURT ORDERS** that if the Monitor determines to disallow a Secured Claim, in part or in whole, the Monitor shall deliver to the Claimant a Notice of Disallowance.

15. **THIS COURT ORDERS** that any Claimant who disputes the disallowance of its Secured Claim as set forth in a Notice of Disallowance shall deliver a Notice of Dispute to the Monitor on or before 5:00 p.m. (Eastern Standard Time) on the day which is fourteen (14) days after the date of the Notice of Disallowance (the "**Dispute Deadline**"), or such later date as the Monitor may agree or the Court may order prior to the expiration of the Dispute Deadline.

16. **THIS COURT ORDERS** that any Claimant who fails to deliver a Notice of Dispute by the Dispute Deadline shall be deemed to accept the Monitor's determination as set out in the Notice of Disallowance.

RESOLUTION OF CLAIMS

17. **THIS COURT ORDERS** that the Monitor, with the assistance of the Vetting Committee, may attempt to consensually resolve any disputed Secured Claim.

18. **THIS COURT ORDERS** that upon the expiration of all of the Dispute Deadlines, the Monitor shall prepare, serve and file a report on the results of the claims process.

19. **THIS COURT ORDERS** that the Monitor shall schedule a 9:30 Appointment with the Court returnable within fourteen (14) days after service of its report pursuant to paragraph 18 herein for the purpose of setting a timetable for resolution of any unresolved disputed claims.

20. **THIS COURT ORDERS** that the Monitor may apply to this Court, at any time, for advice and directions regarding the claims process provided for herein.

GENERAL PROVISIONS

21. **THIS COURT ORDERS** that any notice or other communication to be given under this Order by a Claimant to the Monitor shall be in writing and will be sufficiently given only if delivered by facsimile transmission, personal delivery, electronic communication or prepaid mail addressed to:

The Monitor
c/o Grant Thornton Limited
Royal Bank Plaza, South Tower, 19th Floor,
Toronto, ON, M5J 2P9

Attention: Daniel Sobel
Telephone: (416) 369-7033
Fax: (416) 360-4949
Email: daniel.sobel@ca.gt.com

with a copy to

Aird & Berlis LLP
Brookfield Place, 181 Bay Street, Suite 1800
Toronto, ON, M5J 2T9

Attention: Ian Aversa
Telephone: (416) 865-3082
Fax: (416) 863-1515
Email: iaversa@airdberlis.com

Any such notice or other communication delivered by a Claimant shall be deemed to be received upon actual receipt by the Monitor thereof during normal business hours on a Business Day or, if delivered outside of normal business hours, on the next Business Day.

22. **THIS COURT ORDERS** that any notice or other communication to be given under this Order by the Monitor to a Claimant shall be addressed to the last recorded address appearing in the books and records of the Applicants, the address indicated on any security registration or in the submissions filed by the Claimant with the Monitor and will be sufficiently given only if delivered by facsimile transmission, personal delivery, electronic communication or prepaid mail. Any such notice or other communication delivered by the Monitor shall be deemed to be received upon actual receipt by the Claimant thereof during normal business hours on a Business Day or, if delivered outside of normal business hours, on the next Business Day.

ENTERED IN MONITOR AT TORONTO
ON / R. J. J. J. J.
LE / D. J. J. J. J. J. J. J. J. J.

JAN 16 2014

W. J. J. J. J. J. J. J. J. J.

SCHEDULE "A"**PROPERTY**

1. Lot 1, Plan 65M4249, Town of Richmond Hill; Pin: 03206-3418 (LT)
2. Lot 23, Plan 65M4249, Town of Richmond Hill; Pin: 03206-3440 (LT)
3. Lot 24, Plan 65M4249, Town of Richmond Hill; Pin: 03206-3441 (LT)
4. Lot 18, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3501 (LT)
5. Lot 19, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3502 (LT)
6. Lot 20, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3503 (LT)
7. Lot 22, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3505 (LT)
8. Lot 23, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3506 (LT)
9. Lot 24, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3507 (LT)
10. Lot 25, Plan 65M4331, Town of Richmond Hill; Pin: 03206-3508 (LT)
11. Net sale proceeds from the sale of certain homes in the Puccini Project in the amount of \$491,985.33 held in trust by Chaitons LLP pursuant to the Orders of Madam Justice Lack dated August 15, 2013 and Madam Justice Gilmore dated November 20, 2013 issued in the action commenced by Con-Drain Company (1983) Limited against certain applicants and other parties bearing Court File Number CV-13-115757-00

SCHEDULE "B"

NOTICE TO CREDITORS

NOTICE TO CREDITORS OF SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. and 2147650 ONTARIO INC. (COLLECTIVELY, "SILVER STREAMS")

RE: NOTICE OF CLAIMS PROCEDURE FOR SILVER STREAMS PURSUANT TO THE COMPANIES' CREDITORS ARRANGEMENT ACT (THE "CCAA")

TAKE NOTICE that this notice is being published pursuant to an order of the Honourable Mr. Justice Wilton-Siegel of the *Ontario* Superior Court of Justice (Commercial List) dated January 16, 2014 (the "Claims Process Order"). Any person who believes that it has a claim against the Property (as defined in the Claims Process Order) whether as a mortgagee, construction lien claimant or otherwise, shall send the documents and information prescribed by the Claims Process Order to Grant Thornton Limited in its capacity as Court-appointed Monitor of Silver Streams (the "Monitor") to be received by 5:00 p.m. (Eastern Standard Time) on February 14, 2014 (the "Claims Deadline") or such later date as the Monitor may agree or the Court may order prior to the Claim Deadline, failing which, the claim of such Claimant against the Property shall be extinguished and forever barred.

A copy of the Claims Process Order is available on the Monitor's website at www.grantthornton.ca/silverstreams.

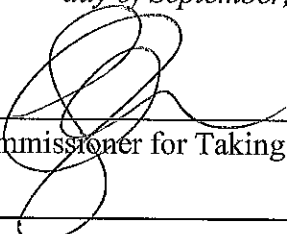
Dated at _____ this ____ day of _____, 2014

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993 ONTARIO INC., 2147681 ONTARIO INC. AND 2147650 ONTARIO INC.

Court File No. 13-10362-00-CL

Maya Poliak (LSUC #54100A)
Tel: 416-218-1161
Fax: 416-218-1844
Lawyers for the Applicants

*This is **Exhibit "D"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*


A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Biscaglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

Court File No. 13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.) THURSDAY, THE 8TH
JUSTICE NEWBOULD) DAY OF JANUARY, 2015

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED



IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. and
2147650 ONTARIO INC.

Applicants

ORDER

THIS MOTION, made by Grant Thornton Limited, in its capacity as the Court-appointed monitor of the Applicants (in such capacity, the "Monitor"), for an Order, among other things, referring the construction lien claims and other related issues in these proceedings (collectively, the "Construction Claims") to a referee (the "Referee"), and referring the action bearing Court File No. CV-13-115757-00 (the "Con-Drain Action") to a Judge of the Commercial List, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Seventh Report of the Monitor dated December 19, 2014, the consent of lien claimants (the "Lien Claimants") #s 1 through 11 (as more specifically listed and identified in Schedule "A" attached hereto), the consent of the Private Mortgagees and the Mortgagees (as listed in Schedule "B" attached hereto), and the consent of the proposed Referee, and on hearing the submissions of counsel for the Monitor, counsel for the Applicants, ~~counsel for certain of the Lien Claimants, counsel for certain of the Private Mortgagees, and~~ ~~counsel for certain of the Mortgagees,~~ no one appearing for the unsecured claimants (the "Unsecured Claimants") (as more specifically listed and identified in Schedule "C" attached

hereto) (together with the Lien Claimants, the "**Claimants**") or any other person on the service list, although duly served as appears from the affidavit of Susy Moniz sworn December 22, 2014, filed,

1. **THIS COURT ORDERS** that the time for service and filing of the notice of motion and the motion record 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 following issues with respect to the Construction Claims be and are referred to Duncan Glaholt, who shall act as the Referee:

- (a) the validity and, if necessary, quantum, of the Construction Claims filed by the Claimants;
- (b) the determination of whether the Private Mortgagees are Statutory Owners (as defined in the *Construction Lien Act*, R.S.O. 1990, c. C.30, as amended (the "**Act**")), and, if so, the determination of their liability as Statutory Owners to the Lien Claimants;
- (c) the liability of the Private Mortgagees and Mortgagees with respect to any deficiency in holdback to the claims of the Lien Claimants;
- (d) the determination of priorities as amongst the Claimants regarding their claims as against the Claimants, the Private Mortgagees and Mortgagees; and
- (e) any ancillary or peripheral issues that need to be determined in order for the Referee to properly complete its mandate, including any and all issues regarding interest and costs.

3. **THIS COURT ORDERS** that the Referee's determination in respect of the issues enumerated in paragraph 2 above shall be set out in a report (the "**Report/Award**"), which shall be served on the Service List in these proceedings and filed with the Court, and that the Report/Award shall bind any and all affected parties without further confirmation by this Court. For greater certainty, each and every party that filed a claim against one or more of the Applicants in the present proceedings shall be deemed to be an affected party of the

Report/Award. Notwithstanding the foregoing, any and all affected parties shall maintain their right to appeal the Report/Award to the Divisional Court in accordance with the Act.

4. **THIS COURT ORDERS** that the anticipated costs of the Referee, up to the amount of \$100,000.00, shall be funded equally, and in advance of the Referee commencing its mandate, by the Private Mortgagees (50%) and the Lien Claimants (50%, such that costs shall be borne by each Lien Claimant on a pro rata basis, as calculated in **Schedule "A"** hereto), and that any additional costs of the Referee shall be secured by the Administration Charge (as defined in the Initial Order issued on December 17, 2013 in these proceedings) and paid by the Monitor (collectively, the **"Referee's Costs"**). Notwithstanding the above, the Referee shall maintain the right to assess costs in the Report/Award against any party, including, without limitation, the right to reallocate the Referee's Costs, and any such assessment shall attract the same deference and appeal rights as provided in paragraph 3 of this Order.

5. **THIS COURT ORDERS** that should a Lien Claimant refuse or neglect to pay its pro rata share of costs (a **"Defaulting Lien Claimant"**), then any other Lien Claimant shall be at liberty to advance the costs payable by the Defaulting Lien Claimant and shall be entitled to twice the amount advanced, which repayment shall form a first charge against any sums found to be due and payable to the Defaulting Lien Claimant and which sum shall be repaid before the Defaulting Lien Claimant receives any proceeds under this process.

6. **THIS COURT ORDERS** that the Con-Drain Action shall be transferred from the Superior Court of Justice in Newmarket, Ontario and shall be heard by a Judge of the ~~Commercial List~~ ^{Superior Court} in Toronto, separate from the present proceedings and without the participation of the Monitor, but that the funds in dispute in the Con-Drain Action, which are currently held in the trust account of Chaitons LLP (the **"Chaitons Trust Account"**), shall not be released or distributed from the Chaitons Trust Account without a further Order of this Court sitting in the context of the present proceedings.

77PNT
JAN 8 2013
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SCHEDULE "A"

Lien Claimant		Court File No.	Lien Amount (\$)	Lien Registration No.	% of Total Lien Amount Claimed by all Lien Claimants
1.	Con-Drain Company (1983) Limited	CV-13-116355-00	94,837	YR2016863	2.6%
2.	Pilbro III Inc.	CV-13-116840-00	554,354	YR2056986	15.5%
3.	Medi Group Incorporated	CV-13-116838-00	521,675	YR2057173	14.6%
4.	Cardell Flooring Ltd.	CV-13-116835-00	94,922	YR2057568	2.6%
5.	Foremont Drywall Inc.; 1382479 Ontario Inc.; 1382503 Ontario Inc.; 2203579 Ontario Inc. c/o Foremont Drywall Contracting	CV-13-116837-00	434,578	YR2057675	12.1%
6.	Canadian Concrete Forming Limited	CV-13-116834-00	216,202	YR2057676	6.0%
7.	Pave Plumbing & Heating Inc.	CV-13-116839-00	227,303	YR2057677	6.3%
8.	E.D. Carpenters Ltd.	CV-13-116836-00	328,674	YR2058240	9.2%
9.	Solo Electric Ltd.	CV-13-116841-00	186,364	YR2058688	5.2%
10.	1865721 Ontario Inc.	CV-13-116833-00	91,519	YR2059379	2.6%
11.	GM Exterior Inc.	CV-13-117058-00	46,559	YR2062198	1.3%
12.	Giancola Aluminum Contractors Inc.	CV-13-117059-00	82,579	YR2062199	2.3%
13.	Renova Recycling (2000) Inc.	CV-14-117811-00	29,392	YR2060384	0.8%
14.	Trudel & Sons Roofing Ltd.	CV-14-117658-00	31,745	YR2073073	0.9%
15.	L.I.U.N.A. Local 183 et al. (Massimo Digiovani as agent)	CV-13-117071-00	22,568	YR2050961	0.6%

16.	Argo Lumber Inc.	CV-13-116990-00	135,060	YR2048904	3.8%
17.	Newmar Window Manufacturing Inc.	CV-13-116991-00	67,793	YR2050277	1.9%
18.	The King-Con Corporation	CV-13-116857-00	104,574	YR2049079	2.9%
19.	The Sanderson-Harold Company Ltd. (Paris Kitchens)	Not available as at the date hereof	203,870	YR2058638	5.7%
20.	669857 Ontario Inc. o/a Alma Mechanical	CV-13-117214-00	108,287	YR2060246	3.0%
TOTAL			3,582,855		100.00%

SCHEDULE "B"**Private Mortgagees**

1. Puccini Mortgage Corp.
2. DaPaul Management Limited
3. 388242 Ontario Limited
4. 53 Puccini Mortgage Corp.
5. Nastell Investments Limited
6. Castle Lane Design Group Inc.

Mortgagees

1. Bank of Montreal
2. Foremost Mortgage Holding Corporation
3. Home Trust Company

SCHEDULE "C"

Claimant		Amount (\$)
1.	J.S. Construction	18,750
2.	Benzi General Contracting	6,106
3.	Kremar Surveyors Ltd.	9,287
4.	Quality Door Systems Inc.	20,724
5.	ConelCo Utility Contractors	3,073
6.	MAS Engineering (part of Cole Engineering)	4,379
7.	J.J. Home Products	28,670
8.	TorOnCa Fence and Deck	24,860
9.	Dream Work Canada Inc. o/a Stone Factory	91,435
10.	General Home Built-In Systems Ltd.	33,594
11.	ConelCo Utility Contractors	3,073
12.	Argyle Flooring*	*129,516
TOTAL		373,467

*Denotes a late claim filed after the deadline of February 14, 2014.

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED
IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER
STREAMS HOME (PUCCINI) INC., 2148993 ONTARIO INC., 2148990 ONTARIO INC. AND 2147650
ONTARIO INC.

Court File No. CV-13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

ORDER

AIRD & BERLIS LLP
Barristers and Solicitors
Brookfield Place
181 Bay Street, Suite 1800
Toronto, ON M5J 2T9

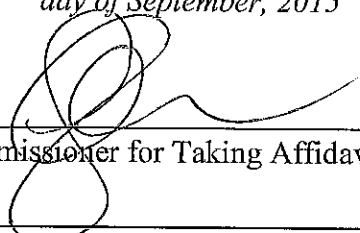
Steven L. Graff (LSUC # 31871V)
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Email: sgraff@airdberlis.com

Ian Aversa (LSUC # 55449N)
Tel: 416.865.3082 / Fax: 416.863.1515
Email: iaversa@airdberlis.com

Jeremy Nemers (LSUC # 66410Q)
Tel: 416.865.7724 / Fax: 416.863.1515
Email: jnemers@airdberlis.com

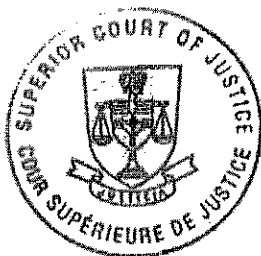
*Lawyers for Grant Thornton Limited, in its capacity as the Court-
appointed Monitor of the Applicants*

*This is **Exhibit "E"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*



A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Bisceglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.



Court File No. CV-13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE
JUSTICE *Pattillo*

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WEDNESDAY, THE 15TH
DAY OF JULY 2015

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
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Applicants

ORDER

THIS MOTION, made by the Applicants for an order extending the stay period (the "Stay Period") as defined in paragraph 11 of the Initial Order of the Honourable Mr. Justice Newbould dated December 17, 2013 (the "Initial Order") to and including March 31, 2016 and granting such further and other relief as this Honourable Court may deem just, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Imran Jinnah sworn July 7, 2015 and the Ninth Report of Grant Thornton Limited in its capacity as the Court-appointed Monitor of the Applicants (in such capacity, the "Monitor") dated July 9, 2015 (the "Ninth Report"), and on hearing the submissions of counsel for the Applicants, counsel for the Monitor and such other counsel as were present, and on being advised that the Service List was served with the Notice of Motion and Motion Record of the Applicants:

1. **THIS COURT ORDERS** that the time for service and filing of the notice of motion and the motion record 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 Stay Period is hereby extended to and including March 31, 2016.
3. **THIS COURT ORDERS** that the Eighth Report of the Monitor dated April 8, 2015 and the Ninth Report of the Monitor, and the activities described therein, be and hereby are approved.
4. **THIS COURT ORDERS** that the Monitor's interim statement of the Applicants' receipts and disbursements from December 17, 2013 to and including July 6, 2015 be and is hereby approved.
5. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its counsel, as described in the Ninth Report, be and are hereby approved.

[Handwritten signature]

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

JUL 15 2015

NB

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER STREAMS
HOMES (PUCCINI) INC., 2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. AND 2147650 ONTARIO INC.

Court File No. 13-10362-00-CL

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

Proceedings commenced at TORONTO

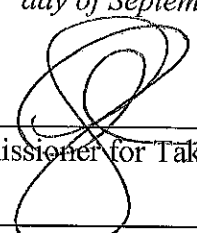
ORDER

CHAITONS LLP
Barristers and Solicitors
5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Maya Poliak (LSUC #54100A)
Tel: 416-218-1161
Fax: 416-218-1844

Lawyers for the Applicants

*This is **Exhibit "F"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*


A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Bisceglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

Subject: RE: Silver Stream Homes Inc.

Date: Thursday, 20 August, 2015 1:00:50 PM Eastern Daylight Time

From: Duncan Glaholt <DuncanGlaholt@glaholt.com>

To: Sonja Turajlich <sturajlich@lawtoronto.com>

CC: iaversa@airdberlis.com <iaversa@airdberlis.com>, sgraff@airdberlis.com <sgraff@airdberlis.com>, stephen@chaitons.com <stephen@chaitons.com>, Teresa DeSousa <TeresaDeSousa@glaholt.com>, Francesca Giannotti <FrancescaGiannotti@glaholt.com>, Lee Guarino <Lee.Guarino@ACLaw.ca>, harvey@harvey-mandel.com <harvey@harvey-mandel.com>, mdrudi@dakllp.com <mdrudi@dakllp.com>, kchau@gibsonandbarnes.ca <kchau@gibsonandbarnes.ca>, s.zomorodi@zomorodilaw.com <s.zomorodi@zomorodilaw.com>, thenry@cavalluzzo.com <thenry@cavalluzzo.com>, finegold@gsnh.com <finegold@gsnh.com>, rmazar@mazarlaw.com <rmazar@mazarlaw.com>, aesposito@pallettvalo.com <aesposito@pallettvalo.com>, Jeffrey Spiegelman <JSpiegelman@ACLaw.ca>, jklein@kalaw.ca <jklein@kalaw.ca>, jlong@kmlaw.ca <jlong@kmlaw.ca>, cclynick@cavalluzzo.com <cclynick@cavalluzzo.com>, mruberto@pallettvalo.com <mruberto@pallettvalo.com>, dmng@goodmansolomon.com <dmng@goodmansolomon.com>, ebisceglia@lawtoronto.com <ebisceglia@lawtoronto.com>, Fernando <fsouza@lawtoronto.com>

Counsel,

I thank you all for your correspondence on this interesting question. To answer Ms. Turajlich's direct question:

1. My order of reference is not a standard CLA judgment of reference.
2. Paragraph 2 of Justice Newbould's Order of 8 January 2015 certainly grants me wide enough jurisdiction to be of use to the court, but at the same time grants me a finite and circumscribed jurisdiction:

2. THIS COURT ORDERS that the following Issues with respect to the Construction Claims be and are referred to Duncan Glaholt, who shall act as the Referee:

- (a) the validity and, if necessary, quantum, of the Construction Claims filed by the Claimants;
 - (b) the determination of whether the Private Mortgagees are Statutory Owners (as defined in the *Construction Lien Act*, R.S.O. 1990, c. C.30, as amended (the "Act")), and, if so, the determination of their liability as Statutory Owners to the Lien Claimants;
 - (c) the liability of the Private Mortgagees and Mortgagees with respect to any deficiency in holdback to the claims of the Lien Claimants;
 - (d) the determination of priorities as amongst the Claimants regarding their claims as against the Claimants, the Private Mortgagees and Mortgagees; and
 - (e) any ancillary or peripheral issues that need to be determined in order for the Referee to properly complete its mandate, including any and all issues regarding interest and costs.
3. Since the order now required by the parties is *not* expressly mentioned in (a) to (d), it would have to fall four square under (e), i.e. be an ancillary or peripheral issue *that needs to be determined in order*

for me to properly deal with issues (a) to (d) for me to have acquired jurisdiction. While it may be arguable that the order sought is ancillary to the validity of the liens, there is no case law that I am presently aware of, or that has been cited by counsel, providing guidance on this issue, and the entire matter arises in the context of the CCAA in any event which adds a further layer of uncertainty.

4. This is too important a matter to trust to our present process. Now that it appears that an order that can be obtained over the counter on the consent of the parties, that is what should be done in my view.

I hope this note is of assistance to the group,
Best regards to all,
Duncan Glaholt

Duncan W. Glaholt, C. Arb.

Partner

Glaholt LLP

416.368.8280 ext 218

dwg@glaholt.com

#800, 141 Adelaide St. W.

Toronto, M5H 3L5, Ontario

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From: Sonja Turajlich [<mailto:sturajlich@lawtoronto.com>]

Sent: Wednesday, August 19, 2015 8:02 AM

To: Duncan Glaholt

Cc: iaversa@airdberlis.com; sgraff@airdberlis.com; stephen@chaltens.com; Teresa DeSousa; Francesca Giannotti; Lee Guarino; harvey@harvey-mandel.com; mdrudi@dakllp.com; kchau@gibsonandbarnes.ca; s.zomorodi@zomorodilaw.com; thenry@cavalluzzo.com; finegold@gsnh.com; rmazar@mazarlaw.com; aesposito@pallettvalo.com; Jeffrey Spiegelman; jklein@kalaw.ca; jlong@kmlaw.ca; cclynick@cavalluzzo.com; mruberto@pallettvalo.com; dmg@goodmansolomon.com; ebisceglia@lawtoronto.com; Fernando

Subject: Re: Silver Stream Homes Inc.

Good morning,

I write to raise an issue in advance of our next conference call with you scheduled for September 9th at 6 pm.

As you are aware, under the *Construction Lien Act*, we are required to set our clients' lien actions down within 2 years. For our clients' lien actions, this deadline is coming up in the fall. While we are prepared to deliver Trial Records, we have not yet received Statements of Defence from Marco Drudi's clients and, therefore, we are not in a position to file Trial Records. During our last call, the filing of Defences by the Private Mortgagees was discussed in the context of the high cost of doing so in all of the actions. The matter was put "on hold" for further discussion.

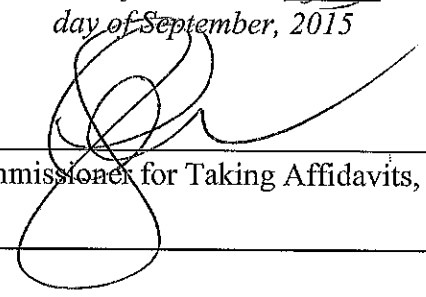
I write to ask what is your view as to whether or not you have jurisdiction to make an Order to address the issue of passing of Trial Records under the CLA. If it is your view that we should be attending to this by way of motion before the Court for an Order dispensing with this requirement, we would like to know so that we may do so as soon as possible. If it is Mr. Drudi's intention to file Statements of Defence on behalf of all of his clients in our clients' action (allowing us to pass Trial Records), we would also like to know that as soon as possible, including his expected delivery date of same.

Thank-you,
Sonja

Sonja Turajlich
Lawyer
BISCEGLIA & ASSOCIATES
Professional Corporation

Direct Dial: 905-695-3424
Main Tel: 905-695-5200 ext.206
Assistant: Lena 905-695-5200 ext.200
Fax: 905-695-5201

*This is **Exhibit "G"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*


A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Bisceglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

Subject: Re: Silver Streams Homes

Date: Wednesday, 16 September, 2015 3:04:46 PM Eastern Daylight Time

From: Sonja Turajlich <sturajlich@lawtoronto.com>

To: 'Jeffrey J. Long' <jlong@kmlaw.ca>, 'James Klein' <jklein@kalaw.ca>, Marco Drudi <mdrudi@dakllp.com>, ebisceglia@lawtoronto.com <ebisceglia@lawtoronto.com>, cclynick@cavalluzzo.com <cclynick@cavalluzzo.com>, thenry@cavalluzzo.com <thenry@cavalluzzo.com>, dmg@goodmansolomon.com <dmg@goodmansolomon.com>, finegold@gsnh.com <finegold@gsnh.com>, rmazar@mazarlaw.com <rmazar@mazarlaw.com>, s.zomorodi@zomorodilaw.com <s.zomorodi@zomorodilaw.com>, Michael Mazzuca (michael@rousseaumazzuca.com) <michael@rousseaumazzuca.com>, Jeffrey Spiegelman <JSpiegelman@ACLaw.ca>, Lee Guarino <Lee.Guarino@ACLaw.ca>

CC: Ian Aversa <iaversa@airdberlis.com>, Jeremy Nemers <jnemers@airdberlis.com>, Steve Graff <sgraff@airdberlis.com>, Stephen Schwartz (Stephen@chaitons.com) <Stephen@chaitons.com>

Counsel,

I write further to my email of August 19th on the issue of the CLA requirement to set lien actions down within 2 years and the response received from some of you. I attach a draft Order which I propose to have signed at a 9:30 am appointment if it is on consent or unopposed.

Please review the attached Order and advise me if you have any issues with it such that an attendance has to be set on a date amenable to other counsel. I have not yet set a date. If no counsel intends to oppose, I would book a date for a short 9:30 am appointment sometime at the end of September or early October so that this issue can be put to rest.

Please do your best to get back to me by noon on Monday, September 21st if you take issue with the draft Order proposed.

Thank-you,
Sonja

Sonja Turajlich
Lawyer
BISCEGLIA & ASSOCIATES
Professional Corporation

Direct Dial: 905-695-3424
Main Tel: 905-695-5200 ext.206
Assistant: Lena 905-695-5200 ext.200
Fax: 905-695-5201

Court File No.: CV-13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE

) , THE
)
) DAY OF , 2015

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C.C-36, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE OF ARRANGEMENT OF
SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC.,
2148993 ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC.
AND 2147650 ONTARIO INC.

ORDER

THIS MOTION, made by the moving parties, Argo Lumber Inc. and Newmar Window Manufacturing Inc., for an Order setting down the Construction Lien Claims was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Motion Record, and with all parties on the Service List having been properly served and no party opposing,

1. **THIS COURT ORDERS** that in order to avoid the adverse implications of a two year limitation period under the *Construction Lien Act*, R.S.O. 1990 c.C.30, the lien claims listed on Schedule "A" hereto (the "Construction Lien Claims") shall be deemed to have been set down for trial in accordance with s.37 of the *Construction Lien Act* and the requirement to have any party to the Construction Lien Claims deliver a Trial Record shall be left to the discretion and determination of the Referee, Duncan Glaholt, previously who was appointed by Order of this Court dated January 8, 2015.

SCHEDULE "A"

Lien Claimant		Court File No.	Lien Amount (\$)	Lien Registration No.	% of Total Lien Amount Claimed by all Lien Claimants
1.	Con-Drain Company (1983) Limited	CV-13-116355-00	94,837	YR2016863	2.6%
2.	Pilbro III Inc.	CV-13-116840-00	554,354	YR2056986	15.5%
3.	Medi Group Incorporated	CV-13-116838-00	521,675	YR2057173	14.6%
4.	Cardell Flooring Ltd.	CV-13-116835-00	94,922	YR2057568	2.6%
5.	Foremont Drywall Inc.; 1382479 Ontario Inc.; 1382503 Ontario Inc.; 2203579 Ontario Inc. o/o Foremont Drywall Contracting	CV-13-116837-00	434,578	YR2057675	12.1%
6.	Canadian Concrete Forming Limited	CV-13-116834-00	216,202	YR2057676	6.0%
7.	Pave Plumbing & Heating Inc.	CV-13-116839-00	227,303	YR2057677	6.3%
8.	E.D. Carpenters Ltd.	CV-13-116836-00	328,674	YR2058240	9.2%
9.	Solo Electric Ltd.	CV-13-116841-00	186,364	YR2058688	5.2%
10.	1865721 Ontario Inc.	CV-13-116833-00	91,519	YR2059379	2.6%
11.	GM Exterior Inc.	CV-13-117058-00	46,559	YR2062198	1.3%
12.	Glancola Aluminum Contractors Inc.	CV-13-117059-00	82,579	YR2062199	2.3%
13.	Renova Recycling (2000) Inc.	CV-14-117811-00	29,392	YR2060384	0.8%
14.	Trudel & Sons Roofing Ltd.	CV-14-117658-00	31,745	YR2073073	0.9%
15.	L.I.U.N.A. Local 183 et al. (Massimo Digiovanni as agent)	CV-13-117071-00	22,568	YR2050961	0.6%

16.	Argo Lumber Inc.	CV-13-116990-00	135,060	YR2048904	3.8%
17.	Newmar Window Manufacturing Inc.	CV-13-116991-00	67,793	YR2050277	1.9%
18.	The King-Con Corporation	CV-13-116857-00	104,574	YR2049079	2.9%
19.	The Sanderson-Harold Company Ltd. (Paris Kitchens)	Not available as at the date hereof	203,870	YR2058638	5.7%
20.	669857 Ontario Inc. o/a Alma Mechanical	CV-13-117214-00	108,287	YR2060246	3.0%
TOTAL			3,582,855		100.00%

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993
ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. and 2147650 ONTARIO INC.

Applicant
Court File No. 13-10362-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

PROCEEDING COMMENCED AT
TORONTO

ORDER

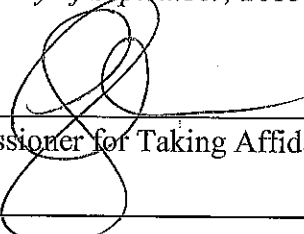
BISCEGLIA & ASSOCIATES
Professional Corporation
Barristers-at-law
7941 Jane Street, Suite 200
Concord, Ontario
L4K 4L6

Tel: (905) 695-5200
Fax: (905) 695-5201

Emilio Bisceglia
LSUC No. 34568Q
Lawyers for Argo Lumber Inc. and
Newmar Window Manufacturing

8

*This is **Exhibit "H"** referred
to in the Affidavit of **Lena Mangiapane**
sworn before me this 23
day of September, 2015*



A Commissioner for Taking Affidavits, etc.

Luisa Colangelo, a Commissioner, etc.,
Province of Ontario, for Bisceglia & Associates
Professional Corporation, Barristers and Solicitors.
Expires May 10, 2016.

Subject: RE: Silver Streams Homes

Date: Wednesday, 16 September, 2015 3:15:27 PM Eastern Daylight Time

From: Richard J. Mazar <rmazar@mazarlaw.com>

To: 'Sonja Turajlich' <sturajlich@lawtoronto.com>

CC: 'Karen McLinton' <karen@mazarlaw.com>

Hi Sonja, I am in agreement and consent. Regards

Richard

Richard J. Mazar
Richard J. Mazar Professional Corporation
115 King Avenue West
Newcastle, Ontario L1B 1L3

Phone: (905) 987-1550 ext. 112

Fax: (905) 987-1552

rmazar@mazarlaw.com

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From: Sonja Turajlich [mailto:sturajlich@lawtoronto.com]

Sent: September-16-15 3:05 PM

To: 'Jeffrey J. Long'; 'James Klein'; Marco Drudi; ebisceglia@lawtoronto.com; cclynick@cavalluzzo.com; thenry@cavalluzzo.com; dmg@goodmansolomon.com; finegold@gsnh.com; rmazar@mazarlaw.com; s.zomorodi@zomorodilaw.com; Michael Mazzuca (michael@rousseaumazzuca.com); Jeffrey Spiegelman; Lee Guarino

Cc: Ian Aversa; Jeremy Nemers; Steve Graff; Stephen Schwartz (Stephen@chaitons.com)

Subject: Re: Silver Streams Homes

Counsel,

I write further to my email of August 19th on the issue of the CLA requirement to set lien actions down within 2 years and the response received from some of you. I attach a draft Order which I propose to have signed at a 9:30 am appointment if it is on consent or unopposed.

Please review the attached Order and advise me if you have any issues with it such that an attendance has to be set on a date amenable to other counsel. I have not yet set a date. If no counsel intends to oppose, I would book a date for a short 9:30 am appointment sometime at the end of September or early October so that this issue can be put to rest.

Please do your best to get back to me by noon on Monday, September 21st if you take issue with the draft Order proposed.

Thank-you,
Sonja

Sonja Turajlich
Lawyer
BISCEGLIA & ASSOCIATES
Professional Corporation

Direct Dial: 905-695-3424
Main Tel: 905-695-5200 ext.206
Assistant: Lena 905-695-5200 ext.200
Fax: 905-695-5201

Subject: RE: Silver Streams Homes

Date: Wednesday, 16 September, 2015 4:39:34 PM Eastern Daylight Time

From: Jeffrey J. Long <jlong@kmlaw.ca>

To: 'Sonja Turajlich' <sturajlich@lawtoronto.com>, 'James Klein' <jklein@kalaw.ca>, Marco Drudi <mdrudi@dakllp.com>, ebisceglia@lawtoronto.com <ebisceglia@lawtoronto.com>, cclynick@cavalluzzo.com <cclynick@cavalluzzo.com>, thenry@cavalluzzo.com <thenry@cavalluzzo.com>, dmg@goodmansolomon.com <dmg@goodmansolomon.com>, finegold@gsnh.com <finegold@gsnh.com>, rmazar@mazarlaw.com <rmazar@mazarlaw.com>, s.zomorodi@zomorodilaw.com <s.zomorodi@zomorodilaw.com>, Michael Mazzuca (michael@rousseau Mazzuca.com) <michael@rousseau Mazzuca.com>, Jeffrey Spiegelman <JSpiegelman@ACLaw.ca>, Lee Guarino <Lee.Guarino@ACLaw.ca>

CC: Ian Aversa <iaversa@airdberlis.com>, Jeremy Nemers <jnemers@airdberlis.com>, Steve Graff <sgraff@airdberlis.com>, Stephen Schwartz (Stephen@chaitons.com) <Stephen@chaitons.com>

Sonja,

Your draft form of Order is acceptable and you have my Consent to same. I trust all other counsel will reply to your below email asap.

Thank you... Jeffrey

From: Sonja Turajlich [mailto:sturajlich@lawtoronto.com]

Sent: September-16-15 3:05 PM

To: Jeffrey J. Long; 'James Klein'; Marco Drudi; ebisceglia@lawtoronto.com; cclynick@cavalluzzo.com; thenry@cavalluzzo.com; dmg@goodmansolomon.com; finegold@gsnh.com; rmazar@mazarlaw.com; s.zomorodi@zomorodilaw.com; Michael Mazzuca (michael@rousseau Mazzuca.com); Jeffrey Spiegelman; Lee Guarino

Cc: Ian Aversa; Jeremy Nemers; Steve Graff; Stephen Schwartz (Stephen@chaitons.com)

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Thank-you,
Sonja

Sonja Turajlich
Lawyer
BISCEGLIA & ASSOCIATES
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Direct Dial: 905-695-3424

100
Main Tel: 905-695-5200 ext.206
Assistant: Lena 905-695-5200 ext.200
Fax: 905-695-5201

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Subject: RE: Silver Streams Homes

Date: Thursday, 17 September, 2015 7:40:28 AM Eastern Daylight Time

From: James Klein <jklein@kalaw.ca>

To: 'Sonja Turajlich' <sturajlich@lawtoronto.com>, 'Jeffrey J. Long' <jlong@kmlaw.ca>, 'Marco Drudi' <mdrudi@dakilp.com>, ebisceglia@lawtoronto.com <ebisceglia@lawtoronto.com>, cclynick@cavalluzzo.com <cclynick@cavalluzzo.com>, thenry@cavalluzzo.com <thenry@cavalluzzo.com>, dm@goodmansolomon.com <dm@goodmansolomon.com>, finegold@gsnh.com <finegold@gsnh.com>, rmazar@mazarlaw.com <rmazar@mazarlaw.com>, s.zomorodi@zomorodilaw.com <s.zomorodi@zomorodilaw.com>, 'Michael Mazzuca' <michael@rousseaumazzuca.com>, 'Jeffrey Spiegelman' <JSpiegelman@ACLaw.ca>, 'Lee Guarino' <Lee.Guarino@ACLaw.ca>

CC: 'Ian Aversa' <iaversa@airdberlis.com>, 'Jeremy Nemers' <jnemers@airdberlis.com>, 'Steve Graff' <sgraff@airdberlis.com>, 'Stephen Schwartz' <Stephen@chaitons.com>

You have my consent Sonja.

Thank you.

James Klein
Klein & Associates Professional Corporation
Barristers & Solicitors
Suite 1101, 390 Bay Street
Toronto, Ontario M5H 2Y2

Tel: 416-366-9494, Ext. 225

Fax: 416-366-9442

jklein@kalaw.ca

www.kalaw.ca

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From: Sonja Turajlich [mailto:sturajlich@lawtoronto.com]

Sent: September-16-15 3:05 PM

To: 'Jeffrey J. Long'; 'James Klein'; Marco Drudi; ebisceglia@lawtoronto.com; cclynick@cavalluzzo.com; thenry@cavalluzzo.com; dm@goodmansolomon.com; finegold@gsnh.com; rmazar@mazarlaw.com; s.zomorodi@zomorodilaw.com; Michael Mazzuca (michael@rousseaumazzuca.com); Jeffrey Spiegelman; Lee Guarino

Cc: Ian Aversa; Jeremy Nemers; Steve Graff; Stephen Schwartz (Stephen@chaitons.com)

Subject: Re: Silver Streams Homes

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Please do your best to get back to me by noon on Monday, September 21st if you take issue with the draft Order proposed.

102
Thank-you,
Sonja

Sonja Turajlich
Lawyer
BISCEGLIA & ASSOCIATES
Professional Corporation

Direct Dial: 905-695-3424
Main Tel: 905-695-5200 ext.206
Assistant: Lena 905-695-5200 ext.200
Fax: 905-695-5201

Subject: Re: Silver Streams Homes

Date: Thursday, 17 September, 2015 8:35:15 AM Eastern Daylight Time

From: David Goodman <dmg@goodmansolomon.com>

To: Sonja Turajlich <sturajlich@lawtoronto.com>

You may sign my name to the consent.

On 9/16/2015 3:04 PM, Sonja Turajlich wrote:

Counsel,

I write further to my email of August 19th on the issue of the CLA requirement to set lien actions down within 2 years and the response received from some of you. I attach a draft Order which I propose to have signed at a 9:30 am appointment if it is on consent or unopposed.

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Please do your best to get back to me by noon on Monday, September 21st if you take issue with the draft Order proposed.

Thank-you,
Sonja

Sonja Turajlich
Lawyer
BISCEGLIA & ASSOCIATES
Professional Corporation

Direct Dial: 905-695-3424
Main Tel: 905-695-5200 ext.206
Assistant: Lena 905-695-5200 ext.200
Fax: 905-695-5201

--
David M. Goodman
Goodman, Solomon & Gold
Suite 1500
439 University Ave.
Toronto, Ontario
M5G 1Y8
tel (416) 595-5555 x 1
fax (416) 595-7020

Subject: Re: Silver Streams Homes

Date: Thursday, 17 September, 2015 8:48:00 AM Eastern Daylight Time

From: Lori Goldberg <goldberg@gsnh.com>

To: Sonja Turajlich <sturajlich@lawtoronto.com>

CC: Leonard Finegold (finegold@gsnh.com) <finegold@gsnh.com>

Hi Sonja,

Paris Kitchens Consents to the draft Order that you have circulated. Additionally, could you please add my email to the circulation list with respect to this matter.

Thank you

Lori

LORI GOLDBERG



We're social, follow us:



Suite 1600 | 480 University Avenue | Toronto ON | M5G 1V2

Phone 416 597 7890 | Fax 416 597 3370 | goldberg@gsnh.com | www.gsnh.com

Assistant | Dora Goncalves | 416 597 9922 ext. 220 | goncalves@gsnh.com

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From: Sonja Turajlich [<mailto:sturajlich@lawtoronto.com>]

Sent: September-16-15 3:05 PM

To: Jeffrey J. Long; 'James Klein'; Marco Drudi; ebisceglia@lawtoronto.com; cclynick@cavalluzzo.com; henry@cavalluzzo.com; dmg@goodmansolomon.com; finegold@gsnh.com; rmazar@mazarlaw.com; s.zomorodi@zomorodilaw.com; Michael Mazzuca (michael@rousseau-mazzuca.com); Jeffrey Spiegelman; Lee Guarino

Cc: Ian Aversa; Jeremy Nemers; Steve Graff; Stephen Schwartz (Stephen@chaltons.com)

Subject: Re: Silver Streams Homes

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Subject: Re: Silver Streams Homes

Date: Thursday, 17 September, 2015 10:57:23 AM Eastern Daylight Time

From: Tracey Henry <thenry@cavalluzzo.com>

To: sturajlich@lawtoronto.com <sturajlich@lawtoronto.com>

CC: Liza Sardelis <esardelis@cavalluzzo.com>

You have my consent Sonja.

Regards,

Tracey Henry
Cavalluzzo Shilton McIntyre Cornish LLP
Barristers & Solicitors
474 Bathurst Street
Suite 300
Toronto, Ontario M5T 2S6
Telephone: 416-964-5530
Facsimile: 416-964-5895
Email: thenry@cavalluzzo.com

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☐☐☐ Sonja Turajlich <sturajlich@lawtoronto.com> 16/09/2015 3:04 PM >>>
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Subject: RE: Silver Streams Homes

Date: Thursday, 17 September, 2015 12:54:40 PM Eastern Daylight Time

From: Ian Aversa <iaversa@airdberlis.com>

To: 'Sonja Turajlich' <sturajlich@lawtoronto.com>, 'Jeffrey J. Long' <jlong@kmlaw.ca>, 'James Klein' <jklein@kalaw.ca>, Marco Drudi <mdrudi@dakllp.com>, ebisceglia@lawtoronto.com <ebisceglia@lawtoronto.com>, cclynick@cavalluzzo.com <cclynick@cavalluzzo.com>, thenry@cavalluzzo.com <thenry@cavalluzzo.com>, dmg@goodmansolomon.com <dmg@goodmansolomon.com>, finegold@gsnh.com <finegold@gsnh.com>, rmazar@mazarlaw.com <rmazar@mazarlaw.com>, s.zomorodi@zomorodilaw.com <s.zomorodi@zomorodilaw.com>, Michael Mazzuca (michael@rousseau-mazzuca.com) <michael@rousseau-mazzuca.com>, Jeffrey Spiegelman <JSpiegelman@ACLaw.ca>, Lee Guarino <Lee.Guarino@ACLaw.ca>

CC: Jeremy Nemers <jnemers@airdberlis.com>, Steve Graff <sgraff@airdberlis.com>, Stephen Schwartz (Stephen@chaitons.com) <Stephen@chaitons.com>, Jonathan Krieger (jkrieger@grantthornton.ca) <jkrieger@grantthornton.ca>, 'Oros, Jan' <Jan.Oros@ca.gt.com>

The Monitor has no issues with the form of order attached to Sonja's email below.

Thanks.

Ian Aversa

T 416.865.3082
F 416.863.1515
E iaversa@airdberlis.com

Brookfield Place • 181 Bay Street
Suite 1800 • Box 754
Toronto ON • M5J 2T9 • Canada
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AIRD & BERLIS LLP

Barristers and Solicitors

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Please consider the environment before printing this email.

From: Sonja Turajlich [mailto:sturajlich@lawtoronto.com]

Sent: September-16-15 3:05 PM

To: 'Jeffrey J. Long'; 'James Klein'; Marco Drudi; ebisceglia@lawtoronto.com; cclynick@cavalluzzo.com; thenry@cavalluzzo.com; dmg@goodmansolomon.com; finegold@gsnh.com; rmazar@mazarlaw.com; s.zomorodi@zomorodilaw.com; Michael Mazzuca (michael@rousseau-mazzuca.com); Jeffrey Spiegelman; Lee Guarino

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Subject: RE: Silver Streams Homes

Date: Friday, 18 September, 2015 4:50:00 PM Eastern Daylight Time

From: Lee Guarino <Lee.Guarino@ACLaw.ca>

To: Sonja Turajlich <sturajlich@lawtoronto.com>, Jeffrey J. Long <jlong@kmlaw.ca>, James Klein <jklein@kalaw.ca>, Marco Drudi <mdrudi@dakilp.com>, ebisceglia@lawtoronto.com <ebisceglia@lawtoronto.com>, cclynick@cavalluzzo.com <cclynick@cavalluzzo.com>, thenry@cavalluzzo.com <thenry@cavalluzzo.com>, dmg@goodmansolomon.com <dmg@goodmansolomon.com>, finegold@gsnh.com <finegold@gsnh.com>, rmazar@mazarlaw.com <rmazar@mazarlaw.com>, s.zomorodi@zomorodilaw.com <s.zomorodi@zomorodilaw.com>, Michael Mazzuca (michael@rousseau Mazzuca.com) <michael@rousseau Mazzuca.com>, Jeffrey Spiegelman <JSpiegelman@ACLaw.ca>

CC: Ian Aversa <iaversa@airdberlis.com>, Jeremy Nemers <jnemers@airdberlis.com>, Steve Graff <sgraff@airdberlis.com>, Stephen Schwartz (Stephen@chaitons.com) <Stephen@chaitons.com>

Dear Sonja,

You have Bank of Montreal's consent to the draft order.

LEE GUARINO, LL.B.

**AGUECI
CALABRETTA**

BARRISTERS & SOLICITORS

NORTH AMERICAN CENTRE
5700 YONGE STREET, STE 1110 TORONTO, ONTARIO M2M 4K2
TEL. 416 250 5700 x222 | FAX. 416 250 5797

ACLAW.CA

From: Sonja Turajlich [mailto:sturajlich@lawtoronto.com]

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IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SILVER STREAMS HOMES INC., SILVER STREAMS HOMES (PUCCINI) INC., 2148993
ONTARIO INC., 2148990 ONTARIO INC., 2147681 ONTARIO INC. and 2147650 ONTARIO INC.

Applicant

Court File No. 13-10362-00CL

ONTARIO

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COMMERCIAL LIST**

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TORONTO**

MOTION RECORD

**BISCEGLIA & ASSOCIATES
Professional Corporation**

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L4K 4L6

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Emilio Bisceglia

LSUC No. 34568Q

Lawyers for Argo Lumber Inc. and
Newmar Window Manufacturing