

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

B E T W E E N:

MELVYN EISEN, TRUSTEE

Applicant

- and -

DIAM DANFORTH PROPERTY INC.

Respondent

APPLICATION UNDER Section 243(1) of the *Bankruptcy and Insolvency Act*
Section 101 of the *Courts of Justice Act*, and Section 68(1) of the *Construction Act*

**MOTION RECORD OF THE NON-POSSESSORY RECEIVER
ROSEN GOLDBERG INC.
VOLUME II of II**

July 13, 2020

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Rosen Goldberg Inc.

TO: **SERVICE LIST**

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INDEX

<u>Tab</u>	VOLUME I	<u>Pages</u>
1.	Notice of Motion of the non-possessory Receiver returnable July 15, 2020.....	1 - 10
A.	Schedule “A” Zoom Video Conference details	11 - 12
2.	Third Report of the non-possessory Receiver dated July 10, 2020.....	13 - 46
A.	Appendix A - Appointment Order of Justice Koehnen dated May 4, 2020	57 – 65
B.	Appendix B - Endorsement of Justice Koehnen dated May 4, 2020.....	66 – 72
C.	Appendix C – Sale Approval and Vesting Order of Justice Koehnen dated June 17, 2020	73 – 86
D.	Appendix D - First Report of the non-possessory Receiver dated May 19, 2020 without appendices	87 – 106
E.	Appendix E - PIN 21014-1184 (LT) for 2359 Danforth Avenue dated July 7, 2020	107 – 112
F.	Appendix F - Second Report of the non-possessory Receiver dated June 12, 2020 without appendices	113 – 135
G.	Appendix G -Responsibility for Site Monitoring Notification Letter dated July 9, 2020	136 – 138
H.	Appendix H - City of Toronto Tax Certificate for 2359 Danforth Avenue dated July 3, 2020.....	139 – 142
I.	Appendix I - Receiver’s interim statement of receipts and disbursements dated May 4, 2020 - July 9, 2020.....	143 – 145

J.	Appendix J - Blaney Security Opinion re: Applicant’s security dated July 10, 2020	146 – 164
K.	Appendix K - Blaney Security Opinion re: Olympia Trust security dated July 10, 2020	165 – 182
L.	Appendix L - Applicant’s Payout Statement as of July 17, 2020.....	183 – 185
M.	Appendix M - Goldman Sloan Nash & Haber LLP Invoices and Melvyn D. Eisen Barrister and Solicitor Invoices	186 – 198
N.	Appendix N - Olympia Trust Mortgage and the three amendments	199 – 224
O.	Appendix O - Correspondence from Chad Kopach to Rajesh Kalia dated July 7, 2020	225 – 227
P.	Appendix P – Email from Kevin Sherkin to Chad Kopach dated June 15, 2020 regarding Title of Proceedings for Statement of Claim that Mr. Sherkin provided to Blaney.....	228 – 233
Q.	Appendix Q – Grounded Invoices dated April 30, 2020, May 31, 2020 and June 30, 2020	234 - 237
	VOLUME II	
R.	Appendix R - Affidavit of Brahm Rosen of the Receiver sworn July 9, 2020 (Fees and Disbursements of the Receiver from April 21, 2020 to July 7, 2020).....	238 - 248
S.	Appendix S - Affidavit of Chad Kopach, Independent Counsel to the Receiver sworn July 9, 2020 (Fees and Disbursements of the Receiver from April 21, 2020 to June 30, 2020)	249 - 287
3.	Affidavit of Melvyn Eisen sworn July 13, 2020	288 – 291

TAB R

APPENDIX R

IN THE MATTER OF THE RECEIVERSHIP OF
DIAM DANFORTH PROPERTY INC.

AFFIDAVIT OF FEES

I, Brahm Rosen, Chartered Professional Accountant and Licensed Insolvency Trustee, of the City of Toronto, Province of Ontario, make oath and say as follows:

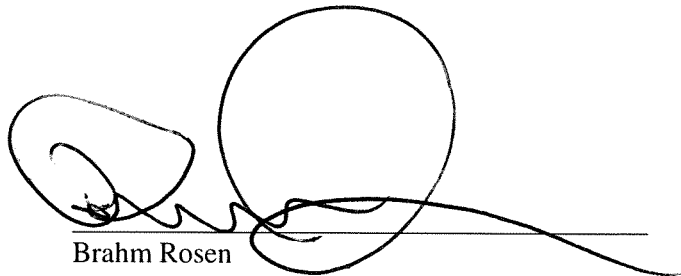
1. I am President of Rosen Goldberg Inc., the Receiver of the above mentioned estate, and as such have knowledge of the administration.
2. The total time charges of the Receiver relating to the administration of the estate amounted to \$240,589.00, exclusive of HST, as of July 7th, 2020.
3. Attached as Exhibit "A" and "B" to this Affidavit are schedules of time spent with standard rates of those employed by the Receiver for the period from April 21st to July 7th, 2020 in its capacity as Receiver and a summary of services rendered, which describes in detail the services rendered by the Receiver in connection with the administration of the estate.

DATED at Toronto, Ontario this 9th day of July, 2020.

SWORN before me at the
City of Toronto, Province of Ontario,
This 9th day of July 2020.

A commissioner, etc.

JORDAN POTASKA



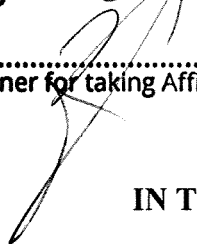
Brahm Rosen

This is Exhibit "A" referred to in the affidavit of Brahm Rosen sworn before me at Toronto this 9th day of July 2020

Exhibit "A"

Court File No. CV-20-00640347-00CL

.....
A Commissioner for taking Affidavits for Ontario



**IN THE MATTER OF THE RECIEVERSHIP OF
Diam Danforth Property Inc.**

Summary of Total Time Charges
For the period of April 21, 2020 to July 7, 2020

B. Rosen	109.45 hrs at	\$ 535.00 /hr	\$ 58,556.00
J. Ross	426.50 hrs at	\$ 425.00 /hr	\$ 181,263.00
G. Garcia-Arenas	2.00 hrs at	\$ 175.00 /hr	\$ 350.00
N. Mammoliti	5.25 hrs at	\$ 80.00 /hr	\$ 420.00
Total time charges		<u>543.20</u>	<u>\$ 240,589.00</u>

This is Exhibit "B" referred to in the affidavit of Brahm Rosen

sworn before me at Toronto IN THE MATTER OF THE RECEIVERSHIP OF Diam Danforth Property Inc.
 this 9th day of July, 2020 for the period of April 21, 2020 to July 7, 2020

Date	Last Name	Description	Hours	Fees
A Commissioner for taking Affidavits for Ontario				
04/21/20	Ross	calls with Mel Eisen re: need for receiver's appointment; receipt and review of various documents from Mel Eisen re: current situation at property regard including City of Toronto remedy order, Grounded Engineering report, Notice of Sale Under Charge/Mortgage, PPSA, appraisal report (and value update) & prior appraisals; call with Eric Golden re: issues to date, need for receiver's counsel; call with Brendan Bissell re: issues to date, need for appointing creditor counsel; review prior First National application record & dismissal order, other docs sent by Eric Golden; correspondence with and call with Peter re: current sale process, discussion of potential receiver's sale process, review current flyer, etc; conference call with Brendan Bissell, Eric Golden, Chad Kopach re: shoring issues, engineer concerns, City of Toronto issues, lien issues, structuring of receivership, dealing with potential stalking horse offer, etc; various update calls with Mel Eisen; various significant other correspondence/communication with Mel Eisen	11.50	4,887.50
04/22/20	Rosen	discussion with Joel Ross re receivership application and review related materail including prior applications	3.40	1,819.00
04/22/20	Ross	further review of documents provided by Mel Eisen, Eric Golden; call with Eric Golden re: shoring stability concerns, City of Toronto issues; emails and calls with Mel Eisen re: Community Trust mortgage, insurance documents, his discussions with interested party; review of memo (and amended memo) prepared by Mel Eisen and sent to interested party re: potential terms of a sale, Receiver's advances, etc; correspondence with Peter DeGuerre re: receiver's potential sale process, his request for construction budget; receipt and review of insurance policy and forward to Blaneys; calls with Chad Kopach & Eric Golden re: concerns about insurance limitation of coverage re: remedy order, Mike Porco (engineer's) position, immediate need to have a discussion with Porco's position, estimate of costs to be incurred to comply with remedy order, etc; review of email from Chad Kopach re: discussion with Porco; disussions with Mel Eisen re: potential remediation costs and funding	11.00	4,675.00
04/23/20	Rosen	telephone calls with Joel Ross re appointment; call with Peter DeGuerre: review memorandum; review various emails	3.15	1,685.25
04/23/20	Ross	review of Denton's letter forwarded by Mel Eisen re: DIAM Gillam Group indebtedness and discussion with Mel Eisen, send to Brendan Bissell and review of correspondence in that regard; correspondence with Brendan Bissell re: NITES, review NITES and demand letter; call and correspondence with Eric Golden and Chad Kopach re: interested party, call with interested party's counsel; correspondence re: Brendan Bissell's contact with City of Toronto re: relaxing May 1 engineer work re-commencement deadline; conference call with Mike Porco (engineer), Chad Kopach re: state of shoring, potential to relax May 1 deadline, etc; follow-up call with Eric Golden and Chad Kopach re: Porco's position, potential terms of interested party's (potential stalking horse) offer including deposit amount, Miles Cope remediation work; further review of significant documentation provided by counsel, Mel Eisen; discussions with Mel Eisen re: interested party's offer, City of Toronto deadline, engineer's position; call with Brendan Bissell re: interested party's stalking horse matter	11.25	4,781.25
04/24/20	Rosen	discussions with Joel Ross re sale process; engineering issues, startegy with City of Toronto	1.50	802.50
04/24/20	Ross	call with Eric Golden, Chad Kopach, Mel Eisen, Brendan Bissell, Len Rodness and Jeff Simpson (Torkin Manes); correspondence with Eric Golden, Chad Kopach, Brendan Bissell re: potential break fee; call and correspondence with Brendan Bissell re: debtor retainer of counsel and recommendation for early NITES enforcement, review of consent to early enforcement; other correspondence re: ability to commence below-grade foundation work without having to infill, status of below-grade and above-grade permits, issue of site as an "essential workplace" re: coronavirus restrictions; various other calls with Chad Kopach and Eric Golden re: Porco's position and potential to relax deadline; correspondence and call with Brendan Bissell re: his conversation with City of Toronto, specifically re: relaxing May 1 deadline; correspondence and discussion with Eric Golden, Chad Kopach, Brendan Bissell, etc re: moving forward with interested party and potential stalking horse offer given receiver's likely early appointment; calls and correspondence from Mel Eisen re: potential other interested parties for stalking horse process, various correspondence forwarded by Mel re: interested party; correspondence with Brendan Bissell re: Gillam lien situation	11.50	4,887.50
04/25/20	Ross	call and correspondence with Mel Eisen re: upcoming LOI from interested party, Gillam requests; correspondence from Brendan Bissell re: situation with interested party, Gillam Construcion Act s.39 request; receipt and review of prior Allus and Avison Young appraisals of property; review correspondence between Mel Eisen and Brendan Bissell re: offer from interested party	2.25	956.25
04/26/20	Ross	review correspondence between Mel Eisen and interested party, other correspondence between Mel Eisen and second interested party, response to Mel Eisen; correspondence with Brendan Bissell re: Mel's affidavit, begin work on stalking horse/pre-pack approval motion court report; call and correspondence with Peter DeGuerre re: sales efforts, etc to date; significant correspondence with Eric Golden, Chad Kopach, Brendan Bissell re: LOI, stalking horse offer/pre-pack, approval motion court report; calls with Eric Golden re: receiver's report, etc. calls with Mel Eisen re: receiver's appointment, application record, receiver's report	9.50	4,037.50
04/27/20	Rosen	various calls and emails re receivership application and strategy including applications, timing; sales process issues, possible stalking horse binder; City of Toronto issues; dealing with receiver's report	4.20	2,247.00
04/27/20	Ross	correspondence with Eric Golden, Chad Kopach re: security opinion, APA/stalking horse; review several emails between Mike Porco and Chad Kopach re: flexibility in timelines; calls with Eric Golden and Chad Kopach re: Porco's positions; discussion with Peter DeGuerre re: new listing agreement, interested parties to date, prior listing agreement; review emails between Brendan Bissell and Torkin Manes re: APA; conference call with Blaneys, Brendan Bissell, Mel Eisen re: dealing with Torkin Manes; conference call with Brendan Bissell, Torkin Manes re: urgency of APA; correspondence with Torkin Manes re: timelines, LOI, etc; receiver's report; calls with Mel Eisen re: progress to date re offer from interested party, Miles Cope interest in resuming shoring remediation, City of Toronto and engineer issues, etc.	11.00	4,675.00
04/28/20	Rosen	various calls with Joel Ross and Eric Golden; review Order: discussion re non-processor receivership: insurance issues	4.00	2,140.00

Date	Last Name	Description	Hours	Fees
04/28/20	Ross	correspondence with Brendan Bissell re: proposed commercial terms of offer from interested party; review of tax certificate; receipt and review of initial LOI from interested party, conference call with Mel Eisen, Blaneys re: LOI terms; emails from Peter DeGuerre re: development charges/section 37 payments to date, interested parties; correspondence from interested party and Mel Eisen re: their communication; significant calls with Mel Eisen re: interested party's apparent withdrawal from process, Miles Cope re-commencement of shoring work, City position, potential resumption of interested party's interest; significant correspondence from Brendan Bissell re: go-forward with Miles Cope, City position, etc, discussion with Brendan in that regard & in respect of need for non-possessory appointment order, review other correspondence between Brendan Bissell and the City; calls with Eric Golden and Chad Kopach re: City/engineer issues and tackling such; correspondence with Mel Eisen re: the City and engineer's respective positions and correspondence thereafter, review interested party's revised LOI and Mel's response; emails with Brendan Bissell and Eric Golden re: receiver's appointment strategy; review of compliance report issued by the City and email from Chad Kopach re: status of permits, review draft affidavit, review scope of work provided by Miles Cope including budget	11.75	4,993.75
04/29/20	Rosen	calls with Carmen Fruci; calls with Sierra Contracting; review application materials; review engineering reports; calls and discussion with Joel Ross; review various emails and correspondence	4.90	2,621.50
04/29/20	Ross	review Miles Cope comments re: scope of work and budget and subsequent clarifying email; significant emails with Eric Golden and Chad Kopach re: remediation budget, go-forward with Miles Cope & issues involved, Elliot Steiner emails re: contractor work; calls with Chad Kopach re: City's position, Porco; call with Peter DeGuerre re: interest to date, pendency of offers; calls with Brendan Bissell re: immediate need for receiver's appointment & emails with Eric Golden to that effect; review Eric Golden affidavit comments; security company arrears issues; calls with Mel Eisen re: security company, new interested parties that he has spoken with, contractors; review Brendan Bissell email and discussion with Mel Eisen re: additional modified LOI; review correspondence with Brendan Bissell, Mel Eisen, etc re: amended interested party LOI; dealing with potential contractors re: remediation; emails from Mel Eisen to interested party, John Cundari (secured lender), etc; call, correspondence with Carmen Fruci (contracting consultant) re: shoring remediation work needed	10.50	4,462.50
04/30/20	Rosen	calls with Carmen Fruci; calls and emails from Brendan Bissell; discussions with Joel Ross; review affidavit	3.60	1,926.00
04/30/20	Ross	review affidavit of Mel Eisen - suggestions for final draft; calls with Mel Eisen re: potentially interested parties, potential new backfill option, affidavit, receiver's appointment; significant correspondence with counsel re: receiver's appointment, full scope of affidavit, cost estimates, engineer's position; correspondence and many calls with secured lender (John Cundari) re: several options for complying with order, engineer's changing position, go-forward strategy in light of changing position, etc; correspondence from and calls with Peter DeGuerre re: new potentially interested parties; call with Eric Golden, Elliot Steiner, etc. re: remediation order, costs, timelines, City threat to issue non-tendered contract to in-fill; several calls with Eric Golden, Chad Kopach re: engineer's changing positions re: remediation commencement date, strategising; calls with Brendan Bissell re: need to get receiver appointed; calls with Carmen Frucci re: assistance with costs, timelines, etc; calls with Mel Eisen re: new potentially interested parties, engineer's position, concerns of Mel's investors; review significant correspondence re: Porco, City's revised position re: Porco's recommendations	12.25	5,206.25
05/01/20	Rosen	review material in application	2.75	1,471.25
05/01/20	Ross	calls and correspondence with Mel Eisen re: dealings with Porco and City yesterday, interest of several parties, security company and other operational matters; call with Brendan Bissell, Rodney Gill (City of Toronto counsel), Eric Golden, Chad Kopach re: City's position vis. Order, receiver's appointment, receiver's need for time to get acquainted and deal with matters; call with Mel Eisen and John Cundari re: receiver's go-forward sales strategy, City issues, upcoming quote from GFL, his recommendation re: engineers on City list; review amended draft affidavit of Mel Eisen and suggestions thereon; correspondence and calls with Peter DeGuerre; call from interested party, emails from counsel re: City issues; review approved engineer list provided by City; significant discussions and correspondence re: engineer's position; correspondence and calls with Peter DeGuerre re: receiver's appointment, receiver's forthcoming APS, etc.; calls and correspondence with Brendan Bissell re: necessary provisions to be included in appointment order, concerns re: engineer's discussions with third parties, DIP borrowings; correspondence from Rodney Gill re: City's position and receiver's comments; review final draft of affidavit; Brahm Rosen re: RG consent; discussions re: status of construction re: coronavirus; review application record and factum; review draft letter to the City and various recommended revisions, etc, comments thereon	11.75	4,993.75
05/02/20	Ross	emails from Peter DeGuerre re: various requests from debtor, discussions with various interested parties, etc; review Urbancorp order and various other materials; review final edits to City letter, review final draft appointment order; correspondence with Chad Kopach, Eric Golden, Brendan Bissell re: edits, amendments, etc; calls with Eric Golden and Brendan Bissell	3.75	1,593.75
05/03/20	Rosen	review various email chains re appointment and order and call with Joel Ross	2.25	1,203.75
05/03/20	Ross	calls with Brendan Bissell re: draft appointment order, appearance; review of City of Toronto's comments re: Work Order variance letter and suggested amendments thereto; review various other proposed amendments to letter; comments/other amendments; review of submissions by various parties including subordinate-ranking creditor's counsel, Mike Porco; significant correspondence with counsel, City of Toronto; discussions re: DIP; internal discussions re: appointment order, City letter, etc; correspondence with secured lender re: choice of engineer; correspondence from Mike Porco; review email from counsel to subordinate creditors; comments from counsel to the debtor, discussions therein	7.50	3,187.50
05/04/20	Rosen	call with Eric Golden, Chad Kopach, Brendan Bissell, Joel Ross, Chris Reed and Calvin Ho; attendance on video conference court attendance re appointment; various emails; review affidavit material filed by engineer; review letter to City of Toronto from BB	3.00	1,605.00

Date	Last Name	Description	Hours	Fees
05/04/20	Ross	various emails with counsel; review of materials submitted by various counsel in preparation for appointment motion; review DBDC/Walton case submitted by Dentons; call with counsel and Chris Reed (counsel to DIAM); review addition to appointment order proposed by counsel to debtor; review correspondence from counsel to second-ranking secured creditor; correspondence from Chad Kopach re: receiver's response to lien claimant's position; attendance at Receiver's appointment motion; calls/emails to and dealing with new engineer (ThorntonTomasetti) re: shoring issues and report, Thornton Tomasetti engagement letter; follow-up with Peter DeGuerre re: receiver's appointment and request for listing proposal; correspondence from John Cundari (secured lender) re: engineer; review of engineer engagement letter & discussion with Chad Kopach; discuss project with Vicente Gamboa (appraiser) re: obtaining new appraisal; correspondence from/with Rodney Gill (City of Toronto) re: City position with respect to letter, receiver's progress re: engineer's engagement; calls with Mel Eisen re: receiver's appointment, debtor's counsel call, City letter, etc	9.25	3,931.25
05/05/20	Rosen	review endorsement ; call with Joel Ross re appointment of engineer; review and sign engineer engagement letter; establish case site	1.10	588.50
05/05/20	Ross	calls with Eric Golden re: sale process and sale process approval motion; many calls and correspondence with Peter DeGuerre re: listing agreement, terms of listing agreement, commission, etc. review listing agreement provided by Peter DeGuerre; correspondence with Chad Kopach and Ken Maschke re: final edits to engineer engagement letter, review final engagement letter; correspondence with Terraprobe re: receiver's appointment and request for files; calls with Mel Eisen re: listing process, interested party, zoning approval/potential issues; correspondence with John Cundari re: receiver's appointment; calls and correspondence with Ken Maschke re: outstanding items required for report and timelines re: agreement with City, discussions/correspondence with several interested parties; receipt/review of Grounded Engineering digital file; receipt and review of endorsement of Justice Koehnen, review appraisal proposal from Vicente Gamboa; Brahm Rosen re: Thornton Tomasetti engagement letter, Peter DeGuerre engagement letter, potential alternative quotes re: commission; correspondence re: estate bank account; correspondence with Chad Kopach re: insurance status, permit status; review draft APA	9.50	4,037.50
05/06/20	Rosen	call with Joel Ross re listing and issue re court approval; review listing agreement and execute; emails to and from Eric Golden re appraisal and other issues call and email with Ian Hint of CBRE; review appraisal ; review APS	1.80	963.00
05/06/20	Ross	correspondence with Rodney Gill (City of Toronto) re: engineer report progress to date and issues re: Terraprobe non-compliance with providing require information; correspondence with Terraprobe re: required information and necessity for immediately receiving it; discussion with Eric Golden re: insurance matters; discussions and correspondence with Ken Maschke re: progress to date on report and Ken's request to speak with Mike Porco; correspondence with John Cundari re: backfill option, review quote from GFL re: backfill, discussion with Mel Eisen re: sale process; calls and correspondence with Peter DeGuerre re: finalizing listing agreement; review listing agreement/final listing agreement and propose changes thereto; review Lennard flyer and propose changes thereto; discussions with Brahm Rosen re: listing agreement, issues to date; calls/correspondence re: interested parties; correspondence with counsel to debtor re: insurance policies; calls and correspondence with Mel Eisen re: interested parties, engineer reports, potential backfill option	8.50	3,612.50
05/07/20	Rosen	calls with Joel Ross; discuss insurance issue; review Deguerre flyer, ad etc.; call with Peter Deguerre; emails to prospective interested party	0.67	358.45
05/07/20	Ross	correspondence with Rodney Gill (City of Toronto) re: engineer report progress to date and issues re: Terraprobe non-compliance with providing require information; receipt/review of fully executed listing agreement; review of final flyer, MLS listing, marketing materials; correspondence with Brendan Bissell re: engineer retainer, City dealings, etc; review of insurance policy submitted by counsel to the debtor; review letter from DLA Piper re: lien matter, call with Chad Kopach in that respect; calls/correspondence with Ken Maschke re: Mike Porco questions; correspondence with Terraprobe re: required information, review of information received from Terraprobe; calls with Peter DeGuerre re: MLS listing, interest to date; discussions with Ken Maschke re: progress to date on first report; correspondence with interested party	7.00	2,975.00
05/08/20	Rosen	call with Peter Deguerre; insurance matter	0.95	508.25
05/08/20	Ross	receipt/review of 3D model drafted by Thornton Tomasetti; correspondence with Mel Eisen re: DIP cheque, meeting with Mel Eisen in this respect; correspondence with Rodney Gill (City of Toronto) re: engineer report progress to date, calls with interested party, calls/correspondence with Chad Kopach re: NOAC status; correspondence with City of Toronto re: planning/approval questions; calls with Ken Maschke re: status of report, possible remediation costs	4.75	2,018.75
05/09/20	Ross	site visit	1.50	637.50
05/10/20	Ross	correspondence from Ken Maschke re: report delivery; correspondence from Mel Eisen; review of City letter re: remediation; call with Mel Eisen re: upcoming engineer report	1.25	531.25
05/11/20	Di Pede-Mamm	set up new estate in Ascend deposited funds received from Melvyn D. Eisen online; update logs set up new bank account; labeled folders	1.75	140.00
05/11/20	Rosen	email from Altus; email from prospective interested party; review email from Peter Deguerre; discussion with Joel Ross, dealing with DIP	1.10	588.50
05/11/20	Ross	discussions with engineer re: report (timing/delivery of report, expected conclusions, etc); discussions with several interested parties; City of Toronto re: planning/approval questions; correspondence with Rodney Gill (City of Toronto) re: status update; receive, review engineer's report and forward to City of Toronto; discussions with Mel Eisen re: sale process; discussions with Peter DeGuerre re: sale process to date; receiver's report to court re: sale process approval & activities to date; calls/correspondence with counsel re: engineer report, remediation costs. City of Toronto, sale process order; review original NOAC/NOAC extension; correspondence with John Cundari (secured lender) re: engineer report	11.75	4,993.75
05/12/20	Rosen	call with Joel Ross re insurance and immediate work; review engineers preliminary emergency report	1.50	802.50
05/12/20	Ross	further review of engineer's report; discussion with Chad Kopach re: engineer's report and go-forward strategy; discussions and correspondence with engineer re: contractor engagement/retainer; discussions with several contractors (Eliot Steiner, Rob Ditta) re: shoring repair work estimates; discussion with John Cundari re: potential contractors & update re: City; correspondence with John Cundari re: remedial work; discussions with Brahm Rosen re: insurance; discussion and correspondence with Denise Hobers re: new insurance policy; discussions/correspondence with several interested parties, receiver's report to court re: sale process approval & activities to date; conference call with City re: building permit statuses, etc; counsel to debtor re: additional information required; review debtor s 37 agreement	11.00	4,675.00

Date	Last Name	Description	Hours	Fees
5/13/2020	Rosen	attendance at site	2.25	1,203.75
05/13/20	Rosen	call with Joel Ross re engineer's recommendation and next steps, email from Peter Deguerre; review Receiver's first report and provide comments	1.20	642.00
05/13/20	Ross	calls with Ken Maschke re: shoring drawings, site entry; calls/correspondence with Mel Eisen re: security, engineer's report; calls/correspondence with Elm Developments re: shoring remediation quote/info needed; notice and statement of receiver; correspondence with Peter DeGuerre re: data room, activities to date, marketing summary; call with Mel Eisen re: Thornton Tomasetti report; report to court	11.25	4,781.25
05/14/20	Arenas Garcia	Drafted notice and Statement of the receiver, send by regular mail the notices to the creditors, and created and affidavit.	2.00	350.00
05/14/20	Rosen	discussion with Joel Ross re insurance and issues re Receiver's first report	0.50	267.50
05/14/20	Ross	correspondence with Rodney Gill (City of Toronto) re: contractor retainer progress to date; conference call with City and Chad Kopach re: timelines; calls and correspondence with Thornton Tomasetti re: City's concerns re: timelines, contractors; calls with Eric Golden re: his edits to report, review edits, provide various info to Eric Golden; call with Brendan Bissell re: update; calls with interested parties; call and correspondence with Peter DeGuerre re: progress to date, requests from interested parties, original listing agreement/cancellation; discussion with Alloy Fusion (contractor) and follow-up correspondence, call and correspondence with Elm Developments (contractor); discussions with Brahm re: City, engineer, contractors, sale process; correspondence with Chad Kopach re: edits to first report, follow-up with security company; call with Chad Kopach re: Mykon lien claim matter & review follow-up correspondence; review correspondence from the City of Toronto	9.25	3,931.25
05/15/20	Rosen	discussion with Joel Ross; dealing with engineering report and additional work to be done	1.25	668.75
05/15/20	Ross	receipt and review of various documents from counsel to debtor; message left for Chad Kopach re: urgent need to get permit/approval/LC, etc info from City; calls with Mel Eisen re: interested party, progress with contractor retainer, calls with interested party re: requests for information; discussion with Peter DeGuerre re: info needed; compile and provide to Peter DeGuerre information re: City approvals, City work order and the receiver's response; discussions with Chad Kopach re: City information and his email; discussion with Eric Golden re: receiver's report, call with Ken Maschke re: new scope of work for him re: geotechnical modelling; review additional service proposal from Thornton Tomasetti; voicemail for insurance broker re: receiver's appointment; follow-up with Alloy Fusion re: quote; Brendan Bissell re: time to date, edits re report, review email from Chad Kopach re: all planning approvals/permits & review all source documentation; calls/correspondence with various contractors	9.75	4,143.75
05/16/20	Ross	review report; correspondence from Alloy Fusion	1.25	531.25
05/17/20	Ross	review edits to report, APA; correspondence from Peter DeGuerre re: interested parties	1.50	637.50
05/18/20	Ross	further edits to report; dealing with Peter DeGuerre re: sale process; calls with several interested parties; edits to report & APA; calls/correspondence with Blaneys re: report edits	3.25	1,381.25
05/19/20	Rosen	discuss insurance issue with Joel Ross; prepare Receiver's borrowing certificate; review engineer's engagement letter for further work; review and finalize receiver's first report, update case site	4.00	2,140.00
05/19/20	Ross	calls and correspondence with Eric Golden and Chad Kopach re: edits to and finalization of report; review of notice of motion; edits to report; calls/correspondence with several interested parties; calls with Peter DeGuerre re: interested parties, need for deposit, etc.; call with Rodney Gill (City of Toronto) re: update to contractor retainer progress; call with Ken Maschke re: TT taking over monitoring, dealing with contractors; review of TT monitoring proposal; discussion with Chad Kopach re: TT monitoring proposal; correspondence with Mike Porco re: scope of work performed to date/obtaining post-receivership records; correspondence with Elm Developments re: progress of quote; call with Mel Eisen re: sale process, contractor progress; calls with insurance broker re: receiver's appointment, etc.; letter to insurance broker, correspondence with Chad Kopach re: Mykon lien issue; receiver's certificate re DIP borrowings; internal discussions re: TT proposal, court report	8.50	3,612.50
05/20/20	Rosen	calls with potential purchasers including re possible extension and amount of deposit; reveal second engineering report and discuss cost amount of repair with Joel Ross; call with interested party reasonable offer; call with peter Deguerre	3.10	1,658.50
05/20/20	Ross	call with Chad Kopach re: Mykon lien issue: review lien claim made by Skyview General Contracting, correspondence with Chad Kopach & Eric Golden re: follow-up, Skyview lien: review quote from Elm Developments; conference call with Jason D'Elia (Elm Developments) and Ken Maschke re: quote; follow up correspondence with Jason D'Elia; call with Ken re: revising his monitoring quote; call and correspondence with Rodney Gill (City of Toronto) re: progress to date in receiving quotes; call with Peter DeGuerre re: various questions from interested parties; follow up with Alloy Fusion re: quote; receipt and review of Alloy Fusion quote; discussion of all quotes with Ken Maschke; calls with and follow up from Rob Ditta (Cult Iron Works - contractor) re: his firm's difficulty in preparing a quote; calls/correspondence with Mel Eisen re: Skyview lien, quotes from contractors, TT engagement, etc	6.75	2,868.75
05/21/20	Rosen	call with interested party re possible offer; email from Chad Kopach; call with Ian Hint; calls with interested party; call with Joel Ross re sale process issues	1.00	535.00
05/21/20	Ross	calls and correspondence with Peter DeGuerre re: summary of approval/permit info from CRA, interest to date, requests from various interested parties; correspondence with Jason D'Elia (Elm) re: need for quote; review of revised quotes from Jason D'Elia and Jay Lalonde (Alloy Fusion); conference call with Jay Lalonde and Ken Maschke re: revision of quote; correspondence with Ken Maschke re: quotes to date, his review of quotes, his recommendation for contractor choice; correspondence with Eric Golden and Chad Kopach re: remediation contract wording, necessary documents, insurance, etc; calls and correspondence with Chad Kopach re: quotes/review thereof, Chad's comments re: CCDC2, status of below-grade permits; correspondence with Brendan Bissell re: Receiver borrowings, follow-up with Alloy Fusion re: contract finalization; correspondence with Rodney Gill (City of Toronto) re: contractor retainer progress; calls/correspondence from interested parties; prepare summary of planning approval/status of permits: review of CCDC2 prepared by Alloy Fusion, review of edits to CCDC2 prepared by Chad Kopach	8.25	3,506.25
05/22/20	Rosen	review contract re shoring work and execute; call with interested party re possible offer; call with Joel Ross	0.55	294.25

Date	Last Name	Description	Hours	Fees
05/22/20	Ross	correspondence with Ken Maschke re: appointment as consultant; correspondence with Alloy Fusion re: CCDC2 revisions; call with Chad Kopach re: Alloy concerns; call with Jay Lalonde (Alloy) re: his concerns, agreement with CCDC2 revisions; correspondence with Chad Kopach re: permits/payment status, CCDC2; sale approval motion; Brahm re: CCDC2 contract execution; follow-up with insurance broker re: receiver being added as loss payee; correspondence with counsel re: sale process and expected offers, permit situation; correspondence with Peter DeGuerre re: permits, sale process approval, interested parties	6.25	2,656.25
05/25/20	Rosen	review offer received; call with Joel Ross; call with Peter Deguerre; review correspondence from Marco Drudi; calls from interested party	1.95	1,043.25
05/25/20	Ross	correspondence from Chad Kopach re: below-grade foundation permit; review and discussion of follow-up with Alloy Fusion re: signature on CCDC2 contract; discussion with various interested parties; discussions/correspondence with Peter DeGuerre re: interest, engineer's report review/posting in data room, permits; review of second report submitted by Thornton Tomasetti; calls with Chad Kopach re: TT report, his communications with Jay Lalonde, issues re: Jay Lalonde not providing signed CCDC2, City's concerns re: work not being undertaken at site; discussion with Eric Golden re: TT report, review terms of offer submitted by interested party; discussion with Mel Eisen re: offer submitted by interested party, sales process update, correspondence with Rodney Gill (City of Toronto) re: progress to date, second report, calls/correspondence with interested parties; review offer received; follow-up with Denise Hoberg re: insurance situation	7.50	3,187.50
05/26/20	Rosen	review two offers received; various calls with Joe Ross	3.00	1,605.00
05/26/20	Ross	call with Ken Maschke re: his second report, cost estimate of repairs, etc.; correspondence and calls with Chad Kopach, Eric Golden re: Jay Lalonde (Alloy Fusion) issues, significant calls/correspondence with Jay Lalonde re: contract and issues therewith; calls/correspondence with Jason D'Elia (Elm Developments) re: potentially taking over the remediation job; attendance at site to review progress to date, discuss with Alloy Fusion workers; discussion with Brahm Rosen re: offers/revise offer, interested parties; letter from Bianchi Presta re: crane rental; correspondence/calls with Eric Golden and Chad Kopach re: crane claimant and strategy for dealing with crane, review TT revised monitoring proposal, significant discussion/correspondence with Ken Maschke re: Alloy Fusion contract issues, Alloy Fusion progress to date, second report remediation quotes; discussions with interested parties; discussions with Peter DeGuerre re: requests from certain parties; correspondence with interested party; correspondence/calls from Mel Eisen re: interested parties	9.75	4,143.75
05/27/20	Rosen	calls with Joel Ross re offers; call w/ry Peter Deguerre; review of offer received; calls with prospective offers re timing, deposit and court process; update case site	2.00	1,070.00
05/27/20	Ross	review amended contract terms/budget from Alloy Fusion; call with secured creditor (John Cundari) re: interest to date; review shotcrete quote and discussion with Ken Maschke re: amended Alloy budget and contract, shotcrete quote; discussions/correspondence with various interested parties; discussions with Mel Eisen re: potential offers	2.25	956.25
05/28/20	Rosen	several calls with prospective purchasers re offers; consultations with Joel Ross re sales process and other issues; review offers; calls with Peter Deguerre; calls with Eric Golden and Joel Ross re offers; call with Eric Golden and Joel Ross re City of Toronto timelines	7.00	3,745.00
05/28/20	Ross	correspondence from insurance broker re: addition of receiver as loss payee; discussions with Mel Eisen re: his communication with interested party, other matters; discussions with Peter DeGuerre re: receipt and initial review of offers, John Cundari request for information; calls with Eric Golden and Chad Kopach re: offers received, Steve Jeffery review of offers; correspondence from/w/ Steve Jeffery re: highest offer, etc. significant correspondence with John Cundari (Windsor) re: offers received and summary, correspondence from and discussion with Ken Maschke re: his site visit, remediation progress to date re: first report, detailed review/analysis of offers; analysis of potential return to secured creditors/lienholders; review Grounded monitoring report; correspondence/calls with various offerors; discussion with highest bidder re: offer, wire instructions, etc	11.25	4,781.25
05/29/20	DiPede-Mammc	working with BMO to confirm if a wire payment was received, updating Joel on status of wire receipt	1.00	80.00
05/29/20	Rosen	calls with Joe Ross re issues concerning confidentiality and sealing; review of optimal offer and execution; dealing with deposit	2.90	1,551.50
05/29/20	Ross	further review of offers received; calls and discussion with Mel Eisen re: terms of successful offer, deposit, receiver's position re: Cundari's requests; calls and correspondence with Peter DeGuerre re: non-disclosure of successful offer terms, identity of offeror, request for information re: access to data room; receipt and review of data room access information provided by Peter DeGuerre; calls and correspondence with successful bidder re: deposit, call with Ken Maschke re: potential time/lag issues re: 45-day post-vesting order closing, potential for Ken to re-assess deadlines noted in second report with respect to pending sale, status of first report remediation activity, etc; call with Rodney Gill re: first report construction update, second report construction quotes; calls and correspondence with Eric Golden re: disclosure request from Windsor/Mel Eisen, receipt of deposit; calls and correspondence with Chad Kopach re: deposit, need to review offer re: 3rd party property exclusion; correspondence from Steve Jeffery re: his review of APA/offer terms; receipt and review of draft vesting order from Chad Kopach; significant discussion with Brahm Rosen re: disclosure request from Windsor/Mel Eisen, deposit receipt, issues/concerns with 45-day post-vesting order closing date vis: engineer's second report/City's position; finalization and review of signed offer provided by Brahm Rosen; correspondence from Alloy Fusion re: remediation status; calls/correspondence from unsuccessful bidders	10.75	4,568.75
05/30/20	Ross	correspondence with Eric Golden re: demands of secured creditor; calls with Mel Eisen re: concerns about secured creditor's aggressive demands; email to Mel Eisen re: lender's demands	1.50	637.50
05/31/20	Rosen	review various emails re offers and acceptance	1.10	588.50
05/31/20	Ross	review Blaney's April account; call with Eric Golden	0.50	212.50
06/01/20	Rosen	email from purchaser and response; call with Joel Ross, purchaser, Jacob Le re purchase and site related issues; review insurance; discussion with Joel Ross; call with Peter Deguerre	2.75	1,471.25
06/01/20	Ross	review Thornton Tomasetti site visit report, confirmation from bank re: receipt of deposit from purchaser; email executed offer to purchaser; review pictures/status of remediation work; update email to Rodney Gill (City of Toronto) re: status of remediation, receiver's acceptance of offer; Zoom meeting with offeror representatives re: insurance matters, shoring, access to property, closing, etc; correspondence from City of Toronto Buildings & Alloy Fusion re: status; follow up with insurance company re: addition as loss payee; prepare consent letters re: disclosure of information to purchaser; review certificate of insurance; calls with Mel Eisen re: court approval	5.25	2,231.25
06/02/20	DiPede-Mammc	email to BMO for account balance; scan offers to "L" drive for Joel; Purchase GIC	1.50	120.00

Date	Last Name	Description	Hours	Fees
06/02/20	Rosen	emails from purchaser and response; email to Jacob Lee and response; various discussions with Joel Ross re issue raised by purchaser; review and execute engineering monitoring retainer agreement	1.67	893.45
06/02/20	Ross	correspondence from Toronto Buildings; correspondence and calls with several unsuccessful bidders; dealing with insurance company re: error in named loss payee; significant correspondence with counsel to purchaser re: APA interpretation; calls/correspondence with Blaneys re: purchaser interpretation of APA, info re: Gillam lien; dealing with Thornton Tomasetti re: monitoring program; begin second report; call/correspondence with security company re: status	6.75	2,868.75
06/03/20	Rosen	emails from Jacob Lee; emails to and from Eric Golden, Joel Ross etc. discussion with Joel re shoring and insurance issues; review emails from Peter Deguerre re summary of marketing and comments re same	1.45	775.75
06/03/20	Ross	calls with Mel Eisen re: approval and vesting order motion date; dealing with insurance financing company re: payment of premiums; correspondence and calls with Eric Golden re: potential offer issues; calls/correspondence with Peter DeGuerre re: marketing activities; call from unsuccessful offeror; review contemplated change notice re: engineer observations, discussions with engineer re: new work required; review shoring monitoring report from Grounded Engineering	4.50	1,912.50
06/04/20	Rosen	call with purchaser re offer; discussion with Joel Ross re offer and various issues; review email from Eric Golden	2.10	1,123.50
06/04/20	Ross	receipt/review crane rental agreement; insurance financing company; correspondence from/with counsel re: receiver's position in APA matter; call with Chad Kopach re: purchaser's & receiver's positions; site visit	2.50	1,062.50
06/05/20	Rosen	call with George Corianos and Jacob Lee re offer; call with Joel Ross and Eric Golden; discussions with Joel Ross; review email from Eric Golden; call with Eric Golden, Joel Ross; Steve Jeffrey and Chad Kopach	2.20	1,177.00
06/05/20	Ross	correspondence from Alloy Fusion and engineer re: monitoring, remediation status; call/correspondence with Peter DeGuerre re: listing, interested party enquiry; call with Eric Golden and Brahm Rosen re: strategy in dealing with purchaser re: price abatement request; calls/correspondence and dealing with insurance financing matters; dealing with security matters; call with Mel Eisen re: requested update from him, Brendan Bissell invoice, further conference call with Eric Golden Chad Kopach, Steven Jeffery, Brahm Rosen re: response to price abatement request and other requests of purchaser, second report	9.75	4,143.75
06/06/20	Rosen	review various emails between Eric Golden and Jacob Lee re offer	1.15	615.25
06/06/20	Ross	correspondence with Mel Eisen; correspondence from Receiver's and purchaser's counsel re: purchaser affidavit	1.00	425.00
06/07/20	Rosen	review communications re insurance	0.50	267.50
06/08/20	Di Pede-Mammc	received email from Joel to process payment to Thornton Tomasetti	0.50	40.00
06/08/20	Rosen	emails from and to Peter Deguerre; review engineers invoice, call from purchaser	0.80	428.00
06/08/20	Ross	second report; call with Ken Maschke re: Alloy Fusion shut-down of operations re: coronavirus infection of its workforce; email to Rodney Gill in this respect, call with Jackson Kwok (Toronto Buildings) re: coronavirus issue; correspondence with Peter DeGuerre re: court date; correspondence with counsel re: deposit from unsuccessful offeror, Nadia Mammoiti re: Thornton Tomasetti invoice; review amended APA, affidavit of principal of purchaser	10.75	4,568.75
06/09/20	Di Pede-Mammc	prepare payment letter and courier to Thorton Tomasetti	0.50	40.00
06/09/20	Rosen	review revised offer; review affidavit; emails to Eric Golden et al; discussion with Joel Ross; review first draft of second report	3.10	1,658.50
06/09/20	Ross	finalize second report; correspondence from John Cundari and return call with him re: his continued pressure for purchaser details; Chad Kopach re: crane issue; correspondence with unsuccessful offeror; call with Mel Eisen re: approval/vesting order motion date	4.25	1,806.25
06/10/20	Rosen	further review of report; discussions with Joel Ross re report and access matter re purchaser	1.15	615.25
06/10/20	Ross	call with Jay Lalonde (Alloy Fusion) re: coronavirus issues with his business, re-commencement of work at site, various correspondence from Jay Lalonde; call with Ken Maschke re: his satisfaction with progress to date, call and correspondence with Vito Valela re: requests for various information; call with Mel Eisen re: John Cundari requests and push-back of approval and vesting motion to next Wednesday	2.75	1,168.75
06/11/20	Rosen	various emails re report and motion	1.00	535.00
06/11/20	Rosen	review affidavit of purchaser, review of motion record, review of revised draft of report and comments	3.00	1,605.00
06/11/20	Ross	summary of offers including conditions for second report; email status update to Rodney Gill; correspondence with interested party; significant correspondence with Eric Golden and Chad Kopach re: second report; discussion re: report and contents, additions and clarifications; correspondence with interested party, review final version of report	5.00	2,125.00
06/12/20	Rosen	review revised draft report and finalize; update case site, discussions with Joel Ross re pro forma distribution of funds; emails between Chad Kopach, Eric Golden and Joel Ross re report and other issues	2.45	1,310.75
06/12/20	Ross	review edits to date and finalize second report, significant correspondence and communication with Eric Golden and Chad Kopach in that respect; dealing with Alloy mobilization re: second phase of first report repairs, review significant communication in that respect; internal discussions re: realization and potential distribution, review of costs/fees to date; review motion record; calls/correspondence with Ken Maschke re: Alloy mobilization, costs of second report work; correspondence from Alloy Fusion re: progress to date; call with purchaser re: new court date	7.25	3,081.25
06/13/20	Ross	review scope of work from Alloy Fusion re: new remediation work, email to Chad Kopach re: CCDC2 and new work; site visit	2.75	1,168.75
06/15/20	Rosen	call with peter Deguerre	0.20	107.00
06/15/20	Rosen	review emails re motion for approval and additional information to be provided	0.40	214.00
06/15/20	Ross	calls/correspondence with Mel Eisen re: motion record, APA, amended APA, etc; call with Chad Kopach re: pressure from crane owner; call with Mark Mungo (Hard Castle - crane) re: Receiver's position; correspondence with crane owner re: receiver's position; review motion materials and file to date; review quote for additional strapping, correspondence from Ken Maschke in this respect	4.50	1,912.50
06/16/20	Rosen	review claim from Skyview; prepare SRD; review summary of offers; review schedule of projected distribution and comments; review and respond to various emails from Chad Kopach, Eric Golden and Joel Ross and respond, calls with Joel Ross	3.35	1,792.25

Date	Last Name	Description	Hours	Fees
06/16/20	Ross	begin drafting supplementary report to second report (not ultimately filed); review priorities & potential distribution and prepare preliminary schedule outlining such; calls with Thornton Tomasetti re: work to date, cost incurred, etc; calls with Mel Eisen re: court appearance, sale approval motion, etc: significant correspondence and calls with Chad Kopach and Eric Golden re: supp report, sale approval motion, etc; discussions with Brahm Rosen re: sale approval motion; review Thornton Tomasetti draft invoice; correspondence from counsel; correspondence from Alloy Fusion; call with purchaser re: his request for information; review Shoring Monitoring Report	9.25	3,931.25
06/17/20	Rosen	motion re approval of sale; discussion with Joel Ross re distribution to first etc.; call with George Corsianos	1.45	775.75
06/17/20	Ross	review motion materials and file to date in preparation for court appearance; attendance at sale approval motion; review statement of claim issued by Skyview, forward to Blaneys, correspondence in this respect; call with Peter DeGuerre re: result of sale/approval motion; email correspondence with Mike Porco re: Thornton Tomasetti takeover of monitoring, call with Ken Maschke in this regard; review invoice from Grounded Engineering; various correspondence with Chad Kopach and Eric Golden re: sale approval motion, distribution motion, etc: update email to Rodney Gill (City of Toronto), email/call with Chad Kopach re: crane owner request for information; call with Mel Eisen re: sale approval motion	8.50	3,612.50
06/18/20	Rosen	call with Peter Deguerre; discussion with Joel Ross	0.90	481.50
06/18/20	Ross	letter to Krcmar Surveyors re: provision of site survey information; correspondence with unsuccessful interested party; call with purchaser re: sale approval motion, correspondence with Krcmar	2.00	850.00
06/19/20	Ross	review construction review report from Thornton Tomasetti, discussion with Ken Maschke in this regard	0.75	318.75
06/20/20	Ross	review Alloy Fusion materials, contract; site visit	3.00	1,275.00
06/22/20	Rosen	attendance at property	1.90	1,016.50
06/23/20	Rosen	dealing with purchaser re queries and information	1.20	642.00
06/23/20	Ross	review shoring monitoring report; Chad Kopach re: request for access from crane owner, lien claimant issues	1.25	531.25
06/24/20	Ross	discussions with Brahm Rosen re: asset purchase agreement; discuss allocation of work for distribution motion	0.75	318.75
06/25/20	Rosen	discuss access to site with Joel Ross	0.50	267.50
06/25/20	Ross	calls with Ken Maschke re: monitoring, lock on gate, Alloy Fusion progress to date; call with Eric Golden re: distribution motion and report; call with Chad Kopach; review municipal tax certificate; follow-up with Krcmar re: non-response, review motion materials to date	2.50	1,062.50
06/26/20	Rosen	call with purchaser; call with Jacob Lee	1.00	535.00
06/26/20	Ross	call with Mel Eisen re: closing date; correspondence with Eric Golden & Chad Kopach re: distribution motion	0.75	318.75
06/29/20	Rosen	discussion with Joel Ross re distribution motion	0.20	107.00
06/29/20	Ross	third report; call with Ken Maschke re: construction status; review baseline shoring monitoring report	6.75	2,868.75
06/30/20	Rosen	call with George Corsianos re closing	0.16	85.60
06/30/20	Ross	third report; correspondence from Alloy Fusion re: remediation status	8.50	3,612.50
07/02/20	Ross	call with Ken Maschke re: lockbox access; third report; calls/correspondence with Chad Kopach/Eric Golden	5.75	2,443.75
07/02/20	Rosen	discussions with Joel Ross re distribution motion, second report	2.00	1,070.00
07/03/20	Ross	review construction review report from Thornton Tomasetti; correspondence from Jay Lalonde	0.75	318.75
07/04/20	Ross	site visit	1.50	637.50
07/06/20	Ross	call with Chad Kopach re: third report finalization, deal closing date, call with Mel Eisen re: deal closing date, review of Chad Kopach email re Skyview lien; correspondence from Alloy Fusion re: remediation deficiencies; finalize third report	4.75	2,018.75
07/06/20	Rosen	third report	0.60	321.00
07/07/20	Ross	various calls/correspondence with Chad Kopach re: finalization of report, lien claims, crane owner requests, engineering replacement, etc; report edits; correspondence from purchaser re: crane company; call with crane company; call/correspondence with Mel Eisen re: closing date finalization, payout statement, payout details; discussion with Nadia re: fee affidavit, review fees to date; review change notice prepared by Ken Maschke; correspondence from Alloy Fusion re: progress to date	3.25	1,381.25
07/07/20	Rosen	dealing with third report, email from purchaser response	0.60	321.00

TAB S

APPENDIX S

Court File No. CV-20-00640347-00CL

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

BETWEEN:

MELVYN EISEN, TRUSTEE

Applicant

- and -

DIAM DANFORTH PROPERTY INC.

Respondent

APPLICATION UNDER Section 243(1) of the *Bankruptcy and Insolvency Act*
Section 101 of the *Courts of Justice Act*, and Section 68(1) of the *Construction Act*

AFFIDAVIT OF CHAD KOPACH

I, CHAD KOPACH, of the City of Toronto, in the Province of Ontario, **MAKE OATH
AND SAY AS FOLLOWS:**

1. I am a partner with the law firm of Blaney McMurtry LLP (“**Blaneys**”), counsel to the receiver, Rosen Goldberg Inc. As such, I have knowledge of the matters hereinafter deposed to except where stated to be on information and belief, and where so stated I verily believe it to be true.

2. By Order of the Honourable Justice Koehnen dated May 4, 2020 (the “**Appointment Order**”), Rosen Goldberg Inc. was appointed non-possessory Receiver of the real property municipally known as 2359 Danforth Avenue, Toronto, Ontario (the “**Real Property**”), and all

other property, assets and undertakings of DIAM Danforth Property Inc. (the “**Debtor**”) acquired for, or used in relation to a business carried on by the Debtor (in this capacity, the “**Receiver**”).

3. Blaneys has provided services and incurred disbursements in relation to the receivership for the period from April 21, 2020, to and including June 30, 2020, as described in the Legal Costs Summary attached hereto and marked as **Exhibit “A”**, and the detailed accounts rendered by Blaneys dated June 11, 2020 (two invoices issued on this date for work performed in April and May), and June 30, 2020, redacted to remove certain privileged communication, which are attached hereto and marked as **Exhibits “B”, “C”, and “D”** respectively (the “**Blaneys Accounts**”).

4. Notwithstanding the production of the Blaneys Accounts, Blaneys and the Receiver are in no way waiving privilege or confidentiality with respect to the accounts or the activities described therein.

5. Based on my review of the Blaneys Accounts and my personal knowledge of this matter, the Blaneys Accounts represent a fair and accurate description of the services provided and the amounts charged by Blaneys.

6. A total of approximately 255.6 hours were expended by Stephen Moore, Steven Jeffery, Eric Golden, Jeffrey Warren, Lea Nebel, Chad Kopach, Kym Stasiuk, Jonathan Filippone, Matthew Tapia and Blaneys’ law clerks and students during the period noted above in performing legal services relating to the Receivership proceeding herein.

7. I verily believe that the hourly billing rates, outlined in detail in the Blaneys Accounts, are in the range of normal average hourly rates charged by legal counsel for services rendered in relation to engagements similar to Blaneys' engagement with respect to the Receivership.

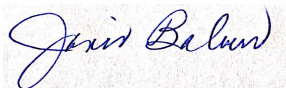
8. I swear this Affidavit in support of a motion for, among other things, approval of Blaneys' fees and disbursements, and for no improper purpose.

SWORN BEFORE ME at


the City of Toronto,)

in the Province of Ontario,)

this 9th day of July, 2020)

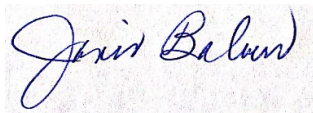


A Commissioner for Taking Affidavits
Janis Balvers



CHAD KOPACH

**THIS IS EXHIBIT “A” REFERRED TO
IN THE AFFIDAVIT OF CHAD KOPACH
SWORN BEFORE ME THIS
9TH DAY OF JULY, 2020.**

A handwritten signature in blue ink that reads "Janis Balvers". The signature is written in a cursive style and is centered on a light-colored rectangular background.

A Commissioner of Oaths
JANIS BALVERS

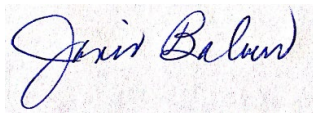
LEGAL COSTS SUMMARY

LAWYER	YEAR OF CALL	HOURLY RATE
Stephen Moore	1982	\$600.00
Steven Jeffrey	1984	\$675.00
Eric Golden	1996	\$625.00
Jeffrey M. Warren	1999	\$540.00
Lea Nebel	2002	\$450.00
Chad Kopach	2003	\$500.00
Kym Stasiuk	2008	\$425.00
Jonathan Filippone	2018	\$285.00
Matthew Tapia	2019	\$260.00

SUMMARY OF ACCOUNTS

No.	Date of Account	Fees	Disbursements	H.S.T.	Total
1.	June 11, 2020 (for April, 2020)	\$31,507.00	\$391.56	\$4,106.18	\$36,004.74
2.	June 11, 2020 (for May, 2020)	\$54,996.50	\$146.50	\$7,156.78	\$62,299.78
3.	June 30, 2020	\$52,620.00	\$248.02	\$6,855.42	\$59,723.44
TOTAL		\$158,027.96			
Average Hourly Rate - (before H.S.T.)		Total fees (before H.S.T.): \$139,123.50 ÷ Total hours: 255.6 = \$544.30			

**THIS IS EXHIBIT “B” REFERRED TO
IN THE AFFIDAVIT OF CHAD KOPACH
SWORN BEFORE ME THIS
9TH DAY OF JULY, 2020.**

A handwritten signature in blue ink that reads "Janis Balvers". The signature is written in a cursive style and is centered on a light-colored rectangular background.

A Commissioner of Oaths
JANIS BALVERS

HST REGISTRATION # R119444149

PRIVATE AND CONFIDENTIAL
Rosen Goldberg Inc.
5255 Yonge Street, Suite 804
Toronto, ON M2N 6P4

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

Attention: Joel Ross

RE: **DIAM Danforth
Receivership**

TO ALL PROFESSIONAL SERVICES RENDERED on your behalf in connection with the above noted matter for the period ended April 30, 2020 as more particularly described below.

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
April 21, 2020	EG	2.20	Telephone call from Joel regarding new retainer; email to same with background docs relating to prior FN receivership proceeding; further call with Joel; further email to same with additional document; arrange for updated parcel page; email from Joel with shoring related construction documents; communications with Kopach regarding same; conference call with Joel, Mel Eisen and Brendan Bissell regarding background, status and next steps; further call with Joel regarding same; email to Kopach and Bissell re linking them for construction issues;
April 22, 2020	SRM	1.20	Review two insurance policies and engineer's report; telephone conversation with Eric outlining my suggested approach and email synopsis of that advice;
April 22, 2020	EG	1.00	Telephone call with Joel re issues arising from yesterday's call and review of docs (insurance, IR v. R, shoring cost and City approvals, liens); communications with Kopach re results of his call with project engineer; email to Joel re same; email from Joel with insurance documents; communications with S. Moore re

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-2-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			review of same; email from same re his review of same;
April 22, 2020	LN	0.20	Communications with C. Kopach regarding retaining geotechnical engineer to review report authored by M. Porco (Grounded Engineering); email to M. Porco for the purpose of facilitating discussion regarding site recommendations in his report;
April 22, 2020	CK	4.30	Review engineer's report and City order regarding temporary shoring; telephone call with JR regarding potential receivership and immediate steps to secure property; correspondence with Geotech engineers regarding review of temporary shoring and risk of failure; correspondence with author of report (MP) on which City order is based; telephone communications with MP regarding cost and timing of two steps outlined in letter, and possible third step; telephone communications with lawyer for lender; status update e-mail to JR regarding status and potential next steps;
April 22, 2020	DK	0.40	Attend to subsearch of title; obtain and review property parcel register and registered liens;
April 23, 2020	EG	1.80	Telephone call with Joel and Chad re options for sale; emails from and to GSNH re material from FN DIAM receivership, debtor email, debtor counsel and s.244 notices; emails from and to Joel re City Position and engineer position; Telephone call with Joel, Chad and Engineer; further call with Joel and Chad; review draft LOI between Mel and Adam re purchase of DIAM; emails from and to Joel re next steps; communications with S. Jeffery re background material and likely stalking horse and/or pre-pack receivership APA;
April 23, 2020	CK	1.40	Correspondence from lawyer for lender regarding information from City, and need for revision of engineer's letter regarding commencement of work; conference call with JR, EG and engineer regarding revision to timeline for commencement of construction;

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-3-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
April 24, 2020	SJ	0.50	Emails from and to E. Golden and C. Kopach regarding background; review material regarding title, demand letter and shoring issue;
April 24, 2020	EG	1.30	Conference call with Mel, Joel, Chad, Torkins and GSNH; emails from and to GSNH and Ross regarding stalking horse/prepack options; emails from and to GSNH regarding counsel for debtor and debtor position; emails from and to GSNH and RA re break fee; two tracks (Stalking Horse/prepack), debtor consent to enforcement, LOI and liens;
April 24, 2020	CK	2.80	Attend on conference call with lawyers for lender and for potential purchaser regarding issues to determine in advance of application; memorandum to SJ regarding confirmation of permit status; consider ability to proceed with underground work given essential services workplace regulations; correspondence from counsel to lender (BB) regarding communications with debtor's counsel, and position on proposed receivership; correspondence from BB to counsel for lien claimant regarding anticipated priority claim out of proceeds of sale;
April 25, 2020	EG	0.50	Email from GSNH re lien claim by GC and appraised value of property; review 2 appraisals from Dec 2018 and email to GSNH re same;
April 26, 2020	EG	0.10	Emails to and from Joel re status and strategy;
April 27, 2020	SJ	2.50	Emails from and to E. Golden; emails to and from clerk regarding PPSA and other searches; instructions to J. Filippone regarding summary of search results; emails to and from Natalie regarding copies of instruments on title; review PIN and prepare summary of title; telephone call from E. Golden; begin preparation of APS;
April 27, 2020	EG	0.10	Emails from and to Joel re status and strategy;
April 27, 2020	EG	2.30	Prepare to-do list; telephone call with Joel re to-do list; telephone call with S. Jeffery re

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-4-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			background, APA/Stalking Horse and security opinion; further email to and from Joel re to-do list; emails to S. Jeffery with additional background docs re APA/Stalking Horse agreement, and security opinion; telephone call with same re same; email from engineer re his inspection of property this past weekend; email from Chad re draft response to engineer; review and revise same; further email from engineer to request to extend May 1 deadline; conference call with Joel and Chad re same; conference call with Mel, Brendan, Joel and Chad re same; emails between Brendan, Torkins, Mel and Joel re same; further call with Joel re same; review LOI between Adam and Mel;
April 27, 2020	CK	4.50	Correspondence to engineer regarding position on extending start date for parking structure work; correspondence from engineer regarding conditions of relaxation of requirements in recent report; correspondence exchanged with BB regarding status of permits; instructions to clerk regarding report from City on status of permits; conference call with first mortgagee and counsel, JR and EG regarding position of engineer and timing of agreement with prospective purchaser;
April 27, 2020	JF	0.40	Drafting corporate profile, bankruptcy, and bank act search summary;
April 27, 2020	DK	0.50	Confirm property address and instructions to obtain municipal tax certificate; complete online request with City of Toronto for tax certificate;
April 27, 2020	JK	0.30	Conducted Corporate, Bankruptcy and Bank Act searches and ordered PPSA certificate against Diam Danforth Property Inc.;
April 27, 2020	HC	0.30	Completed compliance report request form. Email same to City of Toronto requesting for compliance report.
April 28, 2020	SJ	1.30	Email from E. Golden; review LOI from A. Rubinoff; continue and complete preparation of

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-5-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
April 28, 2020	EG	2.80	<p>APS; emails from J. Ross and B. Bissell;</p> <p>Email from Kearns re muni tax statement; emails to and from Joel and GSNH re same; email from Torkin Manes re revised LOI; review same; emails to and from Ross and Jeffery re same; telephone call with Ross and Kopach re same; call with same and Mel Eisen re same; emails from and to GSNH re same, strategy and dealings with City; review and revise email from Joel to Mel re status and strategy; telephone with Joel re status and strategy; further emails between GSNH and Joel re construction, City position and Mel/Adam negotiation; emails to and from same re same; telephone with Joel re same; email from Chad re: permits; email to and from GSNH and Joel re same; email from S. Jeffery with draft APA; briefly review same; email from S. Jeffery re title summary, briefly review same and communications with same re security opinion; review PPSA search; email from Torkins with revised offer; communications with Joel re same;</p>
April 28, 2020	CK	4.40	<p>Correspondence from BB regarding communications with City on permit issues; correspondence from prospective purchaser regarding new offer; telephone communications with JR, EG, BB and ME regarding new offer; correspondence with BB regarding further discussions with City to confirm position on Essential Workplaces declaration; receipt of Report from City on status of permits, inquiries regarding duration of permit and work covered by two active permits; update to JR, EG, BB and ME regarding response from City, and regarding engineer's position on rectification of temporary shoring;</p>
April 28, 2020	DK	0.20	<p>Receipt and review of tax certificate from City of Toronto; email to E. Golden regarding same;</p>
April 28, 2020	HC	0.50	<p>Phone call to City of Toronto for compliance. Phone call to City of Toronto regarding development agreements. Received and</p>

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-6-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			reviewed compliance report, email to City of Toronto regarding revoked or suspended permits. Looked up open permit details online.
April 29, 2020	SJ	1.00	Review summary of PPSA and other searches; review instruments on title and revise title summary report;
April 29, 2020	EG	2.20	Email to Chad re construction strategy; email from Miles re construction costs and remedies; emails to and from Joel re same; communications with Chad re same; review FN DIAM file re construction docs; telephone call with Joel re same; telephone call with Elliot Steiner re his interest in property and advice/direction; emails from and to GSNH and to Joel/Chad re strategy; communications with Chad re FN/DIAM construction documents, and what should be provided to Elm; revise draft email to Elm; communications with Kopach re same, and also consulting with a QS re costs of construction; emails from and to Joel re next steps;
April 29, 2020	CK	5.30	Telephone communications with JR regarding possible steps to remedy site; correspondence to EG and JR regarding likelihood of obtaining City approval to continue with subgrade construction given April 27 statement from Porco(engineer); review correspondence from Cope regarding estimated cost of subgrade work; correspondence to QS firms regarding estimated cost of work; review historical information regarding status of work at site prior to 2018 suspension of work; correspondence to contractor regarding status of site and timing/cost of steps required by Porco;
April 29, 2020	JF	0.30	Draft PPSA summary;
April 30, 2020	SJ	0.30	Complete review of instruments on title and email to E. Golden;
April 30, 2020	EG	4.80	Email from and to Joel re next steps; emails to and from same and GSNH re same; emails to and from Elm re analysis; email from same re same and site visit; communications with

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-7-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
April 30, 2020	CK	5.70	<p>Kopach re QS analysis of construction costs; review same and instructions to send to Joel and GSNH; emails from and to Brendan re next steps; telephone call with Joel re same; conference call with Elliot, Jason, Chad and Joel re work order; review and revise draft Kopach email to Porco; discussions with Chad following his call with engineer; email to same re same; emails from and to GSNH and Joel re draft affidavit and next steps; email from GSNH re engineer revised position to Mel; communications with GSNH, Ross and Kopach re same; instructions to Kopach re email to engineer; revise same; emails from and to and between GSNH, Ross and Kopach re engineer and next steps; further email from engineer re his latest position; email from Jeffery with updated title summary and instructions to same re security opinion; communications with Chad re his talk with engineer post email; communications with Ross and GSNH re same; email from engineer to City re his latest position; email from GSNH to City re same; email from City to GSNH re same; review and revise further email from Kopach to engineer; lengthy response from engineer; email from GSNH to same; email from Ross re APA for potential offers; email to same with same; email from [REDACTED] email to same re same; [REDACTED] email from Receiver [REDACTED]</p> <p>Telephone communications with and correspondence from QS expert regarding estimated cost of completion of below grade work up to P1 level; correspondence to BB, JR and EG regarding QS estimate; attend on call with Elm regarding work necessary to complete work to P1; conference call with Elm and Porco regarding April 15 report and plan required to bring work up to P1 level; correspondence to BB, JR and EG regarding Porco's confirmation of extension of time to complete work; correspondence from Porco to ME regarding refusal to extend time save for in</p>

Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-8-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			specific circumstances; correspondence to Porco regarding change in position; telephone communications with Porco regarding revised position and attempt to use authority to compel contract to complete work; correspondence from Porco (x2) regarding extension of time to end of day Monday, May 4; update to BB, EG and JR;
April 30, 2020	KS	0.20	Receiving instructions from S. Jeffery to prepare security opinion; email correspondence regarding same;

OUR FEE HEREIN:	\$31,507.00
FEE HST:	\$4,095.91

<u>Lawyer</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Stephen R. Moore	Partner	1.20	\$600.00	\$720.00
Steven Jeffery	Partner	5.60	\$675.00	\$3,780.00
Eric Golden	Partner	19.10	\$625.00	\$11,937.50
Lea Nebel	Partner	0.20	\$450.00	\$90.00
Chad Kopach	Partner	28.40	\$500.00	\$14,200.00
Kym Stasiuk	Partner	0.20	\$425.00	\$85.00
Jonathan Filippone	Associate	0.70	\$285.00	\$199.50
Dawn Kearns	Clerk	1.10	\$225.00	\$247.50
John Kroupis	Clerk	0.30	\$225.00	\$67.50
Hiuy Chan	Clerk	0.80	\$225.00	\$180.00

<u>Disbursements</u>	<u>Amount</u>
Certificates*	\$70.02
PPSA Registration* - Non-Taxable	\$8.00
Profile Report/Point in Time Report* - N	\$8.00
Search - Corporate* - Non-Taxable	\$16.00
Computer Searches - R.E. (Teraview) *	\$11.95
Cyberbahn Agent Service Fee	\$25.00
Municipal Inquiries* - Non-Taxable	\$198.59
Search - Corporate	\$6.00
Computer Searches - R.E. (Teraview)	\$48.00

TOTAL DISBURSEMENTS:	\$391.56
*HST is not charged	
DISBURSEMENT HST:	<u>\$10.27</u>

TOTAL FEES AND DISBURSEMENTS:	\$31,898.56
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Date
June 11, 2020

Invoice No.
688367

File No.
111199-0005

-9-

TOTAL HST: \$4,106.18

TOTAL AMOUNT DUE: \$36,004.74

BLANEY McMURTRY LLP

Eric Golden
E. & O.E

Fees may include charges for services provided by Lawco Limited.
Details are available upon request.

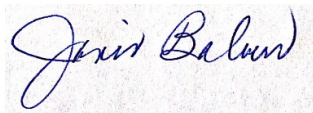
Make payment(s) payable to Blaney McMurtry LLP.

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For Wire Transfers: TD Canada Trust, Bank No. 004, Transit No. 10252,
General Account No. 0680-5215022 Swift Code: TDOMCATTOR

**Please ensure our account number and/or file number is quoted on
the wire transfer.**

**THIS IS EXHIBIT "C" REFERRED TO
IN THE AFFIDAVIT OF CHAD KOPACH
SWORN BEFORE ME THIS
9TH DAY OF JULY, 2020.**

A handwritten signature in blue ink that reads "Janis Balvers". The signature is written in a cursive style and is centered on a light-colored rectangular background.

A Commissioner of Oaths
JANIS BALVERS

HST REGISTRATION # R119444149

PRIVATE AND CONFIDENTIAL
Rosen Goldberg Inc.
5255 Yonge Street, Suite 804
Toronto, ON M2N 6P4

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

Attention: Joel Ross

**RE: DIAM Danforth
Receivership**

TO ALL PROFESSIONAL SERVICES RENDERED on your behalf in connection with the above noted matter for the period ended May 31, 2020 as more particularly described below.

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
April 29, 2020	MTAP	1.50	Review the process and timeline for renewing a building permit in the City of Toronto; Called the City of Toronto's Building Department; Summarized research findings;
May 1, 2020	SJ	0.10	Email from E. Golden with factum of M. Eisen; email to K .Stasiuk;
May 1, 2020	EG	3.20	Email from Porco to GSNH re parties contacted; email from GSNH to Porco re same; telephone calls from Joel re APA; email to S. Jeffery re converting stalking horse to regular APA; emails from and to GSNH re draft affidavit; email from and to Kopach re vm from engineer; conference call with city, GSNH and Joel re status and next steps; communications with Kopach re estimate for in-fill of property; email from City re list of potential engineers; communications with Kopach and Ross re same; telephone call with GSNH re Appointment Order; emails between City and GSNH re next steps; email from GSNH with receivership application and factum; review same; revise draft GSNH letter to City lawyer following revisions by Kopach;

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-2-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
May 1, 2020	KS	1.60	Reviewing litigation and title documents; drafting security opinion; emailing S. Jeffery regarding same;
May 2, 2020	SJ	0.30	Email to E. Golden; review application for receivership;
May 2, 2020	EG	0.50	Email from GSNH with further draft letter to City and related enclosures; review revisions from GSNH and Kopach re same; finalize and email to GSNH re same
May 3, 2020	EG	2.60	Tcw Joel re status; email from GSNH with draft order and Urbancorp precedent; review Kopach construction changes, and revise draft Order re possession and Construction Act; communications with GSNH, Joel and Kopach re same; emails from City and GSNH re its positions on draft GSNH letter; emails to and from and between City, Ross, GSNH and Kopach re same, and revisions to proposed final draft to City; email from GSNH to Service List re proposed order; emails to and from same re responses from Sherkin, Groulx and Reid; email from Porco lawyer with his affidavit and memo of argument;
May 3, 2020	CK	2.20	Review and revise draft letter from BB to City; review revised terms of appointment order; receipt and preliminary review of submissions from Porco; update from JR regarding status of retainer of new engineer;
May 4, 2020	SJ	0.10	Emails from and to E. Golden;
May 4, 2020	EG	2.50	Conference call with Ross, GSNH and Reid re debtor position and upcoming hearing; call with Joel prior to hearing re strategy and positions; emails from and to Reid and Groulx re amendments to Appointment Order; participate in Receivership hearing; communications with Jeffery re APA for general sale process; email from GSNH with signed Appointment Order;
May 4, 2020	CK	4.30	Correspondence with counsel to lien claimant regarding issues with receivership order; correspondence to same regarding issues, including Receiver's charge; attend on call with

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-3-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			debtor's lawyer regarding issues with order, and whether powers (3(i)) require prosecution of claims against third parties; attend on Zoom hearing for application to appoint receiver; correspondence from BB with signed order; correspondence to Porco regarding delivery of electronic file; correspondence from JR with proposed engineer's engagement letter; review letter regarding terms of engagement; correspondence to proposed engineer regarding revisions to terms and timing (and contents) of reports to City;
May 5, 2020	SJ	1.10	Revise form of APS; review draft security opinion;
May 5, 2020	EG	0.50	Telephone call with Joel re appraisals; emails to and from FN re same and consent to use Dec 2018 appraisal on current matter; email from Koehnen J with Reasons; emails from and to Joel re broker and appraisal;
May 5, 2020	CK	1.30	Correspondence exchanged with engineer regarding draft engagement letter; telephone communications with JR regarding same, and regarding issues regarding insurance; receipt of executed engagement letter; correspondence from JR to Terraprobe regarding delivery of file; correspondence regarding broker agreement and commission payable;
May 6, 2020	EG	0.20	Telephone calls with Ross re sale process and insurance;
May 6, 2020	CK	1.60	Correspondence exchanged with JR regarding update to City; review update, and City's offer regarding CBO powers to compel information; receipt of correspondence from Terraprobe and preliminary review of documents produced per Receiver's demand; status update to Receiver regarding draft engineer's report;
May 7, 2020	EG	0.30	Email from Joel with insurance policies produced by DIAM lawyers; review same and email to Joel re same;
May 7, 2020	CK	0.60	Correspondence and telephone

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-4-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			communications exchanged with JR regarding material to be delivered by Terraprobe; receipt of same and preliminary review of material; correspondence from City regarding status of Terraprobe request;
May 11, 2020	EG	0.50	Telephone call with Phil Gordin, counsel for prospective purchaser (Martin Ferreira); email from same re potential purchase; communication with Joel re status of engineer report; email from engineer with his report; briefly review same; communications with Kopach re same;
May 11, 2020	CK	2.00	Correspondence exchanged with City regarding status of plan approval; telephone communications with T. Major of City regarding same; receipt of extension of NOCA from City; receipt and preliminary review of TT report on extension of life of temporary shoring;
May 12, 2020	EG	0.10	Email to and from Joel re Gordin purchaser;
May 12, 2020	CK	2.20	Continue review of engineer's report; telephone communications with Receiver regarding retainer of contractor to initiate work required by report; correspondence with City (legal) regarding status of site; attend on call with planning department regarding status of NOAC, and steps required to obtain plan approval;
May 13, 2020	EG	2.60	Review and revise first report; communications with Joel re next steps and SISF motion;
May 14, 2020	SJ	0.50	Telephone call from R. Kemp; emails to and from E. Golden; review draft first receiver's report;
May 14, 2020	EG	2.20	Communications with Joel re revisions to report and next steps; review and revise security opinion; review original listing agreement with Lennard and cancellation of same; communications with S. Jeffery re potential purchaser for property; communications with Kopach re status of dealings with City and engineer;

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-5-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
May 14, 2020	CK	4.10	Receipt and review of draft first report; comments on description of shoring; commence draft of notice of motion; consider documents to be subject to sealing order; telephone communications with Receiver regarding proposed listing agreement and regarding City comment on recent update; receipt and review of draft supplementary update; correspondence exchanged with City planner regarding status of approvals;
May 14, 2020	DK	0.90	Receipt and review of issued court order appointing receiver and instructions to registered same on title; prepare electronic application to amend by court order; confirm enforcement of order without need to enter same into the record; forward draft to C. Kopach; confirm instructions to complete registration; finalize and attend to electronic registration; obtain copy of registered instrument and property parcel register;
May 15, 2020	SJ	1.40	Emails from and to E. Golden; reviewing and revising draft security opinion;
May 15, 2020	EG	3.30	Email from Kopach with details from City to date; telephone call with Joel re report and next steps; instructions to Kopach to book SISP motion date; review revised report and further revisions thereto; review additional appraisals;
May 15, 2020	CK	3.10	Draft and revise notice of motion; instructions to clerk regarding appendices to First Report; review revisions to First Report; finalize summary of approvals from City; telephone communications with JR regarding status of retainer of contractor regarding issues in Engineer's First Report;
May 18, 2020	EG	3.50	Review and finalize Report following latest Joel amendments; review and revise NOM; instructions to Kopach re final proof of Report and NOM, and serving and filing motion record tomorrow; emails to Joel re same;
May 18, 2020	CK	1.20	Continue draft of notice of motion and review

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-6-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			finalized first report;
May 19, 2020	EG	2.20	Communications with Joel, and Kopach re finalizing report, NOM and Order; review updated versions and final revisions to same; emails between Kopach, Ross and GSNH re same; instructions to assistant on who to add to service list; revisions to emails to Service List and Koehnen J;
May 19, 2020	CK	9.00	Review revisions to draft first report; proof same and revisions to draft; revisions to notice of motion; correspondence exchanged with lawyer for applicant regarding pending motion for approvals; further revisions to draft first report and notice of motion; finalize same and instructions to clerk regarding preparation of motion record in two volumes; correspondence to service list regarding pending motion; telephone communications with receiver regarding Porco reporting obligations; correspondence from H. Krupat, lien lawyer for DIAM regarding pending settlement; draft correspondence to court regarding motion returnable May 22, 2020 for sale approval;
May 20, 2020	EG	0.30	Communications with Kopach re settlement of Mykon lien and status of contractor retainer; communications with Kopach re Skyview lien;
May 20, 2020	CK	3.70	Update from Receiver on status of engineering quotes and status of monitoring replacement; correspondence to lawyer for applicant regarding status of monitoring replacement; correspondence exchanged with H. Krupat regarding delivery up of settlement documents and funds on issue of Mykon lien; correspondence with lawyer for Mykon (F. Souza) regarding same and consent to delivery up of purported trust funds; correspondence to Justice Koehnen regarding pending motion for approval of sales process;
May 20, 2020	JK	0.10	Conducted Corporate searches on Skyview General Contracting Ltd. and on Skygrid Construction Inc.;

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-7-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
May 21, 2020	EG	1.20	Communications with Kopach re requirements in contractor contract to address non-possessory nature of receivership, and emails to Koehnen J and service list for motion tomorrow; conference call with Kopach and Tarion lawyer; communications with Bissell re borrowing limit; communications with same and Kopach re Skyview lien; review draft order;
May 21, 2020	CK	8.10	Correspondence from Receiver regarding quotes for immediate rectification work; review quotes and correspondence to Receiver with issues to be confirmed by successful bidder, including insurance and workplace safety issues; correspondence exchanged with F. Souza (Mykon counsel) regarding consent to delivery up of settlement funds; correspondence and telephone communication with lawyer for lien claimant Gillam regarding attendance on motion and questions on First Report; correspondence to court regarding sign in sheet and draft order; telephone communications with proposed contractor regarding delivery of draft contract; receipt and review of notice of project and WSIB information; receipt and review of draft CCDC 2 contract; revisions to same; prepare set of supplementary conditions regarding Receiver's retainer of contractor to do immediate remediation work on shoring;
May 22, 2020	EG	2.20	Review order; prepare for motion; communications with Kopach re status of construction; attend motion; emails to and from Joel re status if offer;
May 22, 2020	CK	2.80	Correspondence from engineer (TT) regarding additional documents to include in CCDC document; review same; correspondence to Alloy Fusion regarding documents to add as "contract documents" and follow up on comments to revisions; finalize CCDC document (and attachments thereto); instructions to clerk regarding follow up with inspectors on status of permits;

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-8-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
May 22, 2020	PK	2.30	Document preparation for Motion Record returnable May 20, 2020 and all matters incidental thereto;
May 22, 2020	HC	0.50	Phone calls to City Inspector regarding outstanding building permits. Email to each of the inspectors regarding outstanding permit.
May 25, 2020	EG	1.00	Review second report; communications with Kopach re same and anticipated costs of remediation; call with Joel re same and next steps;
May 25, 2020	CK	2.30	Correspondence exchanged with Alloy regarding status of execution of contract; telephone communications with Receiver regarding same and regarding delivery of TT report; correspondence from City regarding update on progress of rectification work and on delivery of TT report; receipt and review of TT report; communications with Receiver regarding same and next steps in sales process;
May 25, 2020	HC	0.50	Phone calls to City of Toronto regarding outstanding permits. Emails with City inspector regarding conditional foundation permit. Email to City inspector regarding drainage permit.
May 25, 2020	HC	0.10	Email with LRO regarding removing certificate of action from title.
May 26, 2020	EG	1.50	Telephone call Ross re status of Stage 2 and contractor quote; communications from same re Crane lien; communications with Kopach re same; communications with Ross and Kopach re contractor's failure to sign contract and next steps; emails between contractor, Kopach and Ross re same;
May 26, 2020	CK	1.30	Correspondence to (x3) and from Alloy regarding finalization of contract; telephone communications with Jay at Alloy regarding additional scope of work given unknown site conditions, and execution of contract with Alloy designated as "constructor"; correspondence to service list with sale process order; correspondence with counsel to new lien

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-9-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			claimant regarding purported contract for crane services;
May 26, 2020	HC	0.30	Phone call with City of Toronto regarding outstanding permits. City confirmed that fees are paid and foundation permit is to be extended for 6 months.
May 27, 2020	EG	0.10	Communications with Joel re construction costs;
May 27, 2020	CK	1.40	Correspondence exchanged with contractor regarding finalization of contract with increase to purchase price; finalize contract and correspondence to contractor and Receiver with same; telephone communication with Receiver regarding status of work and update to City; review TT estimate on cost of rehabilitation work for temporary shoring;
May 28, 2020	SJ	0.50	Email and telephone call from E. Golden; review offer for property; email to J. Ross and E. Golden;
May 28, 2020	EG	3.50	Telephone call from Joe Latham re his purchaser ; call with Joel re offers; conference call with Brahm and Joel re same; communications with Chad re same; review APA with highest bid and communications with Joel and Jeffery re same to confirm whether or not it can be accepted as is; review remaining APAs; communications with Kopach re APAs and vesting order for schedule to highest bid APA;
May 28, 2020	CK	1.90	Telephone communications with lawyer for crane company regarding timing of next steps; receipt and preliminary review of offer documents; draft vesting order; correspondence to court regarding filing of Receiver's certificate upon closing;
May 29, 2020	SJ	1.80	Emails from C. Kopach and J. Ross; telephone call from C. Kopach; review APS; prepare schedules to vesting order regarding instruments to be deleted from and to stay on title;

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-10-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
May 29, 2020	EG	0.50	Review and revise vesting order; communications with Joel and Brahm re APA, and disclosure request;
May 29, 2020	CK	1.70	Correspondence exchanged between Receiver and City regarding status of immediate rectification work; receipt and review of offers; revisions to draft vesting order; memorandum from SJ regarding schedules for vesting order; receipt and review of additional offer; correspondence to lawyer for crane supplier regarding copy of contract; correspondence from former lien counsel to DIAM regarding transfer of funds;
May 29, 2020	JK	0.10	Verified corporate name and conducted PPSA search on Diam Danforth Property Inc.;
May 30, 2020	EG	0.30	Communications with Ross re APA approval motion and disclosure of APA;

OUR FEE HEREIN:
FEE HST:

\$54,996.50
\$7,149.55

<u>Lawyer</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steven Jeffery	Partner	5.80	\$675.00	\$3,915.00
Eric Golden	Partner	34.80	\$625.00	\$21,750.00
Chad Kopach	Partner	54.80	\$500.00	\$27,400.00
Kym Stasiuk	Partner	1.60	\$425.00	\$680.00
Matthew Tapia	Associate	1.50	\$260.00	\$390.00
Dawn Kearns	Clerk	0.90	\$225.00	\$202.50
Patricia Keane	Clerk	2.30	\$130.00	\$299.00
John Kroupis	Clerk	0.20	\$225.00	\$45.00
Hiuy Chan	Clerk	1.40	\$225.00	\$315.00

Disbursements

	<u>Amount</u>
Profile Report/Point in Time Report* - N	\$16.00
Registration Fees* - Non-Taxable	\$65.05
Computer Searches - R.E. (Teraview) *	\$9.80
Cyberbahn Agent Service Fee	\$22.00
Registration Fees	\$10.85
Computer Searches - R.E. (Teraview)	\$22.80

TOTAL DISBURSEMENTS:

\$146.50

*HST is not charged

Date
June 11, 2020

Invoice No.
688368

File No.
111199-0005

-11-

DISBURSEMENT HST:	<u>\$7.23</u>
TOTAL FEES AND DISBURSEMENTS:	\$55,143.00
TOTAL HST:	<u>\$7,156.78</u>
TOTAL AMOUNT DUE:	<u>\$62,299.78</u>

BLANEY McMURTRY LLP

Eric Golden
E. & O.E

Fees may include charges for services provided by Lawco Limited.
Details are available upon request.

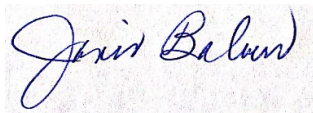
Make payment(s) payable to Blaney McMurtry LLP.

We accept Visa, Mastercard and AMEX.

For Wire Transfers: TD Canada Trust, Bank No. 004, Transit No. 10252,
General Account No. 0680-5215022 Swift Code: TDOMCATTOR

**Please ensure our account number and/or file number is quoted on
the wire transfer.**

**THIS IS EXHIBIT “D” REFERRED TO
IN THE AFFIDAVIT OF CHAD KOPACH
SWORN BEFORE ME THIS
9TH DAY OF JULY, 2020.**

A handwritten signature in blue ink that reads "Janis Balvers". The signature is written in a cursive style and is centered on a light-colored rectangular background.

A Commissioner of Oaths
JANIS BALVERS

HST REGISTRATION # R119444149

PRIVATE AND CONFIDENTIAL
Rosen Goldberg Inc.
5255 Yonge Street, Suite 804
Toronto, ON M2N 6P4

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

Attention: Joel Ross

RE: **DIAM Danforth
Receivership**

TO ALL PROFESSIONAL SERVICES RENDERED on your behalf in connection with the above noted matter for the period ended June 30, 2020 as more particularly described below.

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
June 1, 2020	EG	0.30	Communications with Chad re next report , NOM and motion date; emails between Joel, Brahm rand purchaser re APA deposit and due diligence requests;
June 1, 2020	CK	0.30	Correspondence with Receiver regarding first report and timing for motion for approval and vesting order;
June 2, 2020	SJ	0.20	Emails from and to J. Ross, B. Rosen and E. Golden;
June 3, 2020	SJ	0.70	Emails from and to E. Golden;
June 3, 2020	EG	3.30	Emails between Joel and Jacob Lee re status of APA (whether conditional or final and binding) and risk of loss term; review APA re relevant sections; communications with Jeffery re same; communications with Ross re same; call with Lee re same; begin draft e-mail to J. Lee regarding receiver position; communications with Ross re liens and instructions to Kopach re lien summary;
June 3, 2020	HC	0.30	Looked up unsafe order status online. Retrieved document from teraview.

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-2-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
June 4, 2020	SJ	0.30	Emails from E. Golden; review email from J. Lee; email from J. Ross;
June 4, 2020	EG	1.20	Finalize email to Jacob Lee re Receiver position on APA ; communications with Ross and Kopach re same; email response from Jacob Lee; further communications with Ross re same;
June 4, 2020	CK	3.90	Correspondence exchanged with lien claimants regarding delivery of documentation to back up lien claims; draft lien status memorandum to Receiver; correspondence from EG to lawyer for purchaser, and reply correspondence, regarding terms in APS and abatement of price; correspondence with Justice Koehnen regarding scheduling return of approval motion for June 12, 2020;
June 4, 2020	HC	0.30	Conducted title search.
June 5, 2020	SJ	0.60	Emails from and to J. Ross, C. Kopach and E. Golden; conference telephone call with B. Rosen, J. Ross, C. Kopach and E. Golden;
June 5, 2020	EG	2.80	Call with Joel re positions taken by purchaser under APA,; call with purchaser counsel re same; conference call with Joel, Brahm, Kopach and Jeffery re same and next steps; email to counsel for purchaser re receiver;s position on APA; communications with Jeffery and Joel re same; finalize and send to counsel for purchaser; emails from and to same re same; communications with Receiver re same;
June 5, 2020	CK	1.70	Conference call with receiver regarding position of purchaser on price and due diligence period; review exchange of correspondence regarding position on APA;
June 6, 2020	SJ	0.20	Review emails from J. Lee and E. Golden regarding amendments to sale terms;
June 6, 2020	EG	3.00	Emails to and from Jacob Lee re receiver and purchaser position on APA sections 6.4 and 5.1; telephone call with Lee re same; further emails to and from same re same and concluding settlement;

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-3-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
June 8, 2020	EG	2.50	Arrange for deposit to be returned to Goodmans for its client's proposed APA; communications with Kopach re Alloy suspension of remediation work; call with Joel re settlement with purchaser re Amended APA; email from counsel for purchaser with draft affidavit and Amended APA; review same; communications with Receiver re same; communications with counsel for purchaser re same; further email from purchaser with amended affidavit;
June 8, 2020	CK	0.50	Correspondence from Receiver regarding status of immediate rectification work; follow up regarding affidavit from purchaser and incorporating same into report;
June 9, 2020	EG	0.20	Communications with Joel re second report and motion for sale approval order;
June 9, 2020	CK	3.10	Review and revise draft first report; receipt of affidavit from purchaser; commence draft of notice of motion;
June 10, 2020	EG	5.20	Review draft second report and related confidential appendices; revise second report; communications with Kopach re same;
June 10, 2020	CK	3.50	Draft notice of motion for use on motion to approve APA; correspondence exchanged with counsel for off-title lien claimant to schedule time to discuss status of claim; correspondence from counsel to Cope regarding backup documentation for lien and preliminary review of same;
June 11, 2020	EG	4.60	Complete revisions to Second Report; communications with Kopach re same; review summary from Ross re all offers; ;communications with same and Kopach re same and expanding same; instructions to Kopach re same; review further revised Second Report; further revisions to Second Report; review and revise draft notice of motion; instructions to Kopach re same; and whether borrowing limit to be increased;

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-4-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
June 11, 2020	CK	5.40	Review affidavit from purchaser; revisions to and finalize second report; revisions to and finalize draft notice of motion; correspondence exchanged with receiver regarding incorporation of comments;
June 12, 2020	EG	6.20	Emails from and to Receiver re revisions to report; email to same and Kopach re NDA for Shirkin and his client; review and revise same; call with Ross re same and report; communications with Kopach re updates to Service List and amount of Olympia mortgage/rank and status of Guarantee mortgage, as well as additional appendices to report to be redacted and to be kept confidential; final review and revisions to report and NOM, and instructions to Kopach re same; review and revise draft Order; email from Shirkin re claim being drafted; communications with Kopach and Receiver re Supp Report on accounting on proceeds of sale;
June 12, 2020	CK	5.40	Finalize second report, notice of motion and draft order; attend to service of material on service list; correspondence to court regarding delivery of material including confidential appendices; correspondence exchanged with K. Sherkin regarding issuance of claim;
June 15, 2020	EG	0.50	Email from and call with counsel for Tarion re its position; communications from Shirkin re his clients' claim against various defendants;
June 15, 2020	CK	1.30	Correspondence with court regarding affidavit of service and status of counsel slip; correspondence exchanged with K. Sherkin (counsel to beneficiaries of second and third mortgagee); telephone communications exchanged with same;
June 16, 2020	EG	5.80	Communications with Kopach re accounting; communications with same re status of lien analysis and revise Kopach email to largest lien claimant re status of lien analysis; review and revise email from Kopach re summary of lien claims for accounting purposes; communications with Ross re accounting and

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-5-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			supplementary report re same; review same, SRD and further communications with Ross re same; calculations re expected surplus and emails to and from RGI re same; email from Receiver with draft supp report re accounting and updated accounting; communications with GSNH re Eisen debt and costs; call with Shirkin re his clients' position on AVO motion, and additional information requested; instructions to Kopach re email to Shirkin confirming call; review and revise email to Shirkin re same; emails from counsel for main lien holder, DIAM, City and purchaser re their position on AVO motion; review and revise final order to be sent to judge; email from Justice Koehnen re: bookmarks to relevant documents; detailed email to same re same;
June 16, 2020	CK	5.50	Review and revise summary of accounting to determine likely amount of funds available for subsequent mortgagees; attend on call with KG (counsel for Gillam) regarding position on motion; attend on call with KS (counsel for beneficiaries of second and third mortgages) regarding request for confidential information on counsel-only basis; correspondence to KS regarding nature of information provided, confirmation of personal undertaking, and confirmation of clients' position not to oppose; correspondence with lawyer for respondent regarding position on motion; prepare finalized draft order and counsel slip given responses from representatives; correspondence to court regarding material for motion;
June 16, 2020	DK	0.20	Attend to subsearch of title; obtain and review property parcel register;
June 16, 2020	JK	0.20	Conducted Corporate searches on Gal Real Holdings Ltd., Gal Real Five Holdings Ltd., 1256826 Ontario Inc. and on 2757658 Ontario Inc.;
June 17, 2020	EG	2.50	Prepare for motion; communications with Kopach regarding positions of certain stakeholders, and request by Grounded to confirm its entitlements under Appointment

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-6-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			Order; attend on motion; review Endorsement; instructions to Kopach to have Order entered in the event director of land Titles requires entered vesting order; communications with Receiver re outcome of Sale Approval motion, and steps required for distribution motion;
June 17, 2020	CK	2.80	Prepare for hearing for vesting order; correspondence exchanged with counsel for Grounded and counsel for respondents regarding position on motion; attend on hearing; receipt and review of issued order and e-mail endorsement; correspondence to service list enclosing same; correspondence with court office regarding entry of order given need to register same on title; telephone communications with Receiver regarding crane rental and likelihood of purchaser requiring same; communications with counsel for purchaser regarding scheduling time for discussion on crane and Tarion issues;
June 18, 2020	EG	0.10	Email from and to Goodmans re outcome of Sale Approval motion;
June 18, 2020	CK	1.40	Telephone call with lawyer for purchaser regarding Tarion lawyer contact information and regarding crane lawyer contact information; telephone call with lawyer for crane supplier regarding possible retainer by purchaser; communications with court regarding entry of issued order given need to register same on title; communication with court regarding documents required to facilitate entry (including electronic copy of issued application);
June 19, 2020	EG	0.10	Call with S. Jeffery re closing and opinion;
June 23, 2020	SJ	0.50	Review vesting order and draft APA; email to C. Kopach regarding closing date;
June 23, 2020	EG	1.20	Review latest draft opinion and title summary; emails to S. Jeffery and Kopach re same and steps required for distribution motion;
June 24, 2020	SJ	0.70	Emails from and to E. Golden and C. Kopach; email to J. Warren; instructions to K. Stasiuk

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-7-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			regarding security opinion for second mortgage;
June 24, 2020	EG	1.00	Call with Joel re distribution motion and next steps/report; communications with Kopach re liens, issues to address in next report and info/docs still required and analysis for report; communications with Jeffery re muni tax arrears and issue of potential incorrect assignment of CT interest in Mel mortgage;
June 24, 2020	CK	1.90	Review issue with transfer of portion of first ranking charge; continue review of material delivered by lien claimants regarding lien claims for lien analysis and entitlement to priority over mortgages for holdback;
June 24, 2020	JMW	0.40	Review correspondence from Steven Jeffery regarding Transfer of Charge; review Transfer of Charge, Charge and Parcel Register; draft correspondence to Steven Jeffery
June 25, 2020	SJ	0.30	Emails from and to E. Golden; email to J. Warren; email to B. Bissell;
June 25, 2020	EG	1.10	Communications with Chad re next report and various issues to be addressed; email to Ross re same; email from and to Jeffery re Community Trust/Eisen mortgage issue; emails between Jeffery and GSNH re same; communications with Jeffery re muni tax arrears; instructions to clerk re updated statement re tax arrears; review same and communications with Jeffery re same; email to receiver re same;
June 25, 2020	CK	6.30	Prepare draft of summary and analysis of lien claims and entitlement to priority for holdback amounts;
June 25, 2020	JMW	0.10	Review correspondence from Steven Jeffery; draft reply to same
June 25, 2020	KS	2.50	Receiving instructions from S. Jeffery to prepare security opinion regarding second mortgage; reviewing file; instructing clerk regarding revising title summary report; reviewing and revising same; drafting security

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-8-

<u>Date</u>	<u>Lawyer</u>	<u>Time</u>	<u>Description</u>
			opinion; emailing S. Jeffery regarding security opinion and title summary;
June 25, 2020	DK	0.60	Receipt of instructions to obtain updated municipal tax certificate; attend to request for same from City of Toronto; receipt and review of updated tax certificate;
June 25, 2020	HC	0.60	Updating title summary report. retrieved document from teraview.
June 26, 2020	EG	0.30	Communications with receiver re next report; instructions to Kopach re vm message from Olympia investor and next steps with investor and Kevin Shirkin;
June 30, 2020	SJ	1.10	Review and revise draft security opinion for second mortgage; review second mortgage; reviewing and revising title summary report; review PIN and revise list of instruments to be deleted from title; email to E. Golden;

OUR FEE HEREIN:	\$52,620.00
FEE HST:	\$6,840.60

<u>Lawyer</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steven Jeffery	Partner	4.60	\$675.00	\$3,105.00
Eric Golden	Partner	41.90	\$625.00	\$26,187.50
Chad Kopach	Partner	43.00	\$500.00	\$21,500.00
Jeffrey M. Warren	Partner	0.50	\$540.00	\$270.00
Kym Stasiuk	Partner	2.50	\$425.00	\$1,062.50
Dawn Kearns	Clerk	0.80	\$225.00	\$180.00
John Kroupis	Clerk	0.20	\$225.00	\$45.00
Hiuy Chan	Clerk	1.20	\$225.00	\$270.00

<u>Disbursements</u>	<u>Amount</u>
Certificates*	\$70.02
PPSA Registration* - Non-Taxable	\$8.00
Profile Report/Point in Time Report* - N	\$32.00
Computer Searches - R.E. (Teraview) * -	\$24.00
Cyberbahn Agent Service Fee	\$58.00
Computer Searches - R.E. (Teraview)	\$56.00

TOTAL DISBURSEMENTS:	\$248.02
*HST is not charged	
DISBURSEMENT HST:	<u>\$14.82</u>

Date
June 30, 2020

Invoice No.
689604

File No.
111199-0005

-9-

TOTAL FEES AND DISBURSEMENTS:	\$52,868.02
TOTAL HST:	<u>\$6,855.42</u>
TOTAL AMOUNT DUE:	<u>\$59,723.44</u>

BLANEY McMURTRY LLP

Eric Golden
E. & O.E

Fees may include charges for services provided by Lawco Limited.
Details are available upon request.

Make payment(s) payable to Blaney McMurtry LLP.

We accept Visa, Mastercard and AMEX.

For Wire Transfers: TD Canada Trust, Bank No. 004, Transit No. 10252,
General Account No. 0680-5215022 Swift Code: TDOMCATTOR

**Please ensure our account number and/or file number is quoted on
the wire transfer.**

TAB 3

Court File No. CV-20-00640347-00CL

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

BETWEEN:

MELVYN EISEN, TRUSTEE

Applicant

- and -

DIAM DANFORTH PROPERTY INC.

Respondent

APPLICATION UNDER Section 243(1) of the *Bankruptcy and Insolvency Act*
Section 101 of the *Courts of Justice Act*, and Section 68(1) of the *Construction Act*

**AFFIDAVIT OF MELVYN EISEN
(sworn July 13, 2020)**

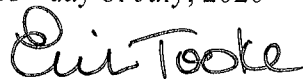
I, Melvyn Eisen, of the City of Toronto, in the Province of Ontario, **MAKE OATH**

AND SAY:

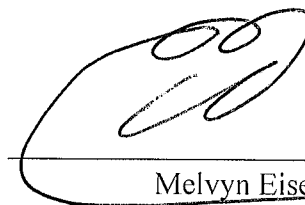
1. I have knowledge of the matters referred to in this affidavit because I am the Applicant as trustee of the investors in a mortgage granted by the Respondent, which mortgage was originally registered in the Land Registry Office for the Land Titles Division of Toronto (No. 66) as Instrument No. AT5085371 on February 28, 2019, in favour of myself and Community Trust Company (the "**Mortgage**"). Where this affidavit is based on information and belief, I have stated the source of that information and believe it to be true.
2. I am a lawyer qualified to practice in the Province of Ontario. I carry on the business of, among other things, mortgage lending on behalf of clients in syndicated investments, in which I act as trustee for the investors.

3. In that capacity, as holder of the Mortgage, I am a secured creditor of the Respondent.
4. I have reviewed the Motion Record of the Receiver, Rosen Goldberg Inc. (the “**Receiver**”) dated July 10, 2020, the Receiver’s Third Report dated July 10, 2020 (the “**Third Report**”), and the Security Opinion (as defined in the Third Report) of Blaney McMurtry LLP, counsel to the Receiver, in respect of the Mortgage, which is reproduced as Appendix “I” to the Third Report.
5. Regarding the Transfer of Charge referred to in the Security Opinion, registered by me in the Land Registry Office for the Land Titles Division of Toronto (No. 66) as Instrument No. AT5412952 on April 22, 2020 (the “**Transfer of Charge**”), I intended, and I believe Community Trust Company intended, by registering such Transfer of Charge, to transfer all of Community Trust Company’s 0.44% interest in the Mortgage to myself, as trustee, so that I would become the holder, as trustee, of a 100% interest in the Mortgage as chargee.
6. Community Trust Company required, as a condition to their execution of the acknowledgment and direction authorizing me to electronically register the Transfer of Charge, that my name also appear in the Transferor section.
7. I make this affidavit in support of the Receiver’s motion returnable July 15, 2020, and for no other or improper purpose.

SWORN BEFORE ME at the City of
Toronto, in the Province of Ontario, this
13th day of July, 2020



Commissioner for taking affidavits



Melvyn Eisen

**Erin Elizabeth Tooke, a Commissioner, etc,
Province of Ontario,
for Melvyn D. Eisen,
Barrister and Solicitor.
Expires August 4, 2020**

IN THE MATTER OF SECTION 243(1) OF THE *BANKRUPTCY AND
INSOLVENCY ACT* AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*
BETWEEN MELVYN EISEN, TRUSTEE, APPLICANT, AND DIAM
DANFORTH PROPERTY INC., RESPONDENT

Court File No. CV-20-00640347-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced in **TORONTO**

AFFIDAVIT OF Melvyn Eisen
(sworn July 13, 2020)

GOLDMAN SLOAN NASH & HABER LLP
480 University Avenue, Suite 1600
Toronto (ON) M5G 1V2

R. Brendan Bissell (LSO# 40354V)
Tel: 416-597-6489
Email: bissell@gsnh.com

Joël Turgeon (Student-at-Law)

Lawyers for the Applicant, Melvyn Eisen, trustee

MELVYN EISEN, TRUSTEE
Applicant

-2- and

Court File No. CV-20-00640347-00CL
DIAM DANFORTH PROPERTY INC.
Respondent

SUPERIOR COURT OF JUSTICE
Proceeding commenced at Toronto
[COMMERICAL LIST]

**MOTION RECORD OF THE NON-POSSESSORY
RECEIVER, ROSEN GOLDBERG INC.**

VOLUME II of II

BLANEY MCMURTRY LLP
Barristers & Solicitors
2 Queen Street East, Suite 1500
Toronto ON M5C 3G5

Eric Golden LSO #38239M
(416) 593-3927 (Tel)
(416) 593-5437 (Fax)
Email: egolden@blaney.com

Chad Kopach LSO #48084G
(416) 593-2985 (Tel)
(416) 593-5437 (Fax)
Email: ckopach@blaney.com

Lawyers for the non-possessory Receiver,
Rosen Goldberg Inc.