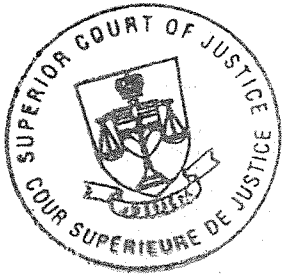


**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR)
JUSTICE T. McEwen)

TUESDAY, THE 17TH
DAY OF JULY, 2018



DONALD DAL BIANCO

Applicant

- and -

DEEM MANAGEMENT SERVICES LIMITED and THE UPTOWN INC.

Respondents

ORDER

THIS MOTION, made by Crowe Soberman Inc in its capacity as receiver (the “**Receiver**”) of the property known municipally as 215 and 219 Lexington Road, Waterloo, Ontario N2K 2E1 (the “**Real Property**”), the assets and undertakings of Deem Management Services Limited (“**Deem Management**”) related to the Real Property (the “**Related Deem Assets**”), and the property, assets and undertakings (the “**Uptown Assets**”) of the Uptown Inc. (the “**Uptown**”, together with Deem Management the “**Debtors**”) for an order authorizing the Receiver to make interim distributions and approving the Second Report of the Receiver dated July 9, 2018 (the “**Second Report**”) was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Second Report and on hearing the submissions of counsel for the Receiver, any other party as indicated on the counsel slip, and no one appearing for any other

person on the service list, although properly served as appears from the affidavit of R. Brendan Bissell sworn July 10, 2018, filed:

1. THIS COURT ORDERS that the time for service of the Motion Record in respect of this motion and the Second Report is hereby abridged and validated so that the motion is properly returnable today, and that further service thereof is hereby dispensed with.
2. THIS COURT ORDERS that the portion of the Receiver's motion for distribution, as set out in paragraph (c) of the relief requested in the Notice of Motion returnable today, is adjourned to August 14, 2018 in accordance with the timetable set out at **Schedule "A"**.
3. THIS COURT ORDERS that the Second Report and the activities described therein be and are hereby approved.
4. THIS COURT ORDERS that Confidential Appendices 1-8 to the Second Report are hereby sealed pending the closing of a transaction to sell the Property and the filing of a Receiver's Certificate.



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

JUL 17 2018

PER / PAR: RW

Schedule "A"

Timetable for Distribution Motion

a)	All lien claimants to provide the date on which they say work for this project started, along with some evidentiary back-up to substantiate that position	Fri. July 27
b)	All lien claimants to provide the amount that they say the holdback should be for this project, along with some evidentiary back-u to substantiate that position	Fri. July 27
c)	IMC and Dal Bianco to provide date(s) of advance(s) under the IMC and 2015 Dal Bianco mortgages	Fri. July 27
d)	Receiver to serve and file a supplementary report on priorities issues arising out of the information provided in (a), (b) and (c) for purposes of distribution to the IMC and 2015 Dal Bianco mortgages, including reserve for holdback	Thurs. Aug. 9
e)	Further hearing on distribution to the IMC and 2015 Dal Bianco mortgages, including reserve for holdback	Tues. Aug. 14

DONALD DAL BIANCO

and

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Proceeding commenced TORONTO

ORDER

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