

**This is Exhibit "J" referred to in the affidavit
of MATTHEW MCBRIDE, SWORN BEFORE ME
this 4th day of March 2019**



A COMMISSIONER FOR TAKING AFFIDAVIT



16th Floor, One London Place, 255 Queens Ave., London, ON N6A 5R8
T 519.858.8220 F 519.858.0687 www.AdvocatesLLP.com

Angelo C. D'Ascanio
(519) 858-8220 ext. 232
A.Dascanio@AdvocatesLLP.com

Our File: 18144

Via Personal Service

December 11, 2018

Green Earth Environmental Products
c/o Ms. Petra Beckstette, President
Beckstette Holdings Inc., General Partner
23 Buchanan Court
London, ON N5Z 4P9

Ms. Petra Beckstette, President
Beckstette Holdings Inc.
23 Buchanan Court
London, ON N5Z 4P9

Green Earth Environmental Products
c/o Mr. Matthew McBride, President
Matthew McBride Holdings Inc., General Partner
23 Buchanan Court
London, ON N5Z 4P9

Mr. Matthew McBride, President
Matthew McBride Holdings Inc.
23 Buchanan Court
London, ON N5Z 4P9

Dear Ms. Beckstette and Mr. McBride:

Re: Indebtedness to Matthew McBride Enterprises Corp. and Beckstette Enterprises Corp.

We are the lawyers for Matthew McBride Enterprises Corp. ("MMEC") and Beckstette Enterprises Corp. ("BEC" and, together with MMEC, the "Creditors") with respect to the indebtedness owing by Green Earth Environmental Products ("GEEP"), a partnership comprised of Beckstette Holdings Inc. ("BHI") and Matthew McBride Holdings Inc. ("MMHI") as the sole general partners. According to the records of the Creditors, GEEP is indebted to MMEC for the sum of \$2,351,948.00 and to BEC for the sum of \$2,351,917.00 and MMHI is indebted to MMEC for the sum of \$17,907.00, for a total indebtedness of \$4,721,772.00 (the "Indebtedness").

As security for the Indebtedness, the Creditors were individually or collectively provided with the following:

1. a general security agreement in favour of MMEC dated June 19, 2009; and
2. a general security agreement in favour of BEC dated June 19, 2009.

On behalf of the Creditors, we hereby demand payment of the Indebtedness in full within ten (10) days of the date of this letter, plus payment of all legal fees incurred by the Creditors which as of this date are estimated in the amount of \$10,000.00.

Failing to make payment within ten (10) days will be an act of default under the agreements GEEP entered into with the Creditors and will result in the Creditors taking such steps as they consider necessary or

December 10, 2018

2

appropriate to recover payment of the Indebtedness and to protect their interests, including, but not limited to seizing GEEP's personal property pursuant to the terms of the general security agreements.

We advise that no intermediate acts, negotiations, indulgences or acceptance of partial payments shall act as a waiver of the Creditors' rights or demand for payment as set out herein unless so expressly stated in writing.

Enclosed with this letter are a Notice of Intention to Enforce Security of the Creditors pursuant to section 244 of the *Bankruptcy and Insolvency Act* as well as a Consent to Immediate Enforcement pursuant to that Notice. Please note that signing the Consent acts as a waiver by GEEP of the ten (10) day period provided for under the Notice and entitles the Creditors to proceed immediately with enforcement of their security.

If you wish to discuss this matter, please contact the undersigned.

Yours truly,



Angelo C. D'Ascanio
Advocates LLP

Enclosure

FORM 86

NOTICE OF INTENTION TO ENFORCE SECURITY

(Rule 124)

and

(Section 244(1) of the *Bankruptcy and Insolvency Act*)

To: Beckstette Holdings Inc., a general partner of Green Earth Environmental Products, an insolvent person; and

And to: Matthew McBride Holdings Inc., a general partner of Green Earth Environmental Products, an insolvent person

Take notice that:

1. Matthew McBride Enterprises Corp. and Beckstette Enterprises Corp., secured creditors, intend to enforce their security on the insolvent persons' property described below:
 - a. all collateral of the insolvent person as described in the following security and the proceeds from the sale of said collateral:
 - i. the general security agreement in favour of Matthew McBride Enterprises Corp. dated June 19, 2009; and
 - ii. the general security agreement in favour of Beckstette Enterprises Corp. dated June 19, 2009.

The property to which the security relates includes, but is not limited to, all equipment, accounts, inventory, intangibles, accounts receivable, real property and all other collateral, however described, of the insolvent person and the proceeds thereof.

2. The security that is to be enforced is the following:
 - a. the general security agreement in favour of Matthew McBride Enterprises Corp. dated June 19, 2009; and
 - b. the general security agreement in favour of Beckstette Enterprises Corp. dated June 19, 2009.

3. The total amount of indebtedness secured by the security is \$4,721,772.00.
4. The secured creditor will not have the right to enforce the security until after the expiry of the 10-day period after this notice is sent unless the insolvent person consents to an earlier enforcement.

Dated at London, Ontario this 11th day of December, 2018.

MATTHEW MCBRIDE ENTERPRISES CORP.
and BECKSTETTE ENTERPRISES CORP.
by their lawyers, Advocates LLP

Per: 

ANGELO C. D'ASCANIO
Advocates LLP
Suite 1620, One London Place
255 Queens Avenue
London, Ontario
N6A 5R8
(519) 858-8220 ex. 232

CONSENT

(s.244(2) of the *Bankruptcy and Insolvency Act*)

THE UNDERSIGNED hereby acknowledges receipt of a copy of the demand of Matthew McBride Enterprises Corp. and Beckstette Enterprises Corp. (collectively the "Creditors") dated December 11, 2018 and the Notice of Intention to Enforce Security dated December 11, 2018 pursuant to s. 244(1) of the *Bankruptcy and Insolvency Act* and hereby waives the 10-day period set out in the demand and the notice and consents to the immediate enforcement of the Creditors' security.

DATED at _____, Ontario this ____ day of _____, 2018

**GREEN EARTH ENVIRONMENTAL PRODUCTS,
by its general partner BECKSTETTE HOLDINGS INC.**

Per: _____

PETRA BECKSTETTE

President

I have authority to bind the Corporation

**GREEN EARTH ENVIRONMENTAL PRODUCTS,
by its general partner MATTHEW MCBRIDE HOLDINGS INC.**

Per: _____

MATTHEW MCBRIDE

President

I have authority to bind the Corporation

**This is Exhibit "K" referred to in the affidavit
of MATTHEW MCBRIDE, SWORN BEFORE ME
this 4th day of March 2019**



A COMMISSIONER FOR TAKING AFFIDAVIT



16th Floor, One London Place, 255 Queens Ave., London, ON N6A 5R8
T 519.858.8220 F 519.858.0687 www.AdvocatesLLP.com

Angelo C. D'Ascanio
(519) 858-8220 ext. 232
A.Dascanio@AdvocatesLLP.com

Our File: 18144

Via Personal Service

December 21, 2018

**Ms. Petra Beckstette, Secretary & Treasurer
Green Earth Stores Ltd.
23 Buchanan Court
London, ON N5Z 4P9**

Dear Ms. Beckstette:

Re: Indebtedness to Matthew McBride Enterprises Corp. and Beckstette Enterprises Corp.

We are the lawyers for Matthew McBride Enterprises Corp. ("MMEC") and Beckstette Enterprises Corp. ("BEC" and, together with MMEC, the "Creditors") with respect to the indebtedness owing by Green Earth Stores Ltd. ("GESLtd."). According to the records of the Creditors, GESLtd. is indebted to MMEC for the sum of \$2,450,248.00 and to BEC for the sum of \$2,439,878.00, for a total indebtedness of \$4,890,126.00 (the "Indebtedness").

As security for the Indebtedness, the Creditors were individually or collectively provided with the following:

1. a general security agreement in favour of MMEC dated June 19, 2009; and
2. a general security agreement in favour of BEC dated June 19, 2009.

On behalf of the Creditors, we hereby demand payment of the Indebtedness within ten (10) days of the date of this letter, plus payment of all legal fees incurred by the Creditors which as of this date are estimated in the amount of \$10,000.00.

Failing to make payment within ten (10) days will be an act of default under the agreements GESLtd. entered into with the Creditors and will result in the Creditors taking such steps as they consider necessary or appropriate to recover payment of the Indebtedness and to protect their interests, including, but not limited to seizing GESLtd.'s personal property pursuant to the terms of the general security agreements.

We advise that no intermediate acts, negotiations, indulgences or acceptance of partial payments shall act as a waiver of the Creditors' rights or demand for payment as set out herein unless so expressly stated in writing.

Chosen for experience. Powered by innovation.

December 21, 2018

2

Enclosed with this letter are a Notice of Intention to Enforce Security of the Creditors pursuant to section 244 of the *Bankruptcy and Insolvency Act* as well as a Consent to Immediate Enforcement pursuant to that Notice. Please note that signing the Consent acts as a waiver by GESLtd. of the ten (10) day period provided for under the Notice and entitles the Creditors to proceed immediately with enforcement of their security.

If you wish to discuss this matter, please contact the undersigned.

Yours truly,

Handwritten signature of Angelo C. D'Ascanio in black ink, written in a cursive style.

Angelo C. D'Ascanio
Advocates LLP

Enclosure

FORM 86

NOTICE OF INTENTION TO ENFORCE SECURITY

(Rule 124)

and

(Section 244(1) of the *Bankruptcy and Insolvency Act*)

To: Green Earth Stores Ltd., an insolvent person

Take notice that:

1. Matthew McBride Enterprises Corp. and Beckstette Enterprises Corp., secured creditors, intend to enforce their security on the insolvent person's property described below:

a. all collateral of the insolvent person as described in the following security and the proceeds from the sale of said collateral:

i. the general security agreement in favour of Matthew McBride Enterprises Corp. dated June 19, 2009; and

ii. the general security agreement in favour of Beckstette Enterprises Corp. dated June 19, 2009.

The property to which the security relates includes, but is not limited to, all equipment, accounts, inventory, intangibles, accounts receivable, real property and all other collateral, however described, of the insolvent person and the proceeds thereof.

2. The security that is to be enforced is the following:

a. the general security agreement in favour of Matthew McBride Enterprises Corp. dated June 19, 2009; and

b. the general security agreement in favour of Beckstette Enterprises Corp. dated June 19, 2009.

3. The total amount of indebtedness secured by the security is \$4,890,126.00.

4. The secured creditor will not have the right to enforce the security until after the expiry of the 10-day period after this notice is sent unless the insolvent person consents to an earlier enforcement.

Dated at London, Ontario this 21st day of December, 2018.

MATTHEW MCBRIDE ENTERPRISES CORP.
and BECKSTETTE ENTERPRISES CORP.
by their lawyers, Advocates LLP

Per: 

ANGELO C. D'ASCANIO
Advocates LLP
Suite 1620, One London Place
255 Queens Avenue
London, Ontario
N6A 5R8
(519) 858-8220 ex. 232

CONSENT

(s.244(2) of the Bankruptcy and Insolvency Act)

THE UNDERSIGNED hereby acknowledges receipt of a copy of the demand of Matthew McBride Enterprises Corp. and Beckstette Enterprises Corp. (collectively the "Creditors") dated December 21, 2018 and the Notice of Intention to Enforce Security dated December 21, 2018 pursuant to s. 244(1) of the *Bankruptcy and Insolvency Act* and hereby waives the 10-day period set out in the demand and the notice and consents to the immediate enforcement of the Creditors' security.

DATED at _____, Ontario this ____ day of _____, 2018

GREEN EARTH STORES LTD.

Per: _____

PETRA BECKSTETTE
Secretary/Treasurer

I have authority to bind the Corporation

**This is Exhibit "L" referred to in the affidavit
of MATTHEW MCBRIDE, SWORN BEFORE ME
this 4th day of March 2019**


A COMMISSIONER FOR TAKING AFFIDAVIT

RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 1
(3501)

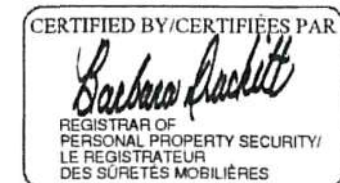
THIS IS TO CERTIFY THAT A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE
OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

ENQUIRY NUMBER 20190227152410.04 CONTAINS 15 PAGE(S), 4 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME
WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER
SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

MILLER THOMSON LLP
40 KING STREET WEST, SUITE 5800
TORONTO ON M5H 3S1



(crf)4 11/2017)

CONTINUED... 2



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 2
(3502)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26 FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
731971413

01 CAUTION FILING PAGE NO. OF TOTAL PAGES MOTOR VEHICLE SCHEDULE REGISTRATION NUMBER REGISTERED UNDER REGISTRATION PERIOD
01 001 20170915 1936 1531 3043 P PPSA 6

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME GREEN EARTH STORES LTD.

04 ADDRESS 23 BUCHANAN CRT. LONDON ONTARIO CORPORATION NO. ON N5Z 4P9

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 BUSINESS NAME

07 ADDRESS ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT DE LAGE LANDEN FINANCIAL SERVICES CANADA INC.

09 ADDRESS 3450 SUPERIOR COURT, UNIT 1 OAKVILLE ON L6L 0C4

10 COLLATERAL CLASSIFICATION CONSUMER GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER MOTOR VEHICLE INCLUDED AMOUNT DATE OF MATURITY OR NO FIXED MATURITY DATE
X X X X

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL DESCRIPTION

14 COLLATERAL DESCRIPTION

15 REGISTERING AGENT D+H LIMITED PARTNERSHIP

17 ADDRESS SUITE 200, 4126 NORLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 3

CERTIFIED BY/CERTIFIÉES PAR
Barbara Beckett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(c/ift 11/2017)



RUN NUMBER : 058
 RUN DATE : 2019/02/27
 ID : 20190227152410.04

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 3
 (3503)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
 FILE CURRENCY : 26FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER					
01	01	001		20171024 1433 1530 6549						
21	FILE NUMBER	731971413								
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	CHANGE REQUIRED A AMENDMENT	RENEWAL YEARS					
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME	CORRECT PERIOD					
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH STORES LTD.							
25	OTHER CHANGE REASON/ DESCRIPTION	ASSETS ARE SERIALIZED AND SELF PROPELLED.								
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME					
03/06	TRANSFEE	BUSINESS NAME								
04/07	ADDRESS				ONTARIO CORPORATION NO.					
29	ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE								
08	ADDRESS									
09	COLLATERAL CLASSIFICATION									
10	CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
11	MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.					
12	GENERAL	2017	CROWN	RM6025	1A472914					
13	COLLATERAL DESCRIPTION	2016	CROWN	PE4500-80	10006570					
14	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS								
15	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	4126 NORLAND AVENUE	BURNABY	BC	V5G 3S8				

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 4

CERTIFIED BY/CERTIFIÉES PAR
Barbara Luckitt
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj2ft 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 4
(3504)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
653670603

00

CATION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	001	001		20090526 0849 1862 7599	P PPSA	5

01

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

02

DEBTOR NAME

BUSINESS NAME
GREEN EARTH STORES LTD.

03

ADDRESS
75 MIDPARK CRESCENT LONDON ON N6N 1A9

04

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05

DEBTOR NAME

BUSINESS NAME

06

ADDRESS
ONTARIO CORPORATION NO.

07

SECURED PARTY / LIEN CLAIMANT
MATTHEW MCBRIDE ENTERPRISES CORP.

08

ADDRESS
75 MIDPARK CRESCENT LONDON ON N6N 1A9

09

COLLATERAL CLASSIFICATION						MOTOR VEHICLE	AMOUNT	DATE OF		NO FIXED
CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED		MATURITY	OR	MATURITY DATE
	X		X	X	X	X				

10

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11

MOTOR VEHICLE

12

GENERAL COLLATERAL DESCRIPTION

13

14

15

REGISTERING AGENT
(TO BE PICKED UP) ARLEY KARPMAN (BARRISTER AND SOLICITOR)

16

ADDRESS
283 DANFORTH AVE, SUITE 478 TORONTO ON M4K 1N2

17

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 5

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pochitt
REGISTRAR OF PERSONAL PROPERTY SECURITY /
LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(c/j1h 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 5
(3505)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26 FEB 2019

FORM 3C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

REGISTRATION
NUMBER

20140514 1641 1862 1765

01

31 RECORD FILE NUMBER 653670603 CHANGE REQUIRED B RENEWAL RENEWAL YEARS 5
REFERENCED

32 INDIVIDUAL DEBTOR

33 BUSINESS DEBTOR GREEN EARTH STORES LTD.

ONTARIO CORPORATION NO.

SECURED PARTY/ LIEN CLAIMANT/ REGISTERING AGENT

08/16 NAME (TO BE PICKED UP) SOLUTIONS CORPORATE LAW CLERK SERVICES INC.
09/17 ADDRESS 67 YONGE STREET, SUITE 701 TORONTO ON M5E 1J8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 6

CERTIFIED BY/CERTIFIÉES PAR
Barbara Hackett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj3h 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 6
(3506)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
653670612

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	001	001		20090526 0849 1862 7600	P PPSA	5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME GREEN EARTH STORES LTD.

04 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO. ON N6N 1A9

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT BECKSTETTE ENTERPRISES CORP.

09 ADDRESS 75 MIDPARK CRESCENT LONDON ON N6N 1A9

COLLATERAL CLASSIFICATION		MOTOR VEHICLE		AMOUNT	DATE OF	NO FIXED			
CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED	MATURITY	OR	MATURITY DATE
	X		X	X	X	X			

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT (TO BE PICKED UP) ARLEY KARPMAN (BARRISTER AND SOLICITOR)

17 ADDRESS 283 DANFORTH AVE, SUITE 47B TORONTO ON M4K 1N2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 7

CERTIFIED BY/CERTIFIÉES PAR
Sandra Duckitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj)ft 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 7
(3507)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 3C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

	REGISTRATION NUMBER				
01	20140514 1641 1862 1766				
31	RECORD FILE NUMBER 653670612	CHANGE REQUIRED B RENEWAL	RENEWAL YEARS 5		
	REFERENCED				
32	INDIVIDUAL DEBTOR				
33	BUSINESS DEBTOR GREEN EARTH STORES LTD.			ONTARIO CORPORATION NO.	
	SECURED PARTY/LIEN CLAIMANT/REGISTERING AGENT				
08/16	NAME (TO BE PICKED UP) SOLUTIONS CORPORATE LAW CLERK SERVICES INC.				
09/17	ADDRESS 67 YONGE STREET, SUITE 701 TORONTO		ON	M5E 1J8	

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 8

CERTIFIED BY/CERTIFIÉES PAR
Sabrina Rickett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj3t 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 8
(3508)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
874616301

CAUTION FILING	PAGE NO.	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	01	001		20010719 1755 1531 3799	P PPSA	5

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
-------------	---------------	------------------	---------	---------

02 DEBTOR NAME
03 BUSINESS NAME GREEN EARTH STORES LTD.

04 ADDRESS 452 NEWBOLD STREET LONDON ON L6E 1K3
ONTARIO CORPORATION NO.

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
-------------	---------------	------------------	---------	---------

05 DEBTOR NAME
06 BUSINESS NAME

07 ADDRESS
ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT ROYAL BANK OF CANADA

09 ADDRESS 180 WELLINGTON ST. W. (B.S.C.) 3RD FLR. TORONTO ON M5J 1J1

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
X	X	X	X	X	X			

MOTOR VEHICLE	YEAR MAKE	MODEL	V.I.N.
---------------	-----------	-------	--------

11 MOTOR VEHICLE

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT CANADIAN SECURITIES REGISTRATION SYSTEMS

17 ADDRESS SUITE 180-13571 COMMERCE PARKWAY RICHMOND BC V6V2L1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 9

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR DES SURETÉS MOBILIÈRES

(c)1ft 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 9
(3509)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL MOTOR VEHICLE REGISTRATION REGISTERED
		PAGES SCHEDULE NUMBER UNDER
01	01	001 20010726 1804 1531 3404
21	RECORD FILE NUMBER	874616301
	REASON/DESCRIPTION	
22	PAGE-AMENDED	NO-SPECIFIC PAGE-AMENDED
		X
23	REFERENCE	FIRST GIVEN NAME INITIAL SURNAME
24	DEBTOR/TRANSFEROR	BUSINESS NAME GREEN EARTH STORES LTD.
25	OTHER CHANGE	
26	REASON/DESCRIPTION	TO CHANGE INCORRECT POSTAL CODE ON DEBTOR'S ADDRESS
27		
28		
02/	DEBTOR/TRANSFEREE	DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03/		BUSINESS NAME GREEN EARTH STORES LTD.
04/07	ADDRESS	452 NEWBOLD STREET LONDON ONTARIO CORPORATION NO. N6E 1K3
29	ASSIGNOR	
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	
09	ADDRESS	
	COLLATERAL CLASSIFICATION	
	CONSUMER	MOTOR VEHICLE
	GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	DATE OF MATURITY OR MATURITY DATE
10		
11	MOTOR VEHICLE GENERAL	YEAR MAKE MODEL V.I.N.
12		
13		
14	COLLATERAL DESCRIPTION	
15		
16	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS
17	SECURED PARTY/LIEN CLAIMANT	ADDRESS SUITE 180-13571 COMMERCE PARKWAY RICHMOND BC V6V2L1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 10

CERTIFIED BY/CERTIFIÉES PAR
Sabrina Pickett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj2ft 11/2017)



RUN NUMBER : 058
 RUN DATE : 2019/02/27
 ID : 20190227152410.04

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 10
 (3510)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
 FILE CURRENCY : 26FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20060626 1946 1531 3716	
21	FILE NUMBER	874616301			
22	PAGE AMENDED	NO. SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X	B RENEWAL	5	
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME	
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH STORES LTD.		
25	OTHER CHANGE REASON/ DESCRIPTION				
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
03/06	TRANSFEREE	BUSINESS NAME			
04/07	ADDRESS				ONTARIO CORPORATION NO.
29	ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			
08					
09	ADDRESS				
10	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF MATURITY	NO FIXED MATURITY DATE
		GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER	INCLUDED	AMOUNT	OR MATURITY DATE
11	MOTOR VEHICLE GENERAL	YEAR MAKE	MODEL	V.I.N.	
12	VEHICLE				
13	GENERAL				
14	COLLATERAL DESCRIPTION				
16	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS			
17	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	4126 NORLAND AVENUE	BURNABY	BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 11

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pickett
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(c)2f 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 11
(3511)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 26 FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL MOTOR VEHICLE REGISTRATION REGISTERED PAGES SCHEDULE NUMBER UNDER	20110712 1945 1531 7688	
01	01	001		
21	RECORD FILE NUMBER	874616301		
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL CORRECT
		X	B RENEWAL	YEARS PERIOD
			5	
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH STORES LTD.	
25	OTHER CHANGE			
26	REASON/			
27	DESCRIPTION			
28				
02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
05	DEBTOR/			
03/	TRANSFEREE	BUSINESS NAME		
06				
04/07	ADDRESS	ONTARIO CORPORATION NO.		
29	ASSIGNOR			
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			
09	ADDRESS			
	COLLATERAL CLASSIFICATION			
	CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
	GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT	MATURITY OR MATURITY DATE
10				
11	MOTOR	YEAR MAKE	MODEL	V..I..N.
12	VEHICLE			
13	GENERAL			
14	COLLATERAL			
15	DESCRIPTION			
16	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS		
17	SECURED PARTY/	ADDRESS	4126 NORLAND AVENUE	BURNABY BC V5G 3S8
	LIEN CLAIMANT			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 12

CERTIFIED BY/CERTIFIÉES PAR
Barbara Beckett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTREUR
DES SÛRETÉS MOBILIÈRES

(en2t 11/2017)



RUN NUMBER : 058
 RUN DATE : 2019/02/27
 ID : 20190227152410.04

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 12
 (3512)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
 FILE CURRENCY : 26FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20160617 1434 1530 6543	
21	FILE NUMBER	874616301			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X	B RENEWAL	5	
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME	
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH STORES LTD.		
25	OTHER CHANGE REASON/ DESCRIPTION				
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
03/06	TRANSFEEE	BUSINESS NAME			
04/07	ADDRESS				ONTARIO CORPORATION NO.
29	ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				
09	ADDRESS				
10	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF MATURITY OR	NO FIXED MATURITY DATE
		GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER	INCLUDED	AMOUNT	
11	MOTOR VEHICLE GENERAL DESCRIPTION	YEAR MAKE	MODEL	V.I.N.	
16	REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	CANADIAN SECURITIES REGISTRATION SYSTEMS 4125 NORLAND AVENUE BURNABY BC V5G 3S8		

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 13

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pochitt
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj2tr 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 13
(3513)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26 FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAPTION	PAGE	TOTAL	MOTOR VEHICLE	REGISTRATION	REGISTERED
FILING	NO. OF	PAGES	SCHEDULE	NUMBER	UNDER
01	001	002		20190227 1521 1862 3595	
21	RECORD FILE NUMBER	874616301			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	GENERAL	CORRECT
		X	D ASSIGNMENT	YEARS	PERIOD
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME	
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH STORES LTD.		
25	OTHER CHANGE				
26	REASON/				
27	DESCRIPTION				
28					
02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	
05	DEBTOR/				
03/	TRANSFEREE	BUSINESS NAME			
06					ONTARIO CORPORATION NO.
04/07	ADDRESS				
29	ASSIGNOR	ROYAL BANK OF CANADA			
	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				
08		MATTHEW MCBRIDE ENTERPRISES CORP.			
09	ADDRESS	936215 AIRPORT ROAD	MULMUR	ON	L9V 0L3
	COLLATERAL CLASSIFICATION				
	CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED	
	GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER	INCLUDED	AMOUNT MATURITY OR	MATURITY DATE
10					
11	YEAR	MAKE	MODEL	V.I.N.	
12	MOTOR				
13	VEHICLE				
14	GENERAL				
15	COLLATERAL				
16	DESCRIPTION				
17	REGISTERING AGENT OR	MILLER THOMSON LLP			
	SECURED PARTY/	ADDRESS	40 KING STREET WEST, SUITE 5800	TORONTO	ON M5H 3S1
	LIEN CLAIMANT				

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 14

CERTIFIED BY/CERTIFIÉES PAR
Sabrina Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj2h 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 14
(3514)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

FORM 20 FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	002	002		20190227 1521 1862 3595	
21	RECORD REFERENCED	FILE NUMBER	874616301		
22	PAGE AMENDED	NO. SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
23	REFERENCE	BUSINESS NAME	FIRST GIVEN NAME	INITIAL	SURNAME
24	DEBTOR/ TRANSFEROR	BUSINESS NAME			
25	OTHER CHANGE REASON/ DESCRIPTION				
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
03/06	TRANSFEREE	BUSINESS NAME			
04/07	ADDRESS				ONTARIO CORPORATION NO.
29	ASSIGNOR				
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				
09	ADDRESS	23 BUCHANAN CRT	LONDON	ON	N5Z 4P9
10	COLLATERAL CLASSIFICATION				
	CONSUMER		MOTOR VEHICLE	DATE OF MATURITY	NO. FIXED MATURITY DATE
	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER
11	MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
12	GENERAL				
13	COLLATERAL DESCRIPTION				
14	REGISTERING AGENT OR				
15	SECURED PARTY/ LIEN CLAIMANT	ADDRESS			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 15

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(ej2ft 11/2017)



RUN NUMBER : 058
RUN DATE : 2019/02/27
ID : 20190227152410.04

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 15
(3515)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH STORES LTD.
FILE CURRENCY : 26FEB 2019

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
731971413	20170915 1936 1531 3043	20171024 1433 1530 6549		
653670603	20090526 0849 1862 7599	20140514 1641 1862 1765		
653670612	20090526 0849 1862 7600	20140514 1641 1862 1766		
874616301	20010719 1755 1531 3799	20010726 1804 1531 3404	20060626 1946 1531 3716	20110712 1945 1531 7688
	20160617 1434 1530 6543	20190227 1521 1862 3595		

12 REGISTRATION(S) ARE REPORTED IN THIS ENQUIRY RESPONSE.

CERTIFIED BY/CERTIFIÉES PAR
Barbara Duckitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj4 11/2017)



**This is Exhibit "M" referred to in the affidavit
of MATTHEW MCBRIDE, SWORN BEFORE ME
this 4th day of March 2019**


A COMMISSIONER FOR TAKING AFFIDAVIT

RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 1
(3971)

THIS IS TO CERTIFY THAT A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE
OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

ENQUIRY NUMBER 20190228135725.46 CONTAINS 17 PAGE(S), 3 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME
WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER
SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

MILLER THOMSON LLP
40 KING STREET WEST, SUITE 5800
TORONTO ON M5H 3S1

CONTINUED...

2



(crj4 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 2
(3972)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
653670576

01 CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
001 002 20090526 0848 1862 7596 P PPSA 5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03 NAME BUSINESS NAME GREEN EARTH ENVIRONMENTAL PRODUCTS

04 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO.
ON N6N 1A9

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
06 NAME BUSINESS NAME MATTHEW MCBRIDE HOLDINGS INC.

07 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO.
ON N6N 1A9

08 SECURED PARTY / MATTHEW MCBRIDE ENTERPRISES CORP.
09 LIEN CLAIMANT

ADDRESS 75 MIDPARK CRESCENT LONDON ON N6N 1A9

10 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE
X X X X X

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING (TO BE PICKED UP) ARLEY KARPMAN (BARRISTER AND SOLICITOR)
17 AGENT ADDRESS 283 DANFORTH AVE, SUITE 478 TORONTO ON M4K 1N2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 3

CERTIFIED BY/CERTIFIÉES PAR
Barbara Duckitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(enjt 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 3
(3973)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27 FEB 2019

FORM IC FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
653670576

00

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	002	002		20090526 0848 1862 7596		

01

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
-------------	---------------	------------------	---------	---------

02

03 DEBTOR NAME BUSINESS NAME BECKSTETTE HOLDINGS INC.

04

04 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO. N6N 1A9

05

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06

06 BUSINESS NAME

07

07 ADDRESS

ONTARIO CORPORATION NO.

08

08 SECURED PARTY / LIEN CLAIMANT

09

09 ADDRESS

COLLATERAL CLASSIFICATION

10

CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO. FIXED MATURITY DATE
----------	-------	-----------	-----------	----------	-------	------------------------	--------	---------------------	-------------------------

11

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

12

12 VEHICLE

13

13 GENERAL

14

14 COLLATERAL

15

15 DESCRIPTION

16

16 REGISTERING

17

17 AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

4

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(en)ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 4
(3974)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 3C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

01 REGISTRATION NUMBER 20140514 1641 1862 1763

31 RECORD FILE NUMBER 653670576 CHANGE REQUIRED B RENEWAL RENEWAL YEARS 5
REFERENCED

32 INDIVIDUAL DEBTOR
33 BUSINESS DEBTOR GREEN EARTH ENVIRONMENTAL PRODUCTS ONTARIO CORPORATION NO.

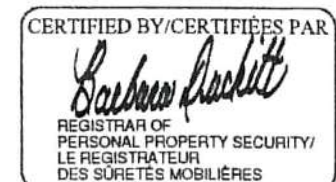
SECURED PARTY/LIEN CLAIMANT/REGISTERING AGENT

08/16 NAME (TO BE PICKED UP) SOLUTIONS CORPORATE LAW CLERK SERVICES INC.
09/17 ADDRESS 67 YONGE STREET, SUITE 701 TORONTO ON M5E 1J8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

5



(crj3R 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 5
(3975)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
653670594

01 CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
001 002 20090526 0848 1862 7598 P PPSA 5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03 NAME BUSINESS NAME GREEN EARTH ENVIRONMENTAL PRODUCTS

04 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO.
ON N6N 1A9

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
06 NAME BUSINESS NAME MATTHEW MCBRIDE HOLDINGS INC.

07 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO.
ON N6N 1A9

08 SECURED PARTY / BECKSTETTE ENTERPRISES CORP.
09 LIEN CLAIMANT

09 ADDRESS 75 MIDPARK CRESCENT LONDON ON N6N 1A9

10 COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE
X X X X X

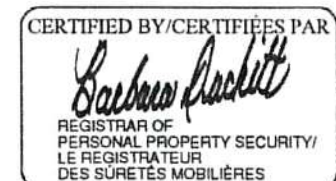
11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING (TO BE PICKED UP) ARLEY KARPMAN (BARRISTER AND SOLICITOR)
17 AGENT ADDRESS 283 DANFORTH AVE, SUITE 478 TORONTO ON M4K 1N2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 6



(crj1t 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 6
(3976)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
653670594

01 CAUTION FILING NO. OF 002 TOTAL PAGES 002 MOTOR VEHICLE SCHEDULE 20090526 REGISTRATION NUMBER 0848 1862 7598 REGISTERED UNDER PERIOD

02 DEBTOR NAME DATE OF BIRTH BUSINESS NAME FIRST GIVEN NAME INITIAL SURNAME

03 DEBTOR NAME BUSINESS NAME BECKSTETTE HOLDINGS INC.
04 ADDRESS 75 MIDPARK CRESCENT LONDON ONTARIO CORPORATION NO. ON N6N 1A9

05 DEBTOR NAME DATE OF BIRTH BUSINESS NAME FIRST GIVEN NAME INITIAL SURNAME

06 DEBTOR NAME BUSINESS NAME
07 ADDRESS ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT
09 ADDRESS

10 COLLATERAL CLASSIFICATION CONSUMER GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER MOTOR VEHICLE INCLUDED AMOUNT DATE OF MATURITY OR NO FIXED MATURITY DATE

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

7

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pickett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(en1ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 7
(3977)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 3C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

01 REGISTRATION NUMBER 20140514 1641 1862 1764

31 RECORD FILE NUMBER 653670594 CHANGE REQUIRED B RENEWAL RENEWAL YEARS 5
REFERENCED

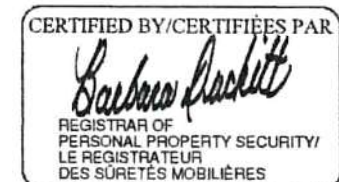
32 INDIVIDUAL DEBTOR
33 BUSINESS DEBTOR GREEN EARTH ENVIRONMENTAL PRODUCTS ONTARIO CORPORATION NO.

SECURED PARTY/LEEN CLAIMANT/REGISTERING AGENT

08/16 NAME (TO BE PICKED UP) SOLUTIONS CORPORATE LAW CLERK SERVICES INC.
09/17 ADDRESS 67 YONGE STREET, SUITE 701 TORONTO ON M5E 1J8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...



(crj3ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : B
(3978)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
817722261

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	01	001		19951030 1853 1529 7979	P PPSA	5

DEBTOR NAME
DATE OF BIRTH
FIRST GIVEN NAME
INITIAL
SURNAME

DEBTOR NAME
BUSINESS NAME
GREEN EARTH ENVIRONMENTAL PRODUCTS
ADDRESS
355 WELLINGTON STREET LONDON ONTARIO CORPORATION NO.
ON N6A 3N7

DEBTOR NAME
DATE OF BIRTH
FIRST GIVEN NAME
INITIAL
SURNAME

DEBTOR NAME
BUSINESS NAME
ADDRESS
ONTARIO CORPORATION NO.

SECURED PARTY / LIEN CLAIMANT
ROYAL BANK OF CANADA

ADDRESS
383 RICHMOND STREET LONDON ON N6A 3C4

COLLATERAL CLASSIFICATION

CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
	X	X	X	X	X	X			

MOTOR VEHICLE
YEAR MAKE
MODEL
V.I.N.

MOTOR VEHICLE

GENERAL COLLATERAL DESCRIPTION

REGISTERING AGENT
CANADIAN SECURITIES REGISTRATION SYSTEMS
ADDRESS
BOX 24, 20 QUEEN STREET WEST TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 9

CERTIFIED BY/CERTIFIÉES PAR
Barbara Lockitt
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(cr)1h 11/2017



RUN NUMBER : 059
 RUN DATE : 2019/02/28
 ID : 20190228135725.46

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 9
 (3979)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
 FILE CURRENCY : 27FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAPTION	PAGE	TOTAL	MOTOR VEHICLE	REGISTRATION	REGISTERED
FILING	NO.	OF	SCHEDULE	NUMBER	UNDER
01	01	001		19960927 1919 1529 3662	
21 RECORD REFERENCED	FILE NUMBER	817722261			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL	CORRECT
		X	A AMENDMENT	YEARS	PERIOD
23	REFERENCES	FIRST GIVEN NAME	INITIAL	SURNAME	
24 DEBTOR/TRANSFEROR	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS			
25 OTHER CHANGE	REASON/DESCRIPTION	TO AMEND DEBTOR ADDRESS. DEBTOR ON PAGE 1 LINE 3 OF REGISTRATION NUMBER 951030185315297979 HAS CHANGED ADDRESS.			
02/05 DEBTOR/TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	
03/06	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS			
04/07	ADDRESS	SUITE 101, 100 PICCADILLY ST.	LONDON	ONTARIO CORPORATION NO.	ON N6A 1R6
29 ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				
08	ADDRESS				
09	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF MATURITY	NO FIXED OR MATURITY DATE
10	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER INCLUDED
11	MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
12	GENERAL				
13	COLLATERAL DESCRIPTION				
14	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS			
15	SECURED PARTY/LIEN CLAIMANT	ADDRESS	20 QUEEN STREET WEST, SUITE 602	TORONTO	ON M5H 3R3

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 10

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTREUR
 DES SÛRETÉS MOBILIÈRES

(crj2t 11/2017)



RUN NUMBER : 059
 RUN DATE : 2019/02/28
 ID : 20190228135725.46

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 10
 (3980)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
 FILE CURRENCY : 27FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	INITIAL MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001	19990603 1430 1530 5392	
21	RECORD REFERENCED	FILE NUMBER	817722261	
22	PAGE AMENDED	NO. SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS
		X	A AMENDMENT	CORRECT PERIOD
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS	
25	OTHER CHANGE			
26	REASON/ DESCRIPTION	DEBTOR OF REGISTRATION NUMBER 960927191915293662 HAS CHANGED ADDRESS.		
27				
28		AMEND SECURED PARTY'S ADDRESS ON PAGE 1 LINE 9		
02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
05/	DEBTOR/ TRANSFEREE	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS	
06				
04/07	ADDRESS	452 NEWBOLD STREET	LONDON	ONTARIO CORPORATION NO. ON N6E 1K3
29	ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNOR		
08		ROYAL BANK OF CANADA		
09	ADDRESS	180 WELLINGTON ST. W. (B.S.C.) 3RD FLR.	TORONTO	ON M5J 1J1
10	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF NO FIXED MATURITY OR MATURITY DATE
	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER INCLUDED
11	MOTOR VEHICLE	YEAR	MAKE	MODEL
12				V.I.N.
13	GENERAL			
14	COLLATERAL			
15	DESCRIPTION			
16	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS		
17	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	SUITE 180-13571 COMMERCE PARKWAY	RICHMOND BC V6V2L1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 11

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pickett
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTREUR
 DES SÛRETÉS MOBILIÈRES

(en)21 11/2017



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 11
(3901)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 20 FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL MOTOR VEHICLE REGISTRATION REGISTERED
		SCHEDULE NUMBER UNDER
01	01	001 20000816 1739 1531 3054
21	RECORD FILE NUMBER	817722261
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED
		X
	CHANGE REQUIRED	B RENEWAL
		5
23	RENEWAL YEARS	5
24	CORRECT PERIOD	
25	REFERENCE DEBTOR/ TRANSFEROR	BUSINESS NAME GREEN EARTH ENVIRONMENTAL PRODUCTS
26	OTHER CHANGE REASON/ DESCRIPTION	
27		
28		
02/	DATE OF BIRTH	FIRST GIVEN NAME INITIAL SURNAME
05	DEBTOR/ TRANSFEREE	BUSINESS NAME
06		
04/07	ADDRESS	ONTARIO CORPORATION NO.
29	ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	
08		
09	ADDRESS	
10	COLLATERAL CLASSIFICATION	
	CONSUMER	
	GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED
		DATE OF AMOUNT MATURITY OR NO FIXED MATURITY DATE
11	MOTOR VEHICLE GENERAL DESCRIPTION	YEAR MAKE MODEL V.I.N.
12		
13		
14		
15		
16	REGISTERING AGENT OR SECURED PARTY/ LIEN CLAIMANT	ADDRESS CANADIAN SECURITIES REGISTRATION SYSTEMS SUITE 180-13571 COMMERCE PARKWAY RICHMOND BC V6V2L1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 12

CERTIFIED BY/CERTIFIÉES PAR
Sabrina Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj2ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 12
(3982)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 20 FINANCING CHANGE STATEMENT / CHANGE STATEMENT

ADDITION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20050907 1948 1531 9414	
21	RECORD REFERENCED	FILE NUMBER	817722261		
22	PAGE AMENDED	NO. SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X	B RENEWAL	5	
23	REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME	
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS		
25	OTHER CHANGE REASON/ DESCRIPTION				
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
03/06	TRANSFEEE	BUSINESS NAME			
04/07	ADDRESS				ONTARIO CORPORATION NO.
29	ASSIGNOR				
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				
09	ADDRESS				
10	COLLATERAL CLASSIFICATION				
	CONSUMER				
	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER
11	MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
12	GENERAL				
13	COLLATERAL DESCRIPTION				
14	REGISTERING AGENT OR				
15	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	4126 NORLAND AVENUE	BURNABY	BC V5G 3B8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 13

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(or21 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/20
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 13
(3983)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL MOTOR VEHICLES SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001	20100920 1944 1531 4557	
21	RECORD REFERENCED	FILE NUMBER 817722261		
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED X	CHANGE REQUIRED B RENEWAL	RENEWAL YEARS 5
23	REFERENCES	FIRST GIVEN NAME	INITIAL	SURNAME
24	DEBTOR/ TRANSFEROR	BUSINESS NAME GREEN EARTH ENVIRONMENTAL PRODUCTS		
25	OTHER CHANGE			
26	REASON/ DESCRIPTION			
27				
28				
02/	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL SURNAME
03/		BUSINESS NAME		
04/07	ADDRESS			ONTARIO CORPORATION NO.
29	ASSIGNOR			
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			
09	ADDRESS			
10	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF NO FIXED
		GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT MATURITY OR	MATURITY DATE
11	MOTOR VEHICLE	YEAR MAKE	MODEL	V.I.N.
12	GENERAL			
13	COLLATERAL DESCRIPTION			
14	REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS		
15	SECURED PARTY/ LIEN CLAIMANT	ADDRESS 4126 NORLAND AVENUE	BURNABY BC	V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 14

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(en2ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 14
(3984)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 36 FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	
01	01	001	20150925 1954 1531 3808		
21 RECORD REFERENCED	FILE NUMBER	817722261			
22	PAGE AMENDED	NO. SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X	B RENEWAL	5	
23 REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME		
24 DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS			
25 OTHER CHANGE REASON/ DESCRIPTION					
02/ DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	
03/ TRANSFEREE	BUSINESS NAME				
04/07	ADDRESS	ONTARIO CORPORATION NO.			
29 ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				
08	ADDRESS				
09	COLLATERAL CLASSIFICATION				
	CONSUMER	MOTOR VEHICLE	DATE OF MATURITY	NO FIXED MATURITY DATE	
10	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER
11	YEAR	MAKE	MODEL	V.I.N.	
12	VEHICLE DESCRIPTION				
13	GENERAL DESCRIPTION				
14	COLLATERAL DESCRIPTION				
15	REGISTERING AGENT OR SECURED PARTY/ LIEN CLAIMANT				
16	CANADIAN SECURITIES REGISTRATION SYSTEMS				
17	ADDRESS	4126 NORLAND AVENUE	BURNABY	BC	V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 15

CERTIFIED BY/CERTIFIÉES PAR
Sabrina Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(cr)2h 11/2017



RUN NUMBER : 059
 RUN DATE : 2019/02/28
 ID : 20190228135725.46

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 15
 (3985)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
 FILE CURRENCY : 27FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	002		20190228 1352 1862 3672	
21	RECORD REFERENCED	FILE NUMBER	817722261		
22	PAGE AMENDED	NO. SPECIFIC PAGE AMENDED	X	CHANGE REQUIRED D ASSIGNMENT	RENEWAL YEARS
23	REFERENCE DEBTOR/ TRANSFEROR	BUSINESS NAME	GREEN EARTH ENVIRONMENTAL PRODUCTS	FIRST GIVEN NAME	INITIAL SURNAME
24					
25	OTHER CHANGE REASON/ DESCRIPTION				
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL SURNAME	
03/06		BUSINESS NAME			ONTARIO CORPORATION NO.
04/07		ADDRESS			
29	ASSIGNOR	ROYAL BANK OF CANADA			
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	MATTHEW MCBRIDE ENTERPRISES CORP.			
09	ADDRESS	936215 AIRPORT ROAD	MULMUR	ON	L9V 0L3
10	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF MATURITY OR	NO FIXED MATURITY DATE
11	MOTOR VEHICLE GENERAL DESCRIPTION	YEAR MAKE	MODEL	V.I.N.	
16	REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	MILLER THOMSON LLP 40 KING STREET WEST, SUITE 5800	TORONTO	ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 16

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pashitt
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(e)2ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 16
(3986)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER				
01	002	002		20190228 1352 1862 3672					
21	RECORD REFERENCED	FILE NUMBER	017722261						
22		PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS				CORRECT PERIOD
23	REFERENCE		FIRST GIVEN NAME	INITIAL	SURNAME				
24	DEBTOR/ TRANSFEROR	BUSINESS NAME							
25	OTHER CHANGE								
26	REASON/ DESCRIPTION								
02/		DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME				
05	DEBTOR/ TRANSFEREE	BUSINESS NAME							
06									ONTARIO CORPORATION NO.
04/07		ADDRESS							
29	ASSIGNOR								
08	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE		BECKSTETTE ENTERPRISES CORP.						
09		ADDRESS	23 BUCHANAN CRT	LONDON	ON				N5Z 4P9
	COLLATERAL CLASSIFICATION								
	CONSUMER			MOTOR VEHICLE	DATE OF MATURITY OR				NO FIXED MATURITY DATE
10		GOODS INVENTORY	EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT					
11	MOTOR VEHICLE GENERAL	YEAR MAKE	MODEL		V.I.N.				
12	VEHICLE								
13	GENERAL								
14	COLLATERAL DESCRIPTION								
15	DESCRIPTION								
16	REGISTERING AGENT OR								
17	SECURED PARTY/LIEN CLAIMANT	ADDRESS							

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 17

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(cr)2ft 11/2017)



RUN NUMBER : 059
RUN DATE : 2019/02/28
ID : 20190228135725.46

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 17
(3987)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : GREEN EARTH ENVIRONMENTAL PRODUCTS
FILE CURRENCY : 27FEB 2019

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
653670576	20090526 0848 1862 7596	20140514 1641 1862 1763		
653670594	20090526 0848 1862 7598	20140514 1641 1862 1764		
817722261	19951030 1853 1529 7979	19960927 1919 1529 3662	19990603 1430 1530 5392	20000816 1739 1531 3054
	20050907 1948 1531 9414	20100920 1944 1531 4557	20150925 1954 1531 3808	20190228 1352 1862 3672

12 REGISTRATION(S) ARE REPORTED IN THIS ENQUIRY RESPONSE.

CERTIFIED BY/CERTIFIÉES PAR
Barbara Aschitt
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETES MOBILIÈRES

(arj4 11/2017)



**This is Exhibit "N" referred to in the affidavit
of MATTHEW MCBRIDE, SWORN BEFORE ME
this 4th day of March 2019**



A COMMISSIONER FOR TAKING AFFIDAVIT

Financial statements of
**Green Earth Environmental
Products**

September 30, 2018

Independent Practitioner's Review Engagement Report	1 - 2
Statement of loss	3
Statement of Partners' deficiency	4
Balance sheet	5
Statement of cash flows	6
Notes to the financial statements	7 - 12

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London ON N6A 5R8
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Fax: 519-640-4625
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Independent Practitioner's Review Engagement Report

To the partners of
Green Earth Environmental Products

We have reviewed the accompanying balance sheet of Green Earth Environmental Products as at September 30, 2018 that comprise the balance sheet as at September 30, 2018, and the statements of loss, partners' deficiency and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for private enterprises, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Practitioner's Responsibility

Our responsibility is to express a conclusion on the accompanying financial statements based on our review. We conducted our review in accordance with Canadian generally accepted standards for review engagements, which require us to comply with relevant ethical requirements.

A review of financial statements in accordance with Canadian generally accepted standards for review engagements is a limited assurance engagement. The practitioner performs procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less in extent than, and vary in nature from, those performed in an audit conducted in accordance with Canadian generally accepted auditing standards. Accordingly, we do not express an audit opinion on these financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the financial statements do not present fairly, in all material respects, the financial position of Green Earth Environmental Products as at September 30, 2018 and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for private enterprises.

Emphasis of matter

Without qualifying our conclusion, we draw attention to Note 2 in the financial statements which indicates that the Company incurred a net loss of \$787,229 during the year ended September 30, 2018 and, as of that date, the Company's current liabilities exceeded its current assets by \$2,028,902. These conditions, along with other matters as set forth in Note 2, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Chartered Professional Accountants
Licensed Public Accountants

Member of Deloitte Touche Tohmatsu Limited

February 15, 2019

Draft

Statement of loss

Year ended September 30, 2018

(Unaudited)

	Notes	2018	2017
		\$	\$
Sales		17,209,736	18,374,821
Cost of goods sold	4	8,690,004	9,281,995
Gross profit		8,519,732	9,092,826
Expenses			
Wages and benefits		4,319,243	4,255,196
Rent		3,892,636	3,812,108
Amortization	5	270,740	298,668
Store supplies		257,085	214,706
Office and general		147,363	121,018
Credit card charges and terminal rentals		128,608	133,394
Utilities		103,742	144,971
Automotive		68,222	117,206
Telephone		44,001	48,982
Professional fees		43,569	63,922
Advertising and promotion		42,227	3,618
Bank charges and interest		29,514	30,769
Repairs and maintenance		20,835	14,234
Insurance		18,049	16,097
		9,385,834	9,274,889
Loss before other income (expenses)		(866,102)	(182,063)
Other income (expenses)			
Unrealized gain on marketable securities		19,795	82,955
Gain on sale of marketable securities		42,467	22,326
Interest and miscellaneous		9,966	11,920
Foreign exchange gain (loss)		6,645	(10,514)
		78,873	106,687
Net loss		(787,229)	(75,376)

The accompanying notes are an integral part of the financial statements.

Green Earth Environmental Products DRAFT AS AT FRIDAY, FEBRUARY 15, 2019 AT 1:33:11 PM
Statement of Partners' deficiency
 Year ended September 30, 2018
 (Unaudited)

	Beckstette Holdings Inc. \$	Matthew McBride Holdings Inc. \$	2018 Total \$	2017 Total \$
Balance, beginning of year	(59,756)	(59,340)	(119,096)	418,056
Net loss	(393,615)	(393,615)	(787,229)	(75,376)
Partners' drawings	(36,023)	(36,023)	(72,046)	(461,776)
Balance, end of year	(489,394)	(488,978)	(978,371)	(119,096)

The accompanying notes are an integral part of the financial statements.

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Green Earth Environmental Products DRAFT AS AT FRIDAY, FEBRUARY 15, 2019 AT 1:33:11 PM**Balance sheet**

As at September 30, 2018

(Unaudited)

	2018	2017
Notes	\$	\$
Assets		
Current assets		
Cash	615,626	621,874
Marketable securities, at market value (cost \$577,747)	627,527	549,336
Miscellaneous receivables	63,667	46,313
Prepaid expenses	8,192	6,390
Due from related party	4 1,879,268	2,819,672
	<u>3,194,280</u>	<u>4,043,585</u>
<hr/>		
Property and equipment	5 <u>1,050,531</u>	<u>1,165,818</u>
	<u>4,244,811</u>	<u>5,209,403</u>
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	281,094	295,475
Government remittances payable	2,347	12,671
Deferred revenue - gift certificates	145,510	136,525
Due to related parties	4 4,703,765	4,782,719
Lease inducements	90,466	101,109
	<u>5,223,182</u>	<u>5,328,499</u>
Partners' deficiency	<u>(978,371)</u>	<u>(119,096)</u>
	<u>4,244,811</u>	<u>5,209,403</u>

The accompanying notes are an integral part of the financial statements.

Statement of cash flows

Year ended September 30, 2018

(Unaudited)

	Notes	2018 \$	2017 \$
Operating activities			
Net loss		(787,229)	(75,376)
Items not affecting cash:			
Amortization	5	270,740	298,668
Unrealized gain on marketable securities		(19,795)	(82,955)
Gain on sale of marketable securities		(42,467)	(22,326)
Unrealized foreign exchange (gain) loss		(6,645)	10,051
(Decrease) increase in lease inducements		(10,643)	101,109
		(596,039)	229,171
Change in non-cash working capital	9	(34,876)	(56,028)
		(630,915)	173,143
Investing activities			
Proceeds on sale of marketable securities		321,355	148,647
Purchase and re-invested income of marketable securities		(330,639)	(160,105)
Purchase of property, plant and equipment		(155,453)	(168,650)
		(164,737)	(180,108)
Financial activities			
Advances from related parties		861,450	568,402
Partners' drawings		(72,046)	(461,776)
		789,404	106,626
Net (decrease) increase in cash		(6,248)	99,661
Cash, beginning of year		621,874	522,213
Cash, end of year		615,626	621,874

The accompanying notes are an integral part of the financial statements.

Green Earth Environmental Products

Notes to the financial statements

September 30, 2018

(Unaudited)

1. Description of the business

Green Earth Environmental Products (the "Partnership") is a retailer with several mall locations. It receives warehousing, purchasing and other administrative functions from Green Earth Stores Ltd., an affiliate with common ownership.

2. Going concern

The financial statements were prepared on a going concern basis. The going concern basis assumes that the Partnership will continue to operate for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

At September 30, 2018, there exists a material uncertainty that may cast significant doubt on the Partnership's ability to continue as a going concern. During the year ended September 30, 2018, the Partnership had a net loss of \$787,229, negative cash flow from operations of \$630,915, negative working capital of \$2,028,902 and cash on hand of \$615,626.

Historically the Partnership has had operating losses and working capital deficiencies. Whether, and when, the Partnership can attain profitability and generate positive cash flows from operations is uncertain. The Partnership is also uncertain as to whether it can obtain financing to meet its current obligations. These uncertainties may cast significant doubt upon the Partnership's ability to continue as a going concern. The Partnership will need to raise capital in order to fund its operations. This need may be adversely impacted by uncertain market conditions. To address its financing requirements, the Partnership is currently investigating restructuring plans for the upcoming year to help identify where they can reduce expenses in order to increase overall profitability. The outcome of these matters cannot be predicted at this time.

If the going concern assumption were not appropriate for these financial statements, adjustments would be necessary in the carrying value of assets and liabilities, the reported net loss and the balance sheet classifications used.

3. Significant accounting policies

The financial statements have been prepared in accordance with Canadian accounting standards for private enterprises and reflect the following significant accounting policies:

Financial instruments

Financial assets and financial liabilities are initially recognized at fair value when the Partnership becomes a party to the contractual provisions of the financial instrument. Subsequently, all financial instruments are measured at amortized cost except for the following:

- a) Investments in unlisted shares, which are measured at cost less any reduction for impairment;
- b) Investments in listed shares and derivative financial instruments that are not designated in a qualifying hedging relationship are measured at fair value at the balance sheet date. The fair value of listed shares is based on quoted bid prices while the fair value of the derivative financial instruments is based on fair value confirmation received from the banker with whom those instruments are negotiated. Fair value fluctuations including interest earned, interest accrued, gains and losses realized on disposal and unrealized gains and losses are included in other income.

Interest earned on short-term investments and bonds, dividends received on unlisted shares, unrealized gains and losses on listed shares, and realized gains and losses on sales of short-term investments and bonds are included in other income in the statement of loss.

Green Earth Environmental Products

Notes to the financial statements

September 30, 2018

(Unaudited)

3. Significant accounting policies (continued)

Financial instruments (continued)

Transaction costs related to financial instruments measured subsequent to initial recognition at fair value are expensed as incurred. Transaction costs related to other financial instruments are added to the carrying value of the asset or netted against the carrying value of the liability and are then recognized over the expected life of the instrument using the effective interest method. Any premium or discount related to an instrument measured at amortized cost is amortized over the expected life of the item using the effective interest method and recognized in net earnings as interest income or expense.

With respect to financial assets measured at cost or amortized cost, the Partnership recognizes an impairment loss, if any, in net earnings when there are indicators of impairment and it determines that a significant adverse change has occurred during the period in the expected timing or amount of future cash flows. When the extent of impairment of a previously written-down asset decreases and the decrease can be related to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed to net earnings in the period the reversal occurs.

Property, plant and equipment

Property, plant and equipment are recorded at cost. Amortization is based on their estimated useful life using the methods and rates or term:

	Shorter of useful life & terms of lease	
Leasehold improvements	Diminishing balance	30% and 50%
Computer equipment	Diminishing balance	100%
Computer software	Diminishing balance	20%
Furniture and equipment	Diminishing balance	30%
Vehicles	Diminishing balance	

Impairment of long-lived assets

Long-lived assets such as property, plant and equipment are tested for recoverability whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. An impairment loss is recognized when their carrying value exceeds the total undiscounted cash flows expected from the use and eventual disposition of the item. The amount of the impairment loss is determined as the excess of the carrying value of the asset over its fair value at the date of impairment.

Income taxes

The financial statements do not reflect any income taxes since the taxable income of the Partnership is includable in the income tax returns of the partners.

Revenue recognition

The Partnership recognizes revenue when persuasive evidence of an arrangement exists, delivery has occurred, the price to the buyer is fixed or determinable and collection is reasonably assured.

The Partnership recognizes the investments transactions on a trade date basis. Realized gains and losses from investment transactions are calculated on an average cost basis. Distribution income is recorded on the ex-distribution date. Interest income is recorded on an accrual basis. Dividend income is recorded when received. Distributions from investments that are treated as

Green Earth Environmental Products

Notes to the financial statements

September 30, 2018

(Unaudited)

3. Significant accounting policies (continued)

Revenue recognition (continued)

a return of capital for income tax purposes reduce the average cost of the underlying investments.

Lease inducements

Costs related to leasehold improvements and rebates given are recognized in the balance sheet as lease inducements and amortized on a straight-line basis over the term of the operating lease to which they relate.

Use of estimates

The preparation of financial statements in conformity with Canadian accounting standards for private enterprises requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Key components of the financial statements requiring management to make estimates include the useful lives of long-lived assets and the appropriateness of the use of the going concern assumption. Actual results could differ from these estimates.

Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rates in effect at the balance sheet date. Non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at average rates. Translation gains or losses are included in earnings.

Green Earth Environmental Products

Notes to the financial statements

September 30, 2018

(Unaudited)

4. Related party transactions

Due from related party

	2018	2017
	\$	\$
Green Earth Stores Ltd.	<u>1,879,268</u>	<u>2,819,672</u>

Due to related parties

	2018	2017
	\$	\$
Matthew McBride Enterprises Corp.	2,351,848	2,391,325
Beckstette Enterprises Corp.	<u>2,351,917</u>	<u>2,391,394</u>
	<u>4,703,765</u>	<u>4,782,719</u>

The related parties are related to the Partnership through common ownership.

The amounts outstanding are secured by general security agreements over all assets of the Partnership and are non-interest bearing with no fixed terms of repayment.

Related party transactions

The Partnership is a retailer of giftware with stores located in Southern Ontario. It purchases on consignment substantially all of its goods for resale from Green Earth Stores Ltd. (GESL), a company with common ownership. Purchases for the year from GESL are as follows:

	2018	2017
	\$	\$
Purchases from Green Earth Stores Ltd.	<u>8,690,004</u>	<u>9,281,995</u>

The above transactions are in the normal course of business and are measured at exchange amounts.

5. Property and equipment

	Cost	Accumulated amortization	2018 Net book value	2017 Net book value
	\$	\$	\$	\$
Leasehold improvements	4,754,310	3,769,426	984,884	1,079,697
Computer equipment	342,514	332,017	10,497	15,384
Furniture and equipment	284,349	239,293	45,056	56,317
Vehicles	100,936	90,842	10,094	14,420
	<u>5,482,109</u>	<u>4,431,578</u>	<u>1,050,531</u>	<u>1,165,818</u>

During the year, the company recorded amortization expense of \$270,740 (2017 - \$298,668).

Green Earth Environmental Products

Notes to the financial statements

September 30, 2018

(Unaudited)

6. Credit facilities

The credit facilities of the Partnership consist of the following:

1) \$100,000 revolving demand facility by way of a) RBP based loans bearing interest at prime rate plus 0.50% per annum; b) Letters of Credit in Canadian currency, or US currency, of which \$100,000 remained unused at September 30, 2018.

2) \$500,000 non-revolving term facility by way of RBP based loans bearing interest at prime rate plus 0.65% per annum, of which \$500,000 remained unused at September 30, 2018.

3) \$500,000 revolving lease line of credit by way of Leases under terms of separate agreements, of which \$500,000 remained unused at September 30, 2018.

All borrowings are secured by the following:

a) general security agreement with an enabling resolution; RBC to be in first position over all assets;

b) guarantee and postponement of claim in the amount of \$471,000 signed by Green Earth Stores Ltd.;

c) guarantee and postponement of claim in the amount of \$1,324,000 signed by Matthew McBride Enterprises Corp.;

d) postponement and assignment of claim signed by Matthew McBride Enterprise Corp.;

e) guarantee and postponement of claim in the amount of \$1,324,000 signed by Beckstette Enterprises Corp.;

f) postponement and assignment of claim signed by Beckstette Enterprises Corp.; and

g) guarantee and postponement of in the amount of \$600,000 signed by Green Earth Stores Ltd.

7. Contingencies

The Partnership has issued a corporate guarantee to the bank in the amount of up to \$5,725,000 for any bank indebtedness and long-term debt of its sister company, Green Earth Stores Ltd.

8. Commitments

The Partnership is committed under retail lease agreements with various expiration dates until January 2028. Minimum annual rentals (exclusive of the requirement to pay taxes, insurance and maintenance costs and percentage of rent) for each of the next five years and thereafter are approximately:

	\$
2019	1,758,542
2020	1,506,503
2021	1,277,600
2022	1,080,167
2023	764,842
Thereafter	1,799,421
	<u>8,187,075</u>

Green Earth Environmental Products

Notes to the financial statements

September 30, 2018

(Unaudited)

9. Additional information relating to the statement of cash flows

	2018	2017
	\$	\$
<i>Changes in non-cash operating working capital items</i>		
Miscellaneous receivables	(17,354)	(45,722)
Government remittances recoverable/payable	(10,324)	3,843
Prepaid expenses	(1,802)	3,632
Accounts payable and accrued liabilities	(14,381)	(27,539)
Deferred revenue - gift certificates	8,985	9,758
	(34,876)	(56,028)

10. Financial instruments

Interest rate risk

The Partnership's exposure to interest rate risk lies in its credit facilities with the bank, the interest on which is a function of the bank prime lending rate.

Liquidity risk

The Partnership's objective is to have sufficient liquidity to meet its liabilities when due. The Partnership monitors its cash balances and cash flows generated from operations to meet its requirements. As at September 30, 2018, the most significant financial liabilities are accounts payable and accrued liabilities and due to related parties. As disclosed in Note 2, there are several adverse conditions and events which cast significant doubt upon the Company's use of the going concern assumption that are relevant to liquidity risk

Currency risk

The balance sheet includes the following amounts expressed in Canadian dollars with respect to financial assets and liabilities for which cash flows are denominated in the following currencies:

	2018	2017
	\$	\$
U.S. dollars		
Cash	10,313	10,331
Marketable securities	241,315	163,875