

SHINER·KIDECKEL·ZWEIG

insolvency and restructuring professionals

Z
C
A

District of ONTARIO
Division No. 09
Court No. 31-1060132
Estate No. 31-1060132

NOTICE OF BANKRUPTCY AND FIRST MEETING OF CREDITORS (Subsection 102(1))

IN THE MATTER OF THE BANKRUPTCY OF
THE LEATHER RANCH LTD.
WITH IT HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO

Take notice that:

1. THE LEATHER RANCH LTD. filed an assignment in bankruptcy on the 17th day of April 2008, and the undersigned SHINER KIDECKEL ZWEIG INC., was appointed as trustee of the estate of the bankrupt by the official receiver, subject to affirmation by the creditors of the trustee's appointment or the substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on the 8th day May 2008 at 11:00 o'clock in the forenoon at

10 West Pearce Street
Suite 4
Richmond Hill, Ontario
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a form of proof of claim, a form of proxy and a list of creditors with claims amounting to twenty-five (\$25) or more, showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.
6. **Based on the Statement of Affairs the assets of The Leather Ranch Ltd. are insufficient to pay the secured creditors in full, therefore, there will be no funds available for the unsecured creditors.**
7. Should you have any questions please email: theleatherranch@skz.ca or call 905-709-9950 ext. 225.

DATED AT RICHMOND HILL, ONTARIO this 18th day of April 2008.

SHINER KIDECKEL ZWEIG INC.
Trustee of the Estate of
The Leather Ranch Ltd.
a bankrupt

per: *Shiner Kideckel Zweig Inc.*
Trustee

**STATEMENT OF AFFAIRS (Sec 158)
IN THE MATTER OF THE BANKRUPTCY OF
THE LEATHER RANCH LTD.**

WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO

To the Bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments, showing the state of your affairs on the date of your bankruptcy, April 17, 2008. When completed, this form and the applicable attachments will constitute your Statement of Affairs and must be verified by oath or solemn declaration:

Liabilities

Assets

(as stated and estimated by bankrupt)

(as stated and estimated by bankrupt)

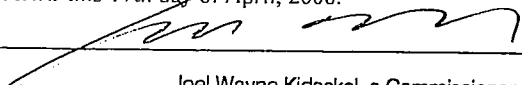
1. Unsecured creditors as per list 'A'	710,497.31
2. Secured creditors as per list 'B'	782,000.00
3. Preferred creditors as per list 'C'	22,294.98
4. Contingent or other liabilities as per list 'D' estimated to be reclaimable for	NIL
Total Liabilities	1,514,792.29
Surplus	NIL

1. Inventory	600,000.00
2. Trade fixtures, fittings, utensils, etc.....	20,000.00
3. Accounts Receivable, etc. as per list 'E'	
Good	NIL
Doubtful	NIL
Bad	NIL
Estimated to produce	NIL
4. Bills of exchange, promissory notes, etc. as per list 'F'	NIL
5. Deposits in Financial Institutions.....	125,000.00
6. Cash	NIL
7. Livestock	NIL
8. Machinery, equipment and plant	12,000.00
9. Real property or immovable as per list 'G'	NIL
10. Furniture.....	3,000.00
11. RRSPs, RRIFs, Life Insurance, etc	NIL
12. Securities (Shares, bonds, debentures, etc)	NIL
13. Interest under wills	NIL
14. Vehicles	9,000.00
15. Other Property as per list 'H'.....	13,000.00
ANTIQUÉ	

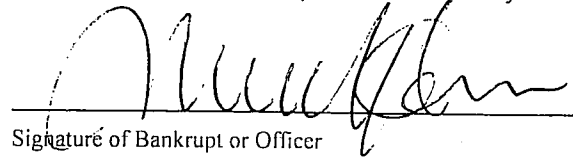
If Bankrupt is a Corporation add:	
Amount of capital subscribed	NIL
Amount paid thereon	NIL
Balance subscribed and unpaid	NIL
Estimated to produce	NIL
Total Assets	782,000.00
Deficiency	732,792.29

I, MARCEL ADAM President of THE LEATHER RANCH LTD. , do swear that this statement and attached lists are to the best of my knowledge a full, true and complete statement of its affairs on April 17, 2008, and fully disclose all property of every description, that is in its possession or that may devolve on it in accordance with Section 67 of the Act.

SWORN before me in the TOWN of RICHMOND HILL in the PROVINCE of of ONTARIO this 17th day of April, 2008.



Joel Wayne Kideckel, a Commissioner, etc.,
Province of Ontario, while licensed to practice
as a Trustee in Bankruptcy.
Expires September 9, 2009

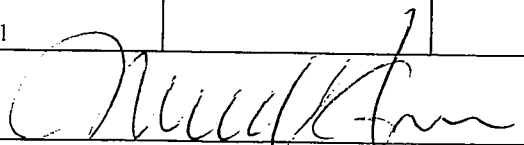


Signature of Bankrupt or Officer

STATEMENT OF AFFAIRS (Sec 158)
IN THE MATTER OF THE BANKRUPTCY OF
THE LEATHER RANCH LTD.
WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO
List 'A'
Unsecured Creditors

No	Name	Address	Account No.	Amount of claim
1	24 HOURS - A SUN MEDIA COMPANY	333 KING STREET EAST TORONTO ON M5A 3X5		1,575.00
2	ADT SECURITY SERVICES CANADA INC.	615 18TH STREET S.E. CALGARY AB T2E 6J5		1,233.19
3	AIKINS, MACAULAY & THORVALDSON L	360 MAIN STREET 30TH FLOOR COMMODITY EXCHANGE WINNIPEG MB R3C 4G1		67,356.40
4	ALZINTEX LTD.	705 - 5455 DE GASPE MONTREAL QC H2T 3B3		4,840.26
5	ARGIRJOU INC.	151 - 400 OUEST DE MAISONNEUVER MONTREAL QC H3A 1L4		2,756.00
6	ASTRAL RADIO INC.	120 - 1717 BOUL. RENE-LEVESQUE EST MONTREAL QC H2L 4T9		2,794.05
7	ATS ANDLAUER TRANSPORTAION SERVI	680 - 190 ATTWELL DRIVE ETOBICOKE ON M9W 6H8		3,634.17
8	BELL CANADA	INSOLVENCY GROUP 2500 DANIEL JOHNSON BLVD. 8TH FLOOR LAVAL QC H7T 2P6		1,071.07
9	CANADA POST CORPORATION	PAYMENT PROCESSING 270 RIVERSIDE DRIVE OTTAWA ON K1A 1L7		2,527.85
10	CANPEL LEATHER	444 LIMESTONE CRESCENT TORONTO ON M3J 2S4		6,953.60
11	CBWT CBC FINANCE	P.O. BOX 220 STATION A TORONTO ON M5W 1B2		2,746.23
12	CHCA GLOBAL TV NETWORK	222 23RD STREET N.E. CALGARY AB T2E 7N2		8,376.33
13	CJPM DIVISION GROUP TVA INC.	CASE POSTALE 2026 QUEBEC CITY QC G1K 7N2		2,791.78
14	CTV EDMONTON INC.	18520 STONY PLAIN ROAD EDMONTON AB T5S 1A8		2,799.30
15	CTV TELEVISION INC.	216 FIRST AVENUE NORTH SASKATOON SK S7K 3W3		9,143.80
16	CUIR FORESTA LEATHER	404 - 9320 BOUL. ST. LAURENT MONTREAL QC H2N 1N7		4,999.73
17	EDMONTON JOURNAL	P.O. BOX 2421 EDMONTON AB T5J 2S6		9,894.00
18	EDMONTON SUN	250 - 4990 92 AVENUE EDMONTON AB T6B 3A1		8,368.76

Dated: April 17, 2008



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List 'A'
Unsecured Creditors

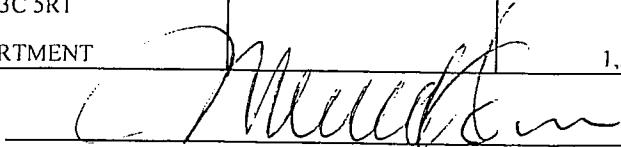
No	Name	Address	Account No.	Amount of claim
19	GLOBE MODE IMPEX INC.	12 - 4000 STEELES AVE. WEST WOODBRIDE ON L4L 4V9		32,237.25
20	HAN'S TRADING CO.	RM 604 HANJIN BLDG. 54-1 HA AN-DON KWANG MYUNG-SI, KYUNGKI-DO KOREA	(US FUNDS)	18,089.74
21	HARLEY DAVIDSON FOOTWEAR	DIVISION OF VOLVERINE WORLD WID 4600 HICKMORE MONTREAL QC H4T 1K2		11,919.63
22	HD SUPPLY CANADA INC	110 DBA LITMORE WINNIPEG 320 KEEWATIN STREET WINNIPEG MB R2X 2R9		89.78
23	HD SUPPLY CANADA INC.	DBA LITMORE SASKATOON 3314 MILLAR AVENUE SASKATOON SK S7K 7G9		198.14
24	HD SUPPLY CANADA INC.	DBA LITMORE TORONTO 325 DEERHIDE CRES. WESTON ON M9M 2Z2		269.33
25	HD SUPPLY INC.	18003 114TH AVENUE N.W. EDMONTON AL T5S 1T8		248.06
26	HENSCHEL MANUFACTURING COMPAN	1706 OLIVE STREET ST. LOUIS MO 63103		2,193.24
27	IKON OFFICE SOLUTIONS	16011 116 AVENUE EDMONTON AB T5M 3Y1		535.77
28	INTER WEST BROCHURES ALBERTA LTD	319 ROCKY RIDGE BAY N.W. CALGARY AB T3G 4H8		1,741.95
29	INTERSPACE SERVICES INC. BOX# B9333	P.O. BOX 9100 POSTAL STATION F TORONTO ON M4Y 3A5		4,630.50
30	IOS FINANCIAL SERVICES	P.O. BOX 7446 STATION A TORONTO ON M5W 3C1		1,809.38
31	JIANGXI CHINABASE IMPORT & EXPORT	NO 66 CHANGDONG 3RD ROAD CHANGDONG INDUSTRIAL ZONE NANCHANG, CHINA		18,362.40
32	KAMAJI LEATHER	44 JILLSIDE AVENUE MANHASSET NY 11030	(US FUNDS)	3,650.88
33	LE PROGRESS DUE SAGUENAY	1051 BOUL. TALBOT CHICOUTIMI QC G7H 5C1		1,401.91
34	LES IMPORTATIONS VENETO L'EE	8320 DECARIE BOULEVARD MONTREAL QC M4P 2P5		12,133.81
35	LONDON FREE PRESS	DIVISION OF SUN MEDIA CORPORATIO P.O. BOX 2280		2,928.78

Dated: April 17, 2008

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THE LEATHER RANCH LTD.
WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO
List 'A'
Unsecured Creditors

No	Name	Address	Account No.	Amount of claim
36	M. GELLER INC.	LONDON ON N6A 4G1 420 - 4810 JEAN TALON WEST MONTREAL QC H4P 2N5		3,926.38
37	MARCEL ADAM	KEN KRAFT C/O HEENAN BLAIKIE 2600 - 200 BAY ST., P.O. BOX 185 TORONTO ON M5J 2J4		331,115.00
38	MEDIAS TRANSCONTINENTAL S.E.N.C.	PUBLI-SAC SAGUENAY-LAC ST. JEAN 2150 - C RUE FABIEN CHICOUTIMI QC G7H 8B8		2,841.63
39	OMEGA WORLDWIDE MARKETING INC.	201 - 8235 MOUNTAIN SIGHTS MONTREAL QC H4P 2B2		8,594.48
40	PANORAMA EDIA	1473 FELIX LE CLERC CHICOUTIMI QC G7J 4X6		911.60
41	REDCLIFF REALTY MANAGEMENT	JIM HEWER WHITE OAKES MALL 1105 WELLINGTON ROAD LONDON ON N6E 1V4		6,347.92
42	RIB N' ROLLS	MANTECH GROUP OF INDUSTRIES 2 - 955 MIDDLEFIELD ROAD TORONTO ON M1V 5E2		218.35
43	SINGER KEYFETZ CRACKOWER	532 EGLINTON AVE E TORONTO ON M4P 1N6		5,263.68
44	SONG T. WONG & LAI HO YEE WONG	C/O THE SUTTON GROUP 360 HIGHWAY 7 E., UNIT L1 RICHMOND HILL ON L4B 3Y7	366 YONGE ST	24,768.51
45	ST. JOSEPH MEDIA	450 - 111 QUEEN STREET EAST TORONTO ON M5C 1S2		11,946.88
46	STEEDMAN & ASSOCIATES	320 NORTH PICKARD WAY REGINA SK S4K 1B6		1,107.70
47	TANNER YOUNG PUBLISHING GROUP	4 - 9343 50TH STREET EDMONTON AB T6B 2L5		4,360.25
48	THE LEADER POST	P.O. BOX 2020 REGINA SK S4P 3G4		1,482.94
49	TORONTO MAP GUIDE	187 RUMSEY ROAD TORONTO ON M4G 1P4		5,427.73
50	TORONTO STAR NEWSPAPERS	ONE YONGE STREET TORONTO ON M5E 1E6		514.92
51	TQS INC.	100 - 612 RUE SAINT - JACQUES MONTREAL QC H3C 5R1		12,288.78
52	VANCOUVER ISLAND NEWSPAPER GRO	ADVERTISING DEPARTMENT		1,590.00

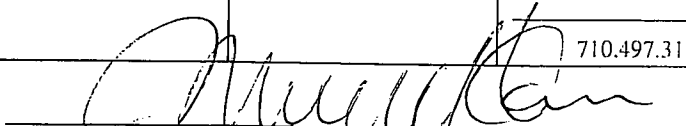
Dated: April 17, 2008



STATEMENT OF AFFAIRS (Sec 158)
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THE LEATHER RANCH LTD.
WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO
List 'A'
Unsecured Creditors

No	Name	Address	Account No.	Amount of claim
53	VICTORIA INTERNATIONAL GUIDE	B1 - 2575 MC CULLOUGH ROAD NANAIMO BC V9S 5W5		4,144.80
54	WEST EDMONTON MALL PROMOTIONS L	2392 MT. ST. MICHAEL ROAD SAANICHTON BC V8M 1T7		1,506.38
55	WHERE WINNIPEG MAGAZINE	400 - 112 MARKET AVENUE WINNIPEG MB R3B 0P4		6,114.68
56	WINNIPEG FREE PRESS	1355 MOUNTAIN AVENUE WINNIPEG MB R2X 3B6		7,551.80
57	YELLOW PAGES GROUP	C/O DALEY LAW OFFICE 600 - 2550 VICTORIA PARK AVE TORONTO ON M2J 5A9	1000041858	12,170.83
	TOTAL			710,497.31

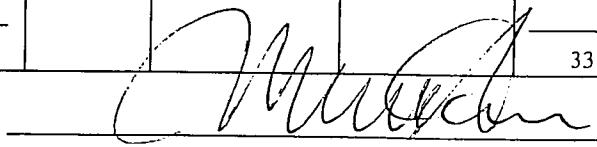
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STATEMENT OF AFFAIRS (Sec 158)
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THE LEATHER RANCH LTD.
WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO
List 'B'
Secured Creditors

No	Name & Address Nature of Claim Particulars of Security	Amount of Claim	When Given	Estimated Value of Security	Estimated Surplus from Security	Balance of Claim Unsecured
1	MARCEL ADAM KEN KRAFT C/O HEENAN BLAIKIE 2600 - 200 BAY ST., P.O. BOX 185 TORONTO ON M5J 2J4 3 VEHICLES ANTIQUE CASH IN BANK LEATHER APPAREL AND ACCESSORIES OFFICE FURNITURE AND RELATED EQUIPMENT SEWING AND RELATED EQUIPMENT STORE FIXTURES	1,113,115.00	-- -- -- -- -- --	782,000.00	0.00	331,115.00
	TOTAL	1,113,115.00				331,115.00

Dated: April 17, 2008

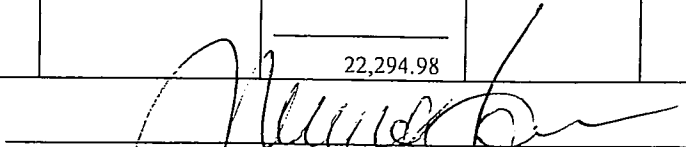


STATEMENT OF AFFAIRS (Sec 158)
IN THE MATTER OF THE BANKRUPTCY OF
THE LEATHER RANCH LTD.
WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO
List 'C'

Preferred Creditors for Wages, Rent, Etc.

No	Name of Creditor Address and Occupation	Nature of Claim	Period During Which Claim Accrued	Amount of Claim	Amount Payable in Full	Ranking for Dividend
1	RPS - SOUTHLAND MALL C/O RIOCAN PROPERTY SERVICES INC. 2965 GORDON ROAD REGINA SK S4S 6H7		/	4,599.91	4,599.91	
2	WEST EDMONTON MALL PROPERTY INC. PO BOX 1417 STATION M CALGARY AB T2P 2L6		/	17,695.07	17,695.07	
	TOTAL			22,294.98		

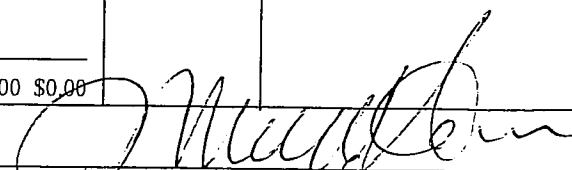
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THE LEATHER RANCH LTD.
WITH ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO
List 'D'
Contingent or Other Liabilities

No	Name of Creditor or Claimant Address and Occupation	Amount of Liability or Claim	Amount Expected to Rank for Dividend	Date Liab Incurred Mo Yr	Nature of Liability
1	ALICE DAWID-SIWEK 56 FIFTH ST ETOBICOKE ON M8V 2Z2	Unknown	0.00		
2	FULGENCIO GERMANIA 300 ST. GEORGE ST. # 315 TORONTO ON M5A 2N3	Unknown	0.00		
TOTAL			0.00 \$0.00		

Dated: April 17, 2008



BANKRUPTCY AND INSOLVENCY ACT - PROOF OF CLAIM
(see instructions on reverse)

In the matter of the bankruptcy of THE LEATHER RANCH LTD. with its head office in Toronto, Ontario and the claim of _____, creditor.

All notices or correspondence regarding this claim must be forwarded to the following address:

Address: _____ City/Prov.: _____ Postal code: _____
Tel no. _____ Fax no. _____ Attn: _____ Acct. no. _____

I, _____ (name of creditor or representative of the creditor), of _____ (city and province), do hereby certify:

See note 2 1. That I am a creditor of the above-named debtor or that I am _____ (state position or title) of _____ (name of creditor).

See note 3 2. That I have knowledge of all the circumstances connected with the claim referred to below.

See note 4 3. That the debtor was, at the date of bankruptcy (or in the case of a proposal, the date of the notice of intention or of the proposal, if no notice of intention was filed), namely the 17th day of April 2008 and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit or solemn declaration) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

See note 5 4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____
That in respect of this debt, I do not hold any assets of the debtor as security and (Check appropriate description.)

Regarding the amount of \$ _____, I do not claim a right to a priority.

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act. (Set out on an attached sheet details to support priority claim.)

B. CLAIM OF LANDLORD FOR DISCLAIMER OF A LEASE \$ _____
That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

C. SECURED CLAIM OF \$ _____
That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____
That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts.)

E. CLAIM AGAINST DIRECTOR \$ _____
(To be completed when a proposal provides for the compromise of claims against directors)
That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

See note 6 5. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the debtor within the meaning of section 4 of the Act.

See note 7 6. That the following are the payments that I have received from, and the credits that I have allowed to, the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments and credits.)

See note 8 Dated at _____, this _____ day of _____.

x _____
Signature of Witness

x _____
Signature of Creditor

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor. Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

GENERAL PROXY

In the matter of the bankruptcy of THE LEATHER RANCH LTD.

I/we _____, of the _____ of _____, creditor, hereby appoint
_____, of the _____ of _____, to be my/our general proxy in the above
matter (excepting only as to the receipt of dividends)

Dated at _____, this _____ day of _____.

x _____ x _____
Signature of Witness Signature of Creditor

INFORMATION REGARDING GENERAL PROXY

A creditor may vote either in person or by proxy. A debtor may not be appointed a proxy to vote at any meeting of his creditors. The trustee may be appointed as a proxy to vote on behalf of a creditor. A corporation may vote by an authorized agent at a meeting of creditors. In order for a duly authorized person to have a right to vote they must be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy section of the proof of claim.

PLEASE READ THIS CAREFULLY BEFORE YOU PREPARE YOUR PROOF OF CLAIM

1. Ensure you include your complete address, telephone number and account number *(if applicable)*
2. If you are signing this form on behalf of a corporation or other person you must state the title or capacity in which you are acting, such as "credit manager", "accountant", "controller" or "authorized agent", etc. This form must be signed by the person making the declaration.
3. You must have knowledge of the circumstances connected with this claim.
4. Fill in the date of the bankruptcy as shown on the Notice to Creditors. The proof of claim is incomplete unless you include a statement (marked "Schedule A"). The balance on this statement must be complete and agree with the balance claimed by you as of the date of bankruptcy. "Schedule A" should be a detailed statement of account of the last three months of financial activity with the bankrupt. It must show the date, number and amount of all invoices or charges, together with the date, number and amount of all credits or payments. A "balance forward" or line figure does not meet the disclosure requirements for proofs of claim issued by the Superintendent of Bankruptcy. All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - (a) within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related,
or
 - (b) within the twelve (12) months preceding the bankruptcy or proposal, in the case where the claimant and the debtor are related.
5. Check (x) the type of claim which applies to you. **DO NOT LEAVE THIS SECTION BLANK.** If you have a regular unsecured claim, then please check (X) beside the phrase "I do not claim to a right to priority".

A priority claim is only granted to specific creditors under S.136 of The Bankruptcy and Insolvency Act. Please review the legislation to determine if you are eligible to make such a claim in this estate.

If you have a SECURED CLAIM you *must*:

 - (a) insert the value of your security, and
 - (b) prove that you are secured by attaching a copy of your security document (chattel mortgage, a copy of your financing statement issued under the Personal Property Security Act, etc.). If you hold a mortgage over real estate, please provide the trustee with a copy of the mortgage document.
6. If you are related to the bankrupt, please cross out the word "not". If you are related by blood or marriage to the bankrupt, then you should consider yourself a related person. If the bankrupt is a corporation, you would be considered to be related to it if you were a shareholder, or if your company was controlled by the same shareholders as the bankrupt corporation. Please refer to section 4 of the Bankruptcy and Insolvency Act for a definition of related persons.
7. You must provide the full details of all payments and credits received from or allowed to the debtor during the period indicated.
8. The proof of claim is incomplete UNLESS it has been signed and witnessed.
9. If you want to appoint a proxy, the proxy form must be completed and signed by the creditor. If the creditor is a corporation, the proxy must be signed in the corporate name and not necessarily by the individual signing the proof of claim form. If a corporation grants a voting proxy to an individual, the proxy section should be both signed, dated and witnessed. The Bankruptcy and Insolvency Act permits a proof of claim to be made by a duly authorized agent of a creditor, but this does not give such a person power to vote at the first meeting of creditors or to act as the creditor's proxy unless the GENERAL PROXY section has been completed.

PLEASE CONTACT THE TRUSTEE'S OFFICE IF YOU HAVE ANY QUESTIONS ABOUT COMPLETING YOUR PROOF OF CLAIM

SHINER • KIDECKEL • ZWEIG
Insolvency and restructuring professionals

10 West Pearce Street, Suite 4, Richmond Hill, Ontario L4B 1B6
905-709-9950 fax: 905-709-9952