

SHINER·KIDECKEL·ZWEIG

insolvency and restructuring professionals

INC.

September 15, 2008

To the Creditors of **TPS Sports Group Corporation** ("TPS")

As you appear to be a creditor of TPS, we are providing you with copies of:

1. Notice of Intention to Make a Proposal ("NOI"), filed on September 11, 2008;
2. The consent of the Trustee to act in this matter; and
3. A list of all creditors provided to the Trustee by TPS.

The NOI was filed pursuant to the *Bankruptcy and Insolvency Act (Canada)* (the "BIA"). **Please note this is not a bankruptcy, but rather protection has been sought under the BIA pending the filing of a reorganizational proposal to creditors.**

Pursuant to the BIA:

- all proceedings by creditors are stayed (stopped) as of September 11, 2008;
- TPS is required to file a cash flow statement with the Office of the Superintendent of Bankruptcy on or before September 22, 2008, a copy of which will only be sent to creditors on request (in writing);
- TPS is required to file a Proposal on or before October 14, 2008, subject to an extension from the Court;
- a meeting of creditors to consider the Proposal is to be held within 21 days of the filing of the Proposal, and notice of the meeting will be sent to all known creditors at least 10 days prior to the date of the meeting.

If you have any questions concerning the foregoing please call 905-709-9950 ext. 302 or email: tps@skz.ca

Yours very truly,

SHINER KIDECKEL ZWEIG INC.
Trustee Acting *in re*: the Proposal of
TPS Sports Group Corporation

Shiner Kideckel Zweig Inc.


District of ONTARIO
Division No. 9
Court No.
Estate No.

NOTICE OF INTENTION TO MAKE A PROPOSAL
(Subsection 50.4(1))
IN THE MATTER OF THE PROPOSAL OF
TPS SPORTS GROUP CORPORATION
OF THE CITY OF CHATHAM-KENT, IN THE PROVINCE OF ONTARIO

TAKE NOTICE THAT:

1. We, TPS SPORTS GROUP CORPORATION an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. SHINER KIDECKEL ZWEIG INC., a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached hereto.
3. A list of the names of the known creditors with claims of \$250.00 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing this notice with the official receiver in my locality.

Dated at RICHMOND HILL, ONTARIO, this 11th day of September, 2008.



Insolvent Person

ONTARIO SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY

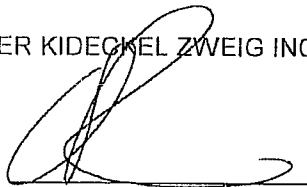
IN THE MATTER OF THE PROPOSAL OF
TPS SPORTS GROUP CORPORATION
OF THE CITY OF CHATHAM-KENT
IN THE PROVINCE OF ONTARIO

CONSENT

SHINER KIDECKEL ZWEIG INC. hereby consents to act as trustee in the proposal of
TPS SPORTS GROUP CORPORATION.

SHINER KIDECKEL ZWEIG INC.

Per:

A handwritten signature in black ink, appearing to be 'Alan Shiner', written over a horizontal line.

Alan Shiner

Dated: September 11, 2008

Shiner Kideckel Zweig
IN THE MATTER OF THE PROPOSAL OF
TPS SPORTS GROUP CORPORATION
OF THE CITY OF CHATHAM-KENT, IN THE PROVINCE OF ONTARIO

Secured		
1	ASSET ENGINEERING LLP WAYNE DYER	8 STEELCASE ROAD WEST MARKHAM ON L3R 1B2 10,000,000.00
2	CIT FINANCIAL	5035 SOUTH SERVICE ROAD BURLINGTON ON L7R 4C8 Unknown
3	TPS CAPITAL CORPORATION	100 FOREST RIDGE RICHMOND HILL ON L4E 3L8 550,000.00
Unsecured		
4	750 RICHMOND WAREHOUSING LTD	7744 SEVENTH LINE CHATHAM ON N7M 5J6 10,500.00
5	AARON GILLIS	5 INDUSTRIAL ROAD STRATHROY ON N7G 4J5 600.60
6	ACE INA INSURANCE	130 KING STREET WEST 12TH FLOO TORONTO ON M5X 1A6 206.41
7	ACKLANDS-GRAINGER INC.	P.O. BOX 2970 WINNIPEG MB R3C 4B5 115.49
8	ADCHEM ADHESIVES CAMBRIDGE INC	30 COWANSVIEW ROAD CAMBRIDGE ON N1R 7N3 288.47
9	ADVANCED COMPUTER SERVICES	303 CARADOC ST. S STRATHROY ON N7G 2P3 109.77
10	AFINOGENOV, MAXIM	
11	AIG ASSURANCE CANADA	60 YOUNG ST TORONTO ON M5E 1H5 429.08
12	AIRSPORTDESIGN INC.	6500 TRANSCANADIENNE SUITE 206 VILLE ST-LAURENT PQ H4T 1X4 4,200.00
13	ALLCOLOUR PAINT LIMITED	1257 SPEERS ROAD OAKVILLE ON L6L 2X5 33.39
14	ALLSTREAM CORP.	P.O. BOX 333 STATION M TORONTO ON M6S 4W9 2,279.32
15	AMERICAN & EFIRD CANADA INC.	C.P. 11013 SUCC. CENTRE-VILLE MONTREAL PQ H3C 4T9 3,025.18
16	ANDREW GILLIS	163 NORTH STREET STRATHROY ON N7G 1Z6 203.87
17	APPLIED POLERAMIC INC.	6166 EGRET COURT BENICIA CA 94510 5,235.00
18	APPLIED PRECISION	208 BRITANNIA RD E. UNIT 3 MISSISSAUGA ON L4Z 1S6 3,719.64
19	ARMFOAM ADVANCE FOAM BOARD TEC	2135 DE LA PROVINCE LONGUEUIL PQ J4G 1Y6 5,558.49
20	ARTHUR MARTIN	216 ARGYLE STREET SIMCOE ON N3Y 1V9 150.00
21	BELL CANADA	P.O. BOX 9000 STN.DON MILLS NORTH YORK ON M3C 2X7 756.73
22	BELL CANADA	P.O. BOX 9000 STN. DON MILLS NORTH YORK ON M3C 2X7 256.66
23	BELL CANADA	PO BOX 9000 STN DON MILLS NORTH YORK ON M3C 2X7 456.90
24	BENEFIT CAMPAIGN	P.O. BOX 1401 CHATHAM ON N7M 5W8 87.00
25	BFI CANADA	826 FELIX AVENUE WINDSOR ON N9C 3K8 1,563.31
26	BILL WIPPERT PHOTOGRAPHY	9416 HUNTING VALLEY SOUTH CLARENCE NY 14031 1,500.00
27	BLONDEEL GLASS	171 QUEEN STREET CHATHAM ON N7M 2G9 257.38
28	CANADA REVENUE AGENCY TAX CNTR	P.O. BOX 14002 STN MAIN WINNIPEG MB R3C 3P8 3,257.15
29	CANADIAN FIRE EQUIPMENT	635 SCOTT ROAD SARNIA ON N7T 8G3 266.57
30	CANADIAN HOCKEY LEAGUE	305 MILNER AVENUE TORONTO ON M1B 3V4 35,215.20
31	CANADIAN SPORTING GOODS ASSOC	300 DU SAINT-SACREMENT SUITE 42 MONTREAL PQ H2Y 1X4 1,315.00
32	CANSEW INC.	28 APEX ROAD TORONTO ON M6A 2V2 3,967.47
33	CASCADE HOCKEY	4635 CROSSROADS PARK DRIVE LIVERPOOL NY 13088 3,093.68
34	CASSPOLYMERS ADTECH	31200 STEPHENSON HIGHWAY MADISON HEIGHTS MI 48071 231.60
35	CBS EQUIPMENT LIMITED	145 ADELAIDE ST S. LONDON ON N5Z 3K7 72.37
36	CENTRAL TRANSPORT INT'L INC.	P.O. BOX 33299 DETROIT MI 17,909.56
37	CHAPMAN PHOTOGRAPHY INC.	2600 JOHN STREET UNIT 213 MARKHAM ON L3R 3W3 1,473.80
38	CHATHAM INTERNET ACCESS	162 QUEEN STREET CHATHAM ON N7M 5L1 462.00
39	CHATHAM-KENT UTILITY SERVICES	320 QUEEN ST. P.O. BOX 70 CHATHAM ON N7M 5K2 7,306.53
40	CHEP CANADA INC.	PO BOX 46030 POSTAL STATION 'A' TORONTO ON M5W 4K9 185.79
41	CLANCY'S RAINBOW	527 WELLINGTON ROAD LONDON ON N6C 4R3 2,719.50
42	CLAUDE GAGNON	1251 NASHVILLE DRIVE WESLEY CHAPEL FL 33543 2,001.24
43	COMPLETE PACKAGING INC.	P.O. BOX 24010 WINDSOR ON N8Y 4Y9 9,262.94
44	COMPOSANTES B.H.M INC.	214, BOUL. INDUSTRIEL ST-GERMAIN PQ J0C 1K0 633.23
45	COMPUSOLVE	60 SOUTHPORT STREET SUITE 122 TORONTO ON M6S 3N4 954.00
46	COREY PERRY	201-400 CITY CENTRE DRIVE MISSISSAUGA ON L5B 2T4 10,625.00

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47	COUNTRY STYLE DONUTS	861 DUFFERIN AVENUE WALLACEBURG ON N8A 2V5	153.33
48	CRAWFORD PACKAGING INC.	3036 PAGE STREET LONDON ON N5V 4P2	622.46
49	CREDIT DECISIONS INTERNATIONAL	95 RANDALL STREET ELK GROVE VILLAGE IL 60007	1,517.80
50	CROSBIE & COMPANY INC.	150 KING ST. W. 15TH FLOOR P.O TORONTO ON M5H 1J9	2,821.17
51	CRS INTERNATIONAL NEW YORK INC	37-14 48TH AVENUE LONG ISLAND CITY NY 11101	27.00
52	CYTEC ENGINEERED MATERIALS	P.O. BOX 60068 CHARLOTTE NC 28260	8,707.77
53	DAMAR SECURITY SYSTEMS	506 CHRISTINA ST. NORTH SARNIA ON N7T 5W4	1,632.19
54	DAVE WILCOX	5 INDUSTRIAL TOAD STRATHROY ON N7G 4J5	2,328.00
55	DAY & ROSS INC.	398 MAIN STREET HARTLAND NB E7P 1C6	9,345.68
56	DE LAGE LANDEN	1235 NORTH SERVICE ROAD WEST SU OAKVILLE ON L6M 2W2	694.85
57	DELL COMPUTERS	155 GORDON BAKER ROAD SUITE 50 NORTH YORK ON M2H 3N5	225.96
58	DELTA SEWING MACHINE	70 MACKAY AVENUE LONDON ON N6J 2V5	130.21
59	DESIGNS ON GARMETS	P.O. BOX 1225 SAN MARCOS TX 78667	798.16
60	DIAMEX INC.	8770 PASCAL-GAGNON SAINT-LEONARD PQ H1P 1Z3	17,348.92
61	DOMINICO PROMOTIONS INC.	42 CHESTNUT HILLS PKWY. ISLINGTON ON M9A 3P6	3,210.00
62	DOUGLAS AND STURGESS INC	1023 FACTORY STREET RICHMOND CA 94801	2,644.00
63	DUCHENE PAINT STORE	322 JAMES STREET WALLACEBURG ON N8A 4E2	291.09
64	DYNATEX	20 CHAMPLAIN BLVD. NORTH YORK ON M3H 2Z1	509.86
65	EAGLE HOCKEY	50 CHARTERHOUSE CR. LONDON ON N5W 5V5	651.42
66	EXECUTIVE HOUSE	3 WILLIAM STREET SOUTH, UNIT#3 CHATHAM ON N7M 6B3	7,413.13
67	EXPRESS COPIES & PRINTING	1041 DUFFERIN AVENUE WALLACEBURG ON N8A 2V9	2,685.57
68	FACCA FASTENERS LIMITED	703 EXETER ROAD LONDON ON N6E 1L3	1,474.66
69	FASTENAL CANADA	860 TRILLIUM DRIVE SUITE 117 KITCHENER ON N2R 1K4	26.10
70	FEDERAL EXPRESS CANADA LTD	P.O. BOX 4626 TORONTO STATION A TORONTO ON M5W 5B4	428.93
71	FEDEX	P.O. BOX 7221 PASADENA CA 91109-7321	128.20
72	FEDEX TRADE NETWORKS	P.O. BOX 10007 STN. A TORONTO ON M5W 2B1	236.39
73	FORSYTH TRAVEL BUREAU LTD.	35 THAMES ST. P.O. BOX 176 CHATHAM ON N7M 5K3	4,519.03
74	FREEMAN INDUSTRIES INC.	2597 HERRGOTT ROAD ST. CLEMENTS ON N0B 2M0	4,762.80
75	FROLOV, ALEXANDRE		42,500.00
76	G&K SERVICES	9085 TWIN OAKS DRIVE WINDSOR ON N8N 5B8	446.42
77	GATEWAY CUSTOMS BROKER & TRANS	6068 BLACKWELL SIDE ROAD SARNIA ON N7T 7H2	3,617.67
78	GESTION MARK INC.	10 109 PROMENADE DES RIVERAINS ANJOU PQ H1J 2V6	2,934.75
79	GOALIE NEWS	860 HEBRON PARKWAY, SUITE 201 LEWISVILLE TX 75057	34.95
80	GORDON H. HALL	100-7030 WOODBINE AVENUE MARKHAM ON L3R 6G2	9,304.19
81	GREAT WEST LIFE	14 ARNOLD STREET WALLACEBURG ON N8A 3P4	102,151.80
82	GS1 CANADA	1500 DON MILLS RD. SUITE 800 TORONTO ON M3B 3L1	4,607.00
83	GURIT CANADA INC	175 PELADEAU STREET MOGOG PQ J1X 5G9	5,233.50
84	H.F.K. AGENCY INC.	3329 1ST STREET SAINT-HUBERT PQ J3Y 8Y6	44.37
85	HALLMARK HOSE HEADQUARTERS	348 ARNOLD STREET WALLACEBURG ON N8A 3P5	144.86
86	HAPCO INC.	353 CIRCUIT STREET HANOVER MA 02339	7.00
87	HARDING, JOSH		15,000.00
88	HERMES ABRASIVES (CANADA) LTD.	160 BRUNEL ROAD MISSISSAUGA ON L4Z 1T5	177.72
89	HILLERICH & BRADSBY CO. INC.	P.O. BOX 35700 LOUISVILLE KY 40232	192,291.08
90	HOCKLEY'S LANDSCAPING	101 CONCESSION 13 R.R.#4 SIMCOE ON N3Y 4K3	24,570.00
91	INAC SERVICES LIMITED	232 DUBLIN STREET NORTH GUELPH ON N1H 4P3	28,062.07
92	INDUSTRIAL ALLIANCE	522 UNIVERSITY AVENUE 8TH FLOO TORONTO ON M5G 1Y7	22,457.38
93	INDUSTRIAL BOILER SPEC. LTD.	P.O. BOX 670 LEAMINGTON ON N8H 3X4	388.50
94	INDUSTRIAL HYGIENE & ENVIRON.	987 BYRONMANOR ROAD LONDON ON N6K 5B1	1,749.00
95	INDUSTRIAL METAL FABRICATORS	288 INSHES AVENUE CHATHAM ON N7M 5L1	4.55
96	INKTECH INTERNATIONAL CORP.	160 FENMAR DRIVE TORONTO ON M9L 1M6	316.59

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97	INNOVASIUM INC.	55 ALBERT ST. SUITE 200 MARKHAM ON L3P 2T4	4,016.00
98	INTERNATIONAL ICE HOCKEY FED	14 ARNOLD STREET WALLACEBURG ON N8A 3P4	18,750.00
99	ISECO LTD.	415 THOMPSON DRIVE CAMBRIDGE ON N1T 2K7	552.53
100	ITM INSTRUMENTS INC.	16975 LESLIE STREET NEWMARKET ON L3Y 9A1	123.81
101	J. ENNIS FABRICS LTD.	12122-68 STREET EDMONTON AB T5B 1R1	50,725.55
102	JIANHUA YAN	14 ARNOLD STREET WALLACEBURG ON N8A 3P4	1,729.74
103	K.M ASHRAF & SONS (PVT) LTD	PUL AIK AMIN ABAD ROAD SIALKOT PAKISTAN	11,170.60
104	KINGSWAY	6700 SAINT-FRANCOIS ROAD SAINT-LAURENT PQ H4S 1B7	172.66
105	KOMEGA SPORTS VIETNAM	242 TO KY STREET TAN CHANH HIEP WARD HOCHIMINH CITY VIETNAM	93,112.62
106	KPMG INC	4100 YONGE ST SUITE 200 YONGE NORTH YORK ON M2P 2H3	130,270.00
107	KRISTO FOAM IND. INC.	160 PLANCHET ROAD CONCORD ON L4K 2C7	17,046.18
108	KUEHNE & NAGEL INTL. LTD.	629 CONSORTIUM COURT LONDON ON N6E 2S8	194,535.44
109	LANTRAX LOGISTICS LTD.	206-20226 FRASER HWY LANGLEY BC V3A 4E6	4,846.40
110	LAVEN INDUSTRIES LTD.	570 HOOD ROAD UNIT 10 MARKHAM ON L3R 4G7	500.38
111	LIGUE DE BASEBALL ELITE DU QUE	4374 CYRILLE DELAGE LAVAL PQ H7K 3C1	5,360.71
112	LONDON SOURCE FOR SPORTS	458 WHARNCLIFFE ROAD S. LONDON ON N6J 2M4	1,389.87
113	LUNDQVIST, HENDRIK		7,058.00
114	MACDONALD SAGER MANIS LLP	150 YORK STREET SUITE 800 TORONTO ON M5H 3S5	2,329.59
115	MAJILITE CORPORATION	P O BOX 3500-61 BOSTON MA 02241	941.87
116	MAPLE CITY OFFICE EQUIP. LTD.	P.O. BOX 1450 170 QUEEN ST. CHATHAM ON N7M 5W8	4,586.92
117	MARCC APPAREL COMPANY INC.	P.O. BOX 272 MOUNT FOREST ON N0G 2L0	686.53
118	MARK-IT COMPANY	291 OSWALT AVE. BATAVIA IL 60510	8,221.88
119	MATTHEWS PALLET	12681 LONGWOODS ROAD THAMESVILLE ON N0P 2K0	159.00
120	MAX SUPPLY CO.	NO 35 799 LANE JIA SONG ZHONG ROAD SHANGHAI CHINA	46,902.18
121	MAYE TRANSPORT	3422 DAVIS DRIVE NEWMARKET ON L3Y 4W1	2,594.07
122	MCLEAN SCALE CO.	3392 WONDERLAND SOUTH BLDG 9 LONDON ON N6L 1A8	1,607.03
123	MCMASTER-CARR	P.O. BOX 7690 CHICAGO IL 60680-7690	1,382.89
124	MICHEL SIMARD LIMITED	170 SHELDON DRIVE CAMBRIDGE ON N1R 7K1	1,885.86
125	MICROAGE COMPUTER STORES	162 QUEEN STREET CHATHAM ON N7M 5L1	1,318.43
126	MIKE MCALORUM	14 ARNOLD STREET WALLACEBURG ON N8A 3P4	5,277.47
127	MINISTER OF FINANCE	P.O. BOX 620 OSHAWA ON L1H 8E9	2,608.53
128	MINISTER OF REVENUE OF QUEBEC	C.P.4000 SUCCURSALE DESJARDINS MONTREAL PQ H5B 1A5	8,555.76
129	MINISTRY OF THE ENVIRONMENT	135 7TH FLOOR ST CLAIR AVE WES TORONTO ON M4V 1P5	33.00
130	MISTER SAFETY SHOES	2300 FINCH AVE. WEST UNIT 6 TORONTO ON M9M 2Y3	125.95
131	MUNICIPALITY OF CHATHAM-KENT	P.O. BOX 640 CHATHAM ON N7M 5K8	41,916.09
132	NASH SPORTS LIMITED	R.R.#1 LAKEFIELD ON K0L 2H0	6,838.13
133	NASH, RICK		250,000.00
134	NATIONAL BANK FINANCIAL	380 ST.CLAIR STREET CHATHAM ON N7L 3K2	15,417.40
135	NATIONWIDE GOURMETS	4105 BLAKIE ROAD LONDON ON N6L 1P6	423.75
136	NAZDAR CANADA	925 ROSELAWN AVENUE TORONTO ON M6B 1B7	195.93
137	NEW SOUND ENTERPRISE INC.	88 HUI SHEN ROAD WEST DEVELOPMENT Z NANXIANG JIADING SHANG	507,942.56
138	NEW VISION OPTICAL CENTRE	455 JAMES ST. WALLACEBURG ON N8A 2N8	356.00
139	NHL ENTERPRISES CANADA, L.P.	1800 MCGILL COLLEGE AVENUE SUITE 26 MONTREAL PQ H3A 3J6	157,500.00
140	NORMAN G. JENSEN INC.	COMMERCE COURT POSTAL STN. BOX 3479 TORONTO ON M5L 1K1	9,052.03
141	NOVATRIM INC.	68 GARNET STREET WALLACEBURG ON N8A 5E6	409.50
142	OMEGA ENVIRONMENTAL INC. M209	C.P. 11013 DOWNTOWN STATION MONTREAL PQ H3C 4T9	180.50
143	OTR	151 BLVD. STE-ROSE LAVAL PQ H7L 1L2	4,200.00
144	PASCAL LECLAIRE	201 CITY CENTRE DRIVE SUITE 400 MISSISSAUGA ON L5B 2T4	14,000.00

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145	PASCAL LECLAIRE		22,500.00
146	PERRY REFRIGERATION LIMITED	14 CURRAN CRESCENT P.O. BOX 974 CHATHAM ON N7M 5L3	308.49
147	PERRY, COREY		15,000.00
148	PETER MARSHALL	37 N. SHETLAND DRIVE DANVERS MA 1923	1,524.14
149	PHARMA PLUS DRUG MART 1891	440 JAMES STREET WALLACEBURG ON N8A 2N7	85.43
150	PHOENIX PERFORMANCE PRODUCTS	6955 Columbus Road Mississauga ON L5T 1K1	198.45
151	PHOENIX SYSTEMS	320 HARRY WALKER PARKWAY N. SUI NEWMARKET ON L3Y 7B4	25,159.29
152	PONDEROSA INTERNATIONAL CORP.	2F. 136 MING-TSU W. RD. TAIPEI TAIWAN	37,138.81
153	PONDEROSA LEATHER GOODS CO.,IN	P.O. BOX 647, GREENHILLS 1502 METRO MANILA PHILIPPIN	41,287.91
154	PRAXAIR DISTRIBUTION	P.O. BOX 400 STATION D SCARBOROUGH ON M1R 5M1	10.10
155	PREVOST FORTIN D'AOUST	55 CASTONGUAY STREET SUITE 400 SAINT-JEROME QC J7Y 2H9	580.01
156	PRODUCTION P.H. ENR.	1130 ROCHELEAU DRUMMONDVILLE PQ J2C 6Y5	61,738.13
157	PUOLATOR COURIER LTD.	P.O. BOX 1100 ETOBICOKE POSTAL ETOBICOKE ON M9C 5K2	234.20
158	R RENTAL	750 GILLARD STREET WALLACEBURG ON N8A 4L3	1,695.00
159	RAYON COMPOSITE CO. LTD.	NO. 13 2ND RD. JIAN YE SHI TAN PU TANG DONG GUAN CITY CHINA	610,116.74
160	REDLINE PACKAGING LIMITED	6800 COLUMBUS ROAD MISSISSAUGA ON L5T 2G1	1,867.02
161	REIMER EXPRESS LINES LTD.	P.O. BOX 875 WINNIPEG MB R3C 2S5	4,854.78
162	RELIANCE HOME COMFORT	BOX 99 STN COMMERCE CRT TORONTO ON M5L 1L6	32.79
163	RYDER TRUCK RENTAL CANADA LTD.	P.O. BOX 9464 STATION A TORONTO ON M5W 4E1	1,424.83
164	S.I.C.A.	245 VICTORIA AVENUE #800 WESTMOUNT PQ H3Z 2M6	843.46
165	SHERGROUP TEXTILES LTD.	160 TYCOS DRIVE TORONTO ON M6B 1W8	463.15
166	SLO-PITCH NATIONAL SOFTBALL IN	63 GALAXY BLVD. #4 TORONTO ON M9W 5R7	17,666.66
167	SM FREIGHT INC.	P.O. BOX 403 BLENHEIM ON N0P 1A0	1,130.00
168	SONATEX LAMINATING CANADA INC	3335 NORTH SERVICE RD. UNIT #2- BURLINGTON ON L7N 3G2	2,795.32
169	SOURCE PROMO INC	1350 RODICK RD MARKHAM ON L3R 5X4	57,657.86
170	SPECIALTY CONVERTING SERVICES	P.O. BOX 277 WATERTOWN TN 37184	992.32
171	SPORTS EXCELLENCE CORPORATION	915 RUE PHILIPPE-PARADIS C.P. 2 QUEBEC PQ G1K 7R3	2,563.88
172	SPS COMMERCE	VB BOX 3 MINNEAPOLIS MN 55480-9202	545.40
173	STANDARD LEASING LIMITED	P.O. BOX 695 174 QUEEN ST. CHATHAM ON N7M 5W8	1,593.30
174	STERLING MARKING PRODUCTS INC	P.O. BOX 5055 LONDON ON N6A 5S4	355.49
175	STRATHROY HOME HARDWARE	R.R.# 5 HWY 81 NORTH STRATHROY ON N7G 3H6	268.59
176	SUPERIOR PROPANE INC.	P.O. BOX 2875 STATION M CALGARY AB T2P 5G1	179.75
177	SYNERGY	2557 DOUGALL AVE. UNIT#1 WINDSOR ON N8X 1T5	9,036.50
178	TAIWAN STRONG COMPOSITE TECH	282-1 CHUNG SHAN ROAD FENG YUAN CHINA	20,066.20
179	TECHNICAL LOADARM LTD.	P.O. BOX 633 GUELPH ON N1H 6L3	553.35
180	TECHNOLOGY MARKETING	6122 STRATLER SALT LAKE CITY UT 84107	2,591.00
181	TEXTILE MANUFACTURING CO.	1384 DUFFERIN STREET TORONTO ON M6H 4C8	1,321.85
182	THE BRANT GROUP	ONE PALACE PIER COURT ETOBICOKE ON M8V 3W3	4,885.40
183	THE SHERIFF OF CHATHAM-KENT	425 GRAND AVE W CHATHAM ON N7M 6M8	825.65
184	TODD GURD	14 ARNOLD STREET WALLACEBURG ON N8A 3P4	338.95
185	TOTAL LANDSCAPING MAINTENANCE	3 METCALFE CR STRATHROY ON N7G 3K7	617.40
186	TPS CAPITAL CORPORATION	100 FOREST RIDGE RD RICHMOND HILL ON L4E 3L8	115,450.00
187	TST OVERLAND EXPRESS	P.O. BOX 3030 STATION A MISSISSAUGA ON L5A 3S3	3,300.17
188	U.A.W. LOCAL 251	88 ELM DRIVE SOUTH WALLACEBURG ON N8A 5E7	2,481.25
189	ULINE	P.O. BOX 2479 STATION A TORONTO ON M5W 2K6	682.24
190	UNION GAS LTD.	P.O. BOX 2025 CHATHAM ON N7M 6C7	1,144.25
191	UNITED PARCEL SERVICE	P.O. BOX 2127 CRO HALIFAX NB B3J 3B7	5,346.98
192	UNITED PARCEL SERVICE	C.P.#11086 SUCC.CENTRE-VILLE MONTREAL PQ H3C 5C6	28,841.59
193	UNITED WAY	P.O. BOX 606 CHATHAM ON N7M 5K8	16.00
194	UPS	PO BOX 7247-0244 PHILADELPHIA PA 19170-0001	24,853.56
195	VAL-DON ENTERPRISES	P.O. BOX 1180 HARROW ON N0R 1G0	3,229.29

Shiner Kideckel Zweig
IN THE MATTER OF THE PROPOSAL OF
TPS SPORTS GROUP CORPORATION
OF THE CITY OF CHATHAM-KENT, IN THE PROVINCE OF ONTARIO

196	VARCO INDUSTRIAL SALES LTD.	675 IRWIN STREET CHATHAM ON N7M 5J5	10,042.42
197	VAUGHN CUSTOM SPORTS CANADA	455 Highbury Ave LONDON ON N5W 5K7	129.78
198	VERY IMPRESSIVE PRODUCT CO.	8F-2 NO.631 SEC.1 CHUNG DER RD. TAICHUNG TAIWAN. R.O.C.	506,834.93
199	VIBRA FINISH LIMITED	5329 MAINGATE DRIVE MISSISSAUGA ON L4W 1G6	104.43
200	VPRO SPORTS	FLAT 4102 BLDG H LEFUXIAOQU DONGLI DISTRICT CHINA	426,154.45
201	WALLACEBURG AUTOMOTIVE INC.	330 SELKIRK ST. WALLACEBURG ON N8A 3X7	1,703.69
202	WALLACEBURG SPORTS HALL OF FAM	30 MCNAUGHTON AVE UNIT 2 WALLACEBURG ON N8A 1R9	500.00
203	WATSON SPORTS ASSOCIATES	44321 NOWLAND DRIVE CANTON MI 48188	2,500.00
204	WATSON TIM-BR MART	29550 TUPPERVILLE ROAD R.R.#2 TUPPERVILLE ON N0P 2B0	142.11
205	WEBER SUPPLY COMPANY INC	PO BOX 1418 KITCHENER ON N2G 4H6	1,779.12
206	WEIHAI YILIN PROBAG CO. LTD.	NO.106 HAIBIN NORTH ROAD WEIHAI SHANDONG CHINA	39,867.24
207	WESTBROOK'S FLOWER SHOPPE	603 JAMES ST. WALLACEBURG ON N8A 2P2	74.02
208	WESTERN EQUIPMENT LTD.	P.O. BOX 340 97 ST. CLAIR ST CHATHAM ON N7M 5K4	382.71
209	WINDSOR FACTORY SUPPLY LTD.	BOX 2100 WINDSOR ON N8Y 4R7	1,227.38
210	WINMARK CORPORATION	4200 DAHLBERG DRIVE SUITE 100 MINNEAPOLIS MN 55422	2,600.00
211	WONEEL AMERICA INC	448 S. PASADENA AVE PASADENA CA 91105	32,694.80
212	WORKPLACE SAFETY & INS. BOARD	P.O. BOX 4115 STATION A TORONTO ON M5W 2V3	22,114.36
213	XEROX CANADA LTD.	P.O. BOX 4539 STN A TORONTO ON M5W 4P5	113.80
214	YRC LOGISTICS	21819 NETWORK PLACE CHICAGO IL 60601-121	30,201.29