



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed June 14, 2023

United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:)	Chapter 15
)	
DYNAMIC TECHNOLOGIES GROUP)	Case No. 23-41416-15
INC., <i>et al.</i> , ¹)	
)	(Joint Administration Requested)
Debtors in a Foreign Proceeding.)	

**ORDER GRANTING RECOGNITION OF FOREIGN MAIN
PROCEEDING AND ADDITIONAL RELIEF**

Upon consideration of the *Verified Petition for Recognition of Foreign Main Proceedings, and Additional Relief under Chapter 15 of the Bankruptcy Code* (together with the form petitions filed concurrently therewith, the "Verified Petition")² filed by the Foreign Representative as the

¹ The Debtors in these Chapter 15 cases, along with the last four digits of the Debtors' unique identifier are: DYNAMIC TECHNOLOGIES GROUP INC. (CA. BN 863055893); DYNAMIC ATTRACTIONS, INC. (EIN 98-1016243); DYNAMIC ATTRACTIONS LTD. (CA. BN 101632677); DYNAMIC ENTERTAINMENT GROUP LTD. (CA. BN 703755496 CR0001); DYNAMIC STRUCTURES LTD. (CA. BN 794519280 RC0001). Additional information regarding this case may be obtained on the Monitor's website for this case at <http://cfcanada.fticonsulting.com/dynamicgroup/>.

²Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Verified Petition.

“foreign representative” of the above-captioned debtors (collectively, the “Debtors” or the “Dynamic Group”); and upon the hearing on the Verified Petition and this Court’s review and consideration of the Verified Petition and the Francis Declaration; and the Court having determined that the relief sought in the Petition is in the best interests of the Dynamic Group, its creditors and all parties in interest; and the Court having considered the evidence and statements regarding the Verified Petition in the documents filed with the Court; and it appearing that no other or further notice need be given under the circumstances; and the Court having considered the evidence and statements regarding the Petition in the documents filed with the Court; and it appearing that this Court has jurisdiction to consider the Petition pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of the Chapter 15 case and the Petition in this District is proper pursuant to 28 U.S.C. § 1410(1); and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found and determined that the relief sought in the Petition is consistent with the purpose of Chapter 15 of the Bankruptcy Code and that the legal and factual bases set forth in the Petition establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is **HEREBY FOUND AND DETERMINED THAT:**

A. These chapter 15 cases were properly commenced pursuant to sections 1504, 1509, and 1515 of the Bankruptcy Code.

B. The Debtors have their domicile, principal place of business, and/or property in the United States and are subject to a foreign proceeding and thus the Debtors are each eligible to be a debtor in a chapter 15 case.

C. The Dynamic Technologies Group Inc. (“DTG” or “Foreign Representative”) is a “person” pursuant to section 101(41) of the Bankruptcy Code and is the duly appointed “foreign

representative” of the Debtors as such term is defined in section 101(24) of the Bankruptcy Code. The Foreign Representative has satisfied the requirements of section 1515 of the Bankruptcy Code and Bankruptcy Rule 1007(a)(4).

D. On June 2, 2023, Skyrise Miami, LLC (“Skyrise”) filed an objection to recognition [Docket No. 24] (“Recognition Objection”) and on June 9, 2023, filed (i) a Motion for an Order Granting Relief from the Automatic Stay to Continue Litigation and Liquidate Claim [Docket No. 36] (“Motion for Stay Relief”) and (ii) an Objection to Motion for Order Granting Comity for Stay Extension [Docket No. 37] (“Objection to Comity”).

E. Skyrise has agreed to withdraw the Recognition Objection, Motion for Stay Relief, and Objection to Comity in exchange for relief from any applicable stay to permit the entry of a Consent Final Judgment in the amount of \$1,301,943.27 in the case styled Skyrise Miami, LLC v. Dynamic Attractions LTD, Case No. 2021-023732 CA 06 pending in the Circuit Court of the 11th Judicial Circuit in and for Miami-Dade County, Florida (“Skyrise State Court Action”). Skyrise also acknowledges, upon the entry of this Order, that there is a stay that applies to the execution of the Consent Final Judgment in favor of Skyrise.

F. The Canadian Proceedings are entitled to recognition by this Court pursuant to section 1517 of the Bankruptcy Code.

G. The Canadian Proceeding is pending in Canada, where the Debtors have the “center of [their] main interests” as referred to in section 1517(b)(1) of the Bankruptcy Code. Accordingly, the Canadian Proceedings are “foreign main proceedings” pursuant to section 1502(4) of the Bankruptcy Code, and are entitled to recognition as foreign main proceedings pursuant to section 1517(b)(1) of the Bankruptcy Code.

H. The Foreign Representative is entitled to all the relief provided pursuant to sections 1507, 1519, 1520, and 1521(a) and (b), and of the Bankruptcy Code, because those protections are necessary to effectuate the purposes of chapter 15 of the Bankruptcy Code and to protect the assets of the Debtors and the interests of the Debtors' creditors.

I. Good, sufficient, appropriate, and timely notice of the filing of, and the hearing on (to the extent necessary), the Verified Petition was given, which notice was deemed adequate for all purposes, and no further notice need be given.

J. The relief granted hereby is necessary to effectuate the purposes and objectives of chapter 15 and to protect the Debtors and their interests of its creditors and other parties in interest, is in the interest of the public and international comity, consistent with the public policy of the United States, and will not cause any hardship to any party in interest that is not outweighed by the benefits of the relief granted. Absent the requested relief, the efforts of the Debtors and the Foreign Representative in conducting the Canadian Proceedings and the sale and investment process may be frustrated by the actions of individual creditors, a result contrary to the purposes of chapter 15.

IT IS HEREBY ORDERED THAT:

1. The Verified Petition is granted.
2. The Canadian Proceeding is recognized as foreign main proceeding pursuant to section 1517 of the Bankruptcy Code and are entitled to the protections of 11 U.S.C. § 1520(a), including, without limitation, the application of the protection afforded by the automatic stay under 11 U.S.C. § 362 to the Debtors and to the Debtors' property that is within the territorial jurisdiction of the United States.

3. Dynamic Technologies Group Ltd. is the duly appointed foreign representative of the Debtors within the meaning of 11 U.S.C. § 101(24), is authorized to act on behalf of the Debtors in these chapter 15 cases, and is established as the exclusive representative of the Debtors in the United States.

4. The CCAA Orders, including any and all existing and future extensions, amendments, restatements, and/or supplements authorized by the Canadian Court, are hereby given full force and effect, on a final basis, with respect to the Debtors and the Debtors' property that now or in the future is located within the territorial jurisdiction of the United States, including, without limitation staying the commencement or continuation of any actions against the Debtors or its assets (except as otherwise expressly provided herein or therein).

5. All objections, if any, to the Verified Petition or the relief requested therein that have not been withdrawn, waived, or settled by stipulation filed with the Court, and all reservations of rights included therein, are hereby overruled on the merits.

6. Upon entry of this order (this "Order"), the Canadian Proceedings and all prior orders of the Canadian Court shall be and hereby are granted comity and given full force and effect in the United States and, among other things:

- a. the protections of sections 361, 362, and 365(e) of the Bankruptcy Code apply to the Debtors;
- b. all persons and entities are enjoined from taking any actions inconsistent with the Canadian Proceedings and the sale or investment process, and from seizing, attaching, and enforcing or executing liens or judgments against the Debtors' property in the United States or from transferring, encumbering or otherwise disposing of or interfering with the Debtors' assets or agreements in the United States without the express consent of the Foreign Representative;
- c. all persons and entities are enjoined from commencing or continuing, including the issuance or employment of process of, any judicial, administrative or any other action or proceeding involving or against the Debtors or their assets or proceeds thereof, or to recover a claim or enforce

any judicial, quasi-judicial, regulatory, administrative or other judgment, assessment, order, lien or arbitration award against the Debtors or their assets or proceeds thereof;

- d. all persons and entities are enjoined from commencing any suit, action, or proceeding against the Debtors, the Foreign Representative, or any of their respective successors, directors, officers, agents, employees, representatives, advisors, or attorneys in respect of any claim or cause of action, in law or in equity, arising out of or relating to any action taken or omitted to be taken in connection with these chapter 15 cases, the Canadian Proceedings, and the sale or investment process; and
- e. all persons and entities are enjoined from terminating or modifying an executory contract or unexpired lease at any time after the commencement of these chapter 15 cases solely because of a provision in such contract or lease is conditioned upon the commencement of the Canadian Proceedings or a case under the Bankruptcy Code.

7. The Foreign Representative and the Debtors shall be entitled to the full protections and rights enumerated under section 1521(a)(4) and (5) of the Bankruptcy Code, and accordingly, the Foreign Representative:

- a. is entrusted with the administration or realization of all or part of the Debtors' assets located in the United States; and
- b. has the right and power to examine witnesses, take evidence or deliver information concerning the Debtors' assets, affairs, rights, obligations, or liabilities.

8. All parties who believe they have a claim against any of the Debtors are obligated to file such claim in, and only in, the Canadian Proceedings.

9. Skyrise's Recognition Objection, Motion for Stay Relief, and Objection to Comity are hereby withdrawn and Skyrise is hereby granted relief from any applicable stay for the submission and entry of a Consent Final Judgment against Dynamic Attractions LTD in the Skyrise State Court Action in the amount of \$1,301,943.27. For the avoidance of doubt, no actions permitted pursuant to this order, including the filing of the consent judgment, shall or will create a lien or security interest.

10. The Foreign Representative is hereby established as the representative of the Debtors with full authority to administer the Debtors' assets and affairs in the United States, including, without limitation, making payments on account of the Debtors' prepetition and postpetition obligations.

11. The Foreign Representative, the other Debtors, and their respective agents are authorized to serve or provide any notices required under the Bankruptcy Rules or Local Rules of this Court.

12. No action taken by the Foreign Representative, the other Debtors, or their respective successors, agents, representatives, advisors, or counsel in preparing, disseminating, applying for, implementing, or otherwise acting in furtherance of or in connection with the Canadian Proceedings, this Order, these chapter 15 cases, or any adversary proceeding herein, or contested matters in connection therewith, will be deemed to constitute a waiver of any immunity afforded the Foreign Representative, including without limitation pursuant to sections 306 or 1510 of the Bankruptcy Code.

13. The banks and financial institutions with which the Debtors maintain bank accounts or on which checks are drawn or electronic payment requests made in payment of prepetition or postpetition obligations are authorized and directed to continue to service and administer the Debtors' bank accounts without interruption and in the ordinary course and to receive, process, honor and pay any and all such checks, drafts, wires and automatic clearing house transfers issued, whether before or after the Petition Date and drawn on the Debtors' bank accounts by respective holders and makers thereof and at the direction of the Foreign Representative or the Debtors, as the case may be.

14. The Foreign Representative is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

15. This Order is without prejudice to the Foreign Representative requesting any additional relief in the chapter 15 cases, including seeking recognition and enforcement by this Court of any further orders issued in the Canadian Proceedings.

16. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

17. A copy of this Order shall be served (i) within five business days of entry of this order, by electronic mail to the extent email addresses are available and otherwise by U.S. mail, overnight or first-class postage prepaid, upon the Notice Parties (as defined in the *Application for Order (the, (I) Specifying Form and Manner of Service and Notice (II) and Setting Deadline for Objections and Replies; and (III) Scheduling a Hearing on Recognition and Additional Relief (the “Recognition Hearing”)*) and such other entities as the Court may direct. Such service shall be good and sufficient service and adequate notice for all purposes.

18. This Court shall retain jurisdiction with respect to the enforcement, amendment or modification of this Order, any requests for additional relief or any adversary proceeding brought in and through these chapter 15 cases, and any request by an entity for relief from the provisions of this Order, for cause shown, that is properly commenced and within the jurisdiction of this Court.

19. Notwithstanding any applicability of any Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry and shall constitute a final order within the meaning of 28 U.S.C. § 158(a).

20. This Order applies to all parties in interest in these chapter 15 cases and all of their agents, employees, and representatives, and all those who act in concert with them who receive notice of this Order.

###End of Order###

Order Submitted by:

Akerman LLP

/s/ R. Adam Swick

R. Adam Swick, SBN 24051794

500 West 5th Street, Suite 1201

Austin, Texas 78701

Telephone: (737) 999-7100

Facsimile: (512) 623-6701

adam.swick@akerman.com

David W. Parham, SBN: 15459500

Laura M. Taveras, SBN: 24127243

2001 Ross Avenue, Suite 3600

Dallas, TX 75201

Telephone: (214) 720-4300

Facsimile: (214) 981-9339

david.parham@akerman.com

laura.taveras@akerman.com

Counsel for the Foreign Representative