

COURT FILE NUMBER H-140807  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

BETWEEN

REVELSTOKE CREDIT UNION

PETITIONER

AND

POWDER SPRINGS INN INC., NEIL JASON ROE, JAMES BRYDON  
ROE, CLYDE DAVID NEWSOME, DONNA LOUISE NEWSOME,  
JENNY LEANNE NEWSOME, NEWSOME FAMILY TRUST, THE  
CROWN IN RIGHT OF CANADA and CANADIAN IMPERIAL BANK  
OF COMMERCE

RESPONDENTS

**FOURTH REPORT OF FTI CONSULTING CANADA INC., IN ITS  
CAPACITY AS COURT-APPOINTED RECEIVER AND  
MANAGER OF POWDER SPRINGS INN INC.**

**May 1, 2015**

## INTRODUCTION

1. On February 25, 2014, FTI Consulting Canada Inc. was appointed receiver and manager (the “**Receiver**”) of the assets, undertakings and properties of Powder Springs Inn Inc. (“**Powder**” or the “**Company**”) pursuant to the order (the “**Receivership Order**”) of this Honourable Court.
2. The Receivership Order authorized and empowered the Receiver to, *inter alia*:
  - (a) take possession and control of the Property and any and all proceeds, receipts and disbursements arising out of or from the Property;
  - (b) manage, operate or carry on the business of Powder;
  - (c) engage consultants, appraisers, agents, experts, auditors, accountants, managers, counsel and such other persons to assist the Receiver;
  - (d) receive and collect all monies and accounts now owed or hereafter owing to Powder;
  - (e) execute, assign, issue and endorse documents of whatever nature in respect of any of the Property;
  - (f) market any or all of the Property, including advertising and soliciting offers in respect of the Property;
  - (g) sell, convey, transfer, lease, assign or otherwise dispose of the Property;
  - (h) apply for any vesting order or other orders necessary to convey the Property;
  - (i) report to, meet with and discuss with such affected Persons as the Receiver deems appropriate on all matters relating to the Property;
  - (j) apply for any permits, licenses, approvals or permissions and any renewals thereof as may be required by any governmental authority; and

- (k) take any steps reasonably incidental to the exercise of these powers.
3. The Receiver's reports and other information in respect of these proceedings are posted on the Receiver's website at <http://cfcanada.fticonsulting.com/powdersprings/>.
4. On May 28, 2014, the Receiver filed its first report (the "**First Report**"), which informed the Court on the following:
- (a) The status of various aspects of the Receivership proceedings;
  - (b) The Receiver's receipts and disbursements for the period of February 25, 2014 to April 30, 2014;
  - (c) The details of the charges registered against title of the real property owned by the Company; and
  - (d) To request the granting of an Order authorizing the Receiver to conduct a sale process.
5. On June 9, 2014, this Honourable Court provided an Order authorizing the Receiver to conduct a sale process for the real property owned by Powder (the "**Lands**").
6. On September 2, 2014, the Receiver filed its second report (the "**Second Report**"), which informed the Court on the following:
- (a) The result of the sale process for the Lands conducted by the Receiver and its realtor;
  - (b) The Receiver's receipts and disbursements for the period of February 25, 2014 to July 31, 2014; and

- (c) To request the granting of an Order authorizing the Receiver to close the transaction contemplated in the Asset Purchase Agreement dated July 17, 2014 between the Receiver and 1006881 B.C. Ltd (“**100**”) in the form attached as Appendix A to the Receiver’s Second Report (the “**APA**”).
- 7. On September 8, 2014, an Order approving the sale of the Lands to 100 was granted by this Honourable Court.
  - 8. On September 25, 2014, the Receiver filed its third report (the “**Third Report**”) which provided an update to the Court on the status of the sale of the Lands by the Receiver to 100. The Third Report was filed in support of an application seeking the approval of this Honourable Court to amend the Asset Purchase Agreement dated July 17, 2014 between the Receiver and 100 (the “**Amending Agreement**”).
  - 9. On September 26, 2014, the Order sought by the Receiver was granted by this Honourable Court.
  - 10. The purpose of this report, the fourth report of the Receiver (the “**Fourth Report**”) is to inform the Court on the following:
    - (a) The closing of the sale of the Lands by the Receiver to 100;
    - (b) The Receiver’s statement of receipts and disbursements for the period from February 25, 2014 to March 31, 2015; and
    - (c) To request the granting of an Order discharging the Receiver.

**TERMS OF REFERENCE**

- 11. In preparing this report, the Receiver has relied upon unaudited financial information, other information available to the Receiver and, where appropriate, Powder’s books and records and discussions with various parties (collectively, the “**Information**”).

12. Except as described in this Report:
- (a) The Receiver has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Assurance Standards pursuant to the Canadian Institute of Chartered Accountants Handbook; and
  - (b) The Receiver has not examined or reviewed financial forecasts and projections referred to in this report in a manner that would comply with the procedures described in the Canadian Institute of Chartered Accountants Handbook.
13. Future oriented financial information reported or relied on in preparing this report is based on assumptions regarding future events; actual results may vary from forecast and such variations may be material.
14. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian Dollars. Capitalized terms not otherwise defined herein are as defined in the Receivership Order, other Order's granted in the Receivership proceedings or in the Receiver's previous reports.

## CLOSING OF THE PROPERTY SALE

15. Upon receipt of the Order of this Honourable Court dated September 26, 2014 approving the Amending Agreement to the APA, the Receiver, with assistance from its legal counsel, closed the sale on September 30, 2014.
  
16. In accordance with paragraph 6 of the Order of this Honourable Court dated September 8, 2014 and paragraph 3 of the Order of this Honourable Court dated September 26, 2014 (collectively the “**Approval Orders**”), the Receiver disbursed funds as follows:
  - (a) Approximately \$168,000 to the City of Revelstoke for unpaid property taxes and interest;
  - (b) \$26,500 (inclusive of goods and services tax) to Re/Max Kelowna relating to commissions earned on the sale of the Lands;
  - (c) Payment to Revelstoke Credit Union of approximately \$2,013,000 comprising outstanding principal and interest of mortgage CA502119 plus the principal and interest owing on the outstanding Receiver’s certificates; and
  - (d) Payment of the amounts outstanding for the Receiver’s fees and disbursements and the Receiver’s legal counsel’s fees and disbursements.
  
17. In accordance with the Approval Orders, the Receiver retained three holdbacks:
  - (a) \$100,000 as security for the Receiver’s unpaid receivership expenses and for the Receiver’s fees and disbursements and its legal counsel’s fees and disbursements to finalize the administration of the receivership;
  - (b) \$51,501 as security for the fees and expenses of the Petitioner’s legal counsel subject to taxation; and

- (c) \$80,000 as security for the amounts claimed to be owed under Her Majesty the Queen in Right of Canada's statutory deemed trust relating to unremitted employee payroll deductions (the "**CRA Deemed Trust**").
18. In October 2014, legal counsel for the Petitioner approached the Receiver requesting the release of the \$51,501 holdback. The Petitioner's legal counsel suggested that it was unlikely that the Petitioner would be repaid in full on its outstanding principal and interest and therefore the holdback for its legal fees was unnecessary.
19. The Receiver consulted with its legal counsel and agreed to release the \$51,501 holdback to the Petitioner on the express condition that the payment would be applied against the outstanding principal and interest on its debt.

#### **OTHER ACTIVITIES OF THE RECEIVER**

20. In or around mid-October, the Receiver became aware that approximately \$10,000 held by American Express ("**AMEX**") as security for chargebacks on Powder's credit card account had been released. The Receiver received a notice from American Express that indicated the funds had been paid to an account which was not recognized by the Receiver.
21. The Receiver made enquiries of AMEX, however due to privacy laws AMEX would not provide any assistance to the Receiver in determining the owner of the bank account.
22. The Receiver contacted the previous owners of Powder and after several exchanges of communication, was informed that the account belonged to the former Manager of Powder who was owed a considerable amount of money as at the date of the Receivership Order.

23. The Receiver contacted the Manager's legal counsel to request the return of the funds and was informed that the funds in her bank account were personal funds and that in any event, only \$4,000 remained. The Manager's legal counsel offered to release the remaining \$4,000 to the Receiver on the basis that the Receiver would provide her client with a release relating to this issue.
24. The Receiver, after consulting with its legal counsel and legal counsel for the Petitioner, agreed to accept the receipt of the \$4,000 in full settlement as it was likely uneconomical to litigate over the residual amount, particularly since the Manager may have relocated outside the jurisdiction of this Court.
25. Subsequent to closing the sale of the Lands, the Receiver worked with the new owner to effect an orderly transition of the business operations. The Receiver sought to obtain all outstanding invoices for goods or services provided during the receivership period and ensure that any revenue earned prior to the closing was collected by the Receiver.



## SUMMARY OF RECEIPTS AND DISBURSEMENTS

26. A summary of the Receiver's receipts and disbursements for the period of February 25, 2014 to March 31, 2015 is presented below.

<b>Schedule of Receipts and Disbursements February 25, 2014 to March 31, 2015</b>	
<b>Receipts</b>	
Sale of Assets	2,647,592
Sales	1,026,640
Receiver Certificate	164,000
Other Receipts	4,033
<b>Total - Receipts</b>	<b>3,842,265</b>
<b>Disbursements</b>	
Payment to Petitioner	1,900,508
Payroll Expenses	448,415
G&A Expenses	391,531
Operating Expenses	332,845
City of Revelstoke	168,377
Repayment of Receiver's Certificate	164,405
Receiver's Fees and Costs	117,017
Legal Fees and Disbursements	56,470
GST Remitted	27,569
Commission on Sale of Assets	25,000
<b>Total - Disbursements</b>	<b>3,632,136</b>
<b>Net Cash on Hand</b>	<b>210,129</b>
<b>Final Disbursements</b>	
CRA Deemed Trust Payment	78,366
Oustanding Receiver Fees	27,517
Oustanding Legal Fees	20,253
<b>Total - Final Disbursements</b>	<b>126,136</b>
<b>Estimated Payment to Petitioner</b>	<b>83,993</b>

27. The following is a description of the major cash receipts and disbursements in the above table:

- (a) Sale of assets – this is the cash consideration received from the sale of the Lands. Additional consideration of \$1.2 million was paid through the assumption of a loan by the purchaser payable to the Newsome Family Trust, which held second mortgage security against the Lands;
- (b) Sales – receipts related to room rentals from the hotel operation and for sales of food and beverage in the pub;
- (c) Other Revenue – other miscellaneous receipts including the settlement with the Manager as indicated previously;
- (d) Payroll Expenses – wages and salaries as well as relevant statutory deductions for the staff utilized to operate the hotel and pub;
- (e) Operating Expenses – expenses related to the operations of the hotel and pub;
- (f) G & A Expenses – office supplies, telephone and other miscellaneous expenses; and
- (g) Receiver and Legal Fees – Professional Fees paid in connection with the Receivership proceedings to date.

#### **PROFESSIONAL FEES AND EXPENSES**

28. The activities of the Receiver to date have largely been covered in its reports to this Court. The Receiver has also provided copies of its accounts and the accounts of its legal counsel in prior reports. Subsequent to the date of the Receiver last passing its accounts, its activities have included:

- (a) Negotiating and finalizing the sale of the Property;

- (b) Supervising the operations of the hotel and pub;
  - (c) Reviewing the cash receipts and disbursements from the ongoing operations;
  - (d) Consulting with the key stakeholders with respect to strategic decisions and providing regular progress updates;
  - (e) Addressing issues related to the CRA Deemed Trust;
  - (f) Liaising with the Liquor Control and License office with respect to the maintenance of Powder's liquor license;
  - (g) Responding to creditor enquiries;
  - (h) Liaising with the general manager regarding day to day operational issues that arise;
  - (i) Reporting to this Honourable Court; and
  - (j) Such other duties as required to preserve and protect the underlying value of the assets over which the Receiver was appointed.
29. For the period from August 1, 2014 to March 31, 2015, the Receiver incurred 88.3 hours and billed fees and expenses approximating \$33,719, exclusive of GST. The Receiver estimates its unbilled time and expenses for the period from April 1, 2015 to the date of its discharge to be an additional \$2,000.
30. A summary of the Receiver's invoices for the period from August 1, 2014 to March 31, 2015 are attached as Appendix A and copies of the invoices are attached as Appendix B.

31. The Receiver's legal counsel has been supporting the activities of the Receiver and for the period from August 13, 2014 to October 29, 2014 have billed fees and expenses approximating \$25,593, exclusive of GST and PST .
32. The principal lawyer involved with the receivership changed law firms in October 2014 and as the substantive work had been completed, the Receiver moved the file to the principal lawyer's new firm (the "**New Firm**") in order to maintain the history that was associated with the principal lawyer.
33. The Receiver's New Firm legal counsel has been supporting the activities of the Receiver since October 2014 and for the period from October 1, 2014 to March 15, 2015 have billed fees and expenses approximating \$13,619, exclusive of GST and PST.
34. A summary of the fees and expenses of the Receiver's legal counsel and New Firm legal counsel for the period from August 13, 2014 to February 28, 2015 are attached as Appendix A. The Receiver's New Firm legal counsel estimates its unbilled time and expenses from March 1, 2015 to the date of the Receiver's discharge to be \$5,000.
35. Copies of the invoices of the Receiver's legal counsel and New Firm legal counsel are attached as Appendix C.
36. Pursuant to section 17 of the Receivership Order, the Receiver seeks the approval of this Honourable Court with respect to the passing of its accounts and the accounts of its legal counsel and New Firm legal counsel.

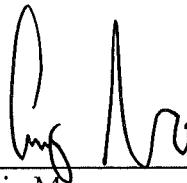
## DISCHARGE OF THE RECEIVER

37. Based on the sale price of the Lands, the Receiver determined that there would not be sufficient funds to satisfy both the Petitioner's claim and the CRA Deemed Trust.
38. As a result, the Receiver asked the Petitioner's legal counsel to deal directly with CRA as to the priority of the CRA Deemed Trust since the resolution only had an impact on those two parties.
39. After a period of negotiations, the Petitioner's legal counsel notified the Receiver that it would not oppose payment of the CRA Deemed Trust.
40. The other claim competing for the remaining proceeds in the possession of the Receiver is the claim of Employment and Social Development Canada ("**ESDC**") in the amount of approximately \$14,000 relating to claims made by former employees of Powder pursuant to the Wage Earner Protection Program Act (the "**WEPPA Claim**").
41. Pursuant to section 81.3(4) of the Bankruptcy and Insolvency Act, the WEPPA Claim is secured against the personal property assets, as distinct from the real property assets of Powder.
42. However, the value of the personal property assets after payment of the CRA Deemed Trust is nil; all other proceeds realized by the Receiver were on account of real property assets. Accordingly, there are no funds remaining to satisfy the WEPPA Claim.
43. The Receiver has written to ESDC informing them of such, however as at the date of this Fourth Report, the Receiver has not received any response from ESDC as to its position on this matter.

44. Accordingly, the Receiver seeks the approval of this Honourable Court to disburse the funds remaining in its trust account as follows:
- (a) Payment of \$78,365.88 to CRA in satisfaction of the CRA Deemed Trust;
  - (b) Payment of the outstanding fees and disbursements of the Receiver and its New Firm legal counsel; and
  - (c) Payment of the residual amount to the Petitioner on account of its outstanding debt.
45. Upon payment of these funds, the Receiver will be deemed to be discharged, subject only to such administrative matters as may remain to be completed in the ordinary course.

All of which is respectfully submitted this 1st day of May, 2015.

FTI Consulting Canada Inc.,  
in its capacity as receiver and manager of  
the assets, property and undertaking of  
Powder Springs Inn Inc.



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Name: Craig Munro  
Title: Managing Director,  
FTI Consulting Canada Inc.

# APPENDIX A

**Powder Springs Inn Inc.**  
**Summary of Receiver's Invoices**

Invoice Number	Date	Period Covered	Hours	Fees	Expenses	GST	Total	Status
29001118	Aug 31/14	Aug 1, 2014 to Aug 31, 2014	24.6	9,417.00	-	470.85	9,887.85	Paid
29001137	Sept 18/14	Sept 1, 2014 to Sept 14, 2014	13.6	5,178.00	-	258.90	5,436.90	Outstanding
29001161	Sept 30/14	Sept 15, 2014 to Sept 30, 2014	20.5	7,967.50	-	398.38	8,365.88	Outstanding
29001165	14-Oct-14	Oct 1, 2014 to Oct 12, 2014	6.7	2,221.00	-	111.05	2,332.05	Outstanding
29001195	31-Oct-14	Oct 13, 2014 to Oct 31, 2014	6.2	2,369.00	-	118.45	2,487.45	Outstanding
29001227	30-Nov-14	Nov 1, 2014 to Nov 30, 2014	3.0	985.00	-	49.25	1,034.25	Outstanding
29001271	31-Dec-14	Dec 1, 2014 to Dec 31, 2014	0.3	148.50	-	7.43	155.93	Outstanding
29001306	31-Jan-15	Jan 1, 2015 to Jan 31, 2015	1.1	444.50	-	22.23	466.73	Outstanding
29001336	28-Feb-15	Feb 1, 2015 to Feb 28, 2015	2.5	837.50	-	41.88	879.38	Outstanding
29001383	31-Mar-15	Mar 1, 2015 to March 31, 2015	9.8	4,151.00	-	207.55	4,358.55	Outstanding
Accrual		Apr 1, 2015 to discharge	88.3	33,719.00	-	1,685.97	2,000.00	Outstanding
							<b>37,404.97</b>	

**Summary of Receiver's legal counsel's Invoices**

Invoice Number	Date	Period Covered	Fees	Expenses	GST	PST	Total	Status
350861	25-Sep-14	Aug 13, 2014 to Sept 23, 2014	14,559.50	552.17	749.59	1,041.84	16,903.10	Paid
353534	10-Nov-14	Sept 23, 2014 to Oct 29, 2014	10,162.00	319.01	521.05	713.99	11,716.05	Paid
			24,721.50	871.18	1,270.64	1,755.83	28,619.15	

**Summary of Receiver's New Firm legal counsel invoices**

Invoice Number	Date	Period Covered	Fees	Expenses	GST	PST	Total	Status
1957783	17-Mar-15	Sept 24, 2014 to Feb 28, 2015	13,606.00	13.00	680.95	953.33	15,253.28	Outstanding
Accrual		Mar 1, 2014 to discharge	13,606.00	13.00	680.95	953.33	5,000.00	Outstanding
							<b>20,253.28</b>	



# APPENDIX B



*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

August 31, 2014  
FTI Invoice No. 29001118  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through August 31, 2014

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<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Craig Munro	Managing Director	\$495.00	10.8	\$5,346.00
Brett Wilson	Consultant	\$295.00	13.8	\$4,071.00
<b>Total Hours and Fees</b>			<b>24.6</b>	<b>\$9,417.00</b>
<b>HST Registration No. 835718024RT0001</b>				<b>\$470.85</b>
<b>Invoice Total for Current Period</b>				<b>\$9,887.85</b>

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*Invoice Activity*

**PROFESSIONAL SERVICES**

**Craig Munro**

08/06/14	TC with R Bobicki re status update. TC with C Newsome.	0.30	
08/08/14	TC with K McLaughlin re second offer. Rev condition waiver and circulate. TC with N Davie re second offer. Email to R Bobicki re update. TC with C Newsome. Rev counter offer and sign.	1.00	
08/11/14	TC with C Newsome re update. TC with S Dubo re same. Email and TC with K McLaughlin.	1.00	
08/26/14	TC with N Davie re update. Update MLS agreement with K McLaughlin. TC with K McLaughlin re marketing summary.	1.20	
08/27/14	Email to C Newsome re schedules to agreement. TC with C Newsome re same. Draft Receiver's second report.	1.80	
08/28/14	Draft Receiver's second report. Prep billing summary.	4.50	
08/29/14	Rev and revise report for comments from BHT.	1.00	
	\$495.00 per hour x total hrs of	10.80	\$5,346.00

**Brett Wilson**

08/01/14	Reviewing daily reports	0.50	
08/05/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval	2.00	
08/06/14	Cash management, reviewing June bank statements	1.00	
08/11/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval	2.00	
08/12/14	Cash management, invoice approval	1.00	
08/14/14	Payroll deductions	0.30	
08/15/14	Reviewing daily reporting	0.50	
08/18/14	Reviewing weekly reporting document, updates on the same, cash management, discussion with C. Newsome regarding the same, invoice approval	1.50	
08/19/14	Cash Management, payroll information from H & R Block	1.50	
08/21/14	Reviewing daily revenue reports from C. Newsome	0.50	
08/25/14	Weekly Reporting, reviewing daily reports, invoices approval, cash management	2.50	
08/27/14	PST/Municipal tax filings	0.50	
	\$295.00 per hour x total hrs of	13.80	\$4,071.00



*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

September 18, 2014  
FTI Invoice No. 29001137  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through September 14, 2014

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Name	Title	Rate	Hours	Total
Craig Munro	Managing Director	\$495.00	6.2	\$3,069.00
Brett Wilson	Consultant	\$295.00	7.0	\$2,065.00
Linda Kelly	Administrative Professional	\$110.00	0.4	\$44.00
<b>Total Hours and Fees</b>			<b>13.6</b>	<b>\$5,178.00</b>
<b>HST Registration No. 835718024RT0001</b>				<b>\$258.90</b>
<b>Invoice Total for Current Period</b>				<b>\$5,436.90</b>

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*Invoice Activity*

**PROFESSIONAL SERVICES**

**Craig Munro**

09/02/14	TC with C Newsome re schedules. Email with S Dvorak re Court date. Revise report.	1.10	
09/03/14	Finalize report. TC with N Davie re schedules to agmt.	1.50	
09/04/14	TC with J Roe re Court date. TC with K McLaughlin re same. Rev R&D.	0.80	
09/05/14	Disc with S Dvorak re CRA claim and impact on closing. Disc holdbacks. TC with C Newsome re closing.	0.70	
09/08/14	Disc with SDD re Court hearing and closing. Email to C Newsome re same. Email to R Bobieki.	0.90	
09/09/14	TC with City of Revelstoke re payout. Email to RCU re payout. Email to B Wilson re acctg. TC with N Davie re SOA..	1.20	
	\$495.00 per hour x total hrs of	6.20	\$3,069.00

**Brett Wilson**

09/02/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval	2.00	
09/03/14	Invoice approval, cash management	0.50	
09/04/14	Reviewing Court Materials, cash management, materials posted to Receiver's website	0.50	
09/08/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed	2.20	
09/09/14	FMEP Payments, WorkSafe BC payments, cash management	1.00	
09/10/14	Cash management, online payments, website updates	0.80	
	\$295.00 per hour x total hrs of	7.00	\$2,065.00

**Linda Kelly**

09/09/14	Updating and posting documents to Powder Springs website	0.40	
	\$110.00 per hour x total hrs of	0.40	\$44.00



*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

September 30, 2014  
FTI Invoice No. 29001161  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through September 30, 2014

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Name	Title	Rate	Hours	Total
Craig Munro	Managing Director	\$495.00	9.6	\$4,752.00
Brett Wilson	Consultant	\$295.00	10.9	\$3,215.50
<b>Total Hours and Fees</b>			<b>20.5</b>	<b>\$7,967.50</b>

HST Registration No. 835718024RT0001

\$398.38



*Invoice Activity*

**PROFESSIONAL SERVICES**

**Craig Munro**

09/15/14	Rev statement of adjustments and trust rec.	0.30	
09/16/14	TC's with C Newsome re closing funds and statement of adjustments. TC with K McLaughlin.	0.60	
09/17/14	TC with C Newsome. Disc re closing funds. TC with K McLaughlin.	1.00	
09/18/14	TC with C Newsome re closing deficiency. TC with S Dvorak and N Davie re same. TC with R Bobicki. Draft report to Court. TC with S Dubo re closing shortfall. Disc with B Wilson re letter from Roe's lawyer re furniture and Amex funds.	3.40	
09/19/14	Rev and sign extension agreement. TC with C Newsome re same. TC with N Davie re same.	0.70	
09/22/14	TC with C Newsome re amended agreement. Rev response to Roe's lawyer.	0.90	
09/24/14	TC with C Newsome re closing docs. TC with N Davie re same. Finalize report.	1.00	
09/25/14	Meeting with N Davie to sign closing docs. Rev email from S Dubo and email S Dvorak response.	1.00	
09/26/14	TC with S Dvorak re Court application and email from S Dubo.	0.40	
09/30/14	TC with N Davie re closing.	0.30	
	<b>\$495.00 per hour x total hrs of</b>	<b>9.60</b>	<b>\$4,752.00</b>

**Brett Wilson**

09/15/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing	2.20	
09/16/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing	1.50	
09/17/14	PSI - weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing	0.50	
09/18/14	Reviewing Court Materials, cash management, Amex claim, correspondence with J. Roe and C. Brothers re furniture dispute	1.20	
09/19/14	Correspondence with J. Roe and C. Brothers regarding furniture dispute, communication with H. Kinoshita regarding same	1.00	
09/22/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed	1.50	
09/24/14	Receiver's Certificate request, payroll information	0.50	
09/29/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing	1.50	
09/30/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing, PST/HST and municipal tax payments	1.00	
	<b>\$295.00 per hour x total hrs of</b>	<b>10.90</b>	<b>\$3,215.50</b>



*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

October 14, 2014  
FTI Invoice No. 29001165  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through October 12, 2014

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Name	Title	Rate	Hours	Total
Craig Munro	Managing Director	\$495.00	1.5	\$742.50
Brett Wilson	Consultant	\$295.00	4.9	\$1,445.50
Linda Kelly	Administrative Professional	\$110.00	0.3	\$33.00
<b>Total Hours and Fees</b>			<b>6.7</b>	<b>\$2,221.00</b>

HST Registration No. 835718024RT0001

\$111.05





*Invoice Activity*

**PROFESSIONAL SERVICES**

<b>Craig Munro</b>			
10/02/14	Closing issues. Sign Liquor License.	1.00	
10/07/14	TC with B Wilson re final accounting and other o/s issues.	0.30	
10/09/14	Email B Wilson re GST return.	0.20	
	\$495.00 per hour x total hrs of	1.50	\$742.50
<hr/>			
<b>Brett Wilson</b>			
10/06/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing	2.50	
10/07/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, invoice approval, mail received and filed, discussions with C. Newsome and C. Munro regarding closing, PST/HST and municipal tax payments, closing documents to HR Block for PST/GST filing	1.20	
10/08/14	PST/GST filing, payroll remittance, communication with Nadine and C. Newsome regarding the same	1.20	
	\$295.00 per hour x total hrs of	4.90	\$1,445.50
<hr/>			
<b>Linda Kelly</b>			
10/06/14	Posting Documents to website.	0.30	
	\$110.00 per hour x total hrs of	0.30	\$33.00
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*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

October 31, 2014  
FTI Invoice No. 29001195  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through October 31, 2014

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Name	Title	Rate	Hours	Total
Craig Munro	Managing Director	\$495.00	2.7	\$1,336.50
Brett Wilson	Consultant	\$295.00	3.5	\$1,032.50
<b>Total Hours and Fees</b>			<b>6.2</b>	<b>\$2,369.00</b>

HST Registration No. 835718024RT0001

\$118.45



*Invoice Activity*

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**PROFESSIONAL SERVICES**

**Craig Munro**

10/16/14	Draft Receiver's fourth report.	1.50	
10/17/14	Rev and sign Receiver's certificate, TC with B Wilson re acctg. Receiver's report.	0.50	
10/23/14	Emails with J Roe re sale and shortfall. Email with B Wilson re acctg.	0.50	
10/28/14	TC with S Dvorak re Amex issue with Roe's and query from lawyer.	0.20	
	<u>\$495.00 per hour x total hrs of</u>	<u>2.70</u>	<u>\$1,336.50</u>

**Brett Wilson**

10/15/14	Weekly reporting document reviewed and updated, cash management, discussion with C. Newsome regarding the same, discussions with C. Newsome and C. Munro regarding closing, Payroll deduction payment	1.00	
10/21/14	Communication with HR regarding PST/GST, reviewing payment information	0.50	
10/22/14	GST/PST reconciliation, communication with HR Block and C. Munro regarding the same	0.50	
10/23/14	Cash reconciliation, discussions with RCU and HR Block regarding payments to be made to New Co.,. Communication regarding closure of PST and GST accounts, cash request from trust funds	1.50	
	<u>\$295.00 per hour x total hrs of</u>	<u>3.50</u>	<u>\$1,032.50</u>

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*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

November 30, 2014  
FTI Invoice No. 29001227  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through November 30, 2014

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<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Craig Munro	Managing Director	\$495.00	0.5	\$247.50
Brett Wilson	Consultant	\$295.00	2.5	\$737.50
<b>Total Hours and Fees</b>			<b>3.0</b>	<b>\$985.00</b>

HST Registration No. 835718024RT0001

\$49.25



*Invoice Activity*

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**PROFESSIONAL SERVICES**

**Craig Munro**

11/07/14	Emails re settlement offer on AMEX funds.	0.20	
11/24/14	Rev and sign release with E Kirkland. TC with S Dvorak re same	0.30	
	\$495.00 per hour x total hrs of	0.50	\$247.50

**Brett Wilson**

11/05/14	Account closures, final payments	0.50	
11/11/14	Account closures, information request from HR Block	1.00	
11/18/14	Account closures, cash reconciliation	1.00	
	\$295.00 per hour x total hrs of	2.50	\$737.50

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*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

December 31, 2014  
FTI Invoice No. 29001271  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through December 31, 2014

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<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Craig Munro	Managing Director	\$495.00	0.3	\$148.50
<b>Total Hours and Fees</b>			<b>0.3</b>	<b>\$148.50</b>

HST Registration No. 835718024RT0001 \$7.43



*Invoice Activity*

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***PROFESSIONAL SERVICES***

Craig Munro  
12/03/14

Follow up on cash balance, Email with B Wilson re unpaid expenses.	0.30		
	<u>\$495.00 per hour x total hrs of</u>	<u>0.30</u>	<u>\$148.50</u>

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## Invoice Summary

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

January 31, 2015  
FTI Invoice No. 29001306  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through January 31, 2015

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Name	Title	Rate	Hours	Total
Craig Munro	Managing Director	\$495.00	0.6	\$297.00
Brett Wilson	Consultant	\$295.00	0.5	\$147.50
<b>Total Hours and Fees</b>			<b>1.1</b>	<b>\$444.50</b>

HST Registration No. 835718024RT0001

\$22.23





*Invoice Activity*

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**PROFESSIONAL SERVICES**

**Craig Munro**

01/07/15	Rev release for insurance. Sign and return to insurance broker.	0.20	
01/27/15	Email to S Dubo re update. TC with B Wilson re same.	0.40	
	<u>\$495.00 per hour x total hrs of</u>	<u>0.60</u>	<u>\$297.00</u>

**Brett Wilson**

01/19/15	Correspondence with N. Newsome regarding final payments	0.30	
01/22/15	Correspondence with C. Munro regarding o/s cash balance and payment of remaining funds, payment off pre-close o/s Fortis invoice	0.20	
	<u>\$295.00 per hour x total hrs of</u>	<u>0.50</u>	<u>\$147.50</u>

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*Invoice Summary*

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

February 28, 2015  
FTI Invoice No. 29001336  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through February 28, 2015

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<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Craig Munro	Managing Director	\$495.00	0.5	\$247.50
Brett Wilson	Consultant	\$295.00	2.0	\$590.00
<b>Total Hours and Fees</b>			<b>2.5</b>	<b>\$837.50</b>

HST Registration No. 835718024RT0001

\$41.88



*Invoice Activity*

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**PROFESSIONAL SERVICES**

**Craig Munro**

02/03/15	TC with S Dubo re update. Email CRA memo to S Dubo. Email WEPPA claim spreadsheet.	0.50		
			\$495.00 per hour x total hrs of	0.50
				\$247.50

**Brett Wilson**

02/04/15	Communication with C. Newsome and R. Bobicki regarding moneris charges and communication with C. Munro regarding the same, contacting moneris to cancel remaining merchant numbers	1.20		
02/12/15	Merchant account closures, BC hydro payment, CRA regarding source deduction remittances	0.80		
			\$295.00 per hour x total hrs of	2.00
				\$590.00

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## Invoice Summary

Powder Springs Inn Inc.  
c/o FTI Consulting Canada  
Pacific Centre, Suite 1502  
701 West Georgia Street  
Vancouver BC V7Y 1C6

March 31, 2015  
FTI Invoice No. 29001383  
FTI Job No. 440054.0001  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through March 31, 2015

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<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Craig Munro	Managing Director	\$495.00	6.3	\$3,118.50
Brett Wilson	Consultant	\$295.00	3.5	\$1,032.50
<b>Total Hours and Fees</b>			<b>9.8</b>	<b>\$4,151.00</b>

**HST Registration No. 835718024RT0001** **\$207.55**

**Invoice Total for Current Period** **\$4,358.55**



*Invoice Activity*

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**PROFESSIONAL SERVICES**

**Craig Munro**

03/02/15	Email to S Dubo. Draft letter to ESDC re WEPP claim. Email same to S Dvorak.	1.00	
03/18/15	Draft Receiver's report. Rev emails re status. TC with S Dvorak re same.	3.00	
03/25/15	TC with S Dvorak. R&D.	1.00	
03/26/15	TC with B Wilson re acctg.	0.30	
03/30/15	Rev R&D. Update report. Email to S Dvorak.	1.00	
	<hr/>		
	\$495.00 per hour x total hrs of	6.30	\$3,118.50

**Brett Wilson**

03/24/15	Reviewing HR Block income statement and balance sheet information, drafting Summary of Receipts and Disbursements	1.50	
03/26/15	Reviewing HR Block income statement and balance sheet information, drafting Summary of Receipts and Disbursements	1.50	
03/31/15	Reviewing drat Receiver's Report, Summary of Receipts and Disbursements	0.50	
	<hr/>		
	\$295.00 per hour x total hrs of	3.50	\$1,032.50

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# APPENDIX C



Suite 900 - 900 Howe Street  
 Vancouver, BC, Canada, V6Z 2M4  
 Phone 604.687.6575 Fax 604.641.4949  
 www.bht.com

**BULL  
 HOUSSER**

**INVOICE**

FTI Consulting Canada Inc.  
 Pacific Centre, 701 West Georgia Street  
 Suite 1502  
 Vancouver, BC V7Y 1C6

Reply To: E.J. Milton Q.C.  
 Our File #: 14-2502  
 GST/HST #: R119324515  
 PST #: PST-1013-0228  
 Date: September 25, 2014  
 Invoice #: 350861

Attention: Craig Munro, Accountant

**Re: Powder Springs Inn Inc.**

FOR PROFESSIONAL SERVICES RENDERED as follows:

<b>Partner</b>		<b>S. Dvorak</b>
03-09-14	2.00	Revising Application material and conferring with C. Munro;
04-09-14	2.50	Revising application material; revising Vesting Order; preparing Short Leave material; conferring with C. Munro; corresponding with S. Dubo;
08-09-14	4.00	Revising form of Order; preparing for an attending Chambers Application; attending to entry of Order; reporting to client; conferring with C. Munro regarding closing procedure;
16-09-14	0.50	Teleconference with N. Davie and C. Munro regarding closing issues;
19-09-14	1.30	Consultation with C. Munro and N. Davie regarding status of closing and steps required to am end agreement; preparing documents in relation to am ending agreement; providing input on Third Report;
22-09-14	2.00	Drafting response to C. Brothers; conferring with C. Munro; considering steps regarding amendment to Asset Purchase Agreement; preparing Notice of Application and application for Short Leave;
	12.30	Sub-total Hours
<b>Partner</b>		<b>N. Davie</b>
13-08-14	0.50	Dealing with subject removal; preparing e-mails;
27-08-14	0.50	Telephone call from C. Munro; reviewing and considering schedules to purchase agreement;
28-08-14	0.40	Reviewing and considering vesting order; discussions regarding schedules to purchase agreement;
29-08-14	0.90	Reviewing and considering closing documents; reviewing and considering receiver's report; discussions regarding closing;
01-09-14	0.20	Reviewing and considering asset purchase agreement regarding closing procedure;

continued...

<b>Partner</b>		<b>N. Davie</b>
03-09-14	2.80	Telephone calls from and to C. Munro regarding schedules to purchase and sale agreement; preparing schedules; preparing e-mails; reviewing and considering receiver's report;
08-09-14	0.60	Discussions regarding order; reviewing and considering order; preparing e-mail regarding vesting order subject;
09-09-14	1.40	Telephone calls from and to C. Munro and R. Lundberg; reviewing and considering closing agenda; determining closing documents; preparing e-mails;
10-09-14	1.20	Reviewing and considering vesting order; preparing e-mails; discussions regarding closing documents and procedure;
12-09-14	0.90	Discussions regarding closing documents; preparing e-mails; reviewing and considering e-mail from C. Newsome regarding concerns for closing;
16-09-14	2.90	Reviewing and revising statement of adjustments and trust reconciliation; telephone calls to and from C. Munro and S. Dvorak; preparing e-mails; reviewing and revising undertaking letter to R. Lundberg; reviewing and revising letter of authorization; discussions regarding adjustments; considering payment of purchase price under the asset purchase agreement;
17-09-14	1.00	Preparing e-mail to R. Lundberg regarding adjustments and trust reconciliation; telephone calls from and to C. Munro regarding concerns from purchaser on closing funds; preparing further e-mails; reviewing and revising undertaking letter to R. Lundberg;
	<u>13.30</u>	Sub-total Hours
<b>Associate</b>		<b>S. Boucher</b>
04-09-14	1.60	Preparing for short leave application and reviewing file; attending chambers to speak to short leave application; filing requisition and materials at registry;
15-09-14	0.20	Considering issue regarding amount of deemed trust amount claimed by CRA;
	<u>1.80</u>	Sub-total Hours
<b>Senior Paralegal</b>		<b>K. Boreham</b>
10-09-14	0.30	Considering and reviewing e-mails from N. Davie regarding closing and court order;
15-09-14	2.30	Preparing draft Statement of Adjustments and Trust Reconciliation;
16-09-14	2.00	Reviewing statement of adjustments with N. Davie; revising statement of adjustments; e-mail to C. Munro providing revised adjustments and trust reconciliation; preparing undertaking letter to R. Lundberg and Land Title Office authorization letter;
17-09-14	0.40	Revising undertaking letter to R. Lundberg;
23-09-14	0.50	Revising Statement of Adjustments; telephone call to J. Chayko

continued...



<b>Senior Paralegal</b>		<b>K. Boreham</b>	
		regarding statement of adjustments and closing documents; reviewing statement of adjustments prepared by J. Chayko; e-mail to J. Chayko providing comments on statement of adjustments;	
	<u>5.50</u>	Sub-total Hours	
<b>Paralegal</b>		<b>C. Ferguson</b>	
14-08-14	0.60	E-mails with N. Davies regarding schedules; drafting Notice of Application;	
	<u>0.60</u>	Sub-total Hours	
	<u>33.50</u>	Total Hours	
<b>OUR FEE:</b>			<b>\$14,559.50</b>
		<u>Other Charges:</u>	
		Document Production	205.80
		Fax	112.00
		Long Distance	<u>6.07</u>
		Total Other Charges:	<b>\$323.87</b>
		<u>Non-Taxable Disbursements:</u>	
		Court Registry Charges	<u>120.00</u>
		Total Non-Taxable Disbursements:	<b>\$120.00</b>
		<u>Taxable Disbursements:</u>	
		Agents Fees and Disbursements	90.75
		BC Online - Service Charge	1.50
		Company Registry Searches	7.00
		Land Title Office - Searches	7.55
		Land Title Office-Service Fee	<u>1.50</u>
		Total Taxable Disbursements:	<b>\$108.30</b>
		<b>TOTAL FEES AND OTHER CHARGES</b>	<b>\$14,883.37</b>
		<b>TOTAL FEES, OTHER CHARGES AND DISBURSEMENTS EXCLUDING TAXES:</b>	<b>\$15,111.67</b>
		GST / HST at 5%	\$749.59
		PST on Fees and Other Charges at 7%:	<u>\$1,041.84</u>

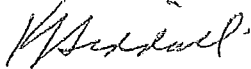
continued...

Bull, Housser & Tupper LLP

4

TOTAL FEES, OTHER CHARGES AND DISBURSEMENTS INCLUDING TAXES:	\$16,903.10
TOTAL BALANCE DUE:	<u>\$16,903.10</u>

**Bull, Housser & Tupper LLP**



**E.J. Milton Q.C.**

Invoice Number: 350861

The collection, use and disclosure of personal information by Bull, Housser & Tupper LLP are governed by ethical and statutory considerations. Please review our Privacy Policy at [www.bht.com](http://www.bht.com) or contact our Privacy Officer for more information.

The GST/HST and/or PST charged on this invoice is based on information available to us at the time the invoice is rendered. If at any time after this invoice is rendered, it is determined that the amount that should have been charged is higher than that set out on this invoice, we reserve the right to charge the additional amount.

This invoice is payable upon receipt. When paying invoice, please make cheque payable to Bull, Housser & Tupper LLP and quote the invoice number or attach invoice copy. If this invoice is not paid within 30 days after the invoice date, interest will be charged at an annual rate of 12%, calculated monthly. *E. & O. E.*

**PAYMENT OPTIONS:**

**Cheques:** Please make cheques payable to Bull, Housser & Tupper LLP and mail to the above noted address.

**Credit Card:** We accept Visa or Mastercard. Please complete the following information and send to our office by e-mail or fax - to [per@bht.com](mailto:per@bht.com) / fax # 604.646.2538 - Attention: Paulette Renzetti.

Card No.:	_____	Cardholder Name:	_____
Expiration Date:	_____	Invoice No.:	_____
Amount:	_____	Signature:	_____

**Wire Transfers:**

Royal Bank of Canada: Main Branch 1025 West Georgia Street, Vancouver, BC V6E 3N9  
Account Name: Bull, Housser & Tupper LLP, Transit Number: 00010  
CAD Funds Bank Account Number: 111-103-8. Swift Number: ROYCCAT2

**Internet Banking:** Pay online through RBC. Your payee is Bull, Housser & Tupper LLP and your billing number is our file number.



Suite 900 - 900 Howe Street  
Vancouver . BC . Canada . V6Z 2M4  
Phone 604.687.6575 Fax 604.641.4949  
www.bht.com

**BULL  
HOUSSER**

**INVOICE**

FTI Consulting Canada Ltd.  
Pacific Centre, 701 West Georgia Street  
Suite 1502  
Vancouver BC V7Y 1C6

Reply To: E.J. Milton Q.C.  
Our File #: 14-2502  
GST/HST #: R119324515  
PST #: PST-1013-0228  
Date: November 10, 2014  
Invoice #: 353534

Attention: Craig Munro

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**Re: Powder Springs Inn Inc.**

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FOR PROFESSIONAL SERVICES RENDERED as follows:

<b>Partner</b>		<b>N. Davie</b>
15-09-14	1.60	Preparing e-mails; discussions regarding closing documents and concerns raised by C. Newsome; reviewing and revising statement of adjustments and trust reconciliation statement; telephone calls from and to C. Munro;
18-09-14	1.40	Telephone calls from and to C. Munro and S. Dvorak regarding amendment to asset purchase agreement; reviewing and considering existing asset purchase agreement; preparing e-mails; preparing form of amendment to asset purchase agreement;
19-09-14	0.30	Telephone calls from and to C. Munro; preparing e-mails;
22-09-14	1.30	Drafting amending agreement; telephone calls from and to C. Munro, S. Dvorak and R. Lundberg; preparing e-mails;
23-09-14	1.90	Discussions regarding amendment to asset purchase agreement; revising amendment to asset purchase agreement; preparing e-mails; discussions regarding amendments to vendor's statement of adjustments; telephone calls from and to C. Munro and S. Dvorak;
24-09-14	0.60	Reviewing and revising closing documents; telephone calls from and to C. Munro;
25-09-14	1.70	Reviewing and revising closing documents; telephone calls from and to R. Lundberg and his office; discussions with C. Munro and S. Dvorak; meeting with C. Munro to attend to execution of closing documents; preparing e-mails;
26-09-14	1.10	Telephone calls from and to R. Lundberg; discussions regarding closing; preparing e-mails; reviewing and considering closing documents and order;
29-09-14	1.20	Dealing with various matters in connection with tomorrow's closing; preparing e-mails; reviewing and revising consent letter; discussions regarding closing documents and PST;
30-09-14	1.90	Attending to various matters in connection with closing; telephone calls from and to S. Dubo and R. Lundberg's office;

continued...

<b>Partner</b>		<b>N. Davie</b>
01-10-14	0.50	discussions regarding registration of vesting order; preparing e-mails; reviewing and dealing with letters and payouts; Attending to payout of funds; reviewing and revising payout letters;
02-10-14	0.30	Discussions regarding revisions to consent letter; preparing e-mails;
03-10-14	0.40	Attending to various matters in connection with closing; preparing e-mails regarding consent letter for use of name; telephone call from R. Lundberg's office;
07-10-14	0.50	Attending to various post-closing matters; preparing e-mails;
14-10-14	1.10	Telephone calls from and to S. Dvorak and C. Munro regarding release of funds to S. Dubo; preparing e-mails; reviewing and revising correspondence to S. Dubo;
17-10-14	0.90	Reviewing and considering various matters, including discharge of PPSAs and receiver's certificate; preparing e-mails; telephone calls to and from S. Dvorak and C. Munro;
23-10-14	0.40	Discussions regarding release of PPSA charges; preparing e-mails regarding release of funds;
	<u>17.10</u>	Sub-total Hours
<b>Associate</b>		<b>R. Burr</b>
25-09-14	<u>0.30</u>	Advising N. Davie on GST issues;
	0.30	Sub-total Hours
<b>Associate</b>		<b>S. Boucher</b>
24-09-14	<u>0.10</u>	Reviewing materials for short leave application;
	0.10	Sub-total Hours
<b>Senior Paralegal</b>		<b>K. Boreham</b>
18-09-14	0.20	Conference call with C. Munro and N. Davie regarding next steps in closing;
25-09-14	0.10	Searching GST Registry to confirm registration of purchaser;
29-09-14	1.00	Receiving certified copy of amending order; arranging for delivery of amending order to R. Lundberg; preparing consent letter to use of Powder Springs name; e-mail to J. Chayko delivering executed closing documents; telephone call to City of Revelstoke confirming outstanding property tax amounts;
30-09-14	1.90	Receiving and reviewing payout statement from S. Dubo; reviewing payout figures with N. Davie; preparing payout letters;
01-10-14	0.50	Attending to payout of sale proceeds;
02-10-14	0.20	Revising name consent letter; e-mails from and to J. Chayko regarding executed copies of documents;
03-10-14	0.10	E-mail from J. Chayko requesting additional changes to corporate registry consent letter; revising consent letter and forwarding same to C. Munro for execution;

continued...

<b>Senior Paralegal</b>		<b>K. Boreham</b>
07-10-14	0.10	Arranging for investment of holdback funds;
09-10-14	0.30	Exchanging e-mails with B. Wilson regarding balance of funds remaining in trust;
14-10-14	0.20	Preparing letter to S. Dubo forwarding holdback funds;
15-10-14	0.40	Arranging for deposit of holdback funds to Fulton & Company; attending to release of Powder Springs Inn Inc. from Personal Property Security registrations; e-mail to R. Lundberg providing confirmation of payments to outstanding property taxes and discharge of PPSA registrations;
17-10-14	0.70	Updating Trust Reconciliation; preparing Receiver's Certificate; e-mail from J. Chayko regarding release of Personal Property registrations;
20-10-14	0.80	Telephone call to Personal Property Registry; telephone call to C. Ferguson regarding filing of Receiver's Certificate and discharge of Personal Property registrations; e-mail to N. Barac regarding discharge of Personal Property Registrations;
21-10-14	0.30	Telephone call from N. Barac regarding discharge of Income Tax Act PPR registrations; e-mail to C. Ferguson regarding discharge of Social Service Tax and Provincial Sales Tax liens;
23-10-14	0.30	Arranging for transfer of funds to FTI Consulting for payment of GST and payroll source deductions; obtaining updated searches of Provincial PPSA registrations confirming discharge of same; e-mail to C. Ferguson following up on discharge of Federal PPSA registrations;
29-10-14	0.30	E-mail from N. Barac; updating Personal Property searches; e-mail to J. Chayko reporting on discharge particulars;
	<u>7.40</u>	Sub-total Hours
<b>Paralegal</b>		<b>C. Ferguson</b>
04-09-14	2.10	Considering timing of hearing to obtain vesting order; drafting requisition for short leave; drafting Affidavit in support of short leave application; assembling schedules to asset purchase agreement; finalizing Receiver's report with additional schedules; revising and finalizing Notice of Application with attached draft vesting order; receiving filed documents and granted short leave requisition; profiling same; preparing service letter to all parties;
04-09-14	0.40	Preparing application records;
09-09-14	0.40	Receiving entered vesting order; e-mail to counsel delivering same; preparing requisition for certified copy;
15-09-14	0.40	Considering adjustments with K. Boreham and e-mails with S. Dvorak regarding same; reviewing Crown judgments and affidavits;
19-09-14	0.50	Reviewing ownership documents and preparing corporate search; drafting letter to C. Brothers;
22-09-14	0.10	E-mail to C. Brothers with finalized letter regarding Last Drop;
22-09-14	0.30	Reviewing previous application and vesting order; drafting

continued...

<b>Paralegal</b>	<b>C. Ferguson</b>	
25-09-14	<u>0.30</u>	application to approve amending asset purchase agreement; Revising documentation for short leave application;
	4.50	Sub-total Hours
	<u>29.40</u>	Total Hours
<b>OUR FEE:</b>		<b>\$10,162.00</b>
<u>Other Charges:</u>		
Document Production	34.50	
Long Distance	<u>3.34</u>	
Total Other Charges:	\$37.84	
<u>Non-Taxable Disbursements:</u>		
Court Registry Charges	40.00	
PPR Registration	<u>20.00</u>	
Total Non-Taxable Disbursements:	\$60.00	
<u>Taxable Disbursements:</u>		
Agents Fees and Disbursements	30.50	
BC Online - Service Charge	15.00	
Deliveries	105.72	
Land Title Office - Searches	12.45	
Land Title Office-Service Fee	1.50	
PPR Search	<u>56.00</u>	
Total Taxable Disbursements:	\$221.17	
<b>TOTAL FEES AND OTHER CHARGES</b>		<b>\$10,199.84</b>
<b>TOTAL FEES, OTHER CHARGES AND DISBURSEMENTS EXCLUDING TAXES:</b>		<b>\$10,481.01</b>
GST / HST at 5%		\$521.05
PST on Fees and Other Charges at 7%:		<u>\$713.99</u>
<b>TOTAL FEES, OTHER CHARGES AND DISBURSEMENTS INCLUDING TAXES:</b>		<b>\$11,716.05</b>

continued...

Bull, Housser & Tupper LLP

5

TOTAL BALANCE DUE:

\$11,716.05

**Bull, Housser & Tupper LLP**

**E.J. Milton Q.C.**

Invoice Number: 353534

The collection, use and disclosure of personal information by Bull, Housser & Tupper LLP are governed by ethical and statutory considerations. Please review our Privacy Policy at [www.bht.com](http://www.bht.com) or contact our Privacy Officer for more information.

The GST/HST and/or PST charged on this invoice is based on information available to us at the time the invoice is rendered. If at any time after this invoice is rendered, it is determined that the amount that should have been charged is higher than that set out on this invoice, we reserve the right to charge the additional amount.

This invoice is payable upon receipt. When paying invoice, please make cheque payable to Bull, Housser & Tupper LLP and **quote the invoice number** or attach invoice copy. If this invoice is not paid within 30 days after the invoice date, interest will be charged at an annual rate of 12%, calculated monthly. *E. & O. E.*

**PAYMENT OPTIONS:**

**Cheques:** Please make cheques payable to Bull, Housser & Tupper LLP and mail to the above noted address.

**Credit Card:** We accept Visa or Mastercard. Please complete the following information and send to our office by e-mail or fax - to [per@bht.com](mailto:per@bht.com) / fax # 604.646.2538 - Attention: Paulette Renzetti.

Card No.:	_____	Cardholder Name:	_____
Expiration Date:	_____	Invoice No.:	_____
Amount:	_____	Signature:	_____

**Wire Transfers:**

Royal Bank of Canada; Main Branch 1025 West Georgia Street, Vancouver, BC V6E 3N9  
Account Name: Bull, Housser & Tupper LLP, Transit Number: 00010  
CAD Funds Bank Account Number: 111-103-8. Swift Number: ROYCCAT2

**Internet Banking:** Pay online through RBC. Your payee is Bull, Housser & Tupper LLP and your billing number is our file number.



**CASSELS BROCK**  
LAWYERS

FTI CONSULTING CANADA INC.  
ATTN: CRAIG MUNRO  
701 WEST GEORGIA STREET, SUITE 1502  
VANCOUVER, BC V7Y1C6  
CANADA

Date: 03/17/15  
Our File #: 047571-00001  
Invoice #: 1957783  
HST/GST #: R121379572  
PST - BC # 1012-5078

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**Re: Receivership Of Powder Springs Inn Inc.**

**TO PROFESSIONAL SERVICES RENDERED up to and including 02/28/15**

<b>Date</b>	<b>Description</b>	<b>Hours</b>
09/24/14	Conferring with C. Munro regarding closing process and application for Short Leave; Preparing documents for Short Leave application; reviewing Report #3; conferring with S. Dubo; conferring with N. Davie;	3.00
09/25/14	Preparing for and attending at application for Short Leave; conferring with C. Munro; conferring with S. Dubo; conferring with N. Davie; conferring with counsel for Canada Revenue Agency; telephone discussion with counsel for Roe; preparing submissions for Approval application; preparing draft Order; reporting to C. Munro;	4.00
09/26/14	Preparing for and attending at Chambers for application to vary Vesting Order; drafting revised Order; conferring with S. Dubo; meeting with counsel for CRA; conferring with C. Munro; conferring with N. Davie; serving Order; reporting to C. Munro; considering issues related to Holdback and legal costs of Petitioner;	6.00
09/29/14	Addressing issues related to closing adjustments; conferring with N. Davie; conferring with C. Munro; corresponding with S. Dubo; reviewing Statement of Adjustments;	1.10

Accounts are due when rendered. Pursuant to the Solicitors' Act, interest will be charged on any unpaid balance of this account from one month after the date rendered, at the rate of 1.30 % per annum until paid.

Cassels Brock & Blackwell LLP Suite 2200, HSBC Building, 885 West Georgia Street, Vancouver, BC Canada V6C 3E8  
Tel: 604.691.6100 Fax: 604.691.6120 www.casselsbrock.com





-2-

<b>Date</b>	<b>Description</b>	<b>Hours</b>
10/01/14	Attending to post closing matters; conferring with C. Munro; corresponding with N. Davie;	0.50
10/14/14	Corresponding with counsel for CRA; corresponding with N. Davie; conferring with C. Munro; conferring with N. Davie; corresponding with S. Dubo;	1.00
10/15/14	Considering issues related to costs and payout; conferring with C. Munro; corresponding with CRA counsel;	0.50
10/16/14	Corresponding with CRA counsel; corresponding with C. Munro; corresponding with N. Davie regarding CRA claim issues;	0.50
10/21/14	Corresponding with J. Lebel and S. Dubo regarding CRA claim status;	0.30
10/29/14	Conferring with C. Munro; corresponding with C. Brothers;	0.40
10/31/14	Telephone discussion with C. Brothers; Corresponding with C. Munro; Corresponding with N. Davie; Corresponding with CRA counsel;	1.00
11/12/14	Corresponding with C. Brothers regarding Amex deposit; corresponding with S. Dubo; conferring with C. Munro; drafting limited Release;	1.00
11/13/14	Corresponding with Department of Justice regarding status of claim;	0.20
11/18/14	Reviewing Amex invoice; preparing draft release of Roe and Kirkland for Amex refund; e-mail to S. Dvorak;	0.50
11/18/14	Completing release and Direction documents related to Amex funds; corresponding with C. Brothers;	0.60
11/19/14	E-mail to C. Brothers regarding account balance; preparing authorization and direction to pay; e-mail to S. Dvorak with draft for review;	0.30
11/20/14	E-mails with C. Brothers, S. Dvorak and C. Munro regarding funds in accounts; updating settlement documents;	0.30
11/21/14	Corresponding with C. Munro and C. Brothers regarding Release and Settlement Agreement; revising Release;	0.70
11/27/14	Corresponding with C. Brothers; conferring with C. Munro;	0.30
12/02/14	Corresponding with C. Brothers; corresponding with C. Munro;	0.30
12/10/14	Email to N. Davie regarding transfer of file;	0.10
12/19/14	Reviewing correspondence from Farris & Co. regarding CRA issues;	0.20

Date	Description	Hours
01/14/15	Corresponding with S. Dubo and C. Munro;	0.20
01/23/15	Correspondence from S. Dubo; telephone discussion with C. Munro;	0.20
02/03/15	Corresponding with S. Dubo and C. Munro regarding status of file and GST related issue;	0.40
02/04/15	Email from Bull Housser; email to Craig Munro with copy of memorandum;	0.20
02/27/15	Corresponding with S. Dubo and C. Munro;	0.20

**Time Summary**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>
Cinda Ferguson	1.40	275.00	385.00
Steven Dvorak	22.60	585.00	<u>13,221.00</u>
Our Fee			13,606.00
GST on Fees			680.30
PST on Fees			<u>952.42</u>
Total Tax on Fees			<u>1,632.72</u>
<b>Total Fees and Tax</b>			<b>15,238.72</b>



-4-

**Total Fees and Tax** **15,238.72**

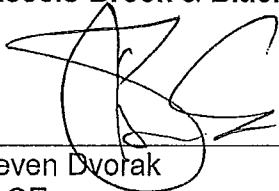
**Taxable Disbursements**

Copies	0.50	
Agency Fees and Disbursements	12.50	
Total Taxable Disbursements	<u>13.00</u>	13.00
GST on Disbursements	.65	
PST on Disbursements	.91	
Total Tax on Disbursements	<u>1.56</u>	1.56

**Total Disbursements and Tax** **14.56**

**Total Fees, Disbursements & Tax** **\$ 15,253.28**

This is our account herein  
**Cassels Brock & Blackwell LLP**

  
\_\_\_\_\_  
Steven Dvorak  
E&OE

Services provided through a Law Corporation