

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE MR. ) THURSDAY, THE 16th  
JUSTICE HAINEY ) DAY OF MARCH, 2017



BETWEEN:

JCF CAPITAL ULC

Applicants

- and -

TALON INTERNATIONAL INC., MIDLAND DEVELOPMENT INC., 1456253  
ONTARIO INC., 2025401 ONTARIO LIMITED, BARREL TOWER HOLDINGS  
INC., HARVESTER DEVELOPMENTS INC., TALON INTERNATIONAL  
DEVELOPMENT INC., TFB INC., 2263847 ONTARIO LIMITED AND 2270039  
ONTARIO LIMITED

Respondents

APPLICATION UNDER SECTION 101 OF THE COURTS OF JUSTICE ACT,  
R.S.O. 1990, C. C.43, AS AMENDED, AND SECTION 243 OF THE  
BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, C. B-3 AS AMENDED

**SUBSTITUTED SERVICE ORDER  
& ORDER DISPENSING WITH SERVICE**

**THIS MOTION**, made by FTI Consulting Canada Ltd. in its capacity as the Court-appointed receiver (the “Receiver”) of the undertaking, property and assets of Talon International Inc. (“Talon”), Midland Development Inc., 1456253 Ontario Inc., 2025401 Ontario Limited, Barrel Tower Holdings Inc., Harvester Developments Inc., TFB Inc., 2263847 Ontario Limited, Talon International

Development Inc., and 2270039 Ontario Limited (collectively the “**Debtors**”) for an order for substituted service and an order dispensing with service on certain specified entities in respect of motion materials in respect of a motion to be brought by the Receiver on or about March 30, 2017 seeking, *inter alia*, the approval of the sale of certain of the Debtors’ property to JCF Capital LLC (the “**Vesting Order Motion**”).

**ON READING** the Third Report of the Receiver dated March 8, 2017, including the Affidavit of Nancy Thompson, sworn March 8, 2017 (the “**Thompson Affidavit**”) and on hearing the submissions of counsel for the Receiver, counsel for the Applicant, counsel for JCF Capital LLC, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Stephanie Waugh sworn March 9, 2017 filed:

1. **THIS COURT ORDERS AND DECLARES** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS AND DECLARES** that service by any person of any notice of motion, motion record, report, pleading, factum, draft order, document or other material in these proceedings (collectively, “**Served Materials**”), related to the Vesting Order Motion or otherwise, may be effected by serving on any person a letter:

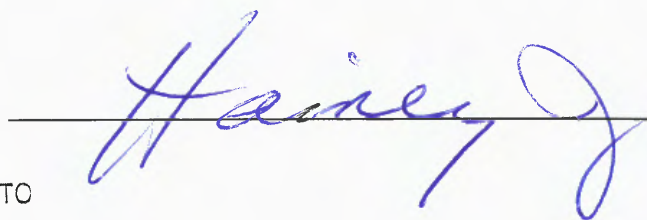
- (i) summarizing the relief being requested or position being taken by the sending party,
- (ii) referring to a website where full copies of the Served Materials may be accessed, and
- (iii) providing an email address and telephone number where the sending party may be contacted to request a hard copy of the Served Materials,

in any manner permitted by the *Rules of Civil Procedure*, the Order of Mr. Justice Hainey dated November 1, 2016 (as amended by the Order of Mr. Justice Hainey dated December 20, 2016) (the "**Receivership Order**"), the Order of Mr. Justice Hainey dated November 9, 2016 (the "**Representative Counsel Order**") or as may otherwise be agreed in advance by the sending party and any receiving party.

3. **THIS COURT ORDERS** that any service made pursuant to Paragraph 2 hereof shall be effective on the date that such service is effective pursuant to the terms of the *Rules of Civil Procedure*, Receivership Order or Representative Counsel Order, as applicable, and where not so provided for therein, the next business day following sending of such.

4. **THIS COURT ORDERS AND DECLARES** that service of Served Materials on Johnson Adekunle Adeyeba, Jonathan Logan, Elizabeth Naomi Logan, Sharon Lee, Place of Refuge Holdings Inc., and Bumjun Kim is hereby dispensed with.

5. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

A handwritten signature in blue ink, appearing to read "Haineey", is written over a horizontal line.

ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

MAR 16 2017

23092073.2

PER / PAR: 

JCF CAPITAL ULC - and -

TALON INTERNATIONAL INC., MIDLAND DEVELOPMENT INC., 1456253 ONTARIO INC., 2025401 ONTARIO LIMITED, BARREL TOWER HOLDINGS INC., HARVESTER DEVELOPMENTS INC., TALON INTERNATIONAL DEVELOPMENT INC., TFB INC., 2263847 ONTARIO LIMITED AND 2270039 ONTARIO LIMITED

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<b>ONTARIO</b> <b>SUPERIOR COURT OF JUSTICE</b> <b>COMMERCIAL LIST</b> PROCEEDINGS COMMENCED AT TORONTO
<b>SUBSTITUTED SERVICE ORDER &amp; ORDER</b> <b>DISPENSING WITH SERVICE</b>
<b>CASSELS BROCK &amp; BLACKWELL LLP</b> Scotia Plaza 2100 - 40 King Street West Toronto, ON M5H 3C2  <b>R. Shayne Kukulowicz</b> <b>LSUC No.: 30729S</b> Tel: 416.860-6463 Fax: 416.640-3176 Email: <a href="mailto:skukulowicz@casselsbrock.com">skukulowicz@casselsbrock.com</a>  <b>Jane Dietrich</b> <b>LSUC No.: 49302U</b> Tel: 416.860.5223 Fax: 416.640.3144 Email: <a href="mailto:jdietrich@casselsbrock.com">jdietrich@casselsbrock.com</a>  <i>Lawyers for Receiver</i>