

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BETWEEN:

BANK OF MONTREAL

Applicant

- and -

PORTOFINO CORPORATION

Respondent

**MOTION RECORD
(RETURNABLE MAY 10, 2016)**

(VOLUME 2 OF 2)

April 21, 2016

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Lawyers for BDO Canada Limited,
the court-appointed Receiver of
Portofino Corporation

INDEX

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INDEX

<u>TAB</u>	<u>DOCUMENT</u>	<u>PAGE NO.</u>
1	Notice of Motion	1 – 13
2	Fourth Report to the Court dated April 15, 2016	14 – 41
A	Appointment Order dated October 29, 2013	42 – 57
B	First Report to Court of Receiver dated December 6, 2013 (without appendices)	58 – 84
C	Order dated December 13, 2013	85 – 95
D	Timetable Order dated February 3, 2014	96 – 98
E	Second Report to Court of Receiver dated February 28, 2014 (without appendices)	99 – 106
F	Third Report to Court of Receiver dated April 21, 2014 (without appendices)	107 – 133
G	Unit 1108 Approval and Vesting Order dated May 2, 2014	134 – 146
H	Sale Agreement Order dated May 2, 2014	147 – 165
I	Omnibus Approval and Vesting Order dated May 2, 2014	166 – 185
J	Justice Carey's endorsement and order dated February 26, 2015	186 – 200
K	Justice LaForme's endorsement dated July 27, 2015	201 – 206

<u>TAB</u>	<u>DOCUMENT</u>	<u>PAGE NO.</u>
L	Endorsement of the Court of Appeal panel dated December 21, 2015	207 – 211
M	Rule 49 Offer to Settle	212 – 214
N	Statement of Claim in Court File Number CV-13-20061	215 – 253
O	Statement of Claim in Court File Number CV-13-20062	254 – 294
P	Letter to James Cooke dated April 13, 2016	295
Q	Statement of Receipts and Disbursements	296
R	Fee affidavit of Stephen N. Cherniak for interim accounts of BDO Canada Limited sworn April 14, 2016	297 – 420
S	Fee affidavit of Sherry Kettle for the interim accounts of Miller Thomson LLP sworn March 23, 2016	421 – 476

APPENDIX “P”

April 13, 2016

Sent via E-mail (jcooke@ducharmefox.com)

Ducharme Fox LLP
800 University Ave W
Windsor, ON N9A

Attention: James Cooke

Dear Sir:

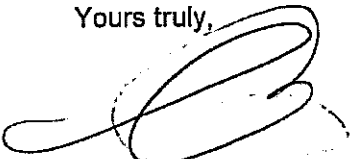
Re: Capaldi Construction Lien Actions – Court File Nos. CV-13-20061 and CV-13-20062

The above noted actions were commenced by Statements of Claim issued on October 29, 2013.

More than two years have passed since the actions were commenced. As such, pursuant to section 37 of the *Construction Lien Act*, the construction liens registered on title to the condominium units have now expired.

Please confirm by return letter within seven days from the date hereof that the liens will be discharged from title. Failing same, a motion to vacate the liens will be brought.

Yours truly,



Tony Van Klink
TVK/jl

c. David Taub
Steve Cherniak
17881744.1

295

APPENDIX “Q”

296

**BDO Canada Limited Court Appointed Receiver of
Portofino Corporation
Statement of Receipts and Disbursements
October 29, 2013 through April 15, 2016**

Receipts:

Sale of units & surface parking	\$ 7,707,699.00	
Less: property tax arrears	(424,295.35)	
Less: real estate commissions (incl HST)	(296,284.25)	
Less: ECC No. 122 common fees	(36,959.02)	
Less: closing adjustments	(18,475.41)	
Add: HST collected on parking and unfinished units	<u>66,325.88</u>	
		\$ 6,998,010.85
Unit rental income		1,729,547.60
Holdback funds re: Portofino sub-trades		119,789.96
Parking space rental		23,159.69
Interest		2,215.06
Miscellaneous litigation		<u>497.88</u>
		<u>8,873,221.04</u>

Disbursements:

City of Windsor - property taxes	2,881,887.80	
ECC No. 122 - common fees	594,990.33	
Receiver's fees	535,580.64	
Miller Thomson LLP - Receiver's legal fees	242,903.33	
Repairs & maintenance	178,245.28	
HST paid on disbursements	129,774.74	
HST remitted	63,303.38	
Property management fees	56,000.00	
BMO - Letter of Credit fees re Valente litigation	39,074.26	
Utilities	31,542.79	
Valente litigation - costs award	30,393.34	
Bond premiums	30,003.00	
Advertising	28,254.69	
Appraisal fees	15,014.50	
Sutts, Strosberg - legal fees	5,000.00	
Commission paid re rentals	3,650.00	
Insurance	2,741.04	
Miscellaneous expenses	2,168.00	
Bank charges	595.50	
Receiver General - receivership filing fee	<u>70.00</u>	
		4,871,192.62

Excess receipts over disbursements4,002,028.42**Represented by:**

Funds invested in a one year cashable GIC at 0.85%	2,000,000.00	
Funds invested in a one year cashable GIC at 0.75%	1,000,000.00	
Funds invested in a one year cashable GIC at 0.85%	750,000.00	
Funds held in trust account	252,028.42	
Balance of funds held by Receiver as at April 15, 2016		<u>\$ 4,002,028.42</u>

APPENDIX “R”

297

**ONTARIO SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY**

IN THE MATTER OF THE RECEIVERSHIP OF PORTOFINO CORPORATION

AFFIDAVIT OF STEPHEN N. CHERNIAK

I, **Stephen N. Cherniak**, of the City of London, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Senior Vice-President of BDO Canada Limited, the Receiver of Portofino Corporation, (“Portofino”) and, as such, I have knowledge of the matters hereinafter deposed to.
2. By Order dated October 29, 2013 BDO Canada Limited was appointed as Receiver of Portofino (the “Receiver”).
3. The Receiver’s First Report to the Court was approved by Mr. Justice Thomas on December 13, 2013. The first account of the Receiver for the period July 19, 2013 to November 28, 2013 was also approved by the Order of Justice Thomas on December 13, 2013.
4. The Receiver’s Second Report to the Court was submitted to the Court on February 28, 2014.
5. The Receiver’s Third Report to the Court was approved by Mr. Justice Campbell on May 2, 2014. The second account of the Receiver for the period November 28, 2013 to April 9, 2014 was also approved by the Order of Justice Campbell on May 2, 2014.
6. Since the date of the Receiver’s last account the Receiver has been engaged in the following:
 - Complete the Third Report of the Receiver and Confidential Supplement to obtain the Omnibus Approval and Vesting Order and approval of the Agreement of Purchase and Sale for Unit 1108, and attend Court hearing on May 2, 2014;
 - Complete the sale of Unit 1108;

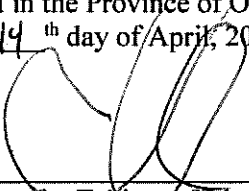
298

- Place advertising for Portofino Condominiums in several print and online publications;
- Arrange for the professional staging of condominium units listed for sale through the Receiver's real estate agent ("Receiver's agent");
- Revise and update the existing Portofino web site – portofinocondo.ca;
- Review claim of unlicensed use of photograph on portofinocondo.ca with Receiver's legal counsel and direct revisions to web site;
- Research the exigibility of HST on the sale of unfinished condominium units and parking units, and determine the process for applying for the HST new housing rebate;
- Negotiate the sale of 25 condominium units through the Receiver's agent, pursuant to the Omnibus Approval and Vesting Order, and complete the sale of 23 of these units;
- Negotiate the conditional sale of several condominium units where the buyer elected not to proceed and the unit continued to be offered for sale;
- Review several successive requests by purchaser of Unit 1303 for extension of the completion date with Receiver's counsel, and review and execute various additional agreements in connection with the extension;
- Direct Property Manager to complete various repairs to condominium units prior to sale completion, as agreed to by the Receiver under Agreements of Purchase and Sale;
- Negotiate the sale of four parking units through the Receiver's agent, pursuant to the Omnibus Approval and Vesting Order, and complete the sale of the parking units;
- Review tenders submitted for the repair of the west roof, and through the Property Manager, arrange for the work to be completed;
- Review plans for enhanced landscaping of the west roof area and enter into agreement with Essex Standard Condominium Corporation No. 122 ("ECC 122") to fund a portion of the costs;

- File 2015 Request for Reconsideration with Municipal Property Assessment Corporation (“MPAC”) in respect of eight (8) condominium units and execute Minutes of Settlement to accept revised value recommended by MPAC;
- Negotiate a settlement with ECC 122 for the payment of outstanding common fees and interest charges on units owned by Portofino and pay monthly common fees on a current basis;
- Review schedules, statements and correspondence from City of Windsor in conjunction with the full payment of outstanding property taxes over the period June 2015 to August 2015;
- Finalize and execute Property Management Agreement with Capaldi Investment Holdings Inc.;
- Review summary of the Valente Court Action (“Valente action”) prepared by Portofino’s legal counsel and review the ongoing status of the Valente action and Letter of Credit with Portofino’s and the Receiver’s legal counsel and provide direction to counsel;
- Review correspondence from the Trustee in bankruptcy of party who was defendant in litigation with Portofino, and correspond to Portofino’s former legal counsel;
- Attend meetings of the Board of Directors of ECC 122, in person and by telephone;
- Prepare reports to stakeholders, pursuant to the Appointment Order, dated October 28, 2014, April 10, 2015, October 6, 2015 and February 23, 2016;
- Prepare schedule of estimated realizations for all unsold units for Receiver’s counsel;
- Prepare the Fourth Report of the Receiver to report on the Receiver’s activities and results of the sale process for the unsold Units;
- Provide information on sales to date, unsold units, rents and operating expenses to Rialto Capital Management (“Rialto”) following the Bank of Montreal sale of its loans to RREF II BHB IV PORTOFINO LLC and attend at the Portofino Condominium with representatives of Rialto;
- Provide monthly reporting to Rialto commencing May 2015;
- Collect monthly rents for the leased, unsold units;

- Review and execute offers to lease for vacant units;
 - Review unit 903 and 401 rent arrears with Property Manager and authorize Property Manager to commence eviction proceedings;
 - Respond to tenant queries and concerns; and
 - Various telephone calls and correspondence with the stakeholders and their respective counsel.
7. In the course of performing the duties pursuant to the Order and as set out above at paragraph 6, and since the date of the Third Report the Receiver's staff expended 1,334.5 hours for the period of April 10, 2014 through March 10, 2016. Attached hereto and marked as Exhibit "A" to this my Affidavit is the account of the Receiver together with a summary sheet.
 8. To the best of my knowledge, the rates charged by the Receiver throughout the course of these proceedings are comparable to the rates charged by other insolvency practitioners in the Ontario mid-market for providing similar insolvency and restructuring services.
 9. The hourly billing rates outlined in Exhibit "A" to this my Affidavit are not more than the normal hourly rates charged by BDO Canada Limited for services rendered in relation to similar proceedings.
 10. Although the assets of Portofino are located in Windsor and the Receiver's primary office is located in London the Receiver has not charged for travel time or travel expenses.
 11. I verily believe that the fees and disbursements incurred by the Receiver are fair and reasonable in the circumstances.
 12. This Affidavit is sworn in support of the motion for approval of the Receiver's fees and disbursements and for no other or improper purposes.

SWORN BEFORE ME at the City of
London in the Province of Ontario
on the 14th day of April, 2016



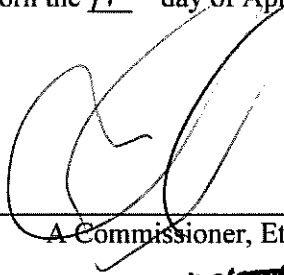
Commissioner for Taking Affidavits
Chester Richard Szypula, a Commissioner, etc.,
Province of Ontario, for BDO Canada Limited,
Trustee in Bankruptcy.
Expires August 17, 2018.



STEPHEN N. CHERNIAK, CPA, CA, CIRP

302

Attached is Exhibit A
To the Affidavit of Stephen N. Cherniak
Sworn the 14th day of April, 2016.



A Commissioner, Etc

**Chester Richard Szypula, a Commissioner, etc.,
Province of Ontario, for BDO Canada Limited,
Trustee in Bankruptcy.
Expires August 17, 2018.**

**Summary of Receiver's Accounts for the period
April 10, 2014 through March 10, 2016**

Invoice Date	Hours Expended	Fees & Disbursements	HST	Invoice Total
May 23, 2014	93.0	\$33,004.87	\$4,290.63	\$37,295.50
July 15, 2014	86.9	28,508.41	3,706.09	32,214.50
August 25, 2014	70.1	25,008.44	3,251.10	28,259.54
October 22, 2014	61.1	20,249.13	2,632.39	22,881.52
December 15, 2014	101.9	34,516.53	4,487.14	39,003.67
March 15, 2015	110.1	34,543.79	4,490.69	39,034.48
May 21, 2015	121.4	38,533.53	5,009.35	43,542.88
July 16, 2015	146.0	49,024.95	6,373.24	55,398.19
August 14, 2015	105.7	36,018.66	4,682.43	40,701.09
October 15, 2015	115.6	37,066.24	4,818.61	41,884.85
November 23, 2015	110.8	39,024.49	5,073.18	44,097.67
January 19, 2016	101.8	36,032.56	4,684.23	40,716.79
March 14, 2016	110.1	39,053.39	5,076.94	44,130.33
	1,334.5	\$450,584.99	\$58,576.02	\$509,161.01



304

Invoice # 87815858
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

May 23, 2014

Re: Portofino Corporation

For professional services rendered for the period April 10, 2014 through May 22, 2014 as per the attached detail:

Our Fee	\$33,000.00
Disbursements (courier)	<u>4.87</u>
Sub total	33,004.87
HST	4,290.63
Total	<u>\$37,295.50</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 87815858

Amount \$37,295.50

305

May 23, 2014

For professional services rendered

Staff	Date	Time	Narrative
Flett, D	9-Apr-14	1.6	Email with J. McClelland re: new signage, listings; prepare affidavit of fees for Third Report
Hooper, L	9-Apr-14	0.1	Issued chq
Cherniak, S	10-Apr-14	0.7	Updates on showings and signage. Email from Miller Thomson re Morga examination of G. Fedoryn. Call from Scott D'Amore re Capaldi liens.
Flett, D	10-Apr-14	1.4	Email D. Capaldi re website; email with J. McClelland on signage, showings and prospects, property taxes; affidavit of fees for Third Report
Hooper, L	10-Apr-14	0.1	Bank rec.
Cherniak, S	11-Apr-14	0.7	Updates on sign. Review of draft offer on 704. Emails from Miller Thomson re Valente litigation.
Flett, D	11-Apr-14	2.8	Review 704 draft offer; calls and email with J. McClelland on property taxes, 903 status and list price, signage; call with D. Capaldi re: 704 offer/interested party, common fees/ESCC 122, Tarion and website revision; affidavit of fees for third report
Cherniak, S	14-Apr-14	1.6	Update on discussions with D. Capaldi re website, condo fee arrears and sale of 704. Review of additional wording required for unit 704 offer. Review of examinations from Morga examination. Email from realtor re water damage. Review of Branoff email re Capaldi lien claims.
Flett, D	14-Apr-14	2.2	Draft condition for 708 offer re: omnibus approval order being sought on May 2, 2014; review common fee status and other issues; email with J. McClelland re: web site and realtor enquiry; further review of web site and emails to D. Capaldi on further revisions/changes required to website; email with D. Capaldi on maintenance issue
Cherniak, S	15-Apr-14	1	Emails from D. Capaldi re various issues. Call with Miller Thomson re parking spaces and report. Call to determine parking issues.
Finnegan, M	15-Apr-14	0.6	Deposit rent cheques and update rent roll spreadsheet
Flett, D	15-Apr-14	2.5	Email and phone call with J. McClelland on signage, maintenance/repair issue and realtor enquiry; review floor plans; email with D. Capaldi on water repair issue, Toulon suites, website revisions; forward 1108 sale documents to Miller Thomson; review parking space arrangements, registry PIN #s and property taxes; review correspondence on parking space, Dec 13 court order and PIN'S; email to D. Capaldi to enquire on parking, sale documents, surface spots for sale, PIN's

Staff	Date	Time	Narrative
Cherniak, S	16-Apr-14	1.3	Call with D. Capaldi re condo fees being raised. Review of emails from Miller Thomson re parking and pins for parking spaces. Review of parking info from D. Capaldi. Email from D'Amore re interest in condo. Review of Windsor Star advertising by agent. Emails from Miller Thomson re report.
Flett, D	16-Apr-14	3.5	Review email responses from D. Capaldi on several items; call and review parking spaces assigned and unassigned, receiver reporting, PIN #'s for surface spaces and other issues; review ESCC 122 common fees schedule; review and analysis of BMO registrations in tab 19 of BMO application record and memo Miller Thomson on parking space arrangements, availability for sale, PIN numbers and omnibus order, email with Miller Thomson on condo rules; review appointment order; email with Miller Thomson, D Capaldi re: 1108 transaction
Cherniak, S	17-Apr-14	2.8	Numerous revisions to third report re parking, R&D and storage units. Review of Valente cross examination. Review of Miller Thomson factum for letter of credit litigation. Review of notice of motion and draft affidavit.
Flett, D	17-Apr-14	4.8	Prepare Third report and supplement revisions and additions for surface parking spaces and storage areas with PIN's; prepare update receipts and disbursements for Third Report; revisions to affidavit of fees; email to Miller Thomson with report revisions; prepare extracts from Metrix appraisal and forward to Miller Thomson for Supplement; call with Miller Thomson on questions on report, affidavit and Metrix appraisal; email with J. McClelland on advertising and possible 804 offer; review emails from D. Capaldi on condo declaration and by-laws
Cherniak, S	21-Apr-14	5.3	Meeting with D. Capaldi, counsel and bank re claims. Discuss position with BMO and counsel after meeting. Emails from realtor re showings and advertising. Review and final edits to third report and supplement.
Flett, D	21-Apr-14	2.4	Call with J. McClelland on weekend showings, activity, offers and Windsor Star advertising; review revised receiver's report and confidential supplement; review issues and revisions; email to Miller Thomson with changes
Cherniak, S	22-Apr-14	0.7	Review of BMO factum. Emails to/from counsel re D. Capaldi meeting.
Flett, D	22-Apr-14	1.2	Review May 2 motion record, Schedule C of sale agreement; email Miller Thomson re: 3rd report and supplement
Szypula, C	22-Apr-14	0.5	Second partner review of 3rd Report
Cherniak, S	23-Apr-14	0.3	Review of email from realtor. Call from interested party. Call from CBRE. Response.
Flett, D	23-Apr-14	0.8	Call with J. McClelland on advertising, showings; call with C. Rizea on unit 704 offer and background
Cherniak, S	24-Apr-14	1	Discussion re call from C. Rizea re purchase of 704. Call from C. Rizea. Review of offer on 804. Discuss with D. Flett.

307

Staff	Date	Time	Narrative
Flett, D	24-Apr-14	1.2	Review status of unit 704 offer and background; review 804 offer and call with J. McClelland on offer and advertising; call with D. Capaldi re: background on initial 704 purchaser, sale not completed, current status
Cherniak, S	25-Apr-14	1	Email to realtor re offer on 804. Review of email from C. Rizea. Discuss strategy with D. Flett. Update on call with C. Rizea. Review of email to D. Capaldi.
Flett, D	25-Apr-14	2.6	Extract summary of 2011-2013 Portofino sales from appraisal, format for J. McClelland and forward; review email from C. Rizea on 704 background; review Gorski appraisal of 704 provided by C. Rizea; call with J. McClelland on showings and status; email to M. McLeary on liability policy status; lengthy call with C. Rizea on 704 background, issues and Receiver's sale proposal
Cherniak, S	28-Apr-14	0.5	Review of sign photos. Email from D. Capaldi re unit 704. Review and execute lease docs for 903. Update on website.
Flett, D	28-Apr-14	1.3	Emails with J. McClelland on new signage; call with J. McClelland on weekend showings, unit 804 interested party and other matters; review 903 offer to lease and email with D. Capaldi re: accepted lease, web site revisions
Cherniak, S	29-Apr-14	0.7	Email update re lease on 903. Update on interested party. Email from Miller Thomson re court attendance.
Flett, D	29-Apr-14	2.4	Review first/last month rent accounting and condo fees and review monthly common fee schedule; call with R. Dunlop on appointment and receiver sale process for individual units; call with J. McClelland on pending Dunlop offer and type of condo; review Dunlop queries and pending offer conditions; review of condo declaration, draft orders, Receiver 3rd report and memo to Miller Thomson re: form unsold unit sale agreement and land registry pre-approval; email to J. McClelland on pending offer and listing agreement
Cherniak, S	30-Apr-14	1.7	Review of Morga factum. Deal with issue of form 101 versus form 111. Emails to/from Miller Thomson re; form and court attendance. Execute exclusive listing agreement for 806. Request from BMO for confidential supplement.
Finnegan, M	30-Apr-14	0.3	Review rent roll for o/s payments. Emails for follow up with D. Capaldi.
Flett, D	30-Apr-14	2.4	Review 806 listing agreement and forward to J. McClelland; call with Miller Thomson on standard vs. Common element condo; call with R. Dunlop - further questions on offer, inspection and possible conditions; call with Miller Thomson on common element condominium and form of agreement and purchase and sale for Portofino; review issues; email memo to D. Capaldi re: form of Agreement of Purchase and Sale (APS), website revisions
Cherniak, S	1-May-14	0.5	Numerous emails re court attendance Friday. Emails/discussion with D.Flett re unit 806

308

Staff	Date	Time	Narrative
Flett, D	1-May-14	2.8	Call with D. Capaldi on condo type, Form 101 and 1108 sale; memo to Miller Thomson re: form 101 and court amendments; call with J. McClelland on condo type, offer form and showings; call with D. Capaldi on interest in 806 and tenant considerations, appraisal arrangements; call with J. McClelland on 806 and other unit showings and offer process; call re 806 and tenant vacancies; email to D. Capaldi re: clarification on 806 showing and expected offer
Cherniak, S	2-May-14	2.1	Attendance at court re approval motion. Meeting with Miller Thomson re Morga. Meet with D. Capaldi prior to court. Discussions with D. Flett re 806 offer.
Finnegan, M	2-May-14	0.3	Emails with Miller Thomson re closing info. Update rent roll with vacancies as per D. Capaldi.
Flett, D	2-May-14	2.8	Review rents; call with R. Dunlop on interest in 806 and other units, conditions and sale process; email with D. Capaldi re: tenant vacancies, review lease schedule and email to query expiry dates; review 806 issues; email to R. Dunlop on agent showings; email with J. McClelland to forward court approved APS and new Schedule C
Cherniak, S	5-May-14	1.5	Review of emails from C. Rizea re 704 deal. Update on 805 showings on weekend. Update on tenant vacancies. Review of correspondence re Dalfidian lawsuit. Email to D. Capaldi. Receive closing fees on 1108. Update on website.
Finnegan, M	5-May-14	0.5	Pay and send condo fees.
Flett, D	5-May-14	3.4	Review C. Rizea/704 offer; phone call with D. Capaldi on weekend showing, website, 1108 closing, vacancies and re-leasing, 704 offer and other issues; review issues; email memo re: vacancies and May/June rents; emails with D. Capaldi, C. Rizea re: prepare 704 offer; reviewed revised website and detailed memo to D. Capaldi on revisions still to be completed, other comments; call with J. McClelland on 806/Dunlop showing, recent sale comparables and floor layouts above 8th ; email with M. Cleary re: liability policy
Cherniak, S	6-May-14	0.8	Update on C. Rizea. Discussion with D. Capaldi re Dalfidian lawsuit. Call to Miller Thomson re update. Call from CRA.
Finnegan, M	6-May-14	1.1	Call from CRA - sent receivership documents. Deposit rent cheques. Reviewed legal bill for court approval in readiness to pay
Flett, D	6-May-14	1.6	Email with D. Capaldi on May rents and tenant status; email with J. McClelland on advertising and website; call with J. McClelland on 806 offer, review offer and email to J. McClelland
Cherniak, S	7-May-14	0.9	Emails from D. Capaldi re 704 deal. Call with Paul Cassano re sign and payment of repair expenses. Update on tenant leaving 1403.
Flett, D	7-May-14	1.2	Emails with D. Capaldi on various items; review draft agreement of purchase and sale for 704; memo to D. Capaldi re: 704 and review revised APS; email to J. McClelland re: advertising
Hooper, L	7-May-14	0.1	Issued chq

Staff	Date	Time	Narrative
Cherniak, S	8-May-14	0.9	Email to Cassano. Updates on website. Review of file re Tarion and Dalfidian. Update Miller Thomson on Dalfidian.
Finnegan, M	8-May-14	0.2	Pay bill
Flett, D	8-May-14	3.8	Update on issues; review and summarize maintenance and utility invoices from Oct 29, 2013 to March 31, 2014; email with D. Capaldi on website; review revisions to website and detailed memo to D. Capaldi on further revisions required; update unsold unit master schedule; review rent roll; phone call with J. McClelland on interested parties, advertising, Receiver Schedule C and mechanics of vesting order
Cherniak, S	9-May-14	0.1	Update on website.
Flett, D	9-May-14	1.4	Review revised web site; emails with D. Capaldi on technical issue; email to J. McClelland on website revisions and link to listings; call/email with J. McClelland on website, virtual tours, advertising
Hooper, L	9-May-14	0.1	Issued chq
Finnegan, M	12-May-14	1	Prepare & send monthly property tax payment. Deposit rent cheques and update rent schedule.
Flett, D	12-May-14	0.3	Review website and memo to D. Capaldi on technical issue, revisions
Hooper, L	12-May-14	0.1	Issued chq
Cherniak, S	13-May-14	0.5	Update on activities at Portofino. Review of advertising. Review of bills from D. Capaldi.
Flett, D	13-May-14	1.2	Review website; email with R. Dunlop - potential buyer and J. McClelland; review utility and maintenance expenses; review 704 and 806 offer status, sale activity and advertising
Cherniak, S	14-May-14	0.8	Discussion re advertising. Update on unit 402. Call to Jerry Goldberg re monies in trust. Update Miller Thomson.
Flett, D	14-May-14	1.6	Review revised website and email to D. Capaldi; call with J. McClelland on website, advertising and rates, planned showings, 806 interest, 402 list price; emails with J. McClelland on advertising rates and schedules; call with realtor - P. Lokash - re: possible interest
Hooper, L	14-May-14	0.1	Issued chq
Cherniak, S	15-May-14	0.3	Call from C. Rizea re deal. Review of letter from BMO counsel to Capaldi counsel.
Finnegan, M	15-May-14	0.2	Review Capaldi expense summary, prepare and send payment of same
Flett, D	15-May-14	1.3	Calls and email with J. McClelland on 806 interested party, sales comparables, advertising options and rates, showings; review real estate channels materials; email with interested party - R. Dunlop; review Windsor condo listings re: market and pricing
Cherniak, S	16-May-14	0.3	Review and execute offer from C. Rizea. Email from BMO.

Staff	Date	Time	Narrative
Flett, D	16-May-14	2.2	Review comparable sale schedule provided to J. McClelland and email with comments to J. McClelland; review 704 offer and email with accepted offer to C. Rizea; prepare summary rent roll, schedule of listings and other information requested by BMO; draft memo to G. Fedoryn of BMO
Cherniak, S	20-May-14	0.7	Email to City of Windsor re property taxes. Email to BMO re update.
Flett, D	20-May-14	1.4	Draft memo and compile information requested by G. Fedoryn of BMO; review; call with J. McClelland on weekend showing, other units available, advertising and listing prices
Cherniak, S	21-May-14	0.2	Email from realtor re offer on 806
Cherniak, S	22-May-14	0.6	Discuss response on 806 with D. Flett. Review of correspondence from Shibley Righton. Email to Miller Thomson.
Finnegan, M	22-May-14	0.1	Call and email from Action Signs.
		93	Total Time

Staff	Position	Rate	Time
Cherniak, S	Sr. Vice President	\$450	29.5
Finnegan, M	Administrative	\$175	4.3
Flett, D	Vice President	\$325	58.1
Hooper, L	Estate Administrator	\$125	0.6
Szypula, C	Sr. Vice President	\$450	0.5
			93



311

Invoice # 87868939
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

July 15, 2014

Re: Portofino Corporation

For professional services rendered for the period May 23, 2014 July 14, 2014 as per the attached detail:

Our Fee	\$28,500.00
Disbursements (courier)	<u>8.41</u>
Sub total	28,508.41
HST	3,706.09
Total	<u>\$32,214.50</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 87868939

Amount \$32,214.50

July 15, 2014

For professional services rendered

Staff	Date	Time	Narrative
Flett, D	21-May-14	0.9	Review pricing and advertising with S. Cherniak; call with J McClelland on 806 offer; review offer and email with J McClelland on Schedule C
Hooper, L	21-May-14	0.1	Bank rec
Flett, D	22-May-14	0.7	Review 806 offer with S. Cherniak; review correspondence re: Shibley, Righton trust funds; call with J McClelland re; 806 offer, advertising, vesting order
Finnegan, M	23-May-14	0.5	File admin
Flett, D	05-May-14	2.8	Review rents with M. Finnegan; call with R Dunlop on interest in 806 and other units, conditions and sale process; email with D Capaldi re: tenant vacancies, review lease schedule and email to query expiry dates; review 806 issues with S. Cherniak; email to R Dunlop on agent showings; email with J McClelland to forward court approved Agreement of Purchase & Sale (APS) and new schedule C
Flett, D	23-May-14	1.1	Review vesting order; call with J McClelland on listings, advertising and weekend showings; review rent roll and May rent with M. Finnegan; forward vesting order to J McClelland
Flett, D	26-May-14	0.7	Call with J McClelland re: showings and potential buyer, advertising, Monte Carlo and Monac pricing
Cherniak, S	26-May-14	0.8	Review of letter from D. Capaldi counsel. Emails to/from Miller Thomson re response. Call to Miller Thomson re responding to Goldberg letter. Email to Goldberg re funds held by Miller Canfield. Review of letter from Miller Thomson to Miller Canfield and Goldberg.
Cherniak, S	27-May-14	0.5	Update from D. Flett on merits of sale of 102 and 101.
Flett, D	27-May-14	0.4	Review status of recent showings and interested parties with S. Cherniak; review 101, 102 interest and pricing
Finnegan, M	27-May-14	0.6	Email to confirm April rents still outstanding. Account for cash deposit. Deal with NSF cheque
Finnegan, M	28-May-14	0.5	Deposit rent cheques and update rent summary
Flett, D	28-May-14	0.9	Email to D. Capaldi on web site, 704; email with M. Cleary on liability insurance and memo to S. Cherniak on status and effective date; call with J. McClelland on Saturday advertising, showings, interest in 101,102; sign receiver cheques
Cherniak, S	28-May-14	0.1	Email re insurance.
Hooper, L	28-May-14	0.1	Issued cheque
Cherniak, S	29-May-14	0.4	Review of Morga letter re funds held by Miller Canfield. Respond to Miller Thomson. Review of email to D. Capaldi re website.

Staff	Date	Time	Narrative
Flett, D	29-May-14	0.4	Email with D. Capaldi on web site and 704 conditional offer; email with J McClelland on showing
Finnegan, M	29-May-14	0.4	Correspondence re outstanding rents. Pay bill
Flett, D	30-May-14	2.2	Call with J McClelland on advertising, showing, interest in 402; review with S. Cherniak and forward signed listing agreement on 402; other email with J McClelland; review draft leases for 203, 304 and email with D. Capaldi on comments, questions, confirm status of other leased units;
Cherniak, S	30-May-14	0.5	Updates on leasing of two units. Update on potential sale. Sign exclusive listing.
Cherniak, S	2-Jun-14	1.1	Update on sales activity over weekend. Discuss D. Capaldi email re tenant extending and removing unit from market. Review of ads in Windsor star. Review of offer on 402. Emails and correspondence from Rizea re going firm on deal.
Flett, D	2-Jun-14	3.2	Review issues with S. Cherniak including Interior realtor signage; lengthy call with D. Capaldi on several issues; call and emails with C Rizea (buyer), D. Capaldi and Miller Thomson on 704 waiver of financing condition and closing date; call and email with J. McClelland on 402 offer, 101 interest, advertising, May 31 Windsor star ad; review 402 offer
Finnegan, M	2-Jun-14	0.2	Review rent payments made and still outstanding
Flett, D	3-Jun-14	3.8	Review several issues with S. Cherniak - pricing, realtor exclusivity, property management arrangements, 402 offer and conditions; email memo to D Capaldi on meeting; lengthy call with J McClelland on 402 offer, showing arrangements and vacancies, 101 list price; review condo declaration; revisions to conditions for sign back of 402 offer and review with S. Cherniak, forward to J. McClelland; review offer process with S. Cherniak; review 304 lease and return final to D Capaldi; email with M. Finnegan on tenant status and new leases
Cherniak, S	3-Jun-14	1.3	Review of offer on 402. Discussions with D. Flett re counter. Update on Capaldi conversation re compensation and access to information. Review of lease document on unit 304. Update on discussion with realtor re Capaldi. Update on advertising. Set meeting with Capaldi. Review of correspondence from Goldberg re funds held by Miller Canfield.
Cherniak, S	4-Jun-14	0.1	Review of emails from D. Capaldi.
Flett, D	4-Jun-14	0.9	Acknowledge receipt of 704 notice of fulfillment and emails with purchaser and Miller Thomson on closing date and arrangements; call with J McClelland on 101 interest and 402 offer; brief review of HST rebate on new homes;
Flett, D	5-Jun-14	1.3	Review 1101 and 1403 leases and review with S. Cherniak; review unsold unit summary email to D. Capaldi re: leases and 1101 replacement listing; call with J. McClelland on 1101 replacement and feedback from viewings 408 listing and other matters
Cherniak, S	5-Jun-14	0.7	Review of offers to lease on 1101 and 1403. Discussion re cancelling listing for 1101 and re listing other unit. Set up meeting with D. Capaldi. Final documents on Quan Shi closing.

314

Staff	Date	Time	Narrative
Finnegan, M	5-Jun-14	0.5	Pay bill
Finnegan, M	6-Jun-14	1.5	Deposit and update rent roll summary
Cherniak, S	6-Jun-14	0.3	Review of counter on 402. Discuss with D. Flett
Flett, D	6-Jun-14	1.2	Review 402 offer; phone calls with J. McClelland on 402 offer, listing changes, 102 interest and advertising
Flett, D	9-Jun-14	1.4	Review 402 offer and 1008 alternative with J McClelland and S. Cherniak; calls and email with J McClelland re 1008 particulars, 402 offer status, advertising ideas
Cherniak, S	9-Jun-14	0.4	Review of revised offer on 402. Discuss response. Review of proposed ads ie bus stop, food court.
Finnegan, M	9-Jun-14	0.2	Pay bill
Hooper, L	9-Jun-14	0.1	Issued cheque
Hooper, L	10-Jun-14	0.1	Issued cheque
Finnegan, M	10-Jun-14	0.3	Pay monthly property tax arrears installment and update schedule
Cherniak, S	10-Jun-14	1	Review of magazines for potential advertising. Emails from Rizea re closing. Review of agenda items for D. Capaldi meeting. Call with G. Grecho re condo meeting re fee increase.
Flett, D	10-Jun-14	2.6	Email with C. Rizea and K. Barker re: 704 closing; review sample advertising provided by J. McClelland and review with S. Cherniak; inventory of various issues to be reviewed with D. Capaldi and prepare memo to S. Cherniak with meeting agenda and background
Flett, D	11-Jun-14	1.4	Review 1403 lease and forward signed to D. Capaldi; review rent roll and email with D. Capaldi on first/last rent arrangements; call with J. McClelland on magazine advertising, 402, 101 status, phone enquiry, proposed listing changes
Cherniak, S	11-Jun-14	0.3	Execute lease agreement-1403. Discuss meeting with D. Capaldi agenda with D. Flett
Hooper, L	11-Jun-14	0.1	Bank rec
Cherniak, S	12-Jun-14	0.4	Review of revised condo fees and budget. Update Scott D'Amore on Portofino.
Flett, D	12-Jun-14	1.6	Review 805 draft lease and comments to D. Capaldi; review memo, budget and revised condo fee schedule; memo to M. Finnegan on new leases and rent deposits; update unsold units schedule; revise/update memo to S. Cherniak on various issues to review with D. Capaldi
Flett, D	13-Jun-14	1.1	Update memo to S. Cherniak on issues to be reviewed with D. Capaldi; review liability insurance email and invoice and forward for payment; call with J McClelland on Biarritz/Trieste listing, weekend showing, Gupta offer status
Cherniak, S	13-Jun-14	0.3	Review of revised memo re meeting with D. Capaldi. Call from Scott D'Amore re interest in unfinished units.
Cherniak, S	16-Jun-14	0.3	Updates for meeting with D. Capaldi. Discuss potential listing of new unit.

Staff	Date	Time	Narrative
Flett, D	16-Jun-14	0.8	Update memo on issues to review; call with J. McClelland on Your Homes advertising, showings
Flett, D	17-Jun-14	2.2	Email with D. Capaldi on unit status and review draft lease; Call with J. McClelland on Our homes advertising and other issues; update unsold unit summary; #1101 listing cancellation; update memo for meeting with D. Capaldi; email with J. McClelland on new listing particulars and provide Schedule F of condo declaration
Cherniak, S	17-Jun-14	0.6	Review of finalized agenda. Discussion re advertising. Email from Capaldi. Execute lease of 1101. Execute cancellation of listing of 1101.
Finnegan, M	17-Jun-14	0.5	Deposit rent cheques and update rent roll
Cherniak, S	18-Jun-14	3.5	Meeting with D. Capaldi to discuss various issues with listing, commissions, showings, signage, advertising. Calls to BMO and Miller Thomson to update. Emails to/from J. McClelland re updates from meeting re listing cancellations, new listings and advertising.
Flett, D	18-Jun-14	4.8	Meeting with D. Capaldi on several issues; email memo to J. McClelland re: 408 listing cancellation, new listing details, advertising, common fees; email to M. Finnegan on tenant changes and status; phone call with D. Capaldi; email with J. McClelland on ad and photographer
Hooper, L	18-Jun-14	0.1	Issued cheque
Flett, D	19-Jun-14	2.8	Call with J. McClelland re: listing changes, Your Homes advertising; email with D. Capaldi on listing changes and other issues; review billboard advertising rate sheets and review with S. Cherniak; review three new listing agreements and email signed agreements to J. McClelland with comments and correction; review competing MLS listings and update unsold unit summary schedule; property tax information to J McClelland
Cherniak, S	19-Jun-14	0.8	Review of billboard ad rates etc. Review and execute three listing agreements.
Finnegan, M	19-Jun-14	0.5	Pay bills. File admin
Cherniak, S	20-Jun-14	0.5	Review and execute leases for 203 and 805. Review of email to realtor requesting changes to listing agreement.
Flett, D	20-Jun-14	2.1	Review 203 and 803 leases and forward signed leases to D. Capaldi; review floors 1,2 floor plan re: Miramar models; email with D. Capaldi re: concierge, web site revisions; call with J McClelland re; showings and access; new listings, billboard advertising, 1404 enquiry, Mancini client; update unsold unit summary schedule
Cherniak, S	23-Jun-14	0.3	Update on realtor and showings. Emails from D. Capaldi re concierge and website. Review of Globe & Mail fall magazine ad rates.
Finnegan, M	23-Jun-14	0.1	Update rent roll with tenant changes
Cherniak, S	24-Jun-14	0.3	Review of pictures from roof. Update on advertising.
Flett, D	24-Jun-14	1.1	Review emails from D. Capaldi; call with J. McClelland on showings, photo proofs and other advertising; review photo, Your Homes ad and future Globe advertising with S. Cherniak.

316

Staff	Date	Time	Narrative
Flett, D	25-Jun-14	1.1	Review of Your Homes ad proofs; calls with J. McClelland on showings and Your Homes and ad proofs and revisions
Cherniak, S	25-Jun-14	0.7	Review of magazine ads. Call with J. McClelland. Discussion with D. Flett. Sign docs re sale of 704. Email from Taub re email from Paglione.
Cherniak, S	26-Jun-14	0.2	Review of final ad. Update on possible en bloc offer.
Flett, D	26-Jun-14	0.8	Call with J. McClelland - review advertising, listings and multi unit enquiry; review multi unit enquiry, Your Homes ad with S. Cherniak
Finnegan, M	26-Jun-14	0.5	Pay bills
Hooper, L	26-Jun-14	0.1	Issued cheques
Flett, D	27-Jun-14	0.8	Phone call and email with J. McClelland on billboard advertising, lobby signage, showings and list prices; email to D. Capaldi on Our Homes
Flett, D	30-Jun-14	0.4	Email to J. McClelland re: MLS; email with D. Capaldi; email with Miller Thomson re: 704 closing and receive closing funds
Flett, D	2-Jul-14	1.2	Email with J. McClelland and S. Cherniak re: reporting of non-MLS sales; review of emails from D. Capaldi on several items; phone call with unit owner / potential purchaser re: status and sales process
Finnegan, M	2-Jul-14	1.5	Deposit. Update common fee schedule and prepare fee cheque. Review outstanding rents and email to D. Capaldi to confirm
Finnegan, M	3-Jul-14	0.3	Emails from D. Capaldi & D. Flett re vacancies on units - update rent schedule
Flett, D	3-Jul-14	2.8	Update S. Cherniak on issues and interested party - A Simone; review information on MLS reporting of private sales; two calls with M. Dunford of CRA on unfiled payroll and HST returns and Receiver HST returns; review HST return status with S. Cherniak, M. Finnegan; review June 30 quarterly reporting with S. Cherniak and M. Finnegan; review draft lease for 1301; review D Capaldi email re; tenant notices; memo to J McClelland on interested party enquiry - unit particulars and list prices
Cherniak, S	3-Jul-14	1.2	Review of correspondence from Leschied/Morga re funds held by Portofino. Review of email from Miller Thomson re decision to try issue of solicitor lien separate from motion. Respond. Call from current owner re interest in another unit. Update on response. Email from J. McClelland re Mere posting. Review of email from D. Capaldi re issue. Call from CRA. Update on status of payroll and HST. Emails from D. Capaldi re 603,1502 and 1301. Discuss reporting on quarterly reporting.
Cherniak, S	4-Jul-14	0.8	Emails from D. Capaldi re website, leasing, CRA. Update on potential purchaser. Call with CBRE re en bloc purchase. Call to BMO re same. Instruct D. Flett to prepare NDA and schedule of info.
Flett, D	4-Jul-14	3.2	Call/emails with J. McClelland on A Simone enquiry, virtual tours and web site; review update web site and email with D. Capaldi re: site; prepare summary schedule of Unsold Unit key information and review with S. Cherniak re: CBRE enquiry ; Prepare

317

Staff	Date	Time	Narrative
			Confidentiality/NDA; review D Capaldi email re: CRA, 1301
Cherniak, S	7-Jul-14	0.2	Updates from D. Capaldi re leasing status and website.
Cherniak, S	8-Jul-14	1.2	Calls and emails with J. McClelland re 904. Review offer and send back counter. Review of NDA. Send to CBRE. Review of correspondence from Miller Thomson re Dalfidian.
Finnegan, M	8-Jul-14	0.5	Pay bills
Hooper, L	8-Jul-14	0.1	Issued cheque
Finnegan, M	9-Jul-14	1.5	Deposit rent cheques and update rent roll
Cherniak, S	9-Jul-14	0.9	Calls and emails with J. McClelland on 904 counter. Review of magazine ad. Review of sign.
Cherniak, S	10-Jul-14	1.2	Finalize offer on 904. Phone calls and emails with J. McClelland. Emails to/from D. Capaldi on lease of 1301.
Finnegan, M	10-Jul-14	1	Pay property tax installment and update outstanding 2012 tax schedule. Various emails re unit rentals and rent payment clarification.
Cherniak, S	11-Jul-14	0.3	Call with J. McClelland re questions on units re showings.
Hooper, L	11-Jul-14	0.1	Issued cheques
Finnegan, M	14-Jul-14	1	Deposit. Pay bills
		86.9	Total Time

Staff	Position	Rate	Time
Cherniak, S	Sr. Vice President	\$450	21.2
Finnegan, M	Administrative	\$175	12.1
Flett, D	Vice President	\$325	52.7
Hooper, L	Estate Administrator	\$125	0.9
			86.9



318

Invoice # 87891268
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

August 25, 2014

Re: Portofino Corporation

For professional services rendered for the period July 15, 2014 through August 22, 2014 as per the attached detail:

Our Fee	\$25,000.00
Disbursements (courier)	<u>8.44</u>
Sub total	25,008.44
HST	3,251.10
Total	<u>28,259.54</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 87891268

Amount \$28,259.54

August 25, 2014

For professional services rendered

Staff	Date	Time	Narrative
Flett, D	14-Jul-14	3.8	Calls and emails with J. McClelland on showings, 904 conditional sale, advertising; 1105 tenant and unit upgrades; unfinished unit interest; memo re list price reductions and unfinished unit list prices; review liability insurance declaration; review various emails from D Capaldi; update schedule of unsold units; review Metrix appraisal; review condo declaration re: 904 parking; email to D. Capaldi on 904 parking
Finnegan, M	15-Jul-14	0.5	File admin
Flett, D	15-Jul-14	1.3	Sign amendments for 701,804 list price reductions; call and email with J McClelland on 904 parking, showings, unfinished unit list prices; review emails from D Capaldi on tenant status
Flett, D	16-Jul-14	2.2	Review 1104 offer and calls with J McClelland on offer and other issues; email re 1104 offer; review draft 1008 lease; email with D Capaldi on tenant status and vacancies; 904 conditional sale, 1008 lease;
Flett, D	17-Jul-14	2.6	Review email from D Capaldi on various items; review draft 408 lease; sign and return 1301 lease; call with M Dunford of CRA re: HST returns and review; email with D Capaldi re: HST returns; sign listing agreement for 1104; calls and email with J McClelland on 1104 status, 904 tenant, photos and virtual tours, showings
Flett, D	18-Jul-14	2.6	Emails with D Capaldi on tenant status, HST returns; review MLS listings; call/email with J McClelland on virtual tours, 904 conditions, 1104 offeror; utilities, improvements; prepare rent versus own analysis
Cherniak, S	19-Jul-14	0.5	Review and approve changes to list prices. Updates on leasing and sales activity.
Cherniak, S	21-Jul-14	0.7	Send info to CBRE. Review of pictures of listed vacant units. Discussion re improvements to vacant units. Discussion re no hydro to certain units.
Flett, D	21-Jul-14	2.2	Update on issues, listings, 904 conditional sale; email with D Capaldi; update master unsold unit summary; update unsold unit schedule for CBRE; email with J McClelland on various items and review photos provided; call with J McClelland on weekend showing; 1104 interested party; flooring
Finnegan, M	21-Jul-14	0.5	Deposit
Hooper, L	21-Jul-14	0.1	Bank rec
Flett, D	22-Jul-14	1.6	Email with D Capaldi on listed unit flooring, web site, other matters; review photos for listings; call with J McClelland on 904 conditional sales, 1404 interest, advertising, showings
Cherniak, S	22-Jul-14	0.8	Update on sale of 904. Review of photos of units. Discussion re possible small renovations to units. Review of emails to D Capaldi re website and utilities. Update on potential showings.

Staff	Date	Time	Narrative
Cherniak, S	23-Jul-14	0.3	Update on sales activity. Sign lease for 1008, review of emails from D Capaldi including flooring replacement for 1404.
Flett, D	23-Jul-14	0.4	Email with D Capaldi on various issues and review listed units; finalize 408 lease and forward to D Capaldi;
Flett, D	24-Jul-14	0.3	Review and forward 904 release to J McClelland; email with D Capaldi on various items
Cherniak, S	24-Jul-14	0.2	Update on website. Execute mutual release on 904. Update BMO on sales activity.
Cherniak, S	25-Jul-14	0.1	Review of email from D. Capaldi.
Flett, D	25-Jul-14	0.3	Emails with D Capaldi on various issues; Message from and email with J McClelland on showings and advertising
Hooper, L	25-Jul-14	0.1	Issued chq
Finnegan, M	25-Jul-14	0.5	Pay bills. Emails with Globe and Mail re real estate advertising
Flett, D	28-Jul-14	1.6	Email with D Capaldi on various; review draft 408 lease; call with J McClelland on listed units; emails with J McClelland on showings, vacancies and prices on units not listed
Cherniak, S	28-Jul-14	1	Emails from D Capaldi re lease of 408, website. Meet with J. McClelland and tour 1404, 402 and 701.
Cherniak, S	29-Jul-14	0.2	Emails from D Capaldi. Review pricing on units.
Flett, D	29-Jul-14	2.6	Various email with D Capaldi; review draft 408 lease; review 1502 pricing and appraisal ranges; lengthy call with D Capaldi on web site, 408 draft lease, 906 tenant, other tenant status; call and email with J McClelland on showings, pricing; update unsold unit summary
Flett, D	30-Jul-14	0.3	Review 408 lease terms; email/call to D Capaldi re: 408 leases; email with J McClelland on showings
Flett, D	31-Jul-14	0.4	Review draft 603 lease; email with D Capaldi on lease and web site hosting; review status of issues, including web site
Cherniak, S	31-Jul-14	0.2	Update on website. Review of lease of 603.
Cherniak, S	1-Aug-14	0.2	Emails from D Capaldi re lease of 104 and 603.
Flett, D	1-Aug-14	0.3	Email with D Capaldi on various; review 104 draft lease
Flett, D	5-Aug-14	1.3	Email with D Capaldi on leases and other; email and call with J McClelland on showings, advertising, virtual tours; review virtual tours and web site
Finnegan, M	5-Aug-14	0.1	Update rent roll re vacancies
Hooper, L	6-Aug-14	0.1	Issued chqs
Flett, D	6-Aug-14	3.5	Review offers to date and prepare summary/analysis of offers received; call with J McClelland on showing, billboard advertising, National Post paper, upper floor cabinetry; review various email from D Capaldi; email with J McClelland on offers to date; update current listings schedule and draft memo to bank on sale status, listings, marketing
Cherniak, S	6-Aug-14	0.8	Call with BMO re update. Discuss contents of memo to BMO with D Flett. Review of memo. Send to BMO.

321

Staff	Date	Time	Narrative
Flett, D	7-Aug-14	2.8	Email with D Capaldi on virtual tours, upper floor suites and other; review Globe advertising and rates; review MLS listings; review Globe, National Post, and billboard advertising, buyer renovation credit, re-sale listings; email/ calls with J McClelland on post ad, showing; billboard locations
Cherniak, S	7-Aug-14	1.2	Review various advertising alternatives and advertising rates for Globe, National Post and billboards. Review virtual tour of 1404. Begin review of Dalfidian pleadings. Correspondence from MT re LC Motion.
Finnegan, M	7-Aug-14	0.5	Pay bills
Flett, D	8-Aug-14	2.5	Calls with J McClelland on showings, 904 listing, advertising; re-sale listings and virtual tours; sign 408 lease and forward to D Capaldi; update on tenant status; memo to D Capaldi on 904 tenant;
Cherniak, S	11-Aug-14	0.7	Update on LC Motion cancelled. Review correspondence from Morga. Call from Miller Thomson re emails from BMO counsel re new counsel for D Capaldi. Update Miller Thomson on sales process re questions from BMO counsel. Review of order re lifting of stay. Emails from D Capaldi re 408 and 904.
Cherniak, S	12-Aug-14	0.2	Updates on court date for LC Motion.
Finnegan, M	12-Aug-14	1.5	Deposit rent cheques and update rent roll
Finnegan, M	13-Aug-14	0.5	Begin working on HST returns
Cherniak, S	13-Aug-14	0.3	Review of Dalfidian claim. Execute lease agreement. Review price reduction strategy.
Flett, D	13-Aug-14	0.6	Email with D Capaldi on tenant changes; forward signed 104 lease; review market activity; review Globe and Mail ad
Flett, D	14-Aug-14	1.5	Email with D Capaldi on tenants, other issues; review virtual tours and forward to D Capaldi for web site; lengthy call with J McClelland on advertising, activity, pricing, upper floor showing and other issues; review listings on Bob Pedler website
Cherniak, S	14-Aug-14	0.2	Discussion on price reduction strategy.
Flett, D	15-Aug-14	3.2	Emails with D Capaldi on leases, virtual tours and interior finishes and review schedules; calls with J McClelland on list prices, comparables sales, unfinished Trieste suites, advertising, 1404 and 904 interested parties; emails with J McClelland on virtual tours, Trieste and website revisions/corrections; review new housing HST rebate information and worksheets;
Finnegan, M	15-Aug-14	1	Email to/from realtor re pictures for sale ads. Draft potential ads
Finnegan, M	18-Aug-14	1	Filing outstanding HST returns
Flett, D	18-Aug-14	2.6	Review MLS condo sales and Portofino sales data provided by J McClelland and analyze vs appraisal data, sale price per sq ft etc.; review National Post proof and email with J McClelland on edits; review issues with list price changes, National Post ad; Portofino re-sales, 904 interest; review email from D Capaldi on tenants, expenses; calls with J McClelland on list price reductions, advertising and other issue

322

Staff	Date	Time	Narrative
Cherniak, S	18-Aug-14	0.8	Emails from D Capaldi re invoicing. Meet with D. Flett to review condo sales in Windsor and discuss and revise pricing strategy on listed units.
Hooper, L	18-Aug-14	0.1	Bank rec
Hooper, L	19-Aug-14	0.1	Issued chq
Cherniak, S	19-Aug-14	1.3	Review of bills from D Capaldi email to D Capaldi re timing of bills. Execute listing revisions. Update on potential offers.
Flett, D	19-Aug-14	2.4	Calls and email with J McClelland on seeking offer from 904 interested party and request for 804, 904 showings, MLS sales report; review MLS sales report for district 4 and analyze including dollars per sq foot; review property maintenance expenses and email with D Capaldi
Finnegan, M	19-Aug-14	0.5	Pay bills
Finnegan, M	20-Aug-14	0.5	Deposit and update rent roll
Flett, D	20-Aug-14	2.8	Review property maintenances expenses and prepare memo on queries; email with J McClelland on listings, showings,
Cherniak, S	20-Aug-14	1.1	Email from D Capaldi re support for expenses. Review detail. Discuss and review draft email re issues with expense claim. Email to D Capaldi.
Cherniak, S	21-Aug-14	0.3	Discuss D Capaldi response to expense query with D.Flett. Deal with BMO re funds transfer.
Flett, D	21-Aug-14	3.2	Review memo from D Capaldi on property maintenance expenses; review 1108 APS and draft memo; call with S Merry of BDO re HST rebate on unfinished units; memo to file on HST rebate on unfinished; call with J McClelland on 804, 904 showings and verbal offer; memo re: 904; prepare renovation reimbursement clause for Schedule A to Form 101
Finnegan, M	21-Aug-14	0.6	Emails to/from BMO/Capaldi to trace where particular rent cheques had been deposited.
Finnegan, M	22-Aug-14	0.5	Reviewing rent payments to company bank account and requesting transfer to Receiver's account
Cherniak, S	22-Aug-14	0.9	Review of response to D Capaldi re expenses. Send response. Review of correspondence re Dalfidian and finish review of materials. Email to/from J. McClelland re composition of building owners/tenants.

70.1 Total Time

Staff	Position	Rate	Time
Cherniak, S	Sr. Vice President	\$450	12
Finnegan, M	Administrative	\$175	8.2
Flett, D	Vice President	\$325	49.4
Hooper, L	Estate Administrator	\$125	0.5
			70.1



323

Invoice # 87930117
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

October 22, 2014

Re: Portofino Corporation

For professional services rendered for the period August 23, 2014 through October 20, 2014 as per the attached detail:

Our Fee	\$20,000.00
Disbursements (courier/mileage)	<u>249.13</u>
Sub total	20,249.13
HST	2,632.39
Total	<u>\$22,881.52</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice #	87930117
Amount	\$22,881.52

324

October 22, 2014

For professional services rendered

Staff	Date	Time	Narrative
Cherniak, S	25-Aug-14	1	Review of offer on unit 904. Calls with J. McClelland. Review of counter offer.
Cherniak, S	26-Aug-14	0.9	Discussion with D. Flett re acceptance of offer on 904 and various alternatives re pricing. Review and execute offer.
Flett, D	26-Aug-14	2.4	Review status of 904 offer and other issues with S. Cherniak; calls with J. McClelland on 904 offer, showings, advertising and forward counter offer; revision to counter and forward; review accepted offer; review Pinnacle sales comparables.
Cherniak, S	27-Aug-14	0.5	Email from Miller Thomson re closing documentation on units 704 and 1108. Update on interest in unit 1105.
Flett, D	27-Aug-14	2.5	Review Portofino and comparable MLS listings and update unsold unit master schedule; email with J. McClelland on unit 1105 interest, tenant status and other issues; email with Scott Merry of BDO re: HST new housing input rebate limits.
Cherniak, S	28-Aug-14	0.3	Review of D. Capaldi email re Quan Shi expenses. Respond.
Flett, D	28-Aug-14	0.3	Review property expenses with S. Cherniak and S. Cherniak memo to D. Capaldi; prepare April-July expenses for payment.
Cherniak, S	29-Aug-14	0.3	Reconcile closing docs for two sales for R&D.
Flett, D	29-Aug-14	0.4	Call with J. McClelland on showings, prices of non-listed units; update unsold unit schedule.
Cherniak, S	2-Sep-14	0.2	Update on sale of unit 904. Review advertising.
Flett, D	2-Sep-14	0.6	Call and emails with J. McClelland on unit 604 conditional sale, advertising, unit 603 and 803 showings and other matters.
Flett, D	3-Sep-14	0.5	Return on rented suite calculation; review and sign cheques; email with J. McClelland on advertising and showings
Hooper, L	3-Sep-14	0.1	Issued cheque
Cherniak, S	4-Sep-14	0.3	Email from BMO re insurance for ECC 122. Email to D. Capaldi re same. Call with Scott d'Amore re condo sales.
Finnegan, M	4-Sep-14	0.5	Paid property taxes.
Flett, D	4-Sep-14	0.2	Review status of ESCC 122 insurance and other issues with S. Cherniak
Cherniak, S	5-Sep-14	0.3	Receipt and review of insurance policies.
Finnegan, M	5-Sep-14	0.5	Bill payments

325

Staff	Date	Time	Narrative
Flett, D	5-Sep-14	0.8	Call with J. McClelland on unit 904 sale conditions and inspection, showings; email to D Capaldi on unit 904 repair item.
Hooper, L	5-Sep-14	0.1	Issued cheques.
Finnegan, M	10-Sep-14	1.5	Deposit and update rent schedule
Flett, D	10-Sep-14	0.4	Review unit 904 fulfillment of conditions; emails with J. McClelland, Miller Thomson and S. Cherniak on unit 904 conditions, documents and closing, showings; email with D. Capaldi on unit 904 closing date and repair to unit.
Cherniak, S	11-Sep-14	1	Emails from J. McClelland re finalization of unit 904. Review of offer on 1105. Calls and emails from J. McClelland re offer. Emails from D. Capaldi re unit 904.
Hooper, L	11-Sep-14	0.1	Bank reconciliation.
Cherniak, S	12-Sep-14	0.5	Update D. Flett on units 904 and 1105 potential. Discuss strategy for pricing.
Finnegan, M	12-Sep-14	1	Pay bills. Deposit rent cheques
Flett, D	12-Sep-14	4.2	Review unit 1105 offer; review Metrix appraisal and review unit 1105 offer considerations with S. Cherniak; memo to D. Capaldi re: unit 1105; call with J. McClelland on showings and unit 1105 offer.
Hooper, L	12-Sep-14	0.1	Issued cheques.
Cherniak, S	15-Sep-14	0.1	Email from D. Capaldi re upgrades to unit 1105. Discuss counter offer.
Flett, D	15-Sep-14	0.8	Email with D. Capaldi re: unit 1105; call with J. McClelland on unit 1105 counter offers, showings, unit 402 interest.
Cherniak, S	16-Sep-14	0.3	Discuss counter on unit 1105. Execute counter. Emails from D. Capaldi.
Flett, D	16-Sep-14	0.9	Email with D. Capaldi re: unit 1105 upgrades and tenants status; review offer with S. Cherniak and forward counter offer to J. McClelland; call with J. McClelland on unit 1105, showings.
Cherniak, S	17-Sep-14	0.9	Deal with offer and counter on unit 1105. Discussions re counter offer.
Flett, D	17-Sep-14	0.8	Review unit 1105 counter offer; forward Receiver's counter offer; call with J. McClelland; email with J. McClelland on vacancies, photos.
Cherniak, S	18-Sep-14	0.9	Update BMO on sales of units. Update on sale of unit 1105. Review of advertising for Globe & Mail.
Finnegan, M	18-Sep-14	1	Work on for sale newspaper ad for Globe & Mail.
Flett, D	18-Sep-14	0.6	Call with J. McClelland on unit 1105 offer, other showings; review unit 1105 with S. Cherniak; review draft Globe and Mail ad and revisions; review sale status with S. Cherniak.
Cherniak, S	19-Sep-14	0.2	Updates on advertising and sales activity.

326

Staff	Date	Time	Narrative
Finnegan, M	19-Sep-14	0.6	Finalize Globe & Mail ad and arrange insertions in newspaper. Pay bills.
Flett, D	19-Sep-14	0.9	Review and approve invoices; email with J. McClelland on unit 1105; call with J. McClelland on showings and provide prices on non-MLS listed units; review Globe and Mail advertisement.
Hooper, L	19-Sep-14	0.1	Issued cheques
Cherniak, S	22-Sep-14	0.5	Review of finalized offer on unit 1105. Update BMO.
Cherniak, S	23-Sep-14	0.6	Review of listing agreements for extensions and price reductions. Review of emails to D. Capaldi.
Finnegan, M	23-Sep-14	0.5	Outstanding rents reconciliation; email to C. Prieur for follow up.
Flett, D	23-Sep-14	3.2	Review unit 1105 deal with S. Cherniak; call with J. McClelland on unit 1105; review listing extensions and list prices with S. Cherniak and forward amendments to J. McClelland; email with D. Capaldi re unit 1502; review draft unit 603 lease; update unsold units master list and review re-sale listings.
Cherniak, S	24-Sep-14	0.8	Review of status of unit 1105 sale. Discussion and review of correspondence re HST on sale of unfinished units. Review of tenants moving into unit 1503.
Finnegan, M	24-Sep-14	0.5	File HST return. Email to D. Capaldi re same. Follow up with C. Prieur re outstanding rent payments.
Flett, D	24-Sep-14	1.8	Email with D. Capaldi re: unit 1105 sale, unit 1502 lease; call with J. McClelland on unit 1105 conditions, showings, buyer queries; review HST rules and unfinished unit rebate with S. Cherniak.
Hooper, L	24-Sep-14	0.1	Issued cheque.
Cherniak, S	25-Sep-14	0.1	Review of email from D. Capaldi.
Finnegan, M	25-Sep-14	0.2	Email from D. Capaldi re outstanding rent issues and update rent roll.
Flett, D	25-Sep-14	1.2	Review unit 402 offer; call with J. McClelland on unit 402, HST, roof completion; updates to unsold unit summary list.
Cherniak, S	26-Sep-14	0.4	Review of offer on unit 402. Discuss response and review comparables. Review of ad in Globe & Mail. Review of emails re HST rebate application.
Flett, D	26-Sep-14	1.2	Review unit 402 offer, advertising with S. Cherniak; call with J. McClelland on unit 402 offers, showings, unit 708 interest; email with S. Merry re: HST on unfinished units.
Hooper, L	26-Sep-14	0.1	Issued cheque.
Cherniak, S	29-Sep-14	0.3	Call with realtor re potential offer on unit 603 and update on counter on unit 402. Email re weekend activity. Emails re Globe & Mail ad.
Cherniak, S	30-Sep-14	0.3	Prepare and send counter on unit 402.

327

Staff	Date	Time	Narrative
Finnegan, M	30-Sep-14	0.5	Deposit
Cherniak, S	1-Oct-14	0.4	Update on unit 402 offer. Discuss strategy for potential offer on unit 603.
Flett, D	1-Oct-14	1.7	Review unit 402 offer, unit 603 buyer interest and tenant considerations with S. Cherniak; calls with J. McClelland on unit 402 offer, unit 1404 enquiry, unit 603 interested party, other showings.
Cherniak, S	2-Oct-14	0.5	Review unit 402 situation. Discuss and prepare counter.
Flett, D	2-Oct-14	0.8	Call with J. McClelland on unit 402 offer, unit 1404 enquiry and other issues; forward unit 402 counter offer; update schedule of offers received.
Flett, D	3-Oct-14	0.2	Email with D. Capaldi and J. McClelland; review tenant status.
Cherniak, S	6-Oct-14	1.2	Review of correspondence from BMO re Letter of Credit. Respond. Call with Greg Fedoryn re update. Review and execute clean copy for sale of unit 1105. Update on activity over the weekend and deal in progress. Email to City of Windsor re property taxes. Review of emails from D. Capaldi re leases at units 603 and 401.
Finnegan, M	6-Oct-14	0.5	Banking reconciliation re deposits of direct debit rents, Letter of Credit fees paid to BMO.
Flett, D	6-Oct-14	2.8	Review unit 603 lease; review unit 1105 clean offer and forward signed offer to J. McClelland; email with D. Capaldi re: tenants; call with J. McClelland re: unit 402 offer status, showings, unit 1404 interest; review property tax status; review reporting to BMO with S. Cherniak; prepare summary schedule of sales to date.
Cherniak, S	7-Oct-14	1.5	Review of roof quotes for roof repair. Email to D. Capaldi. Review and edit email to BMO re update. Email to City of Windsor re property tax arrears. Review of schedule and respond to questions. Review of property tax calculation arrears and current. Compare to lease receipts.
Finnegan, M	7-Oct-14	1.2	Research roofing companies references re roof repair contracts. Deposit rents. Update rent roll. Update property tax payment schedule.
Flett, D	7-Oct-14	1.3	Email with D. Capaldi re; roof, unit 603 lease; review of property taxes and balance owing; prepare memo to BMO to update on sales and advertising.
Hooper, L	7-Oct-14	0.1	Issued cheque
Cherniak, S	8-Oct-14	0.1	Review of response by D. Capaldi re Tarion. Review of letter to D. Capaldi counsel re lien claim.
Flett, D	8-Oct-14	0.4	Email with D. Capaldi; call with J. McClelland on Palmero suites, tenant status and list prices, unit 402 offer.
Hooper, L	8-Oct-14	0.1	Issued cheque
Cherniak, S	14-Oct-14	0.2	Update on sales activity, units 1105 and 402.

328

Staff	Date	Time	Narrative
Finnegan, M	14-Oct-14	0.6	Request new HST filing code re Aug HST return. File Aug and Sept, 2014 HST returns.
Hooper, L	14-Oct-14	0.1	Issued cheque
Flett, D	14-Oct-14	0.7	Call with J. McClelland on showings, unit 1105 sale conditions, unit 402 offer.
Flett, D	15-Oct-14	0.2	Emails with D. Capaldi and J. McClelland on tenant status, unit 904 and unit 1105 conditions/closings.
Finnegan, M	15-Oct-14	0.5	Pay bills
Flett, D	16-Oct-14	0.4	Review ESCC #122 AGM materials and financial statements and review with S. Cherniak; review roof repair details.
Cherniak, S	16-Oct-14	1.2	Review of AGM package. Email to D. Capaldi re questions from AGM package.
Cherniak, S	17-Oct-14	0.2	Revise email. Send to D. Capaldi.
Flett, D	17-Oct-14	0.2	Review of email with D Capaldi; email with J McClelland on closings, showings.
Cherniak, S	20-Oct-14	0.2	Review of D. Capaldi response re condo meeting. Update on sale of unit 1105.
		61.1	Total Time

Staff	Position	Rate	Time
Cherniak, S	Sr. Vice President	\$450	16.2
Finnegan, M	Administrative	\$175	9.6
Flett, D	Vice President	\$325	34.40
Hooper, L	Estate Administrator	\$125	0.9
			61.1



329

Invoice # 87969756
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

December 15, 2014

Re: Portofino Corporation

For professional services rendered for the period October 21, 2014 through December 15, 2014, as per the attached detail:

Our Fee	\$34,500.00
Disbursements (courier/mileage)	<u>16.53</u>
Sub total	34,516.53
HST	4,487.14
Total	<u>\$39,003.67</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 87969756

Amount \$39,003.67

330

December 15, 2014

For professional services rendered

Staff	Date	Time	Narrative
Cherniak, S	21-Oct-14	0.3	Update on activity. Review of legal invoice from BMO.
Flett, D	21-Oct-14	0.9	Call with J. McClelland on unit 1105 sale, showings, other; review sale, showings and west roof status.
Hooper, L	21-Oct-14	0.1	Bank reconciliation.
Flett, D	22-Oct-14	0.4	Email with J. McClelland and review pictures and virtual tour; email with D. Capaldi on virtual tour; review web site.
Cherniak, S	22-Oct-14	0.3	Update from Miller Thomson on LC Motion. Update on status of unit 1105.
Cherniak, S	23-Oct-14	0.5	Emails to/from Miller Thomson re update on BMO requests and update on D. Capaldi claim. Review of correspondence with D. Capaldi.
Cherniak, S	24-Oct-14	0.1	Review of voice message re AGM.
Flett, D	24-Oct-14	3.6	Update unsold unit summary schedule for 2014 taxes, common fees; review property tax arrears; analysis of unfinished units; review unit 904 closing documents; prepare stakeholder reporting letter.
Flett, D	27-Oct-14	3.3	Update on issues, unit 1105 closing, unfinished unit carrying costs; stakeholder report format/content; update sale schedule and prepare report to stakeholders; call with J. McClelland on recent showings, advertising, unfinished units pricing; unit 1105 conditions.
Hooper, L	27-Oct-14	0.1	Issued cheque
Finnegan, M	27-Oct-14	0.3	Prepare draft R & D
Cherniak, S	27-Oct-14	1	Review of execution of documents re sale of unit 904. Email to David Taub re sale process. Update on sales activity.
Cherniak, S	28-Oct-14	1.2	Review and edits to letter to stakeholders. Update service list. Edits to R&D.
Finnegan, M	28-Oct-14	1.5	Update R&D and court approved fee schedule. Deposit rent cheques and update rent schedule. Pay bills. Updates to report to stakeholders.
Flett, D	28-Oct-14	1.4	Revisions to stakeholder report and statement of receipts and disbursements; email with J. McClelland.
Flett, D	29-Oct-14	0.4	Review final version report to stakeholders; email with D. Capaldi re: unit 1404 repair issues.
Finnegan, M	29-Oct-14	0.2	Send receiver's report to stakeholders.
Cherniak, S	29-Oct-14	0.5	Finalize report and service list. Update on problems with unit 1404. Authorize repairs.

331

Staff	Date	Time	Narrative
Cherniak, S	30-Oct-14	0.6	Updates from D. Capaldi on repairs. Update on sale of 15th floor unit. Recommend list price adjustment to our current unit. Email from Miller Thomson re sale closing tomorrow.
Flett, D	30-Oct-14	0.9	Call with J. McClelland on unit 1105 sale, unit 1504 re-sale, showings and other issues; review market and issues.
Flett, D	31-Oct-14	2.2	Review garage and parking space land registrations and property tax treatment; call with J. McClelland on unit 1105 conditions, unit 1104 offer; review Marseilles staging quote; email with D. Capaldi on garages, further call, email with J. McClelland on unit 1104; email to S Merry re: HST on garages.
Cherniak, S	31-Oct-14	0.5	Update on possible offer on unit 1104 and execute exclusive listing agreement. Review of staging proposal. Review of potential offer on garage.
Finnegan, M	3-Nov-14	0.5	Deposit
Flett, D	3-Nov-14	1.6	Review unit 1104 offer; call with J. McClelland on unit 1104 offer and listing agreement, showings, garage HST; email/call with S. Merry re: HST on garages; email with D. Capaldi; prepare unit 1104 counter and other documents.
Cherniak, S	3-Nov-14	0.7	Review of offer on unit 1104. Discuss with D. Flett. Review of listing agreement for garage. Update from D. Capaldi on garage units. Call and email re LC Motion.
Cherniak, S	4-Nov-14	1	Update on unit 1105 waiver of conditions. Execute price reduction to unit 1404. Counter re unit 1104. Execute new listing for garage. Include new offer for garage in counter on unit 1104.
Flett, D	4-Nov-14	1.3	Call with J. McClelland on unit 1105 conditions - parking space issue, showings unit 1404 interest; prepare unit 1104 counter and fwd to J McClelland; unit 1404 listing amendment.
Flett, D	5-Nov-14	0.4	Call with J. McClelland on unit 1104 offer, other issues; review re-sale listings.
Cherniak, S	5-Nov-14	0.3	Update on realtor response to counter on unit 1104. Call from BMO.
Cherniak, S	6-Nov-14	0.9	Email from D. Capaldi re tenants vacating. Counter offer on unit 1104. Review and respond. Call from Miller Thomson re Northbridge. Review Tarion file and respond.
Flett, D	6-Nov-14	1.3	Email with D. Capaldi on tenants; calls/email with J. McClelland on unit 1104 offer, unit 1105 sale status, conditions and parking space query.
Flett, D	7-Nov-14	3.4	Call with J. McClelland on showings, unit 1104, unit 1105 parking issue, showings; emails with J. McClelland on unit 1104, unit 1105; review MLS ytd comparable sales to date and summarize; finalize unit 1104 offer; update master inventory schedule.
Cherniak, S	7-Nov-14	1.1	Review of offer on unit 1104. Review and execute sign backs on unit and garage.

332

Staff	Date	Time	Narrative
Cherniak, S	10-Nov-14	1.5	Conf call BMO/Miller Thomson/D. Taub re condo sale strategy, LC Motion, D. Capaldi lawsuit. Call with Miller Thomson after conference call re same. Update on sale of unit 1104. Update on painting of leased unit. Issue re property taxes for garage.
Flett, D	10-Nov-14	3.3	Call with BMO and counsel on sales process; call with Miller Thomson and S. Cherniak on unfinished units; review surface garage and parking space property taxes and emails with City Windsor and D. Capaldi; calls and emails with J. McClelland on unit 1105 status; unit 1104 offer; showings; garages; garages taxes and condo fees.
Flett, D	11-Nov-14	0.4	Review unit 601 draft lease and email with D. Capaldi; review staging quote, photo invoice and email with J. McClelland.
Hooper, L	11-Nov-14	0.1	Issued cheque.
Cherniak, S	11-Nov-14	0.3	Emails from D. Capaldi re parking garage property taxes, bond premiums and lease of unit 602.
Hooper, L	12-Nov-14	0.1	Issued cheques.
Finnegan, M	12-Nov-14	1.7	Discussion with D. Flett re parking garage property tax situation and updates to property tax schedule. Pay bills. Review online banking to confirm direct deposit rent payments and update banking.
Flett, D	12-Nov-14	0.4	Email with City re: garages taxes; call with J. McClelland on unit 1104, unit 1105 sales.
Flett, D	13-Nov-14	2.8	Prepare schedule/analysis of unfinished unit selling prices as completed; call with J. McClelland on unit 804 offer, unit 1105 conditions, showings; MLS reporting; review unit 804 with S. Cherniak and forward counter offer; email with A. Bardwell of MPAC.
Finnegan, M	13-Nov-14	0.8	Deposit rent cheques.
Hooper, L	13-Nov-14	0.1	Bank reconciliation.
Cherniak, S	13-Nov-14	0.5	Review and discussion re offer on unit 804. Counter offer. Update on posting sales to MLS for exclusive listings.
Cherniak, S	14-Nov-14	0.5	Updates and counter on unit 804. Update from MPAC on property taxes for parking spaces. Update on unit 1105 sale. Discussion potential offer on unit 1404.
Flett, D	14-Nov-14	3.6	Call with MPAC re: garages and surface spaces; memo to D. Capaldi, J. McClelland on garage taxes; review of unit 804 counter offer; calls and email with J. McClelland re: unit 804 and write-up, finalize offer; update/revise schedule of offers and sales to date; call with J. McClelland on unit 1404 showing and possible offer; sign and return MLS listings for unit 1105.

334

Staff	Date	Time	Narrative
Flett, D	17-Nov-14	3.8	Review and compile unit 804 acceptance documents; forward signed unit 601 lease to D. Capaldi; review unit 1404 offer with S. Cherniak and call with J. McClelland re: unit 1404; review unfinished unit en bloc sale analysis with S. Cherniak and revisions to schedule; review unit 1104 amendment and return to J. McClelland; call with J. McClelland on unit 1104 amendments and status.
Cherniak, S	17-Nov-14	0.8	Review of offer on unit 1404. Discuss with D. Flett. Review and execute lease on 601. Deal with amendment to deal on unit 804. Review of schedule comparing sale of unfinished units after completion vs. Receiver's list price.
Cherniak, S	18-Nov-14	0.7	Update on unit 1105 sale falling through. Update on sale of unit 804. Update on tenants moving from unit 1105. Review of correspondence from BMO re legal fees.
Flett, D	18-Nov-14	2.2	Review and return unit 1104 lot amendment; email and call with J. McClelland on unit 1105 sale not completed and mutual release; review unit 1105 sale and unit 1404 interest status with S. Cherniak; further call with J. McClelland on unit 1105, advertising, listings; review re-sale listings.
Flett, D	19-Nov-14	1.8	Calls with J. McClelland on unit 804 conditions and inspection, unit 1105 status, re-sale listings; email with D. Capaldi on unit 1105 tenants, gas hook up to vacant, listed units; review re-sale listings and update master inventory schedule; review with S. Cherniak.
Cherniak, S	19-Nov-14	0.5	Execute mutual release on unit 1105. Update on unit 804 and utilities. Review of updated schedule.
Cherniak, S	20-Nov-14	0.6	Updates on deals. Review of notice of fulfillment on unit 1104. Update on unit 1404. Payment of Northbridge invoices. Email from D. Capaldi lawyer. Review response from BMO.
Flett, D	20-Nov-14	2.1	Review final unit 1104 accepted offer documents and email with J. McClelland; call with J. McClelland on unit 1404 verbal offer, unit 804 conditions, advertising; review unit 1404 with S. Cherniak; memo to Miller Thomson with unit 1104, unit 107 documents re: closing, property tax accounts.
Finnegan, M	20-Nov-14	0.5	Deposit rent cheques and update rent roll.
Flett, D	21-Nov-14	0.9	Email with Miller Thomson on unit 1104 closings; email, call with J. McClelland on unit 804, unit 1105; email with D. Capaldi on unit 1104 and pre-closing repairs.
Cherniak, S	21-Nov-14	0.5	Update on finalization of unit 1104 sale. Update on unit 804 sale.
Cherniak, S	24-Nov-14	1.2	Update on tenant move from unit 1104 to unit 1502. Update on listing of unit 1105 and potential interest. Update on listing to replace unit 804. Execute docs re sale of unit 804. Review of email to D. Capaldi re remedy needed at unit 804. Call from agent re interested party in leasing. Email to D. Capaldi and follow up re potential of leasing listed unit. Update on advertising.

335

Staff	Date	Time	Narrative
Flett, D	24-Nov-14	2.6	Review unit 804 amendment and emails to D. Capaldi and Miller Thomson on closing; call with J. McClelland on unit 804 replacement listing, showings, Capri enquiry, non-listed unit prices; emails with D. Capaldi on unit 803, unit 806 tenants status, realtor tenant enquiry - listed units; email with J. McClelland on Our Homes advertising and review with S. Cherniak.
Finnegan, M	24-Nov-14	0.5	Pay bills.
Hooper, L	24-Nov-14	0.1	Issued cheque.
Flett, D	25-Nov-14	1.4	Review email from D. Capaldi on unit 804 repairs, tenant status, unit to be listed; call with J. McClelland on unit 803 listing, upcoming showing and non-listed units; email with Miller Thomson on upcoming closings and review realtor commission statements; email with D. Capaldi on unit 803 upgrades and review Metrix appraisal.
Cherniak, S	25-Nov-14	0.6	Emails re listing of unit 803. Discussion re potential list price. Email to/from D. Capaldi re leasing of unit 402.
Cherniak, S	26-Nov-14	0.5	Email from Miller Thomson re unit 804 closing. Updates on activity at Portofino. Strategize re sale of unit 1404. Email from realtor re lease at Portofino.
Flett, D	26-Nov-14	1.7	Call with J. McClelland on Capri/San Remo availability, tenant status and showings; email with D. Capaldi on tenant matters, unit 1404 repairs; calls with J. McClelland on pending Lopez sale, unit 1404 interest, verbal offer; review unit 1404 status, carrying costs and verbal offer with S. Cherniak.
Flett, D	27-Nov-14	2.8	Call with J. McClelland on unit 1404 verbal offer; review draft unit 402 lease and discuss with S. Cherniak; email to D. Capaldi re: clauses in unit 402 lease for sale of unit, tenant option to purchase; prepare summary rent roll at Oct 31, 2014 and prepare memo BMO on rent roll, vacancy status and pending sales; review with S. Cherniak.
Cherniak, S	27-Nov-14	0.7	Updates on lease of unit 402. Update on repairs to unit 1404. Email from BMO re update. Review response with D. Flett. Send to BMO. Review response.
Cherniak, S	28-Nov-14	0.6	Call from BMO. Review and send additional information to BMO.
Flett, D	28-Nov-14	1.6	Prepare memo to BMO on pending closings and estimated proceeds, listings and sale status; update sale schedules; call with J. McClelland on unit 402 interest, weekend showings, unit 804 closing; review emails from D. Capaldi on unit 402 lease and other items.
Finnegan, M	1-Dec-14	0.2	Send executed sales documents to Miller Thomson.
Cherniak, S	1-Dec-14	0.7	Review of email re upgrades to unit 803. Review of amendments to lease on unit 402. Respond to D. Capaldi. Sign documents for unit 804 closing.
Cherniak, S	2-Dec-14	0.5	Emails from D. Capaldi re unit 806 and unit 408 lease. Update on realtor showings. Execute listing agreement for unit 803.

336

Staff	Date	Time	Narrative
Flett, D	2-Dec-14	1.8	Email with D. Capaldi on maintenance; review draft leases/renewals for unit 401, unit 806 and review with S. Cherniak; review D. Capaldi emails on unit 402 lease and review revised lease; call with J. McClelland on showings, unit 803 listing, unit 805 interest and tenant arrangements; review unit 803 MLS listing and return.
Flett, D	3-Dec-14	0.6	Email with D. Capaldi on unit 104 repairs and review with S. Cherniak; email with Miller Thomson on unit 804 closing; review adjustments re: December, 2014 condo fees; email with J. McClelland on showings, pending offer and Our Homes advertising.
Cherniak, S	3-Dec-14	0.3	Update on repairs at unit 1404. Approve estimate. Email from Miller Thomson re closing at unit 804.
Cherniak, S	4-Dec-14	0.7	Review of offer on unit 1102. Discussion with D. Flett. Make counter offer. Email and call from BMO re square footage analysis. Update from Miller Thomson on unit 804 closing.
Flett, D	4-Dec-14	1.1	Review and finalize unit 1102 listing; review unit 1102 offer and review with S. Cherniak; call with J. McClelland on unit 1102 offer and prepare counter offer; email with D. Capaldi on unit 804 closing.
Flett, D	5-Dec-14	3.2	Prepare analysis of unsold inventory and potential realization for BMO and review with S. Cherniak; call with J. McClelland on unit 1102 counter offer, roof repair status, unit 701 showing; review counter offers and several calls with J. McClelland on selling price, required repairs and forward counter offers; email with D. Capaldi on repair issues; review monthly property tax allocation and garage taxes.
Cherniak, S	5-Dec-14	1	Dealing with offers/counters on unit 1102. Review of schedule prepared for BMO. Email to Miller Thomson re court date on Tuesday.
Cherniak, S	8-Dec-14	1.2	Various emails from D. Capaldi re leases. Review and execution of leases for units 401, 402 and 1501. Review and execution of sale of unit 1102. Review and execution of Tarion documents. Review of D. Capaldi motion record.
Finnegan, M	5-Dec-14	1	Update property tax payment schedule. Prepare payments for property taxes and common fees, deposit unit sale funds.
Finnegan, M	8-Dec-14	0.6	Pay bills. Email from D. Capaldi re insurance bond payment. Update rent roll with new tenant information.
Hooper, L	8-Dec-14	0.1	Issued cheque
Flett, D	8-Dec-14	3.2	Review leases for units 401,402 and return to D Capaldi; review draft unit 1501 lease and memo; review unit 1102 agreement of purchase and sale and sign, return form 320; email with D. Capaldi on unit 1102 repair items; update units sold schedule and inventory master; call with J. McClelland on unit 1102 sale, unit 402 lease, rented units, Kelowna buyer showings.
Flett, D	9-Dec-14	0.4	Email with D. Capaldi on tenant status; update unsold unit master list; review letter to counsel from unit 1102 purchaser.

337

Staff	Date	Time	Narrative
Finnegan, M	9-Dec-14	0.5	Draft response to CRA re HST return audit.
Cherniak, S	9-Dec-14	0.3	Update on tenants leaving units 102 and 304. Update Scott D'Amore on file. Review of order on lifting stay.
Cherniak, S	10-Dec-14	0.5	Review information from CRA received from D. Capaldi. Discuss with staff how to proceed.
Flett, D	10-Dec-14	0.9	Review HST return status with M.Finnegan, CRA audit request and draft response; memo to D. Capaldi on HST assessment and CRA consent form; review unit 1102 MLS listing and email with J McClelland.
Flett, D	11-Dec-14	2.6	Review and sign new leases, unit 1102 MLS listing; review D. Capaldi emails on HST; review HST issues - outstanding assessments, builder self-supply rules - with S.Cherniak and M. Finnegan; memo to BDO tax department re HST audit response and builder self-supply rules; call with J McClelland on unit 1102 conditions status, showings, market conditions.
Finnegan, M	11-Dec-14	1	Deposit rent cheques. update rent roll
Cherniak, S	11-Dec-14	1	Review of various emails from D. Capaldi re HST. Discuss HST issue with D. Flett as it relates to change in use re resale. Review of email to BDO HST specialist. Call from CBRE re update.
Cherniak, S	12-Dec-14	0.2	Call from Windsor office re realtor. Update on realtor activity over Christmas.
Finnegan, M	12-Dec-14	0.5	Pay bills
		101.9	Total Time

Staff	Position	Rate	Time
Cherniak, S	Sr. Vice President	\$450	25.1
Finnegan, M	Administrative	\$175	9.8
Flett, D	Vice President	\$325	66.3
Hooper, L	Estate Administrator	\$125	0.7
			101.9



338

Invoice # 88048287
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

March 17, 2015

Re: Portofino Corporation

For professional services rendered for the period December 16, 2014, through March 16, 2015
as per the attached detail:

Our Fee	\$34,500.00
Disbursements (courier)	<u>43.79</u>
Sub total	34,543.79
HST	4,490.69
Total	<u>\$39,034.48</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice #	88048287
Amount	\$39,034.48

339

March 17, 2015

For professional services rendered

Staff	Date	Time	Narrative
Hooper, L	11-Dec-14	0.1	Issued cheque
Williams, S	12-Dec-14	2	Response to HST questions from D. Flett.
Cherniak, S	15-Dec-14	0.2	Update on 1102 re satisfying conditions. Review of email to realtor.
Finnegan, M	15-Dec-14	0.2	Emails from D. Capaldi re rent payments.
Flett, D	15-Dec-14	1.1	Calls with J McClelland on 1102 inspection and repair items, timing of completion; memo for amendment re: details of repairs; review 1102 status with S. Cherniak; email with Miller Thomson on outstanding 804 property taxes.
Cherniak, S	16-Dec-14	0.2	Review of agreement to lease 304. Update on 1102 closing.
Finnegan, M	16-Dec-14	0.6	Deposit and update rent roll.
Flett, D	16-Dec-14	1.4	Emails with C. Prieur, M. Finnegan and D Capaldi on 1502, 1501 rents and tenant status; review draft 304 lease; calls with J McClelland on 1102 buyer questions and treatment of condo fee and property tax arrears on closing; email with S Kettle on 1102; review HST status with M. Finnegan.
Cherniak, S	17-Dec-14	0.5	Update on 1105/1502 Ashtiani move. Update on 1102. Sign waiver docs. Review of email to Capaldi re required repairs. Update on 1105 cleaning required.
Flett, D	17-Dec-14	2.4	Review 1102 amendment and waiver of conditions and return signed to J McClelland; detailed memo to D Capaldi on 1102 repairs pre-closing; email to J Lehman with 1102 sale documents; call with J McClelland on 1102 and 1105 status, photos; emails to D Capaldi on 1105 re-furbishing, maintenance invoices, 1105, 1502 tenant status, 304 draft lease.
Hooper, L	17-Dec-14	0.1	Issued cheques.
Merry, S	17-Dec-14	0.4	Review of response prepared by S Williams re: self assessment on rental units, reference for exemption from HST on rent.
Cherniak, S	18-Dec-14	0.5	Update on 1105 refurbishing. Review of HST situation. Review of emails re same. Emails re 1102 repairs prior to closing.
Finnegan, M	18-Dec-14	0.5	Pay bills
Flett, D	18-Dec-14	2.2	Email with D Capaldi on tenant and maintenance items; review Scott Merry memo re: self assessment of HST on rented units; review HST issues with S Cherniak, memo to D Capaldi re: HST treatment of rented units.
Cherniak, S	19-Dec-14	0.1	Email re HST discussion with D. Capaldi.
Flett, D	19-Dec-14	0.7	Call with D Capaldi on prior treatment of HST on rented units and receiver issues, 2013 financial statements and roof repair.

340

Staff	Date	Time	Narrative
Cherniak, S	22-Dec-14	0.7	Emails from D. Capaldi- receipt of roof bill. Review of call with D. Capaldi re HST and roof bill. Review of lease for suite 304.
Flett, D	22-Dec-14	0.7	Review HST issues, financial statements, 304 lease and roof repair payment with S Cherniak; memo to D Capaldi re: roof payment, with signed lease.
Cherniak, S	23-Dec-14	0.5	Email from D. Capaldi re roof invoice. Emails from BMO re funds transfer re Letter of Credit. Email from Miller Thomson re sale of 1102.
Flett, D	23-Dec-14	1.3	Email with D Capaldi on Gillett roof repair and review payment with S Cherniak; memo to S Merry re: GST/HST self-assessment, fair market value issues and possible re-filing of 2008-2010 returns; update unsold unit inventory master list.
Flett, D	30-Dec-14	0.9	Email with J McClelland and J Lehman re: change of 1102 closing date; email with D Capaldi re: 1102 closing; update unsold unit master list; call with J McClelland on 1102, enquiries, showings, re-sale listings.
Flett, D	2-Jan-15	0.5	Update unsold unit master schedule; call/email with J McClelland on showings, Palmero /Marseilles units and pricing.
Hooper, L	2-Jan-15	0.1	Banking
Cherniak, S	5-Jan-15	0.1	Update on sales activity.
Flett, D	5-Jan-15	1.1	Review 1102 closing documents; memo to M. Finnegan re: property taxes; phone call with J McClelland re: showings, pricing and tenant status on east view units, 1404 repairs; roof repair cheque and email with D Capaldi.
Cherniak, S	6-Jan-15	0.3	Execute closing documents for 1102. Review and discussion of HST matter.
Finnegan, M	6-Jan-15	1	Prepare and send cheque re roof repair. Prepare sale documents package re unit 1102 and send to legal.
Flett, D	6-Jan-15	2.6	Review 1002 closing documents and email to M. Finnegan re: condo fees; analysis of MPAC assessed value on sold units and Marseilles; email with S Merry on HST; revised memo to CRA on May 2014 HST examination; call with J McClelland on 402 interest and floor, 1105 showing; prepare 2014 property tax and condo fee summary and forward to J McClelland.
Merry, S	6-Jan-15	0.7	Review of email re: CRA request; research related to statute of limitations; response to David.
Cherniak, S	7-Jan-15	0.2	Execute documents for 1102 closing. Review of email to D. Capaldi.
Finnegan, M	7-Jan-15	1	Contact CRA to open Receiver's HST account. Post banking items to Ascend account to reconcile online banking.
Flett, D	7-Jan-15	1.1	Call with J McClelland on 1102 inspection and closing issues, 402 interest and lease status, showings; review HST return status with M. Finnegan; email to D Capaldi re: 1102 closing.
Cherniak, S	8-Jan-15	0.1	Email from D. Capaldi re 1102.
Finnegan, M	8-Jan-15	0.3	Update rent roll.

344

Staff	Date	Time	Narrative
Flett, D	8-Jan-15	1.3	Call/emails with J McClelland on 1102 closing items, 402 interest and tenant lease status/terms; 1105 listing amendment; review HST examination response with M. Finnegan; email with D Capaldi on 1102 closing; update unsold unit list for MPAC assessed values.
Cherniak, S	9-Jan-15	0.5	Extend 1105 listing. Update on 1102 closing. Review of HST issue.
Finnegan, M	9-Jan-15	0.9	Deposit rent cheques. Fax to and call from CRA re HST audit
Flett, D	9-Jan-15	0.9	1105 list amendment; email with Miller Thomson, D Capaldi re; 1102 closing; review HST exam and account with M. Finnegan, S Cherniak; email with J McClelland on property taxes; review MPAC web site.
Cherniak, S	12-Jan-15	0.3	Discussions re lease of 402 and right of first refusal.
Finnegan, M	12-Jan-15	0.5	Deposit sale funds.
Flett, D	12-Jan-15	0.9	Review Marseille assessed values, 402 lease with S Cherniak; review January, 2015 condo fee and property tax payment with M. Finnegan; email with J McClelland on showings, 402 interest; review and sign Receiver cheques.
Hooper, L	12-Jan-15	0.1	Issued cheque
Cherniak, S	13-Jan-15	0.1	Email from Miller Thomson re property taxes for 1102.
Finnegan, M	13-Jan-15	0.5	Pay bills.
Flett, D	13-Jan-15	0.9	Review additional 1102 property tax and monthly payment allocation with M. Finnegan; email with J Lehman; call with J McClelland on showings, 402 right of first refusal.
Cherniak, S	14-Jan-15	0.1	Update on condo fee overpayment.
Finnegan, M	14-Jan-15	0.1	Call from CRA requesting confirmation that there is no payroll for Portofino.
Flett, D	14-Jan-15	0.4	Review condo fee allocation and 804 overpayment with M. Finnegan; update unsold unit master list; email with J McClelland on showings, of unit 803.
Cherniak, S	16-Jan-15	0.1	Email to D. Capaldi re HST assessment.
Flett, D	16-Jan-15	1.4	Email with D Capaldi on HST re-assessment; building access; email and call with J McClelland on showings, 1102 buyer issues, listings, 501 re-sale listing; review re-sale listings and update unsold inventory list.
Hooper, L	16-Jan-15	0.1	Banking
Cherniak, S	19-Jan-15	0.4	Emails from D Capaldi re 1105 and HST. Discuss lease of 1105 with D. Flett. Review of email to D. Capaldi re not leasing as property is listed for sale.
Flett, D	19-Jan-15	1.1	Review email from D Capaldi and 1105 lease; review with S Cherniak and email to D Capaldi; call with J McClelland on showings, building access.
Cherniak, S	20-Jan-15	0.2	Email and discussion re leasing out of unit 1404.

347

Staff	Date	Time	Narrative
Flett, D	20-Jan-15	0.5	Review 1404 status with S Cherniak; email with D Capaldi re: 1105, 1404 and vacancy status; update unsold unit master list; review Our Homes advertisement.
Hooper, L	20-Jan-15	0.1	Issued cheque.
Cherniak, S	21-Jan-15	0.1	Update on 102, D. Capaldi re vacant apparently leased.
Flett, D	21-Jan-15	0.4	Review rent roll, leases; review 105 tenant status with M. Finnegan and email to D Capaldi; email with J McClelland.
Cherniak, S	22-Jan-15	0.1	Update on vacant unit and realtor showings.
Flett, D	22-Jan-15	0.3	Email with D Capaldi on tenant status; email with J McClelland on showings, advertising; memo to S Cherniak.
Cherniak, S	23-Jan-15	0.3	Review of photos on 1105. Discussion re revised price on 701. Execute price revision.
Finnegan, M	23-Jan-15	0.6	Deposit rent cheques. Pay bill
Flett, D	23-Jan-15	1.6	Email with D Capaldi on tenants; review 1105 photos; update unsold unit inventory schedule; review rent roll - 1502 with M. Finnegan; review 701 list price with S Cherniak; 701 listing amendment and forward to J McClelland; call with J McClelland on showings, 1404 repairs, unfinished unit HST and other matters; email memo to J McClelland on unfinished unit HST.
Cherniak, S	26-Jan-15	0.3	Update on HST. Update on 1105.
Flett, D	26-Jan-15	1.1	Review May 2014 HST reassessment; emails to D Capaldi on prior HST returns and treatment, virtual tour links to web site; call with J McClelland on showings, interested party questions.
Cherniak, S	27-Jan-15	0.1	Review of D. Capaldi responses to HST and virtual tour questions.
Flett, D	27-Jan-15	0.2	Email with D Capaldi on virtual tours, HST, tenants.
Flett, D	28-Jan-15	0.2	Voice mail from J McClelland on property taxes; review garage taxes; email with J McClelland and D Capaldi.
Finnegan, M	29-Jan-15	1	Review of HST situation. File Receiver returns for four months
Flett, D	29-Jan-15	0.5	Voice mail from, call with J McClelland on interested party - surface garage, showing, 1404, other matters; review parking garage offer and email with J McClelland.
Cherniak, S	30-Jan-15	0.8	Discuss garage offer. Execute counter and exclusive listing. Email from Miller Thomson re Capaldi litigation. Review of financial statements and respond.
Finnegan, M	30-Jan-15	0.5	Pay bills.
Flett, D	30-Jan-15	1.1	Review parking garage #13 offer with S Cherniak; forward counter offer and listing agreement to J McClelland and call with J McClelland; review email from S Kettle re: litigation and review with S Cherniak.
Cherniak, S	2-Feb-15	0.3	Email from D. Capaldi re HST schedule. Discussion re HST strategy re filing.
Finnegan, M	2-Feb-15	0.3	Review rent roll and confirm o/s rents owing.

Staff	Date	Time	Narrative
Flett, D	2-Feb-15	1.4	Review, analyze and reconcile schedule of unit first leased dates re: HST; review HST issues and filing with S Cherniak; email with J McClelland; email with D Capaldi re: HST returns.
Prieur, C	2-Feb-15	0.75	Review rent collected Nov, Dec, Jan - prepare list of delinquent tenants, email D Capaldi.
Flett, D	3-Feb-15	0.3	Emails with D Capaldi and J McClelland on showings; memo to S Merry re: HST.
Cherniak, S	5-Feb-15	0.2	Review Miller Thomson emails re garage property taxes.
Finnegan, M	5-Feb-15	0.5	Update common fee schedule and send monthly common fee payment.
Flett, D	5-Feb-15	0.9	Review February, 2014 condo fees and tax payment with M. Finnegan re: closings; emails to J Lehman, S Kettle re: garage 107 and parking space tax account and MPAC assessment; review City of Windsor tax statements.
Hooper, L	5-Feb-15	0.1	Issued cheque.
Cherniak, S	6-Feb-15	1.1	Review and execute closing documents for 1104. Strategize with marketing condos to US market. Discussion of options. Discuss and review email to D. Capaldi re Tarion audit.
Flett, D	6-Feb-15	1.7	Review issues with S Cherniak - Tarion, marketing; showings; email with D Capaldi on tenants; review draft closing documents for 1104 and email with J Lehman on corrections; review amended documents; call with J McClelland on Michigan advertising, referring agent.
Cherniak, S	9-Feb-15	0.2	Email to from D. Capaldi re 901 and Tarion audit.
Finnegan, M	9-Feb-15	0.2	Email re tenant vacating unit - update rent roll.
Flett, D	9-Feb-15	0.7	Review emails from D Capaldi; review 901 status with S Cherniak; memo to D Capaldi re: 901, 1104 closing arrangements; email with J McClelland re: 901, 1104.
Hooper, L	9-Feb-15	0.05	Issued cheque.
Cherniak, S	10-Feb-15	0.1	Updates from D Capaldi.
Finnegan, M	10-Feb-15	0.7	Pay bills. Emails re various issues with rent payments. Process direct deposit rent receipts.
Flett, D	10-Feb-15	0.4	Email with D Capaldi and J McClelland on tenant status; review parking space tax account statement and review allocation of future payments with M. Finnegan.
Cherniak, S	11-Feb-15	0.1	Update Scott d'Amore.
Cherniak, S	12-Feb-15	0.1	Update on closing.
Flett, D	12-Feb-15	0.3	Emails with J Lehman, D Capaldi and J McClelland re 1104 closing; update sales and inventory schedule; review parking space tax account with M. Finnegan.
Cherniak, S	13-Feb-15	0.2	Emails re parking/property tax MPAC issue.
Finnegan, M	13-Feb-15	0.8	Deposit. Prepare and send property tax payment to City of Windsor.

344

Staff	Date	Time	Narrative
Flett, D	13-Feb-15	0.4	Email with J Lehman on parking garage account MPAC tax issue and review interim tax bill; email with J McClelland on advertising, showings; email with D Capaldi on previously sold garage and MPAC.
Cherniak, S	16-Feb-15	0.3	Review of offer on 803.
Cherniak, S	17-Feb-15	0.6	Review of offer on 803. Update from realtor. Execute counter. Email from D. Capaldi.
Finnegan, M	17-Feb-15	0.3	Call from to and email to City of Windsor re February, 2015 property tax payment.
Flett, D	17-Feb-15	1.6	Review 803 offer and prepare counter offer; call with J McClelland re: 803, Michigan advertising; revise/update sales summary schedule to include closing pay-outs and net proceeds detail.
Hooper, L	17-Feb-15	0.1	Banking
Cherniak, S	18-Feb-15	0.6	Counter on unit 803. Updates on conversation with realtor. Review Notice of Motion from Miller Thomson. Call with A. Van Klink re attendance at Motion.
Flett, D	18-Feb-15	1.3	Review 704 closing documents and revise/update sale summary schedule; review condo sales accounting with M. Finnegan; review 803 offer and call with J McClelland on offer and advertising; prepare 803 counter offer; further call with J McClelland on 803 offer and review with S Cherniak.
Hooper, L	18-Feb-15	0.1	Issued cheque
Cherniak, S	19-Feb-15	0.1	Execute APS on sale of 803.
Flett, D	19-Feb-15	0.8	Accept 803 offer and forward signed documents to J McClelland; update schedules; email with J McClelland and D Capaldi re: virtual tours.
Finnegan, M	20-Feb-15	0.5	Post cash deposit and update rent roll. Pay bill.
Flett, D	20-Feb-15	1.9	Update and revise unsold units schedule; review current re-sale listings; review 2015 parking space tax notice and monthly condo fee statement and reconcile to schedule; call with J McClelland on Michigan advertising, Biarritz and Trieste list prices; review Michigan realtor and Crains web sites; email with D Capaldi on virtual tours.
Cherniak, S	23-Feb-15	0.6	Update on US marketing, property tax info, advertising. Review of websites for realtor and advertising. Discussion re staging. Updates on showings. Email to/from T. Hogan re Letter of Credit Motion. Call with RBC.
Flett, D	23-Feb-15	2.8	Review property taxes, listings, Michigan marketing and brokerage; analysis of property tax arrears and prepare summary schedule; review City Windsor property tax information; call with J McClelland on weekend showing, 803 conditional sale, Michigan broker referral compensation.
Cherniak, S	24-Feb-15	0.2	Update on Letter of Credit Motion. Update RBC.

345

Staff	Date	Time	Narrative
Flett, D	24-Feb-15	0.8	Review future property tax payments and Crain's advertising with M. Finnegan; analysis of property tax arrears and update/revise arrears schedule.
Cherniak, S	25-Feb-15	0.3	Update from Miller Thomson on Letter of Credit Motion.
Finnegan, M	25-Feb-15	0.5	Deposit rent cheques and update rent roll.
Flett, D	25-Feb-15	0.4	Call with J McClelland on showing, Michigan realtor, interested party re: garage.
Cherniak, S	26-Feb-15	0.2	Decision on Letter of Credit.
Cherniak, S	27-Feb-15	0.2	Review of sale of garage deal.
Flett, D	27-Feb-15	1.4	Review garage #13 offer and discuss with J McClelland and showings; email to S Cherniak; accept offer and forward to J McClelland; emails to J Lehman and D Capaldi on sale and closing arrangements.
Cherniak, S	1-Mar-15	0.5	Complete review of decision on Letter of Credit. Review of S. Kettle correspondence re affidavits to sworn. Review of garage sale. Email to D. Capaldi re same.
Cherniak, S	2-Mar-15	0.1	Email from D. Capaldi re parking garage.
Flett, D	2-Mar-15	4.7	Phone calls with J McClelland on 803 conditions, 803 tenant, weekend showing and vacant suites, loft unit pricing; update schedule of units sold for HST on realtor commissions; call with S Merry on HST issues; review HST return status and HST on realtor commissions with M. Finnegan; prepare MPAC 2015 request for reconsideration on Marseilles units
Cherniak, S	3-Mar-15	0.5	Review of email to D. Capaldi. Discussion re potential offer on multi-unit deal.
Finnegan, M	3-Mar-15	0.5	Various conversations re HST reporting for Portofino
Flett, D	3-Mar-15	3.8	Update unit sales schedule for HST on garage sales; review HST return issues with M. Finnegan re: HST on realtor commissions, garage sales; two calls with J McClelland re: 803 conditions, 803 tenant showings; tenant offer to assign 803 sale agreement, interest in unfinished units en bloc and other matters; review Geo Warehouse report re: recent Portofino sales; review unfinished unit interest with S Cherniak; forward unfinished unit summary to J McClelland; email with J Lehman on garage #13 closing and lawyer name; email with D Capaldi on 2013 financial statements.
Cherniak, S	4-Mar-15	0.8	Review and email to Miller Thomson re appeal options on Letter of Credit decision. Review with D. Flett potential offer on unfinished units. Review schedule. Review potential issue on sale of 803 tenant wants to pay premium for assignment of sale. Discuss commission on sale of non Portofino unit.
Flett, D	4-Mar-15	2.6	Review 803 waiver of conditions; review/update various issues with S Cherniak - 803 sales status, MPAC, unfinished unit interested party, HST, property taxes; call with J McClelland on offer to assign 803 agreement, showings; review monthly property tax allocation with M. Finnegan; update property tax allocation schedule; email

Staff	Date	Time	Narrative
			from D Capaldi re: financial statements.
Cherniak, S	5-Mar-15	0.3	Emails re appeal options. Update on 803 closing.
Finnegan, M	5-Mar-15	0.5	Calculate property taxes to be paid, email to City of Windsor to confirm amounts.
Flett, D	5-Mar-15	1.8	Finalize and issue MCAP request for reconsideration; emails with J Lehman re: garage #13 property taxes and confirm tax bill; review March, 2015 property tax payment allocation with M. Finnegan; call with J McClelland re: 803 tenant offer, 102 showing, unfinished units; email to D Capaldi re: 803 sale and tenancy termination; email to J Lehman with 803 sale details.
Cherniak, S	6-Mar-15	0.9	Email from D. Capaldi re notice to tenant in 803. Review of email exchange between Miller Thomson and Taub re appeal options. Discuss potential listing of 102 and D. Capaldi. Review of draft email to D. Capaldi.
Finnegan, M	6-Mar-15	1.1	Email to US publication re advertising inquiry. Deposit rent cheques. Update rent roll.
Flett, D	6-Mar-15	1.4	Calls, email with J McClelland re: advertising, 102 listing, 803 closing; review unsold unit status and 102 listing with S Cherniak; draft email to D Capaldi re: 102; review quarterly reporting with S Cherniak; review rents with M. Finnegan and email with D Capaldi re: 901 and 803 termination.
Cherniak, S	8-Mar-15	0.2	Review of Dalfidian offer to settle. Respond to Miller Thomson.
Cherniak, S	9-Mar-15	1.5	Emails from D. Capaldi re notice to 803 tenant and games room repurposing. Review of email to D. Capaldi re listing 102. Email from BMO re update. Review of schedule to accompany email to BMO. Email to BMO. Email to Miller Thomson re appeal notice and edits to service list. Review of email exchange re appeal. Review of notice of appeal. Review of potential ad source.
Flett, D	9-Mar-15	2.8	Prepare unsold unit inventory / sales history for BMO and future reporting; review report with S Cherniak; call with J McClelland re: 102 listing, showings, advertising; review Windsor magazine media kit and email to S Cherniak; review emails from D Capaldi on tenant matters and email to D Capaldi re: 102 listing; review Crain's advertising with M. Finnegan.
Cherniak, S	10-Mar-15	0.5	Emails from D. Capaldi re rent arrears on 901 and listing of 102. Update from D. Flett on call with D. Capaldi, re listing of 102, status of expenses, status of warranty audit.
Finnegan, M	10-Mar-15	0.5	Emails and phone call re advertising in US publication.
Flett, D	10-Mar-15	1.1	Lengthy call with D Capaldi on Suite 102, Tarion engineering, rooftop landscaping, maintenance bills and other issues; review suite 102 listing and status of various items with S Cherniak; email with J McClelland re: 102.
Cherniak, S	11-Mar-15	0.5	Email to D. Capaldi re listing for 102 and storage rooms. Review of correspondence from CRA re audit and discussion of info gathering. Review and execute documents for garage sale. Email from BMO. Respond.

347

Staff	Date	Time	Narrative
Flett, D	11-Mar-15	0.9	Call with J McClelland on 102 listing, showings; review HST audit letter; email to D Capaldi re: 102, storage rooms; review Garage #13 closing documents.
Cherniak, S	12-Mar-15	0.4	Call from CRA. Email from D. Capaldi. Discussion re parking garages assigned to units. Email from Court office. Update on showings. Review and execute listing agreement for 102.
Finnegan, M	12-Mar-15	0.7	Print and prepare sets of closing documents for Garage and send to Miller Thomson for closing. Call from CRA regarding information about BDO's appointment as Receiver.
Flett, D	12-Mar-15	2.6	Email with J Lehman re: garage 13 closing; review condo declaration schedule F and prior correspondence re surface garages; email to D Capaldi re; surface garages; call with J McClelland re: 803, 102 listing; review and edit 102 listing agreement and review parking/storage with S Cherniak; review draft reply to CRA HST information request; update unsold unit schedule.
Cherniak, S	13-Mar-15	0.5	Emails to/from D. Capaldi re games room, closing. Call with Miller Thomson re Dalfidian. Send to D. Capaldi. Discussion re garages and 102.
Flett, D	13-Mar-15	2.7	Email with D Capaldi on parking space and garage assignment and review revised schedule F to condo declaration; call with J McClelland and review 102 parking; review 102 listing and status of other issues with S Cherniak; amendment to 102 listing agreement; update unit inventory schedule; review ESC 122 survey and emails to D Capaldi re; survey, parking garages; update unit sales schedule and include additional information.
Cherniak, S	16-Mar-15	0.7	Review of emails from D. Capaldi. Email to Miller Thomson re D. Capaldi's response on Dalfidian. Update on possible sales of 1105 and 701.
Finnegan, M	16-Mar-15	0.6	Email from D. Capaldi re insurance premium. Pay bills.
		110.1	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$450	19.6
Finnegan, M	Administrative	London	\$175	15.5
Flett, D	Vice President	London	\$325	70.3
Hooper, L	Estate Administrator	London	\$125	1.0
Merry, S	Sr. Manager, Tax	Cambridge	\$250	1.1
Prieur, C	Estate Administrator	Windsor	\$250	0.6
Williams, S	Tax Technician	Kitchener	\$115	2.0

110.1



348

Invoice # 88162148
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

May 21, 2015

Re: Portofino Corporation

For professional services rendered for the period March 17, 2015 through May 19, 2015 as per the attached detail:

Our Fee	\$38,500.00
Disbursements (courier)	<u>33.53</u>
Sub total	38,533.53
HST	5,009.35
Total	<u>\$43,542.88</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice #	88162148
Amount	\$43,542.88

349

May 21, 2015

For professional services rendered

Staff	Date	Time	Comments
Finnegan, M	15-Mar-15	1	Correspondence to CRA re three HST returns audit. Gather and provide backup information and letter of explanation.
Flett, D	16-Mar-15	2.4	Email with D. Capaldi on T5, parking assignment, financial statements and other matters; 3 calls with J. McClelland on Q Shi verbal offer on 1105, out of town 701 offer, garage 13 closing issues, 1105 offer issues and other items; review 1105 offer with S. Cherniak; review 1108 sale documents; forward Marseilles floor plan to J. McClelland; update sales schedule.
Finnegan, M	17-Mar-15	1	Deposit. Pay bills. File administration.
Cherniak, S	17-Mar-15	0.9	Discussion re offer on 701. Review of offer and execute counter. Review of photos of 102.
Flett, D	17-Mar-15	2.7	Forward floor plans to J. McClelland; review 701 offer and call with J. McClelland on offer; email to D. Capaldi re: bbq gas line install; review 701 offer and comparable sales with S. Cherniak and prepare counter offer; update offer schedule; call with J. McClelland on offer status and other scheduled Friday showings; review 102 photos and organize; review photos and Crains advertising with M. Finnegan.
Hooper, L	18-Mar-15	0.1	Banking
Flett, D	18-Mar-15	3.5	Email with D Capaldi email on 701 offer and status , installation of bbq gas line, other matters; email review 102 MLS listing and email with J. McClelland; review 402 right of first refusal with S. Cherniak and draft notice to 402 tenant re: option to purchase; review Aug 2014 to Jan 2015 maintenance expenses; review tenant leases.
Cherniak, S	18-Mar-15	0.6	Discussion with D. Flett re preliminary review of Capaldi invoices. Discussion and review of letter re right of first refusal on 402. Update on gas line re 701. Review of endorsement of Carey on LC decision.
Finnegan, M	18-Mar-15	1	Email to BMO re setting up a GIC. Update rent received by direct deposit. Email to C. Prieur re same. Deposit cheques received. Call and fax to BMO to set up GIC account.
Finnegan, M	19-Mar-15	0.3	Reviewed bank account to ensure set up of GIC.
Flett, D	19-Mar-15	3	Memo to D. Capaldi on maintenance expenses and confirmation of lease terms on 4 units; review 402 offer; call with J. McClelland on 402 offer and tenant right of first refusal; review Crains ad with M. Finnegan; review 402 lease; email memo to S. Cherniak on 402 offer, tenant notice and time period for both; draft notice to 402 tenant and email to D. Capaldi re: delivery of notice of offer to 402 tenant.
Flett, D	20-Mar-15	0.3	Emails, text msg with D. Capaldi and J. McClelland on 402 tenant notice, advertising; 701 showing and interest, lease expiry for 203.
Cherniak, S	21-Mar-15	0.3	Review of emails re offer on 402, letter to tenant, BDO review of expense summary, update re offer on 701.

350

Staff	Date	Time	Comments
Finnegan, M	23-Mar-15	0.5	Discussion re utility payments on various units with D. Flett. Call and email to BMO re Portofino company bank account re any deposits made to that account. Request a balance transfer from company account to Receiver account.
Flett, D	23-Mar-15	1.6	Listing agreement extensions for 402, 701 and 1404; review email from D. Capaldi on 1101 utilities, maintenance and other tenant matters; review direct rent deposits to BMO account with M. Finnegan; review amendments to 402 offer; call with J. McClelland on showings, 402 offer, 803 tenant interest; review/edits to Crains advertisement with M. Finnegan.
Merry, Scott	23-Mar-15	0.4	Researching statute of limitations for self-assessment requirements.
Flett, D	24-Mar-15	2.2	Update S. Cherniak on offers, other issues; several calls with J. McClelland on 402 offer, 803 tenant showings, short term rental for interested purchaser, other issues; review emails from D Capaldi re: 1101; review 1101 utilities with M. Finnegan.
Finnegan, M	24-Mar-15	0.6	Email to BMO re company bank acct deposits. Work on spreadsheet for D. Capaldi expenses submitted.
Cherniak, S	24-Mar-15	1	Update on 701 not going forward, 402 offer (and tenant right of refusal), expense summary. Review of draft order from Miller Thomson. Review of BMO Portofino legal fees.
Cherniak, S	25-Mar-15	1.6	Email from D. Capaldi re utilities. Discussion re counter offer on 402. Review of offer on 1303. Discuss counter and several conditions. Execute exclusive listing. Review of email Morga/Miller Thomson re changes to draft order. Review revised order. Review Morga bill of costs and dockets.
Finnegan, M	25-Mar-15	0.5	Pay bills
Flett, D	25-Mar-15	3.2	Review 402 offer and review comparable sales, market with S. Cherniak; prepare counter offer and forward to J. McClelland; calls with J. McClelland on 402 counter offer, 1303 offer, other showings; review 1303 offer and terms/conditions; review 1303 offer, recent unit sales, closing date with S. Cherniak; prepare 1303 counter offer; detailed memo to D. Capaldi re: 1303 tenant, purchaser conditions re; garage/building access.
Flett, D	26-Mar-15	1.3	Review lease expiry dates; email with D. Capaldi re 1303 tenants, 901 offer to lease, future vacancies; review 402 counter offer with S. Cherniak and forward our counter offer to J. McClelland; review 1303 counter offer and tenant status with S. Cherniak; write up counter offer and forward to J. McClelland; call with J. McClelland re: 1303 counter offer, possible short term lease for purchaser.
Cherniak, S	26-Mar-15	1	Review of responses from D. Capaldi on 402 tenant, 1303 tenant and 901 offer to lease. Review and execute counter on 402. Review and execute counter on 1303. Begin review of D. Capaldi invoices.
Cherniak, S	27-Mar-15	0.4	Finish review of expenses. Update on 402. Email to D. Capaldi re expenses. Review of correspondence from Miller Thomson re D. Capaldi litigation.

Staff	Date	Time	Comments
Flett, D	27-Mar-15	1.8	Review 402 accepted offer and email/call with J. McClelland; update inventory and lot sales schedules; review Aug 14 to Jan 15 property and maintenance expense with S. Cherniak and draft memo to D. Capaldi; call with J. McClelland on 1303 offer status, other showing outcome; email with J. McClelland on short term rental of 803 by 1303 buyer;
Finnegan, M	27-Mar-15	0.5	Work on D. Capaldi expenses for payment
Flett, D	28-Mar-15	0.2	Review 1303 offer and email with J McClelland on offer
Flett, D	29-Mar-15	1.1	Call with J McClelland on 1303 counter offer received and short term lease status; review 1303 offer with S. Cherniak; prepare Receive counter and fwd to J. McClelland; call with J. McClelland on counter offer, timing.
Cherniak, S	29-Mar-15	0.3	Discuss sale of 1303 with D. Flett. Decide on counter due to time sensitivity.
Cherniak, S	30-Mar-15	1	Email from D. Capaldi re expenses. Update on 1303 offer. Review of wording re purchaser staying on in 803 until 1303 closed. Review of wording to be in lease between purchaser of 803 and tenant of 803.
Flett, D	30-Mar-15	2.1	Review 1303 offer and issues with S. Cherniak; calls with J. McClelland on 1303 offer, and short term lease between 803 buyer and 1303 buyer; review lease condition prepared by J. McClelland and email, regarding the lease; review D. Capaldi email on several items.
Hooper, L	30-Mar-15	0.1	Issued cheque
Flett, D	31-Mar-15	0.4	Emails and text messages with J. McClelland and emails with S. Cherniak re: 1303 offer, conditions and lease of 803.
Cherniak, S	31-Mar-15	1.3	Numerous calls with J. McClelland re 1303 deal and lease of 803. Update D. Flett review of email from Eugeni and client. Instruct J. McClelland how to respond.
Finnegan, M	31-Mar-15	0.6	Review expenses submitted by 2043571 Ont Inc (D. Capaldi). Prepare spreadsheet and allocate appropriate expense and confirm HST portion to be allocated. Prepare payment of same.
Hooper, L	1-Apr-15	0.1	Issued cheque
Finnegan, M	1-Apr-15	0.5	Deposit
Cherniak, S	1-Apr-15	1.2	Review of emails from J. McClelland re finalizing 1303 deal and issue with tenancy at 803. Review and discuss with D. Flett. Emails to/from Miller Thomson and Morga re appeal of LC decision. Discuss issue of two garages remaining for sale with D. Flett. Strategize re selling.
Flett, D	1-Apr-15	2.8	Review J. McClelland emails on 1303 offer status; review revised 1303 offer and forward accepted offer to J. McClelland; call with J. McClelland re: 1303, further deposit; letter from Receiver re: short term lease; draft letter to J. McClelland confirming short term lease from Receiver if 1303 purchaser lease for 803 not finalized; call with J. McClelland re: interest in garage #8; review marketing of surface garages with S. Cherniak, inclusion with unit sales; further call with J. McClelland re: garages; update unit sales schedule.

352

Staff	Date	Time	Comments
Flett, D	2-Apr-15	1.2	Voice mail from and call with J. McClelland on 1303 deposit, showings; update inventory and sales schedules; review sales, closings with S. Cherniak; review Crains Detroit advertisement and email with J. McClelland.
Cherniak, S	2-Apr-15	0.2	Update on 1303. Review of ad in Crains.
Flett, D	4-Apr-15	0.2	Emails with J McClelland on Crain's advertising, garage 7 purchaser, other matters.
Flett, D	6-Apr-15	1.1	Two calls with J. McClelland re: 1303 status, 1404 interest, 1002 tenants showings and 1002 list price, 1404 maintenance items, Detroit enquiries; email with Miller Thomson re: 1303 and commission statement; review 1404 verbal offer and maintenance with S. Cherniak.
Cherniak, S	6-Apr-15	1	Call with BMO re update on sales. Update on sales activity and interest in 1404. Review of emails from Tony Van Klink re cost submissions.
Cherniak, S	7-Apr-15	1.5	Call with Miller Thomson re attendance at Order Motion. Call with BMO (Fedoryn/Sutherland) re update at Portofino. Review of email to D. Capaldi. Process closing date change on 1303. Update on leased units. Email from D'Amore.
Flett, D	7-Apr-15	2.2	Email with J. Lehman of Miller Thomson on 1303 sale and provide sale and tax documents; amendment to 1303 to change closing date; respond to leasing enquiry; emails with J McClelland on 1303 amendment, 203 vacancy; review email from D Capaldi on proposed lease renewals and review with S. Cherniak; detailed memo to D. Capaldi on leases, 1404 maintenance; 1303 pre-closing matters; review closing dates with S. Cherniak.
Flett, D	8-Apr-15	2.8	Email with D. Capaldi on tenant matters and 1404 repairs; review J. McClelland email on 1404 'verbal' offers, review with S. Cherniak and respond; prepare report to stakeholders; review property taxes and email to V. Grill of City of Windsor re: update schedule by account.
Cherniak, S	8-Apr-15	0.9	Update on various issues from D. Capaldi. Review of J. McClelland commentary on verbal 1404 offer. Respond. Review of changes to draft order from Miller Thomson. Call from BMO (Fedoryn/Sutherland) re update on Miller Thomson court appearance re form of order and appeal process.
Finnegan, M	8-Apr-15	1	Prepare detailed R & D
Finnegan, M	9-Apr-15	0.6	Review property tax schedule and prepare payment.
Cherniak, S	9-Apr-15	0.4	Review of property tax schedule. Update on D. Capaldi litigation.
Flett, D	9-Apr-15	4.5	Prepare report to stakeholders; review R & D; 3 calls with J. McClelland on sale of 402 conditions and issues, 1404 interest; 402 amendment; review updated tax schedule from City of Windsor and email on queries; review April tax payment allocation with M. Finnegan.

Staff	Date	Time	Comments
Flett, D	10-Apr-15	2.8	Calls with J. McClelland re: 402 release status, 1404 offer; forward vendor renovation reimbursement clause to J. McClelland; email with D. Capaldi re: 402, maintenance; review professional fees summary schedule prepared by M. Finnegan; revisions/edits to stakeholder report; report revisions for 402 sale not going forward.
Cherniak, S	10-Apr-15	1.1	Update on 402 deal not proceeding. Update on potential 1404 deal. Review of wording for incentive type deal. Review and edits to quarterly report.
Finnegan, M	10-Apr-15	1	Prepare schedule of professional fees paid vs. paid and court approved. General file admin.
Hooper, L	10-Apr-15	0.1	Issued cheques.
Flett, D	11-Apr-15	0.8	Email with J. McClelland on 707 sale; review 707 listing; update unsold inventory schedule and comparable sales analysis.
Flett, D	13-Apr-15	1.2	Email with D. Capaldi on maintenance; revision to report to stakeholders; review stakeholder and review R&D with S. Cherniak; memo to S. Merry of BDO with CRA HST adjustments and email with S Merry.
Cherniak, S	13-Apr-15	0.7	Finish and send out quarterly report. Review of emails from Sasso questioning report. Review of Miller Thomson response. Call with Miller Thomson. Email re HST. Emails and call from Miller Thomson re D. Capaldi situation.
Finnegan, M	13-Apr-15	0.5	Pay bills.
Merry, S	13-Apr-15	0.3	Review of HST assessment.
Finnegan, M	14-Apr-15	1	Update GL with direct deposit rent payments. File admin re HST returns. Send appt order to WSIB as requested.
Cherniak, S	14-Apr-15	1.6	Update on sales activity. Email to BMO re updated R&D. Long call with Valstone partners re purchase of BMO's debt. Emails to/from BMO re same. Email to Miller Thomson re call with Valstone. Emails to and from BDO Detroit re Valstone.
Flett, D	14-Apr-15	2.8	Meet with S. Merry, S. Cherniak on HST issues; review future HST filings and garage sales with M. Finnegan; lengthy call with J. McClelland on recent showings, unfinished unit interest, 402 status and release; review 803 lease; review US multi unit buyer enquiry with S. Cherniak; call with J. McClelland on US buyer showing.
Merry, S	14-Apr-15	0.8	Meeting with D. Flett and S. Cherniak re: statute of limitation discussion, review of recent CRA proposal.
Flett, D	15-Apr-15	1.2	Call with J. McClelland on 402 offer, mutual release, showings; review 402 status and US buyer interest with S. Cherniak; call with J. McClelland on US multi unit buyer showing; review web site and email to D. Capaldi.
Cherniak, S	15-Apr-15	2	Meeting (yesterday) with S. Merry re treatment of HST. Email to Cassano of Receivers report as ECC counsel retired. Emails re conference call. Conference call with interested parties. Discuss with counsel. Update on parties visit with realtor.

Staff	Date	Time	Comments
Finnegan, M	15-Apr-15	1.6	Deposit rent cheques, update rent roll. Bill payment. Search legal counsel for ECC# 122
Flett, D	16-Apr-15	0.2	Review commercial liability renewal and email to M. Cleary of HUB International.
Flett, D	17-Apr-15	0.8	Email with D. Capaldi and J. McClelland on 402 maintenance; call with J. McClelland on 402 status, 1404 maintenance and showing, leasing of 606 re-sale unit.
Cherniak, S	17-Apr-15	0.1	Update on 402 furnace.
Flett, D	20-Apr-15	0.7	Review banking and funds received with M. Finnegan; update unsold unit inventory schedule for key tenant information; call with J. McClelland on 402 release, 1403, 1404 showing, other prospects.
Finnegan, M	20-Apr-15	1	Review bank account re unaccounted item. Deposit rent cheques. Process US funds money order for US supplier bill.
Hooper, L	20-Apr-15	0.1	Banking
Finnegan, M	21-Apr-15	0.5	Deposit and update rent roll.
Flett, D	21-Apr-15	0.4	Email from D. Capaldi; review web site virtual tours; review letters from MPAC re: request for reconsideration.
Flett, D	22-Apr-15	0.3	Call with J. McClelland on 402 release status, showings update, Crains advertisement.
Cherniak, S	22-Apr-15	0.1	Emails from Miller Thomson re Court of Appeal motion.
Finnegan, M	22-Apr-15	0.5	Pay bills
Finnegan, M	23-Apr-15	0.5	Prepare HST return
Cherniak, S	23-Apr-15	0.9	Update on showings. Review need for staging. Review factums for leave to appeal and appeal motion. Email from J. Cook re representing D. Capaldi.
Flett, D	23-Apr-15	1.4	Review HST with M. Finnegan; voice mail and email with J. McClelland re: unit finishing costs; review multi unit buyer interest with S. Cherniak; review advertising, Marseille staging and quote with S. Cherniak; call with J. McClelland on showings, unfinished unit list prices, 1002 interested party, and staging.
Hooper, L	23-Apr-15	0.05	Issued cheque
Cherniak, S	24-Apr-15	0.1	Emails re Nanson getting off record.
Finnegan, M	24-Apr-15	0.5	Prepare o/s HST return and remit payment of HST on sale
Cherniak, S	27-Apr-15	0.2	Review of staging documents. Execute same.
Flett, D	27-Apr-15	0.6	Call with J. McClelland on 701 staging and 204 list price; 1404 interest/offer; review staging invoice/contract and forward to M. Finnegan for payment.
Flett, D	28-Apr-15	0.4	Review 1404 offer; call with J. McClelland on 1404 interest/offer, 1105 staging; sign Receiver cheques.
Finnegan, M	28-Apr-15	0.3	Pay bill.

Staff	Date	Time	Comments
Flett, D	29-Apr-15	1	Review 1404 offer; call with J. McClelland re garage 12, possible 1105 offer; review 1404 offer with S. Cherniak and forward counter offer to J. McClelland; call with J. McClelland re: 1404, 1105, 402 showings, staging; email to D Capaldi.
Cherniak, S	29-Apr-15	0.4	Review and counter offer on 1404.
Cherniak, S	30-Apr-15	0.5	Review counter on 1404. Accept. Call from Miller Thomson re Dalfidian. Brief review of file. Update on tenant in 1303.
Flett, D	30-Apr-15	1.4	Review 1105 and garage offer; 3 calls with J. McClelland re: 1404 counter offer and acceptance, 1105 offer, 701 staging; review 1404 counter offer with S. Cherniak and forward accepted offer to J. McClelland; review email from D. Capaldi re: tenant notice; update sales and offer schedules.
Hooper, L	1-May-15	0.1	Issued cheques
Flett, D	1-May-15	2.2	Email with D. Capaldi and J. McClelland re 1404 sale and status certificate; call with J. McClelland on 1105, Garage 112 offer and review offers; prepare revisions/counter offer; review offers with S. Cherniak; revise and forward 1105 counter offer to J. McClelland; email to D. Capaldi re: 901 lease; call with J. McClelland.
Cherniak, S	1-May-15	0.5	Review and counter offer on 1105 and garage. Update on 1303. Review of emails to D. Capaldi.
Cherniak, S	4-May-15	0.4	Emails from realtor over weekend re update on 1105 and 1404 request for inspection extension. Execute extension. Review of staging pictures for 701. Email from D. Capaldi re 901 lease.
Flett, D	4-May-15	0.3	Email over weekend with J. McClelland, S. Cherniak on 1404 extension, 1105 accepted offer; email to D. Capaldi re 901 tenant status.
Finnegan, M	4-May-15	0.2	Pay bill
Finnegan, M	5-May-15	0.5	Review HST NOA, file April/15 return
Cherniak, S	5-May-15	0.3	Email re update on appeal timing. Call from V. Grillo of City of Windsor re update.
Cherniak, S	6-May-15	0.5	Call from lawyer re client interested in en bloc sale. Review of email to D. Capaldi.
Flett, D	6-May-15	2.2	Review unsold inventory list; emails with J. McClelland on 903 tenant status and list price, 701 staging, 1404 amendment/ extension; call with J. McClelland on 1404 extension, 1105 conditions and other issues; review and forward signed garage 12 listing agreement and 402 mutual release; email to D. Capaldi re garage #8; update unsold unit master schedule.
Flett, D	7-May-15	0.4	Email with D. Capaldi re: 901, garage; review property tax arrears schedule and estimate proceeds of pending sales; voice mail from and email with J. McClelland re: 901.
Cherniak, S	7-May-15	0.3	Response from D. Capaldi re garages. Review of emails re change of date for appeal. Review of correspondence from Miller Thomson. Email from BMO.

Staff	Date	Time	Comments
Cherniak, S	8-May-15	0.4	Update on 1404 sale. Execute waiver. Call to BMO re fund purchasing position.
Flett, D	8-May-15	1.3	Call with J McClelland on 1404 waiver, showings, 1105 status; review 1404 waiver with S. Cherniak and return to J. McClelland; email to J. Lehman of Miller Thomson with 1404 sale and tax documents; update sales schedule; email with D. Capaldi on 1404 matters; review condo fees and property taxes with M. Finnegan.
Hooper, L	8-May-15	0.1	Issued cheque
Flett, D	11-May-15	2.4	Review 402 offer and forward counter offer; email with D. Capaldi on 203, 402 tenants, 1404 repairs; review leases; call with J. McClelland on 402 offer; 805 and Genova showing; email with J. Lehman of Miller Thomson on 1404 documents and waiver; call with J. McClelland on Marseille showing and 708 status.
Finnegan, M	11-May-15	0.5	Bill payments.
Finnegan, M	12-May-15	0.2	Email to/from City of Windsor re property tax balances.
Flett, D	12-May-15	1.8	Review 402 accepted offer and email with J. McClelland; review condo fee schedule and 2015/16 budget from ECCC #122; email with D. Capaldi re: 1404 pre-closing repairs, 402 status certificate; call with J. McClelland re: 402 sale not going forward and email with D Capaldi; updates to inventory and sales schedules; review may property tax payment with M. Finnegan.
Flett, D	13-May-15	1.6	Review 803 closing documents and email with J. Lehman of Miller Thomson on revision to Statement of Adjustments tax calculation; email with S. Cherniak on closing docs; call with J. McClelland on 402, showings; email with D. Capaldi on leasing status, ECCC#122
Finnegan, M	13-May-15	0.5	Pay property tax installment.
Finnegan, M	14-May-15	0.5	Print closing documents and prepare closing document package for signature re unit 803.
Flett, D	14-May-15	1.1	Email with J. Lehman of Miller Thomson re: 803 closing; review emails from D. Capaldi; sign and return 402 mutual release; review of unit tenant status and lease expiry dates; memo to D. Capaldi re: new Biarritz/Trieste listing and tenant considerations; call with J. McClelland re: 1105; review of MLS listings.
Flett, D	15-May-15	1.8	Email with D. Capaldi re: Biarritz unit tenant status and MLS listing; email with J. McClelland on resale unit price, 1105 status, Receiver 1102 listing; review 1105, garage #12 amendments, sign and return to J. McClelland; call with J. McClelland on 1105 amendments; memo to D. Capaldi on 1105 pre closing repairs and 901 maintenance; email with J. Lehman of Miller Thomson on 1105 sale and forward sale documents; update sales schedule.
Finnegan, M	15-May-15	1.2	Reconcile bank account. Deposit rent cheques and update rent roll.
Hooper, L	15-May-15	0.1	Issued cheque

Staff	Date	Time	Comments
Cherniak, S	17-May-15	0.9	Emails from D. Capaldi re operating budget and increase in condo fees. Update on unit sales. Emails from fund that purchased asset (Rialto). Review of landscaping proposal. Review of correspondence from Miller Thomson to Sutts on Dalfidian.
Flett, D	19-May-15	3.6	Memo to C. Prieur, M. Finnegan on various unit lease status; review emails from D Capaldi on tenant matters and 1501 status; email with J. McClelland on Marseille list prices; call with J. McClelland on new listings and 1501 finishes; email to D. Capaldi re: listing of 1501 and tenant extension; call with J. McClelland on listing agreements; review draft listing agreements for 1501 and 901; call with S. Cherniak and update on sale of BMO debt, other issues and status; memo to D. Capaldi for clarification on west roof landscaping and Receiver share of cost; update pending sales schedule and estimated proceeds; review property tax schedule.
		121.35	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$450	24.6
Finnegan, M	Administrative	London	\$125	19.1
Flett, D	Vice President	London	\$325	75.3
Hooper, L	Estate Administrator	London	\$125	0.85
Merry, S	Sr. Manager, Tax	Cambridge	\$280	1.5
				121.35



358

Invoice # 88220203
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

July 16, 2015

Re: Portofino Corporation

For professional services rendered for the period May 20, 2015 through July 14, 2015 as per the attached detail:

Our Fee	\$49,000.00
Disbursements (courier)	<u>24.95</u>
Sub total	49,024.95
HST	6,373.24
Total	<u>\$55,398.19</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 88220203

Amount \$55,398.19

359

July 16, 2015

For professional services rendered

Staff	Date	Time	Narrative
Flett, D	20-May-15	1.4	Review email from D. Capaldi on #1510, roof landscaping; review #901 and #1501 listing agreements; email with J. McClelland on edits, photos and revised #901 list price; sign revised listing agreements; revise and update unsold unit inventory schedule.
Finnegan, M	20-May-15	0.5	Deposit rent cheques.
Finnegan, M	21-May-15	1	Prepare and send executed sales documents to Miller Thomson for unit #803 closing. File admin.
Flett, D	21-May-15	0.2	Review outstanding property taxes and tax arrears on pending sales.
Flett, D	22-May-15	0.4	Message from MPAC re: request for reconsideration; review property taxes schedule, unsold unit inventory list; call to J. McClelland; review pending sale status, rooftop terrace with S. Cherniak.
Cherniak, S	22-May-15	1	Updates on various issues while away re new listings, and costs from landscaping on roof. Review of correspondence from Miller Thomson re Carey costs decision. Call with Miller Thomson to clarify.
Cherniak, S	24-May-15	0.5	Research L/C calculation and send to Miller Thomson.
Cherniak, S	25-May-15	0.7	Review of correspondence re Dalfidian. Call with Rialto Capital. Review of schedules to be sent to them. Review of Miller Thomson legal account.
Finnegan, M	25-May-15	0.6	Update rent roll with EFT and cash deposits made during May, 2015. Email to City of Windsor re property tax owing balance.
Flett, D	25-May-15	2.2	Review MPAC minutes of settlement; call with J. McClelland on market activity, recent showings; call with S. Cherniak and Rialto; review City of Windsor updated property tax schedule; prepare unit and property tax summary, sales schedule for Rialto.
Flett, D	26-May-15	2.3	Email with D. Capaldi and M.Finnegan, C.Prieur on #601 tenant status and leasing; revise unit and taxes summary for Rialto and forward to S. Cherniak; review ESC #122 insurance declarations on file, review with S. Cherniak and email to D. Capaldi; review emails with Rialto; call, email with J. McClelland on showings, #1403 list price; review Rialto inspection requirements with S. Cherniak.
Cherniak, S	26-May-15	1	Discussion re leasing of #601. Respond to various emails from Rialto. Call from Miller Thomson re Dalfidian lawsuit.

360

Staff	Date	Time	Narrative
Cherniak, S	27-May-15	0.2	Emails from D. Capaldi re #601 and insurance.
Flett, D	27-May-15	1.3	Review unsold unit list by model re: Rialto showings; review (8) Marseilles unit MPAC minutes of settlement and prepare for S. Cherniak signature; review 2014 comparable unit sales report and email to J. McClelland; review email from D. Capaldi on leasing and insurance policies.
Flett, D	28-May-15	1.5	Review MPAC minutes of settlement with S. Cherniak and M. Finnegan; email with D. Capaldi re: ESSC #122 insurance policies and review commercial policy declaration; call with J. McClelland re: 1403 showing/offer and garage inclusion; review Rialto inspection arrangements with J. McClelland; review 2015 district 4 sales report from J. McClelland.
Cherniak, S	28-May-15	0.2	Emails from D. Capaldi. Call from interested party.
Cherniak, S	29-May-15	0.6	Review of email from D. Capaldi re BMO selling debt. Respond. Update on D. Flett. Conversation with D. Capaldi. Correspondence from Miller Thomson re closing of #803. Email from D. Capaldi re closing.
Flett, D	29-May-15	1.8	Review email from D. Capaldi re: sale of BMO debt; forward ESCC #122 insurance declaration to S. Cherniak with Comments; call with D. Capaldi on #803 closing arrangements, sale of BMO debt and other issues; email memo to D. Capaldi with June/July closing particulars; calls with J. McClelland on #803 closing arrangements and Klein email; general closing arrangements, June 10 showings, Marseille tax re-assessments, \$1403 interested party and other issues.
Cherniak, S	1-Jun-15	0.5	Email from D. Capaldi re Rialto. Emails to/from Rialto re various.
Finnegan, M	1-Jun-15	0.5	Deposit sale funds
Cherniak, S	2-Jun-15	0.2	Reply to emails from Rialto re property taxes.
Cherniak, S	3-Jun-15	0.5	Respond to D. Capaldi email. Execute #1303 amendment. Discuss strategy for Rialto visit. Review duplicate invoice from Windsor Business Magazine. Review of email to D. Capaldi re Rialto visit.
Finnegan, M	3-Jun-15	0.3	Pay bill
Flett, D	3-Jun-15	3.3	Review email from D. Capaldi; review, sign and return #1303 amendment and advise Miller Thomson; lengthy call with J. McClelland on showings, #901 maintenance, Rialto viewing, advertising, east view units and list prices; review and revise units for Rialto viewing and email to J. McClelland; update sales schedule for #803 closing and confirm with M. Finnegan; memos to D. Capaldi on Rialto viewing and Receiver share of rooftop terrace cost; email to J. McClelland with new condo fee amounts for listed units; sign receiver

Staff	Date	Time	Narrative
			cheques; review property tax payment with M. Finnegan.
Flett, D	4-Jun-15	2.4	Prepare summary schedule of comparable waterfront sales and email with J. McClelland on #601; call with J. McClelland on #1403 interest, closing date and tenant considerations; memo to D. Capaldi on #901 maintenance items; email to Rialto with floorplans; review receiver sales and comparables with S. Cherniak; review various email from D. Capaldi on terrace, tenants.
Finnegan, M	4-Jun-15	0.4	Call to Glade Publishing re o/s invoice issue. File HST return
Cherniak, S	4-Jun-15	0.5	Review of recent comparable sales. Review of emails responses from D. Capaldi. Discussion re info for Rialto.
Cherniak, S	5-Jun-15	0.3	Emails from D. Capaldi re lease of #601 and #105. Discussion and review of \$1M property tax payment.
Flett, D	5-Jun-15	2.3	Review draft leases for #601, #105 and email with D. Capaldi; review updated City Windsor property tax schedule; prepare schedule of arrears, allocation of \$1.M payment and balance owing; call with J. McClelland on #1403 enquiry and verbal offer, email with J. McClelland on Rialto showings, comparable listing status, Pinnacle sale.
Flett, D	8-Jun-15	1.1	Email with D. Capaldi and M.Finnegan, C. Prieur on tenant matters and #105 renewal; forward unsold unit schedule with updated property tax balances to Rialto; message from J. McClelland; review LFP Homes advertisement with M. Finnegan.
Cherniak, S	8-Jun-15	0.3	Email from D. Capaldi re #105 and #601 leases. Review of schedule and email sent to Rialto re property taxes.
Finnegan, M	8-Jun-15	1	Work on ad layout for London Free Press
Finnegan, M	9-Jun-15	0.6	Bill payments. Call and email to London Free Press re possible ad.
Cherniak, S	9-Jun-15	0.7	Call from City of Windsor re property tax payment. Discussions re Rialto visit.
Flett, D	9-Jun-15	0.4	Email with D. Capaldi on tenant matters; call with J. McClelland on Rialto inspection, #402 showing.
Flett, D	10-Jun-15	4	Prepare documents and information for Rialto inspection; email with Rialto; meet with J. McClelland at Portofino; tour Portofino units, amenities and comparable buildings with J Horowitz, D. Newman and M. Sonntag of Rialto.
Cherniak, S	10-Jun-15	0.2	Emails from Rialto. Discussion re timing of visit.
Hooper, L	10-Jun-15	0.05	Issued cheque
Finnegan, M	10-Jun-15	1	Deposit rent cheques and update rent roll
Finnegan, M	11-Jun-15	0.5	Pay bill

Staff	Date	Time	Narrative
Cherniak, S	11-Jun-15	0.5	Emails from Miller Thomson re LC changes. Email from Miller Thomson re closings. Update on Rialto visit.
Flett, D	11-Jun-15	2.1	Email with J. McClelland re: sales agreement vendor; email memo to S. Cherniak on Rialto tour and discussion items; call with J. McClelland on Kitec plumbing, showings, comparables, maintenance, marketing; memo to D. Capaldi on maintenance items, west roof status; review condo declaration; review email from Miller Thomson on upcoming closing particulars; email to J. McClelland re: purchaser lawyers.
Flett, D	12-Jun-15	1.1	Email with D. Capaldi on tenant and maintenance matters; call with J. McClelland on #1403 interest, #701 showing, Kitec; email with J. McClelland and Miller Thomson on closings, purchaser lawyers.
Cherniak, S	12-Jun-15	0.3	Review of emails from D. Capaldi.
Cherniak, S	15-Jun-15	0.9	Update on visit with Rialto. Review of questions from Rialto. Discuss response. Review of emails from Rialto counsel re Line of Credit. Review of Portofino ad for London Free Press. Execute tenant leases.
Flett, D	15-Jun-15	4.5	Update S. Cherniak on issues, Rialto tour; review, sign #105, #601 leases and memo to C.Prieur and M. Finnegan on tenancy changes, rents to be received; email with Miller Thomson re: #1303 closing; draft memo to Rialto on HST, other issues and information requested.
Flett, D	16-Jun-15	3.8	Review #402 offers and review with S. Cherniak; calls with J. McClelland on #402 offers, closing date and tenant re-location; calls and text messages with D. Capaldi on #402 tenant re-location and parking lot construction, new spaces; revisions, updates to memo to Rialto; email with D. Capaldi on #402 tenant, offer; email to D. Capaldi on #903 maintenance; review condo fees with M. Finnegan.
Cherniak, S	16-Jun-15	0.6	Review of draft email to Rialto. Review of condo fee arrears. Update on possible sale of #402 and issue with tenant.
Cherniak, S	17-Jun-15	0.6	Update on #402 deal and tenant. Review of response to Rialto. Update on condo fee arrears.
Hooper, L	17-Jun-15	0.1	Banking.
Finnegan, M	17-Jun-15	0.6	Emails to/from Lynn Freeland Bookkeeping re condo fees balances. Review HST file and update summary.
Flett, D	17-Jun-15	2.8	Review ESSC #122 supplied common fees arrears schedule and calculation; revisions to memo to Rialto and issue; call and text messages with D. Capaldi re: relocation of #402 tenant to #204 and arrangements; several calls with J. McClelland on #402 status, #701 showings and potential offer and other issues; email to City Windsor re: Marseilles

Staff	Date	Time	Narrative
			reassessments and 2015 final tax bills.
Flett, D	18-Jun-15	4.2	Update inventory schedule for tenant changes and condo fee increase; several calls and email with J. McClelland re: investor enquiry, #203 showings and pricing; review condo fee arrears calculation and split with M. Finnegan; review condo declaration with M. Finnegan; draft memo to Rialto on several issues, questions; email, text message with D. Capaldi re: #402 tenant re-location status; review orders and motion records to be posted to BDO web site with M. Finnegan.
Finnegan, M	18-Jun-15	0.5	Deposit and update rent roll.
Cherniak, S	18-Jun-15	1	Update on sale of #402 and tenant situation. Review of other potential offers. Review of Rialto response to our email. Edits to response. Call with Scott D'Amore re queries about Rialto, Capaldi and property taxes.
Cherniak, S	19-Jun-15	1	Emails and discussion re tenant at #402. Execute offer for #402. Discussion re offer on #203. Execute counter. Review of BDO response to Rialto. Review of email from Taub re Line of Credit.
Finnegan, M	19-Jun-15	1	Email to ESCC #122 re fees schedule, file admin. Call from CRA re HST o/s for RT0001. Load public documents Orders Motion Records etc to public website
Flett, D	19-Jun-15	4.5	Review #203 offer, discuss with J. McClelland, review with S. Cherniak; review #203 lease terms; review conditions and timing and revisions to offer; email, text message with D. Capaldi on #402 tenant status; review condo declaration and by-laws; revisions to memo Rialto and issue; revise #402 counter offer, review with S. Cherniak and forward to J. McClelland; prepare unsold unit summary schedules and email to S. D'Amore; review and sign #203 listing agreement; email memo to D. Capaldi re: HST return, visitor parking, other matters and review response
Cherniak, S	22-Jun-15	0.7	Updates on #402 and #203 over weekend. Review of completed deal on #203. Emails from S. D'Amore. Review file re anticipated receipts and respond to S. D'Amore.
Cherniak, S	23-Jun-15	0.8	Execute #402 offer. Review and execute closing docs for #1404. Discussion re approach for condo fee arrears reduction. Update on calls re London Free Press ad on weekend. Review of email re #1303 issues for closing.
Hooper, L	23-Jun-15	0.05	Issued cheque
Finnegan, M	23-Jun-15	0.7	Prepare sale documents for signature. Pay bills.

364

Staff	Date	Time	Narrative
Flett, D	23-Jun-15	2.9	Email and voice mail message with J. McClelland on #402 offer; review #402 counter offer, review with S. Cherniak and return; review #1404 draft closing documents and email with Miller Thomson on deposit, property tax arrears; review revised trust ledger and statement of adjust; call with J. McClelland on showings, status certificate arrangements; email with D. Capaldi re: #203,# 402 sales and status certificates; review ESSC #122 arrears schedule and review with M. Finnegan re: fees/ interest split.
Flett, D	24-Jun-15	2.8	Review draft #1403 and #1301 lease renewals; review rent roll; emails Miller Thomson on #1303, #1404 closings - timing, property taxes, #1303 purchaser name and other issues; several calls and emails with J. McClelland on #1303,#1404 closing arrangements, purchaser building access, #1403 showing; review ESSC #122 condo fees arrears schedule and interest calculation; email to D. Capaldi re: #1404 closing arrangements.
Cherniak, S	24-Jun-15	0.2	Email from D. Capaldi re leasing of units. Update on closings.
Cherniak, S	25-Jun-15	1.3	Email D. Capaldi re leases for #1301 and #1403. Discussion re not leasing #1403 as required for sale. Emails re #1303 not closing. Discussion on how to proceed. Call with Miller Thomson. Review of email instruction to Miller Thomson. Update on #203 not closing. Review of correspondence from Court of Appeal re set date. Discussion with Miller Thomson.
Flett, D	25-Jun-15	2.3	Review proposed lease renewals and sale considerations with S. Cherniak, email to D. Capaldi; review email from Miller Thomson on proposed #1303 closing extension; review #1303 deposit status and issues with S. Cherniak, call with S. Cherniak and Miller Thomson on #1303 extension and options; draft email to Miller Thomson on Receiver's terms of extension; calls with J. McClelland on #203 conditional sale not proceeding, #1303 issues and #1404 closing date change; revise and update schedules.
Flett, D	26-Jun-15	3.3	Email with D. Capaldi on tenant matters and tax bills; review condo by-laws re: unfinished units; update inventory schedule re: taxes and review 2013-2015 taxes; email with Miller Thomson and email, call with J. McClelland on #1404 closing date; calls with J. McClelland on #1404 closing issues and air conditioning, #1403 showing; email with Miller Thomson on #1303 closing extension.
Cherniak, S	26-Jun-15	1.2	Review of D. Capaldi responses on leases. Emails to from Miller Thomson re #1303 closing and lawyer. Update on #1404 closing. Update on deferred maintenance issues. Emails to/from Miller Thomson and Taub re Line of Credit issue. Email from Miller Thomson re information for Morga. Review of emails re property taxes.

365

Staff	Date	Time	Narrative
Cherniak, S	29-Jun-15	1	Email to Miller Thomson re Morga questions. Emails to/from Miller Thomson re dealing with #1303 closing issue.
Flett, D	29-Jun-15	4.5	Email and text message with D. Capaldi, J. McClelland re: #1404 a/c issue; email with D. Capaldi re; tenant matters, review #203 mutual release and listing cancellation, sign and return to J. McClelland; calls with J. McClelland on #1404 a/c issue, #1303 status; review summary of unit sales to date with S. Cherniak for reporting; call with D. Capaldi on common fee arrears and proposal to waive interest; email with Miller Thomson re: #1303 closing extension; review draft #1303 occupancy agreement and provide comments; call and email with V. Grillo and M. Moore of City Windsor re: address change and updated statement; review statement and further email with M. Moore on 2015 final bill and balance owing.
Flett, D	30-Jun-15	5.2	Review #1303 occupancy agreement and email with Miller Thomson on further revisions; emails and text messages with D. Capaldi, Miller Thomson on #1404 closing and A/C repairs; call with J. McClelland on #1404 closing, #1002, #1605 tenants, future sales; memo to D. Capaldi on potential tenant purchasers; prepare memo to Rialto on various issues including rental sales and sell-out forecast; call with J. McClelland on #1404 a/c repairs, gas restore and fireplace; draft letter to #1404 purchaser undertaking to complete a/c repairs and fireplace repairs if any; call with J. McClelland re: #803 purchaser furnace issue and #708 offer; call with D. Capaldi on various tenant matters, #1404 repair status, utility accounts; review unfinished unit sales agreement issues with S. Cherniak.
Cherniak, S	30-Jun-15	1.5	Review of occupancy agreement for #1303. Email from Rialto re update. Discuss and review response with D.Flett. Numerous emails re closing issues on #1404 re air conditioner and no gas for fireplace. Discuss D. Capaldi's response. Discuss email to D. Capaldi re issues to be dealt with on future closings ie inspections much earlier and no gas turned off. Emails from our counsel and purchaser counsel. Review our responses.
Cherniak, S	2-Jul-15	1.4	Email from D. Capaldi re #1303. Emails to/from Rialto re update. Update on repairs to #1404 a/c etc. Discussion re property tax payment. Discussion re condo fee arrears. Review of email to D. Capaldi. Discussion and review of offer on #708. Execute counter. Update on potential offer on 1002. Discussion re non-resident purchasers. Review of email to Miller Thomson.
Finnegan, M	2-Jul-15	0.5	Deposit.

366

Staff	Date	Time	Narrative
Flett, D	2-Jul-15	4.8	Email with D. Capaldi on #1404 maintenance, 2015 final tax bills; memo to Rialto on status of closings, conditional sale of #402; review #1404 closing tax payout amount and emails with City Windsor on #1404 tax overpayment and application, updated schedule of balances owing and availability of schedule with July 15 payment only; lengthy call with J. McClelland on #603 showings, #1404, #708 offer, closing utility issues; review #708 offer, comparable sales and review with S. Cherniak; prepare #708 counter offer and forward; email memo to Miller Thomson re: sale of units to ITA non-residents; update common fee arrears schedule for #1404 closing and memo to D. Capaldi on common fee payment proposal; review #1002 offer and call with J. McClelland on offer.
Flett, D	3-Jul-15	5.5	Review emails from D. Capaldi on tenant and rent status, #1404 maintenance, HST and other matters; review #1002 offer and numerous conditions; review #1002 with S. Cherniak and prepare counter offer; calls and emails with J. McClelland on subsequent counter offers, review with S. Cherniak and sign/return acceptance; emails with Miller Thomson on #1303 occupancy agreement and review corporate profile; review #1501 rent and tenant status with M. Finnegan and email to C. Prieur; review 2015 City final tax bills and update inventory summary schedule for 2015 taxes; prepare schedule for major July arrears tax payment and Rialto reporting with July 15 balance due by unit; estimate net proceeds of pending sales; calls with J. McClelland on pending #701 offer and timing, #708 offer status; update schedules for sales and closings; email to Miller Thomson with tax bills of pending sale and update on conditional sale status.
Cherniak, S	3-Jul-15	1	Review of emails from D. Capaldi. Review offer on #1002. Execute counter. Emails re occupancy agreement. Review of corporate profile re Colcott. Review of email from Miller Thomson re non-resident purchaser.
Cherniak, S	6-Jul-15	2.1	Emails re #1303 and update on status of agreement. Review and execution of occupancy agreement. Email re acceptance of conditional offer on #1002. Email from D. Capaldi re common fee arrears. Update on property taxes for garages from MPAC. Negotiating and execution of deal on #708. Update on #701 deal. Emails to/from Miller Thomson on #1303 re rent cheque, deposit, post dated cheques. Emails to/from Rialto and discussion on providing info.
Finnegan, M	6-Jul-15	0.5	Deposit.

367

Staff	Date	Time	Narrative
Flett, D	6-Jul-15	7.2	Review email from D. Capaldi on tenant and other matters; email to MPAC on sold garages still included in tax roll; review 2 offers on #701 and review with S. Cherniak; call with J. McClelland re #701 offers, #708 status; revisions to #701 offer re: MPAC condition and forward to J. McClelland; review #1303 assumption and occupancy agreement and several emails with Miller Thomson re: agreement, funds paid to Miller Thomson and post dated cheques; review #708 offer with S. Cherniak; call with J. McClelland on #708 offer; prepare #708 counter offer and forward; revise July property tax payment allocation and review with M. Finnegan; revise/update unsold unit inventory schedule and prepare memo to Rialto on schedule, pending sales, property taxes and common fees; further memo to Rialto re: taxes; memo to D. Capaldi, C. Prieur on #1303 extension, occupancy and rent cheque arrangements; call with J. McClelland on #708 acceptance; prepare letter to ESCC #122 outlining common fee arrears payment proposal.
Flett, D	7-Jul-15	5.7	#708 listing agreement; review accepted offers for #701 and #708; email with Miller Thomson and D. Capaldi on pending conditional sales; finalize letter to ESCC #122 re common fee arrears and review with M. Finnegan; review/revise statement of receipts and disbursements prepared by M. Finnegan; prepare memo to Rialto with R&D, details on property tax payments, update on unit sale status; review #402 waiver of conditions and provide documentation to Miller Thomson; fax from and call lawyer for #701 purchaser; email, phone calls with J. McClelland on #701, #708, #402 and investor buyer enquiry; update sales summary schedule; draft detailed memo to D. Capaldi on continuity of utility services and closing arrangements; call with Rialto on monthly reporting, property tax payment schedule and status; provide tax bills and MPAC reassessments to Rialto; email with Miller Thomson and J. McClelland on #1105 request to move up closing; review CS Wind lease utility payments/accounting with M. Finnegan.
Finnegan, M	7-Jul-15	1	Update condo fee schedule and prepare payment. Prepare R&D for report. Emails to BMO re monthly wire transfers re rent payments.
Cherniak, S	7-Jul-15	2.4	Emails from D. Capaldi on #1303. Review of emails to D. Capaldi re upcoming closings re repairs etc. and procedures to be put in place re closings. Execute exclusive listing for #701. Review of email to Rialto re reporting. Call with Miller Thomson re Letter of Credit issue. Update email to Miller Thomson for Morga. Discuss reporting requirements for Rialto. Emails to/from Horowitz re D. Capaldi/property management agreement.
Hooper, L	7-Jul-15	0.1	Issued cheques

Staff	Date	Time	Narrative
Cherniak, S	8-Jul-15	1.3	Review of D. Capaldi responses. Update on #204 tenant and #402 sale. Discussion re #604 garage. Update on potential interest on #508. Review of email re leave to appeal motion and Morga request for adjournment. Call from Miller Thomson re same. Emails to from Miller Thomson re rent abatement on #1303.
Finnegan, M	8-Jul-15	0.8	Utility payment direct deposit reconciliation. Pay bills.
Flett, D	8-Jul-15	3.4	Emails from D. Capaldi in recent sales, #402 tenant status, garage 14 and other matters; review and summary of garage status, sales history; email to MPAC with details of sold garages included in tax roll; review emails re: lease renewals and update unit summary; email with J. McClelland re: utilities, #204, #508; calls with J. McClelland re: #508 showing, #204 status, staging; email with Miller Thomson re: #1303 occupancy agreement and rental payments.
Flett, D	9-Jul-15	2.6	Review emails from D. Capaldi on various tenant and conditional sale matters; review #508 offer; call with J. McClelland on #508 offer and #601 tenant status; text msg to/from D Capaldi re: #601 lease and possible re-location to #204; review #508 offer and #601 alternative with S. Cherniak; email with City Windsor re: question on application of \$392 k tax payment; email to J. McClelland re: #701 staging and #901; update unsold unit inventory schedule for S. Cherniak.
Cherniak, S	9-Jul-15	0.9	Review of emails from D. Capaldi. Respond. Discussion re offer on #508 and logistics of moving tenant from #601 to #204 and selling #601 instead. Review of view from #204. Review of executed occupancy agreement for #1303.
Cherniak, S	10-Jul-15	1.2	Review of various emails from D. Capaldi re update on #402, #701, #708, #601 and #1008. Review of HVAC bill from #1008 and decide on course of action. Review of property management agreement. Call with D. Capaldi re same. Discussion with D. Flett re terms.
Flett, D	10-Jul-15	2.4	Review emails from D. Capaldi on tenant, vacancies and various; call with J. McClelland re: #508 offer, #601 availability, #1008 listing; review MLS re-sale listings; review common fee arrears, property manager compensation and considerations with S. Cherniak; update S. Cherniak on #508 offer status; call with J. McClelland re: #603 tenant; email to D. Capaldi re: #601; receive #1303 post date cheques and email Miller Thomson; review July, 2015 rent status with M. Finnegan.
Flett, D	13-Jul-15	0.3	Review emails from D. Capaldi on several tenant matters; emails to J. McClelland re #601 availability and #708 status certificate; email to D. Capaldi re: #708 request.

369

Staff	Date	Time	Narrative
Cherniak, S	13-Jul-15	0.8	Review of emails from D. Capaldi re various issues. Calculate D. Capaldi compensation. Call to D. Capaldi. Review of correspondence from Miller Thomson re appeal date. Email from Rialto.
Finnegan, M	13-Jul-15	1.4	Bill payments. Deposit rent cheques and update rent roll
Cherniak, S	14-Jul-15	1.7	Review of D. Capaldi response re mgt fee. Respond. Deal with #1404 repair issue. Discuss response to Rialto and review monthly reporting. Execute exclusive listing for #508. Deal with amendment to #701 deal. Counter #508 offer. Deal with key issue for #1303.
		146	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$450	31.8
Finnegan, M	Administrative	London	\$125	13.4
Flett, D	Vice President	London	\$325	100.5
Hooper, L	Estate Administrator	London	\$125	0.3
				146



370

Invoice # 88243733
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

August 14, 2015

Re: Portofino Corporation

For professional services rendered for the period July 15, 2015 through August 13, 2015 as per the attached detail:

Our Fee	\$36,000.00
Disbursements (courier)	<u>18.66</u>
Sub total	\$36,018.66
HST	4,682.43
Total	<u>\$40,701.09</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice #	88243733
Amount	\$40,701.09

371

August 14, 2015

For professional services rendered

Staff	Date	Time	Narrative
Hooper, L	14-Jul-15	0.1	Issued cheques
Cherniak, S	14-Jul-15	1.7	Review of D. Capaldi response re management fee. Respond. Deal with #1404 repair issue. Discuss response to Rialto and review monthly reporting. Execute exclusive listing for #508. Deal with amendment to #701 deal. Counter #508 offer. Deal with fob issue for #1303.
Flett, D	14-Jul-15	4.2	Email with D. Capaldi on various tenant matters; review and sign #701 amendment; review listings, #508 offer with S. Cherniak; prepare #508 counter offer and listing agreement; call with J. McClelland re: #508; call to Hub re: insurance coverage; review status of garage rentals; emails with Miller Thomson and D. Capaldi re: #1303 occupancy and building, garage passes; review May, June R&D's prepared by M. Finnegan; review rent roll and review #402, #903 and other unit status with M. Finnegan; prepare revised #701 amendment; review May, June R &D's with S. Cherniak and draft notes.
Flett, D	15-Jul-15	3.8	Review D. Capaldi emails on tenants matters; review #903 termination and eviction documents; finalize and issue monthly statements of receipts and disbursements to Rialto; review #508 counter offer with S. Cherniak, prepare counter offer and forward; call with J. McClelland on #508; call with D. Capaldi on #708 conditional sale and issues, #204 status; call with J. McClelland on #1404, showings, upper floor unit availability #701 status; review rent roll basis and accounting with M. Finnegan; prepare draft memo Rialto with additional information and response to questions on taxes, rents, lease expiry, HST, property management and other issues; review #508 accepted offer and update schedules; voice mail from M Hub Insurance.
Cherniak, S	15-Jul-15	1.2	Review of correspondence from #903 re nonpayment of rent. Review D. Capaldi response re #1303. Review reporting to Rialto. Review Rialto responses from Horowitz and Lee. Respond to Horowitz inquiry. Discuss response to Lee with D.Flett. Counter offer on #508. Call from D. Capaldi and update on inquiry from father of tenant of #701.
Cherniak, S	16-Jul-15	0.6	Review and discussion of draft emails to Rialto. Update on rent arrears #401 and query re rent for #106.
Finnegan, M	16-Jul-15	1	File admin. Rent roll updates for report.

372

Staff	Date	Time	Narrative
Flett, D	16-Jul-15	2.8	Review emails from D. Capaldi on tenant matters; review accepted offer for #508; review of rent roll and review rent roll, rents collected, July rent cut-off and lease status with M. Finnegan; email to D. Capaldi re: #106 and #401 rent status; revisions/additions to reply to Rialto queries and issue email to J. Horowitz; call to J. McClelland; voice mail message from J. McClelland on #708 status, showings.
Flett, D	17-Jul-15	3.3	Review emails from D. Capaldi on tenant matters; review, sign #701 amendment/ waiver and forward to J. McClelland; email to Miller Thomson with #701 closing details and sale documents, tax documents; review closing status with S. Cherniak; review #901 staging quotation and advise J. McClelland; update unit inventory schedule; memo to D. Capaldi with details of #701 pre-closing maintenance and repairs; calls with J. McClelland on #708 status, financing options, #1403 tenant status, weekend showings; email to Hub Insurance.
Cherniak, S	17-Jul-15	0.7	Review of email from D. Capaldi. Update on #701 and #708 deals. Execute final documents for #701. Update on staging.
Cherniak, S	20-Jul-15	1.9	Email updates from D. Capaldi. Review of #708 conditions. Execute extension. Updates on rent arrears for \$406. Emails from Miller Thomson re property taxes for #701 closing. Review of email from Rialto re BDO responses on administration of estate. Discuss response with D. Flett. Review of email to D. Capaldi re garages. Call with D. Capaldi re property management fees, property manager expenses, condo fee arrears and potential offer on #1503. Discuss pricing on #1503 with D. Flett. Call with Miller Thomson re appeal hearing. Call with Scott D'Amore re status update.
Flett, D	20-Jul-15	3.5	Review emails from D. Capaldi on tenant matters; email with C. Prieur re: #401 rent payment; review #708 extension/ amendment and return; several calls with J. McClelland on #708 extension/tenant notice, showings; staging; review draft #701 closing documents and emails with Miller Thomson on property tax payout calculation; email to City of Windsor on #701 payout amount; email to D. Capaldi on parking revenues; review of Rialto email; review May/June rent reconciliation with M. Finnegan; review status of common fee arrears proposal, unfinished #1503 pricing, realtor commissions with S. Cherniak; review sales to date and #1503 price.

Staff	Date	Time	Narrative
Flett, D	21-Jul-15	4.7	Review email from D. Capaldi on tenant matters (#701, #1101, #401); emails with Miller Thomson on #701 closing, condo fee arrears pay-out and review revised trust statement; email with Miller Thomson on #1101 sale status; sample test of ESCC 122 condo fee arrears interest calculation; review condo by-laws and memo to S. Cherniak with condo by-law interest reference and calculation issues; review property manager maintenance, utility and other expenses for Jan - June 30, 2015 and review Receiver accounting with M. Finnegan; review #1101 utility arrangements with M. Finnegan; call with J McClelland on #708 sale status, #701 pre-closing repairs; staging re-location issues; review and summarize parking details and schedules provided by D. Capaldi; review of certain leases, monthly rent roll and prepare memo to Rialto on various queries.
Cherniak, S	21-Jul-15	1.6	Review of R&M invoices. Review of D. Capaldi invoice for management fees. Make edits to the property manager agreement and send to D. Capaldi. Call to Miller Thomson re common fee arrears issue. Review of ESCC #122 agreement and send to Miller Thomson. Execute docs for #701 closing. Review of emails from D. Capaldi re rent issue for #401 and closing issues for #701. Review of revisions to statement of adjustments for #701 (prop taxes and condo fees). Email from Miller Thomson re #1002 deal. Review of email to D. Capaldi re monthly reporting.
Finnegan, M	21-Jul-15	0.8	Prepare and send sale docs re Unit #701 to Miller Thomson. Edits to property management agreement.
Finnegan, M	22-Jul-15	2	Reconcile #1101 utility payments. Reconcile rent roll May/June 2015 to monthly R & D amounts. Prepare Property Management expense reimbursement schedule.
Cherniak, S	22-Jul-15	1.3	Review of emails from D. Capaldi. Pay bills. Review of email to Rialto and review of reconciliation of rents. Discussion re pricing of unit #1503 and D. Capaldi involvement in deal. Review of letter from condo board re interest arrears. Response to Cassano.
Hooper, L	22-Jul-15	0.1	Issued cheques.
Flett, D	22-Jul-15	4.8	Review D. Capaldi emails on tenant matters; review and sample recalculation of ESCC #122 condo arrears interest; comparable analysis and review unfinished #1503 pricing with S. Cherniak; sign Receiver cheques; call with J. McClelland re: #701 sale and buyer issues, repair issue; call with #701 purchaser on sale process, vesting order and other issues; email #701 purchaser Omnibus order; review BMO sale of debt with S. Cherniak; review rent roll reconciliations and operating expense summary prepared by M. Finnegan; email to Rialto with rent roll reconciliation; review ESCC #122 letter on condo fee arrears proposal and update schedule of unpaid fees, without interest; email to D. Capaldi re: #701 pre closing repair; call with J. McClelland on #701, #708, #508 conditional status, #1503 pricing.

374

Staff	Date	Time	Narrative
Flett, D	23-Jul-15	4.2	Review D. Capaldi emails re tenant matters (#701, #1501); review operating expense schedule and email to Rialto with comments; emails with #701 purchaser on title and lawyer queries; review #1002 waiver of conditions and draft letter from Receiver to cancel lease; forward #1002 sale documents to Miller Thomson; review emails from Rialto re: property management and review with S. Cherniak; review 2015-16 ESCC #122 budget; review and sign #508 MLS listing agreement; email to D. Capaldi re: #1002 sale and summary of upcoming closings; review unfinished unit #1503 pricing with S. Cherniak; call with J McClelland re: #701, #708 status; email from J. McClelland #701 walk through repairs and email to D. Capaldi on HVAC service.
Cherniak, S	23-Jul-15	1.4	Email from D. Capaldi re repairs to #701. Discussion of termination of #1501 tenancy. Review of emails to/from Rialto. Call with Rialto re D. Capaldi and property manager payments and terms. Deal with #701 buyer and questions re vesting order. Execute #508 listing agreement. Discussion re list price of unfinished unit #1503.
Finnegan, M	23-Jul-15	0.5	Pay bills.
Finnegan, M	24-Jul-15	0.5	File HST return. Discuss rent collection and email with C. Prieur re collection of same
Cherniak, S	24-Jul-15	1	Email from D. Capaldi re #1501. Updates on #701 closing. Review of email from Cassano. Respond. Update from Miller Thomson on court of appeal appearance re Letter of Credit.
Flett, D	24-Jul-15	3.6	Review of D. Capaldi emails on tenant and maintenance matters (#701, #1501, #1503); review #901 photos; call with J. McClelland on #701 pre-closing maintenance and HVAC; detail memo to D. Capaldi on #701 repairs and HVAC report; email letter to #701 purchaser re: HVAC servicing, report and undertaking to carry out any repairs; review CRA examination request with M. Finnegan and email to D. Capaldi on HST; call with J. McClelland on #508 status certificate and other matters; review P. Cassano and S. Cherniak email re: condo fee arrears interest; review common fee pay out amount for upcoming closings and confirm to Miller Thomson; updated property tax schedule and analysis for further July payment; text messages with D. Capaldi, call with Miller Thomson and call with J. McClelland re: confirm #701 closing and release of keys ; review email from Hub Insurance.
Flett, D	27-Jul-15	2.1	Review email from D. Capaldi on tenant matters; review ESCC #122 2014 financial statements; email to MPAC re: sold garages included in tax account; review condo fee arrears proposal with S. Cherniak; review L/C litigation status with S. Cherniak; call with J. McClelland re: #402, #1105 closing status, #803 HVAC repair issue, #1501 showing; call from J. McClelland on #402 walk through and tenant status.

375

Staff	Date	Time	Narrative
Cherniak, S	27-Jul-15	1.2	Emails from D. Capaldi. Execute closing documents for #402 and #1105. Updates on changes to Statement of Adjustments re property taxes and HST. Review court of appeal decision on Letter of Credit. Email to Miller Thomson. Review email to Taub re carve out of Letter of Credit action. Review of emails between Miller Thomson and Taub re appeal options for Letter of Credit.
Finnegan, M	27-Jul-15	1	Deposit sale funds. Prepare and send closing documents to Miller Thomson.
Cherniak, S	28-Jul-15	1.2	Long call with Miller Thomson re decision of Court of Appeal and options to the Receiver. Review of emails from D. Capaldi re #701 and potential sale of #1503. Discussion with D. Flett re #1503 sale process re D. Capaldi. Review of Miller Thomson email to Taub re summary of discussion. Execute extension of #508 and discussion thereto.
Hoooper, L	28-Jul-15	0.1	Banking.
Flett, D	28-Jul-15	2.8	Review emails from D. Capaldi on tenant matters, HST; review #701 closing status with S. Cherniak; email with Miller Thomson on #701 and upcoming closings; revise/update unit inventory schedule; review #402 and #1105 draft closing documents and email with Miller Thomson on revisions to #1105 re: garage property taxes and HST; review revised trust and statement of adjustments; call with J. McClelland re: #701 closing and repair items, #508 status and amendment; review closings with M. Finnegan; review property tax arrears with S. Cherniak.
Flett, D	29-Jul-15	2.8	Review D. Capaldi emails on tenant/ new owner matters (#508, #710, #1503); review #508 sale amendment with S. Cherniak and return to J. McClelland; call with J. McClelland on #508 status certificate and timing, listings, first floor unit listing and other matters; review insurance issues and standard unit coverage with S. Cherniak; email to Hub Insurance re: coverage; call with D. Capaldi on #1503 list price, potential buyer, offer arrangements; memo to D. Capaldi on unfinished unit HST and new housing rebate regulations.
Cherniak, S	29-Jul-15	1.5	Review of email from D. Capaldi. Emails from Miller Thomson/Taub re appeal options. Call with Tony re agreeing to proceed on indemnity from Rialto. Review of correspondence from ESCC #122 to court. Call with Bowman/Cassano re condo arrears. Call to Miller Thomson re board ability to waive penalties. Update D. Flett on ramifications of appeal.
Cherniak, S	30-Jul-15	1.2	Various emails throughout the day re #402 closing and problems thereto. Email from D. Capaldi re #701 HVAC repair. Discussion re #508 and finalizing deal and issuing notice to tenant. Review of draft notice of motion re Letter of Credit appeal.
Finnegan, M	30-Jul-15	0.5	Prepare schedule and send monthly condo fee payment.

376

Staff	Date	Time	Narrative
Flett, D	30-Jul-15	3.3	Review emails from D. Capaldi; review #701 HVAC service report and email with D. Capaldi and J. McClelland; review #402 purchaser lawyer letter and emails with Miller Thomson on closing issues/repair items; email to S. Cherniak on #402 closing issues; text to/from D. Capaldi re: #402; calls with J. McClelland re: #402 closing issues; review Miller Thomson letter to #402 purchaser lawyer; review Aug 1, 2015 condo fee payment with M. Finnegan; call with J. McClelland on status of #508 conditions, possible #1008 buyer and list price; review #508 status and waiver of conditions with S. Cherniak, accept and return; emails to D. Capaldi on #708 offer status and tenant, confirm status of parking space 16-49; advise D. Capaldi of #402 closing and update Receiver schedules/accounting; email to D. Capaldi on details of #402 post-closing repairs.
Flett, D	31-Jul-15	3.5	Email to D. Capaldi to advise of #508 sale firm, pre-closing repairs and #204 occupancy; email to Miller Thomson on sale of #508 and sale documents; review documents and email to D. Capaldi on #903 eviction status; update unsold unit inventory schedule for closings, list prices; review #1105 buyer lawyer letter re: repairs; email memo to Miller Thomson with details and status of various repairs requested; text message to/from D. Capaldi on #1105 repair status; review Miller Thomson letter to #1105 buyer lawyer; email to Rialto on recent closings; two calls with J. McClelland on #1105 repairs, weekend showings and #1008 availability; several emails with Miller Thomson on #1105 closing status, issues and closing in escrow; advise D. Capaldi of close in escrow.
Cherniak, S	3-Aug-15	1.2	Updates on #402 and #701 repairs. Review of notice of motion re appeal. Update on sale of #508 and repair items. Review of email re #903. Review of emails to rialto re update. Review of various emails re closing of #1105 in escrow. Review of correspondence to/from purchaser counsel re deficiencies.
Cherniak, S	4-Aug-15	0.3	Review of emails from D. Capaldi. Update on escrow closing. Review of email from Rialto.
Flett, D	4-Aug-15	2.6	Review D. Capaldi emails on tenant matters and #508 sale arrangements; review tax notices for #701 and other Marseilles re-assessment credits, arrears calculation and update property tax schedule; update unsold unit inventory schedule; emails with Miller Thomson on #1105 closing, funds and update sales schedule; email with C. Prieur on August rent; call with J. McClelland on #1501 showing, photos and tenant status, #1008 showing; unit availability for upcoming showing, #803 HVAC issue; update S. Cherniak on closing status.

377

Staff	Date	Time	Narrative
Flett, D	5-Aug-15	2.8	Memo to Rialto on closings, closings documents, update on sales status; review banking with L. Hooper; email with C. Prieur on August rent cheques; call with J. McClelland on #1008 and other showings; review Marseilles property tax credits with S. Cherniak and payout of tax arrears; call with J. McClelland on #903, #708 status and mutual release; email to City Windsor on property tax payout schedule to Aug 31, 2015.
Cherniak, S	5-Aug-15	1	Email from D. Capaldi. Review of correspondence from Miller Thomson re notice of motion in court of appeal application. Discussion and review of response to rialto. Discussion re 708 and list vs not list. Discussion on 903 eviction and repairs after eviction. Discussion and review of email to city payment of property tax arrears.
Hooper, L	5-Aug-15	0.15	Photocopy cheques, post payments, deposit
Hooper, L	6-Aug-15	0.3	Deposit.
Cherniak, S	6-Aug-15	1.2	Review of emails from D. Capaldi re #508, #104 and #203. Review of resolution of ESCC #122 re condo fee arrears, and other charges. Draft and send emails to P. Cassano and Rialto. Review responses. Update from D. Capaldi re landscaping progress and parking repairs. Discussion re moving tenant in #508. Update on tenant at #708.
Flett, D	6-Aug-15	3	Review emails from D. Capaldi on tenant matters - #903 status, lease renewals; review ESCC #122 common fees arrears proposal / motion; review S. Cherniak email with Rialto on several matters; review roof landscaping, visitor parking project status with S. Cherniak; review rent cheques with L. Hooper and instructions re: #1002; email to M. Finnegan re: #1002 rent; call with J. McClelland re: #102 listing and possible tenant; call with D. Capaldi re: #204 tenant extension, #508 closing and buyer occupancy; west roof landscaping; visitor parking and roof membrane repair; memo to S. Cherniak on these matters; call with J. McClelland on #508 closing date, #1008 showing.
Flett, D	7-Aug-15	3.2	Review D. Capaldi emails on tenant matters - #508, #203; calls with J. McClelland on #508 buyer pre-closing occupancy, closing date; text message to D. Capaldi on #508 tenant status and short term occupancy of #102; review ESCC #122 condo fee arrears agreement; review draft #1002 closing documents and email to Miller Thomson re: payout of condo fee arrears prior to closing; review revised trust statement; call with D. Capaldi on sale of #508, #508 tenant move to #204, #102 occupancy; further calls with J. McClelland on #508 sale and email to D. Capaldi; review tax arrears payout schedule from City of Windsor and email to same re balances calculation; call with J. McClelland on #103 tenant; review MLS resale listings and email with J. McClelland; reply to J. McClelland email on #701 repairs and unfinished unit showing; emails with MPAC re: parking space/garage tax roll.

Staff	Date	Time	Narrative
Cherniak, S	7-Aug-15	0.3	Email from D. Capaldi. Re #104 and #203 leases. Update on #508 and #204 tenant situations. Email from Miller Thomson re #1002 closing.
Cherniak, S	10-Aug-15	1.2	Review of emails to/from A. VanKlink/Morga re Court of Appeal Motion. Update from D. Capaldi re #508. Discussion re logistics of #508 closing moving tenant to #204. Email to/from P. Cassano re condo corp cheque, board position. Review of email to/from MPAC re garage tax arrears. Review of comparable sales. Execute #1002 closing docs. Review of property tax schedule from the City of Windsor re final arrears payment.
Finnegan, M	10-Aug-15	0.8	Prepare and send cheque to Lynn Freeland Accounting re o/s condo fee arrears, call to Lynn Freeland to confirm office open for courier delivery of same. Prepare and send executed sale documents to Miller Thomson re Unit #1002.
Flett, D	10-Aug-15	3.5	Review emails from D. Capaldi on tenant matters - #508, #204; email to M. Finnegan, C. Prieur on #204, #508; review #1501 photos and email with J. McClelland; review report of 2015 comparable condo and Portofino re-sales; update unsold unit inventory schedule; call with J. McClelland on #508 closing date and amendments, recent re-sales; call with J. McClelland on unfinished unit showing and list prices; call with J. McClelland, text messages with D. Capaldi on #508 buyer occupancy arrangements; email with City Windsor; review August 31, 2015 tax payout schedule and confirm to S. Cherniak; update receiver property tax continuity schedule; review parking space/garage documents and schedules and prepare detailed memo to MPAC on Portofino parking and sold surface garages included in tax account.
Flett, D	11-Aug-15	3.3	Review #508 closing date amendment and return to J. McClelland: emails to Miller Thomson and D. Capaldi on #508 closing and #102 occupancy; email to D. Capaldi re: parking lot quotation, #1101 renewal status; review ESCC #122 budget and review Portofino property management issues and options with S. Cherniak; review previous property manager proposals; review S. Cherniak emails with Rialto; review draft S. Cherniak memo to Rialto on property management arrangements and discuss with S. Cherniak; lengthy call with J. McClelland on #901 offer, #508 closing, Genova unit availability, unfinished units and other issues; review #901 offer and call with J. McClelland on #901 offer and other #901 showing; email from M. Cleary re insurance.
Cherniak, S	11-Aug-15	2.3	Emails to D. Capaldi re garage roof quotes. Update on insurance. Sign amendment re updated #508 closing. Emails to/from Rialto re D. Capaldi. Lengthy response to Rialto. Discussion re quotes from property managers. Update on potential offer on #901. Update on #1002 deposit.
Cherniak, S	12-Aug-15	0.5	Review of emails from D. Capaldi. Review of Coco Paving estimate parking repairs. Update on offer on #901. Update Miller Thomson on Rialto/Capaldi issue.

379

Staff	Date	Time	Narrative
Flett, D	12-Aug-15	2.4	Review email from D. Capaldi on tenant matters and renewals; review SW parking area quotation; review revised #901 offer and discuss with S. Cherniak; call with J. McClelland on #901 offer and other showing; review august rent roll and email to D. Capaldi on unpaid rents and #1503 renewal; email City Windsor on 2015 credits for Marseilles reassessments and letters not received; update unsold unit inventory schedule; email to D. Capaldi on #901 repairs.
Cherniak, S	13-Aug-15	1.2	Review of emails from D. Capaldi re August, 2015 rent for various units. Review of offer from Eansor on unfinished unit. Review of Rialto materials re Letter of Credit replacement. Call from S. D'Amore re refinancing Rialto. Email to/from Rialto re permission to speak to WFCU. Review of #903 eviction notice.
Finnegan, M	11-Aug-15	1.5	Update rent roll and post EFT payments. Review payments received on recent sales and post.
Finnegan, M	12-Aug-15	0.2	Updates to rent roll and tenant moves.
Finnegan, M	13-Aug-15	0.2	Updates on tenant moves and rent roll supplied by D. Capaldi.
		105.65	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$450	25.7
Finnegan, M	Administrative	London	\$125	9.0
Flett, D	Vice President	London	\$325	70.2
Hooper, L	Estate Administrator	London	\$125	0.75
				105.65



388

Invoice # 88289049
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

October 15, 2015

Re: Portofino Corporation

For professional services rendered for the period August 14, 2015 through October 14, 2015 as per the attached detail:

Our Fee	\$37,000.00
Disbursements (courier)	<u>66.24</u>
Sub total	\$37,066.24
HST	4,818.61
Total	<u>\$41,884.85</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 88289049

Amount \$41,884.85

381

October 15, 2015

For professional services rendered

Staff	Date	Time	Narrative
Cherniak, S	14-Aug-15	1	Review and respond to Condo Board position re condo corporation. Discussion and response to offer on unit 1503 and lease. Update D. Flett re call with S. D'Amore.
Finnegan, M	14-Aug-15	0.5	File administration.
Flett, D	14-Aug-15	3.4	Review D. Capaldi emails on tenant matters; review unit 1503 draft lease, offer to purchase; review S. Cherniak correspondence with ECC #122; call with D. Capaldi on unit 1503 offer, conditions and counter-offer; call with J. McClelland on unit 805 vacancy, unit 701 repair item, showings; email from Miller Thomson on unit 1002 closing; update unsold unit inventory schedule and review with M. Finnegan; email to J. Horowitz re: sales status review emails from D. Capaldi re: tenant matters unit 1503, unit 805 and August, 2015 rent; call, email with J. McClelland on prospective purchaser, unit 805 listing; emails to D. Capaldi re; unit 1503, unit 701 repair item, unit 805 tenant; preliminary review of unit 1503 offer and lease renewal.
Flett, D	17-Aug-15	2.2	Review unit 805 offer; call with J. McClelland on unit 805 offer, recent resales; review unit 605 re-sale listing; review status of closings with S. Cherniak; update schedules for unit 1002 sale; review rent cheques received; email memo to S. Cherniak summarizing unit 805 offer; prepare counter offer and forward to J. McClelland; call with J. McClelland on unit 805 listing, unit 601 tenant status; investor interest.
Finnegan, M	17-Aug-15	1	Receipt of sale funds. Deposit rent cheques and update rent roll.
Cherniak, S	17-Aug-15	0.1	Update on unit 508 and deal.
Hooper, L	18-Aug-15	0.1	Banking.
Cherniak, S	18-Aug-15	1.2	Update on tenant vacating unit 903. Discussion re offer on unit 805. Long call with WFCU re S. D'Amore potential takeout of Rialto. Discussion re monthly reporting to Rialto.
Flett, D	18-Aug-15	1.4	Review email from D. Capaldi on tenant matters; call with S. Cherniak monthly reporting format, unit 805 offer and comparables; email to City Windsor re: September and November installments for re-assessed units; review unit 805 listing and email to J. McClelland call with J. McClelland on unit 805 offer status, listings.
Flett, D	19-Aug-15	1.6	Review unit 1503 letter of intent, recent vacancies and listing plan with S. Cherniak; emails with D. Capaldi on unit 903 refurbishing, unit 203 status; call with J. McClelland on unit 805 offer, listings and vacancies; review unit 805 photos; email with City Windsor re: tax arrears payout.

382

Staff	Date	Time	Narrative
Cherniak, S	19-Aug-15	0.4	Execute unit 805 listing. Update on potential offer. Review terms of Eansor offer on unfinished unit. Email from D. Capaldi re unit 203.
Finnegan, M	19-Aug-15	0.7	Prepare and send property tax payment to City of Windsor. Tenant vacate notice received, updated rent roll. Bill payments.
Cherniak, S	20-Aug-15	1	Emails from D. Capaldi re unit 903, monthly reporting and unit 203. Discuss and counter offer on unit 805. Call with S. D'Amore re potential WFCU take out, D. Capaldi as manager, D. Capaldi lien litigation etc.
Flett, D	20-Aug-15	1.6	Review email from D. Capaldi on tenant and vacancy matters – unit 903, unit 203; calls with J. McClelland on unit 805 listing and counter offer, showings; update inventory summary schedule; review unit 805 counter offer with S. Cherniak and forward; review July, 2015 maintenance and utility expenses package.
Hooper, L	21-Aug-15	0.1	Banking.
Flett, D	24-Aug-15	1.4	Review unit 805 accepted offer and email with J. McClelland; emails with D. Capaldi re: status certificate and utility re-connection; email with J. McClelland on unit 1403 tenant status; emails with Miller Thomson on unit 508 closing property tax adjustment; email with D. Capaldi on unit 805 utilities; review draft unit 508 statement of adjustments; email with M. Finnegan re: unit 106 rents; review unit 508 closing documents; email with Miller Thomson; email with J. McClelland re: unit 805; review unit 1503 offer; email with S. Cherniak re: unit 1503 and J. McClelland.
Cherniak, S	25-Aug-15	0.4	Updates on conditional sale of unit 805, Eansor deal, overpayment re suite unit 106. Review of D. Capaldi information.
Hooper, L	25-Aug-15	0.05	Banking.
Finnegan, M	25-Aug-15	0.7	Bill payments. Deposit.
Finnegan, M	26-Aug-15	0.5	Prepare and file HST return.
Cherniak, S	26-Aug-15	0.2	Review of email from D. Capaldi. Email from Miller Thomson re closing of unit 508. Review of email exchange re property tax adjustment for unit 508.
Finnegan, M	27-Aug-15	0.7	Send closing documents to Miller Thomson re unit 508. Prepare and send monthly condo fee payment.
Cherniak, S	28-Aug-15	0.5	Review of offer on unit 1503. Email to realtor.

303

Staff	Date	Time	Narrative
Flett, D	31-Aug-15	5	Review unit 1503 offer and review status of tenant unit 1503 letter of intent with S. Cherniak; text messages to D. Capaldi re: unit 1503; email to D. Capaldi re; rent status, tenant notice, unit 1001 rent deposit; review unit 1001 tenant status with M. Finnegan; several phone calls with J. McClelland re: unit 508 walk through and repairs, unit 708 interested party; unit 1503 offer; unit 805 conditions and status, unit 203 availability, other issues; review July, 2015 reporting prepared by M. Finnegan and revisions; review unit 708 listing suspension with S. Cherniak; emails to D. Capaldi re: unit 508, unit 701 repairs; memo to Rialto with July, 2015 reporting, explanations, professional fee detail, sale status and forecast; and other matters; review email from MPAC on garage, parking space tax roll and sold units to be removed; email to D. Capaldi re: unit 203 showings.
Cherniak, S	31-Aug-15	1.5	Numerous discussions re competing offers on unit 1503 and how to deal with them. Email from Rialto re status of monthly reporting. Discussion re monthly reporting. Review of draft email to Rialto. Responses to/from Rialto re further questions. Execute suspension of listing agreement for unit 708. Discuss with Miller Thomson status of appeal and D. Capaldi lien litigation. Review of correspondence from MPAC re garage property taxes.
Finnegan, M	31-Aug-15	0.8	Monthly R&D for Rialto report along with updated various fees amounts. Call from tenant with question on giving notice period.
Finnegan, M	1-Sep-15	0.7	HST return. Call from tenant re vacating premises and notice period.
Cherniak, S	1-Sep-15	0.5	Review of unit 401 notice to evict. Update on unit 1001, status of Eansor offer, unit 508 closing and request for extension. Execute amendment for unit 805 sale re removal of conditions and making minor repairs.
Flett, D	1-Sep-15	4.2	Review email replies from D. Capaldi on several tenant matters; unit 805 amendment to waive conditions and forward to J. McClelland email to Miller Thomson with unit 805 closing details and documents; email to D. Capaldi on unit 805 closing and list of pre-closing repairs; update unsold unit inventory schedule; emails with Miller Thomson on unit 508 closing extension; emails with J. McClelland on recent Portofino re-sales, unit 1008 status; review unit 1001 tenant plans with M. Finnegan; call with D. Capaldi on unit 1503 letter of intent status and related issues, unit 1001 history; several emails to D. Capaldi on unit 1101 renewal, unit 708 listing timing; unit 1503 HST rebates; calls with J. McClelland on unit 508 closing delay, unit 203 and unit 708 status, unit 1503 offer, showing; email to Rialto on unit 508 closing, unit 805 sale; call with J. McClelland on Windsor property managers.
Flett, D	2-Sep-15	1.8	Review emails from D. Capaldi on tenant matters; review unit 1001 rent status and vacating arrangements with M. Finnegan; review status of Eansor unit 1503 offer with S. Cherniak; review correspondence and appraisal re unit 401 upgrades; call with J. McClelland on unit 1503 offer, unit 901 showing, unit 203 and unit 903 status; sign and forward unit 708 mutual release; review At Home staging statement; emails to D. Capaldi on unit 903, unit 1001.

384

Staff	Date	Time	Narrative
Cherniak, S	2-Sep-15	0.7	Review situation with Eansors re unit 1503 offer and other offer on unit 1503. Execute mutual release on unit 708. Review potential units for unit 708 buyer. Update on unit 805 closing.
Cherniak, S	3-Sep-15	0.6	Call with WFCU re S. D'Amore potential take out of Rialto. Various updates on unit 805 closing. Review of revised SOA. Execute documents on cancellation of unit 708 listing. Discuss options for new listings.
Finnegan, M	3-Sep-15	1	Emails with City of Windsor re property tax payments and adjustments to be made. Deposit.
Flett, D	3-Sep-15	2	Emails with D. Capaldi on tenant matters – unit 508 repairs, unit 1001; email with L. Arthurton and review, process unpaid staging invoice; review upcoming vacancies and listing plans with S. Cherniak; unit 708 MLS listing cancellation; review City of Windsor provided tax installment 5, 6 schedule and check unit 508 property tax closing adjustment; emails with Miller Thomson re: re-calculation of unit 508 tax adjustment and confirm condo fee arrears paid; call with J. McClelland on unit 508 closing and repairs, unit 903 status and listing, unit 1403 interested party; text messages with D. Capaldi on unit 508 closing and moving arrangements and confirm of closing; email to Rialto to confirm unit 508 closing; call with J. McClelland on unit 508 arrangements.
Flett, D	4-Sep-15	0.6	Review email from D. Capaldi on tenant matters – unit 203, unit 508; review unit 704 sale documents and parking maps; email to D. Capaldi on sale of parking space and leasing of unit 1008; update sale schedule.
Cherniak, S	4-Sep-15	0.5	Review of emails from D. Capaldi re unit 203 lease and sale of parking space. Discussion re same. Review response.
Cherniak, S	8-Sep-15	0.3	Review response from D. Capaldi on parking space sale. Review of cheques received. Review voicemail message from Robins Appleby LLP re guarantor action.
Finnegan, M	8-Sep-15	1.5	Email and call with tenant vacating. Deposit rent cheques. Deposit sale funds.
Flett, D	8-Sep-15	1.3	Review email from D. Capaldi on tenant matters, surface space sale; review September rents received; review unit 1001 tenant status with M. Finnegan; call with J. McClelland on unit 1503, unit 901 showing; advertising; lock box, smaller unit availability and tenant status; email with J. McClelland on unit 901 showing, renovation; review Receiver general ledger.
Flett, D	9-Sep-15	0.8	Review email from D. Capaldi on tenant matters - unit 1503; call with J. McClelland re: unit 901 showing, unit 903 condition/listing; unit 1503 status, other matters.
Cherniak, S	9-Sep-15	0.7	Review of D. Capaldi Statement of Defence re guarantor litigation. Review of Robins Appleby LLP email. Discuss with Miller Thomson. Review of Miller Thomson prepared response. Edit and send to Robins Appleby LLP. Emails from D. Capaldi re Eansor revocation of interest in unit 1503. Review of email re Eansor lease.

305

Staff	Date	Time	Narrative
Cherniak, S	10-Sep-15	0.7	Emails from P. Cassano re board meeting (Sept 9) and AGM. Respond. Update on Property Manager quotes. Update on marketing. Review Eansor request for lease and right of first refusal. Review of Miller Thomson email re court of appeal and draft order. Review and approve advertising in Chinese publication.
Flett, D	10-Sep-15	2.8	Review D. Capaldi email re: tenant matters; call with J. McClelland re: unit 708 offer, unit 102 listing; review unit 102 listing status and price with S. Cherniak and email to J. McClelland; review Windsor Chinese Journal publication and email to S. Cherniak; review tenant sales inducements and property management with S. Cherniak; email to D. Capaldi re unit 1301 lease renewal; review S. Cherniak email correspondence with P. Cassano of ECC #122. Review CRA notice and email to D. Capaldi re; income tax returns; call with J. McClelland re: unit 103 tenants, unit 903 refurbishing and listing.
Flett, D	11-Sep-15	1.7	Review and prepare unit 102 listing extension; email from D. Capaldi re unit 1301 lease, edit and return signed lease renewal; updates to unit inventory schedule; call with Miller Thomson on unit 805 agreement of purchase and sale; review unit 805 closing documents; call with J. McClelland on showings and unit 1503 interest; email to D. Capaldi re: web site, unit 1008 availability; review rent roll, unit 1001 tenant status with M. Finnegan; email with J. McClelland re: west roof.
Finnegan, M	11-Sep-15	0.5	Property tax installment payment.
Hooper, L	11-Sep-15	0.05	Banking.
Cherniak, S	11-Sep-15	0.9	Execute sales documents for unit 805. Review of email from D. Capaldi re statements. Execute lease documents for unit 1303. Review of motion materials for Valente Letter of Credit.
Cherniak, S	14-Sep-15	0.1	Emails from D. Capaldi.
Finnegan, M	14-Sep-15	0.5	Property tax payment.
Hooper, L	15-Sep-15	0.1	Banking.
Flett, D	15-Sep-15	2	Review D. Capaldi emails on tenant matters, web site; review rent roll and email with C. Prieur; review unit 1001 email and tenant status with M. Finnegan; email with Miller Thomson on unit 805 closing extension; email memo to D. Capaldi on unit 1001 vacating; unit 1008 leasing; unpaid September rent, units 203/903 refurbish status and timing; call with J. McClelland on showings, unit 805 closing; unit 708 offer status, unit 903 listing.
Flett, D	16-Sep-15	2.2	Review email from D. Capaldi on tenant matters and review September rent status, unit 1001 vacate arrangements; email to J. McClelland on unit 203, unit 903 listings; call with J. McClelland on unit 903, unit 1503 showing, upper floor a/c units, unit 805 closing extension, other showings; call with J. McClelland on unit 901 verbal offer; review HST new housing rebate regulations and email memo to S. Merry on question on assignment of rebate to builder/receiver.
Cherniak, S	16-Sep-15	0.1	Review of emails re unit 1002.

306

Staff	Date	Time	Narrative
Cherniak, S	17-Sep-15	0.5	Emails re GST on unfinished units. Email from Miller Thomson re Court of Appeal date.
Flett, D	17-Sep-15	1.1	Review email from D. Capaldi on tenant matters; email with S. Merry on unfinished unit HST rebate; review Form GST191; email to D. Capaldi re: unfinished unit HST considerations; review garage HST collected with M. Finnegan; review Windsor Chinese journal advertising with M. Finnegan.
Merry, S	17-Sep-15	0.3	Review and respond to email re: unfinished unit and the application of a rebate.
Flett, D	18-Sep-15	0.9	Review D. Capaldi emails on tenant matters, lease renewal; call with J. McClelland on unit 906 marketability, showings, unit 901 interest; emails to D. Capaldi on possible units 901/1001 lease extensions, web site, financial statements.
Finnegan, M	18-Sep-15	1	Working on putting ad together and contacting publication - Windsor Chinese Journal about placing sale ad in publication.
Cherniak, S	18-Sep-15	0.5	Review of emails re HST on unfinished units, unit 906 lease renewal. Emails from Miller Thomson re form of order on LC motion.
Cherniak, S	21-Sep-15	0.5	Emails from D. Capaldi re website, reporting and 906 lease renewal. Emails re materials in LC motion.
Hooper, L	21-Sep-15	0.05	Banking.
Finnegan, M	21-Sep-15	0.5	Bill payments.
Flett, D	21-Sep-15	1.1	Review D. Capaldi emails on tenant matters and web site; calls with J. McClelland on unit 901 verbal offer; unit 805 pre- closing repairs, unit 1404 renovation reimbursement, advertising; future listings, unit 603 status; text messages with D. Capaldi on unit 805 repairs.
Flett, D	22-Sep-15	1.2	Review monthly reporting format; review property manager expense report for August, 2015; call with J. McClelland re: unit 1502, unit 1402 list price, showings, unit 805 closing, maintenance issue.
Cherniak, S	22-Sep-15	1	Emails from D. Capaldi. Review of expenses. Review of motion record re LC motions between Valente and Rialto. Review of emails from Miller Thomson and Robins Appleby LLP.
Cherniak, S	23-Sep-15	1.1	Review of D. Capaldi response re utilities error. Email re D. Capaldi change in lawyer. Emails from Sasso re Rialto materials. Update on Ashanti/Satz and problems with unit. Review of D. Capaldi invoices and summary. Review of draft R&D to Rialto.
Finnegan, M	23-Sep-15	0.5	Prepare monthly R&D report.
Flett, D	23-Sep-15	2.4	Review unit 1502 tenant matter, unit 1402 availability with S. Cherniak; call with J. McClelland re: unit 805 closing and repair item, unit status and list prices; text message with D. Capaldi re: unit 805 closing and key arrangements; review August, 2015 monthly report with M. Finnegan and revisions; review monthly reporting format with S. Cherniak; email to Rialto with August reporting and back-up; email with Rialto on property management; email to D. Capaldi on unit 903 repair; update unsold unit inventory schedule.

387

Staff	Date	Time	Narrative
Flett, D	24-Sep-15	2.2	Review email from D. Capaldi re: tenant matters; call with J. McClelland re: units 1502/1402, building mechanical issue; review unit 1604 re-sale listing; CRA notice re: 2014 tax return and memo to D. Capaldi re: statement and tax return preparation; review unit 901 offer; call with J. McClelland re: unit 901 offer; review unit 901 offer; call with J. McClelland re: unit 901 purchaser, unit 1404 renovation reimbursement.
Finnegan, M	24-Sep-15	0.5	Deposit.
Hooper, L	24-Sep-15	0.1	Banking.
Cherniak, S	24-Sep-15	0.9	Email from Rialto. Review of numerous emails between Miller Thomson, Robins Appleby LLP and Morga re costs for Rialto LC motion. Update on issues with tenants in unit 1502. Deal with request to file return. Review of email to D. Capaldi.
Cherniak, S	25-Sep-15	0.9	Review response from D. Capaldi re tax returns. Discuss offer from martini. Discuss and review bills from purchaser of unit 1404. Email from J. Cooke (new Capaldi lawyer) re requests for court reports. Respond. Review of sale of parking space.
Hooper, L	25-Sep-15	0.2	Banking.
Flett, D	25-Sep-15	3.3	Review unit 901 offer and unit 1404 renovation reimbursement with S. Cherniak; call with J. McClelland on unit 901 offer and unit 1404; prepare quarterly report to stakeholders; review Lukasevich offer to purchase parking space; review condo declaration and site plan re: parking space; email to S. Cherniak re: error in space number; review rent cheques received.
Cherniak, S	28-Sep-15	0.2	Call with C. Martini re potential offer.
Finnegan, M	28-Sep-15	0.5	Pay bills.
Cherniak, S	30-Sep-15	1.3	Email from D. Capaldi re financial statements. Respond. Review of Financial statements. Discussion re 2014 statements and preparation thereof. Emails to Miller Thomson re parking space. Review and amend offer. Send to Miller Thomson. Discussion re stakeholder report. Send email to Miller Thomson re preparation of LC litigation section of stakeholder report. Review and approve expenses for Yee deal.
Finnegan, M	30-Sep-15	0.6	Update rent roll and prepare current R & D.
Flett, D	30-Sep-15	4.2	Review unit 1404 renovation reimbursement and review with S. Cherniak; review parking #16 offer with S. Cherniak and email to J. Lehman and Miller Thomson re: parking offer and description revision; call with J. McClelland on unit 901 offer, unit 1501 interested party, possible offer conditions; Prepare Stakeholder report and review R&D; call with Chicago based unit 1501 interested party; review 2013 financial statements, discuss with S. Cherniak and email from D. Capaldi; further email with Miller Thomson on parking offer and return signed counter offer and tax information to Miller Thomson; review email from MPAC re: surface parking tax roll changes; further call with J. McClelland on unit 1501; email to Miller Thomson re: Valente litigation and stakeholder report.

308

Staff	Date	Time	Narrative
Flett, D	1-Oct-15	3.5	Complete September 30, 2015 stakeholder report and review with S. Cherniak; review R & D; memo to M. Greenaway and D. Capaldi re: 2014 financial statements with Receiver GL and explanations, 2014 sale documents; email with Miller Thomson re: unit 704 trust statement and review; email to D. Capaldi to request status certificate for parking #16 sale; review Chicago buyer interest and possible offer condition with S. Cherniak; email with Miller Thomson re: parking #16 sale; email with At Home Staging and forward invoice for payment; sign Receiver cheques; revisions to September 30, 2015 report.
Finnegan, M	1-Oct-15	0.2	Deposit.
Cherniak, S	1-Oct-15	0.7	Review of quarterly report. Update on possible offer. Review of email to accountant.
Flett, D	2-Oct-15	3	Review email from D. Capaldi re: tenant matters, tax returns; revise/update report to stakeholders; review signed agreement for parking space 16 and emails with Miller Thomson on sale; review R&D to September 30, 2015; emails to D. Capaldi re; performance audit status and parking space sale; email to S. Cherniak re: bond; review primary residence requirement on unfinished unit HST rebate re: buyer enquiry; call with J. McClelland on Chicago buyer showings and HST; email to J. McClelland on vacant units to be listed.
Flett, D	5-Oct-15	3.2	Revisions and update to stakeholder report; review and revise service list; review R&D revisions; email to D. Capaldi re: unit 1403 tenant and unit 1403 prospective purchaser queries, parking space sale; call with J. McClelland re: weekend showings, unit 1403 and unit 203 interested parties, unit 203 and unit 903 status and listing; review Windsor Chinese Journal ad and dates.
Cherniak, S	5-Oct-15	1.2	Review of email to accountant re tax return. Review of email exchange re offer on parking space. Review of email to D. Capaldi and response re performance audit. Update on sales activity and interest in unit 1403. Review of email to D. Capaldi re potential renovations to unit 1403 and whether tenant would stay on with a purchaser. Review of email re HST on units. Update to service list re D' Amore estate. Call to Miller Thomson re Valente litigation for inclusion in report. Review of Miller Thomson report on litigation.
Finnegan, M	5-Oct-15	0.5	Call from Lynn Freeland Account - email monthly condo fee reconciliation for their records. Finalize ad placement in Chinese publication.
Finnegan, M	6-Oct-15	0.6	Update R&D and update motion mailing list. Banking for letter of credit fee.
Cherniak, S	6-Oct-15	0.5	Email from D. Capaldi re questions from unit 1403 potential purchaser. Review of email to Miller Thomson re service list. Discussions with S D' Amore re sales etc.
Flett, D	6-Oct-15	2.7	Review email from D. Capaldi re: unit 1403 potential purchaser questions, service elevator arrangements; email to J. McClelland re: unit 1403; review revisions to R&D to Sept 30/15; revise stakeholder

389

Staff	Date	Time	Narrative
			report, review S. Cherniak revised service list; email to T. Van Klink re service list; expand unsold unit summary sales data; review rent roll; call and email with J. McClelland re: unit 1001 and list price; email with J. McClelland to confirm unit 1403, unit 1503 taxes and condo fees.
Flett, D	7-Oct-15	3.8	Review unit 203 offer, call with J. McClelland on unit 203 and review with S. Cherniak; emails with Miller Thomson on unit 203 closing date; forward unit 203 counter offer; review draft closing documents for parking space 16 sale and emails with Miller Thomson on revisions, corrections, and HST issue; return unit 203 listing agreement; message to D Capaldi re: unit 203 gas service; calls with J. McClelland on unit 1503 parking and storage, pending offer; review accepted offer on unit 203 and email to Miller Thomson; email to D. Capaldi on unit 203 and expedited status certificate request; call with Miller Thomson on unit 203 conditions, unit 1503 offer; update offer schedule and review prior unit 1503 offer; email with T Van Klink on service list and review issuance of stakeholder report with M. Finnegan; email to S. Merry re: HST on parking spaces.
Finnegan, M	7-Oct-15	0.9	File administration re edits to various reports, payments, billings. Prepare sale documents for execution. Deposit rent cheques and update rent roll.
Merry, S	7-Oct-15	0.2	Review and respond to email re: HST on a garage or parking space.
Cherniak, S	7-Oct-15	1	Execute documents on sale of parking garage. Review and discussion of offer on unit 203. Execute counter. Review of emails to Miller Thomson and D. Capaldi re acceptance of conditional offer. Final review of quarterly report. Send to stakeholders.
Cherniak, S	8-Oct-15	1	Review of emails re sale of unit 203. Discuss offer on unit 1503 and execute counter. Email from Northbridge Counsel. Respond. Review of email to D. Capaldi re update on performance audit status.
Finnegan, M	8-Oct-15	1	File administration. Deposit rent cheques.
Flett, D	8-Oct-15	3.3	Review D. Capaldi email on unit 203 sale; email from S. Merry on parking space HST; email with J. McClelland and Miller Thomson re: unit 203 sale; review unit 1503 offer and buyer analysis/memo; review unit 1503 offer and unit features, marketability with S. Cherniak; call with J. McClelland on unit 1503 offer; prepare and forward unit 1503 counter offer to J. McClelland; review email from Northridge Counsel on bond; review status of completed work, bond amount, and fees, Tarion, with S. Cherniak; email to D. Capaldi on performance audit; review October rent roll; email to D. Capaldi re unit 401 eviction status; sign receiver cheques.
Flett, D	9-Oct-15	0.9	Review D. Capaldi emails on unit 203, unit 401; update unsold inventory summary re: parking; review unit 1503 offer; call with J McClelland on unit 1503 offer, unit 203 status; review unit 1503 with S. Cherniak; email to J. McClelland re: no sign back on unit 1503.
Finnegan, M	9-Oct-15	0.6	Deposit. Bill payments.

390

Staff	Date	Time	Narrative
Cherniak, S	9-Oct-15	0.3	Review of emails from D. Capaldi re performance audit and update on unit 401 eviction. Update on unit 1503 deal.
Cherniak, S	13-Oct-15	0.6	Review of garage repair quote. Review of offer on unit 901. Email to realtor. Review of email from realtor re unit 901 offer and other interest.
Cherniak, S	14-Oct-15	0.7	Discussion re garage roof repair as related to landscape over parking garage and receiver share of cost. Discuss and execute counter on unit 901. Review pictures re damage to 1001 and email to D. Capaldi.
Finnegan, M	14-Oct-15	0.7	Receipt of rent cheques, update rent roll and deposit.
		115.6	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$450	24.3
Finnegan, M	Administrative	London	\$125	17.2
Flett, D	Vice President	London	\$325	72.8
Hooper, L	Estate Administrator	London	\$125	0.8
Merry, S	Senior Manager	Cambridge	\$280	0.5
				115.6



391

Invoice # 88315440
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

November 23, 2015

Re: Portofino Corporation

For professional services rendered for the period October 15, 2015 through November 21, 2015 as per the attached detail:

Our Fee	\$39,000.00
Disbursements (courier)	<u>24.49</u>
Sub total	\$39,024.49
HST	5,073.18
Total	<u>\$44,097.67</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice #	88315440
Amount	\$44,097.67

November 23, 2015

392

For professional services rendered

Staff	Date	Time	Narrative
Flett, D	14-Oct-15	3.6	Review unit 901 offer and other unit interest, unit 203 sale status; prepare unit 901 counter offer and forward; lengthy call with J. McClelland on unit 901 offer, units unit 906/unit 903 showing and maintenance issues, unit 1001 repair issue, unit 203 sale status, parking garage availability, unit 1503 purchaser status; emails to D. Capaldi on unit 203, unit 1001 repair items, unit 906 maintenance query; review parking area roof quotation and email to D. Capaldi; review notes on garage roof repair and visitor parking area; review draft September R&D and revisions; call with J. McClelland on Unit 903 listing and status of unit 1503 offerors.
Flett, D	15-Oct-15	3.8	Review revised September R&D and issue to Rialto with supporting sale documents; several emails with Miller Thomson on status of sale of parking space 16 and buyer review of condo status certificate; call with J. McClelland on unit 203 parking, condo declaration; lengthy call with D. Capaldi on parking area membrane repair and ECC 122 visitor parking addition, sign permit issues, unit 401 eviction hearing; unit 906 lease renewal, P16 status certificate; memo to file on Capaldi call; complete unit 203 MLS listing agreement; call with J. McClelland on unit 203 waiver of conditions, unit 901 counter offer, unit 903 listing.
Finnegan, M	15-Oct-15	0.5	Prepare monthly R & D report.
Cherniak, S	15-Oct-15	0.4	Review of monthly reporting. Update on closings. Review of email to Rialto re monthly reporting.
Cherniak, S	16-Oct-15	0.5	Updates on parking space closing. Update on unit 203. Execute waiver of conditions. Review and execute counter on unit 901.
Flett, D	16-Oct-15	1.6	Review email from D. Capaldi re; tenant matters; review unit 901 counter offer, accept and return to J. McClelland; call with J. McClelland re: unit 901, unit 203 waiver of conditions, unfinished unit enquiry; email to Miller Thomson re: unit 901 sale, unit 203 waiver; email Miller Thomson re: sale of parking space 16; emails to D. Capaldi re: parking space sale, unit 901 sale, unit 906 tenant and possible renewal on unit 1001.
Flett, D	19-Oct-15	3.6	Email to Miller Thomson with unit 203 sale, tax documents; email to Miller Thomson re: unit 901 sale; review parking garage roof issue, unit 906 tenant re-location, unit 401 eviction status; several emails to D Capaldi re: unit 203 pre-closing repairs, unit 901 status certificate request, unit 906 plumbing, unit 1503 buyer enquiry re: plumbing; call with J. McClelland on unit 1503 interested parties, unit 906 status; review unfinished unit completion issues; call with J. McClelland on unfinished completion; email to J. McClelland on units 1201/1202 and units 1601/1602 list prices; update unsold unit

393

Staff	Date	Time	Narrative
			inventory schedule; email to MPAC with particulars of surface space sale.
Cherniak, S	19-Oct-15	1.2	Review of memo re D. Capaldi call with D. Flett. Discussion re roof membrane over garage. Update on sign issue. Update on removal of tenant for non-payment of rent. Discussion on which unit to move tenant to so unit can be listed. Discussion of interest in unit 1503. Discussion of Capaldi as contractor.
Cherniak, S	20-Oct-15	1.1	Update from Capaldi re tenant in unit 906. Review and execute closing docs for sale of unit 203. Update on scheduled closing of unit 1303. Review and discussion of Capaldi client re offer on unit 1503. Discussion re logistics and potential of another offer. Review of emails between Capaldi and BDO. Review of invoices from Capaldi.
Flett, D	20-Oct-15	3.2	Review replies to several emails from D. Capaldi; review potential unit 1503 offer through D. Capaldi; memo to D. Capaldi on unit 1503 listing status and offer process; call with J. McClelland re: unit 1503 interested parties, unit 203 repair status; review draft unit 203 closing documents and email with Miller Thomson; emails with Miller Thomson re: unit 1303 closing status; further email with D. Capaldi on unit 1503 offer process and timing; call with J. McClelland on unit 1503 interested parties and offer through Capaldi, unit 1403 tenant status; email with D. Capaldi and J. McClelland on unit 906 plumbing; review November condo fees and sign cheque.
Finnegan, M	20-Oct-15	0.5	Deposit rent cheque and update rent roll. Receipt and deposit of sale proceeds re parking.
Flett, D	21-Oct-15	3.8	Review September property maintenance expenses and email to D. Capaldi with queries; review ESC 122 annual meeting package and 2015 financial statements; review unit 906 offer and call with J. McClelland; review unit 906 offer and prepare counter offer; call with J. McClelland and review realtor enquiries re: smaller unit availability, unit 1503 interested party; emails with D. Capaldi re: unit 1503 interested party and call with J. McClelland; review unit 903 listing agreement and return; confirm HST collected on parking sales; review possible unit 1503 offer and list price; two calls with J. McClelland on unit 1503 interested party, list price and offer timing.
Cherniak, S	21-Oct-15	1.5	Review of ECC 122 financials and AGM package. Update on purchaser of unit 1503. Review and discussion of realtor teleconference with unit 1503 purchaser. Discuss strategy re exclusive list price and potential offer above. Review of monthly Property Manager invoices. Review and counter of offer on unit 903. Execute listing agreement for unit 906. Discussion of units to list.
Cherniak, S	22-Oct-15	0.9	Review email from Capaldi re utilities. Update on unit 1503 deal. Emails to/from Miller Thomson re unit 1303 deal. Review of email to Capaldi re garage roof quote. Discussion re potential offer on unit 1403. Execute counter on unit 906.

394

Staff	Date	Time	Narrative
Flett, D	22-Oct-15	4	Call with J. McClelland on unit 906 counter offer; review counter offer and prepare, forward Receiver counter offer; call with F. Bisson, unit 1503 prospective purchaser, on process, clear title, and forward court orders; call with J. McClelland on pending unit 1503 offer, Bondy client unit 1503 offer status, unit 203 closing; call with J. McClelland on unit 1403 offer, flooring issue and proposed buyer offer; review pending unit 1503 and unit 1403 offers; further call with J. McClelland on unit 1503 and unit 1403 offers; review file notes and draft email memo to D. Capaldi on parking garage roof replacement.
Hooper, L	22-Oct-15	0.1	Banking.
Finnegan, M	23-Oct-15	0.5	Paid bills.
Flett, D	23-Oct-15	5.3	Review email from D. Capaldi re: parking garage roof; review and accept unit 906 counter offer and forward to J. McClelland; emails to D. Capaldi re: unit 906 status certificate request; several calls and emails with J. McClelland, Miller Thomson and D. Capaldi re: unit 203 closing status and buyer key arrangements; review Lattimore unit 1403 offer; calls with J. McClelland re: unit 1403 offer; prepare condition re: flooring issue and return unit 1403 counter offer to J. McClelland; email memo re: unit 1403 offer, comparable sales, unit 1403 flooring repair condition, unit 906 status, unit 1503 offer; call with J. McClelland re: Bisson unit 1503 offer; review and accept unit 1503 offer and forward to J. McClelland; update unsold inventory summary schedule; update sales schedule; emails with Miller Thomson re: unit 1303 closing.
Flett, D	26-Oct-15	4	Review J. McClelland email on unit 901 buyer queries; signing unit 1403 listing agreement; review unit 1403 counter offer; call with J. McClelland on unit 1403 offer, unit 901, unit 805 rental availability; emails to D. Capaldi on unit 906 tenant, unit 901 building questions; email to Miller Thomson re: accepted offer for unit 1503; emails with MPAC and Miller Thomson re: parking space #16 sale and review of registered vesting order; prepare and forward receiver unit 1403 counter offer; update unsold unit inventory summary; review re-sale listings and email with J. McClelland on listing status and Receiver unit 1008 listing; email to D. Capaldi re: unit 1008; emails with L Bondy on units 901/unit 903 staging and move; call with J. McClelland on unit 1403 counter offer and Palmero comparables.
Finnegan, M	26-Oct-15	0.2	Prepare and send out monthly condo fee payment.
Finnegan, M	27-Oct-15	0.6	Preparing sale documents and send to legal. Receipt and deposit of sale funds.

395

Staff	Date	Time	Narrative
Flett, D	27-Oct-15	4.8	Review D. Capaldi emails re; unit 901 queries, unit 1008 status, unit 906 tenants; email to D Capaldi re: unit 901 repair; review unit 1303 statements of trust and email to Miller Thomson re: revisions; sign unit 1303 closing documents and other email with Miller Thomson; review unit 1403 counter offer and lengthy call with J. McClelland on unit 1403 counter offer, unit 901 railing repair, conditions and status; email with J. McClelland re: unit 1008 listing; call and emails on unit 1403 offer, existing tenant lease condition and D. Capaldi arrangements; further call with J. McClelland on new unit 1403 new counter and sign/return acceptance; emails with Miller Thomson on unit 901 closing status; update sale and unsold unit summary schedules; detailed memo to D. Capaldi on sale of unit 1403 and lease renewal condition, rent arrangements; reply to J. McClelland email re: unit 1403.
Flett, D	28-Oct-15	2.4	Review D. Capaldi emails re; unit 1403, unit 901; call with J. McClelland on unit 1008 listing, unit 1403 buyer queries and email re: condo corporation; email to Capaldi re: unit 1403 buyer; review and sign unit 1008 listing; email and calls with Miller Thomson and J. McClelland re: unit 901 closing status and extension; review unit 906 inspection items with J. McClelland; emails to D Capaldi re: unit 906, unit 408 rent, unit 1303 closing.
Flett, D	29-Oct-15	2.3	Review several email replies from D. Capaldi on tenant matters, pending sales, unit 401 eviction order; review and acceptance of new version of unit 1403 offer; several phone calls with J. McClelland on unit 901 sale status and conditions, staging, unit 906 tenant, unit 906 inspection issues, unit 1008 listing and enquiries, unit 1403 buyer, unit 1503 deposit; email with Miller Thomson on unit 901.
Finnegan, M	29-Oct-15	0.3	File HST return and send payment.
Flett, D	30-Oct-15	1.8	Review D. Capaldi email on tenants, pending sales; emails with J Horowitz to update on unit 203, pending sales, funds and tax status; call with J. McClelland on unit 901, unit 906 status, unit 1008 showing; review unit 1008 listing; update unsold unit inventory schedule; emails with Lori on unit 901 de-staging, unit 903; call with J. McClelland re: unit 901 closing extension request.
Cherniak, S	1-Nov-15	1	Review and call on October 28 th with D. Flett re deal on unit 1403 deal. Review of numerous emails while on vacation re various Portofino matters.
Cherniak, S	2-Nov-15	1.2	Review of unit 203 closing documents. Update on status of unit 906 tenant and preference. Discussion and deal with request for extension on unit 1303. Review of draft letter to purchaser. Review response from counsel. Update on deals on unit 901, unit 906 and unit 1403. Call with WFCU re update on S. D'Amore. Review of email to Capaldi re unit 603 situation. Review of rent tribunal decision on unit 401. Execute cancellation of unit 102 listing.

396

Staff	Date	Time	Narrative
Flett, D	2-Nov-15	2.8	Review D. Capaldi email re: unit 906 tenant and reply; review status of unit 203 closed sale, conditional sales (unit 901, unit 906, unit 1403) and unit 1303 closing extension request emails with Miller Thomson re: unit 1303 and review draft letter to unit 1303 buyer lawyer; call with J. McClelland on unit 901 status, unit 1008 showing, unit 102 listing cancellation; emails with Lori of At-Home re: unit 901 de-staging and invoice; review unit 1008 photos; memo to D. Capaldi re: unit 603 lease expiry and possible sale to tenant; further email with Miller Thomson re: unit 1303.
Flett, D	3-Nov-15	3.3	Review D. Capaldi email replies on tenant matters; review unit 1303 additional deposit documentation; review unit 1303 extension terms; review revised unit 1303 statements of adjustment and trust and emails with Miller Thomson on final property tax installment timing and adjustment date; advise M. Finnegan to pay unit 1303 November taxes; call with J. McClelland on unit 1403 inspection, unit 901 status, unit 906 status and appraisal; emails with Miller Thomson on unit 901 status and possible closing dates; emails to J. Horowitz, D. Capaldi re: unit 1303 closing extension; call with J. McClelland re: sale to tenant or listing of unit 603; review unit 603 sale to tenant considerations, timing; detailed memo to J. McClelland on unit 603 tenant options and receiver incentive for lease of unit 805; receive unit 102 listing cancellation; review rent roll re: unit 106 overpayment and credit; further email with J. McClelland re: unit 603 tenant.
Cherniak, S	3-Nov-15	1.2	Email from Capaldi re unit 906 tenant. Update from Miller Thomson re additional deposit received on unit 1303 deal. Review of email to Rialto and response. Update on unit 901 deal resurrected. Review of emails to Miller Thomson. Discussion re tenant in unit 603 and how to approach re purchase/move out. Review of email to realtor re options.
Cherniak, S	4-Nov-15	1.2	Update on unit 603 situation. Review of correspondence re copyright infringement. Call with Capaldi re same. Call with Miller Thomson. Email from Capaldi re tenant vacating unit 204. Update on tenant vacating unit 401.
Flett, D	4-Nov-15	1.8	Review D. Capaldi email re: tenant vacancies (units 204, 401), unit 1303, Masterfile copyright issue and replies; review Metrix appraisal and email to D. Capaldi re: unit 401 upgrades; unit 906 MLS listing agreement; review web site revision history and current content; review revised invoice from At home re: unit 903; call with J. McClelland re: unit 603 tenant and listing; unit 901 sale status; email with Miller Thomson re: unit 901 closing dates; email to J. McClelland re: unit 603 last month rent; call with J. McClelland re: unit 603 tenant and closing date if listed, unit 906 condition status.
Flett, D	5-Nov-15	3.6	Review unit 901 and unit 1403 amendments; call with J. McClelland re: unit 901, unit 1403, unit 906 status; review amendments, visitor parking expansion project, unit sale status, sign amendments and return to J. McClelland; email to Miller Thomson re: new sales, closing date changes; call with

397

Staff	Date	Time	Narrative
			J. McClelland on unit 906 timing, unit 603 sale to tenant, recent and scheduled showings, unit 1001 status; emails to D. Capaldi re unit 1001 repairs and unit 1403 lease; review and sign unit 906 amendment to finalize; email to Miller Thomson with unit 906 sale details and documents; email to D. Capaldi on unit 906 pre-closing repair; review email from D. Capaldi on unit 1001, unit 1403; review Masterfile lawyer letter and attachments.
Hooper, L	5-Nov-15	0.05	Banking
Cherniak, S	5-Nov-15	3.3	Review of emails from Capaldi re units 204, 401 and email re Masterfile. Review of Miller Thomson correspondence to Masterfile. Update on deals for unit 901, unit 906, unit 603 and unit 1403. Execute amendments for unit 1403 and unit 901. Attend Portofino AGM. Meet with Capaldi afterwards.
Cherniak, S	6-Nov-15	0.5	Review of emails from Capaldi. Review response from counsel for Masterfile. Review website. Call with Miller Thomson.
Finnegan, M	6-Nov-15	1	Bill payments. Deposit rent cheques and update rent roll.
Flett, D	9-Nov-15	4.8	Review email from D. Capaldi re: unit 102, unit 1403 leases; review November, 2015 rent roll to date; review draft unit 102 lease and email with D. Capaldi; review email from J. McClelland on unit 903 offers; review unit 603, unit 903 offers, unit 906 amendment; call with J. McClelland on unit 603, unit 903 offers, timing, unit 1403 lease condition status; text message with D. Capaldi re: unit 906 tenant move to unit 102; unit 603 listing agreement; review and forward unit 603, unit 903 counter offers to J. McClelland; email with D. Capaldi re: revisions to unit 1403 lease; unit 903 acceptance and memo to D Capaldi on unit 903 status certificate, repairs; email to Miller Thomson re: unit 903 and closing date; updates to sales and inventory schedules; review prior email on web site and layout; detail memo to D. Capaldi on web site edits and deletions, Armada maintenance; call with J. McClelland re: unit 603; review unit 603 counter offer and accept; further call with J. McClelland; update schedules; email to Miller Thomson re: unit 603 sale.
Cherniak, S	9-Nov-15	1.4	Review of Capaldi email re website contact. Discuss response re website. Email from Capaldi re minutes of AGM. Review and discussion of how to proceed re unit 1403 sale and tenant. Review response to Capaldi. Discussion re offers on unit 903 and unit 603 and execute counters. Execute acceptance on unit 903. Execute exclusive listing on unit 603. Review and accept offer on unit 603.
Cherniak, S	10-Nov-15	0.5	Review of Capaldi emails re website, unit 906 tenant and unit 1403 sale. Review of updated schedule. Discussion re results of condo board meeting. Review email re unit 603 sale.
Flett, D	10-Nov-15	1.8	Review several emails from D. Capaldi on tenant matters and pending sales; emails to D. Capaldi on unit 903 and unit 603 sale details and status certificates; update unsold unit schedule; call with J. McClelland on unit 603, unit 1403 conditions, staging; email to D. Capaldi re: unit 106 rent;

398

Staff	Date	Time	Narrative
			review full unit 603, unit 903 sale agreements from J. McClelland; email with Miller Thomson re: closing dates; review visitor parking status and ECC 122 AGM.
Finnegan, M	10-Nov-15	0.3	Check for EFT rent payments and post to account.
Finnegan, M	11-Nov-15	0.5	Pay final 2015 property tax installment.
Hooper, L	11-Nov-15	0.1	Banking
Flett, D	11-Nov-15	1.4	Review D. Capaldi emails on tenants, pending sales; call with J. McClelland on unit 901 conditions, unit 603 sale issues and closing adjustments, unit 906, unit 1403 status; call with J. McClelland on unit 901 conditions waived, unit 903 status; unit 901 waiver of conditions; email to Miller Thomson with unit 901 sale documents, closing details; call with J. McClelland on unit 603 HVAC service.
Cherniak, S	11-Nov-15	0.5	Updates on finalizing sale of unit 603 and unit 903. Email from Miller Thomson re unit 1303. Review of October monthly financial info for ECC #122. Execute amendment to finalize unit 901.
Cherniak, S	12-Nov-15	0.7	Review of exchange of emails from Capaldi re status certificate for unit 903. Update on unit 1303 closing. Call with Scott D'Amore re update.
Flett, D	12-Nov-15	1.6	Review D. Capaldi emails; call with J. McClelland on unit 603, unit 903 status certificates, 1008 showing; call with J. McClelland on unit 603 buyer request, unit 903 arrangements; review Miller Thomson emails re: unit 1303 closing; email to D. Capaldi re: ECC 122 status certificate process.
Flett, D	13-Nov-15	2.7	Review D. Capaldi emails re: status certificate process and unit 1403 lease; review unit 1403 lease and review unit 1403 condition and arrangements; email to D. Capaldi on expediting of status certificates on short closings; call with J. McClelland on unit 903 status certificate payment; detail email to D. Capaldi on unit 1403 lease, buyer and last month deposit; call with J. McClelland on unit 1403 lease, schedule A, tenant concerns, arrangements re: last month and December rent and forward unit 1403 lease; call with J. McClelland re unit 1403 condition status and schedule A to lease, upcoming closings, unit 903 status; call with J. McClelland on unfinished unit showing and 1602 access; email to D. Capaldi re: 1602 showing; draft letter to unit 603 tenant/buyer re: confirmation of rent paid.
Cherniak, S	13-Nov-15	0.6	Review of correspondence re board meeting. Discuss Capaldi response on unit 1403 and how to deal with status certificates. Review of email to Capaldi on status certificates. Review of email re unit 1403. Discussion of how to deal with rental adjustment on unit 1403. Review of email to Capaldi re potential showing of 1602.
Flett, D	14-Nov-15	0.2	Review unit 1501, unit 1403 listings and amendments.
Flett, D	16-Nov-15	3.2	Email with D. Capaldi re unit 1403 lease, unit 906 vacate date, status certificates; call with Miller Thomson on unit 1303 updated status certificate issues and possible closing

399

Staff	Date	Time	Narrative
			extension; text msg with D. Capaldi on unit 1303 status certificate request; call with J. McClelland on unit 1403, unit 906, unit 903 status, 1602 showing; forward letter to unit 603 tenant; sign unit 1403 MLS listing and unit 1501 listing extension; emails with Miller Thomson on unit 1303 closing; review October monthly report, revisions; review unit 903 fulfillment of conditions and email to Miller Thomson with sale documents; call with J. McClelland on unit 903, unit 1403, staging move; sign Receiver cheques.
Finnegan, M	16-Nov-15	0.4	Prepare monthly R & D
Cherniak, S	16-Nov-15	0.7	Email from Capaldi re rooftop terrace. Update from Capaldi on unit 1403. Update on unit 903 and status certificate process. Update on unit 903 and unit 901 now firm. Various emails re unit 1303 closing. Review of R&D for monthly reporting to Rialto.
Cherniak, S	17-Nov-15	1.2	Review of Portofino newsletter to owners. Emails re unit 901 and unit 903 closings. Executed documents. Emails re finalizing sales of unit 1403 and unit 906. Issue re cheque for unit 106 tenant. Review of emails. Review of MPAC property notices. Execute removal of conditions for unit 1403 and unit 906. Review of email from Rialto. Discuss response. Review responses to questions re fees and Letter of Credit.
Finnegan, M	17-Nov-15	0.5	Prepare and send signed sale documents to Miller Thomson.
Flett, D	17-Nov-15	4.8	Review D. Capaldi email on tenant matters and pending sales; review 102 lease, unit 1403 schedule A; email with D. Capaldi on unit 1303 closing; call with J. McClelland on unit 1403 lease, unit 906 close date; review/sign 102 lease, unit 906 amend; review unit 901 draft closing documents; email with Miller Thomson, J. McClelland and D. Capaldi reconfirmation of unit 1303 closing; review signed unit 1403 lease, Schedule A and fulfillment of conditions; Detail memo to D. Capaldi on unit 1403 sale, lease and pre-closing repairs; memo to Miller Thomson with unit 1403 sale documents; further email with J. McClelland and D. Capaldi re: unit 1403 repairs; Prepare and issue monthly report to Rialto accounting and unit 1303 sale documents; email to D. Capaldi on unit 106 rent draft banking issues; review draft closing documents for unit 903 sale and email with Miller Thomson; email with J Horowitz on October letter of credit and receiver fees; review revised fulfillment of conditions for unit 903 and forward; review 2016 MPAC assessments received.
Flett, D	18-Nov-15	1.4	Call with J. McClelland on unfinished unit list prices and showing, unit 603 MLS listing; email to D. Capaldi and Miller Thomson re: change in unit 906 closing date; call with J. McClelland on unit 901 repair issue, unfinished showing, unit 603 enquiry; call with J. McClelland on unit 603 list price, unit 1008 showing; brief review of unit 1008 offer; email to D. Capaldi re: unit 401 status.
Flett, D	19-Nov-15	2.8	Email with D. Capaldi on unit 1605 rent cheque issue; review unit 1008 offer; calls with J. McClelland on previous unit 708 conditional buyer, unit 401 status on unit 603 list price; unit

400

Staff	Date	Time	Narrative
			1403 last month rent adjustment; email to Miller Thomson re: unit 1403 sale and lease arrangements; review unit 603 list price and unit 1008 offer and prepare, forward counter offer; email replies to Rialto with Receiver, Miller Thomson bills, cash position update; review unit 708 offer; review unit 603 conditions and email to J. McClelland; call with J. McClelland re 708 offer and unit 603 financing fulfillment; sign unit 708 listing agreement and prepare unit 708 counter offer.
Cherniak, S	19-Nov-15	0.7	Email from Miller Thomson re unit 1403. Email from Rialto re professional fees. Discuss and review response. Review and counter offer on unit 1008. Review and counter offer on unit 708. Discussion re potential offer on unit 603. Update on unit 401 re potential to list.
Cherniak, S	20-Nov-15	0.4	Update on sale of unit 1008. Deal with website issue. Emails to/from Miller Thompson re same. Email from Capaldi re monthly reporting. Review of email to Rialto.
Flett, D	20-Nov-15	3.2	Review unit 1008 acceptance documents and review; lengthy call with J. McClelland on 1008, status certificate request process, 708 status; emails/ text msg to D. Capaldi re: unit 901, unit 903 closings; email D. Capaldi re: unit 1008 sale and status certificate request emails with Miller Thomson re: unit 901 closing, unit 1008 conditional sale; text msg with D. Capaldi on unit 903 closing and key arrangements; email with Miller Thomson and J. McClelland on unit 903 closing; call with J. McClelland on unit 903, unit 708 offer status; call with Armada Data re: web site issues, removal of unlicensed photograph; review site; emails to Armada Data re: photo removal and select new photos to add; call with J. McClelland on unit 603 status certificate status and email to D. Capaldi; email re unit 903 closing documents.
Flett, D	21-Nov-15	0.9	Email with D. Capaldi and J. McClelland on unit 603 status certificate; update unsold unit inventory schedule and sales data for Nov 20 closings; prepare updated tax and condo fee schedule for J. McClelland with sales and Marseille revisions.
		110.75	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$450/\$475	20.7
Finnegan, M	Administrative	London	\$125	5.3
Flett, D	Vice President	London	\$325/\$350	84.5
Hooper, L	Estate Administrator	London	\$125	0.25
				110.75



401

Invoice # 88366736
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

January 19, 2016

Re: Portofino Corporation

For professional services rendered for the period November 22, 2015 through January 15, 2016
as per the attached detail:

Our Fee	\$36,000.00
Disbursements (courier)	<u>32.56</u>
Sub total	\$36,032.56
HST	4,684.23
Total	<u>\$40,716.79</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice # 88366736

Amount \$40,716.79

January 19, 2016

402

For professional services rendered

Staff	Date	Time	Narrative
Cherniak, S	23-Nov-15	1.3	Review of email from Capaldi re monthly expenses. Update on closings. Review and deal with website issues. Email to/from Miller Thomson re same. Review email re #1403 closing. Email from Miller Thomson re #1403 closing docs. Review of emails and discussion re #401 re repairs and review of pictures prior to listing. Review of email to Capaldi re hydro off at #401. Execute exclusive for #603. Update on status of counter re #708 and financing problems. Discuss and reject creative financing option for #708.
Finnegan, M	23-Nov-15	1	Deposit. File administration.
Flett, D	23-Nov-15	4.2	Review Capaldi emails on tenant, pending sale matters; lengthy call with J. McClelland on #708 proposal with Aug 2016 closing, #603 listing agreement; #1008 conditional sale, #1403 buyer questions - taxes, condo fees; email and voice mail with Armada Data re: web site changes and deletion of unlicensed image; call with J. McClelland on #603 status and MLS listing, #401 condition and listing price; review #401 photos, prepare #603 MLS listing; emails to Capaldi re #1403 tenant, #401 listing and repairs; change to #603 listing agreement; further email to Armada Data re: web site; further call with J. McClelland on #401 listing and timing; review draft #1403 closing statements; memo to Capaldi on web site status, revisions and building specifics; review #708 Aug 1-2016 closing proposal with S. Cherniak.
Cherniak, S	24-Nov-15	0.7	Review of emails from Capaldi re #1403 and #401. Review of approve Capaldi expenses. Update on #603 firming up. Review of email to Miller Thomson. Discussion re pricing strategy for #401. Review and execute listing agreement. Update from Capaldi re hydro at #401. Discussion re GIC investment for excess funds.
Finnegan, M	24-Nov-15	0.5	Pay bills
Flett, D	24-Nov-15	2.7	Review various emails from Capaldi; review October property and maintenance expenses; call with J. McClelland on #603 conditions and closing date, #708 offer; email with Miller Thomson re: #603 closing; forward #603 sales documents to Miller Thomson and email re: closing date change; review #401 listing timing and price with S. Cherniak; call with J. McClelland on #401 listing, photos, list price; review #401 listing agreement, revise and prepare for signature; review December, 2015 condo fees and sign cheques; email to Miller Thomson on #603 closing adjustments for condo fees and last month rent; email to Capaldi re: #603 pre-closing HVAC service.
Hooper, L	24-Nov-15	0.1	Banking
Cherniak, S	25-Nov-15	0.7	Review Capaldi re email re #603. Review and execute adjustment to closing date for #603. Email from S. D'Amore re update on unit sales. Discuss and review schedule for response. Discuss Capaldi unit and 2016 property manager compensation for Capaldi. Update on #1008 dealing not proceeding. Execute mutual release. Update on #401 listing and repairs.

Staff	Date	Time	Narrative
Flett, D	25-Nov-15	3.2	Review Capaldi emails on pending sale and repair matters; review #603 amendment, sign and return to J. McClelland; prepare unsold unit summary list and forward to S. D'Amore; review several matters with S. Cherniak: projected proceeds, unpaid November, 2015 rents, property management arrangements, future units available for sale; inventory schedule updates; revise/ update unsold unit summary for estimated future proceeds; review, sign and return #1008 mutual release and update schedules; review MLS re-sale listings; call with J. McClelland on #401 status and repairs, resale listings, #1008 status; detail memo to Capaldi on #401 pre-showing repairs.
Hooper, L	25-Nov-15	0.1	Banking
Cherniak, S	26-Nov-15	0.2	Review of email from Capaldi re #401.
Flett, D	26-Nov-15	1.8	Email with Capaldi and J. McClelland on #401 maintenance and repairs; review Portofino web site and email to Armada Data on building features revisions; email with At Home Staging; email with Miller Thomson re: #603 closing issues; call with J. McClelland on #401 showings and repairs, #1403 repairs; emails to Capaldi re: #401 and #1403 repairs.
Cherniak, S	27-Nov-15	0.2	Update on #603 sale. Review of email re website.
Flett, D	27-Nov-15	0.2	Review Capaldi emails and email with Capaldi, J McClelland on #1403 repairs.
Cherniak, S	30-Nov-15	1.2	Review and execute Tarion Warranty application. Review and discussion re CRA form re status of 2014 financial statements. Update on November, 2015 rents. Update on #603 closing. Review and discussion and counters on unit #401.
Flett, D	30-Nov-15	4.3	Review Capaldi emails on various matters; call with J. McClelland on #401 showings and offers, #603 closing date, #1008, web site; email with Miller Thomson re: #603 closing; review late November, 2015 rent cheques received and email with Capaldi; call with J. McClelland on #401 flooring; email with Miller Thomson on #603 closing adjustments and common fee prepayment; review Omnibus Order and email to Miller Thomson clarifying parking space #40 included. With unit vs. Surface space #40; review two offers on #401 and review with S. Cherniak; call with J. McClelland on #401 offers and 2nd offer process; review draft #603 closing statements; further call with J. McClelland on #401 2nd offer status; sign Receiver cheques; prepare #401 counter offer; review 2nd offers with S. Cherniak and forward accepted offer, update sales schedules; email Capaldi on #401 sale.
Hooper, L	30-Nov-15	0.1	Banking
Cherniak, S	1-Dec-15	1	Email from Capaldi re Tarion and #401. Update on repairs to #1403. Update on changes to website. Execute documents for #603 closing. Review of updated schedule. Review of email to Rialto. Review of email to Capaldi re CRA and lack of responsiveness from accountant.
Finnegan, M	1-Dec-15	1	Pay bills. Prepare sale documents for execution re unit #603

Staff	Date	Time	Narrative
Flett, D	1-Dec-15	3.6	Review Capaldi emails on maintenance matters; review #603, #1403 pre-closing HVAC servicing; emails with Capaldi and J. McClelland on HVAC servicing; email to J. McClelland re: #1403 HVAC; review cash position, future sales with S. Cherniak; email with Armada Data re: web site changes; call with J. McClelland on #1403 repairs and HVAC servicing, future listings, #1001 listing and repairs; call with J. McClelland on #401 buyer questions, parking arrangements and surface space list price; prepare updated unit summary for J. McClelland; update sales and unsold unit schedules; email to Rialto with #1403 closing details; memo to Capaldi re: 2014 financial statements and income tax returns.
Cherniak, S	2-Dec-15	0.7	Email from Capaldi re accountant and CRA. Review of emails to/from Rialto re update on sales. Execute list agreement for #1001. Discuss offer on #1008. Reject to due conditions on sale of home. Review of email to Capaldi re damage in #1008.
Finnegan, M	2-Dec-15	0.5	Deposit
Flett, D	2-Dec-15	3.4	Review Capaldi emails on repairs and income tax returns; emails with Rialto on closings, summary report and realtor commission arrangements; call with J. McClelland on #1001 listing and photos, #1403 post-closing items and repairs; review and revise, sign #1001 listing agreement; call with J. McClelland on #1001 taxes and #1008 offer; emails Miller Thomson on #906 closing, #1008 sale status, #906 buyer lawyer; review #1008 conditional offer and call with J. McClelland on conditions and timing, storage area repair, #906 close date; emails to Capaldi on #906 closing date, #1001 maintenance; review #1008 offer with S. Cherniak; email to Capaldi on #1008 storage area repair; call with J. McClelland on #1008 offer, #1403 buyer assumed tenant rent arrangements.
Cherniak, S	3-Dec-15	1.3	Response from Capaldi re #1008 repairs. Discuss problems with D. Flett. Update on moving of #906 closing date up. Discussion and review of offer on #1001. Execute counter. Discussion and review of response to Rialto re update. Review of schedule to be sent to Rialto. Review of email to Rialto. Discussion with Miller Thomson re putting aside cash in lieu of Letter of Credit. Update on Capaldi lien litigation. Review of timetable orders.
Flett, D	3-Dec-15	3.2	Review Capaldi emails on maintenance items and #906 tenant; emails with Miller Thomson and J. McClelland on change in #906 closing date to December 11, 2015; review storage area repair issue with S. Cherniak; review draft #906 adjustments and statement of trust and email with Miller Thomson; call with J. McClelland on #1001 offer and #603 closing; email with Miller Thomson and Capaldi on #603 closing and update sales schedules; review #1001 offer with S. Cherniak and prepare counter offer; text msg with Capaldi on #1001 repair, #603 closing; call with J. McClelland on #1001 counter offer; prepare unsold unit summary and forward to J Horowitz with #603 documents and pending sale updates.
Hooper, L	3-Dec-15	0.1	Banking
Cherniak, S	4-Dec-15	1.2	Email from Capaldi re repairs to #1008. Response. Email to Capaldi re cause. Review and discussion on #1001 counter. Execute counter. Discussion and call to BMO re GIC investment. Execute form. Call from S. D'Amore re update on Rialto takeout by WFCU.

Staff	Date	Time	Narrative
Finnegan, M	4-Dec-15	1.5	Prepare and send executed sale documents re unit #906. File HST return. Deposit sale proceeds.
Flett, D	4-Dec-15	2.6	Review emails from Capaldi on maintenance items; review #1001 counter offer and call with J. McClelland to discuss; review #1001 and recent comparables, upgrades with S. Cherniak; prepare receiver counter offer; call with J. McClelland on #1503 buyer inspection; emails to Capaldi on #1501 maintenance, #1503 pre-closing repairs; review and sign #906 amendment to move up closing date and emails to Miller Thomson and Capaldi re: closing; call with J. McClelland re: #1403 December rent.
Cherniak, S	7-Dec-15	0.5	Updates from Capaldi on #1503 and #1008 water issue. Update on #1008 deal not going forward. Review of photos of #1008. Update on #401 not proceeding. Execute mutual release. Discussion re showing of #1502. Execute documents for GIC.
Finnegan, M	7-Dec-15	1	Work on purchase of GIC.
Flett, D	7-Dec-15	1.8	Review Capaldi emails on tenant matters and pre-closing repairs; call with J. McClelland on weekend showings, #1001 offer status, #1501, #1502 buyer enquiry review #1001 photos; update on #1001 status; call with J. McClelland on #401 status and sign mutual release; review property management, #1502 availability with S. Cherniak; update sales and inventory schedules; call with J. McClelland on #401, #1502 showings; prepare back-up to issue cheque to #1403 buyer for December, 2015 rent received by direct deposit.
Cherniak, S	8-Dec-15	0.3	Review and counter new offer on #401. Review realtor plans for holidays and possible lock box on building.
Finnegan, M	8-Dec-15	1	Rent deposit
Flett, D	8-Dec-15	2.4	Review Capaldi emails on maintenance matters; review December, 2015 rent cheques and notes/review with M. Finnegan re: #906, #102; receive signed #401 mutual release; call with J. McClelland on pending #401 offer, #906 walk through and #1403 post-closing matters; review #401 offer; call with J. McClelland on #401 offer and lockbox arrangements; memo to S. Cherniak re: lockbox issues; review #401 offer with S. Cherniak and prepare, forward counter offer; call with J. McClelland on #401 counter offer and holiday season schedule/showings; sign receiver cheques.
Hooper, L	8-Dec-15	0.1	Banking
Cherniak, S	9-Dec-15	0.4	Discuss and review counter from purchaser on #401. Discuss and execute further counter. Discuss accounting for Rialto.
Flett, D	9-Dec-15	1.1	Review #401 buyer counter offer and call with J. McClelland re: #401 offer, #1001 showing, #708 interested party; review #401 rental history; review #401 offer with S. Cherniak and call with J. McClelland; prepare counter offer and forward to J. McClelland.
Cherniak, S	10-Dec-15	0.3	Update on #401 counter. Respond to counter.

Staff	Date	Time	Narrative
Flett, D	10-Dec-15	1.4	Review Capaldi email and photos re: #1403 repair; email with Capaldi and J. McClelland re: #1403; review #401 counter offer received and call with J. McClelland on #401 offer and #1403 balcony repairs; call with J. McClelland on #401 competing offer and Receiver's prior counter offer; email to Capaldi re: #1403 repairs; call with J. McClelland on #401 offer, re-sale listings; #1001 showing and repairs; review and acceptance of revised #401 offer.
Cherniak, S	11-Dec-15	0.9	Call with Jim Bowman re condo fees for initial sales. Discussion and review of email exchange with MPAC. Discussion and review of offer on #1001. Execute counter. Email from Miller Thomson re #906 closing. Review of correspondence from court of appeal re Letter of Credit motion.
Flett, D	11-Dec-15	2.7	Email with Capaldi on #1403, #1001 repair items; review #1001 revised offer; call with J. McClelland on #1001 offer, #1001 showing and possible competing offer, #1403 post-closing items; call with J. McClelland re: #1201 price; reply to email from MPAC re: status of unfinished units, recent sales by Receiver; call with J. McClelland on #1001 taxes; call with J. McClelland on #1001 interested party, #1001 offer, #708 buyer status and #906 closing; text messages to Capaldi on #906 closing; review #1001 offer; email to J Horowitz re: #906 closing; review #1001 offer with S. Cherniak, prepare final counter offer and forward; updates to sales and inventory schedules; email with Miller Thomson on closing dates.
Cherniak, S	14-Dec-15	0.4	Update on #1001 sale. Execute accepted offer. Review email to Capaldi re #408 nsf rent cheque. Review of email to Capaldi re sale.
Finnegan, M	14-Dec-15	0.7	Deal with nsf rent cheque. Prepare draft monthly account report for Rialto.
Flett, D	14-Dec-15	2.2	Review new #1001 offer; call with J. McClelland re: #1001 offer and conditions, #401 conditions and repairs, weekend showings, #1008 interested parties, #1403 buyer enquiry; email with Capaldi re #1001, #401 flooring repairs and #401 conditional sale; email to J. McClelland re #1403 property management enquiry; review #408 rent NSF with M. Finnegan and email to Capaldi re: nsf and lease status; review #1001 offer with S. Cherniak and forward acceptance to J. McClelland; review draft November 2015 monthly report; email to D Capaldi re: sale of #1001.
Cherniak, S	15-Dec-15	0.5	Review of emails from Capaldi re #408 NSF and #1001. Update sale of #401. Execute waiver. Review of email to Capaldi. Review of R & D for Rialto.
Finnegan, M	15-Dec-15	0.3	Bill payment
Flett, D	15-Dec-15	2.4	Review Capaldi emails on pending sales, repair status and tenant matters; email to Capaldi re: #106, #408 rent status; review November monthly report; email with Miller Thomson re: #1001 sale closing date; call with J. McClelland, confirm status of pre-closing repairs on several units, proposed new listings in 2016; review #401 amendment waiver of conditions and call with J. McClelland; call with J. McClelland on unfinished unit pairings, #1502 interest, #1502 list price; call with J. McClelland re: #1502 tenant / potential buyer; review and sign #401 amendment to finalize; memo to Capaldi on list of #401 pre-closing repairs; email to Miller Thomson with #401 sale documents.

Staff	Date	Time	Narrative
Cherniak, S	16-Dec-15	0.3	Review of emails from Capaldi re #1001 and #401. Review of reporting to Rialto.
Flett, D	16-Dec-15	1.6	Review emails from Capaldi on repairs and tenant rents and reply; review and finalize November, 2015 report; email to Rialto with November report, receiver fee details and sales update; call with J. McClelland on #1502 tenant/buyer, #1001 status certificate.
Cherniak, S	17-Dec-15	0.4	Update from Miller Thomson on result of appeal. Respond. Call from Scott D'Amore. Email to Miller Thomson.
Flett, D	17-Dec-15	0.3	Review email from Capaldi on rents, tenants; review status of Valente action, Rialto loans with S. Cherniak.
Cherniak, S	18-Dec-15	0.3	Review of email exchange with Rialto re property taxes. Email to Horowitz.
Flett, D	18-Dec-15	0.7	Emails with Rialto on property tax status, 2016 taxes and assessment; call with J McClelland on #1008 showing, #1001 condition status.
Cherniak, S	21-Dec-15	0.5	Review of email from Capaldi. Review of email to Capaldi re unit 103. Review of court of appeal reasons quashing Letter of Credit appeal. Discussion re items for inclusion for Capaldi call.
Finnegan, M	21-Dec-15	0.4	Deposit
Flett, D	21-Dec-15	1.4	Emails with J. McClelland on #1001 conditions and status certificate; review email from Capaldi on November reporting's; review Jan 2016 condo fee payment; email with C. Prieur, M. Finnegan on additional December rent cheques; email to Capaldi re: #103 to be listed; email to Capaldi re: Dec, Jan #106 rent draft; review lease dates and units available to list.
Cherniak, S	22-Dec-15	0.2	Review of emails from Capaldi re #103 and commission on #1403. Review of invoice.
Finnegan, M	22-Dec-15	0.3	Pay bills
Flett, D	22-Dec-15	0.3	Review emails from Capaldi on rents owing, #103 refurbishing and #1403 sale; review tax return status with S. Cherniak.
Cherniak, S	23-Dec-15	1.2	Call from Gerry Trottier re potential S. D'Amore payout of Rialto security and documentation required. Call from S. D'Amore re same. Review of email from Miller Thomson re Morga response to costs and Letter of Credit costs. Call with Miller Thomson re same. Review of Rialto email re reimbursement of costs.
Finnegan, M	23-Dec-15	0.8	File HST return. Pay bills.
Flett, D	23-Dec-15	0.3	Email from Capaldi on #103; call with J McClelland on #1001 condition status, #103; sign receiver cheques.
Cherniak, S	24-Dec-15	1	Prep of Letter of Credit calculations for Miller Thomson. Emails to/from Miller Thomson. Review emails to/from Morga re Letter of Credit calculation and costs.
Flett, D	28-Dec-15	0.6	Review unfinished unit status, prepare summary schedule, email to S D'Amore with schedule; organize unsold inventory excel files; review conditional sale status, unit to be listed and update inventory schedules.
Cherniak, S	30-Dec-15	0.3	Email from S. D'Amore re vacant units. Review response.
Hooper, L	3-Jan-16	0.1	Banking

Staff	Date	Time	Narrative
Cherniak, S	4-Jan-16	0.7	Review of emails to Capaldi re #1001 and property manager bills. Update on #1001 not proceeding. Execute mutual release. Call with Miller Thomson re conversation with Trottier re Rialto assignment and necessity for receiver counsel review.
Flett, D	4-Jan-16	2.8	Call with J. McClelland on several issues - #1001 status and mutual release, weekend showings, upcoming Trieste showing, #103 listing; emails to Capaldi on November, 2015 property maintenance expenses, #1502 rent, #1001 status and floor repair; review December, 2015 rent roll; review #103 photos; sign and return #1001 mutual release; update sales and inventory schedules; call with J. McClelland on #1502 list price and #1001 showing; email with At Home Staging re invoices.
Cherniak, S	5-Jan-16	0.6	Review of emails from Capaldi re monthly reporting and unit #1001 repairs. Review of monthly reporting invoices for approval. Update on Rialto reporting request. Discussion re Portofino court reporting.
Finnegan, M	5-Jan-16	0.1	Check to see if supplier payment was cashed
Flett, D	5-Jan-16	2.2	Review November, 2015 monthly report cut-off and staging invoices with M. Finnegan; review Capaldi detail November, 2015 property expenses and advise S. Cherniak; review stakeholder reporting with S. Cherniak; review unsold unit lease status and availability; call with J. McClelland on showings, MLS report; review rent roll and email to Capaldi re: #106.
Finnegan, M	6-Jan-16	0.5	Work on monthly R & D
Flett, D	6-Jan-16	1.2	Review email from Capaldi; review December monthly reporting and #106 rents with M. Finnegan; review MLS sales report and update inventory sales data; email with J. McClelland on resales.
Hooper, L	6-Jan-16	0.1	Banking
Finnegan, M	7-Jan-16	0.4	Check online bank accounts for EFT rent payment receipts and post.
Flett, D	7-Jan-16	1.1	Call with J. McClelland on #1502 taxes, Halton and other recent showings, unfinished taxes; email to J. McClelland on unfinished unit tax amounts; call and email with J. McClelland on #1403 January, 2016 rent received and buyer lease arrangements.
Cherniak, S	8-Jan-16	0.4	Review of email to Rialto. Call from S. D'Amore. Email to Miller Thomson re status of letter to Trottier. Review of email to Capaldi re tenant cheque with no coding.
Flett, D	8-Jan-16	1.3	Call and emails with J McClelland on #1403 January, 2016 rent issue; review banking and #106 US bank rent cheque issues with M. Finnegan; review December monthly report and revisions; email to Rialto re: #1001; review rent roll and January, 2016 rents received; review supplier litigation status with S. Cherniak; detail memo to Capaldi on #106 rent payment issues.
Cherniak, S	11-Jan-16	1.6	Review of email from Miller Thomson re response to S. D'Amore. Email to S. D'Amore. Review Miller Thomson email to Trottier. Review of emails from Capaldi re tenant vacating #1401, #106 rent and board meeting notice. Discussion re giving bylaws to interested potential purchaser. Discussion and review of photos re storage unit leaking. Review of email to Capaldi. Review of Rialto reporting. Review of Rialto response.

Staff	Date	Time	Narrative
Flett, D	11-Jan-16	3.2	Email from/to Capaldi re #1401 tenant vacating and final month rent; call with J. McClelland on #1502 tenant showings; #1403 buyer rent reimbursement, #1008 storage locker issues; review storage locker photos; email from J. McClelland and call on buyer request for by-laws; review email and prepare list of outstanding issues for S. Cherniak; review apparent storage area leaking issue with S. Cherniak and email to Capaldi to set up call; emails with at-home staging; review monthly report with S. Cherniak; issue December monthly report to Rialto, review GL and draft memo to Rialto re: queries on fees, December rent decrease.
Cherniak, S	12-Jan-16	0.5	Review of Capaldi responses on #1401 and leak in storage locker. Update on call with Capaldi re remedy. Review of draft response to Rialto.
Finnegan, M	12-Jan-16	0.3	Deposit rent cheque rec'd in error and redirect to new owner of unit #1403.
Flett, D	12-Jan-16	3	Review emails from Capaldi on tenant and building matters; review wire transfer arrangements with M. Finnegan; issue memo on December, 2015 reporting to Rialto; call with J. McClelland on #1403 buyer rent reimbursement, #1008 interest, storage locker moisture issue; lengthy call with Capaldi on storage area interim repair plan, #1401 tenant status and re-leasing, #106 rent, #1601 HVAC; instruction to M. Finnegan re: #1403 rent reimbursement cheque; call with J. McClelland re: #1601/#1602 offer, HST, #1008 interested party; review storage locker plan and #1401 status with S. Cherniak; emails with J. McClelland on #1403 cheque and #1601/#1602 furnaces; email to Scott Merry on sale of unfinished unit #1503 and HST rebate rules on purchase of two adjacent units.
Hooper,	12-Jan-16	0.05	Banking
Cherniak, S	13-Jan-16	0.9	Review of email re HST treatment on unfinished units. Review of emails to Capaldi re leasing of #1401 and repairs to #1001. Review of correspondence between Morga and Taub's office re replacement of BMO Line of Credit with one from BNS. Review of correspondence from Bill Sasso re same. Emails from Miller Thomson re Receiver's position and potential subrogation issue. Consider and send response to Miller Thomson. Review Miller Thomson email to Taub's office.
Flett, D	13-Jan-16	1.5	Review HST new house rebate guide; Call with J McClelland on #1601, #1602 rebate rules, #1501 interested party and possible lease, #1008 del Greco enquiry; email to Capaldi re: #1601, #1602 HVAC; emails to Capaldi re: #1401 vacancy, #1001 flooring repairs; review #106 rent payment process with M. Finnegan; further emails with Capaldi and J McClelland on #1601, #1602 HVAC, #1008 offer.
Flett, D	14-Jan-16	2.2	Review #1008 offer; review #1601, #1602 HVAC deficiencies with S Cherniak; calls with J McClelland on #1008 offer, #1502 tenant interest in #1601, #1602, tenant improvements to #1502, #1601/1602 HVAC; review #1008 offer and background with S Cherniak, prepare counter offer and forward to J McClelland; review J McClelland email on details of #1502 tenant improvements; review email from S Merry re: HST new housing rebate.

410

Staff	Date	Time	Narrative
Cherniak, S	14-Jan-16	0.8	Update on lack of utilities in 16th floor unfinished units. Review of email with Capaldi. Discuss resolution. Review and discuss offer on #1008. Execute counter. Review of email re HST update.
Cherniak, S	15-Jan-16	0.3	Update on furnace/condenser issue. Accept and execute counter offer on #1008.
Flett, D	15-Jan-16	1.4	Emails with Capaldi on status of penthouse condensers and #1503; review #1008 buyer counter offer and review with S Cherniak; call with J McClelland on #1008 counter offer; forward #1008 acceptance to J McClelland and update sales schedules; review storage locker plan of survey; call with J McClelland re: #1008 sale, staging, #103 status and listing.
Finnegan, M	15-Jan-16	0.3	Bill payment
		101.75	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$475	21.80
Finnegan, M	Administrative	London	\$125	10.60
Flett, D	Vice President	London	\$350	68.60
Hooper, L	Estate Administrator	London	\$125	0.75
				101.75



411

Invoice # 88416099
Portofino Corporation
HST Reg # 101518124RT0001

Ontario Superior Court of Justice
245 Windsor Ave
Windsor, ON N9A 1J2

March 14, 2016

Re: Portofino Corporation

For professional services rendered for the period January 16, 2016 through March 10, 2016 as per the attached detail:

Our Fee	\$39,000.00
Disbursements (courier)	<u>53.39</u>
Sub total	39,053.39
HST	5,076.94
	<hr/>
Total	<u>\$44,130.33</u>

REMITTANCE ADVICE

Cheque Payments to:
103-252 Pall Mall Street
London, ON N6A 5P6

Invoice #	88416099
Amount	\$44,130.33

412

March 14, 2016

For professional services rendered

Staff	Date	Time	Narrative
Hooper, L	16-Jan-16	0.1	Banking
Cherniak, S	18-Jan-16	0.9	Email from Cooke re funds in Portofino. Forward to Miller Thomson. Update on furnaces/condensers in upper units. Discussion and review of emails re closing of upcoming closing of unfinished unit re Tarion, HST etc. Email from Capaldi re #1101 vacancy. Update on #1008 closing.
Flett, D	18-Jan-16	2.4	Review email from Capaldi on repairs and tenant matters; call with Julia McClelland on 1008 sale and deposit, #103 listing, #1502 interest, weekend showing; call with F Bisson, #1503 buyer on closing arrangements, lawyer particulars; email to Miller Thomson on #1503 closing and buyer lawyer details; email to Miller Thomson on sale of #1008 and documents; email to Capaldi on #1008 sale and temporary storage locker; further emails and call with Miller Thomson on #1503 Tarion, HST and other issues; email to Capaldi on upper floor hvac, flooring repairs, #103 refurbishing; review January, 2016 rent status and electronic payments.
Cherniak, S	19-Jan-16	1.3	Review of emails from Capaldi re storage locker for #1008 and repairs to #1101. Review of email from Miller Thomson re sending cash balance to Cooke. Email to Cooke. Update from Capaldi on which units have condensers and furnaces. Discussion re Tarion issue relating to sale of #1503. Review and discussion of offer and counter offer on #1001. Execute both.
Flett, D	19-Jan-16	4.5	Review D Capaldi emails on tenant and repair matters; email to Capaldi on upper floor condenser quotations and #103 repairs; email to Miller Thomson of Miller Thomson on #1503 Tarion status, HST rebate rules; review #1001 offer and call with J McClelland on #1001 offer, storage condition and other #1001 showing; review #1001 offer and condo corporation rules call with J McClelland on #1001 offer condition; review resale listings; review #401 repairs and status with J McClelland, upper floor condensers; call with J McClelland on #1001 showing - possible sale of #1101; prepare #1001 counter offer, and forward to J McClelland; call with Miller Thomson on #1503 sale issues - Tarion, further call with J McClelland on #1001 counter; review #1001 buyer counter offer, prepare and forward to J McClelland; email to Capaldi re: #1503 Tarion; further calls with J McClelland on #1001 offer.
Cherniak, S	20-Jan-16	1.2	Update on deal on #1001. Review Capaldi response on furnaces for #1601 and #1602. Update on call with Capaldi re Tarion. Review and execute closing docs on #1503. Update

413

Staff	Date	Time	Narrative
			on potential Capaldi take out financing. Send email re: funds on hand.
Finnegan, M	20-Jan-16	0.8	Deposit rent cheques and update rent roll. Prepare sale documents for execution and send to Miller Thomson.
Flett, D	20-Jan-16	3.8	Review D Capaldi emails on repairs and property management; email to Capaldi on #1001 sale and status certificate request; call with Capaldi on Tarion bond amount, unfinished unit issues and process for certificate, flooring repairs, other matters; review #1503 draft statements of adjustment and trust; review Tarion, call with Miller Thomson on #1503 Tarion certificate arrangements and realtor commission amounts; review #1503 commission arrangements; call with J McClelland on #1503 closing - Tarion, commission statements; review Portofino claim in Schleihauf bankruptcy; review additional January, 2016 rent cheques received and rent roll; review #106 rent payment arrangements.
Cherniak, S	21-Jan-16	0.3	Emails from Capaldi. Review of correspondence from Miller Thomson re undertaking on HST. Discuss revisions. Execute.
Finnegan, M	21-Jan-16	0.3	File HST return
Flett, D	21-Jan-16	1.3	Review emails from D Capaldi on property management; call with J McClelland on #1001 buyer and utility bills for unit; review draft HST undertaking for #1503 closing and email to Miller Thomson of Miller Thomson with proposed changes and review; forward signed undertaking to Miller Thomson; forward #1001 utility bills to J McClelland; review Schleihauf estate dividend payable to Portofino.
Cherniak, S	22-Jan-16	0.5	Review of emails re Tarion issue for #1503 closing. Review and approve Capaldi monthly reporting. Emails from Miller Thomson re same.
Flett, D	22-Jan-16	2.4	Review D Capaldi emails re: #1503 sale, property management; review #1503 Tarion certificate and forward to Miller Thomson for buyer signature; email to Miller Thomson on #1503 Tarion; email to Capaldi re: #1503 Tarion; review December, 2015 maintenance and property management expenses; call with J McClelland on #1001 condition status and requested repairs, #1101 showing, pending #103 listing; review #1001 photos; email with Capaldi on Tarion enrollment fee.
Cherniak, S	25-Jan-16	0.6	Email from Capaldi re quotes for condensers for #1601 and #1602. Review of quotes and follow up email. Pay bills. Update on #1503 closing. Discussion re dividend cheque and review of email to counsel.

414

Staff	Date	Time	Narrative
Flett, D	25-Jan-16	2.8	Review D Capaldi emails, #1601 and #1602 hvac quotations and email to Capaldi re: hvac; review Portofino claim/judgment vs Schleihau; review February, 2016 condo fees; email with Miller Thomson on #1503 closing; calls with J McClelland on #1101 offer, #1001 conditions status; review Portofino claim against Schleihau and prepare letter to Bartlet & Richardes re: Schleihau dividend cheque retained by Receiver; email to Capaldi re: #1101 fixtures; update accounting schedules for #1503 sale
Hooper, L	25-Jan-16	0.1	Banking
Cherniak, S	26-Jan-16	0.7	Review of Capaldi response re electrical for furnaces. Review of email to Rialto re #1503 closing. Discuss and execute counter on #1101. Execute exclusive listing agreement.
Finnegan, M	26-Jan-16	1	Deposit sale funds. Pay bills.
Flett, D	26-Jan-16	2.6	Review emails from D Capaldi on #1101, #1601, #1602; emails to Capaldi on #1503 closing; update unsold unit inventory schedule and re-sale comparables; review #1101 offer; review #1101 offer and forward counter offer and listing agreement to J McClelland; call with J McClelland on #1101 offer, #603 buyer, #601 tenant and #401 rental; email Rialto re: #1503, #1008; call with J McClelland on #1101 offer, #1501 showing; review file notes, accounts payable listing and email to Capaldi re: status of #1001 completion supplier accounts.
Hooper, L	26-Jan-16	0.1	Banking
Cherniak, S	27-Jan-16	0.3	Review of emails from Capaldi re furnaces in #1601 and #1602 and outstanding supplier bills from #1001. Update on offer on #1101.
Flett, D	27-Jan-16	0.7	Review emails from D Capaldi on #1001, tenant matters; sign Receiver cheques; call with J McClelland on #1101 offer status, #1001 conditions; update on sales status.
Cherniak, S	28-Jan-16	0.2	Review of email to Capaldi. Update on #1101 sale. Update on sold units.
Flett, D	28-Jan-16	0.9	Review #1101 counter offer acceptance and review; email to Capaldi re: status certificate condition; call with J McClelland re: #1101, #1001 conditions status and deadline, listing of #204; email with Miller Thomson of Miller Thomson on #1008, conditional sales; update sales schedules.
Cherniak, S	29-Jan-16	0.4	Review of deficiencies in #1001. Email from Calderwood on status of performance audit.
Flett, D	29-Jan-16	0.6	Review D Capaldi email re: #1101 status certificate; sign #1001 status certificate notice and return to J McClelland ; review status of performance audit; email to Capaldi re: status of performance audit.
Cherniak, S	1-Feb-16	0.7	Email from Capaldi re invoice for commission. Review rejection. Review and respond to Capaldi email re performance audit. Respond to Calderwood re same. Review

415

Staff	Date	Time	Narrative
			of email to Capaldi re update on #103 repairs. Update on insurance.
Flett, D	1-Feb-16	0.8	Review D Capaldi emails on performance audit; email with Capaldi on #1503 commissions; email to Capaldi on #103 refurbishing and #1008 closing; email with J McClelland re: #103 and #1501; email with Hub on insurance renewal and units owned; email with Miller Thomson on #1008 closing
Cherniak, S	2-Feb-16	0.6	Responses from Capaldi on performance audit and suite #103. Review of email to MPAC re parking garages. Review of email to #1503 purchaser re property taxes. Review of email to Capaldi re repairs at #1001. Update on aborted sale of #1001.
Finnegan, M	2-Feb-16	0.8	Prepare 2016 property tax schedule and diarize payment of interim payments. Bill payment
Flett, D	2-Feb-16	1.2	Review emails from D Capaldi on various matters; review 2016 interim tax bills and payment schedule; email to MPAC re: revisions to parking space tax roll account; email #1503 interim tax bill to buyer; email with F Bisson re: #1503 new housing HST rebate; voice mail from/email to with J. McClelland re: #1001, #103; review #1001 repair items and stakeholder reporting; detailed memo to Capaldi on #1001 repairs and completion items.
Hooper, L	2-Feb-16	0.1	Banking
Cherniak, S	3-Feb-16	0.2	Response from Capaldi re #1001. Execute mutual release re 1001.
Flett, D	3-Feb-16	0.8	Review D Capaldi emails re: #1001, call with J McClelland on #1001 status, #1503 closing, #1101 deposit and condition status; sign and return #1001 mutual release; email with J McClelland on #1101 status certificate;
Cherniak, S	4-Feb-16	0.7	Review of emails from Miller Thomson, Taub and Trottier re assignment docs and necessity to review. Call with Miller Thomson re same and Letter of Credit lawsuit.
Flett, D	4-Feb-16	0.6	Call with J McClelland on #1001 mutual release, #1503 tenant, #309 status, other matters; review 2016 property tax schedule; email with Miller Thomson on #1008 closing and property taxes.
Hooper, L	4-Feb-16	0.1	Banking
Cherniak, S	5-Feb-16	1.3	Execute list agreement for #1101. Execute sale docs for #401. Call with Miller Thomson re issue of Letter of Credit exposure attaching to BMO security. Review of email to Taub for his opinion. Review schedule of remaining net realization of units. Email to Miller Thomson.
Finnegan, M	5-Feb-16	0.5	Bill payments
Flett, D	5-Feb-16	2.4	Call with J McClelland on #401 repairs and leasing, #1101 conditions and review photos; review #1101 MLS listing, sign and return to J McClelland; email to J McClelland re: #1101, #103 staging review draft #1008 statements of adjustment and

416

Staff	Date	Time	Narrative
			trust; prepare analysis of estimated realizations of unsold unit inventory for counsel.
Cherniak, S	8-Feb-16	0.4	Review of minutes and agenda for upcoming condo board meeting. Review of email re rent arrears. Update on #1101 firming up. Review of updated sale schedule. Email to/from Capaldi re process for meeting.
Finnegan, M	8-Feb-16	1.2	Prepare and send sale documents re Unit #1008 to legal. Check direct deposit re rent cheques re February, 2016 rent. Deposit rent cheques and update rent roll.
Flett, D	8-Feb-16	3.3	Receive #1101 fulfillment of conditions; forward #1101 MLS listing to J McClelland; email to D Capaldi on #1101; email to Miller Thomson, with document on firm sale of #1101; review #1101 2016 tax bill; review #1101 and #1403 electronic rent payment arrangements; update inventory summary; review February, 2016 rent roll; memo to Capaldi re: #1502 rent arrears; email with Capaldi on rents, tenant matters; prepare report to stakeholders; call with J McClelland on #103 list price; #1001 showings; review R&D format for stakeholder reporting and revisions; reconcile detail sales schedule, review GL and insurance account;
Cherniak, S	9-Feb-16	0.1	Email from Capaldi re monthly ECC financial statements.
Finnegan, M	9-Feb-16	0.5	Prepare monthly R & D
Flett, D	9-Feb-16	2	Prepare quarterly stakeholder report; review statement of receipts and disbursements and instructions; review monthly financial report and revisions; call with J McClelland on #103 refurbishing status, #204, #1001 showing; review #204 photos; email to D Capaldi re: #401 repairs.
Cherniak, S	10-Feb-16	0.6	Review of reporting to Rialto. Review of draft report to stakeholders. Review of email to Rialto. Discuss R&D for stakeholders report.
Finnegan, M	10-Feb-16	0.5	R & D for court report
Flett, D	10-Feb-16	1.8	Revision, update to stakeholder report; finalize and issue January 2016 R&D to Rialto; review R&D to Feb 8-16, reconcile to sales summary and review revisions; call with J McClelland on #1501 showing, #401, #103 listing.
Cherniak, S	11-Feb-16	1.8	Review of R&D and edits to report. Send to Miller Thomson. Attend condo board meeting by Telecon.
Finnegan, M	11-Feb-16	0.5	Prepare and send property tax payment.
Flett, D	11-Feb-16	0.8	Review revised R&D, revisions to stakeholder report; sign Receiver cheques; call with J McClelland on #1401 and #1501 showings.
Cherniak, S	12-Feb-16	0.4	Update on condo board meeting. Review of emails to/from Miller Thomson re #1008. Discussion re court report.
Flett, D	12-Feb-16	0.8	Review #1008 agreement of purchase and sale; emails with Miller Thomson on #1008 buyer's lawyer issues and requests; call with J McClelland on 1008; emails with D Capaldi re #1008 status certificate.
Cherniak, S	16-Feb-16	0.1	Update on #1008 status certificate.

417

Staff	Date	Time	Narrative
Flett, D	16-Feb-16	0.9	Call with J McClelland on weekend showings, #103 refurbishing status and repair issue; review draft stakeholder report and note items to update; email to D Capaldi re: #103 repairs; review updated rent roll and #106 rent banking arrangements.
Finnegan, M	17-Feb-16	0.5	Manual deposit of US uncoded rent cheque. Pay bills
Flett, D	17-Feb-16	0.7	Emails with D Capaldi and J McClelland on #103 repairs; call with J McClelland on showing, #103 listing and staging, #1001 repairs, Tarion, parking garages; review #1503 tax statement and forward to buyer.
Hooper, L	17-Feb-16	0.1	Banking
Cherniak, S	18-Feb-16	0.7	Review of Miller Thomson additions to stakeholders report. Review of email from Miller Thomson re calculation of cost award. Calculation per diem. Emails to/from Miller Thomson. Execute listing agreement for 103. Review of email re storage locker for 1008. Review of response to Miller Thomson.
Flett, D	18-Feb-16	1.2	Review #103 listing agreement and revisions; call with J McClelland on #103 listing, #1008 staging; review revised #103 listing; revisions and update to stakeholder report; review Miller Thomson memo on Valente litigation; sales schedule update; review #1008 buyer lawyer letter and email to Miller Thomson re: condition for use of storage locker.
Cherniak, S	19-Feb-16	0.5	Update on closing. Execute new listing for #103. Review of status of tenant leaving #1403. Letter to Miller Thomson re Letter of Credit. Email from Taub. Review of correspondence re T5.
Finnegan, M	19-Feb-16	0.5	Deposit
Flett, D	19-Feb-16	1.4	Email with D Capaldi re: #1401; forward #103 listing agreement to J McClelland; update and revisions to stakeholder report; sign Receiver cheque re: Valente costs; review Sutts Strosberg letter and forward T5 to M Greenaway; email with Miller Thomson on #1008 closing; review #103 photos; emails with At-home staging; call with J McClelland on #1008 closing arrangements and text msg to Capaldi on closing; update sales and inventory schedules.
Cherniak, S	22-Feb-16	0.1	Update on performance audit.
Flett, D	22-Feb-16	1.1	Revisions and updates to stakeholder report; call with J McClelland on weekend showings, #204 list price, #1008 closing; review resale listings.
Cherniak, S	23-Feb-16	0.5	Update from Capaldi on the Tom Park performance audit report. Review final stakeholders report. Send to stakeholders.
Finnegan, M	23-Feb-16	0.8	Update Stakeholder's R&D to reflect sale closing. Update rent roll and deposit cash. Prepare sale closing documents for signature.
Flett, D	23-Feb-16	1.1	Review D Capaldi emails; review January, 2016 maintenance expenses report; finalize R&D for stakeholder report; review status of Valente costs and Letter of Credit fees; review #401

418

Staff	Date	Time	Narrative
			sale adjustments and trust statement and email with Miller Thomson of Miller Thomson; revision to R&D.
Flett, D	24-Feb-16	0.9	Review revised #401 statement of adjustments and email with Miller Thomson of Miller Thomson; forward #1008 closing documents to Rialto; emails with Rialto on commissions and buyer deposits; calls with J McClelland on #906 repair issue, #401 pre-closing repairs.
Cherniak, S	25-Feb-16	0.3	Review and approve monthly expenses. Review updated sales schedule.
Finnegan, M	25-Feb-16	0.5	Prepare monthly condo fee payment and remit.
Flett, D	25-Feb-16	0.4	Review March, 2016 condo fees due and sign cheque; update unsold unit inventory schedule; review unit inventory and lease expiry dates.
Finnegan, M	26-Feb-16	0.5	Deposit rent cheques.
Flett, D	26-Feb-16	0.4	Review additional rents received; sign receiver cheques; call with J McClelland on recent showings, unit inventory, #708 listing timing.
Hooper, L	26-Feb-16	0.1	Banking
Cherniak, S	29-Feb-16	1	Emails from Capaldi re #708 vacancy and repairs to #401. Discussion re timing of listing #708. Long call with S. D'Amore re refinancing, Capaldi lien litigation and Letter of Credit.
Finnegan, M	29-Feb-16	0.5	Pay bills
Flett, D	29-Feb-16	1.2	Review email from D Capaldi on tenants; review #708 listing timing; call with J McClelland on #401 inspection and outstanding repairs; emails to Capaldi re: #708 listing; memo to Capaldi on additional #401 repairs prior to closing; review January, 2016 HST on #1503.
Cherniak, S	1-Mar-16	0.4	Review of responses from Capaldi re #708 and #401. Review HST return. Update D. Flett on call with S D'Amore.
Finnegan, M	1-Mar-16	0.5	File HST return.
Flett, D	1-Mar-16	4.5	Review emails from D Capaldi on #401, #708; further email with Capaldi on #401 repairs; call with J McClelland on #1001 showing, #401 repairs, #103 garage; prepare 4th report to Court; review #103 photos.
Cherniak, S	2-Mar-16	1.6	Review of photos and update on #103 and possible offer on #1001. Long call with S D'Amore re Valente litigation, Morga and the Letter of Credit and WFCU financing. Call with Miller Thomson re same. Review of emails to Taub and Sasso.
Finnegan, M	2-Mar-16	0.3	Pay bill
Flett, D	2-Mar-16	3.8	Prepare 4th report to Court - Receiver activities; review #103 photos and email with J McClelland; Continue with 4th report - litigation, receipts and disbursements.
Cherniak, S	3-Mar-16	1	Update D. Flett on Valente litigation and Letter of Credit issue. Call with Miller Thomson. Discuss offer on #1008. Execute offer.

419

Staff	Date	Time	Narrative
Flett, D	3-Mar-16	3.2	Call with J McClelland and review #1001 showing and offer; review lender position, Valente litigation status, #1001 offer; call with J McClelland on accepted #1001 offer and email to D Capaldi re: status certificate and Miller Thomson of Miller Thomson; call with J McClelland on #1001 status certificate arrangements; email to Capaldi on #1001 lawyer; prepare 4th report - R&D, professional fees sections.
Cherniak, S	4-Mar-16	0.7	Finish review of Sasso letter on Valente litigation. Update on Portofino court report. Review of email from Capaldi re #1001.
Flett, D	4-Mar-16	2.2	Review unsold unit inventory and email to D Capaldi re: #304 tenant status; review November, 2013 Valente litigation summary; revisions and additions to 4th report.
Flett, D	7-Mar-16	3.8	Email with D Capaldi re: #304; prepare unsold unit summary schedule for 4th Court report; other revisions to 4th report; call and email with J McClelland re: #401 repair status, #401 March, 2016 property taxes, showings; #1001 status; prepare affidavit of fees for 4th report.
Cherniak, S	8-Mar-16	0.3	Discussion re draft report. Update on #401 closing.
Finnegan, M	8-Mar-16	0.6	Deposit rent cheques and update rent roll
Flett, D	8-Mar-16	3.5	Review draft 4th Court report format, content and timing; additions, revisions to 4th report - Receiver activities; review Receiver accounting and March rent status; review #101, #102 MPAC request for reconsideration; text msg with D Capaldi on #401 painting and closing; call with J McClelland on #401 painting carry-over; text msg with Capaldi and J McClelland on #401 closing and update sales and unsold unit schedules; review March rent roll and email to Capaldi re: #105; prepare 2016 MPAC request for reconsideration for unit #102.
Cherniak, S	9-Mar-16	2.2	Review of materials for board meeting. Email to Capaldi. Review of draft Portofino report. Review edits and R&D. Call with Miller Thomson re Valente Letter of Credit, retain Sasso, possibility of settling. Deal with Valente nonpayment of fees. Discuss draft report and Miller Thomson's portion of report. Review of emails to/from Sasso. Respond. Review of closing docs for 401. Emails to Sasso re offer to settle.
Finnegan, M	9-Mar-16	0.6	Deposit sale funds. Prepare R & D for court report.
Flett, D	9-Mar-16	3.8	Email with D Capaldi on #105 tenants; review ECC #122 meeting agenda; review R&D for court report; prepare MPAC request for reconsideration for unit #101; revisions to 4th court report; call with J McClelland on MPAC value for #101 and #102, #105 status and future listing; review R&D for 4th report and revisions; email to J Horowitz re: #401 closing; further preparation of #101, #102 MPAC requests for reconsideration

420

Staff	Date	Time	Narrative
Cherniak, S	10-Mar-16	1.1	Emails from Sasso re sharing of costs re Valente litigation. Review Miller Thomson responses. Various emails from Morga re receiver ability to deal with Valente litigation. Review of Sasso and Miller Thomson response. Email to Miller Thomson with receivers draft fourth report and R&D. Email from Capaldi re board meeting.
Finnegan, M	10-Mar-16	0.5	Pay bills
Flett, D	10-Mar-16	3.4	Email with D Capaldi on #105 rent and rent arrears; review #105 rent; call with J McClelland on #401 repairs, #1001 condition status; review 2016 property tax notices; email to Capaldi re: #401 painting; prepare affidavit of fees for 4th report; revisions to #101, #102 MPAC request for reconsideration.
		110.1	Total Time

Staff	Position	Office	Rate	Time
Cherniak, S	Sr. Vice President	London	\$475	24
Finnegan, M	Administrative	London	\$125	11.4
Flett, D	Vice President	London	\$350	74
Hooper, L	Estate Administrator	London	\$125	0.7
				110.1

APPENDIX “S”

421

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BETWEEN:

BANK OF MONTREAL

Applicant

- and -

PORTOFINO CORPORATION

Respondent

AFFIDAVIT OF SHERRY A. KETTLE

I, SHERRY A. KETTLE, of the City of London, in the Province of Ontario, MAKE OATH AND SAY:

1. I am partner with the law firm of Miller Thomson LLP ("MT"), lawyers for BDO Canada Limited ("BDO"), in its capacity as Court-appointed Receiver (the "Receiver") of the property, assets and undertakings of Portofino Corporation ("Portofino") and, as such, have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.
2. I make this Affidavit further to my previous fee affidavits sworn December 6, 2013 and April 14, 2014 in these proceedings and in support of the Receiver's motion (the "Motion") for, among other things, having the fees and disbursements of MT, as legal counsel to the Receiver, approved.
3. Attached hereto to this my Affidavit and marked as Exhibit "A" are copies of the invoices rendered by MT to BDO which reflect, *inter alia*, fees and disbursements of MT relating to the period April 2, 2014 through to February 24, 2016 (the "Period"). I affirm that the invoices rendered by MT and appended hereto as Exhibit "A" (the "MT Invoices") accurately reflect the services provided by MT in connection with the Period and the fees and disbursements claimed by it. During the Period, the total fees billed were \$171,811.00, the disbursements billed were \$15,043.60, plus applicable taxes in the amount of \$24,122.66.

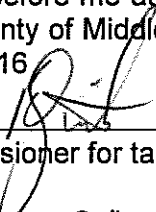
422

Attached hereto to this my Affidavit and marked as **Exhibit "B"** is a statement summarizing MT's fees for the Period. Lawyers and staff at MT have collectively expended a total of 485.20 billable hours in connection with this matter during the Period as outlined in the summary of fees attached as Exhibit "B".

4. To the best of my knowledge, the rates charged by MT throughout these proceedings are comparable to the rates charged by other firms in the Southwestern Ontario market for the provision of similar services. No premiums have been charged on the invoices.

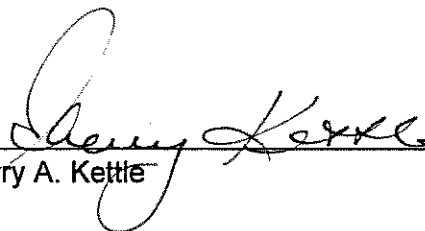
5. This Affidavit is sworn in connection with the Motion, namely, among other things, the approval of the fees and disbursements of MT, as legal counsel to the Receiver, and for no improper purpose.

SWORN before me at the City of London,
in the County of Middlesex, this 23rd day of
March, 2016



A Commissioner for taking affidavits.

**Bryan Thomas Smits, a
Commissioner, etc., Province of Ontario,
while a Student-at-Law.
Expires July 2, 2018.**

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Sherry A. Kettle

423

Attached are Exhibits "A" and "B" to the Affidavit of Sherry A. Kettle sworn the 23rd day of March, 2016



A Commissioner, Etc.

Bryan Thomas Smits, a
Commissioner, etc., Province of Ontario,
while a Student-at-Law.
Expires July 2, 2018.

EXHIBIT “A”

ACCOUNT

May 8, 2014

Invoice Number 2597761

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
04/02/2014	SK	Meeting with Mr. Van Klink re motion scheduling;	0.10
04/03/2014	SK	Telephone call to Janet Ford (trial coordinator) re scheduling motion (left voice message); E-mail correspondence with Mr. Cherniak re scheduling;	0.20
04/04/2014	SK	Telephone call to Janet Ford (trial coordinator) re scheduling motion on May 2, 2014;	0.10
04/08/2014	SK	Reviewed voice message from Ms. Ford; Telephone call to Ms. Ford (left voice message);	0.10
04/10/2014	AVK	Review files of Bank's solicitor re LC issue	1.60
04/10/2014	SK	Voice message from Ms. Ford re scheduling;	0.10
04/11/2014	AVK	Review transcripts of cross examinations and e-mail to Mr. Cherniak thereon; answer undertaking from cross examination of Mr. Cherniak; review and reply to e-mail from Mr. Morga re Fedoryn examination, outstanding undertakings and motion in civil action to cancel letter of credit; reviewing materials and drafting of factum	8.50

425

Date	Initials	Description	Hours
04/11/2014	SK	Draft materials re omnibus motion; Discussion with Mr. Van Klink; Telephone call to Ms. Ford; E-mail correspondence with Ms. Ford; Meeting with Mr. Van Klink re motion materials;	1.80
04/12/2014	AVK	Drafting of factum for letter of credit motion	4.80
04/14/2014	AVK	Review Receiver's draft Third Report to the Court; drafting factum for letter of credit motion	3.00
04/14/2014	SK	E-mail correspondence with Ms. Ford re scheduling; Review and revise fee affidavit; Request parcel registers; Draft motion materials;	3.70
04/15/2014	AVK	Draft factum for letter of credit motion	5.50
04/15/2014	SK	Draft motion materials re third report; Meetings with Ms. Armstrong re parcel registers and omnibus approval and vesting order; Telephone call to land registrar re pre-approval of omnibus approval and vesting order (left voice message); Received voice message from land registrar re same; Telephone conference with Mr. Cherniak re motion; E-mail correspondence with Mr. Flett; Telephone conference with Ms. Barker;	6.90
04/15/2014	RA	Reviewing parcel registers contained in Affidavit against those listed as properties owned by Portofino in order to ensure accuracy of listings for court records; compiling list P.I.N.S. to outline number of dwelling units, parking units and storage units; obtaining partial copy of Condominium Delcaration secured on title to ascertain which P.I.N.S. belonged to dwelling unit, parking units and storage units; reviewing documentation with Sherry Kettle; discussing with Sherry Kettle how to determine if parking units are tied to specific dwelling units or if parking units may be sold seperately from dwelling units;	3.50
04/15/2014	JV	Obtain 52 Parcel Registers;	1.30
04/16/2014	AVK	Drafting factum for letter of credit motion; draft notice of motion for Valente action; draft affidavit for letter of credit motion in Valente action; review transcript of Valente cross examination	7.20
04/16/2014	SK	Meeting with Ms. Armstrong re parking and storage units; Meeting with Mr. Van Klink re same; E-mail correspondence with Mr. Flett re same; Review searches; Review and revise motion materials;	11.60

426

Date	Initials	Description	Hours
04/16/2014	RA	Obtaining complete copy of Condominium Declaration secured on title and reviewing same to ascertain if parking units were specific to dwelling units or if they were stand alone units; meeting with Sherry Kettle to discuss same; obtaining copy of Condominium Plan and reviewing same with Sherry Kettle to determine location of parking units and storage units;	1.50
04/16/2014	JV	Obtain 37 parcel registers;	0.70
04/17/2014	AVK	Discussions with Sherry Kettle and telephone call with Mr. Cherniak re Omnibus Approval and Vesting Order including parking spaces and storage units; revisions to and finalize affidavit of Steve Cherniak for letter of credit motion; revising factum; e-mails to and from Mr. Cherniak; receive and review answers to undertakings from Valente cross examination and further revise factum based on same; letters to service list	5.00
04/17/2014	SK	Review and revise motion materials re omnibus approval and vesting order, sale agreement order and unit 1108 approval and vesting order; Various e-mail correspondence with Mr. Flett and Mr. Cherniak re same; Telephone conferences with Mr. Flett and Mr. Cherniak; Meeting with Mr. Van Klink re same;	8.10
04/17/2014	JV	Obtain additional PINs; obtain instruments;	0.30
04/18/2014	AVK	Review and revise Receiver's Third Report, Confidential Supplement, Notice of Motion and Draft Approval and Vesting Order, Sale Agreement Approval Order and Omnibus Approval and Vesting Order	2.50
04/21/2014	AVK	Preparation for and meeting with Dante Capaldi, Mr. Fedoryn, Mr. Cherniak and counsel	2.00
04/21/2014	AVK	Discussion with Sherry Kettle re pro forma APS and revisions to same; e-mail from and to Mr. Branoff re Capaldi construction liens	0.30
04/21/2014	SK	Meeting with Mr. Van Klink re third report; Review and revise motion materials re same; Prepare letter to Essex land registry office; E-mail correspondence with receiver re draft receiver's report and confidential supplement; Telephone call to Essex land registry office (left voice message); Telephone conference with Mr. Cherniak; Finalize motion materials; Prepare service letter; Prepare letter to agent re filing of motion materials;	5.50
04/22/2014	AVK	Review BMO factum for letter of credit motion	0.20

407

Date	Initials	Description	Hours
04/23/2014	SK	Telephone conference with Mr. Barichello (land registry office) re omnibus approval and vesting order; Organize parcel registers for land registrar; Meeting with Mr. Van Klink re same;	1.50
04/24/2014	AVK	E-mails from and to Mr. Morga	0.20
04/24/2014	SK	Prepare motion confirmations (x3); Telephone conference with Mr. Barichello re Omnibus approval and vesting order; E-mail correspondence with Mr. Barichello;	1.30
04/25/2014	SK	Voice message from lawyer for Quan Shi; Review letter re same; E-mail correspondence with Ms. Armstrong re same; Telephone conference with Mr. Barichello re Omnibus AVO; E-mail correspondence with Mr. Barichello re same;	1.00
04/28/2014	AVK	Preparation for letter of credit motion	2.00
04/28/2014	AVK	E-mail to Mr. Morga	0.10
04/28/2014	SK	E-mail correspondence with Mr. Barichello re Omnibus AVO; Review voice message from counsel for Quan Shi; E-mail correspondence with Ms. Barker re same; Review fax from counsel for Quan Shi;	0.80
04/28/2014	KB	Review of Agreement of Purchase and Sale and correspondence on sale of unit to Quan Shi; telephone call and email to Macri's office regarding granting extension of requisition date and closing; email to S Kettle regarding conversation and possible closing issue.	1.20
04/29/2014	AVK	Receive and review factum of Remo Valente Real Estate; prepare fro motion;	6.00
04/29/2014	SK	Request writ search; Review writ search results; E-mail correspondence with Mr. Flett re form of sale agreement; E-mail correspondence with Ms. Barker;	0.50
04/29/2014	JV	Complete writ search;	0.20
04/30/2014	AVK	Review Remo Valente compendium and brief of authorities; outlining submissions; preparation for motion; telephone call with David Taub; receive correspondence from Mr. Sasso	4.20
04/30/2014	SK	Meeting with Ms. Barker re APS, omnibus order, land registrar application re omnibus avo, receiver's certificate and closing re Quan Shi; E-mail correspondence with Mr. Van Klink; E-mail correspondence with Mr. Cherniak; E-mail correspondence with Mr. Taub; Meetings with Ms. Barker re security deposits and Orea form; Telephone conference with Mr. Flett and Ms. Barker; E-mail correspondence with Mr. Flett;	1.90

428

Date	Initials	Description	Hours
04/30/2014	KB	Meeting with Sherry regarding issues on closing and proper form of Agreement of Purchase and Sale; telephone call with David Flett regarding APS; draft Application For Vesting Order; review requisition letter and commence drafting sale documents; complete drafting all closing documents, response letter to requisitions, review of documents with Sherry Kettle.	4.70

TOTAL HOURS 111.70

OUR FEE: \$40,907.50

	Initials	Name	Title	Rate	Hours	Amount
5403	AVK	A. Van Klink	Partner	515.00	53.10	27,346.50
5715	SK	S. Kettle	Associate	265.00	45.20	11,978.00
5805	JV	J. Valade	Clerk	110.00	2.50	275.00
5720	KB	K. Barker	Clerk	120.00	5.90	708.00
5721	RA	R. Armstrong	Clerk	120.00	5.00	600.00

TAXABLE DISBURSEMENTS

Couriers	209.81	
Travel	184.12	
Paid for Examinations/Transcripts	336.30	
Agent's Fees	40.00	
Copywork	1,481.25	
Long Distance Telephone	11.27	
Postage	4.80	
Fax	5.50	
Online Searches - Teranet	3,040.00	
Visa - PPSA Registration	8.00	
Special Examiner's Account	111.99	
TOTAL TAXABLE	<u>5433.04</u>	\$5,433.04

NON-TAXABLE DISBURSEMENTS

Issue Notice of Motion	381.00	
TOTAL NON-TAXABLE	<u>381.00</u>	\$381.00

TOTAL FEES AND DISBURSEMENTS: \$46,721.54

Harmonized Sales Tax (R119440766)

On Fees	\$5,317.98
On Disbursements	\$706.30

TOTAL AMOUNT DUE: \$52,745.82

E.&O.E.

ACCOUNT

July 28, 2014

Invoice Number 2627782

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
05/01/2014	AVK	Discussions with trial coordinator and e-mails to and from other counsel re adjournment of letter of credit motion and rescheduling of same	0.40
05/01/2014	SK	E-mail correspondence with Ms. Ford; Telephone conference with Ms. Ford; E-mail correspondence with Mr. Van Klink, Mr. Cherniak, Mr. Taub and Mr. Morga re re-scheduling motion; E-mail correspondence with Mr. Flett re APS; Revise draft orders; Meetings with Ms. Barker re APS, Quan Shi closing and Omnibus avo; E-mail correspondence with the service list re rescheduling of motions;	2.90
05/01/2014	KB	Meeting with SKettle regarding the closing materials; complete documents for forwarding to client for signature; fax documents to purchasers solicitor.	3.00
05/02/2014	AVK	Attendance on motion; discussions with Mr. Morga and Mr. Cherniak re Valente litigation	2.00

430

Date	Initials	Description	Hours
05/02/2014	SK	Prepare for motion; Travel to/from Windsor; Attend Court on motion for Approval and Vesting Order (Unit 1108), Sale Agreement Order and Omnibus Approval and Vesting Order; Attend Court office to have orders issued and entered; Meeting with Ms. Barker re Quan Shi closing;	9.20
05/02/2014	KB	Complete correspondence to BDO to accompany final documents for signature; courier documents; scan and email signed documents to purchasers solicitor.	1.00
05/05/2014	AVK	Receive correspondence from Mr. Fernandes re Capaldi lien actions	0.20
05/05/2014	SK	Prepare letter to serve orders of Mr. Justice Campbell; Discussion with Ms. Barker re closing of Unit 1108 sale transaction;	0.30
05/05/2014	KB	Scan Court Order and Receivers Certificate and append to Vesting Order; forward to purchaser's solicitor; complete payout letters; complete trust receipts and cheque requisitions; obtain proof of deposit and copy of registered Vesting Order; prepare and courier closing letter to purchaser's solicitor together with closing package of originally signed documents and proof of debt payouts; prepare and send letter to BDO with final payment of balance remaining after closing.	1.90
05/06/2014	AVK	Telephone call with Mr. Cherniak re Dalfidan lien action	0.20
05/08/2014	SK	Review e-mail message from agent re filing Receiver's Certificate; Meeting with Mr. Van Klink re construction lien action;	0.30
05/14/2014	AVK	Telephone call with Mr. Cherniak	0.20
05/15/2014	AVK	Review correspondence from Mr. Taub and e-mail to Mr. Cherniak thereon	0.20
05/16/2014	SK	Telephone call to Mr. Alexiou (left voice message); Telephone conference with Mr. Alexiou; Meeting with Mr. Van Klink re same;	0.50
05/20/2014	SK	E-mail correspondence with Ms. Ford re motion; E-mail correspondence with Mr. Van Klink re same;	0.10
05/26/2014	AVK	Telephone call with Mr. Cherniak; review correspondence from Mr. Goldberg; review court orders re sale proceeds being held in trust to secure commissions on extras; consideration of issues relating to solicitor's lien against funds, including research and review of law; e-mail to Mr. Cherniak regarding solicitor's lien issue; letter to Miller Canfield; letter to Mr. Goldberg; review correspondence from Mr. Fernandes and e-mails to and from Mr. Cherniak thereon	4.00

431

Date	Initials	Description	Hours
05/26/2014	SK	Review letter form Mr. Alexiou re trial record;	0.10
05/28/2014	AVK	Review correspondence from Mr. Morga regarding trust funds and e-mail to Mr. Cherniak thereon	0.20
06/04/2014	AVK	Telephone call with Mr. Fedoryn re correspondence from Mr. Fernandes	0.20
06/04/2014	SK	Review and sign reporting letter on Quan Shi sale;	0.20
06/09/2014	SK	Review trial record re Dalfidan and construction lien action;	0.60
06/10/2014	KB	Telephone call with McTague's office regarding moving closing date; discussion with law clerk as to procedures on sale under Vesting Order; email copy of Omnibus Approval and Vesting Order; preparation of Vesting Order.	0.70
06/18/2014	AVK	Telephone call with Mr. Cherniak re meeting with Mr. Capaldi and lien action	0.30
06/25/2014	SK	Review and revise documents re closing of condominium sale (#704); Meeting with Ms. Barker re same;	0.40
06/25/2014	KB	Review sale document with SKettle; scan documents to purchasers solicitor; courier documents for signature to client	0.10
06/30/2014	KB	Delete and reinsert Omnibus Approval and Vesting Order with signed Receivers Certificate; email closing documents; complete payout letters to tax department and Condo Corporation; complete trust receipts and cheque requisitions; forward closing proceeds to BDO; forward proof of payouts to purchaser's solicitor.	1.60

TOTAL HOURS 30.80

OUR FEE: \$8,933.50

	Initials	Name	Title	Rate	Hours	Amount
5403	AVK	A. Van Klink	Partner	515.00	7.90	4,068.50
5715	SK	S. Kettle	Associate	265.00	14.60	3,869.00
5720	KB	K. Barker	Clerk	120.00	8.30	996.00

TAXABLE DISBURSEMENTS

Couriers	142.53
Mileage/Parking	3.54
Record Opening Charge	20.00
Travel	348.03
Agent's Disbursements	15.75
Agent's Fees	120.00
Copywork	49.65
Long Distance Telephone	7.46
Postage	11.70

432

Fax	12.00	
Secretarial Services	87.00	
TOTAL TAXABLE	<u>817.66</u>	\$817.66
TOTAL FEES AND DISBURSEMENTS:		\$9,751.16
Harmonized Sales Tax (R119440766)		
On Fees		\$1,161.36
On Disbursements		\$106.30
TOTAL AMOUNT DUE:		<u>\$11,018.82</u>

E.&O.E.

ACCOUNT

September 19, 2014

Invoice Number 2645360

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
07/01/2014	AVK	Review and consider correspondence from Mr. Lescheid re solicitor's lien on trust funds and consider issues relating to same; letter to mr. goldberg re solicitor's lien; e-mail to Mr. Cherniak regarding solicitor's lien and approach to same	1.10
07/02/2014	AVK	Revise correspondence to Mr. Goldberg	0.10
07/04/2014	SK	Telephone conference with Mr. Flett re Dalfiden litigation; Prepare letter to Mr. Alexiou;	0.60
07/08/2014	SK	E-mail correspondence with Mr. Cherniak and Mr. Flett re Civa Stucco;	0.10
07/28/2014	SK	Telephone call to Mr. Alexiou (left voice message);	0.10
08/06/2014	AVK	Commence preparation for letter of credit motion	1.00
08/07/2014	AVK	Preparing for letter of credit motion; revising submissions	5.50
08/07/2014	SK	Review letter from Mr. Alexiou; E-mail to Mr. Cherniak and Mr. Flett re same;	0.20
08/08/2014	AVK	Telephone call with Mr. Taub	1.00

434

Date	Initials	Description	Hours
08/08/2014	AVK	Revising submissions; preparing for letter of credit motion	3.20
08/11/2014	AVK	E-mail from and to Mr. Morga re adjournment of motion; e-mail to Mr. Cherniak; telephone call with Mr. Cherniak re sale process and Capaldi litigation	0.60
08/11/2014	AVK	Receive notices of change of lawyer for Capaldi lien actions; letter to Mr. Nanson	0.20
08/12/2014	AVK	E-mails from and to Mr. Morga, Mr. Taub, and Ms. Ford re scheduling of letter of credit motion	0.30
08/20/2014	SK	Review draft reporting letter on Unit 704 closing; Meeting with Ms. Armstrong re same; Review letter from Mr. Alexiou re Dalfidan action;	0.60
08/21/2014	SK	Discussion with Mr. Van Klink re Dalfidan settlement correspondence; E-mail correspondence with Mr. Cherniak re same; Telephone call to Mr. Alexiou (left voice message);	0.20
08/22/2014	SK	Review and revise reporting letter re Unit 704 closing;	0.20
08/27/2014	SK	E-mail correspondence re Unit 704 and 1108 closing documents;	0.30

TOTAL HOURS 15.30

OUR FEE: \$7,304.50

Initials	Name	Title	Rate	Hours	Amount	
5403	AVK	A. Van Klink	Partner	515.00	13.00	6,695.00
5715	SK	S. Kettle	Associate	265.00	2.30	609.50

TAXABLE DISBURSEMENTS

Couriers	27.58	
Copywork	4.00	
Long Distance Telephone	18.44	
Fax	9.50	
Online Searches - Teranet	32.00	
TOTAL TAXABLE	<u>91.52</u>	\$91.52

TOTAL FEES AND DISBURSEMENTS: \$7,396.02

Harmonized Sales Tax (R119440766)

On Fees	\$949.59
On Disbursements	\$11.90

TOTAL AMOUNT DUE: \$8,357.51

E.&O.E.

ACCOUNT

November 21, 2014

Invoice Number 2670435

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
09/10/2014	SK	Review fax correspondence from Bob Pedler Real Estate along with agreement of purchase and sale re Unit 904; E-mail correspondence with Receiver re same; E-mail correspondence with Mr. Roth re same; Review revised commission statement; E-mail correspondence with Receiver re same;	0.30
09/11/2014	SK	Telephone conference with Ms. Ford re Dalfidan trial not proceeding due to stay;	0.10
09/22/2014	SK	Voice message from Mr. Alexiou;	0.10
09/23/2014	AVK	Consideration of Capaldi construction lien action and telephone call with Mr. Taub thereon; e-mail to Mr. Cherniak	0.50
10/07/2014	AVK	E-mail to Ms. Ford re Letter of Credit motion; letter to Jeffrey Nanson re Capaldi construction lien actions	0.60
10/07/2014	SK	Review letter from Mr. Klein; E-mail correspondence with Mr. Roth and Ms. Lehman re Unit 904 closing;	0.20
10/08/2014	AVK	Revise correspondence to Mr. Nanson	0.10

436

Date	Initials	Description	Hours
10/20/2014	JL	Review of file and Agreement of Purchase and Sale; telephone conference with other lawyer; review of requisition letter and prepare response; draft Application for Vesting Order;	1.20
10/21/2014	AVK	E-mails from and to Mr. Taub re letter of credit motion	0.10
10/21/2014	JL	Draft documents for closing; telephone conference with City of Windsor and accountant;	1.90
10/22/2014	AVK	Telephone call with Mr. Cherniak	0.10
10/22/2014	SK	Review and revise documents for closing re Unit 904; E-mail correspondence with Ms. Lehman re same;	1.60
10/23/2014	AVK	E-mails from and to Mr. Taub re sale efforts and letter of credit motion; e-mails to and from Mr. Cherniak; telephone call with Mr. Taub; e-mails from and to Mr. Nanson re Capaldi lien actions	1.30
10/23/2014	SK	E-mail correspondence with Ms. Lehman re closing of condo unit 904; Telephone conference with Ms. Lehman re same; Review condominium declaration; E-mail correspondence with Ms. Lehman re same;	1.70
10/23/2014	JL	Telephone conference with S. Kettle; discussion with A. Roth; revise documents; draft letter to Mr. Cherniak; various e-mail correspondence; review of Declaration and Status Certificate;	2.50
10/24/2014	JL	Revise documents; draft DRA; various e-mail correspondence;	0.90
10/30/2014	SK	Telephone call to Ms. Lehman (left voice message); Telephone conference with Ms. Lehman re closing of Unit 904;	0.20
10/30/2014	JL	Various e-mail correspondence; discussion with S. Kettle; telephone conference with other lawyer;	0.40
10/31/2014	JL	Prepare financial documents for closing; draft payout letters and closing correspondence; various e-mail correspondence; prepare outgoing couriers;	2.00
11/03/2014	AVK	E-mails from and to other counsel re scheduling of letter of credit motion	0.20
11/06/2014	AVK	E-mail from and to Mr. Nanson re Capaldi lien action and leave motion; review e-mail and sale status update information from Mr. Cherniak. Telephone call with Mr. Calderwood re Northbridge mortgage; telephone call with Mr. Cherniak re Tarion claims; further telephone call to Mr. Calderwood	0.80

437

Date	Initials	Description	Hours
11/10/2014	AVK	Conference call with BDO and BMO; further telephone call with Mr. Cherniak and Mr. Flett	1.00

TOTAL HOURS 17.80

OUR FEE: \$4,779.50

Initials	Name	Title	Rate	Hours	Amount	
5403	AVK	A. Van Klink	Partner	515.00	4.70	2,420.50
5715	SK	S. Kettle	Associate	265.00	4.20	1,113.00
5767	JL	J. Lehmann	Clerk	140.00	8.90	1,246.00

TAXABLE DISBURSEMENTS

Couriers	40.40	
Agent's Fees	40.00	
Copywork	36.90	
Long Distance Telephone	35.44	
Process Server Fees	40.00	
TOTAL TAXABLE	<u>192.74</u>	\$192.74

NON-TAXABLE DISBURSEMENTS

Issue Notice of Motion	-127.00	
TOTAL NON-TAXABLE	<u>-127.00</u>	(\$127.00)

TOTAL FEES AND DISBURSEMENTS: \$4,845.24

Harmonized Sales Tax (R119440766)

On Fees	\$621.34
On Disbursements	\$25.06

TOTAL AMOUNT DUE: \$5,491.64

E.&O.E.

ACCOUNT

December 31, 2014

Invoice Number 2694650

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: **Portofino Corporation**
Our File No. 082873.0012

Date	Initials	Description	Hours
10/30/2014	SK	Review voice message from Gary Klein's office re Unit 904 closing; Telephone call to Ms. Lehman re same (left voice message);	0.20
11/19/2014	AVK	Telephone call with David Taub	0.20
11/21/2014	AVK	Review draft affidavit and e-mails for Capaldi lien action	0.20
11/21/2014	SK	Review e-mail correspondence re Unit 1104 Agreement of Purchase and Sale; E-mail correspondence with Ms. Lehman re same;	0.20
11/21/2014	JL	Review of Agreement of Purchase and Sale regarding Unit 1104 - 1225 Riverside Drive East, Windsor;	0.40
11/24/2014	SK	E-mail correspondence with Mr. Flett re unit 804 closing;	0.10
11/24/2014	JL	Review of Agreement of Purchase and Sale; open file;	0.40
11/25/2014	SK	Review fax from Bob Pedlar re commission statement for unit 804; E-mail correspondence with Ms. Lehman re same;	0.10
11/26/2014	ASR	Attend to response to requisitions and DRA;	0.20

439

Date	Initials	Description	Hours
11/26/2014	SK	Review requisition letter re condo unit 804; E-mail correspondence with Ms. Lehman re unit 804 closing;	0.30
11/26/2014	JL	Review of requisition letter and prepare response; various e-mail correspondence; draft closing documents and Vesting Order;	1.70
11/27/2014	SK	Review and revise draft closing documents for unit 804 closing; Telephone conference with Ms. Lehman re same; Draft receiver's certificate; E-mail correspondence with Ms. Lehman re unit 804 closing;	1.50
11/27/2014	JL	Discussion with S. Kettle; revise documents; e-mail correspondence with other lawyer;	0.50
11/28/2014	JL	Various e-mail correspondence; revise Statement of Adjustments;	0.30
12/01/2014	JL	Compose e-mail to client with documents for signing for Unit 804;	0.40
12/02/2014	SK	E-mail correspondence with Mr. Taub re attendance at motions court in Windsor on December 9, 2014;	0.10
12/03/2014	SK	Review letter from Mr. Klein re Unit 804 closing; E-mail correspondence with Ms. Lehman; Telephone conference with Ms. Lehman;	0.30
12/03/2014	JL	Discussion with S. Kettle; various e-mail correspondence;	0.20
12/04/2014	ASR	Attend to closing;	0.20
12/04/2014	SK	Review correspondence re unit 804 closing; E-mail correspondence with Ms. Lehman re same; Review motion confirmation;	0.20
12/04/2014	JL	Various e-mail correspondence with other lawyer; prepare financial documents and payout letters; finalize vesting order for registration; telephone conference with other lawyer; prepare outgoing couriers;	1.30
12/05/2014	SK	Prepare letter to Ms. Gray re filing receiver's certificate with Court;	0.10
12/05/2014	SK	E-mail correspondence with Mr. Nanson re motion; E-mail correspondence with Mr. Taub re draft order; Review draft order and motion record;	0.50
12/08/2014	AVK	Review e-mails from Mr. Branoff and Mr. Taub re Capaldi lien action	0.10
12/08/2014	SK	Revise draft order; Review e-mail correspondence re motion;	0.40

440

Date	Initials	Description	Hours
12/09/2014	SK	Travel to/from Windsor; Attend motions court to obtain order lifting stay in Capaldi actions and setting timetable; Attend Court office to have order issued and entered; E-mail correspondence with Mr. Taub and Mr. Nanson re issued and entered Order of Mr. Justice Campbell lifting stay in Capaldi actions and setting litigation timetable; E-mail correspondence with Mr. Taub; Prepare letter to Mr. Taub re original order; E-mail correspondence with Receiver re motion and order; Review letter from Mr. Merritt re potential sale of condominium unit; E-mail correspondence with receiver re same; E-mail correspondence with Ms. Gray re filing of receiver's certificate;	7.10
12/15/2014	JL	Various e-mail correspondence following up on outstanding matters from Unit 804 & 904;	0.20
12/16/2014	SK	E-mail correspondence with Mr. Flett re conditional sale of unit 1102;	0.10
12/17/2014	JL	Review and open file; various e-mail correspondence;	0.40
12/23/2014	SK	Review correspondence re commission on unit 1102 sale; E-mail correspondence with Mr. Flett and Ms. Lehman re same;	0.10
12/24/2014	SK	Review pleadings re Capaldi actions;	0.50
12/24/2014	JL	Various e-mail correspondence re change in closing date for Unit 1102; telephone conference with other lawyer;	0.20
12/31/2014	SK	Draft statements of defence re Capaldi;	1.00

TOTAL HOURS 19.70

OUR FEE: \$4,621.50

	Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	Partner	330.00	0.40	132.00
5403	AVK	A. Van Klink	Partner	515.00	0.50	257.50
5715	SK	S. Kettle	Associate	265.00	12.80	3,392.00
5767	JL	J. Lehman	Clerk	140.00	6.00	840.00

TAXABLE DISBURSEMENTS

Couriers	52.78	
Mileage/Parking	2.65	
Travel	169.92	
Agent's Fees	40.00	
Copywork	55.00	
Long Distance Telephone	0.70	
Fax	8.25	
TOTAL TAXABLE	329.30	\$329.30

441

TOTAL FEES AND DISBURSEMENTS:

\$4,950.80

Harmonized Sales Tax (R119440766)

On Fees

\$600.80

On Disbursements

\$42.81

TOTAL AMOUNT DUE:

\$5,594.41

E.&O.E.

ACCOUNT

March 10, 2015

Invoice Number 2715171

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
01/02/2015	ASR	Attend to response to requisitions;	0.20
01/02/2015	JL	Telephone conference with other lawyer; draft closing documents, Application, Charge, Statement of Adjustments and Statement of Trust; various e-mail correspondence;	1.00
01/05/2015	SK	E-mail correspondence with Ms. Lehman re Unit 1102 closing; Prepare Receiver's Certificate re same; Review draft closing documents; E-mail correspondence with Ms. Lehman re same;	0.50
01/05/2015	JL	Various e-mail correspondence with client and other lawyer;	0.40
01/09/2015	ASR	Attend to closing;	0.30
01/09/2015	JL	Various e-mail correspondence; prepare closing letters and financial documents; finalize Application for registration;	1.40
01/12/2015	SK	Prepare letter to agent re filing receiver's certificate for unit 1102;	0.10
01/14/2015	SK	Voice message from Mr. Ramieri re sale of unit 1104; Telephone call to Mr. Ramieri (left voice message);	0.10

443

Date	Initials	Description	Hours
01/15/2015	SK	Voice message from Mr. Ramieri re Unit 1104 vesting order; Telephone call to Mr. Ramieri (left voice message); Telephone conference with Mr. Ramieri; Telephone conference with Ms. Lehman;	0.50
01/15/2015	JL	Discussions with S. Kettle & A. Roth; obtain and review registered Court Order;	1.10
01/16/2015	SK	Review and revise draft statements of defence re Capaldi lien actions;	1.90
01/19/2015	SK	Revise draft statements of defence; Prepare affidavit of documents;	4.00
01/19/2015	JV	Prepare report for sale of Unit 904; prepare report for sale of Unit 804;	0.80
01/22/2015	SK	Review and revise affidavit of documents;	0.50
01/27/2015	SK	Review and revise draft affidavits of documents re Capaldi lien actions;	0.20
01/30/2015	AVK	Review file documents relating to Capaldi construction lien actions; revising and redrafting Statements of Defence; review draft Affidavit of Documents	2.50
01/30/2015	SK	Discussion with Mr. Van Klink re affidavit of documents; E-mail correspondence with receiver re same; Review and revise affidavits of documents and statements of defence in two Capaldi lien actions; Prepare service letter re same;	0.80
02/02/2015	SK	Prepare letter to agent to file statements of defence with Windsor court office;	0.10
02/04/2015	SK	Voice message from Mr. Ramieri's office re Unit 1104 closing; Draft Receiver's Certificate re Unit 1104; Draft Receiver's Certificate re parking unit 7 level 1; E-mail correspondence with Ms. Lehman re Unit 1104 closing and parking unit closing;	0.70
02/04/2015	JL	Telephone conference with other lawyer;	0.20
02/05/2015	SK	Review letter from Mr. Ramieri's office re Unit 1104 closing; E-mail correspondence with Ms. Lehman re same; E-mail correspondence with receiver re same; E-mail correspondence with agent re filing defences;	0.40
02/05/2015	JL	Various e-mail correspondence; telephone conference with City of Windsor;	0.60
02/06/2015	ASR	Attend to response to requisitions;	0.20

(16/14)

Date	Initials	Description	Hours
02/06/2015	JL	Draft and revise closing documents; draft Vesting Orders; various e-mail correspondence; telephone conference with Accountant;	2.30
02/10/2015	SK	Voice message from Mr. Ramieri re Unit 1104; E-mail correspondence with Ms. Lehman re same; E-mail correspondence from Mr. Alexiou's office;	0.30
02/10/2015	JL	Telephone conference with other lawyer;	0.20
02/12/2015	JL	Draft payout letters; various e-mail correspondence; prepare financial documents for closing; prepare Applications for registration; prepare outgoing couriers; draft final report letter;	2.00
02/13/2015	JL	Telephone conference with City of Windsor tax department; discussion with A. Roth; various e-mail correspondence;	0.70
02/17/2015	SK	E-mail correspondence with Mr. Alexiou's office;	0.10
02/17/2015	JL	Various e-mail correspondence with other lawyer regarding parking space issue for Unit #107;	0.20
02/18/2015	AVK	E-mails from and to Ms. Ford re motion; prepare Motion Confirmation form	0.20
02/19/2015	AVK	Review materials for letter of credit motion	2.20
02/22/2015	AVK	Preparation for letter of credit motion	4.00
02/23/2015	AVK	Argument of letter of credit motion in Windsor, including travel to and from	12.80
02/23/2015	SK	Telephone conference with Mr. Alexiou;	0.40
02/25/2015	AVK	Telephone call with Mr. Cherniak regarding letter of credit motion	0.20
02/26/2015	AVK	Receive and review endorsement of Justice Carey; e-mail to and telephone call with Mr. Cherniak; e-mail to Mr. Taub; consideration of appeal options and test for obtaining leave to the Court of Appeal under the BIA; review caselaw re leave to appeal under section 193 of the BIA; e-mail to Judge's secretary re endorsement in receivership proceeding	1.80
02/26/2015	SK	E-mail correspondence with Mr. Cherniak re affidavits of documents;	0.10
02/27/2015	AVK	Telephone call with Mr. Cherniak	0.20
TOTAL HOURS			46.20
OUR FEE:			\$17,308.50

445

	Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	Partner	330.00	0.70	231.00
5403	AVK	A. Van Klink	Partner	525.00	23.90	12,547.50
5715	SK	S. Kettle	Associate	280.00	10.70	2,996.00
5767	JL	J. Lehman	Clerk	140.00	10.10	1,414.00
5805	JV	J. Valade	Clerk	150.00	0.80	120.00

TAXABLE DISBURSEMENTS

Couriers	89.80	
Mileage/Parking	176.77	
Corporate or Securities file searches	16.00	
Agent's Fees	129.60	
Copywork	269.15	
Long Distance Telephone	9.38	
Fax	1.75	
Online Searches - Teranet	3.00	
TOTAL TAXABLE	<u>695.45</u>	\$695.45

NON-TAXABLE DISBURSEMENTS

Issue Statement of Defence	288.00	
TOTAL NON-TAXABLE	<u>288.00</u>	\$288.00

TOTAL FEES AND DISBURSEMENTS: \$18,291.95

Harmonized Sales Tax (R119440766)

On Fees	\$2,250.11
On Disbursements	\$90.41

TOTAL AMOUNT DUE: \$20,632.47

E.&O.E.

ACCOUNT

May 11, 2015

Invoice Number 2739759

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
03/02/2015	AVK	Review caselaw re appeals under section 193 of the BIA; draft letter to Mr. Cherniak; telephone call with Mr. Taub	3.20
03/02/2015	JL	Review of file and Agreement of Purchase and Sale;	0.50
03/03/2015	AVK	Revise correspondence to Mr. Cherniak re appeal from decision of Justice Carey	0.30
03/03/2015	JL	E-mail correspondence with client regarding purchaser's solicitor;	0.10
03/04/2015	AVK	E-mails from and to Mr. Taub	0.10
03/04/2015	JL	Compose initial e-mail to Purchaser's lawyer for Parking Garage #13;	0.50
03/05/2015	ASR	Attend to response to requisitions and DRA;	0.20
03/05/2015	AVK	E-mail to Mr. Taub; further consideration of appeal options and leave to appeal to Divisional Court	1.00
03/05/2015	JL	Various e-mail correspondence; draft documents; review requisition letter and prepare response;	1.60

447

Date	Initials	Description	Hours
03/06/2015	AVK	E-mail to Mr. Taub re leave to appeal to Divisional Court; telephone call with Mr. Taub re appeal options; e-mail to Mr. Cherniak	0.70
03/06/2015	AVK	Drafting Notice of Appeal	1.50
03/06/2015	AVK	Drafting Notice of Motion for leave to Appeal	1.50
03/06/2015	AVK	Letter to service list	0.20
03/07/2015	SK	E-mail correspondence with Mr. Cherniak re Dalfidan [REDACTED], [REDACTED]	0.10
03/09/2015	AVK	Revising Notice of Motion for leave to appeal; instructions to assistant re service and filing of Notice of Appeal and Notice of Motion; e-mails from and to Mr. Taub and Mr. Cherniak; telephone call with Windsor court office re filing of Notice of Appeal and Notice of Motion; e-mails from and to Mr. Morga	1.20
03/09/2015	SK	Review draft closing documents re parking garage unit #13; E-mail correspondence with Ms. Lehman re same;	0.70
03/09/2015	JL	Various e-mail correspondence; telephone conference with Accountant regarding common expenses; prepare Statement of Trust;	0.40
03/10/2015	JL	Telephone conference with other lawyer; various e-mail correspondence; revise documents;	0.20
03/11/2015	AVK	Telephone call with Bill Sasso	0.20
03/11/2015	JL	Various e-mail correspondence;	0.30
03/12/2015	AVK	E-mails with trial coordinator and other counsel re teleconference with Justice Carey	0.30
03/13/2015	SK	Telephone conference with Mr. Cherniak re Dalfidan offer to settle; Prepare letter to Mr. Alexiou re same; E-mail correspondence with Ms. Lehman re parking garage #13 closing;	0.40
03/13/2015	JL	Various e-mail correspondene; draft financial paperwork for closing; prepare final report to client and outgoing couriers;	1.20
03/16/2015	AVK	Conference call with Justice Carey and counsel re endorsement in receivership proceeding	0.30
03/18/2015	AVK	E-mail to judge's secretary re endorsement in receivership proceeding; receive endorsement; review Rules re timeline for leave motion and perfecting appeal	0.20
03/23/2015	AVK	Prepare draft Order for Advice and Directions motion	0.30
03/24/2015	AVK	Revise draft order; e-mail to Mr. Morga and Mr. Taub	0.20

448

Date	Initials	Description	Hours
03/25/2015	AVK	E-mails from and to Mr. Morga re form of draft order; revise draft order to include both proceedings; receive draft Bill of Costs of Mr. Morga and request supporting dockets for same; e-mail to Mr. Morga and Mr. Taub re revised draft order	1.00
03/26/2015	AVK	Commence drafting factum for leave to appeal	1.40
03/27/2015	AVK	Drafting of factum for leave motion	3.00
03/27/2015	SK	Prepare letter to counsel with sworn affidavits of documents; E-mail correspondence with Mr. Nanson re unsworn Capaldi affidavit of documents;	0.10
03/30/2015	AVK	E-mail to judge's secretary re appointment to settle form of order	0.10
03/30/2015	AVK	Drafting factums for leave motion and appeal; compile materials for motion record for leave motion	7.00
03/31/2015	AVK	Research and drafting of factums for leave motion and appeal; compiling motion record for leave motion	7.50
04/01/2015	AVK	E-mails to trial coordinator and other counsel re appointment to settle form of order; prepare amended notice of motion and arrange for service and filing of same; drafting factums for appeal and leave motion; revise motion record; compile appeal book and compendium and exhibit book for appeal; compile cases for brief of authorities;	5.00
04/01/2015	SK	Review draft factum;	0.80
04/02/2015	AVK	Working on factums and briefs of authorities for leave motion and appeal	1.50
04/06/2015	AVK	Review costs submissions of Valente Real Estate; review caselaw; prepare costs submissions; further research for appeal and leave motion factums; revise and finalize factums for leave motion and appeal; letters to counsel and service list; e-mails from and to Mr. Morga re form of draft order and payment of LC fees pending appeal; preparation for attendance to settle form of order and LC issue.	5.80
04/06/2015	SK	Review fax from Bob Pedlar real estate; E-mail correspondence with Ms. Lehman and Mr. Flett re Unit 1303 closing;	0.10
04/07/2015	AVK	Telephone calls with Mr. Cherniak; complete preparation for attendance before Justice Carey to settle form of order and address LC costs pending appeal; attend before Justice Carey to settle form of order, including travel to and from Windsor;	8.50

449

Date	Initials	Description	Hours
04/08/2015	AVK	Prepare revised draft order; e-mail to Mr. Morga; revising appeal factum based on changes made to draft order and responsibility for costs of the letter of credit; telephone call with Court of Appeal office	0.80
04/09/2015	AVK	Revisions to and finalize factums; review dockets relating to LC motion to provide to Justice Carey	0.70
04/09/2015	JL	Review of documents for new files;	0.40
04/13/2015	AVK	Telephone call with Mr. Cherniak; e-mail to Mr. Sasso re appeal from decision of Justice Carey	0.30
04/13/2015	AVK	Letter to Justice Carey re time dockets	0.10
04/13/2015	AVK	Review receiver's report	0.10
04/15/2015	AVK	Revising appeal factum	0.30
04/15/2015	SK	Review Dalfidan materials;	0.50
04/15/2015	JL	Various e-mail correspondence;	0.10
04/17/2015	AVK	Receive issued and entered order; e-mail to Mr. Morga	0.10
04/22/2015	AVK	Finalize materials for leave motion and appeal and service of same	0.30
04/23/2015	AVK	Receive correspondence from Mr. Nanson re Capaldi motion; letter to Mr. Nanson; letter to Mr. Taub and Mr. Morga	0.20
04/27/2015	CM	Attend at Court of Appeal to file factum and certificate of perfection;	0.50
04/27/2015	AVK	Receive notice of change of lawyer for Capaldi lien action	0.10
04/29/2015	AVK	Receive correspondence from Mr. Nanson re Capaldi lien action	0.10
04/30/2015	SK	Telephone call to Mr. Cherniak re Dalfidan (left voice message); Receive voice message from Mr. Cherniak;	0.30

TOTAL HOURS 64.10

OUR FEE: \$30,668.00

	Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	Partner	330.00	0.20	66.00
5403	AVK	A. Van Klink	Partner	525.00	55.10	28,927.50
5715	SK	S. Kettle	Partner	280.00	3.00	840.00
0233	CM	C. Martino	Clerk	185.00	0.50	92.50
5767	JL	J. Lehman	Clerk	140.00	5.30	742.00

TAXABLE DISBURSEMENTS

450

Couriers	62.45	
Mileage/Parking	171.90	
Agent's Fees	40.00	
Copywork	2,129.10	
Long Distance Telephone	11.49	
Postage	1.65	
Fax	7.50	
Westlaw	111.00	
Process Server Fees	350.00	
TOTAL TAXABLE	<u>2885.09</u>	\$2,885.09
NON-TAXABLE DISBURSEMENTS		
Issue Notice of Motion	127.00	
Filing Fee	460.00	
TOTAL NON-TAXABLE	<u>587.00</u>	\$587.00
TOTAL FEES AND DISBURSEMENTS:		\$34,140.09
Harmonized Sales Tax (R119440766)		
On Fees		\$3,986.84
On Disbursements		\$375.06
TOTAL AMOUNT DUE:		<u>\$38,501.99</u>

E.&O.E.

ACCOUNT

July 16, 2015

Invoice Number 2766803

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
05/06/2015	SK	Telephone call to Mr. Cherniak (left voice message);	0.10
05/07/2015	ASR	Attend to response to requisitions on Khademiparvin file;	0.20
05/07/2015	AVK	Telephone call with Court of Appeal motions office regarding leave motion; e-mail to Mr. Morga	0.20
05/07/2015	JL	Review of requisition letter and prepare response; draft documents; various e-mail correspondence;	1.60
05/08/2015	SK	Review and finalize reporting letter re Unit 1104 and Parking Garage #107; Review and finalize reporting letter re Unit 1102; Review and finalize reporting letter re Unit 804; Review and finalize reporting letter re Unit 904; Parking Garage 13;	1.50
05/08/2015	JL	Review of status certificate and property tax information statement; telephone conference with City of Windsor tax department; revise documents;	0.50
05/11/2015	AVK	Review reply costs submissions; e-mail to Mr. Cherniak	0.10
05/11/2015	SK	Review and finalize real estate reporting letters;	0.20

452

Date	Initials	Description	Hours
05/12/2015	SK	E-mail correspondence with Ms. Lehman re Unit 803 closing; Review closing documents; Telephone conference with Ms. Lehman re same;	0.60
05/12/2015	JL	E-mail correspondence; discussion with S. Kettle;	0.30
05/13/2015	JL	Draft and revise documents; various e-mail correspondence;	0.80
05/14/2015	SK	Prepare letter to Mr. Keller re litigation file on Dalfiden;	0.20
05/14/2015	JL	E-mail correspondence with other lawyer;	0.10
05/20/2015	AVK	Receive costs endorsement of Carey J. and e-mail thereon to Mr. Cherniak	0.10
05/21/2015	JL	Review of Agreement of Purchase and Sale and supporting documents for new transaction;	0.50
05/22/2015	AVK	Telephone call with Mr. Cherniak; review documents re LC fees and e-mail to Mr. Cherniak thereon	0.30
05/25/2015	SK	E-mail correspondence with Mr. Cherniak re Dalfidan litigation;	0.10
05/25/2015	JL	Review of Agreement of Purchase and Sale and supporting documents for new transaction;	0.30
05/26/2015	SK	Telephone conference with Mr. Cherniak re Dalfidan;	0.10
05/28/2015	SK	Voice message from Mr. Sasso re Dalfidan;	0.10
05/28/2015	JL	Various e-mail correspondence; prepare financial documents for closing; draft closing correspondence;	0.50
05/29/2015	ASR	Attend to closing and transfer of funds;	0.30
05/29/2015	SK	Voice message from Mr. Sasso re Dalfidan action; Telephone call to Mr. Sasso (left voice message);	0.10
05/29/2015	JL	E-mail correspondence; prepare outgoing courier; review of signed documents;	0.70
06/01/2015	SK	Telephone call to Mr. Sasso (left voice message); Telephone conference with Mr. Sasso; Telephone conference with Mr. Ball;	0.20
06/11/2015	AVK	E-mails from and to Mr. Sasso regarding order to continue, status of Valente appeal and replacement of letter of credit; e-mails to David Taub regarding replacement of letter of credit and assignment of BMO debt and security	0.30
06/11/2015	SK	Received voice message from Ms. Gray re filing of receiver's certificate and file sent to court of appeal; Telephone call to Ms. Ford (left voice message);	0.10
06/11/2015	JL	Compose e-mail to clients;	0.30

453

Date	Initials	Description	Hours
06/15/2015	AVK	Review assignment documents for assignment of BMO loan and security to RREF II BHB IV Portofino LLC	0.20
06/15/2015	SK	E-mail correspondence with Ms. Bugden re service information for ECC #122; E-mail correspondence with Ms. Lehman re registration of AVO's (land registrar changes);	0.20
06/17/2015	SK	Telephone call to Ms. Ford re receiver's certificates;	0.10
06/22/2015	SK	E-mail correspondence with Mr. Ball re Dalfidan file; Discussion with Mr. Van Klink re Mr. Ball and Dalfidan file; Telephone call to Ms. Ford re filing receivers' certificates (left voice message);	0.20
06/23/2015	ASR	Correspondence;	0.20
06/23/2015	SK	Telephone conference with Ms. Ford re problem filing receiver's certificate; E-mail correspondence with Ms. Gray re same; Voice message from Mr. Alexiou; Telephone call to Mr. Alexiou (left voice message); Telephone conference with Ms. Gray re filing receiver's certificate;	0.40
06/23/2015	JL	Draft and revise closing documents; e-mail correspondence; telephone conference with accountant;	2.00
06/24/2015	SK	E-mail correspondence with Mr. Ball re Dalfidan; E-mail correspondence with Ms. Gray re temporary court file;	0.20
06/25/2015	JL	Telephone conference with Purchasers lawyer and client; various e-mail correspondence;	0.70
06/26/2015	ASR	E-mail correspondence; Instructions to clerk; Telephone message to A. Haddad;	0.40
06/26/2015	AVK	Receive e-mail from Mr. Morga re swapping out of letter of credit and consider issues relating to same; telephone call with Mr. Taub; e-mail to Mr. Morga; e-mail to Mr. Cherniak	0.60
06/26/2015	JL	Various e-mail correspondence; discussions with A. Roth; draft and revise extension letter to Ayman Haddad;	1.00
06/29/2015	ASR	Attend to extension of closing; Review and revise occupancy agreement; E-mail correspondence;	0.30
06/29/2015	AVK	E-mail from Mr. Taub	0.10
06/29/2015	JL	Various e-mail correspondence; prepare revised extension letter and occupancy agreement;	0.90
06/30/2015	ASR	E-mail correspondence regarding occupancy agreement; Attend to closing of unit 1404; Telephone attendance on A. Haddad;	0.40
TOTAL HOURS			18.30

454

OUR FEE:

\$4,251.50

	Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	Partner	330.00	1.80	594.00
5403	AVK	A. Van Klink	Partner	525.00	1.90	997.50
5715	SK	S. Kettle	Partner	280.00	4.40	1,232.00
5767	JL	J. Lehman	Clerk	140.00	10.20	1,428.00

TAXABLE DISBURSEMENTS

Couriers	117.43	
Copywork	97.40	
Long Distance Telephone	20.96	
Postage	0.77	
Fax	8.70	
TOTAL TAXABLE	<u>245.26</u>	\$245.26

NON-TAXABLE DISBURSEMENTS

Filing Fee	40.00	
TOTAL NON-TAXABLE	<u>40.00</u>	\$40.00

TOTAL FEES AND DISBURSEMENTS:

\$4,536.76

Harmonized Sales Tax (R119440766)

On Fees	\$552.70
On Disbursements	\$31.88

TOTAL AMOUNT DUE:

\$5,121.34

E.&O.E.

ACCOUNT

September 14, 2015

Invoice Number 2787561

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
07/03/2015	ASR	Telephone attendance on lawyer for the buyer; Attend to changes to agreement; Confirm instructions; Attend to extension of closing;	0.50
07/03/2015	JL	Various e-mail correspondence; revise documents; discussions with A. Roth; telephone conference with other lawyer;	0.90
07/06/2015	JL	Various e-mail correspondence; telephone conference with other lawyer; prepare financial paperwork; draft correspondence;	1.20
07/07/2015	AVK	Telephone call with Mr. Cherniak; e-mail to Mr. Morga; e-mail from and to Mr. Taub	0.50
07/07/2015	JL	E-mail correspondence; review of Agreement of Purchase and Sale; draft final report to client;	0.50
07/08/2015	AVK	E-mail from Mr. Morga re adjournment of motion for leave to appeal decision of Carey J., telephone call with Mr. Morga, consider issues with respect to same including appear rights from leave motion and e-mail to Mr. Morga thereon	0.70

456

Date	Initials	Description	Hours
07/08/2015	AVK	Telephone calls with Mr. Taub and Mr. Cherniak	0.30
07/08/2015	SK	Review documents re Dalfidan;	4.20
07/08/2015	JL	E-mail correspondence with client;	0.10
07/09/2015	AVK	E-mail from and to Mr. Morga re leave motion	0.10
07/09/2015	SK	Review documents re Dalfidan; E-mail correspondence with Mr. Ball re same;	1.70
07/09/2015	JL	E-mail correspondence with client;	0.10
07/10/2015	SK	Review documents and transcripts; Telephone call to Mr. Ball (left voice message); Telephone conference with Mr. Ball;	5.40
07/13/2015	AVK	Telephone call with Court of Appeal motions office; prepare motion confirmation form; e-mail to Mr. Morga	0.20
07/14/2015	JL	E-mail correspondence with client regarding keys for Unit 1303;	0.10
07/15/2015	AVK	Receive and review respondents factum for leave to appeal motion	0.20
07/15/2015	JL	Telephone conference with other lawyer; e-mail correspondence;	0.20
07/16/2015	JL	E-mail correspondence;	0.10
07/19/2015	AVK	Review materials for leave motion; consideration of issues raised by respondents factum; commence preparation of submissions	1.20
07/20/2015	ASR	Attend to response to requisitions;	0.20
07/20/2015	AVK	Prepare outline of submissions for motion	2.00
07/20/2015	JL	Various e-mail correspondence; draft closing documents;	2.00
07/21/2015	AVK	Telephone call with Mr. Cherniak re condo fee interest arrears issue	0.10
07/21/2015	AVK	Revising submissions and preparation for leave motion	2.00
07/21/2015	SK	Telephone call from Charlene re Unit 1002; Telephone conference with Ms. Lehman re same; Draft letter to Mr. Alexiou re undertakings;	0.30
07/21/2015	JL	Revise documents; various e-mail correspondence;	1.00
07/22/2015	AVK	Revising submissions	0.30
07/22/2015	SK	Telephone conference with Ms. Lehman re closing issues; Review letter and attachments from Mr. Bourgard re transfer of BMO Charge; Consider issues; Telephone conference with Ms. Lehman re same; Finalize reporting letters;	1.40

457

Date	Initials	Description	Hours
07/22/2015	JL	Telephone conference with other lawyer; various e-mail correspondence; discussions with S. Kettle; draft and revise letter to other layer;	0.70
07/23/2015	ASR	Respond to requisitions re Azab; Respond to requisitions regarding Howidi;	0.30
07/23/2015	AVK	Travel to Toronto for leave motion before Court of Appeal	1.00
07/23/2015	SK	Review and revise draft letter to Mr. Bourgard re Unit 701 sale; E-mail correspondence with Ms. Lehman re same;	0.50
07/23/2015	JL	Draft closing documents; e-mail correspondence;	2.30
07/24/2015	ASR	Attend to unit transfer closing;	0.30
07/24/2015	AVK	Complete preparation for leave motion; argue leave motion before Justice LaForme; telephone call with Mr. Cherniak; return travel	6.00
07/24/2015	JL	Various e-mail correspondence; draft closing documents and payout letters; prepare financial documents for closing; attend to various matters to facilitate closing;	1.00
07/26/2015	AVK	E-mails to Mr. Taub	0.10
07/27/2015	AVK	Receive decision of Justice LaForme on leave motion	0.10
07/27/2015	AVK	E-mail from Ms. Michaud re motion to substitute LC	0.10
07/27/2015	AVK	Review correspondence from Mr. Morga	0.10
07/27/2015	JL	Various e-mail correspondence; draft and revise closing letters and documents;	1.50
07/28/2015	AVK	Consider options re full panel review of decision of Justice LaForme and seeking leave to appeal to Divisional Court, including review of caselaw and Rules and discussion of same with Mr. Cherniak and Mr. Taub; e-mail to Mr. Cherniak and Mr. Taub	2.00
07/29/2015	AVK	E-mail from Mr. Taub regarding further appeal from decision of Justice LaForme and telephone call with Mr. Cherniak thereon; e-mail to Mr. Taub; review law for motion under section 7(5) of the CJA for review of single judge's order; draft Notice of Motion for review motion	3.00
07/30/2015	AVK	Revising draft Notice of Motion for review of order of LaForme J.A.; e-mail to Mr. Cherniak and Mr. Taub	0.70
07/30/2015	JL	Prepare financial documents for closing; attend to various matters to facilitate closing; e-mail correspondence;	1.50
07/31/2015	AVK	Revise notice of motion and correspondence to Mr. Morga	0.20

458

Date	Initials	Description	Hours
07/31/2015	AVK	Letter to Registrar for the Court of Appeal; prepare draft Order; correspondence to other counsel	0.30
07/31/2015	JL	Prepare outgoing couriers; various e-mail correspondence; draft correspondence;	1.50
08/04/2015	JL	Various e-mail correspondence; prepare documents for registration and outgoing couriers;	0.30
08/05/2015	AVK	Revise draft order and correspondence to other counsel	0.10
08/06/2015	SK	Prepare letter to agent re filing receiver's certificates;	0.10
08/07/2015	ASR	Respond to requisitions on Unit 1002;	0.20
08/07/2015	AVK	Review caselaw re as of right appeal and effect of decision of Justice LaForme on ability to proceed with the appeal; e-mail to Mr. Morga re status of appeal; e-mail to Mr. Morga re approval of draft order	1.20
08/07/2015	JL	Draft and revise all closing documents; various e-mail correspondence;	1.50
08/09/2015	AVK	Research for motion to set aside order of Justice LaForme	0.80
08/11/2015	AVK	E-mail to Mr. Morga re approval of draft order	0.10
08/12/2015	CM	Attendance at Court of Appeal to file Notice of Motion;	0.50
08/12/2015	AVK	Telephone call with Mr. Cherniak re role of Capaldi as property manager	0.10
08/12/2015	AVK	E-mail from and to Mr. Morga re draft order	0.10
08/12/2015	SK	E-mail correspondence with counsel re Dalfidan;	0.10
08/13/2015	JL	Compose letters for closing and draft financial documents;	0.50
08/14/2015	ASR	Attend to closing;	0.30
08/14/2015	JL	Prepare outgoing mail and couriers; attend to various matters to facilitate closing; telephone conference with other lawyer; e-mail correspondence;	0.50
08/17/2015	AVK	Letter to registrar of Court of Appeal to take out appointment to settle form of order	0.10
08/17/2015	JL	Review of Agreement of Purchase and Sale; e-mail correspondence; telephone conference with purchaser's lawyer;	0.60
08/18/2015	AVK	Telephone call with Court of Appeal registrar's office; e-mail to Mr. Morga; prepare notice of motion for appointment to settle form of order	0.40

459

Date	Initials	Description	Hours
08/19/2015	SK	Prepare letter to agent to file receiver's certificate on Unit 1002;	0.10
08/24/2015	SK	Telephone conference with Mr. Alexiou;	0.60
08/25/2015	JL	Draft closing documents and Application for Vesting Order; e-mail correspondence;	1.10
08/26/2015	AVK	E-mail to Mr. Taub	0.20
08/26/2015	JL	Various e-mail correspondence;	0.20
08/31/2015	JL	Review of requisition letter received from Purchaser's lawyer;	0.20

TOTAL HOURS 60.60

OUR FEE: \$20,220.00

	Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	Partner	330.00	1.80	594.00
5403	AVK	A. Van Klink	Partner	525.00	24.30	12,757.50
5715	SK	S. Kettle	Partner	280.00	14.40	4,032.00
0233	CM	C. Martino	Clerk	185.00	0.50	92.50
5767	JL	J. Lehman	Clerk	140.00	19.60	2,744.00

TAXABLE DISBURSEMENTS

Couriers	124.75	
Mileage/Parking	152.65	
Travel	265.18	
Agent's Fees	50.00	
Copywork	116.30	
Long Distance Telephone	32.01	
Fax	37.65	
Online Searches - Teranet	3.00	
Process Server Fees	40.00	
TOTAL TAXABLE	<u>821.54</u>	\$821.54

NON-TAXABLE DISBURSEMENTS

Issue Notice of Motion	127.00	
TOTAL NON-TAXABLE	<u>127.00</u>	\$127.00

TOTAL FEES AND DISBURSEMENTS: \$21,168.54

Harmonized Sales Tax (R119440766)

On Fees	\$2,628.60
On Disbursements	\$106.80

TOTAL AMOUNT DUE: \$23,903.94

E.&O.E.

460

Please return the Account Summary and Remittance Form with Payment
Terms: Accounts due when rendered. Interest at the rate of 1.30% per annum will be charged on
accounts overdue 30 days or more in accordance with the Solicitors Act. Any disbursements not
posted to your account on the date of this account will be billed later.

461

ACCOUNT

October 15, 2015

Invoice Number 2800651

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
09/01/2015	ASR	Attend to mortgage payout;	0.20
09/01/2015	SK	Review fax from Mr. Mand re request for extension of Unit 508 closing; Telephone conference with Ms. Lehman re same;	0.20
09/01/2015	JL	Prepare and send closing package to purchaser's lawyer; draft financial documents for closing;	0.50
09/02/2015	JL	Various e-mail correspondence; review of signed documents;	0.40

462

Date	Initials	Description	Hours
09/03/2015	TV	Receive and review closing letter and supporting documents from purchaser's solicitors; telephone attendance with purchaser's solicitors regarding closing adjustments; consult with S. Kettle and A. Roth regarding closing adjustments; correspondence with client regarding final adjustments; draft additional closing documentation; draft memorandum to client with attachments and forward; draft letter to purchaser's solicitors with attachments and forward; finalize Teraview form; attend to pre-closing matters; telephone attendance with purchaser's solicitors regarding closing procedure; attend to closing registrations; notify respective parties transaction closed; attend to post closing matters;	1.60
09/03/2015	SK	Telephone conference with Mr. Vogel re unit 508 closing;	0.20
09/08/2015	JL	Prepare trust cheque requisition; e-mail correspondence; review of Agreement of Purchase and Sale;	0.70
09/09/2015	AVK	Review e-mail from Mr. Michaud; Telephone call with Mr. Cherniak regarding Dr. Capaldi; e-mail to Mr. Cherniak regarding Dr. Capaldi; telephone call to Mr. Taub	0.60
09/09/2015	AVK	Telephone call with Mr. Taub	0.20
09/09/2015	AVK	E-mail from and to Mr. Morga	0.10
09/09/2015	AVK	E-mail to Mr. Taub re motion to review order of Justice LaForme; prepare revised draft order	0.60
09/10/2015	AVK	E-mail to counsel re approval of draft order	0.10
09/10/2015	AVK	Telephone call with Mr. Michaud re Capaldi lien actions	0.10
09/10/2015	AVK	Review motion record and responding motion record for motion to substitute the BMO letter of credit and letter to Mr. Cherniak thereon	0.40
09/10/2015	JL	E-mail correspondence with purchaser's lawyer;	0.20
09/11/2015	JL	Prepare closing documents; draft Application; telephone conference with client and other lawyer; e-mail correspondence; prepare payout letters; draft financial documents for closing;	1.50
09/14/2015	JL	E-mail correspondence with other lawyer;	0.20
09/15/2015	JL	Various e-mail correspondence relating to extension of closing for Unit #805;	0.20
09/16/2015	JL	Review of correspondence from Purchaser's lawyer confirming extension of closing;	0.10
09/17/2015	AVK	Research and review law for motion to review order of Justice LaForme; drafting factum	5.00

463

Date	Initials	Description	Hours
09/18/2015	AVK	Receive and review motion record for LC substitution motion; e-mail to Mr. Morga re draft order	0.30
09/21/2015	AVK	Working on factum for motion to review order of Justice LaForme	0.80
09/22/2015	AVK	Instructions re entry of order from leave to appeal motion	0.10
09/22/2015	AVK	Research and review caselaw; working on factum for motion to vary the order of Justice LaForme	2.00
09/23/2015	ASR	E-mail correspondence regarding discharge;	0.20
09/23/2015	AVK	Revisions to factum	0.70
09/23/2015	JL	Prepare outgoing couriers; e-mail correspondence; draft closing letter;	0.60
09/24/2015	RA	Attendance at the Court of Appeal regarding issuance of Order at the Court of Appeal;	1.00
09/24/2015	AVK	E-mails to counsel re consent to extension of time for filing motion record and prepare consent; e-mails to and from counsel re motion to substitute LC; e-mail to Ms. Bugden re amended title of proceedings for appeal; preparation of motion record; working on factum; compile authorities	3.40
09/25/2015	AVK	Finalize factum, brief of authorities and motion record for motion to review order of Justice LaForme	1.40
09/28/2015	SK	Prepare letter to agent re filing receiver's certificate (Unit 805);	0.10
09/30/2015	ASR	E-mail correspondence; Receive and review agreement; Telephone attendance on buyer's lawyer; Correspondence regarding amendment to agreement;	0.30
09/30/2015	JL	Discussions with A. Roth; review of e-mail correspondence; obtain title documents;	0.20

TOTAL HOURS 24.20

OUR FEE: \$9,769.00

Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	330.00	0.70	231.00
5403	AVK	A. Van Klink	525.00	15.80	8,295.00
5715	SK	S. Kettle	280.00	0.50	140.00
5767	JL	J. Lehman	140.00	4.60	644.00
5231	TV	T. Vogel	165.00	1.60	264.00
2474	RA	R. Austin	195.00	1.00	195.00

TAXABLE DISBURSEMENTS

Couriers 51.28

464

Copywork	910.40	
Long Distance Telephone	3.86	
Fax	3.95	
Online Searches - Teranet	35.00	
TOTAL TAXABLE	<u>1004.49</u>	\$1,004.49
TOTAL FEES AND DISBURSEMENTS:		\$10,773.49
Harmonized Sales Tax (R119440766)		
On Fees		\$1,269.97
On Disbursements		\$130.58
TOTAL AMOUNT DUE:		<u>\$12,174.04</u>

E.&O.E.

ACCOUNT

December 23, 2015

Invoice Number 2831285

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
10/01/2015	JL	E-mail correspondence; draft Statement of Trust;	0.50
10/02/2015	ASR	Correspondence regarding purchase of parking space;	0.20
10/02/2015	JL	Discussions with A. Roth; e-mail correspondence regarding Unit 16, Level 1; draft reporting letters;	2.00
10/05/2015	AVK	Dictate memo re summary of status of letter of credit litigation	0.20
10/06/2015	JL	Draft closing documents;	0.70
10/07/2015	JL	E-mail correspondence; revise documents; prepare closing letters and financial documents;	1.20
10/08/2015	TV	Receive and review file memorandum; consult with J. Lehman regarding file status and procedure;	0.20
10/08/2015	AVK	Review Receiver's report	0.10

466

Date	Initials	Description	Hours
10/08/2015	SK	Review and revise reporting letter re Unit 1105 and Parking Garage #112; Review and revise reporting letter re Unit 701; Review and revise reporting letter re Unit 402; Review and revise reporting letter re Unit 508; Review and revise reporting letter re Unit 805; Review and revise reporting letter re Unit 1002;	2.00
10/08/2015	JL	Review of executed documents received from client;	0.20
10/09/2015	SK	Finalize reporting letters;	0.10
10/14/2015	TV	Review letter from purchaser's solicitors with enclosure; consult with A. Roth regarding deposit monies and closing procedure; draft financial documents;	0.40
10/15/2015	ASR	E-mail correspondence regarding tax and other issues;	0.20
10/15/2015	TV	Receive and review requisition letter; draft requisition reply and supporting documents; draft closing documentation; consult with A. Roth regarding file status and procedure; finalize requisition letter with attachments and forward; review correspondence from D. Flett regarding file status and outstanding matters; draft letter to D. Flett regarding file procedure; receive and review multiple correspondence from purchaser's solicitors along with closing documentation; correspondence with purchaser's solicitors regarding status certificate; attend to outstanding matters;	1.20
10/16/2015	ASR	E-mail correspondence;	0.20
10/16/2015	TV	Draft closing letter to purchaser's solicitors with attachments and forward; review receiver's certificate; review correspondence from purchaser's solicitors regarding condominium status certificate; consult with A. Roth regarding file procedure; draft letter to purchaser's solicitors and forward; attend to pre-closing matters; finalize Teraview form; attend to closing registrations; notify respective parties transaction closed; attend to post closing matters;	0.90
10/16/2015	AVK	Emails from and to Mr. Morga regarding adjournment of motion	0.20
10/19/2015	TV	Receive and review correspondence from D. Flett regarding closing matters; receive and review post closing documentation from vendor's solicitors; consult with J. Lehman regarding file status and post closing matters;	0.20
10/19/2015	JL	Review of Agreement of Purchase and Sale; e-mail correspondence; telephone conference with other lawyer;	0.30
10/20/2015	JL	Draft closing documents; e-mail correspondence;	0.80

467

Date	Initials	Description	Hours
10/21/2015	JL	Review of requisition letter and prepare response; e-mail correspondence;	0.40
10/22/2015	JL	Prepare and fax correspondence to Purchaser's solicitor; e-mail correspondence with client;	0.20
10/23/2015	ASR	Attend to closing of unit;	0.20
10/23/2015	JL	Telephone conference with Purchaser's lawyer; various e-mail correspondence; draft closing letters; prepare financial documents for closing; Follow up with Purchaser's lawyer; e-mail correspondence;	1.20
10/26/2015	SK	Prepare letter to agent to file receiver's certificate re Unit 203;	0.10
10/27/2015	JL	Draft and revise closing documents; e-mail correspondence; draft Application;	1.20
10/30/2015	AVK	E-mail to Mr. Cooke re Capaldi productions for lien action	0.10
11/02/2015	ASR	Draft correspondence; Extend closing;	0.40
11/02/2015	JL	Draft and revise letter to Purchaser's lawyer regarding additional extension; e-mail correspondence;	0.60
11/03/2015	JL	Various e-mail correspondence; review documents; prepare accounting documents;	0.40
11/04/2015	TV	Telephone attendance with purchaser's solicitor regarding Teraview form; draft memorandum to J. Lehman with attachments and forward; consult with J. Lehman regarding Teraview form;	0.30
11/04/2015	SK	E-mail correspondence with Mr. Cherniak; Telephone conference with Mr. Cherniak; Draft letter to Mr. Burgess;	0.70
11/04/2015	JL	Telephone conference with Land Registry Office regarding additional information for Application for Vesting Order;	0.30
11/05/2015	SK	Finalize letter to Mr. Burgess; Review e-mail correspondence from Mr. Burgess; E-mail correspondence to Mr. Cherniak re same;	0.30
11/06/2015	SK	E-mail correspondence with Mr. Cherniak; Telephone conference with Mr. Cherniak;	0.30
11/06/2015	JL	Telephone conference with purchaser's lawyer;	0.10
11/11/2015	JL	Follow up with Purchaser's lawyer regarding status of closing;	0.20
11/12/2015	SK	E-mail correspondence with Ms. Lehman re sale;	0.10
11/12/2015	JL	E-mail correspondence with purchaser's lawyer;	0.20
11/16/2015	ASR	E-mail correspondence; Attend to closing;	0.30

468

Date	Initials	Description	Hours
11/16/2015	JL	Various e-mail correspondence; prepare closing package to Purchaser's solicitor; telephone conference with client;	1.10
11/17/2015	ASR	Attend to response to requisitions;	0.20
11/17/2015	JL	Various e-mail correspondence; draft closing documentation for upcoming purchase transaction; prepare outgoing couriers;	2.20
11/18/2015	SK	E-mail correspondence with Mr. Cherniak re Masterfile copyright issue; Prepare letter to agent re filing Receiver's Certificate for Unite 1303;	0.20
11/18/2015	JL	E-mail correspondence; draft and revise documents;	0.50
11/19/2015	JL	Various e-mail correspondence;	0.20
11/20/2015	ASR	Attend to closing of two units;	0.30
11/20/2015	JL	Various e-mail correspondence; draft closing letters; prepare correspondence and accounting documents; attend to various matters to facilitate closing;	1.60
11/23/2015	SK	Prepare letters to agent re filing receiver's certificates for units 901 and 903; E-mail correspondence with Mr. Cherniak re copyright issue;	0.20
11/23/2015	JL	Review of requisition letter and prepare response; draft closing documents; e-mail correspondence;	1.10
11/24/2015	SK	Telephone conference with Mr. Cherniak; Prepare letter to Mr. Burgess;	0.40
11/26/2015	JL	Review of documents received from client; telephone conference with other lawyer; various e-mail correspondence;	0.70
11/27/2015	JL	Telephone conference with Land Registry Office; e-mail correspondence; follow up with Purchaser's lawyer to confirm closing;	0.30
11/30/2015	JL	E-mail correspondence; draft closing documents;	1.60
12/01/2015	ASR	Attend to unit sale;	0.20
12/01/2015	JL	Prepare closing package, outgoing couriers and accounting forms; attend to various matters to facilitate closing; e-mail correspondence;	1.10
12/02/2015	JL	E-mail correspondence; review of file;	0.20
12/03/2015	ASR	Attend to closing and flow of funds;	0.30
12/03/2015	AVK	Telephone call with Mr. Cherniak re Letter of Credit issue	0.30

469

Date	Initials	Description	Hours
12/03/2015	JL	Telephone conference with other lawyer; various e-mail correspondence; draft closing documents; prepare outgoing couriers; attend to various matters to facilitate closing;	2.40
12/07/2015	SK	Prepare letter to agent to file receivers certificates for units 1403 and 603;	0.10
12/09/2015	AVK	Review respondents factum for motion to vary order of justice LaForme	0.40
12/10/2015	AVK	Confirmation of motion	0.10
12/11/2015	ASR	Attend to loan payouts;	0.30
12/11/2015	AVK	Receive correspondence from Court of Appeal	0.10
12/11/2015	JL	Prepare closing package; e-mail correspondence; draft accounting documents; attend to various matters to facilitate closing;	0.70
12/14/2015	AVK	Preparing for motion and working on submissions	2.50
12/15/2015	AVK	Working on submissions for motion	2.50
12/15/2015	SK	Review and finalize reporting letters for Parking Space 116, Unit 901, Unit 903, Unit 203, Unit 1403, Unit 1303 and Unit 603; Telephone call to Ms. Lehman re same (left voice message);	1.30
12/16/2015	AVK	Finalizing outline of submissions	0.30
12/16/2015	AVK	Travel to Toronto for motion before Court of Appeal	2.00
12/17/2015	AVK	Complete preparation for and attend on motion before Court of Appeal; reporting to Mr. Cherniak on outcome of motion; return travel	4.50
12/17/2015	SK	Prepare letter to agent re filing receiver's certificate for Unit 906; Prepare letter to agent re filing receiver's certificate for Parking Unit 16; Finalize reporting letters;	0.30

TOTAL HOURS 49.60

OUR FEE: \$13,530.50

Initials	Name	Title	Rate	Hours	Amount
5212 ASR	A. Roth	Partner	330.00	2.80	924.00
5403 AVK	A. Van Klink	Partner	525.00	13.30	6,982.50
5715 SK	S. Kettle	Partner	280.00	6.10	1,708.00
5767 JL	J. Lehman	Clerk	140.00	24.20	3,388.00
5231 TV	T. Vogel	Clerk	165.00	3.20	528.00

TAXABLE DISBURSEMENTS

470

Couriers	128.69	
Agent's Fees	55.00	
Copywork	257.65	
Long Distance Telephone	14.85	
Fax	13.25	
Secretarial Services	70.05	
Process Server Fees	50.00	
TOTAL TAXABLE	<u>589.49</u>	\$589.49
TOTAL FEES AND DISBURSEMENTS:		\$14,119.99
Harmonized Sales Tax (R119440766)		
On Fees		\$1,758.97
On Disbursements		\$76.63
TOTAL AMOUNT DUE:		<u>\$15,955.59</u>

E.&O.E.

ACCOUNT

March 8, 2016

Invoice Number 2864493

BDO Canada Limited
252 Pall Mall Street
Suite 103
London, ON N6A 5P6

Attention: Stephen N. Cherniak

TO PROFESSIONAL SERVICES RENDERED in
connection with the following matter including:

Re: Portofino Corporation
Our File No. 082873.0012

Date	Initials	Description	Hours
12/21/2015	AVK	Prepare draft order	0.10
12/21/2015	AVK	Receive and review decision of Court of Appeal and e-mail to Mr. Cherniak thereon	0.10
12/22/2015	AVK	E-mail to counsel re draft order	0.10
12/23/2015	AVK	E-mails from and to Mr. Morga	0.20
12/23/2015	AVK	Telephone call with Mr. Cherniak re LC issue	0.30
12/23/2015	AVK	Review e-mails re costs of appeal and e-mail to Mr. Cherniak thereon	0.20
12/24/2015	AVK	Revise draft order and e-mail to counsel thereon; review LC fees schedule and e-mail to Mr. Cherniak thereon; e-mail to Mr. Morga re LC fees	0.50
12/24/2015	AVK	E-mails from and to Mr. Morga re Valente action and LC fees	0.40
12/29/2015	AVK	Telephone call with Mr. Trottier	0.20
01/04/2016	AVK	Telephone call with Mr. Cherniak	0.10
01/04/2016	JL	E-mail correspondence;	0.10

472

Date	Initials	Description	Hours
01/11/2016	AVK	Review correspondence from Mr. Trottier, Assignment Agreement and redacted Loan Sale Agreement; consider issues raised by Mr. Trottier and respond to same	1.00
01/12/2016	SK	Review status of receiver's certificates and reporting letters on real property transactions; E-mail correspondence with Ms. Lehman re same;	0.50
01/13/2016	AVK	Telephone call with Mr. Sasso	0.10
01/13/2016	AVK	Review materials and correspondence between counsel for motion to substitute LC; e-mails to Mr. Cherniak and counsel thereon	1.20
01/18/2016	ASR	Attend to response to requisitions;	0.20
01/18/2016	JL	Draft closing documents; various e-mail correspondence; review of requisition letter; draft response to requisitions;	1.20
01/19/2016	ASR	Telephone attendance on D. Flett regarding HST and Tarion matters;	0.60
01/19/2016	AVK	E-mail to Mr. Kim re BMO security	0.10
01/19/2016	JL	Discussions with A. Roth; e-mail correspondence; telephone conference with client;	0.60
01/20/2016	JL	Draft Statement of Adjustments and Statement of Trust; revise documents; e-mail correspondence; telephone conference with client;	1.20
01/21/2016	ASR	Correspondence regarding HST undertaking; Review and revise draft document;	0.20
01/21/2016	JL	E-mail correspondence; draft undertaking;	0.50
01/22/2016	JL	E-mail correspondence with client and other lawyer regarding Tarion certificate;	0.20
01/25/2016	JL	Prepare closing package to purchaser's solicitor; e-mail correspondence; draft accounting forms; attend to various matters to facilitate closing;	0.90
01/26/2016	ASR	Attend to closing;	0.20
01/26/2016	SK	Prepare letter to file receiver's certificate for Unit 1503;	0.10
01/27/2016	DL	Draft report to client - Unit 906-1225 Riverside Dr., Windsor	0.60
01/27/2016	DL	Draft report to client - Unit 1503-1225 Riverside Dr., Windsor	0.50
01/28/2016	JL	E-mail correspondence with client;	0.10
02/01/2016	AVK	Telephone call with Mr. Taub and Mr. Kim re Rialto and BMO security	0.50

473

Date	Initials	Description	Hours
02/01/2016	JL	E-mail correspondence with client;	0.20
02/03/2016	AVK	Telephone call with Mr. Sasso re Valente litigation	0.40
02/03/2016	AVK	E-mails from and to Mr. Taub and Mr. Trottier regarding BMO security and receiver's requirements to assess validity of same	0.40
02/03/2016	AVK	Reviewing materials for Valente Real Estate action and consideration of issues with respect to same	2.00
02/04/2016	AVK	Telephone call with Mr. Cherniak re BMO security and Valente litigation	0.40
02/04/2016	AVK	Further review of materials for Valente litigation and consideration of issues respecting same; e-mail to Mr. Morga re LC fees and costs	2.20
02/05/2016	AVK	Telephone call with Mr. Cherniak re Valente litigation; further consideration of issues relating to Valente litigation; Telephone call with Mr. Sasso regarding Valente litigation; e-mail to David Taub regarding LC and issue relating to Valente litigation	2.00
02/05/2016	JL	E-mail correspondence; review of requisition letter and draft response; draft closing documents; prepare Application for Veining Order;	1.60
02/08/2016	ASR	Attend to response to requisitions;	0.20
02/08/2016	JL	E-mail correspondence;	0.10
02/12/2016	JL	Review of additional requisition letter and documents; various e-Tamil correspondence; discussions with A. Roth;	0.70
02/16/2016	JL	E-mail correspondence; telephone conference with Purchaser's solicitor;	0.60
02/18/2016	AVK	Prepare summary of Valente litigation for stakeholder report; e-mail to Mr. Cherniak re outstanding costs and LC fees	0.40
02/19/2016	AVK	Receive cheque for costs; letter to Mr. Morga	0.20
02/19/2016	JL	Prepare outgoing couriers; draft accounting forms; e-mail correspondence; attend to various matters to facilitate closing;	0.80
02/22/2016	SK	Prepare letter to agent re filing receiver's certificate for Unit 1008;	0.10
02/23/2016	JL	E-mail correspondence; draft closing documents; review of requisition letter and draft response;	1.20
02/23/2016	DL	Draft reporting letter;	0.40
02/24/2016	JL	Revise documents; e-mail correspondence;	0.20

474
26.90

TOTAL HOURS

OUR FEE:

\$9,517.00

	Initials	Name	Title	Rate	Hours	Amount
5212	ASR	A. Roth	Partner	365.00	1.40	511.00
5403	AVK	A. Van Klink	Partner	525.00	2.10	1,102.50
5403	AVK	A. Van Klink	Partner	545.00	11.00	5,995.00
5715	SK	S. Kettle	Partner	305.00	0.70	213.50
5793	DL	D. Laviolette	Clerk	110.00	1.50	165.00
5767	JL	J. Lehman	Clerk	150.00	10.20	1,530.00

TAXABLE DISBURSEMENTS

Parking	18.58	
Meals	30.54	
Couriers	117.73	
Mileage/Parking	170.80	
Travel	192.47	
Agent's Fees	110.00	
Copywork	1.90	
TOTAL TAXABLE	<u>642.02</u>	\$642.02

TOTAL FEES AND DISBURSEMENTS:

\$10,159.02

Harmonized Sales Tax (R119440766)

On Fees	\$1,237.21
On Disbursements	\$83.46

TOTAL AMOUNT DUE:

\$11,479.69

E.&O.E.

EXHIBIT “B”

475

EXHIBIT "B"
Miller Thomson's Fees

Hours	Year of Call	Rate 2015	Rate 2014	Rate 2013	Rate 2012	Rate 2011	Rate 2010	Rate 2009	Inv #2597761 Mar 2015	Inv #261435 Nov 2014	Inv #2694650 Dec 2014	Inv #2715171 Mar 2015	Inv #2739759 Mar 2015	Inv #2766603 Jul 2015	Inv #2787561 Sep 2015	Inv #2800651 Oct 2015	Inv #2831265 Dec 2015	Inv #2844493 Mar 2016	Total Invoices
S. Kettle	2007	\$ 285.00	\$ 280.00	\$ 305.00					14.60	4.20	12.80	10.70	3.00	4.40	14.40	0.50	6.10	118.90	
T. Van Klink	1988	\$ 415.00	\$ 625.00						53.10	4.70	0.00	23.90	55.10	1.90	24.30	15.60	13.30	215.60	
A. Roth	2004	\$ 330.00	\$ 330.00	\$ 365.00					0.00	0.00	0.40	0.70	0.20	1.60	1.80	0.70	2.80	11.00	
K. Barker - clerk	N/A	\$ 120.00	\$ 150.00	N/A					8.30	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	9.80	
J. Valade - clerk	N/A	\$ 110.00	\$ 150.00	N/A					0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	11.00	
R. Armstrong - ck	N/A	\$ 120.00	N/A	N/A					0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
J. Levesey - clk	N/A	\$ 140.00	\$ 140.00	\$ 150.00					10.10	8.90	6.00	10.10	5.30	19.60	19.60	4.60	24.30	14.20	
C. Martino - clerk	N/A	\$ 185.00	\$ 185.00	N/A					0.00	0.00	0.00	0.00	0.50	0.00	0.50	0.00	0.00	5.00	
R. Vogel - clerk	N/A	\$ 185.00	\$ 185.00	N/A					0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
R. Lavoie - clerk	N/A	\$ 185.00	\$ 185.00	N/A					0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
D. Lavigne - ck	N/A	N/A	N/A	\$ 110.00					0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	4.80	
									13.70	17.80	19.70	48.20	64.70	18.30	60.60	24.20	48.60	1.50	
Total \$									\$3,669.00	\$1,113.00	\$3,392.00	\$2,998.50	\$4,040.00	\$1,222.00	\$4,032.00	\$1,400.00	\$1,708.00	\$213.50	\$32,123.00
S. Kettle	2007	\$265.00	\$280.00	\$305.00					\$257.50	\$2,470.50	\$2,327.50	\$2,547.50	\$2,827.50	\$1,222.00	\$1,273.50	\$6,236.00	\$6,982.50	\$1,021.50	\$112,396.00
T. Van Klink	1988	\$515.00	\$625.00						\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$584.00	\$0.00	\$0.00	\$5,995.00	
A. Roth	2004	\$330.00	\$330.00	\$365.00					\$996.00	\$0.00	\$132.00	\$231.00	\$66.00	\$0.00	\$0.00	\$0.00	\$0.00	\$11.00	
K. Barker - clerk	N/A	\$120.00	\$150.00	N/A					\$0.00	\$0.00	\$0.00	\$120.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
J. Valade - clerk	N/A	\$110.00	\$150.00	N/A					\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
I. Armstrong - ck	N/A	\$120.00	N/A	N/A					\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
C. Martino - clerk	N/A	\$185.00	\$185.00	N/A					\$0.00	\$1,248.00	\$840.00	\$1,414.00	\$742.00	\$1,428.00	\$2,744.00	\$644.00	\$3,388.00	\$1,530.00	\$13,978.00
R. Vogel - clerk	N/A	\$185.00	\$185.00	N/A					\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$92.50	\$0.00	\$0.00	\$0.00	
R. Lavoie - clerk	N/A	\$185.00	\$185.00	N/A					\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$284.00	\$528.00	\$0.00	\$792.00
D. Lavigne - ck	N/A	N/A	N/A	\$110.00					\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$195.00	\$0.00	\$0.00	\$185.00
									\$4,807.50	\$4,779.50	\$4,027.50	\$3,306.50	\$30,668.00	\$4,231.90	\$20,220.00	\$9,789.00	\$19,530.50	\$9,517.00	\$171,411.00
Summary									\$4,807.50	\$4,779.50	\$4,027.50	\$3,306.50	\$30,668.00	\$4,231.90	\$20,220.00	\$9,789.00	\$19,530.50	\$9,517.00	\$171,411.00
Fees									\$8,913.50	\$7,304.50	\$4,621.50	\$17,308.50	\$30,668.00	\$4,251.50	\$20,220.00	\$9,789.00	\$13,530.50	\$9,217.00	\$171,411.00
Disbursements									\$5,814.04	\$81.52	\$329.30	\$963.45	\$3,472.09	\$285.26	\$948.54	\$1,004.49	\$599.40	\$57.00	\$1,492.60
HST									\$6,024.29	\$1,297.68	\$843.61	\$2,340.57	\$4,381.90	\$594.58	\$2,735.40	\$1,409.55	\$1,835.80	\$1,270.82	\$1,492.60
Total									\$27,745.82	\$11,018.82	\$9,357.51	\$20,632.47	\$38,501.99	\$5,121.34	\$23,953.94	\$12,174.04	\$19,555.59	\$11,478.69	\$213,977.36

BANK OF MONTREAL
Applicant

PORTOFINO CORPORATION
Respondent

Court File No. CV-13-19866

ONTARIO
SUPERIOR COURT OF JUSTICE
Proceeding commenced at Windsor

AFFIDAVIT OF SHERRY A. KETTLE

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Lawyers for BDO Canada Limited,
Court-Appointed Receiver of
Portofino Corporation

476

BANK OF MONTREAL
Applicant

PORTOFINO CORPORATION
and
Respondent

Court File No.: CV-13-19866

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at WINDSOR

**MOTION RECORD
(RETURNABLE MAY 10, 2016)
(VOLUME 2 OF 2)**

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