



Court File No. CV-10-8592-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR. ) TUESDAY, THE 31<sup>st</sup>  
 )  
JUSTICE MORAWETZ ) DAY OF MAY, 2011

**THE EQUITABLE TRUST COMPANY**

Applicant

- and -

**TUESDAY EQUITIES LTD. as General Partner for and on behalf of  
PRINCE ROYAL LIMITED PARTNERSHIP**

Respondents

**ORDER**

**THIS MOTION**, made by Deloitte & Touche Inc., in its capacity as receiver and manager (in such capacity, the “**Receiver**”) of all of the assets, undertakings and properties of Tuesday Equities Ltd. and Prince Royal Limited Partnership (together, the “**Debtors**”), acquired for, or used in relation to the following businesses carried on by the Debtors, including all proceeds thereof: (i) The Benmiller Inn & Spa; (ii) The Elora Mill Inn; and (iii) the Hidden Valley Resort (collectively, the “**Property**”) for relief with respect to the matters set out in the Notice of Motion dated May 20, 2011, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Fifth Report of the Receiver dated May 20, 2011 (the “**Fifth Report**”) and the Exhibits thereto, and on hearing submissions of counsel for the Receiver, the Applicant and any other party appearing,


1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and Motion Record herein be and is hereby abridged such that this motion is properly returnable today and that further service thereof upon any other interested party is hereby dispensed with.

2. **THIS COURT ORDERS** that capitalized terms not otherwise defined in this Order shall have the meanings ascribed thereto in the Fifth Report.
3. **THIS COURT ORDERS** that the Fifth Report and the activities and conduct of the Receiver described in the Fifth Report are hereby ratified and approved.
4. **THIS COURT ORDERS** that the Receiver is hereby authorized and directed to distribute to The Equitable Trust Company ("**Equitable**") from the proceeds of the sale of the Property held by the Receiver the sum of \$3,800,000 as a partial repayment of Equitable's secured advances to the Debtors.
5. **THIS COURT ORDERS** that Deloitte & Touche Inc., in its capacity as Trustee in Bankruptcy of the Debtors, shall be bound by the terms of this Order.
6. **THIS COURT ORDERS** that the Receiver's Statement of Receipts and Disbursements, attached as Exhibit "E" to the Fifth Report, is hereby approved.
7. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its legal counsel, as set out in the Fifth Report and the Casey Affidavit, the Moffat Affidavit and the Rodness Affidavit, all attached as exhibits thereto, are hereby authorized and approved.
8. **THIS COURT ORDERS** that the Receiver be and it is hereby authorized to pay its fees and disbursements and the fees and disbursements of its legal counsel and agents in the amounts set out in the Fifth Report.
9. **THIS COURT FURTHER ORDERS** that the costs of the Receiver in preparation of this motion and of these proceedings, up to and including the hearing of this motion and the entry of this order (including applicable Harmonized Sales Tax) be paid to the Receiver from the estate herein.

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

MAY 3 1 2011

PER/PAR: 



**THE EQUITABLE TRUST COMPANY**  
Applicant(s)

and

**TUESDAY EQUITIES LTD.**, as General Partner for  
and  
on behalf of  
**PRINCE ROYAL LIMITED PARTNERSHIP**  
Respondent(s)

Court File No.: CV-10-8592-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**(COMMERCIAL LIST)**

Proceedings commenced at **Toronto**

**ORDER**

**THORNTON GROUT FINNIGAN LLP**  
Barristers and Solicitors  
Canadian Pacific Tower  
100 Wellington Street West  
Suite 3200, P.O. Box 329  
Toronto, ON M5K 1K7

**Grant B. Moffat** (LSUC# 323801 1D)  
Tel: (416) 304-1616  
Fax: (416) 304-1313

Lawyers for the Receiver