

District of:
 Division No.
 Court No.
 Estate No.

Original Amended

- Form 78 -
 Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the matter of the bankruptcy of
 HII (98) GP Inc.
 of the of Halifax, in the Province of Nova Scotia

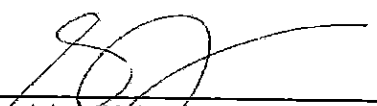
To the bankrupt:


You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 21st day of November 2013. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A"	1. Inventory
28,818,318.00	0.00
Balance of secured claims as per list "B"	2. Trade fixtures, etc.
0.00	0.00
Total unsecured creditors	3. Accounts receivable and other receivables, as per list "E"
28,818,318.00	Good
2. Secured creditors as per list "B"	0.00
0.00	Doubtful
3. Preferred creditors as per list "C"	0.00
0.00	Bad
4. Contingent, trust claims or other liabilities as per list "D"	0.00
estimated to be reclaimable for	Estimated to produce
0.00	0.00
Total liabilities	4. Bills of exchange, promissory note, etc., as per list "F" ...
28,818,318.00	0.00
Surplus	5. Deposits in financial institutions
NIL	0.00
	6. Cash
	0.00
	7. Livestock
	0.00
	8. Machinery, equipment and plant
	0.00
	9. Real property or immovable as per list "G"
	0.00
	10. Furniture
	0.00
	11. RRSPs, RRIFs, life insurance, etc.
	0.00
	12. Securities (shares, bonds, debentures, etc.)
	0.00
	13. Interests under wills
	0.00
	14. Vehicles
	0.00
	15. Other property, as per list "H"
	0.00
	If bankrupt is a corporation, add:
	Amount of subscribed capital
	0.00
	Amount paid on capital
	0.00
	Balance subscribed and unpaid
	0.00
	Estimated to produce
	0.00
	Total assets
	0.00
	Deficiency
	28,818,318.00

I, James F. Miles, of the City of Dartmouth in the Province of Nova Scotia, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 21st day of November 2013 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Halifax in the Province of Nova Scotia, on this 21st day of November 2013.


 Sadira Jan, Commissioner of Oaths
 For the Province of Nova Scotia
 Expires


 James F. Miles

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FORM 78 -- Continued

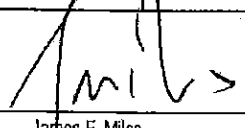
List "A"
 Unsecured Creditors

Hil (98) GP Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Aqua-Clean-Concept	Dessauer Str. 125c 06886 Lutherstadt Wittenberg . Germany	0.00	0.00	0.00
2	Blasius KG	Siedlung 1 Neuburxdorf, D-04931 . Germany	0.00	0.00	0.00
3	Braunfels / Dr. Rainer Oppermann	Königsallee 31 40212 Dusseldorf . Germany	0.00	0.00	0.00
4	DTZ.Zadelhoff	Postbus 74030 1070 BA Amsterdam . The Netherlands	0.00	0.00	0.00
5	DTZ.Zandelhoff	Apollolaan 150 1077 BG Po Box 74030 Amsterdam . The Netherlands	0.00	0.00	0.00
6	Edeka-Miha	Wittelbacherallee 61 32427 Minden . Germany	0.00	0.00	0.00
7	Entwasserungsbetrieb	Heinrich-Heine-Str. 8 06886 Lutherstadt Wittenberg . Germany	0.00	0.00	0.00
8	Essmann GmbH	Postfach 3280 D-32076 Bad Salzuffen . Germany	0.00	0.00	0.00
9	Geyr, Hintz & Partner	Theodor-Heuss-Ring 23 Köln, 50868 . Germany	0.00	0.00	0.00
10	HAI. SECURI GmbH	Delitzscher Strasse 127 08116 Halle/Saale . Germany	0.00	0.00	0.00
11	Hartfield Philips	34th Floor/25 Canada Square Canary Wharf London E14 5LB . United Kingdom	28,818,318.00	0.00	28,818,318.00
12	Hihn VDI	Riedgrasweg 82 70599 Stuttgart . Germany	0.00	0.00	0.00
13	Himvest REMS BV	Beckeringsstraat 36 3762 EX Soest . The Netherlands	0.00	0.00	0.00
14	Homburg Real Estate Service BV	Postbus 87 3760 AB Soest . The Netherlands	0.00	0.00	0.00
15	Imtech Brandschutz GmbH	Standort Berlin Mierstrabe 7-9 12055 Berlin . Germany	0.00	0.00	0.00
16	Imtech Deutschland GmbH	Klausenerstrasse 16 39112 Magdenburg . Germany	0.00	0.00	0.00
17	K.-D. Hinkel	Kapellenstrasse 3 39288 Burg . Germany	0.00	0.00	0.00
18	Meijers Assurantiën	Postbus 707 1180 AS Amsteveen . The Netherlands	0.00	0.00	0.00
19	MEINEL	Dessauer Strass 33 Lutherstadt Wittenberg, 06886 . Germany	0.00	0.00	0.00
20	Noerr LLP	Victoriaplatz 2 Düsseldorf, D-40477 . Germany	0.00	0.00	0.00
21	Noerr LLP	Speditionstrasse 1 D-40221 Dusseldorf . Germany	0.00	0.00	0.00
22	Pabst Hoch & Tiefbau	Lutherstrasse 30a 6886 Wittenberg . Germany	0.00	0.00	0.00
23	Rölfs Partner	Friedrich-Ebert-Anlage 54 60325 Frankfurt a. M. . Germany	0.00	0.00	0.00

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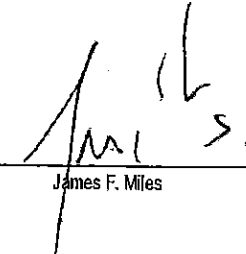
List "A"
Unsecured Creditors

Hli (98) GP Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
24	Rolfs WP Partner AG	Postfach 101916 Frankfurt a.M., 603 . Germany	0.00	0.00	0.00
25	Rupprich Partner Notstromsysteme GmbH	Holler Strasse 61 33758 Schloss Holte-Stukenbrock . Germany	0.00	0.00	0.00
26	Schmidt Aluminium und Metallbau	Mollensdorfer Strasse 13a Wittenberg, 06886 . Germany.	0.00	0.00	0.00
27	Schulze	Dessauer Str. 24 06886 Lu. Wittenberg . Germany	0.00	0.00	0.00
28	Siemens AG	Postfach 48 44 Nürnberg, D-90327 . Germany	0.00	0.00	0.00
29	Stadtwerke Lutherstadt Wittenberg GmbH	Lucas-Cranach-Strasse 22 06886 Lutherstadt Wittenberg . Germany	0.00	0.00	0.00
30	Verschuuren & Schreppers	Postbus 8730 5605 LS Eindhoven . The Netherlands	0.00	0.00	0.00
31	WB Gerüstbau GmbH	Katharinenstrasse 14 Lutherstadt Wittenberg, 06886 . Germany	0.00	0.00	0.00
Total:			28,818,318.00	0.00	28,818,318.00

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FORM 78 - Continued

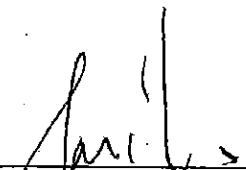
List "B"
Secured Creditors.

HII (98) GP Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim unsecured
			Total:			0.00	0.00	0.00

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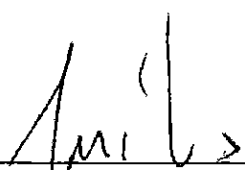
List "C"
Preferred Creditors for Wages, Rent, etc.

HII (98) GP Inc.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

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List "D"
Contingent or Other Liabilities

Hll (98) GP Inc.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

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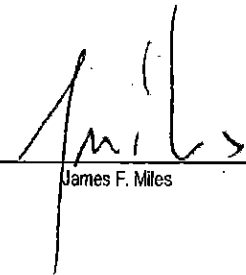
List "E"
Debts Due to the Bankrupt

HII (98) GP Inc.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
			Total:	0.00 0.00 0.00			0.00	

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FORM 78 -- Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

Hil (98) GP Inc.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

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FORM 78 -- Continued

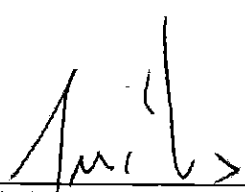
List "G"
Real Property or Immovables Owned by Bankrupt

HII (98) GP Inc.

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
			Total:		
			0.00		0.00

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List "H"
Property

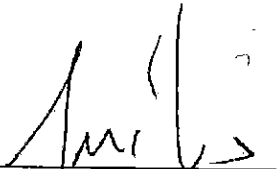
HII (98) GP Inc.

FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other			0.00	0.00
			Total:	0.00

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Date


James F. Miles