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CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

No.: 500-11-041305-117

SUPERIOR COURT
(Commercial Division)

(sitting as a court designated pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended)

**IN THE MATTER OF THE PLAN OF
COMPROMISE OR ARRANGEMENT OF:**

Homburg Invest Inc.
Homburg Shareco Inc.
Churchill Estates Development Ltd.
Inverness Estates Development Ltd.
CP Development Ltd.
North Calgary Land Ltd.
Homburg Management (Canada) Inc.

Debtors / Petitioners

-and-

Homco Realty Fund (52) Limited Partnership
Homco Realty Fund (61) Limited Partnership
Homco Realty Fund (83) Limited Partnership
Homco Realty Fund (88) Limited Partnership
Homco Realty Fund (89) Limited Partnership
Homco Realty Fund (92) Limited Partnership
Homco Realty Fund (94) Limited Partnership
Homco Realty Fund (96) Limited Partnership
Homco Realty Fund (105) Limited Partnership
Homco Realty Fund (121) Limited Partnership
Homco Realty Fund (122) Limited Partnership
Homco Realty Fund (142) Limited Partnership
Homco Realty Fund (190) Limited Partnership
Homco Realty Fund (191) Limited Partnership
Homco Realty Fund (199) Limited Partnership
Castello Development Ltd.

Mises-en-cause

-and-

Samson Bélair/Deloitte & Touche Inc.

Monitor

PROOF OF CLAIM

(FOR HOMCO REALTY FUND (83) LIMITED PARTNERSHIP ONLY)

Please read the enclosed Instruction Letter carefully prior to completing this Proof of Claim.

A. PARTICULARS OF CREDITOR

1. Full legal name of creditor: _____ (the “**Creditor**”).

(Full legal or corporate name should be the name of the original Creditor, not the Assignee. Do not file separate Proofs of Claim by division of the same Creditor.)

2. Full mailing address of the Creditor (the original Creditor, not the Assignee):

3. Telephone number of Creditor: _____

4. Facsimile number of Creditor: _____

5. E-mail address of Creditor: _____

6. Attention (contact person): _____

7. Has the claim been sold or assigned by Creditor to another party?

Yes___ No___ (If yes, please complete section E.)

B. PARTICULARS OF HII GROUP ENTITY

Full legal name of entity against which the claim is made: _____ (**Homco Realty Fund (83) Limited Partnership, being an “HII Group Entity”**).

A SEPARATE PROOF OF CLAIM MUST BE FILED FOR EACH HII GROUP ENTITY.

C. PROOF OF CLAIM

I, _____ [Name of Creditor or Representative of the Creditor],
of _____ (City, Province) do hereby certify:

A) That, I (please check one):

___ am the Creditor of the HII Group Entity; or

___ hold the following position of _____ (state position or title) of the Creditor of the HII Group Entity.

B) The HII Group Entity was and is indebted to the Creditor as follows (include all claims that you assert against the HII Group Entity. Claims should be filed in the currency of the transactions and such currency should be indicated as provided below):

i) Claim (arising on or prior to April 26, 2013):

Amount of Claim	Currency

Amount secured	Amount unsecured

ii) Restructuring Claim or Subsequent Restructuring Claim:

Amount of Claim	Currency

Amount secured	Amount unsecured

If the Claim is in a foreign currency, it shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging the currency to Canadian dollars on April 26, 2013.

D. PARTICULARS OF CLAIM

Provide all particulars of the Covered Claim including amount, description of transaction(s) or agreement(s) giving rise to the Covered Claim, name of any guarantor which has guaranteed the Covered Claim, copies of all relevant agreements and statements of account, and amount of invoices, particulars of all credits, discounts, counterclaims or payments to which the Debtor is entitled, description of the security, if any granted to the Creditor or assigned by the Creditor in respect of the Covered Claim and estimated value of such security, particulars of any subsequent claim and any other supporting documentation. If the claim is contingent or unliquidated, state the basis and provide evidence upon which the claim has been valued.

E. PARTICULARS OF ASSIGNEE(S) (IF ANY)

1. Full Legal Name of Assignee(s) of Claim *(if all or a portion of the Claim has been sold). (If there is more than one assignee, please attach separate sheets with the following information):*

_____ (the "Assignee")

Amount of Total Claim Assigned \$ _____

Amount of Total Claim Not Assigned \$ _____

Total Amount of Claim \$ _____

(should equal the total claim as entered in Section C)

2. Full mailing address of Assignee:

3. Telephone number of Assignee: _____

4. Facsimile number of Assignee: _____

5. E-mail address of Assignee: _____

6. Attention (contact person): _____

F. FILING OF PROOF OF CLAIM

The duly completed Proof of Claim together with supporting documentation must be returned and received by the Monitor, no later than **5:00 p.m. (Eastern Prevailing Time) on May 17, 2013**, by e-mail, facsimile, courier or registered mail to the address set out below:

FAILURE TO FILE YOUR PROOF OF CLAIM AGAINST HOMCO REALTY FUND (83) LIMITED PARTNERSHIP BY SUCH DATE WILL RESULT IN YOUR CLAIM BEING FOREVER EXTINGUISHED AND BARRED.

Mailing Address:

Samson Bélair/Deloitte & Touche Inc., Court-appointed Monitor of
Homburg Invest Inc. and certain of its related entities
1 Place Ville Marie, Suite 3000
Montreal QC H3B 4T9

Attention: Eric Vincent
Fax: 514-390-4103
E-mail: HomburgInvestCCAA@deloitte.ca

G. CERTIFICATION

I hereby certify that:

- I am the Creditor or an authorized representative of the Creditor;
- I have knowledge of all the circumstances connected with this Covered Claim;
- The Creditor asserts this Covered Claim against the HII Group Entity; and
- Complete documentation in support of this Covered Claim is attached.

DATED at _____ this _____ day of _____, 2013.

(Signature of Witness)

(Signature of individual completing this form)

(Please print name)

(Please print name)

An electronic version of this form is available at <http://www.deloitte.com/ca/homburg-invest>.