

Form 6-5  
(Subrule 6-5(1))

COURT FILE NUMBER Q.B. No. 1693 of 2017

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN

JUDICIAL CENTRE SASKATOON

APPLICANTS COPPER SANDS LAND CORP., WILLOW RUSH DEVELOPMENT CORP., MIDTDAL DEVELOPMENTS & INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD., JJL DEVELOPMENTS & INVESTMENTS CORP. and MDI UTILITY CORP.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
RSC 1985, c C-36, AS AMENDED

AND IN THE MATTER OF A PROPOSED PLAN OF ARRANGEMENT FOR THE CREDITORS OF  
COPPER SANDS LAND CORP., WILLOW RUSH DEVELOPMENT CORP., MIDTDAL  
DEVELOPMENTS & INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD., JJL  
DEVELOPMENTS & INVESTMENTS CORP. and MDI UTILITY CORP.

NOTICE OF APPLICATION

**NOTICE TO RESPONDENTS: All persons listed in the attached Service List**

This application is made against you. You are a respondent. You have the right to state your side of this matter before the Court.

To do so, you must be in Court when the application is heard as shown below:

Where	Court House, 520 Spadina Crescent East Saskatoon, Saskatchewan
Date	Tuesday, October 16, 2018
Time	11:00 am

*(Read the Notice at the end of this document to see what else you can do and when you must do it.)*

**Remedy claimed or sought:**

1. An Order (with the consent of the Senior Secured Creditors, as defined below) extending the Amended and Restated Initial Order, and the stay of proceedings provided for therein, effective as of 12:01 a.m. on Tuesday, October 16, 2018, until 11:59 p.m. Saskatchewan time on Tuesday, October 23, 2018.
2. In the alternative, an Order approving the Sales and Information Process for the sale of the property (the "**Property**" or the "**Subject Assets**") of the Applicants, Copper Sands Lands Corp. ("**CSLC**"), Willow Rush Development Corp., Midtdal Developments & Investments Corp., Prairie Country Homes Ltd., JJL Developments & Investments Corp. and MDI Utility Corp. (collectively,

the "**Applicants**" or "**Copper Sands Group**") and providing for other ancillary relief, including the creation of a Monitor's SIP Charge in the amount of \$125,000.00, to rank subordinate to the Administration Charge established by the Amended and Restated Initial Order granted in these proceedings on July 5, 2018 by the Honourable Mr. Justice N.G. Gabrielson (the "**Amended and Restated Initial Order**"), in order to secure the reasonable professional fees of the Monitor and its counsel in respect of the SIP and/or any transactions resulting therefrom.

3. Such further and other relief as counsel may request and this Honourable Court may allow.

**Grounds for making this application:**

4. The Applicants applied for their first Initial Order pursuant to the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36 (the "**CCAA**") in November of 2017. This application was initially heard on November 15, 2017 before the Honourable Mr. Justice N.G. Gabrielson. Justice Gabrielson granted the Initial Order on December 20, 2017.
5. The first Initial Order was subsequently extended by way of further Orders of the Court until July 5, 2018, on which date the Court granted the Amended and Restated Initial Order and extended the stay of proceedings to September 5, 2018. That stay of proceedings was, in turn, subsequently extended to October 15, 2018 by way of a consent Order dated September 5, 2018 (the "**September 5 Order**").

Primary Relief: Short-Term Extension of Stay

6. CSLC has entered into a binding contract to sell the Mobile Home Park (the "**Proposed Transaction**"). A \$50,000.00 deposit is in place with the prospective purchaser's Regina legal counsel. The prospective purchaser's conditions are required to be removed, and a further \$100,000.00 deposit placed, on or before October 14, 2018.
7. Section 36 of the CCAA requires Court approval of any sale of assets which occurs outside the ordinary course of business. The proposed sale of the Mobile Home Park would be such a sale.
8. As of the time of this Notice of Application, the prospective purchaser's conditions have not yet been removed, and CSLC is therefore not yet in a position to apply for a Sale Approval and Vesting Order pursuant to section 36 of the CCAA. CSLC is hopeful that conditions can be removed prior to the hearing scheduled for Tuesday, October 16, 2018 in respect of this matter.
9. The Applicants are seeking a one-week extension of the stay of proceedings in order to facilitate the removal of conditions, the placing of the second deposit, and CSLC's application for a Sale Approval and Vesting Order. The Applicants recognize that they are not entitled to this relief

unless the Senior Secured Creditors (as defined below) consent, and will be seeking to obtain that consent prior to or at the hearing scheduled for Tuesday, October 16.

10. A draft version of the Order (Extension of Stay of Proceedings) sought by the Applicants as their primary relief is attached as **Schedule A** to this Notice of Application.

Alternative Relief: Sale of Assets

11. The September 5 Order provided, among other things, that:
  - (a) the Applicants would provide lists of the Subject Assets (the "**Subject Asset List**") to their three senior secured creditors (IPR Capital Ltd. ("**IPR Capital**"), Industrial Properties Regina Limited ("**IPRL**"), and 101297277 Saskatchewan Ltd. ("**7277**"; together with IPR Capital and IPRL, the "**Senior Secured Creditors**") on or before September 18, 2018;
  - (b) subsequent to the delivery of the Subject Asset List, the Senior Secured Creditors would be entitled to designate two representatives to attend upon the real property owned by the Applicants and to inspect the real property and other assets owned by the Applicants, accompanied by the Monitor; and
  - (c) the Senior Secured Creditors and the Applicants were to agree to the terms of the sale of the Subject Assets no later than October 4, 2018 or, if the Senior Secured Creditors and the Applicants could not agree to the terms of sale, then the terms of sale would be heard and determined by Justice Gabrielson on October 15, 2018.
12. The Subject Asset List was delivered on September 18, 2018, and the inspection of the Subject Assets occurred on October 1, 2018, all as contemplated in the September 5 Order. On October 4, 2018, the Applicants, in consultation with the Monitor, presented the Senior Secured Creditors, through their counsel, with a proposal for a Sales and Information Process respecting the Subject Assets, to be conducted by the Monitor (the "**Monitor's Proposed Asset Sale Process**"). Counsel for IPR Capital and IPRL stated that "Our clients are not interested." No response has been received from counsel for 7277.
13. On October 10, 2018, counsel for IPR Capital and IPRL circulated, for the first time, a proposed form of an Order that would see the Property sold by way of tenders to be submitted to George Morris, Q.C., a sole practitioner practicing in Fort Qu'Appelle, Saskatchewan ("**IPRL's Proposed Asset Sale Process**"). This Order, if granted, would be wholly inadequate to maximize the value realized from the sale of the Property for the benefit of all stakeholders. With all due respect to Mr. Morris, IPRL's Proposed Asset Sale Process appears to be designed to facilitate a credit bid on behalf of one or more of the Senior Secured Creditors, without any attempts (beyond

newspaper advertisements limited to the Province of Saskatchewan) being made to locate qualified bidders.

14. If agreement cannot be reached on a short-term extension to facilitate the removal of conditions and the approval of a Sale Approval and Vesting Order in respect of the Proposed Transaction, the Applicants will be asking that the Court approve the Monitor's Proposed Asset Sale Process, and not IPRL's Proposed Asset Sale Process. The Applicants' proposed Order (Sale of Assets) which it would ask the Court to grant in that circumstance, is attached to this Notice of Application as **Schedule B**.
15. An extension of the stay of proceedings established by the Amended and Restated Initial Order is required whether this Court approves the SIP or the sales process put forward by the IPR Capital and IPRL.

**Material or evidence to be relied on:**

16. This Notice of Application, with proof of service;
17. Affidavit of Carmen Balzer sworn October 12, 2018;
18. Fourth Report of the Monitor;
19. Brief of Law of the Applicant;
20. Draft Order (Extension of Stay of Proceedings), attached to this Notice of Application as **Schedule A**;
21. Draft Order (Sale of Assets), attached to this Notice of Application as **Schedule B**; and
22. Such further and other materials as counsel may advise and this Honourable Court may allow.

**Applicable Acts and regulations:**

23. *Companies' Creditors Arrangement Act*, RSC 1985, c C-36.

24. *The Queen's Bench Act*, SS 1998, c Q-1.01, section 12.

DATED at Saskatoon, Saskatchewan, this 12<sup>th</sup> day of October, 2018.

**MLT AIKINS LLP**

Per: 

Jeffrey M. Lee, Q.C. and Paul Olfert, Counsel for the Applicants, Copper Sands Lands Corp., Willow Rush Development Corp., Midtdal Developments & Investments Corp., Prairie Country Homes Ltd., JLL Developments & Investments Corp. and MDI Utility Corp.

**NOTICE**

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

**CONTACT INFORMATION AND ADDRESS FOR SERVICE**

Name of firm: MLT Aikins LLP  
Name of lawyer in charge of file: Jeffrey M. Lee, Q.C. / Paul Olfert  
Address of legal firms: 1500 - 410 22nd Street, Saskatoon SK S7K 5T6  
Telephone number: (306) 975-7136  
Fax number: (306) 975-7145  
E-mail address: JMLee@mltaikins.com / POlfert@mltaikins.com

**SCHEDULE A**

**Draft Order (Extension of Stay of Proceedings)**

**COURT FILE NUMBER** Q.B. No. 1693 of 2017

**COURT OF QUEEN'S BENCH FOR SASKATCHEWAN**

**JUDICIAL CENTRE** SASKATOON

**APPLICANTS** COPPER SANDS LANDS CORP., WILLOW RUSH DEVELOPMENT CORP., MIDTDAL DEVELOPMENTS & INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD. and JIL DEVELOPMENTS & INVESTMENTS CORP.

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
RSC 1985, c C-36, AS AMENDED**

**AND IN THE MATTER OF A PROPOSED PLAN OF ARRANGEMENT FOR THE CREDITORS OF  
COPPER SANDS LANDS CORP., WILLOW RUSH DEVELOPMENT CORP., MIDTDAL  
DEVELOPMENTS & INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD. and JIL  
DEVELOPMENTS & INVESTMENTS CORP.**

**ORDER**

**(Extension of Amended and Restated Initial Order)**

Before the Honourable Mr. Justice N.G. Gabrielson in Chambers the 16th day of October, 2018.

On the application of Jeffrey M. Lee, Q.C. and Paul Olfert, counsel on behalf of the Applicants, Copper Sands Land Corp., Willow Rush Development Corp., Midtdal Developments & Investments Corp., Prairie Country Homes Ltd., JIL Developments & Investments Corp. and MDI Utility Corp. (collectively, the "**Applicants**"), and upon reading the Consent Order endorsed by counsel for each of the Applicants, IPR Capital Ltd., Industrial Properties Regina Limited, 101297277 Saskatchewan Ltd., and Deloitte Restructuring Inc., all filed; and the pleadings and proceedings herein; and upon hearing from counsel present:

**The Court orders:**

1. The time for service of the Notice of Application in respect of this Order (and all supporting materials filed by the Applicant in support of its application for this Order) is hereby abridged and service thereof is deemed good, valid, timely and sufficient.
2. The Amended and Restated Initial Order granted in these proceedings on July 5, 2018 by the Honourable Mr. Justice N.G. Gabrielson and the stay of proceedings provided for therein shall be and are hereby further extended, effective as of 12:01 a.m. on Tuesday, October 16, 2018, until 11:59 p.m. Saskatchewan time on Tuesday, October 23, 2018.

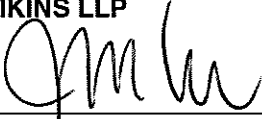
**ISSUED** at Saskatoon, Saskatchewan, this \_\_\_\_ day of October, 2018.

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(Deputy) Local Registrar

CONSENTED TO as to form and content this 12<sup>th</sup> day of October, 2018.

**MLT AIKINS LLP**

Per:   
Jeffrey M. Lee, Q.C. and Paul Olfert, counsel for  
Copper Sands Land Corp., Willow Rush  
Development Corp., Midtdal Developments &  
Investments Corp., Prairie Country Homes Ltd.,  
JLJ Developments & Investments Corp. and  
MDI Utility Corp.

CONSENTED TO as to form and content this \_\_\_\_\_ day of October, 2018.

**KANUKA THURINGER LLP**

Per: \_\_\_\_\_  
Diana Lee, Q.C. and Alex Shalashniy, counsel  
for IPR Capital Ltd. and Industrial Properties  
Regina Limited

CONSENTED TO as to form and content this \_\_\_\_\_ day of October, 2018.

**MILLER THOMSON LLP**

Per: \_\_\_\_\_  
Rick M. Van Beselaere, Q.C., counsel for  
101297277 Saskatchewan Ltd.

CONSENTED TO as to form and content this \_\_\_\_\_ day of October, 2018.

**McDOUGALL GAULEY LLP**

Per: \_\_\_\_\_  
Ian Sutherland, counsel for the Receiver,  
Deloitte Restructuring Inc.

**CONTACT INFORMATION AND ADDRESS FOR SERVICE**

Name of the firm: MLT Aikins LLP  
Lawyer in charge of file : Jeffrey M. Lee Q.C. / Paul Olfert  
Address of firm: 1500, 410 22<sup>nd</sup> Street E, Saskatoon SK S7K 5T6  
Telephone number: 306.975.7100  
Fax number: 306.975.7145  
Email address: JMLee@mltaikins.com / POlfert@mltaikins.com

**SCHEDULE B**

**Draft Order (Sale of Assets)**

**COURT FILE NUMBER** Q.B. No. 1693 of 2017

**COURT OF QUEEN'S BENCH FOR SASKATCHEWAN**

**JUDICIAL CENTRE** SASKATOON

**APPLICANTS** COPPER SANDS LAND CORP., WILLOW RUSH DEVELOPMENT CORP., MIDTDAL DEVELOPMENTS & INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD., JJL DEVELOPMENTS & INVESTMENTS CORP. and MDI UTILITY CORP.

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
RSC 1985, c C-36, AS AMENDED**

**AND IN THE MATTER OF A PROPOSED PLAN OF ARRANGEMENT FOR THE CREDITORS OF  
COPPER SANDS LAND CORP., WILLOW RUSH DEVELOPMENT CORP., MIDTDAL  
DEVELOPMENTS & INVESTMENTS CORP., PRAIRIE COUNTRY HOMES LTD., JJL  
DEVELOPMENTS & INVESTMENTS CORP. and MDI UTILITY CORP.**

**ORDER  
(Sale of Assets)**

Before the Honourable Mr. Justice N.G. Gabrielson in Chambers the 16th day of October, 2018.

Upon the application by Jeffrey M. Lee, Q.C. and Paul Olfert, counsel on behalf of the Applicants, Copper Sands Lands Corp. ("**CSLC**"), Willow Rush Development Corp., Midtdal Developments & Investments Corp., Prairie Country Homes Ltd., JJL Developments & Investments Corp. and MDI Utility Corp. (collectively, the "**Applicants**" or "**Copper Sands Group**"), and upon hearing from all counsel present, and upon reading the Notice of Application dated October 12, 2018, the Fourth Report of the Monitor, Affidavit of Carmen Balzer sworn October 12, 2018, Brief of Law, and a proposed draft Order, all filed on behalf of the Applicants; and the pleadings and proceedings herein:

**The Court orders:**

1. All capitalized terms used herein and not otherwise defined shall have the same meanings as defined in the Amended and Restated Initial Order granted in these proceedings on July 5, 2018 by the Honourable Mr. Justice N.G. Gabrielson (the "**Amended and Restated Initial Order**").
2. Service of the Notice of Application on behalf of the Applicants and the materials filed in support thereof (collectively, the "**Application Materials**") shall be and is hereby deemed to be good and valid and, further, shall be and is hereby abridged, such that service of such Application Materials is deemed to be timely and sufficient.

**Sales and Information Process**

3. The Sales and Information Process described in the letter from the Monitor dated October 3, 2018 and attached to this Order as **Schedule A** (the "**SIP**") shall be and is hereby authorized and approved.
4. The Applicants and the Monitor are authorized and directed to implement the SIP, and to take such further and other steps which are reasonably necessary or desirable in implementing the SIP.



5. In implementing and carrying out the SIP, the Applicants and the Monitor (in their sole discretion) shall be authorized to recommend any offer for approval by this Honourable Court, and shall not be bound to accept the highest (or any) offer.
6. The Monitor shall have no personal or corporate liability in connection with the SIP including, without limitation:
  - (a) by advertising the SIP, including, without limitation, the opportunity to acquire all or a portion of the Property;
  - (b) by showing the Property to any and all parties;
  - (c) by responding to any and all requests or inquiries regarding due diligence conducted in respect of the Applicants or the Property;
  - (d) through the disclosure of any and all information regarding the Applicants or the Property arising from, incidental to or in connection with the Sales Process;
  - (e) in relation to any and all offers received by the Applicants in accordance with the Sales Process; and
  - (f) in relation to any agreements entered into by the Applicants in respect of the investment in or financing of the Business or sale of any of the Property.
7. Pursuant to clause 7(3)(c) of the *Personal Information Protection and Electronic Documents Act* (Canada):
  - (a) the Applicants and the Monitor shall be and are hereby authorized, in connection with the SIP, to disclose personal information of identifiable individuals to prospective investors, financiers, purchasers or offerors and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sale transactions (each, a "Transaction");
  - (b) each prospective purchaser to whom such information is disclosed shall maintain and protect the privacy of such information and shall limit the use of such information to its evaluation of the Transaction, and if it does not complete a Transaction, such prospective purchaser shall: (i) return all such information to the Applicants or the Monitor, as applicable; (ii) destroy all such information; or (iii) in the case of such information that is electronically stored, destroy all such information to the extent it is reasonably practical to do so; and
  - (c) the purchaser of any Property shall be entitled to continue to use the personal information provided to it in relation to the Property purchased in a manner which is in all material respects identical to the prior use of such information by the Applicants, but shall return all other personal information to the Applicants or the Monitor, as applicable, or ensure that all other personal information is otherwise destroyed.
8. No person having notice of this Order shall interfere in any way with the SIP or the actions of the Applicants and the Monitor in implementing the SIP. For greater certainty, a communication to or with:
  - (a) a prospective purchaser, which has the purpose or effect of discouraging that prospective purchaser from participation (or further participation) in the SIP or from making an offer to purchase any of the Property; or
  - (b) a prospective provider of financing to a prospective purchaser, which has the purpose or effect of discouraging that prospective provider of financing from providing financing for a transaction resulting from the SIP;

shall be considered interference with the SIP contrary to this Order.

## Monitor's SIP Charge

9. Notwithstanding paragraph 10 of this Order:

- (a) the following provision shall be and is hereby added after paragraph 31A of the Amended and Restated Initial Order:

"31B. The Monitor and counsel for the Monitor shall further be entitled to the benefits of and are hereby granted an additional charge (the "**Monitor's SIP Charge**") on the Property, which charge shall not exceed an aggregate amount of \$125,000.00, as further security for their reasonable professional fees and disbursements incurred in relation to the Sales and Information Process approved in these proceedings and/or any transactions resulting therefrom, both before and after the making of this Order. The Monitor's SIP Charge shall have the priority set out in paragraphs 39 and 42 hereof.";

- (b) paragraph 39 of the Amended and Restated Initial Order shall be and is hereby deleted and replaced with the following:

"The priorities of the Administration Charge, the Subordinate Administration Charge, and the Monitor's SIP Charge (collectively, the "**Charges**"), as among them, shall be as follows:

- (a) First – Administration Charge (to the maximum amount of \$250,000.00);
- (b) Second – Monitor's SIP Charge (to the maximum amount of \$125,000.00); and
- (c) Third, the Subordinate Administration Charge (to the maximum amount of \$500,000.00), which shall be a charge against all of the Property subsequent and subordinate to the security interests of the Senior Secured Creditors in the Property."; and
- (c) in paragraph 42 of the Amended and Restated Initial Order, the following sentence shall be and is hereby added between the third and fourth sentences of that paragraph, namely:

"The Monitor's SIP Charge shall rank in priority to all other Encumbrances in favour of any Person, except the Administration Charge which shall have priority over the Monitor's SIP Charge."

## General Matters

10. Subject to this Order, the Amended and Restated Initial Order and the stay of proceedings provided for therein shall be and are hereby further extended, effective as of 12:01 a.m. on Tuesday, October 16, 2018, until 11:59 p.m. Saskatchewan time on Tuesday, January 15, 2019.

11. The Applicants shall be entitled to continue their efforts to obtain financing for the purposes of paying out the indebtedness agreed by the Applicants to be owing to the Senior Secured Creditors, as set out in the Amended and Restated Initial Order, and/or to continue their efforts to

sell some or all of the Property outside the SIP, unless and until the Monitor notifies the Applicants in writing that such efforts must cease in order to facilitate the completion of the SIP.

**ISSUED** at Saskatoon, Saskatchewan, this \_\_\_\_ day of October, 2018.

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(Deputy) Local Registrar

**CONTACT INFORMATION AND ADDRESS FOR SERVICE**

Name of firm:	MLT Aikins LLP
Name of lawyer in charge of file:	Jeffrey M. Lee, Q.C. / Paul Olfert
Address of legal firms:	1500 - 410 22nd Street, Saskatoon SK S7K 5T6
Telephone number:	(306) 975-7136
Fax number:	(306) 975-7145
E-mail address:	JMLee@mltaikins.com / POlfert@mltaikins.com

**SCHEDULE A to Order (Sale of Assets)**

**Sales and Information Process**

See attached.



Deloitte Restructuring Inc.  
360 Main Street  
Suite 2300  
Winnipeg MB R3C 3Z3  
Canada

Tel: (204)944-3611  
Fax: (204)947-2689  
www.deloitte.ca

October 3, 2018

VIA EMAIL: [JMLee@mltaikins.com](mailto:JMLee@mltaikins.com)

MLT Aikins LLP  
1500 – 410 22<sup>nd</sup> Street East  
Saskatoon, SK S7K 5T6

Attention: Jeff Lee

Dear Sir,

**Subject: Proposed sales and information process for the assets of Copper Sands Land Corporation, Willow Rush Development Corp., Middal Developments & Investments Corp., Prairie Country Homes Ltd., JLL Developments & Investments Corp. and MDI Utility Corp. (collectively the “Applicants” or the “Companies”)**

In accordance with paragraph 8 of the September 5, 2018 Court Order, the Senior Secured Creditors and the Applicants were to agree to terms of sale for the real property and assets owned by the Applicants (the “Subject Assets”) no later than October 4, 2018. As you requested, the undernoted provides an overview of a sales and information process (the “SIP”) suggested by Deloitte Restructuring Inc., in its capacity as Monitor, for the Subject Assets.

**Phase 1: Development of SIP documents and listing of prospective interested parties (2-3 weeks)**

The Monitor will develop a comprehensive SIP to distribute to prospective interested purchasers. Key components of the SIP will include:

1. Invitation for Offers:
  - a. Description of the nature of the Monitor’s appointment and role;
  - b. General overview of the parcels of land, buildings, equipment, and stage of construction of the utility facility; and
  - c. Timing for asset viewings, due diligence, non-disclosure agreement (if deemed appropriate), offer deadlines, and expected closing dates.
2. Terms and Conditions of Sale:
  - a. Subject Assets will be sold on an “as is, where is” basis with no representations or warranties;
  - b. Offers to be received via a sealed bid process with all bids being submitted to the Monitor and accompanied by a 20% certified deposit;
  - c. Offers will be subject to obtaining a Court approved sale and vesting order; and

- d. Other terms and conditions as necessary to ensure the integrity of the SIP.
3. Detailed asset descriptions of the Subject Assets developed with the assistance of management and its technical advisors including:
    - a. Land locations;
    - b. Property tax rolls;
    - c. Details of all buildings and equipment owned by the Companies;
    - d. Details of the infrastructure assets including age, capacities, and costs of installation;
    - e. Financial information with respect to the operational revenues and costs of the Copper Sands Mobile Home Park;
    - f. Status of the utility facility construction, equipment required to complete construction, and information regarding future plans (i.e. engineering drawings, etc.);
    - g. Selected Subject Asset photographs; and
    - h. Creation of an on-line data room if deemed appropriate.

**Phase 2: Marketing the SIP, prospective purchaser due diligence and site visits (4-6 weeks)**

Through public advertising and direct contact with prospective parties identified within the Liquidator's network and through discussion with management, the Monitor will expose the Subject Assets to a variety of prospective purchasers.

In addition to direct contact with prospective purchasers, the Monitor will also solicit liquidation proposals from major auction houses and commercial real estate brokers to ensure broad exposure of the Subject Assets.

**Phase 3: Review and selection of the best offer(s) in consultation with the Senior Secured Creditors (1-2 weeks)**

At the conclusion of the SIP, the Monitor will provide a report to the Court summarizing the offers received, those recommended for approval (subject to consultation with the Senior Secured Creditors as appropriate), and requesting a sales approval and vesting order.

Should any further information be required with respect to the Monitor's proposed SIP, please do not hesitate to contact the undersigned at (204)944-3611.

Regards,

**DELOITTE RESTRUCTURING INC.**

In its capacity as Monitor of  
Copper Sands Land Corp., Willow Rush Development Corp., Middal Developments & Investments Corp., Prairie Country Homes Ltd., JIL Developments & Investments Corp., and MDI Utility Corp., and not in its personal capacity.



Per: Brent Warga, CPA, CA, CIRP, LIT  
Senior Vice-President