

COURT FILE NUMBER 1201-05843  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
DOCUMENT **THIRTY-FIRST REPORT OF THE MONITOR**

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, RSC 1985, c-36, AS AMENDED AND IN THE MATTER OF UBG BUILDERS INC., ALBERTA BUILDERS CAPITAL INC., ALPINE HOMES (2006) INC., AMERICAN BUILDERS CAPITAL (US) INC., EDGEWATER AT GRIESBACH INC., ELITE HOMES (2006) LTD., EVOLUTION BY GREENBORO INC., GREENBORO COMMUNITIES (2006) INC., GREENBORO ESTATE HOMES (2006) LTD., GREENBORO HOMES (2006) LTD., GREENBORO LUXURY HOMES INC., HIGH POINTE INC., MOUNTAINEERS VILLAGE (2006) INC., MOUNTAINEERS VILLAGE II INC., ORIGINS AT CRANSTON INC., SOUTH TERWILLEGAR VILLAGE INC., THE BRIDGES MANAGEMENT INC., THE LEDGES INC., TIMBERLINE LODGES (2006) INC., TODAY'S COMMUNITIES (2006) INC., TODAY'S HOMES (2006) INC., TUSCANY DEVELOPMENTS (2006) INC., UBG ALBERTA BUILDERS (2006) INC., UBG ALPINE HOMES (2006) LTD., UBG BRIDGES INC., UBG BUILDERS (USA) INC., UBG COMMERCIAL INC., UBG LAND INC., UBG LOT DEPOSIT CORP., UBG 4500 CALGARY INC., UBG 75 CANMORE INC., UBG 808 CALGARY INC., UNITY INVESTMENTS (2012) INC., VALMONT AT ASPEN STONE INC., VALOUR PARK AT CURRIE INC., VILLAGE AT THE HAMPTONS INC., VILLAGE ON THE PARK INC., WILDERNESS HOMES BY RIVERDALE INC., WILDERNESS RIDGE AT STEWART CREEK INC. (COLLECTIVELY, THE "**UBG GROUP OF COMPANIES**")

**DATED DECEMBER 6, 2017**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

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Monitor

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Appendix "A" – Today's Homes Dispute Notice

Appendix "B" – Today's Homes Dispute Notice

## Introduction

1. On May 9, 2012, the Court of Queen's Bench of Alberta ("**Court**") issued an order ("**Initial Order**") granting the UBG Group of Companies ("**UBG**" or the "**Company**") protection pursuant to the *Companies' Creditors Arrangement Act* ("**CCAA**") (the "**CCAA Proceedings**"). Ernst & Young Inc. ("**EY**") was appointed monitor ("**Monitor**") under the Initial Order.
2. On August 10, 2016, the Court issued an Order substituting Deloitte Restructuring Inc. ("**Deloitte**") as Monitor in place of EY in connection with the move of Robert J. Taylor to Deloitte.
3. Since the date of the Initial Order, the Monitor has filed 30 reports plus 15 project-specific reports in these CCAA Proceedings in connection with various Court applications made by UBG and other parties including obtaining approval for various protocols for interim financing with several of the Company's lenders.
4. Pursuant to a Court Order made on October 18, 2017, the stay of proceedings under the Initial Order was extended from August 31, 2017 to February 28, 2018. The stay of proceedings expired on February 28, 2018.
5. Capitalized terms not defined in this thirty-first report (the "**Report**") are as defined in all Reports and orders previously issued in respect of these CCAA Proceedings.

### Purpose of this Report

6. The purpose of this Report is to:
  - a) Provide an update on certain of the Company's development projects since the date of the Monitor's thirtieth report; and
  - b) Respectfully recommend that this Honourable Court make Orders:
    - 6.b.1. approving the disallowances and revisions issued by the monitor for the claims made against the various projects as described later in this Report;
    - 6.b.2. lift the stay of proceedings under the Initial Order;
    - 6.b.3. appoint the Monitor as Receiver and Manager of the UBG entities as described later in this Report; and
    - 6.b.4. provide such further and other relief that the Court considers just and warranted in the circumstances.

### Terms of reference

7. In developing this Report, the Monitor has relied upon unaudited financial information prepared by the Company's management, the Company's books and records and discussions with its management. The Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the

information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards pursuant to the *Chartered Professional Accountants Canada Handbook* and, accordingly, the Monitor expresses no opinion or other form of assurance in respect of the information. Future-oriented financial information relied upon in this Report is based on management's assumptions regarding future events. Actual results achieved may vary from this information and these variations may be material, and as such the Monitor expresses no opinion or other form of assurance with respect to the accuracy of any financial information presented in this Report, or relied upon by the Monitor in preparing this Report.

### Currency

8. All currency references in this Report are in Canadian dollars.

## Background

### Overview

9. UBG is a real estate development group overseeing various homebuilder companies. UBG is involved in residential and commercial real estate development in Alberta and real estate investment through its investment arms, Unity Investments (2012) Inc. ("**Unity Investments**"), Alberta Builders Capital Inc. ("**ABC Capital**") and American Builders Capital (US) Inc. ("**ABC US Capital**"). UBG was previously involved in residential real estate in Colorado Springs, Colorado, and San Antonio, Texas; however, all operations in the United States have been discontinued.
10. Considerable background detail and materials were included in the Monitor's Second Report and in the May 8, 2012 affidavit of Robert Friesen (the "**May 8<sup>th</sup> Friesen Affidavit**") filed in these CCAA Proceedings which included, *inter alia*, details on:
  - a) The Company's corporate organization and divisional structure;
  - b) Background on single family and multi-family projects;
  - c) Further information on operations in the US;
  - d) Commercial land and building holdings; and
  - e) Investors.

### Company's Activities

11. Since the commencement of the CCAA Proceedings, UBG addressed numerous projects and those efforts, among other things, included:
  - a) Continuing to close the sale of Residential Units;

- b) Discussions and meetings with certain Company lenders;
- c) Discussions and meetings with Alberta New Home Warranty Program ("**ANHWP**");
- d) Quitclaiming UBG's head office property located in Calgary, Alberta owned by UBG 808 Calgary Limited Partnership to ICI Capital Corporation ("**ICI**");
- e) Quitclaiming and/or conveying 31 condominium units located in Canmore, Alberta owned by Timberline Lodges Limited Partnership to ICI and Bank of Montreal ("**BMO**");
- f) Closing the sale of the property located in Canmore owned by The Ledges Limited Partnership;
- g) Communicating with investors and Olympia Trust Company in respect of a solution to the Mountaineers Village II Project located in Canmore;
- h) Closing the sale of 19 condominium units located in Canmore owned by Wilderness Ridge at Stewart Creek Limited Partnership ("**Wilderness**") and making a distribution to the creditors of Wilderness;
- i) Closing the sale of the commercial property located in Canmore owned by UBG 75 Canmore Limited Partnership;
- j) Closing the sale of the property located in Edmonton, Alberta owned by Village at the Hamptons Limited Partnership;
- k) Closing the sale of the property located in Edmonton owned by Edgewater at Griesbach Limited Partnership;
- l) Closing the agreement for transfer of the property located in Calgary owned by UBG Bridges Limited Partnership ("**Bridges**");
- m) Concluding the South Terwillegar Village Limited Partnership Project ("**Terwillegar**") and making an initial distribution to the Terwillegar investors;
- n) Vesting the lands located in Calgary owned by Valour Park at Currie Limited Partnership ("**Valour Park**") to Canadian Western Bank ("**CWB**");
- o) Closing the sale of the property located in Edmonton owned by Village at Laurels Limited Partnership;
- p) Closing the sale of the Project located in Calgary owned by Valmont at Aspen Stone Limited Partnership ("**Valmont**") and making a distribution to the creditors of Valmont;
- q) Closing the sale of seven townhouse units owned by Origins at Cranston Limited Partnership ("**Origins**") to Attainable Homes Calgary Corporation ("**Attainable Homes**");
- r) Collecting an intercompany receivable in respect of Wilderness Homes by Riverdale Limited Partnership ("**Riverdale**") and making a distribution to the creditors of Riverdale;

- s) Negotiating the financing and completion of, and then the return of, 40 Calgary lots owned by Today's Homes Limited Partnership ("**Today's Homes**") to United Communities;
- t) Successfully emerging Greenboro Homes Limited Partnership ("**GHL**") from these CCAA Proceedings effective August 29, 2013;
- u) Obtaining Court approval of a stalking horse solicitation process and subsequently a sale vesting Order in respect of Phase 3 of the Origins Project;
- v) Resolving disputes in respect of claims against the Origins net sales proceeds and distributing funds to creditors;
- w) Communicating and working with the investors in ABC US Capital and United States legal counsel in connection with the Court approved assignment of security to Valiant Trust Company ("**Valiant**");
- x) Communicating and working with the investors in the Murals at High Pointe Project, including the appointment of an investor steering committee, listing the Murals Project for sale and accepting the Fennell Offer and distributed funds to creditors;
- y) Obtaining Court approval of Greenboro Estate Homes Limited Partnership's ("**GEH**") Plan of Compromise and Arrangement ("**Plan**") and successfully closing the transactions contemplated by the Plan and implementing same;
- z) Working with Calbridge Homes in connection with developers, lenders, creditors and stakeholders;
- aa) Undertaking a detailed review of the banking information of the Village on the Park Project ("**VOP**"), negotiating a settlement with Lear Construction Management Ltd. ("**Lear**") and making the final distribution to the VOP creditors and equity holders;
- bb) Working with the Monitor and its legal counsel to assess claims filed by creditors in these CCAA Proceedings including obtaining certain settlements;
- cc) Dealing with various lienholders in connection with the establishment, maintenance, verification and payment of various lien claims;
- dd) Addressing various Goods and Services Tax ("**GST**") matters; and
- ee) Working with legal counsel and the Monitor in respect of certain UBG joint venture arrangements held by UBG Land Inc. ("**UBG Land**").

## Multi-Family Projects

### South Terwillegar

12. The project known as Terwillegar is a two-phase 112-unit townhome complex located in Edmonton, Alberta. All construction is complete.
13. On July 10, 2013, UBG entered into an Interim Financing Agreement with Scotiabank whereby Scotiabank agreed to finance the remaining construction costs on 22 unfinished units. Concurrently, UBG entered into an Amended Development Agreement with Footprint Developments Ltd. ("**Footprint**") to complete construction of Terwillegar. Scotiabank was paid its loans in full in December 2013.
14. Unity Investments also provided financing on the Terwillegar project. Unity Investments holds a second secured position and is currently owed approximately \$1.95 million excluding interest.
15. On or about July 24, 2015, pursuant to an interim distribution Order dated June 30, 2015, the Monitor made a \$601,000 interim distribution to the investors who had invested in the Terwillegar project through Unity Investments (the "**Terwillegar Investors**").
16. On or about October 31, 2017 the Monitor made a final distribution to the Terwillegar Investors pursuant to the October 18, 2017 Court Order. All matters in respect of the administration of this project have been addressed including the closing of the GST account.

### Mountaineers II

17. Mountaineers II comprises three acres of raw land located in the Three Sisters area in Canmore. Unity Investments holds security over this project and is owed approximately \$2.9 million. Based on information available to the Monitor, it appears that there is only one additional creditor on Mountaineers II, which is the Town of Canmore in respect of outstanding property taxes.
18. This Honourable Court approved listing the property for sale in January 2013, at a listing price of \$1.6 million. There were no formal offers received for the property and the listing agreement was allowed to expire.
19. Two orders have been obtained by UBG, on June 30, 2015, and June 27, 2016, approving interim financing for the purpose of paying the property taxes accruing against the property.
20. The investors who invested in Mountaineers II through Unity Investments (the "**Mountaineers Investors**") have expressed a desire to have the property conveyed to them through the establishment of a holding company. The Monitor understands that the process of establishing the holding company and a mechanism to address outstanding property taxes has been underway for an extended period. Recently, UBG was advised that the trustee under the trust indenture would be resigning and a plan is underway to replace the trustee and trust indenture with a new structure in the form of a syndicated mortgage. The Monitor understands that UBG is working with a mortgage administrator to finalize the



documentation; however, issues with RRSP administration requirements have delayed that process and the strategy in place is presently being reviewed by certain Mountaineers Investors. The timing for the completion of that review remains uncertain.

## Single Family Projects

### Greenboro Estate Homes Limited Partnership

21. On October 10, 2013, the Court issued an order approving GEH's Plan and the Plan was implemented on December 31, 2013.
22. There is one remaining property legally described as Plan 1010457, Block 4, Lot 28, located in Currie Barracks (the "**Property**"). Valiant Trust Company ("**Valiant**") holds the mortgage on the Property for the benefit of ABC. The October 18, 2017 Court Order provided for the Monitor to list the Property for sale. The Monitor retained a realtor with RE/MAX and the Property was listed for sale on November 2, 2017. No offers have been received as at the date of this Report.
23. All sales proceeds from the Property, after fees and costs incurred, will be distributed to Valiant for the benefit of ABC.

### Greenboro Luxury Homes

24. Greenboro Luxury Homes (Currie Barracks 1A) Limited Partnership ("**Greenboro Luxury LP**") was created to acquire and develop lands in the Currie Barracks area of Calgary. The project was limited to 16 high-value lots. As of the date of the CCAA Proceedings, 14 homes had been developed and sold. Construction on the two remaining homes commenced during the CCAA Proceedings.
25. Both properties were completed and the respective sales have closed. The construction financing for Post CCAA construction was provided by TD Canada Trust ("**TD**") pursuant to a financing protocol approved by this Honourable Court. The Greenboro Luxury LP TD loan has been paid in full. Dentons provided the remaining sales proceeds of approximately \$620,000 to the Monitor for distribution to creditors with proven claims against Greenboro Luxury LP.
26. Cornerstone Law Group LLP ("**Cornerstone**") released approximately \$257,900 (net of legal fees) to the Monitor, comprising four deposits relating to seasonal holdbacks and workmanship deficiencies in respect of four Greenboro Luxury LP homes.
27. The \$28,500 deposit (less pro-rated legal fees) relating to one home was released as the deficiencies, approximately equal to the deposit amount were verified by the Monitor.
28. The Monitor is assessing the other homeowners' entitlement, if any, to the three remaining deposits.
29. On or about the October 27, 2017, the Monitor distributed approximately \$528,000 to the proven creditors of Greenboro Luxury LP pursuant to the October 18, 2017 Court Order. Additional distributions to creditors

are dependant on the assessment of any workmanship deficiencies in respect of the three remaining deposits.

#### **Greenboro Homes Limited Partnership**

30. The October 18, 2017 Court Order approved and deemed the three claims disallowances issued by the Monitor in this project binding on the claimants.
31. The Monitor has completed GHl's final GST return and closed the account. Accordingly, all matters in respect of the administration of GHl have been completed.

#### **Today's Homes**

32. Certain of Today's Homes' single-family homes were financed by Sterling Bridge Mortgage Corporation ("**Sterling Bridge**"). UBG entered into a lending agreement with Sterling Bridge to provide financing of up to \$6.0 million to Today's Homes to construct 17 homes. The Sterling Bridge Protocol, which was approved by this Honourable Court on September 14, 2012, governs the financing relationship. Details of each of the Today's Homes' projects are outlined in the Second Report and the May 8<sup>th</sup> Friesen Affidavit.
33. A second Sterling Bridge Protocol was approved by Order of this Honourable Court on March 27, 2013 in respect of four pre-sold uneconomic homes.
34. Today's Homes was unable to complete construction on the homes being financed and a third party contractor was engaged to complete construction. Construction of the homes is complete and sales of all houses have closed.
35. The ABC Investors held mortgages on the four pre-sold uneconomic homes. There were several seasonal and other deficiencies on those homes that needed to be addressed before the final quantum of funds available for distribution to the ABC Investors was known. The timing and the costs to complete the four pre-sold uneconomic homes including the numerous deficiencies was greater than initially budgeted. The Monitor distributed \$651,514 to the ABC Investors against mortgages totalling \$766,163 (\$636,495 principal plus \$129,668 accrued interest). In addition to the amounts owed to the ABC investors, there were liens filed against the four pre-sold uneconomic homes, all of which were filed after all advances had been made with respect to the ABC mortgages. Only one home (66 Muirfield Boulevard) realized proceeds, after payment of costs in respect of the construction and sale of the home, greater than the amount owed pursuant to the ABC mortgage. Consequently, there are only funds available to pay the liens filed against 66 Muirfield Boulevard. There are no funds available to pay any lien amounts filed against the other three uneconomic homes, since the prior ABC mortgages will not be paid out in full. The lien creditors on those three homes will have unsecured claims against Today's Homes, the party who contracted them to do the work.
36. Sterling Bridge has been paid in full with respect to the Sterling Bridge Protocol and the Second Sterling Bridge Protocol. There remains approximately \$400,000 held by Dentons. Upon a final review of the accounting for this project, this amount may be subject to adjustments as discussed in paragraph 41 of this Report.

37. The Monitor has completed its review of the claims filed against Today's Homes and issued several notices of revision (NORs). The Monitor received three dispute notices within the NOR dispute period. One of the disputed claims was deemed disallowed by this Honorable Court on October 18, 2017.
38. One of the remaining disputed claims in the amount of \$7,800 relates to Today's Homes, Inc., a United States entity that is not part of the Canadian CCAA proceedings. Consequently, the claimant has no claim against the Canadian UGB group. As a result of not serving that creditor in advance of the October 18, 2017 court application, the Monitor did not ask this Honourable Court to rule on that NOR at that hearing. The Monitor is re-serving that creditor with notice of this application and is asking the Court to approve and deem final the disallowance of this claim. A copy of the Proof of Claim, the NOR and the dispute notice are attached as Appendix "A".
39. Burnco Rock Products Ltd. ("**Burnco**") filed a secured claim totalling \$11,121 against Today's Homes. The claim amount related to a lien registered by Burnco against property owned by UBG Land Inc., not by Today's Homes. The Monitor allowed Burnco a secured lien claim against UBG Land Inc., and that amount will be paid in full in due course. The claim was also allowed as an unsecured claim against Today's Homes. A copy of the Proof of Claim, the NOR and the dispute notice is attached as Appendix "B". In providing Burnco with the NOR in respect of its claim, Burnco increased its claim to \$17,060, adding approximately \$5,939 to the claim. The \$5,939 amount related to the post CCAA period and should have been paid. Consequently, the amount will be paid from the Today's Homes proceeds held by Dentons.
40. A number of the Monitor's NORs that were sent to the addresses provided by claimants against Today's Homes in their Proofs of Claim submitted to the Monitor have been returned unopened to the Monitor (the "**Returned Notices**"), either because the claimant is no longer at the address provided by it, or the claimant is no longer in existence (for certain corporate claimants). Copies of the Returned Notices were published on the Monitor's website in accordance with the October 18, 2017 Court Order. Claimants were given a deadline of December 1, 2017 to contact the Monitor to dispute the NOR related to their claims. No claimants have contacted the Monitor at the date of this Report. Consequently, the disposition of claims set out in the Returned Notices are final and binding on the claimants pursuant to the October 18, 2017 Court Order.
41. A full accounting in respect of Today's Homes is being completed. There are some complexities that have been encountered as a result of the ownership of certain properties completed and sold by Today's Homes. The Monitor is working with UBG's legal counsel to finalize the accounting.

## **UBG Land Limited Partnership**

42. The purpose of UBG Land was to enter into joint venture agreements ("**JVAs**") with certain third parties to acquire and build land inventories, subdivide, service and sell those lands as single and multi-family

development properties. The JVAs allowed UBG to participate in a broader range of products with a lower up front capital cost. The time horizon for development was long term.

43. UBG's legal counsel and the Monitor commenced a review of the JVAs to confirm UBG's ownership percentage, the status of each JV and whether the JVAs are in good standing. The JVAs contain numerous provisions in respect of default, prohibitions of sale, assignment or transfer which are complicated and which took significant time to assess. The review has revealed that there appears to be only one JVA (the "**Keswick JVA**") that has any substantive value and such value will most likely depend on the future development of the lands owned in the JVA.
44. In addition to the foregoing, UBG Land owned 21 lots located near Strathmore, Alberta. ABC Capital financed those lots. All lots have been sold and the net proceeds have been distributed to the ABC Capital investors. The ABC Capital investors have suffered a shortfall in excess of \$2.0 million in respect of the UBG Land lots.
45. In connection with a distribution to the creditors of UBG Land, the Monitor continues to assess the JVA's.
46. The Monitor has completed its review of the claims filed against UBG Land (in addition to the amounts owed to the ABC capital investors) and has issued several NORs. The Monitor received one dispute notice within the NOR dispute period and has settled the matter.
47. A full accounting in respect of UBG Land is being completed. There are some complexities that have been encountered due to property ownership between UBG Land and Today's Homes. The Monitor is working with UBG's legal counsel to finalize the accounting.

## Investors

48. The Company attracted investors through its Unity Investments division as described in the Second Report and more fully in the May 8<sup>th</sup> Friesen Affidavit.
49. There are approximately 227 individual investors who invested through Unity Investments, ABC Capital and ABC US Capital.
50. Certain amounts have been distributed to the investors in ABC Capital in connection with the Sterling Bridge financing of Today's Homes and proceeds realized upon closing single-family house sales where the lot purchase was financed by ABC Capital.
51. Since the commencement of the CCAA proceedings, distributions totaling approximately \$10.2 million and \$2.3 million have been made to the Series A and Series A3 investors, respectively.
52. In respect of the multi-family projects, amounts that were recovered by the Unity Investments investors were dependent on the quantum of proceeds realized from the sale of condominium units or from the property on those projects where the entire project has been sold, quit claimed or conveyed to the secured

lender. Investors in the multi-family projects Origins, Terwillegar, VOP and Murals have realized a recovery on their investments. The investors in Mountaineers II will realize some recovery on their investment.

53. The Trust Indenture issued with respect to ABC Capital (the "**Indenture**") was dated July 15, 2009 and its initial term expired on July 15, 2017. It provided for a further extension of up to two years, if ABC requests such extension at least 30 days prior to July 15, 2017. Because of the lack of personnel at UBG, no extension was requested. Counsel for the ABC investors asked the Monitor to extend the term of the Indenture to July 15, 2019, to ensure that the rights of the ABC Investors are maintained and not prejudiced.
54. The October 18, 2017 Court Order approved the extension of the Indenture to July 15, 2019 and the Monitor has executed the extension agreement.

## Tax Returns

55. The Monitor continues working to assist UBG to complete tax returns and GST returns for the various UBG entities.
56. The Monitor has completed certain tax returns and associated filings, which were required to be filed. Additional tax information will be filed by the Monitor if and when required.
57. The Monitor has finalized and closed the GST accounts on most of the UBG entities. The remaining GST accounts will be finalized and closed upon completing the matters described earlier in this Report.

## Continuation of the CCAA Process

58. As noted in previous Monitor's reports, UBG has little active business operations, no full time contractors, and very limited employee availability. Certain of UBG's projects emerged from CCAA by filing a Plan of Arrangement and Compromise ("**Plan**"); however, no other project will advance a Plan to its unsecured creditors.
59. The majority of the assets of the UBG Group of Companies have been realized upon. There remain six UBG projects that require additional administration matters to be concluded. Those projects are:
  - a) Greenboro Luxury – assessment of certain construction deficiencies and final distribution to creditors.
  - b) Today's Homes – distribution of available funds to creditors.
  - c) ABC Capital – sale of property listed for sale with REMAX and distribution of proceeds to Valiant Trust Company for the benefit of ABC investors.

- d) UBG Lands – distribution of available funds to creditors.
- e) Mountaineers II - transfer of the property to the Mountaineers Investors or a sale of the property.
- f) UBG 4500 Calgary Limited Partnership – building investment.

60. It is the Monitor's view that the most cost efficient and effective manner to conclude the matters noted in paragraph 61 of this Report and to address any remaining matters in the other UBG projects is to have the Monitor appointed as receiver and manager (the "Receiver") over each of the six projects, and, on a consolidated basis, over all the remaining UBG projects other than those that have emerged from these CCAA proceedings.

61. It is the Monitor's view that it is appropriate in the circumstances to approve the receivership appointment as it will facilitate the administration of the remaining matters to be addressed in the six projects, will allow any matters that arise with respect to the remaining projects to be dealt with on a timely basis, the Receiver is familiar with all of the projects as a result of acting in its capacity as Monitor, will reduce costs as further extensions of the Initial Stay will not be required, will not require locating former employees for certain administrative matters, and it will also allow for the:

- a) Subsequent discharge of the Monitor, if necessary;
- b) Passing of the Monitor's accounts, if necessary;
- c) Payments of Charges created under the Initial Order; and
- d) Transition of all administrative duties currently being performed by the Monitor.

62. The Monitor respectfully recommends that this Honourable Court grant the receivership order.

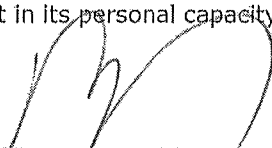
## Conclusion and Recommendation

63. Based on the foregoing, the Monitor respectfully recommends that this Honourable Court make orders granting the relief detailed in Paragraph 6(b) of this Report.

All of which is respectfully submitted this 6<sup>th</sup> day of December 2017.

### DELOITTE RESTRUCTURING INC.

In its capacity as CCAA Monitor of  
The UBG Group of Companies  
And not in its personal capacity



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Robert J. Taylor, FCA, FCPA, CIRP  
Senior Vice-President

# APPENDIX "A"

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SCHEDULE "E"

COURT FILE NUMBER 1201-05843  
COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF UBG BUILDERS INC., ALBERTA BUILDERS CAPITAL INC., ALPINE HOMES (2006) INC., AMERICAN BUILDERS CAPITAL (US) INC., EDGEWATER AT GRIESBACH INC., ELITE HOMES (2006) LTD., EVOLUTION BY GREENBORO INC., GREENBORO COMMUNITIES (2006) INC., GREENBORO ESTATE HOMES (2006) LTD., GREENBORO HOMES (2006) LTD., GREENBORO LUXURY HOMES INC., HIGH POINTE INC., MOUNTAINEERS VILLAGE (2006) INC., MOUNTAINEERS VILLAGE II INC., ORIGINS AT CRANSTON INC., SOUTH TERWILLEGAR VILLAGE INC., THE BRIDGES MANAGEMENT INC., THE LEDGES INC., TIMBERLINE LODGES (2006) INC., TODAY'S COMMUNITIES (2006) INC., TODAY'S HOMES (2006) INC., TUSCANY DEVELOPMENTS (2006) INC., UBG ALBERTA BUILDERS (2006) INC., UBG ALPINE HOMES (2006) LTD., UBG BRIDGES INC., UBG BUILDERS (USA) INC., UBG COMMERCIAL INC., UBG LAND INC., UBG LOT DEPOSIT CORP., UBG 4500 CALGARY INC., UBG 75 CANMORE INC., UBG 808 CALGARY INC., UNITY INVESTMENTS (2012) INC., VALMONT AT ASPEN STONE INC., VALOUR PARK AT CURRIE INC., VILLAGE AT THE HAMPTONS INC., VILLAGE ON THE PARK INC., WILDERNESS HOMES BY RIVERDALE INC., WILDERNESS RIDGE AT STEWART CREEK INC.

(COLLECTIVELY, THE "APPLICANTS")

DOCUMENT

DISPUTE NOTICE

(Reverse Claims Procedure)

Claim Reference Number: 1201-05843

Name of Applicant(s) against which a Claim is asserted: Today's Homes

1. Particulars of Creditor:

Full Legal Name of Creditor (include trade name, if different):

Deana Linn DeLaCruz

(the "Creditor").



Full Mailing Address of the Creditor:

[Redacted address lines]

Other Contact Information of the Creditor:

Telephone Number: [Redacted]
Email Address: [Redacted]
Facsimile Number:
Attention (Contact Person):

2. Particulars of Original Creditor from whom you acquired the Claim, if applicable:

Have you acquired this Claim by assignment? If yes, if not already provided, attach documents evidencing assignment.

Yes: [ ] No: [X]

Full Legal Name of Original Creditor(s):

3. Dispute of Revision or Disallowance of Claim for Voting and/or Distribution Purposes:

The Creditor hereby disagrees with the value of its Claim as set out in the Notice of Revision or Disallowance and asserts a Claim as follows:

Table with columns: Amount Allowed by Monitor for (Voting, Distribution), Amount claimed by Creditor (Voting, Distribution). Rows: Unsecured Claim, Secured Claim. Values include \$0 and \$7,800.00.

**REASON(S) FOR THE DISPUTE:**

*(You must include a list of reasons as to why you are disputing your Claim as set out in the Notice of Revision or Disallowance.)*

*See attached*

**SERVICE OF DISPUTE NOTICES**

If you intend to dispute the Notice of Revision or Disallowance, you must within fourteen days of the date of receipt of the Notice of Revision or Disallowance deliver to the Monitor this Dispute Notice either by prepaid registered mail, personal service, courier, or facsimile transmission to the following address. Dispute Notices shall be deemed to be received two business days from the date of mailing, upon actual receipt thereof by the Monitor during normal business hours on a Business Day, or, if delivered outside of normal business hours, on the next Business Day.

Deloitte Restructuring Inc., the Court-appointed Monitor of the Applicants  
Deloitte Restructuring Inc.  
700, 850 - 2<sup>nd</sup> Street SW  
Calgary, AB T2P 0R8  
Attention: Mr. Robert Taylor/Ms. Naomi McGregor  
Fax: 403.718.3681

DATED this 25 day of May, 2017.

Name of creditor: Denna Delacruz

Per: \_\_\_\_\_

Witness

Name:  
Title:  
*(please print)*

Today's Homes, whether a Canadian company or not, was operating in the United States selling a product that was then not delivered on. Today's Homes is under the umbrella company of UBG builders as is many other companies, so many of which it is mind boggling for the average consumer to make sense of nor should they need to. It is my understanding that Today's Homes had bank accounts here in the United States as well. I gave Today's Homes \$7,800 USD to build a home and after ceasing the process did not return the monies given.

Deana De La Cruz

DE LA CRUZ

Today's Homes claim  
Deana De La Cruz  
to:  
lynda.huber  
25/02/2013 02:20 PM  
Show Details

17 JUN 11 3 10

Lynda, I spoke with you earlier today in regards to a few changes in information you have for me. Here is the new information,

Previous name: Deana Phillips  
New name: Deana De La Cruz  
New address: [REDACTED]

Thank you for your help,  
Deana De La Cruz

POSTED  
July 5, 2012

Proof of Claim

For Claims Arising Before May 9, 2012

(See Attached for Instructions)

Regarding the claim of Deana Phillips (referred to  
in this form as "the creditor") (name of creditor)

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

[Redacted address]

Telephone: [Redacted] Fax: [Redacted]

I, Deana Phillips (city, town, etc.)  
of [Redacted] (name of city, town, etc.) in the province of [Redacted]

Do hereby certify that:

1. I am the creditor  
or

I am \_\_\_\_\_ of the creditor.  
(if an officer or employee of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. Check box of appropriate CCAA debtor that your claim is against:

- Alpine Homes (2006) Inc.
- Edgewater at Griesbach Inc.
- Elite Homes (2006) Ltd.
- Evolution By Greenboro Inc.
- Greenboro Communities (2006) Inc.
- Greenboro Estate Homes (2006) Ltd.
- Greenboro Homes (2006) Ltd.
- Greenboro Luxury Homes Inc.
- High Pointe Inc.

- Alpine Homes Limited Partnership
- Edgewater at Griesbach Limited Partnership
- Elite Homes Limited Partnership
- Evolution by Greenboro Limited Partnership
- Greenboro Communities Limited Partnership.
- Greenboro Estate Homes Limited Partnership
- Greenboro Homes Limited Partnership
- Greenboro Luxury Homes (Currie Barracks 1A) Limited Partnership
- High Pointe Limited Partnership

- Mountaineers Village (2006) Inc.
- Mountaineers Village II Inc.
- Origins at Cranston Inc.
- South Terwilliger Village Inc.
- The Bridges Management Inc.
- The Ledges Inc.
- Timberline Lodges (2006) Inc.
- Today's Communities (2006) Inc.
- Today's Homes (2006) Inc.
- Tuscany Developments (2006) Inc.
- UBG Alberta Builders (2006) Inc.
- UBG Alpine Homes (2006) Ltd.
- UBG Bridges Inc.
- UBG Commercial Inc.
- UBG Land Inc.
- UBG 4500 Calgary Inc.
- UBG 75 Canmore Inc.
- UBG 808 Calgary Inc.
- Valmont at Aspen Stone Inc.
- Valour Park at Currie Inc.
- Village at the Hamptons Inc.
- Village on the Park Inc.
- Wilderness Homes By Riverdale Inc.
- Wilderness Ridge at Stewart Creek Inc.
- UBG Builders Inc.
- UBG Lot Deposit Corp.

- Mountaineers Village Limited Partnership
- Mountaineers Village II Limited Partnership
- Origins at Cranston Limited Partnership
- South Terwilliger Village Limited Partnership
- The Bridges Limited Partnership
- The Ledges Limited Partnership
- Timberline Lodges Limited Partnership
- Today's Communities Limited Partnership
- Today's Homes Limited Partnership
- Tuscany Developments Limited Partnership
- UBG Alberta Builders Limited Partnership
- UBG Alpine Homes Limited Partnership
- UBG Bridges Limited Partnership
- UBG Commercial Limited Partnership
- UBG Land Limited Partnership
- UBG 4500 Calgary Limited Partnership
- UBG 75 Canmore Limited Partnership
- UBG 808 Calgary Limited Partnership
- Valmont at Aspen Stone Limited Partnership
- Valour Park at Currie Limited Partnership
- Village at the Hamptons Limited Partnership
- Village on the Park Limited Partnership
- Wilderness Homes by Riverdale Limited Partnership
- Wilderness Ridge at Stewart Creek Limited Partnership
- UBG Builders (USA) Inc.
- Unity Investments (2012) Inc.

The CCAA Debtor (check appropriate box above) was, as at May 9, 2012, and still is indebted to the creditor in the sum of \$ 7,800.00 USD ~~EDN~~ as shown by the statement of account attached hereto and marked "Schedule A". Claims should not include the value of goods and/or services supplied after May 9, 2012. If a creditor's claim is to be reduced by deducting any counter claims to which the CCAA Debtor is entitled and/or amounts associated with the return of equipment and/or assets by the CCAA Debtor, please specify.

The statement of account must specify the vouchers or other evidence in support of the claim including the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.

- 4.  A. Unsecured claim. \$ 7800.00 USD In respect to the said debt, the creditor does not and has not held any assets as security.
- B. Secured claim. \$ \_\_\_\_\_ In respect of the said debt, the creditor holds assets valued at \$ \_\_\_\_\_ as security:

Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B".

Dated at Colorado Springs this 30 day of June, 2012.  
insert city and date of signature

Witness [Signature]

[Signature]  
(signature of individual completing the form)

Must be signed and witnessed

**Instructions for Completing Proof of Claim Forms**

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

**Proof of Claim:**

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.
2. The person signing the form must have knowledge of the circumstances connected with the claim.
3. Tick the box of the appropriate CCAA Debtor your claim is against. A Statement of Account containing details of secured and unsecured claims, and if applicable, of the amount due in respect of property claims, must be attached and marked Schedule "A". Claims should not include the value of goods and/or services arising after May 9, 2012. It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.
4. The nature of the claim must be indicated by ticking the type of claim which applies. e.g.,  
  
Ticking (A) indicates the claim is unsecured;  
  
Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.
5. The person signing the form must insert the place and date in the space provided, and the signature must be witnessed.

Additional information regarding the Unity Builders Group and the CCAA process, as well as copies of claims documents may be obtained at [www.ev.com/ca/unitybuildersgroup](http://www.ev.com/ca/unitybuildersgroup). If there are any questions in completing the notice of claim, please write or telephone the office of the Monitor at:



Rec'd July 4

To: Ernst & Young Inc., the Court-appointed Monitor of the Unity Builders Group

Attn: Mr. Robert Taylor/Ms. Lynda Huber

Fax: 403.290.4265

Number of pages: 5 (including cover page)

Re: Claim form for monies owed from Today's Homes Colorado Springs, Colorado

Mr. Robert Taylor/Ms. Lynda Huber

I originally sent this claim form via mail to the address given but as of Friday, June 29<sup>th</sup> your company had not received it. I am faxing it to your company this time to ensure it gets to you. In the claim form I sent via mail I listed my current home address as my contact address but would like to change that to the address listed on the fax [REDACTED] [REDACTED] If you could please verify with me via phone that you have received this fax I would appreciate it. My information is listed below.

Thank You,

*Deana Phillips*

Deana Phillips

[REDACTED]

[REDACTED]

Schedule A

Spring Creek Construction, LLC

Buyer(s)  
Community  
New Address  
Lot  
Block  
Filing

Deanna Phillips



Purchase Price Addendum No. 2  
EXHIBIT "A"

This Purchase Price Addendum is hereby made a part of the New Home Purchase Agreement by and between Spring Creek Construction, LLC, a Colorado Limited Liability Company ("Seller") and the Buyer(s) identified above for the purchase of the above-described property and the improvements to be constructed thereon (the "Agreement"). This Purchase Price Addendum supersedes any previous such Addendum. The Purchase Price Addendum is intended to provide a summary of contract addendum pricing with deposits received and incentives identified.

Purchase Price

Description	Amount
Home Price	\$230,000.00
	(\$ 0.00)
<b>BASE PURCHASE PRICE SUBTOTAL:</b>	<b>\$230,000.00</b>
Lot Premium	\$2,500.00
Selection Addendum Total # 1	\$1,870.00
Selection Addendum Total # 2	\$ 400.00
Selection Addendum Total # 3	\$4,500.00
Selection Addendum Total # 4	
Selection Addendum Total # 5	
Selection Addendum Total # 6	
Selection Addendum Total # 7	
Selection Addendum Total # 8	
Selection Addendum Total # 9	
Selection Addendum Total #10	
Selection Addendum Total #11	
Selection Addendum Total #12	
<b>TOTAL PURCHASE PRICE</b>	<b>\$150,799.00</b>

Earnest Money & Deposits

Description	Amount	Check #
Earnest Money Deposit	\$1,500.00	
Selection Deposit (non-refundable)	\$ 0.00	
Color Deposit (non-refundable)	\$1,800.00	
Ad'd Selection Deposits (non-refundable)	\$4,500.00	
Ad'd Selection Deposits (non-refundable)	\$ 0.00	
<b>TOTAL DEPOSITS</b>	<b>\$7,800.00</b>	

Closing Costs Credits (if any)

Description	Amount
Closing Costs and pre-paid assistance to include non-allowables	\$4,000.00
Other Credits	
<b>TOTAL CREDITS</b>	<b>\$4,000.00</b>

\*NET BALANCE DUE AT CLOSING

\$142,999.00

\*This is an estimate only. Buyer may incur other closing cost and/or pre-pays. Title Company will provide Buyer with exact figures prior to closing. Seller hereby acknowledges receipt of Buyer's Deposits detailed herein.

OFFER SUBMITTED BY:

Signed: Buyer(s)

2/25/12  
Date

Deanna Phillips  
Signature

(not applicable)

Eligible Seller Representation

2/25/12  
Date

Vivita Bonds - Sales Associate

ACCEPTED BY Spring Creek Construction, LLC, A COLORADO LIMITED LIABILITY COMPANY

2/25/12  
Date

[Signature]  
Printed Name and Title

Signature

# APPENDIX "B"

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SCHEDULE "E"

COURT FILE NUMBER 1201-05843  
COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF UBG BUILDERS INC., ALBERTA BUILDERS CAPITAL INC., ALPINE  
HOMES (2006) INC., AMERICAN BUILDERS CAPITAL (US) INC.,  
EDGEWATER AT GRIESBACH INC., ELITE HOMES (2006) LTD., EVOLUTION  
BY GREENBORO INC., GREENBORO COMMUNITIES (2006) INC.,  
GREENBORO ESTATE HOMES (2006) LTD., GREENBORO HOMES (2006)  
LTD., GREENBORO LUXURY HOMES INC., HIGH POINTE INC.,  
MOUNTAINEERS VILLAGE (2006) INC., MOUNTAINEERS VILLAGE II INC.,  
ORIGINS AT CRANSTON INC., SOUTH TERWILLEGAR VILLAGE INC., THE  
BRIDGES MANAGEMENT INC., THE LEDGES INC., TIMBERLINE LODGES  
(2006) INC., TODAY'S COMMUNITIES (2006) INC., TODAY'S HOMES  
(2006) INC., TUSCANY DEVELOPMENTS (2006) INC., UBG ALBERTA  
BUILDERS (2006) INC., UBG ALPINE HOMES (2006) LTD., UBG BRIDGES  
INC., UBG BUILDERS (USA) INC., UBG COMMERCIAL INC., UBG LAND  
INC., UBG LOT DEPOSIT CORP., UBG 4500 CALGARY INC., UBG 75  
CANMORE INC., UBG 808 CALGARY INC., UNITY INVESTMENTS (2012)  
INC., VALMONT AT ASPEN STONE INC., VALOUR PARK AT CURRIE INC.,  
VILLAGE AT THE HAMPTONS INC., VILLAGE ON THE PARK INC.,  
WILDERNESS HOMES BY RIVERDALE INC., WILDERNESS RIDGE AT  
STEWART CREEK INC.

(COLLECTIVELY, THE "APPLICANTS")

DOCUMENT DISPUTE NOTICE  
(Claims Procedure)

Claim Reference Number: 1201 - 13594

Name of Applicant against  
which a Claim is asserted: Today's Homes Limited Partnership

1. Particulars of Creditor:

Full Legal Name of Creditor (Include trade name, if different):

Burnco Rock Products Ltd.

(the "Creditor").

**Full Mailing Address of the Creditor:**

% Robb and Evenson  
606, 933-17 Avenue SW Calgary, AB T2T 5R6

**Other Contact Information of the Creditor:**

Telephone Number: 403-541-1100  
Email Address: crabb@robbevenson.com  
Facsimile Number: 403-541-1604  
Attention (Contact Person): Calvin C. Robb.

**2. Particulars of Original Creditor from whom you acquired the Claim, if applicable:**

*Have you acquired this Claim by assignment? If yes, if not already provided, attach documents evidencing assignment.*

Yes:  No:

**Full Legal Name of Original Creditor(s):** \_\_\_\_\_

**3. Dispute of Revision or Disallowance of Claim for Voting and/or Distribution Purposes:**

The Creditor hereby disagrees with the value of its Claim as set out in the Notice of Revision or Disallowance and asserts a Claim as follows:

	Amount Allowed by Monitor for:			Amount claimed by Creditor:	
	Voting	Distribution		Voting	Distribution
Unsecured Claim	\$ <u>11,120<sup>50</sup></u>	\$ <u>11,120.60</u>	Unsecured Claim	\$ _____	\$ _____
Secured Claim	\$ _____	\$ _____	Secured Claim	\$ <u>17,060<sup>58</sup></u>	\$ <u>17,060.08</u>

**REASON(S) FOR THE DISPUTE:**

*(You must include a list of reasons as to why you are disputing your Claim as set out in the Notice of Revision or Disallowance.)*

See schedule "A"  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**SERVICE OF DISPUTE NOTICES**

If you intend to dispute the Notice of Revision or Disallowance, you must within fourteen (14) days of the date of the Notice of Revision or Disallowance deliver to the Monitor this Dispute Notice either by prepaid registered mail, personal service, courier, or facsimile transmission to the following address. Dispute Notices shall be deemed to be received two business days from the date of mailing, upon actual receipt thereof by the Monitor during normal business hours on a Business Day, or, if delivered outside of normal business hours, on the next Business Day.

Ernst & Young Inc., the Court-appointed Monitor of the Applicants  
Ernst & Young Tower  
1000, 440 - 2<sup>nd</sup> Avenue S.W.  
Calgary, AB T2P 5E9  
Fax: 403.290.4265

Attention: Mr. Robert Taylor/Ms. Lynda Huber

DATED this 5 day of June, 2012 ~~2017~~.

Jamie Fordham  
Witness Jamie Fordham

Name of creditor: Burnco Rock Products Inc

Per:

Calvin C. Robb  
Name: Calvin C. Robb  
Title: Solicitor and Agent  
(please print)

### Schedule 'A'

Burnco Rock Products Ltd. ("Burnco") did work in 2012 by supplying concrete to the premises municipally known as 185 Muirfield Blvd. - Lyalta. The financial and legal situation of Today's Homes was well known to Burnco, and Burnco supplied concrete following assurances that it would be paid.

Burnco supplied \$17,060.08 of concrete, \$11,120.60 of which was supplied pre-CCAA and \$5,939.48 soon after but post-CCAA. Burnco registered a builder's lien on the property where the concrete was furnished for \$17,388.00. The lien was preserved by filing a Statement of Claim on or about October 29, 2012. The Statement of Claim was subsequently served.

By Order of Justice Horner dated June 15, 2012 the lien was discharged to allow the sale of the property to go through. The sale proceeds were to be held by the Monitor, pending resolution of, amongst other things, lien claims.

Burnco has a valid lien claim of 17,060.08 secured against funds representing the sale proceeds of 185 Muirfield Blvd - Lyalta. The Monitor has only allowed an unsecured claim of \$11,120.60.

Burnco has provided the Proof of Claim dated July 31, 2012 to the Monitor and has served its Statement of Claim upon the Monitor and its counsel.

Proof of Claim

For Claims Arising Before May 9, 2012

(See Attached for Instructions)

Regarding the claim of Burnco Rock Products Ltd. (referred to in this form as "the creditor").  
(name of creditor)

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

c/o 506, 933 17th Avenue SW  
Calgary, AB T2T 5R6

Telephone: (403) 541-1600 Fax: (403) 541-1604

I, Fay Feldstein Residing in the City  
(name of person signing claim) (city, town, etc.)  
of Calgary In the province of Alberta  
(name of city, town, etc.)

Do hereby certify that:

1. I am the creditor

or

I am the Credit Manager of the creditor.  
(if an officer or employee of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. Check box of appropriate CCAA debtor that your claim is against:

- Alpine Homes (2006) Inc.
- Edgewater at Griesbach Inc.
- Elite Homes (2006) Ltd.
- Evolution By Greenboro Inc.
- Greenboro Communities (2006) Inc.
- Greenboro Estate Homes (2006) Ltd.
- Greenboro Homes (2006) Ltd.
- Greenboro Luxury Homes Inc.
- High Pointe Inc.

- Alpine Homes Limited Partnership
- Edgewater at Griesbach Limited Partnership
- Elite Homes Limited Partnership
- Evolution by Greenboro Limited Partnership
- Greenboro Communities Limited Partnership.
- Greenboro Estate Homes Limited Partnership
- Greenboro Homes Limited Partnership
- Greenboro Luxury Homes (Currie Barracks 1A) Limited Partnership
- High Pointe Limited Partnership

Today's Homes Limited Partnership



<input type="checkbox"/>	Mountaineers Village (2006) Inc.	<input type="checkbox"/>	Mountaineers Village Limited Partnership
<input type="checkbox"/>	Mountaineers Village II Inc.	<input type="checkbox"/>	Mountaineers Village II Limited Partnership
<input type="checkbox"/>	Origins at Cranston Inc.	<input type="checkbox"/>	Origins at Cranston Limited Partnership
<input type="checkbox"/>	South Terwillegar Village Inc.	<input type="checkbox"/>	South Terwillegar Village Limited Partnership
<input type="checkbox"/>	The Bridges Management Inc.	<input type="checkbox"/>	The Bridges Limited Partnership
<input type="checkbox"/>	The Ledges Inc.	<input type="checkbox"/>	The Ledges Limited Partnership
<input type="checkbox"/>	Timberline Lodges (2006) Inc.	<input type="checkbox"/>	Timberline Lodges Limited Partnership
<input type="checkbox"/>	Today's Communities (2006) Inc.	<input type="checkbox"/>	Today's Communities Limited Partnership
<input type="checkbox"/>	Today's Homes (2006) Inc.	<input checked="" type="checkbox"/>	Today's Homes Limited Partnership
<input type="checkbox"/>	Tuscany Developments (2006) Inc.	<input type="checkbox"/>	Tuscany Developments Limited Partnership
<input type="checkbox"/>	UBG Alberta Builders (2006) Inc.	<input type="checkbox"/>	UBG Alberta Builders Limited Partnership
<input type="checkbox"/>	UBG Alpine Homes (2006) Ltd.	<input type="checkbox"/>	UBG Alpine Homes Limited Partnership
<input type="checkbox"/>	UBG Bridges Inc.	<input type="checkbox"/>	UBG Bridges Limited Partnership
<input type="checkbox"/>	UBG Commercial Inc.	<input type="checkbox"/>	UBG Commercial Limited Partnership
<input type="checkbox"/>	UBG Land Inc.	<input type="checkbox"/>	UBG Land Limited Partnership
<input type="checkbox"/>	UBG 4500 Calgary Inc.	<input type="checkbox"/>	UBG 4500 Calgary Limited Partnership
<input type="checkbox"/>	UBG 75 Canmore Inc.	<input type="checkbox"/>	UBG 75 Canmore Limited Partnership
<input type="checkbox"/>	UBG 808 Calgary Inc.	<input type="checkbox"/>	UBG 808 Calgary Limited Partnership
<input type="checkbox"/>	Valmont at Aspen Stone Inc.	<input type="checkbox"/>	Valmont at Aspen Stone Limited Partnership
<input type="checkbox"/>	Valour Park at Currie Inc.	<input type="checkbox"/>	Valour Park at Currie Limited Partnership
<input type="checkbox"/>	Village at the Hamptons Inc.	<input type="checkbox"/>	Village at the Hamptons Limited Partnership.
<input type="checkbox"/>	Village on the Park Inc.	<input type="checkbox"/>	Village on the Park Limited Partnership.
<input type="checkbox"/>	Wilderness Homes By Riverdale Inc.	<input type="checkbox"/>	Wilderness Homes by Riverdale Limited Partnership
<input type="checkbox"/>	Wilderness Ridge at Stewart Creek Inc.	<input type="checkbox"/>	Wilderness Ridge at Stewart Creek Limited Partnership
<input type="checkbox"/>	UBG Builders Inc.	<input type="checkbox"/>	UBG Builders (USA) Inc.
<input type="checkbox"/>	UBG Lot Deposit Corp.	<input type="checkbox"/>	Unity Investments (2012) Inc.

The CCAA Debtor (check appropriate box above) was, as at May 9, 2012, and still is indebted to the creditor in the sum of \$ 11,100.00 CDN as shown by the statement of account attached hereto and marked "Schedule A". Claims should not include the value of goods and/or services supplied after May 9, 2012. If a creditor's claim is to be reduced by deducting any counter claims to which the CCAA Debtor is entitled and/or amounts associated with the return of equipment and/or assets by the CCAA Debtor, please specify.

The statement of account must specify the vouchers or other evidence in support of the claim including the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.

4.  A. Unsecured claim. \$ \_\_\_\_\_ . In respect to the said debt, the creditor does not and has not held any assets as security.
- B. Secured claim. \$ 11,120.60 . In respect of the said debt, the creditor holds assets valued at \$ ? as security:

Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B".

Dated at the City of Calgary , this     day of July , 2012.  
Insert city and date of signature

Shannon Melo  
Witness

Fay Feldstein  
(signature of individual completing the form)

SHANNON MELO

Must be signed and witnessed

FAY FELDSTEIN

#### Instructions for Completing Proof of Claim Forms

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

##### Proof of Claim:

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.
2. The person signing the form must have knowledge of the circumstances connected with the claim.
3. Tick the box of the appropriate CCAA Debtor your claim is against. A Statement of Account containing details of secured and unsecured claims, and if applicable, of the amount due in respect of property claims, must be attached and marked Schedule "A". Claims should not include the value of goods and/or services arising after May 9, 2012. It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.
4. The nature of the claim must be indicated by ticking the type of claim which applies. e.g. -  
  
Ticking (A) indicates the claim is unsecured;  
  
Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.
5. The person signing the form must insert the place and date in the space provided, and the signature must be witnessed.

Additional information regarding the Unity Builders Group and the CCAA process, as well as copies of claims documents may be obtained at [www.ev.com/ca/unitybuildersgroup](http://www.ev.com/ca/unitybuildersgroup). If there are any questions in completing the notice of claim, please write or telephone the office of the Monitor at:

Ernst & Young Inc., the Court-appointed Monitor of the Unity Builders Group  
By Mail/Courier:  
Ernst & Young Tower  
1000, 440 -- 2<sup>nd</sup> Avenue S.W.  
Calgary, AB T2P 5E9  
Attention: Mr. Robert Taylor/Ms. Lynda Huber  
Phone: 403.233.7091  
Fax: 403.290.4265

Note: Any claim not delivered to the Monitor at the above noted address by July 31, 2012, will, unless otherwise ordered by the Alberta Court of Queen's Bench, be barred and may not thereafter be advanced against the CCAA Debtor.

## SCHEDULE "A"

- Credit Application (attached)	
- Statement of Account (attached)	
- Invoices up to May 9, 2012 (attached)	\$11,047.10
Short paid invoices (not attached) ICA1074896 -	\$20.99
ICA1074897 -	<u>\$52.51</u>
- Total owing up to May 9, 2012	\$11,120.60
- Invoice dated May 29, 2012 (attached)	\$5,939.48
- <b>TOTAL:</b>	<b>\$17,060.08</b>

TUE/05/JUL/2011 12:09

UBG Calgary

FAX No. 403 275 7514

P. 002

706-00-05



APPLICATION FOR CREDIT  
BURNGO ROCK PRODUCTS LTD  
PAGE 1 OF 2

Mailing Address: Box 1480, Postal Station "T"  
Calgary, Alberta T2H 2P4  
Credit File: 403-640-8289 Toll Free: 1-800-311-8726  
Fax: 403-268-8323  
Street Address: 200 - 15th Street SW, Calgary, AB.

PLEASE PRINT FULL LEGAL NAME  
COMPANY NAME: Today's Homes Limited Partnership DATE: July 5/11  
DIVISION OR OR ALSO KNOWN AS:  
MAILING ADDRESS: 208 - 55th Avenue NE CITY: Calgary  
PROVINCE: AB POSTAL CODE: T2E 6V4 CELL PHONE NO.:  
STREET ADDRESS: TELEPHONE NO.:  
CITY: PROVINCE: POSTAL CODE: FAX NO.:  
E-MAIL: sonjad@todayshomes.ca PAGER:

OWNERSHIP OF BUSINESS			
NAME	HOME ADDRESS	TITLE	HOME PHONE
NAME	HOME ADDRESS	TITLE	HOME PHONE
NAME	HOME ADDRESS	TITLE	HOME PHONE
NAME	HOME ADDRESS	TITLE	HOME PHONE
NAME	HOME ADDRESS	TITLE	HOME PHONE
NAME	HOME ADDRESS	TITLE	HOME PHONE
ANY INVOLVEMENT IN PREVIOUS BANKRUPTCY'S OR DISSOLUTIONS? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>		PREVIOUSLY DEALT WITH BURNGO? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	
IF YES TO EITHER, PLEASE GIVE COMPANY'S NAME & ADDRESS			
AFFILIATED COMPANIES			
IF OWNERS HAVE OPERATED UNDER OR HAVE BEEN INVOLVED WITH ANOTHER BUSINESS ENTITY PLEASE PROVIDE THE FOLLOWING INFORMATION			
OTHER BUSINESS NAME			
ADDRESS			
TYPE OF BUSINESS		DATE STARTED	DATE OF INCORPORATION
IF LESS THAN TWO YEARS IN BUSINESS PLEASE GIVE (1) NAME AND ADDRESS OF LAST EMPLOYER (2) YOUR BIRTH DATE (3) YOUR SOCIAL INSURANCE NUMBER			

*see attached.*

BILLING INSTRUCTIONS		IS STATEMENT REQUIRED?	
BURNGO PRODUCT REQUIRED	ARE PURCHASE ORDERS REQUIRED?	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>
BURNGO CUM. RT REQUIRED	ARE ISSUED TICKETS REQUIRED?	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>
MONTHLY LIM OF CREDIT REQUIRED \$	ARE JOB NUMBERS REQUIRED?	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>
CUSTOMER IS A CORPORATION <input type="checkbox"/> PARTNERSHIP <input type="checkbox"/> PROPRIETORSHIP <input type="checkbox"/> PRIVATE INDIVIDUAL <input checked="" type="checkbox"/> JOINT VENTURE <input type="checkbox"/>			

PRIVATE INDIVIDUAL	NAME OF EMPLOYER	PHONE NO.	OCCUPATION	YRS. EMPLOYED	SOCIAL INSURANCE NO.	BIRTHDATE
SPONSOR NAME	SPONSOR EMPLOYER		SPONSOR'S WORK NO.			
IF LESS THAN TWO YEARS AT ABOVE ADDRESS, PLEASE GIVE PREVIOUS ADDRESS						
MORTGAGE COMPANY ADDRESS & PHONE NO.			MORTGAGE INTERIM FINANCING?		YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	
			ACCOUNT NO.		WHERE	
			PHONE NO.		FAX NO.	

ATTN: SONJA  
185 Muirfield Blvd.

As per Lot 60  
Muirfield Blvd.  
WARREN DUNCAN  
585-4230

PAGE 2 OF 2 (BURNCO ROCK PRODUCTS LTD)

GENERAL CREDIT INFORMATION		If applicable, please provide construction mortgage information
YOUR BANK _____		
BANK ADDRESS _____		CO. ADDRESS _____
YOUR BANK ACCOUNT NUMBER _____		CO. FAX _____
BANK PHONE NUMBER ( ) _____	BANK FAX NUMBER ( ) _____	<input type="checkbox"/> DRAW
BANK CONTACT _____		<input type="checkbox"/> COMPLETION
BONDING COMPANY _____		
PHONE NUMBER ( ) _____	BANK FAX NUMBER ( ) _____	
SUPPLIER REFERENCE	ADDRESS	TELEPHONE NO.
1) _____		
2) _____		

CREDIT TERMS & AGREEMENT

For the purpose of processing this application the undersigned (the "Customer") hereby authorizes BURNCO Rock Products Ltd ("BURNCO") to investigate the Customer's credit experience with suppliers, banks and other institutions with whom the applicant has conducted business. Upon approval of this application by the Credit Manager for BURNCO, credit privileges will be extended to the Customer subject to the following terms and conditions, which the Customer hereby agrees that:

1. BURNCO's monthly account will be paid in full on or before the 15th day of the month following the purchase(s).
2. The Customer will be responsible for the delivery of all payments to BURNCO's office by the date shown in (1) above.
3. Credit privileges will automatically be suspended should the Customer's account become overdue.
4. Interest will be charged at the rate of 2% per month (24% per annum) on overdue amounts commencing on the 1st day that the Customer's account is overdue. The Customer agrees that interest on this account shall run, in accordance with the terms of the agreement, both before and after judgment.
5. Any dispute by the Customer shall be reported in writing to the Credit Manager at BURNCO within 21 days of the date that the labour was performed and/or the material was supplied, and the details of the dispute. If the Customer does not leave a written dispute within the said 21 days, notwithstanding that the dispute is not resolved, the Customer shall pay to BURNCO all amounts due and owing, without any set-off, pending resolution of the dispute. The payment by the Customer shall not affect the Customer's dispute.
6. The Customer authorizes BURNCO, its agents and affiliates, to conduct any credit investigations it deems appropriate, including but not limited to credit checks and bank checks, and authorize the release of any information, financial, personal or otherwise, as required for the purposes of the credit investigation, from BURNCO to any financial institution, credit reporting organization, supplier, governmental authority, collection agency or any institution providing credit information that the Customer deals with. The Customer hereby consents any such financial institution, credit reporting organization, supplier, governmental authority, collection agency or any institution providing credit information to provide all information requested to BURNCO in relation to the Customer. For the purposes of any applicable statute pertaining to the privacy of information this clause shall constitute full and sufficient consent for the collection, use and disclosure of information, as required for a credit investigation.
7. The Customer agrees to be responsible for all solicitor and client costs and other expenses incurred by BURNCO in connection with the collection of the account and agrees to all terms in this application.
8. The Customer agrees to provide BURNCO with copies of up-to-date financial statements and financial records, and a general or specific assignment of accounts receivable, upon request.
9. The Customer agrees that this agreement shall bind all respective heirs, executors, administrators, successors, or assigns.
10. The Customer or Customers hereby agree that where there is more than one party to this agreement, they shall be jointly and severally liable in the event of default hereunder.
11. The Owner is obligated to notify BURNCO in writing of any changes in ownership.
12. If applicable, the Customer hereby consents to BURNCO receiving and using the Customer's social insurance number as may be required by BURNCO.
13. BURNCO may disclose information related to the Customer's credit history with BURNCO to any financial institution, credit reporting organization, supplier, governmental authority, collection agency or any institution providing credit information that the Customer deals, or to any other third parties. The Customer's signature on this form is express consent for the disclosure of such information.
14. Notwithstanding any form of contract, condition, representation or warranty, whether written, oral, express or implied, the Customer agrees that the terms of credit as set forth herein as between the Customer and BURNCO shall be binding upon the Customer and BURNCO in respect of all of contractual relationships between them from time to time and it is further agreed that the terms of credit as set forth herein shall take priority to any other terms of credit, alleged to exist as between the Customer and BURNCO from time to time.

If you have any questions about the collection, use or disclosure of your personal information, call the CREDIT MANAGER at (403) 240-2227.

The above terms are agreed to by:

SIGNATURE \_\_\_\_\_ Position \_\_\_\_\_

Please Print Name \_\_\_\_\_ Date July 5/11

SIGNATURE \_\_\_\_\_ Position \_\_\_\_\_

Please Print Name \_\_\_\_\_ Date \_\_\_\_\_

7-403-275-7514

Date: Friday, May 11, 2012  
 Time: 07:31AM  
 User: bf

**BUFNCO Rock Products Ltd**  
 Aged AR - Detail by Days Past Due - BR

Period: 01-13 As of 6/4/2012

Page: 1 of 1  
 Report: 08610dph.rpt  
 Company: BR

Company ID	Class ID	Customer Name	Terms	Doc Date	Days	Open Date	Disp. Amt	Size	Telephone	Ship to	Contact	Bad Debt	Current	1 To 30	31 To 60	61 To 90	Over 90	Original Doc Amt		
<b>Company ID: TOD0005</b> <b>Class ID: CDN</b> <b>Customer Name: TODAY'S HOMES LP</b> <b>Terms: BR</b> <b>Doc Date: 12/19/2011</b> <b>Days: 144</b> <b>Open Date: 02/07/2012</b> <b>Disp. Amt: 0.00</b> <b>Size: 2110</b> <b>Telephone: (403) 569-4880</b>																				
IN	ICA1074887	30	12/19/2011	144	02/07/2012	0.00	2110	185	MURFIELD BLVD LYALTA			0.00	0.00	0.00	0.00	0.00	0.00	20.99	3,387.04	
IN	ICA1087732	30	03/02/2012	70	04/19/2012	0.00	2113	185	MURFIELD BLVD LYALTA			0.00	0.00	0.00	0.00	0.00	0.00	52.51	7,942.14	
IN	ICA1085074	30	03/29/2012	43	05/12/2012	0.00	2110	185	MURFIELD BLVD LYALTA			0.00	0.00	2,412.90	0.00	0.00	0.00	0.00	2,412.90	
IN	ICA1085206	30	04/03/2012	38	05/17/2012	0.00	2110	185	MURFIELD BLVD LYALTA			0.00	0.00	5,068.50	0.00	0.00	0.00	0.00	5,068.50	
IN	ICA108717	30	04/09/2012	32	05/22/2012	0.00	2113	185	MURFIELD BLVD LYALTA			0.00	0.00	978.60	0.00	0.00	0.00	0.00	978.60	
IN	ICA108116	30	04/09/2012	32	05/22/2012	0.00	2113	185	MURFIELD BLVD LYALTA			0.00	0.00	367.50	0.00	0.00	0.00	0.00	367.50	
CLD	ICA1086115	30	04/09/2012	32	05/22/2012	0.00	2110	185	MURFIELD BLVD LYALTA			0.00	0.00	131.25	0.00	0.00	0.00	0.00	131.25	
IN	ICA1088120	30	04/09/2012	32	05/22/2012	0.00	2110	185	MURFIELD BLVD LYALTA			0.00	0.00	0.00	-978.60	0.00	0.00	0.00	-978.60	
<b>Customer Total</b>													0.00	4,544.30	6,502.80	0.00	0.00	73.50		
<b>Avg Days To Pay</b>													48							
<b>Company Total</b>													0.00	4,544.30	6,502.80	0.00	0.00	73.50		
<b>Company Percentages</b>													0.00%	40.89%	58.48%	0.00%	0.00%	0.66%		

+6,076.35  
 17,196.95



# BURNCO

## INVOICE

Remit To:  
BURNCO Rock Products Ltd  
P.O. Box 1480, Station "T"  
Calgary, AB T2H 2P9  
Phone: (403) 265-2600  
Fax: (403) 255-0323

GST Number: 887363638RT

Invoice Number: ICA1081792

Customer: TOD0005  
Ship Date: 03/02/2012  
Order: 1072  
Page: 1

BILL TO:	SHIP TO:
TODAY'S HOMES LP 808 55TH AVENUE NE CALGARY AB T2E 6Y4	185 MUJIRFIELD BLVD-LYALTA  Usage:

INVOICE DATE	TERMS	CUSTOMER JOB NUMBER	CUSTOMER P.O. NO.	SITE
03/02/2012	DUE LAST DAY NEXT MONTH			113
PRODUCT DESCRIPTION	UNITS	QTY SHIPPED	UNIT PRICE	EXTENDED PRICE
SUPPLY, COMPACT BASEMENT GRAVEL	/m	28.00	66.00	1,848.00
SUPPLY, INSTALL INTERIOR KEEPING TILE	/m	15.00	30.00	450.00
FUEL SURCHARGE	ea	1.00	0.00	0.00

Tickets: 11340892

	SUBTOTAL \$	2,298.00
	HST	0.00
	GST	114.90
	PST	0.00
PLEASE NOTE: Remittance Address as per above.	INVOICE TOTAL \$	<u>2,412.90</u>



Remit To:  
 BURNCO Rock Products Ltd  
 P.O. Box 1480, Station "T"  
 Calgary, AB T2H 2P9  
 Phone: (403) 255-2600  
 Fax: (403) 255-0823

GST Number: 897369330RT

**INVOICE**

Invoice Number: **ICA1085074**  
 Customer: TOD0005  
 Ship Date: 03/08/2012  
 Order: 1005  
 Page: 1

BILL TO:	SHIP TO:
TODAY'S HOMES LP 808 55TH AVENUE NE CALGARY AB T2E 6Y4	185 MUIRFIELD BLVD-LYALTA  Usage:

INVOICE DATE	TERMS	CUSTOMER JOB NUMBER	CUSTOMER PO. NO.	SITE
03/29/2012	DUE LAST DAY NEXT MONTH		113009-R-001975	110
PRODUCT DESCRIPTION	UNITS	QTY SHIPPED	UNIT PRICE	EXTENDED PRICE
20MPA 14MM NFA NON AIR HES GOLD MIX HS	m3	11.00	187.50	2,062.50
NON-CHLORIDE ACCELERATOR 1%	/m	11.00	9.00	99.00
LINE PUMP RENTAL - FLAT RATE	ea	1.00	500.00	500.00
PLACE FINISH BASEMENT FLOOR	m2	130.11	7.51	977.13
CLEANOUT BOXES	ea	5.00	17.00	85.00
REBAR	ea	25.00	10.00	250.00
SUPPLY, INSTALL POLY	m2	130.11	3.77	490.51
BACK WATER CONTROL BOX	ea	1.00	110.00	110.00
ENVIROMENTAL FEE	/m	11.00	5.00	55.00
FUEL SURCHARGE	ea	3.00	0.00	0.00
WINTER HEAT	/m	11.00	18.00	198.00

Tickets: 11008253, 11008255, 11008259

	SUBTOTAL \$	4,827.14
	HST	0.00
	GST	241.36
	PST	0.00
PLEASE NOTE: Remittance Address as per above.	INVOICE TOTAL \$	<u>5,068.50</u>



**INVOICE**

Remit To:  
 BURNCO Rock Products Ltd  
 P.O. Box 1480, Station "T"  
 Calgary, AB T2H 2P9  
 Phone: (403) 255-2600  
 Fax: (403) 255-0323

GST Number: 88736338RT

Invoice Number: **ICA1085626**  
 Customer: TOD0005  
 Ship Date: 04/03/2012  
 Order: 1045  
 Page: 1

BILL TO:	SHIP TO:
TODAY'S HOMES LP 808 55TH AVENUE NE CALGARY AB T2E 6Y4	185 MUIRFIELD BLVD-LYALTA  Usage: GARAGE FLOOR

INVOICE DATE	TERMS	CUSTOMER JOB NUMBER	CUSTOMER PO NO.	SITE
04/03/2012	DUE LAST DAY NEXT MONTH			110
PRODUCT DESCRIPTION	UNITS	QTY SHIPPED	UNIT PRICE	EXTENDED PRICE
32MPA 14MM 10% FA 5-8% AIR OURAMIX	m <sup>3</sup>	4.00	210.00	840.00
ENVIRONMENTAL FEE	/m	4.00	5.00	20.00
FUEL SURCHARGE	ea	1.00	0.00	0.00
WINTER HEAT	/m	4.00	18.00	72.00

Tickets: 11008444

SUBTOTAL \$	932.00
HST	0.00
GST	46.60
PST	0.00
<b>INVOICE TOTAL \$</b>	<b>978.60</b>

PLEASE NOTE: Remittance Address as per above.



INVOICE

Remit To:
BURNCO Rook Products Ltd
P.O. Box 1480, Station 'T'
Calgary, AB T2H 2P9
Phone: (403) 256-2600
Fax: (403) 255-0323

Invoice Number: ICA1086119
Customer: TOD0005
Ship Date: 04/03/2012
Order: CM1085626
Page: 1

GST Number: 887363639RT

Table with columns BILL TO and SHIP TO. BILL TO: TODAY'S HOMES LP, 808 55TH AVENUE NE, CALGARY AB T2E 6Y4. SHIP TO: 185 MUIRFIELD BLVD-LYALTA, Usage: GARAGE FLOOR.

Table with columns INVOICE DATE, TERMS, CUSTOMER JOB NUMBER, CUSTOMER P.O. NO., and SITE. Includes a detailed table with columns PRODUCT DESCRIPTION, UNITS, QTY SHIPPED, UNIT PRICE, and EXTENDED PRICE for items like 32MPA 14MM 10% FA 5-8% AIR DURAMIX, ENVIRONMENTAL FEE, FUEL SURCHARGE, and WINTER HEAT.

Tickets: 11008444

Summary table with columns SUBTOTAL \$, HST, GST, PST, and a total of 978.60-

PLEASE NOTE: Remittance Address as per above.



INVOICE

Remit To:  
BURNCO Rock Products Ltd  
P.O. Box 1480, Station "T"  
Calgary, AB T2H 2P9  
Phone: (403) 255-2600  
Fax: (403) 255-0323

Invoice Number: ICA1086117  
Customer: TOD0005  
Ship Date: 04/08/2012  
Order: 118778  
Page: 1

GST Number: 887363638RT

BILL TO:	SHIP TO:
TODAY'S HOMES LP 808 55TH AVENUE NE CALGARY AB T2E 6Y4	185 MUIRFIELD BLVD-LYALTA  Usage:

INVOICE DATE	TERMS	CUSTOMER JOB NUMBER	CUSTOMER PO. NO.	SITE
04/09/2012	DUE LAST DAY NEXT MONTH		113009-V-002854	113
PRODUCT DESCRIPTION	UNITS	QTY SHIPPED	UNIT PRICE	EXTENDED PRICE
LOAD GRAVEL	ea	1.00	350.00	350.00
FUEL SURCHARGE	ea	1.00	0.00	0.00

Tickets: MT118778

	SUBTOTAL \$	350.00
	HST	0.00
	GST	17.50
	PST	0.00
PLEASE NOTE: Remittance Address as per above.	INVOICE TOTAL \$	<u>367.50</u>



INVOICE

Remit To:  
BURNCO Rock Products Ltd  
P.O. Box 1480, Station "T"  
Calgary, AB T2H 2P9  
Phone: (403) 255-2600  
Fax: (403) 255-0328

Invoice Number: ICA1086118  
Customer: TOD0005  
Ship Date: 04/03/2012  
Order: 1187780  
Page: 1

GST Number: 887363636RT

BILL TO:	SHIP TO:
TODAY'S HOMES LP 808 55TH AVENUE NE CALGARY AB T2E 6Y4	185 MUIRFIELD BLVD-LYALTA  Usage:

INVOICE DATE	TERMS	CUSTOMER JOB NUMBER	CUSTOMER PO. NO.	SITE
04/09/2012	DUE LAST DAY NEXT MONTH		113009-Y-002855	113
PRODUCT DESCRIPTION	UNITS	QTY SHIPPED	UNIT PRICE	EXTENDED PRICE
BOBCAT RENTAL	/h	1.00	125.00	125.00
FUEL SURCHARGE	ea	1.00	0.00	0.00
Tickets: MF118778				

SUBTOTAL	\$	125.00
HST		0.00
GST		6.25
PST		0.00
INVOICE TOTAL	\$	131.25

PLEASE NOTE: Remittance Address as per above.



Remit To:  
 BURNCO Rock Products Ltd  
 P.O. Box 1480, Station "T"  
 Calgary, AB T2H 2P9  
 Phone: (403) 255-2600  
 Fax: (403) 255-0323

GST Number: 887369536RT

INVOICE

Invoice Number: ICA1086120  
 Customer: TOP0005  
 Ship Date: 04/03/2012  
 Order: RB1085626  
 Page: 1

BILL TO:	SHIP TO:
TODAY'S HOMES LP 808 55TH AVENUE NE CALGARY AB T2E 6Y4	185 MUIRFIELD BLVD-LYALTA  Usage: GARAGE FLOOR

INVOICE DATE	TERMS	CUSTOMER JOB NUMBER	CUSTOMER P.O. NO.	SITE
04/09/2012	DUE LAST DAY NEXT MONTH		113009-R-001899	110

PRODUCT DESCRIPTION	UNITS	QTY SHIPPED	UNIT PRICE	EXTENDED PRICE
32MPA 14MM 10% FA 5-8% AIR DURAMIX	m3	4.00	210.00	840.00
PREP GARAGE	m2	38.19	35.00	1,336.65
PLACE FINISH GARAGE	m2	38.19	13.23	505.25
ZIP STRIP	ea	1.00	147.00	147.00
ENVIROMENTAL FEE	/m	4.00	5.00	20.00
FUEL SURCHARGE	ea	1.00	0.00	0.00
WINTER HEAT	/m	4.00	18.00	72.00

Tickets: 11008444

	SUBTOTAL \$	2,920.90
	HST	0.00
	GST	146.05
	PST	0.00
		<u>3,066.95</u>
PLEASE NOTE: Remittance Address as per above.		



INVOICE

Remit To:
BURNCO Rock Products Ltd
P.O. Box 1480, Station 'T'
Calgary, AB T2H 2P9
Phone: (403) 255-2600
Fax: (403) 255-0323

Invoice Number: ICA1097001
Customer: 86951
Ship Date: 05/29/2012
Order: 1037
Page: 1

GST Number: 887993638RT

Table with columns BILL TO and SHIP TO. BILL TO: TODAY'S HOMES LP, 808 56TH AVENUE NE, CALGARY AB T2E 6Y4. SHIP TO: 185 MUIRFIELD BLVD-LYALTA, Usage: DRIVEWAY.

Table with columns INVOICE DATE, TERMS, CUSTOMER JOB NUMBER, CUSTOMER PO. NO, and SITE. Values: 05/31/2012, DUE LAST DAY NEXT MONTH, 113009-R-001921, 110.

Main item table with columns: PRODUCT DESCRIPTION, UNITS, QTY SHIPPED, UNIT PRICE, EXTENDED PRICE. Includes items like 32MPA 14MM STD FA 5-8% EXPOSED, 0.5% NON CHLORIDE ACCELERATOR, etc.

Tickets: 11009162

Summary table with columns: SUBTOTAL \$, HST, GST, PST, INVOICE TOTAL \$. Values: 5,656.65, 0.00, 282.83, 0.00, 5,939.48. Includes note: PLEASE NOTE: Remittance Address as per above.



## SCHEDULE "B"

- Statement of Lien
- Copy of title

## BUILDERS' LIEN ACT

BURNCO ROCK PRODUCTS LTD. of c/o 506, 933 - 17<sup>th</sup> Avenue SW, Calgary, Alberta, T2T 5R6

claims a lien under the Builder's Lien Act upon the estate of

The Registered Owners

UBG Land Inc.  
808 - 55<sup>th</sup> Avenue NE  
Calgary, AB T2E 6Y4

in the following lands:

CONDOMINIUM PLAN 0710284  
UNIT 60  
AND 54 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY  
EXCEPTING THEREOUT ALL MINES AND MINERALS

The lien is claimed in respect of the following work or materials, that is to say:

Supply of redi-mix concrete material and related services

which work was or is to be done for or which materials were or are to be furnished for:

Today's Homes LP  
808 - 55<sup>th</sup> Avenue NE  
Calgary, AB T2E 6Y4

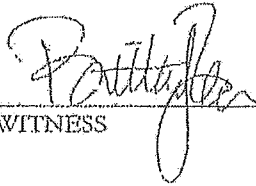
The work was completed or the materials were last furnished on the 3<sup>rd</sup> day of April, 2012.

The sum claimed or to become due is \$17,338.13 plus interest at the contractual rate of 24% and costs.

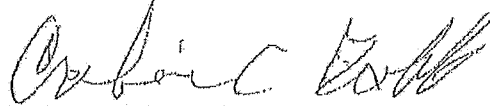
The address for service of the lienholder hereunder is care of Robb & Evenson Professional Corporation, Barristers and Solicitors, #506, 933 - 17th Avenue S.W., Calgary, Alberta, T2T 5R6.

DATED at the City of Calgary, in the Province of Alberta this 17<sup>th</sup> day of May, 2012.

WITNESS



CALVIN C. ROBB  
Solicitor and Agent for  
Burnco Rock Products Ltd.



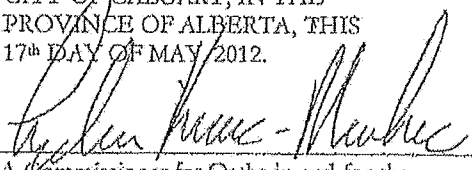
AFFIDAVIT VERIFYING CLAIM BY OTHER THAN LIENHOLDER

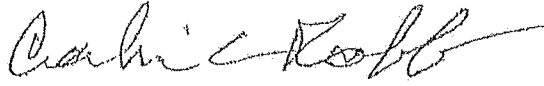
CANADA )  
PROVINCE OF ALBERTA )  
TO WIT: )

I, CALVIN C. ROBB, of the City of  
Calgary, in the Province of Alberta,  
MAKE OATH AND SAY THAT:

1. That I am the agent/solicitor for the claimant named in the annexed Statement and I am informed by Fay Feldstein, Credit Manager of Burnco Rock Products Ltd. and believe that the facts are as set forth in the annexed Statement.
2. That I believe the said claim is true.

SWORN BEFORE ME AT THE  
CITY OF CALGARY, IN THE  
PROVINCE OF ALBERTA, THIS  
17<sup>th</sup> DAY OF MAY 2012.

  
A Commissioner for Oaths in and for the  
Province of Alberta

  
CALVIN C. ROBB

LYDIA A. KOVAC-MARKIC  
A Commissioner for Oaths  
in and for the Province of Alberta  
My Commission Expires June 21, 2013

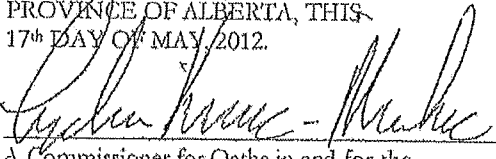
AFFIDAVIT OF EXECUTION

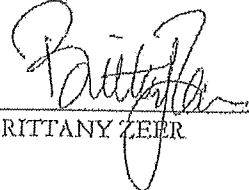
CANADA )  
PROVINCE OF ALBERTA )  
TO WIT: )

I, BRITTANY ZEER, of the  
City of Calgary, in the Province of Alberta,  
MAKE OATH AND SAY THAT:

1. That I was personally present and did see CALVIN C. ROBB, named in the within Instrument who is known to me to be the person named therein, duly sign and execute the same for the purposes named therein.
2. That the same was executed at the City of Calgary, in the Province of Alberta, and that I am the subscribing witness thereto.
3. That I know the said CALVIN C. ROBB and he is in my belief of the full age of eighteen years.

SWORN BEFORE ME AT THE  
CITY OF CALGARY, IN THE  
PROVINCE OF ALBERTA, THIS  
17<sup>th</sup> DAY OF MAY 2012.

  
A Commissioner for Oaths in and for the  
Province of Alberta

  
BRITTANY ZEER

LYDIA A. KOVAC-MARKIC  
A Commissioner for Oaths  
in and for the Province of Alberta  
My Commission Expires June 21, 2013



CERTIFIED COPY OF  
Certificate of Title

LJNC  
0032 194 987

SHORT LEGAL  
0710284/60

TITLE NUMBER: 091 144 119 +15  
TRANSFER OF LAND  
DATE: 26/05/2009

AT THE TIME OF THIS CERTIFICATION

UBG LAND INC..  
OF 808 55TH AVENUE NE  
CALGARY  
ALBERTA T2E 6Y4

IS THE OWNER OF AN ESTATE IN FEE SIMPLE  
OF AND IN

CONDOMINIUM PLAN 0710284  
UNIT 60  
AND 54 UNDIVIDED ONE TEN THOUSANDTH SHARES IN THE COMMON PROPERTY  
EXCEPTING THEREOUT ALL MINES AND MINERALS

SUBJECT TO THE ENCUMBRANCES, LIENS AND INTERESTS NOTIFIED BY MEMORANDUM UNDER-  
WRITTEN OR ENDORSED HEREON AND ON THE CONDOMINIUM PLAN, OR WHICH MAY HEREAFTER  
BE MADE IN THE REGISTER.

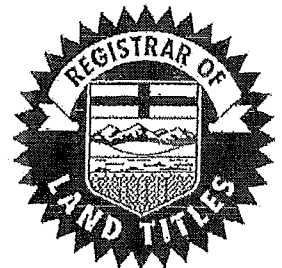
REGISTRATION NUMBER	DATE (D/M/Y)	ENCUMBRANCES, LIENS & INTERESTS PARTICULARS
071 026 545	17/01/2007	AGREEMENT RE: RESTRICTIVE COVENANT, EASEMENT AND UTILITY RIGHT OF WAY
071 026 551	17/01/2007	ENCUMBRANCE ENCUMBRANCEE - THE LAKES OF MUIRFIELD HOME OWNERS ASSOCIATION, SUITE 1200, 1015-4 STREET S.W. CALGARY ALBERTA T2R1J4 AMOUNT: \$205,344
071 039 122	24/01/2007	ENCUMBRANCE ENCUMBRANCEE - THE LAKES OF MUIRFIELD HOME OWNERS ASSOCIATION. C/O DMBH, LLP, SUITE 1200, 1015-4TH STREET SW CALGARY ALBERTA T2R1J4
071 474 632	21/09/2007	UTILITY RIGHT OF WAY GRANTEE - FORTISALBERTA INC.. AS TO PORTION OR PLAN: 0710285
101 031 080	29/01/2010	RESTRICTIVE COVENANT
111 162 463	28/06/2011	MORTGAGE MORTGAGEE - ALBERTA BUILDERS CAPITAL INC.. 808-55 AVENUE NE

CERTIFIED COPY OF  
Certificate of Title

SHORT LEGAL 0710284;60  
NAME UBG LAND INC.  
NUMBER 091 144 119 +15

REGISTRATION NUMBER	DATE (D/M/Y)	ENCUMBRANCES, LIENS & INTERESTS PARTICULARS
		CALGARY ALBERTA T2B6Y4 MORTGAGEE - VALIANT TRUST COMPANY, 316, 606-4 STREET SW CALGARY ALBERTA T2P1T1 ORIGINAL PRINCIPAL AMOUNT: \$4,483,000
121 112 490	10/05/2012	BUILDER'S LIEN LIENOR - D.T. MOUNTAINVIEW CONSTRUCTION LTD., ATTN: MICHAEL J. WHITING C/O CARSCALLEN LLP 1500, 407-2 ST SW CALGARY ALBERTA T2F2Y3 AGENT - MICHAEL J WHITING AMOUNT: \$24,947
121 116 692	16/05/2012	BUILDER'S LIEN LIENOR - HOME SOLUTIONS CORPORATION, 11510-40 ST SE CALGARY ALBERTA T2Z4V6 AGENT - WENDY MCALLISTER AMOUNT: \$1,556
121 118 084	17/05/2012	BUILDER'S LIEN LIENOR - DIVINE HARDWOOD FLOORING (CAL) LTD., C/O MASUCH ALBERT LLP 209, 10836 - 24 STREET SE ATTN: MATHEW FARRELL CALGARY ALBERTA T2Z4C9 AGENT - CARLOS SOARES AMOUNT: \$3,897
121 119 178	17/05/2012	BUILDER'S LIEN LIENOR - BURSCO ROCK PRODUCTS LTD., C/O ROBB & EVENSON PROFESSIONAL CORPORATION 506, 933 17 AVE SW CALGARY ALBERTA T2T5R6 AGENT - CALVIN C ROBB AMOUNT: \$17,338

THE REGISTRAR OF TITLES CERTIFIES THIS TO BE AN ACCURATE REPRODUCTION OF THE CERTIFICATE OF TITLE  
REPRESENTED HEREIN THIS 17 DAY OF MAY ,2012



# Certificate of Title

TITLE NUMBER: 091 144 119 +15

*\*SUPPLEMENTARY INFORMATION\**

CONSIDERATION: SEE INSTRUMENT  
MUNICIPALITY: WHEATLAND COUNTY  
REFERENCE NUMBER:  
081 462 471  
ATS REFERENCE:  
4;26;25;8;SW  
4;26;25;8;N  
TOTAL INSTRUMENTS: 010