



Court File No. CV-14-10703-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
[COMMERCIAL LIST]**

THE HONOURABLE  
JUSTICE *Raffilo*

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FRIDAY, THE 27th DAY  
OF MARCH, 2015

**B E T W E E N:**

**ROMAS KARTAVICIUS**

Applicant

- and -

**OAK BAY DEVELOPMENTS INC. and OAK BAY GOLF CLUB INC.**

Respondents

**O R D E R**

**THIS MOTION** made by Deloitte Restructuring Inc., in its capacity as Receiver of all of the current and future assets, undertakings and properties of Oak Bay Developments Inc. (the “**Debtor**”) acquired for, or used in relation to 26 residential units (the “**Units**”) of The Residences of Oak Bay Golf and Country Club (collectively, the “**Property**”) for the limited purpose of administering the completion of the construction of the Units currently subject to agreements of purchase and sale with third parties (the “**APSs**”) in order to allow the Debtor to close the sale of the Units (in that capacity, the “**Receiver**”), for an Order (i) abridging the time

for service of the notice of motion and motion record herein, (ii) approving the First Report of the Receiver dated March 11, 2015 (the “**First Report**”) and the activities described therein, (iii) vacating the claim for lien and the related certificate of action of Noble Corporation (the “**Noble Lien**”) and the two claims for lien and the related certificates of action of E-M Air Systems Inc. (collectively, the “**E-M Air Liens**”), (iv) granting leave to bring the within motion to vacate the claims for lien and certificates of action in Toronto, (v) approving and accepting the Receiver’s Interim Statements of Receipts and Disbursements for the period from November 12, 2014 to February 27, 2015, (vi) amending the Order of Justice Wilton-Siegel made November 12, 2014, appointing the Receiver (the “**Appointment Order**”) so as to increase to \$1,550,000.00 the amount the Debtor is authorized to borrow under the EOH Credit Facility (as defined in the Notice of Motion) (vii) in the alternative, amending the Appointment Order to increase the Receiver’s borrowing limit under the Appointment Order from \$125,000.00, to \$475,000.00, and (viii) approving the fees and disbursements for services rendered by the Receiver for the period up to February 23, 2015, was heard this day at Toronto.

**ON READING** the Receiver’s Motion Record dated March 16, 2015, the First Report, the affidavit of Hartley Bricks sworn February 23, 2015, it appearing that a ~~certified cheque~~ <sup>bank draft</sup> in the amount of \$32,296.18 has been deposited with the Accountant of this Honourable Court as account No. 535 651 as security for the Noble Lien registered as instrument numbers MT143911 (claim for lien) and MT145601 (certificate of action), it appearing that a ~~certified cheque~~ <sup>bank draft</sup> in the amount of \$27,132.50 has been deposited with the Accountant of this Honourable Court as account No. 535 649 as security for the E-M Air Lien registered as instrument numbers MT146631 (claim for lien) and MT147955 (certificate of action), it appearing that a

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*bank draft*  
certified cheque in the amount of \$54,265.00 has been deposited with the Accountant of this Honourable Court as account No. 535 650 as security for the E-M Air Lien registered as instrument numbers MT146632 (claim for lien) and MT147954 (certificate of action), and upon hearing the submissions of counsel for the Receiver *\* First Save and Ransper \** and counsel for the Applicant, no one else appearing,

1. **THIS COURT ORDERS** that the time for service of the Receiver's Notice of Motion returnable March 27, 2015 (the "NOM"), and related motion material filed in support of that NOM (the "**Motion Material**") be and is hereby abridged, that service of the NOM and Motion Material is hereby validated, and that further service thereof is hereby dispensed with.
2. **THIS COURT ORDERS** that the First Report dated March 11, 2014, and the actions of the Receiver and its counsel described therein be and are hereby approved.
3. **THIS COURT ORDERS** that leave be and same is hereby granted to the Receiver to bring in Toronto that part of the within motion to vacate the Noble Lien and the E-M Air Liens.
4. **THIS COURT ORDERS** that the registration of the Claim for Lien of Noble Corporation registered on September 22, 2014 in the Land Registry Office for the Land Titles Division of Muskoka (No. 35) as instrument No. MT143911 against title to the lands and premises more particularly described in Schedule "A" attached hereto, be vacated.
5. **THIS COURT ORDERS** that the registration of the Certificate of Action of Noble Corporation, registered on October 31, 2014 in the Land Registry Office for the Land Titles Division of Muskoka (No. 35) as instrument No. MT145601 against title to the lands and premises more particularly described in Schedule "A" attached hereto, be vacated.

6. **THIS COURT ORDERS** that the registration of the Claim for Lien of E-M Air Systems Inc. registered on November 7, 2014 in the Land Registry Office for the Land Titles Division of Muskoka (No. 35) as instrument No. MT146631 against title to the lands and premises more particularly described in Schedule “B” attached hereto, be vacated.

7. **THIS COURT ORDERS** that the registration of the Certificate of Action of E-M Air Systems Inc. registered on January 6, 2015 in the Land Registry Office for the Land Titles Division of Muskoka (No. 35) as instrument No. MT147955. against title to the lands and premises more particularly described in Schedule “B” attached hereto, be vacated.

8. **THIS COURT ORDERS** that the registration of the Claim for Lien of E-M Air Systems Inc. registered on November 7, 2014 in the Land Registry Office for the Land Titles Division of Muskoka (No. 35) as instrument No. MT146632 against title to the lands and premises more particularly described in Schedule “C” attached hereto, be vacated.

9. **THIS COURT ORDERS** that the registration of the Certificate of Action of E-M Air Systems Inc. registered on January 6, 2015 in the Land Registry Office for the Land Titles Division of Muskoka (No. 35) as instrument No. MT147954. against title to the lands and premises more particularly described in Schedule “C” attached hereto, be vacated.

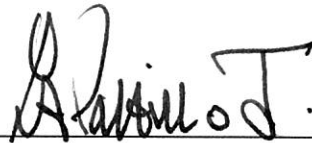
10. **THIS COURT ORDERS** that the Receiver’s Interim Statement of Receipts and Disbursements for the period from November 12, 2014 to February 27, 2015 as set out at Appendix “N” of the Receiver’s First Report, be and is hereby accepted and approved.

11. **THIS COURT ORDERS** that paragraph 20 of the Appointment Order and the Commitment Letter (as defined in the Appointment Order and attached as Schedule "C" thereto) be and are hereby amended so as to increase from \$1,200,000.00 to \$1,550,000.00 the amount the Debtor is authorized to obtain and borrow under the EOH Credit Facility (as defined in the Appointment Order) for the sole purpose of funding the Mandate (as defined in the Appointment Order), and so as to actually increase the EOH Credit Facility by \$350,000.00, with the increased EOH Credit Facility being on the exact same terms and conditions set out in the Commitment Letter (as amended herein) for that Facility and with the security and priority of the increase in the EOH Credit Facility being as provided for in paragraphs 23 and 24 in the Appointment Order.

12. **THIS COURT ORDERS** that the fees and disbursements of the Receiver for the period up to February 13, 2015, be and are hereby approved.

13. **THIS COURT ORDERS** that the Land Registrar accept the registration of this Order as an Application to Amend and not record it as a discharge of lien against the abstract of title of the lands and premises described herein.

14. **THIS COURT ORDERS** that a copy of this order shall be served on Noble Corporation and on E-M Air Systems Inc. forthwith after entry.



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LE / DANS LE REGISTRE NO.:

MAR 27 2015



**Schedule "A"**

PIN 48018-0648 (LT), LRO #35

PT LT 31 CON 2 BAXTER PT 13 ON 35R23499; T/W EASEMENT OVER PT LT 32 CON 2 BAXTER PT 28, 29 & 31 ON 35R22502 AS IN MT46055; T/W WASEMENT OVER PT 27 & 39 ON 35R22329 AS IN MT59586; S/T EASEMENT OVER PAT 17 ON 35R23857 AS IN MT113239;; SUBJECT TO AN EASEMENT IN GROSS OVER PT 17 ON 35R23857 AS IN MT113203; SUBJECT TO AN EASEMENT IN GROSS OVER PT 17 ON 35R23857 AS IN MT113266; SUBJECT TO AN EASEMENT IN GROSS OVER PT 17 ON 35R23857 AS IN MT113271; TOWNSHIP OF GEORGIAN BAY

PIN 48018-0700 (LT), LRO #35

BLOCK 1, PLAN 35M728; SUBJECT OT AN EASEMENT AS IN MT113202; SUBJECT TO AN EASEMENT AS IN MT113238; SUBJECT TO AN EASEMENT AS IN MT113265; SUBJECT TO AN EASEMENT AS IN MT113270; TOGETHER WITH AN EASEMENT AS IN MT46055; TOGETHER WITH AN EASEMENT AS IN MT59588; TOWNSHIP OF GEORGIAN BAY

PIN 48018-0665 (LT), LRO #35

BLOCK 8, PLAN 35M725 S/T EASEMENT OVER PT 8, 9, 11 & 12 ON 35R23857 AS IN MT113238; TOGETHER WITH AN EASEMENT AS IN MT46055; TOGETHER WITH AN EASEMENT AS IN MT595586; SUBJECT TO AN EASEMENT IN GROSS OVER PT 8 – 13, ON 35R23857 AS IN MT113202; SUBJECT TO AN EASEMENT IN GROSS OVER PT 8, 9, 11& 12 ON 35R23857 AS IN MT113265; SUBJECT TO AN EASEMENT IN GROSS OVER PT 8, 9, 11& 12 ON 35R23857 AS IN MT113270; TOWNSHIP OF GEORGIAN BAY

PIN 48018-0701 (LT), LRO #35

BLOCK 2, PLAN 35M728; SUBJECT TO AN EASEMENT AS IN MT113202; SUBJECT TO AN EASEMENT AS IN MT113238; SUBJECT TO AN EASEMENT AS IN MT113265; SUBJECT TO AN EASEMENT AS IN MT113270; SUBJECT TO AN EASEMENT AS IN MT119980; SUBJECT TO AN EASEMENT AS IN MT120638; TOGETHER WITH AN EASEMENT AS IN MT46055; TOGETHER WITH AN EASEMENT AS IN MT59586; TOWNSHIP OF GEORGIAN BAY

**Schedule "B"**

PIN 48018-0665 (LT), LRO #35

BLOCK 8, PLAN 35M725 S/T EASEMENT OVER PT 8, 9, 11 & 12 ON 35R23857 AS IN MT113238; TOGETHER WITH AN EASEMENT AS IN MT46055; TOGETHER WITH AN EASEMENT AS IN MT595586; SUBJECT TO AN EASEMENT IN GROSS OVER PT 8 – 13, ON 35R23857 AS IN MT113202; SUBJECT TO AN EASEMENT IN GROSS OVER PT 8, 9, 11& 12 ON 35R23857 AS IN MT113265; SUBJECT TO AN EASEMENT IN GROSS OVER PT 8, 9, 11& 12 ON 35R23857 AS IN MT113270; TOWNSHIP OF GEORGIAN BAY

**Schedule "C"**

PIN 48018-0700 (LT), LRO #35

BLOCK 1, PLAN 35M728; SUBJECT TO AN EASEMENT AS IN MT113202; SUBJECT TO AN EASEMENT AS IN MT113238; SUBJECT TO AN EASEMENT AS IN MT113265; SUBJECT TO AN EASEMENT AS IN MT113270; TOGETHER WITH AN EASEMENT AS IN MT46055; TOGETHER WITH AN EASEMENT AS IN MT59588; TOWNSHIP OF GEORGIAN BAY



**ROMAS KARTAVICIUS**

and

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Applicant

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Proceeding Commenced at **TORONTO**

**ORDER**

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Lawyers for Deloitte Restructuring Inc., in its capacity  
as court appointed receiver of Oak Bay Developments  
Inc., and for Romsphen Investment Corporation.