

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BETWEEN:

CANADIAN EQUIPMENT FINANCE AND LEASING INC.

Applicant

-and-

**THE HYPOINT COMPANY LIMITED, 2618905 ONTARIO LIMITED,
2618909 ONTARIO LIMITED, BEVERLEY ROCKLIFFE,
and CHANTAL BOCK**

Respondents

AFFIDAVIT OF JACK FRYMER
(sworn remotely on May 19, 2022)

I, Jack Frymer, of the City of Toronto, in the Province of Ontario, AFFIRM AND SAY that:

1. I am a barrister and solicitor called to the Bar of the Province of Ontario, and I am the solicitor for Delrin Investments Inc., Richard Goldberg, Harvey Kessler, Samuel Stern, and Bruce Lubelsky (collectively, the “**Mortgagees**”) and, as such, have knowledge of the following matter. Where I do not have direct knowledge of the facts, I have stated my source of information below and I believe such facts to be true.
2. The Mortgagees hold mortgages on the real property located at 9 Roy Boulevard in Brantford, Ontario, bearing PIN 32281-0038 (LT) and described as “LT 39 PL 1455 Brantford City” in land registry office #2 (the “**Premises**”).

3. The Premises are, *inter alia*, the subject matter of this application. Nevertheless, the Mortgagees are not parties to this application.

4. My client was sent a copy of the application record in this matter on or about May 8, 2022. I received it shortly thereafter; on or about May 11, 2022.

A copy of the cover letter, accompanying the application record, is attached hereto and marked as [Exhibit A](#)

5. In this application, the applicant seeks the appointment of a receiver for all of the assets of The Hypoint Company Limited and 2618905 Ontario Limited (collectively, the “**Debtor Corporations**”). According to the Notice of Application, that includes:

- (a) The Premises; and
- (b) Certain mechanical equipment sold by the applicants to Hypoint, over which the applicants hold a security interest (the “**Collateral**”).

6. I sought instructions from the Mortgagees with respect to the relief sought, and they have advised me that they are:

- (a) Opposed to a receiver being appointed for the Property; but
- (b) Indifferent to a receiver being appointed for the Collateral.

7. I advised counsel for the applicant of that position on or before May 13, 2022; i.e. shortly after receiving the application record.

8. The short period of time between (i) when I learned that the application was outstanding and (ii) the return of the application on May 20, 2022, has provided my clients with insufficient time to respond to the evidence, facts, and law advanced by the applicants on this application.

INTERIM STATE OF THE PREMISES

9. The Premises are insured.


Copies of the certificates of insurance in favour of the various mortgagees are attached hereto and marked as [Exhibit B](#)

10. In any event, I can confirm that if it comes to pass that the insurance does ever lapse and is not or cannot be renewed by the owner, that the Mortgagees will promptly obtain similar insurance to protect the Premises.

11. The Mortgagees mortgages are presently in default, and the Mortgagees have commenced power-of-sale proceedings.

12. In accordance with the terms of those mortgages, the Mortgagees are entitled to possession of the Premises. The Mortgagees have asked the Debtor Corporations to give up possession of the Premises to the Mortgagees, and the representative of the Debtor Corporations, William Halkiw, has indicated to me that they will cooperate with allowing the Mortgagees to take possession peacefully. I believe Halkiw.

AFFIRMED BEFORE ME this 19th day of May, 2022 by video conference, in accordance with the provisions of the Regulation governing Administering Oaths or Declarations Remotely, while the affiant was at the City of Sunny Isles Beach, in the State of Florida, USA, and I was at the City of Toronto, in the Province of Ontario


A commissioner of oaths, etc.
Jonathan Rosenstein

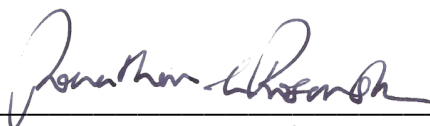
Jack Frymer
signed electronically

Jack Frymer

TAB

A

THIS IS EXHIBIT
A
TO THE AFFIDAVIT OF
JACK FRYMER
SWORN/AFFIRMED THIS
MAY 19TH, 2022

A handwritten signature in black ink, appearing to read "Jonathan Rosen". The signature is written in a cursive style with a large initial 'J' and 'R'.

A commissioner of oaths, etc.



JOËL TURGEON
Direct Dial 416-597-6486
Email turgeon@gsnh.com
Our File No.: 006219-17

dedicated to your success

May 8, 2022

DELIVERED BY PROCESS SERVER

RE: Application of Canadian Equipment Finance and Leasing Inc. ("CEFL") against The Hypoint Company Limited ("Hypoint"), 2618905 Ontario Limited, 2618909 Ontario Limited ("909 Ltd."), Beverley Rockliffe and Chantal Bock (together, the "Respondents")

We act for CEFL.

CEFL commenced an application against the Respondents in Superior Court of Ontario File No. 22-00678808-00CL (the "**Proceeding**"). The Proceeding is an application for (i) a receivership order in respect of Hypoint and '909 Ltd., and (ii) a judgment on debt owing against the other Respondents.

You are not a respondent in the Proceeding. You are hereby being served with CEFL's application record filed in the Proceeding only because, according to our records, you are a registrant either (i) in respect of at least one of the Respondents under the *Personal Property Security Act* (Ontario), or (ii) in the land registry for the land located at 59 Roy Boulevard in Brantford, Ontario (the "**Premises**"). Please be advised that the receivership order sought is in respect of all of the assets, undertakings and properties of Hypoint and '909 Ltd. acquired for or used in relation to a business carried on by any or both of them, including CEFL's collateral and the Premises, as more fully set out in the application record.

We also enclose Her Honour Madam Justice Gilmore's endorsement setting the matter down for hearing on May 20, 2022.

Please do not hesitate to contact the undersigned if there is any question or concern.

Sincerely,

GOLDMAN SLOAN NASH & HABER LLP

Per:

Joël Turgeon

Joël Turgeon

JT/

TAB

B

THIS IS EXHIBIT
B
TO THE AFFIDAVIT OF
JACK FRYMER
SWORN/AFFIRMED THIS
MAY 19TH, 2022

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A commissioner of oaths, etc.



CERTIFICATE OF LIABILITY INSURANCE

This certificate does not amend, extend or alter the coverage afforded by the policies below.

1. CERTIFICATE HOLDER - NAME AND MAILING ADDRESS	2. INSURED'S FULL NAME AND MAILING ADDRESS
Bruce Lubelsky 402 Palmerston Blvd Toronto, ON M6G 2N8	2618909 Ontario Limited 59 Roy Boulevard Brantford N3R 7K1

3. DESCRIPTION OF OPERATIONS/LOCATIONS/AUTOMOBILES/SPECIAL ITEMS TO WHICH THIS CERTIFICATE APPLIES (but only with respect to the operations of the Named Insured)
Cannabis Crops under cover - not greenhouses - Standard cultivation Building: 59 Roy Blvd, Brantford, Ontario.N3R 7K1

4. COVERAGES
This is to certify that the policies of insurance listed below have been issued to the insured named above for the policy period indicated notwithstanding any requirements, terms or conditions of any contract or other document with respect to which this certificate may be issued or may pertain. The insurance afforded by the policies described herein is subject to all the terms, exclusions and conditions of such policies. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS

TYPE OF INSURANCE	INSURANCE COMPANY AND POLICY NUMBER	EFFECTIVE DATE YYYY/MM/DD	EXPIRY DATE YYYY/MM/DD	LIMITS OF LIABILITY (Canadian dollars unless indicated otherwise)		
				COVERAGE	DED.	AMOUNT OF INSURANCE
COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> Claims Made OR <input checked="" type="checkbox"/> Occurrence <input checked="" type="checkbox"/> Products and/or completed operations <input type="checkbox"/> Employer's Liability <input type="checkbox"/> Cross Liability <input type="checkbox"/> Waiver of Subrogation <input checked="" type="checkbox"/> Tenants Legal Liability <input type="checkbox"/> Pollution Liability Extension <input type="checkbox"/> <input type="checkbox"/> Non-Owned Automobiles <input type="checkbox"/> Hired Automobiles	Burns & Wilcox BTW25059-T	2021/ 9 / 24	2022/ 6 / 20	Commercial General Liability Bodily Injury and Property Damage Liability - - General Aggregate - Each Occurrence	2,500	5,000,000
				Products and Completed Operations Aggregate	2,500	10,000,000
				<input type="checkbox"/> Personal Injury Liability <input checked="" type="checkbox"/> Personal and Advertising Injury Liability	2,500	10,000,000
				Medical Payments		10,000
				Tenants Legal Liability		
				Pollution Liability Extension		
AUTOMOBILE LIABILITY <input type="checkbox"/> Described Automobiles <input type="checkbox"/> All Owned Automobiles <input type="checkbox"/> Leased Automobiles ** ** All Automobiles leased in excess of 30 days where the insured is required to provide insurance				Bodily Injury and Property Damage Combined		
				Bodily Injury (Per Person)		
				Bodily Injury (Per Accident)		
				Property Damage		
EXCESS LIABILITY <input type="checkbox"/> Umbrella Form <input type="checkbox"/>				Each Occurrence		
				Aggregate		
OTHER LIABILITY (SPECIFY) <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>						

5. CANCELLATION
Should any of the above described policies be cancelled before the expiration date thereof, the issuing company will endeavor to mail 30 days written notice to the certificate holder named above, but failure to mail such notice shall impose no obligation or liability of any kind upon the company, its agents or representatives.

6. BROKERAGE/AGENCY FULL NAME AND MAILING ADDRESS	7. ADDITIONAL INSURED NAME AND MAILING ADDRESS (Commercial general Liability - but only with respect to the operations of the Named Insured)
Ferrari & Associates Insurance 7675 Highway 27, Unit #20 Vaughan, Ontario L4L 4M5 BROKER CLIENT ID: THC001	Bruce Lubelsky 402 Palmerston Blvd Toronto, ON M6G 2N8

8. CERTIFICATE AUTHORIZATION			
Issuer	Ferrari & Associates Insurance	Contact Number(s)	
Authorized Representative	Cynthia Thompson	Type No	Type No
Signature of Authorized Representative	<i>Cynthia Thompson</i>	Type Phone No (905) 856-9199	Type Fax No (905) 856-9133
		Date	EEmail Address
		2022 5 19	cthompson@ferrariinsurance.ca



CERTIFICATE OF LIABILITY INSURANCE

This certificate does not amend, extend or alter the coverage afforded by the policies below.

1. CERTIFICATE HOLDER - NAME AND MAILING ADDRESS	2. INSURED'S FULL NAME AND MAILING ADDRESS
Delrin Investments Inc. 7 Walsingham Court Markham, Ontario L6C 1B5	2618909 Ontario Limited 59 Roy Boulevard Brantford N3R 7K1

3. DESCRIPTION OF OPERATIONS/LOCATIONS/AUTOMOBILES/SPECIAL ITEMS TO WHICH THIS CERTIFICATE APPLIES (but only with respect to the operations of the Named Insured)
Cannabis Crops under cover - not greenhouses - Standard cultivation Building: 59 Roy Blvd, Brantford, Ontario.N3R 7K1

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COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> Claims Made OR <input checked="" type="checkbox"/> Occurrence <input checked="" type="checkbox"/> Products and/or completed operations <input type="checkbox"/> Employer's Liability <input type="checkbox"/> Cross Liability <input type="checkbox"/> Waiver of Subrogation <input checked="" type="checkbox"/> Tenants Legal Liability <input type="checkbox"/> Pollution Liability Extension <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> Non-Owned Automobiles <input type="checkbox"/> Hired Automobiles	Burns & Wilcox BTW25059-T	2021/ 9 / 24	2022/ 6 / 20	Commercial General Liability Bodily Injury and Property Damage Liability - - General Aggregate - Each Occurrence	2,500	5,000,000
				Products and Completed Operations Aggregate	2,500	10,000,000
				<input type="checkbox"/> Personal Injury Liability <input checked="" type="checkbox"/> Personal and Advertising Injury Liability	2,500	10,000,000
				Medical Payments		10,000
				Tenants Legal Liability		
				Pollution Liability Extension		
AUTOMOBILE LIABILITY <input type="checkbox"/> Described Automobiles <input type="checkbox"/> All Owned Automobiles <input type="checkbox"/> Leased Automobiles ** ** All Automobiles leased in excess of 30 days where the insured is required to provide insurance				Bodily Injury and Property Damage Combined		
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				Property Damage		
EXCESS LIABILITY <input type="checkbox"/> Umbrella Form <input type="checkbox"/>				Each Occurrence		
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Ferrari & Associates Insurance 7675 Highway 27, Unit #20 Vaughan, Ontario L4L 4M5 BROKER CLIENT ID: THC001	Delrin Investments Inc. 7 Walsingham Court Markham, Ontario L6C 1B5

8. CERTIFICATE AUTHORIZATION			
Issuer	Ferrari & Associates Insurance	Contact Number(s)	
Authorized Representative	Cynthia Thompson	Type	No
Signature of Authorized Representative	<i>X Cynthia Thompson</i>	Type Phone	No (905) 856-9199
	2022 5 19	Type Fax	No (905) 856-9133
		Date	2022 5 19
		EEmail Address	cthompson@ferrariinsurance.ca



CERTIFICATE OF LIABILITY INSURANCE

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Richard Goldberg 401-620 Wilson Ave. Toronto, ON M3K 1Z3	2618909 Ontario Limited 59 Roy Boulevard Brantford N3R 7K1

3. DESCRIPTION OF OPERATIONS/LOCATIONS/AUTOMOBILES/SPECIAL ITEMS TO WHICH THIS CERTIFICATE APPLIES (but only with respect to the operations of the Named Insured)
Cannabis Crops under cover - not greenhouses - Standard cultivation Building: 59 Roy Blvd, Brantford, Ontario.N3R 7K1

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Ferrari & Associates Insurance 7675 Highway 27, Unit #20 Vaughan, Ontario L4L 4M5 BROKER CLIENT ID: THC001	Richard Goldberg 401-620 Wilson Ave. Toronto, ON M3K 1Z3

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		EEmail Address	cthompson@ferrariinsurance.ca



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Harvey Kessler 430 Douglas Ave. Toronto, ON M5M 1H4	2618909 Ontario Limited 59 Roy Boulevard Brantford N3R 7K1

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Ferrari & Associates Insurance 7675 Highway 27, Unit #20 Vaughan, Ontario L4L 4M5 BROKER CLIENT ID: THC001	Harvey Kessler 430 Douglas Ave. Toronto, ON M5M 1H4

8. CERTIFICATE AUTHORIZATION	
Issuer Ferrari & Associates Insurance	Contact Number(s) Type No Type No
Authorized Representative Cynthia Thompson	Type Phone No (905) 856-9199 Type Fax No (905) 856-9133
Signature of Authorized Representative X <i>Cynthia Thompson</i>	Date 2022 5 19 EMail Address cthompson@ferrariinsurance.ca



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Samuel Stern 215-620 Wilson Ave. Toronto, ON M3K 1Z3	2618909 Ontario Limited 59 Roy Boulevard Brantford N3R 7K1

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				Tenants Legal Liability		
				Pollution Liability Extension		
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				Property Damage		
EXCESS LIABILITY <input type="checkbox"/> Umbrella Form <input type="checkbox"/>				Each Occurrence		
				Aggregate		
OTHER LIABILITY (SPECIFY) <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>						

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Ferrari & Associates Insurance 7675 Highway 27, Unit #20 Vaughan, Ontario L4L 4M5 BROKER CLIENT ID: THC001	Samuel Stern 215-620 Wilson Ave. Toronto, ON M3K 1Z3

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Issuer	Ferrari & Associates Insurance	Contact Number(s)	
Authorized Representative	Cynthia Thompson	Type	No
Signature of Authorized Representative	<input checked="" type="checkbox"/> <i>Cynthia Thompson</i>	Type Phone	No (905) 856-9199
		Type Fax	No (905) 856-9133
		Date	2022 5 19
		EEmail Address	cthompson@ferrariinsurance.ca