

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)
JUSTICE KOEHNEN)
MONDAY, THE 12TH
DAY OF APRIL, 2021

B E T W E E N:

ROYAL BANK OF CANADA

Applicant

- and -

**UNIFORM CUSTOM COUNTERTOPS INC., UNIFORM CUSTOM
COUNTERTOPS LTD., UNIFORM SURFACES INC., MILOS BEZOUSKA
AND KAREN BEZOUSKA**

Respondent

ORDER

(DISTRIBUTION AND DISCHARGE)

THIS MOTION, made by msi Spergel inc. in its capacity as the Court-appointed receiver (the "Receiver") of the undertaking, property and assets of Uniform Custom Countertops Inc. ("UCCI"), Uniform Custom Countertops Ltd. ("UCCL"), and Uniform Surfaces Inc. ("USI") (collectively, the "Debtors"), for an order:

1. That the time for service, filing and confirmation of the Notice of Motion and the Motion Record be abridged so that this motion is properly returnable today and hereby dispensing with further service and confirmation hereof;
2. Approving the activities of the Receiver as set out in the Third Report of the Receiver dated April 1, 2021 (the "Third Report");

3. Approving the fees and disbursements of the Receiver and its counsel, as detailed at Articles 4 and 5 in the Third Report (the “Professional Fees”), and payment thereof;
4. Approving the Receiver’s Statement of Receipts and Disbursements and Fee Accrual, as detailed in the Third Report (the “Statement of Receipts and Disbursements”);
5. Authorizing the distribution of the remaining proceeds available in the estate of the Debtors, as detailed at Article 8 in the Third Report (the “Proposed Distribution”);
6. Discharging msi Spergel inc. as Receiver of the undertaking, property and assets of the Debtors; and
7. Releasing msi Spergel inc. from any and all liability, as set out in paragraph 7 of this Order,

was heard this day by judicial teleconference at 330 University Avenue, Toronto, Ontario.


ON READING the Report, the affidavits of the Receiver and its counsel as to the Professional Fees (the "Fee Affidavits"), and on hearing the submissions of counsel for the Receiver, no one else appearing although served as evidenced by the Affidavit of Lindsay Provost sworn April 1, 2021, filed;

1. THIS COURT ORDERS that the time for service, filing and confirmation of the Notice of Motion and the Motion Record be abridged so that this motion is properly returnable today, and hereby dispensing with further service and confirmation hereof.
2. THIS COURT ORDERS that the activities of the Receiver, as set out in the Third Report, be and are hereby approved.
3. THIS COURT ORDERS that the Professional Fees, as set out in the Third Report and the Fee Affidavits, and payment thereof, be and are hereby approved.
4. THIS COURT ORDERS that the Statement of Receipts and Disbursements and Fee Accrual be and are hereby approved.
5. THIS COURT ORDERS that, after payment of the Professional Fees and subject to the Fee Accrual herein approved, the Receiver be and is authorized to make the Proposed Distribution of the following sums, as described in the Third Report, as follows:

- (a) UCCI
 - (i) \$28,384.90 to the Receiver General in respect of the UCCI Payroll Deemed Trust Claim, as defined in the Third Report;
 - (ii) \$48,617.11 to the Receiver General in respect of the priority claim pursuant to subsection 81.4(4) of the *Bankruptcy and Insolvency Act*; and
 - (iii) The balance of the funds in the Receiver's account, if any, and all net proceeds of the Cartier Claim (as defined in the Third Report), if any, to the Royal Bank of Canada (the "Bank"), on account of UCCI's secured indebtedness to the Bank for principal, interest and costs up to the amount of UCCI's indebtedness to the Bank.
- (b) UCCL
 - (i) \$13,180.28 to the Receiver General in respect of the UCCL Payroll Deemed Trust Claim, as defined in the Third Report;
 - (ii) \$5,654.14 to the Receiver General in respect of the priority claim pursuant to subsection 81.4(4) of the *Bankruptcy and Insolvency Act*; and
 - (iii) The balance of the funds in the Receiver's account, if any, to the Bank, on account of UCCL's secured indebtedness to the Bank for principal, interest and costs up to the amount of UCCL's indebtedness to the Bank.
- (c) USI
 - (i) The balance of the funds in the Receiver's account, if any, to the Bank, on account of USI's secured indebtedness to the Bank for principal, interest and costs up to the amount of USI's indebtedness to the Bank.

6. THIS COURT ORDERS that upon payment of the amounts set out in paragraphs 3, and 4 hereof, and the Receiver's conclusion of the prosecution of the Cartier Claim, on terms satisfactory to it in its discretion, and upon the Receiver filing a certificate certifying that it has completed the other activities described in the Third Report, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtors, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of msi Spergel inc. in its capacity as Receiver.

7. THIS COURT ORDERS AND DECLARES that msi Spergel inc. is hereby released and discharged from any and all liability that msi Spergel inc. now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of msi Spergel inc. while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, msi Spergel inc. is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

A handwritten signature in blue ink, appearing to be 'L.A.J.', is written above a horizontal line.

Justice, Ontario Superior Court of Justice
Commercial List

ROYAL BANK OF CANADA

Applicant

-and-

UNIFORM CUSTOM COUNTERTOPS INC. et al.

Respondents

Court File No. CV-20-00640197-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at
Toronto, Ontario

DISTRIBUTION AND DISCHARGE ORDER

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