



Court File No. CV-22-00674717-00CL & CV-21-00668821-00CL

Court File No. CV-21-00668821-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE
JUSTICE CAVANAGH

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MONDAY , THE 6th
DAY OF MAY, 2024

BETWEEN:

BERKID INVESTMENTS LIMITED, ROBERT BARRON, THORNBRIDGE CAPITAL INC., LUCY BER, SUSAN LATREMOILLE, JAMES MACDONALD, SCOTT TUPLING, NADA TUPLING, TMP INVESTMENTS INC., MARK PIEROG, TARA PIEROG, RON LAPSKER, 1392530 ONTARIO INC., LANGFORD GRAIN INC., FORE BEARS FORENSIC SCIENCE INC., FESTIVUS HOLDINGS INC., STEVEN FREIMAN AND GREGORY IP

Plaintiffs

- and -

HUNTER MILBORNE, GREGORY MARCHANT, MM REALTY PARTNERS INTERNATIONAL, MM REALTY PARTNERS INTERNATIONAL INC., LEGACY LIFESTYLE DESTIN LIMITED PARTNERSHIP, LEGACY LIFESTYLE DESTIN GP INC., LEGACY LIFESTYLE SUMMERLIN LIMITED PARTNERSHIP, LEGACY LIFESTYLE SUMMERLIN GP INC. LEGACY LIFESTYLE TRAILWINDS LIMITED PARTNERSHIP, LEGACY LIFESTYLE TRAILWINDS GP INC., WAVERLEY CORPORATE FINANCE SERVICES LTD. and MORGAN MARCHANT

Defendants

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**LEGACY LIFESTYLES DESTIN LP, LEGACY LIFESTYLES TRAILWINDS LP,
LEGACY LIFESTYLES SUMMERLIN LP, LEGACY LIFESTYLES OCOEE LP,
LEGACY LIFESTYLES LONGLEAF LP**

Applicants

- and -

**LEGACY LIFESTYLES DESTIN PROPERTY LLC, LEGACY LIFESTYLES
TRAILWINDS PROPERTY LLC, LEGACY LIFESTYLES FORT MYERS PROPERTY
LLC, LEGACY LIFESTYLES OCOEE PROPERTY LLC, , LEGACY LIFESTYLES
LONGLEAF PROPERTY LLC**

Respondents

APPLICATION UNDER section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C., C. B-3, as amended, and section 101 of the *Courts of Justice Act*, R.S.O. 1990, C. C-43, as amended

ORDER

THIS MOTION made by the Zeifman Partners Inc. as receiver (the “**Receiver**”) without security, of all of the assets, undertakings and properties of Legacy Lifestyles Destin LP, Legacy Lifestyles Destin GP Inc., Legacy Lifestyles Summerlin LP, Legacy Lifestyles Summerlin GP Inc., Legacy Lifestyles Trailwinds LP, Legacy Lifestyles Trailwinds GP Inc., Legacy Lifestyles Ocoee LP, Legacy Lifestyles Ocoee GP Inc., Legacy Lifestyles Longleaf LP, Legacy Lifestyles Longleaf GP Inc., Legacy Lifestyles Destin Property LLC, Legacy Lifestyles Trailwinds Property LLC, Legacy Lifestyles Ft. Myers Property LLC, Legacy Lifestyles Ocoee Property LLC and Legacy Lifestyles Longleaf Property LLC, appointed pursuant to the Amended Order of the Honourable Justice Conway, dated February 11, 2022 (the “**Receivership Order**”), for an order approving the fees and disbursements of the Receiver and its counsel and granting certain other relief was heard this day by judicial videoconference via Zoom.

ON READING the Fourth Report of the Receiver, dated April 19, 2024 (the “**Fourth Report**”), Supplemental Report to the Fourth Report of the Receiver, dated May 1, 2024 (the “**Supplemental Report to the Fourth Report**”), the affidavit of Allan Rutman affirmed April 11, 2024 (the “**Rutman Affidavit**”), the affidavit of Kenneth Kraft affirmed April 15, 2024 (the “**Kraft Affidavit**”), the affidavit of Douglas L. Waldorf affirmed April 18, 2024 (the “**Waldorf Affidavit**”), the affidavit of James R. Irving sworn April 22, 2024 (the “**Irving Affidavit**”) and the affidavit of Arnold (Skip) Straus, Jr. sworn April 30, 2024, and on hearing the submissions of counsel for the Receiver, and any such other counsel and parties as listed on the counsel slip, no one appearing for any other person on the service list, although properly served as appears from the affidavits of Amanda Campbell sworn April 22, 2024 and May 1, 2024, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Receiver’s Notice of Motion, Motion Record and Supplementary Motion Record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

RECEIVER’S ACTIVITIES AND R&D

2. **THIS COURT ORDERS** that the Fourth Report, the Supplemental Report to the Fourth Report, and the activities and conduct of the Receiver as described therein, be and are hereby approved.

3. **THIS COURT ORDERS** that the Receiver’s interim statement of receipts and disbursements, for period from January 5, 2024 to April 10, 2024, be and is hereby approved.

FEES

4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver, for the period from January 1, 2024 to March 31, 2024, as set out in the Fourth Report and the Rutman Affidavit be and are hereby approved.

5. **THIS COURT ORDERS** that the fees and disbursements of Dentons Canada LLP, for the period from January 1, 2024 to February 29, 2024, as set out in the Fourth Report and the Kraft Affidavit be and are hereby approved.

6. **THIS COURT ORDERS** that the fees and disbursements of Dentons Cohen & Grigsby P.C., for the period from March 1, 2024 to April 18, 2024, as set out in the Fourth Report and the Waldorf Affidavit be and are hereby approved.

7. **THIS COURT ORDERS** that the fees and disbursements of Dentons Bingham Greenbaum LLP, for the period from August 1, 2023, to March 31, 2024, as set out in the Supplemental Report to the Fourth Report and the Irving Affidavit be and are hereby approved.

8. **THIS COURT ORDERS** that the fees and disbursements of Straus & Associates, P.A., for the period from September 25, 2022, to March 1, 2024, as set out in the Supplemental Report to the Fourth Report and the Straus Affidavit be and are hereby approved.



Digitally signed by Mr.
Justice Peter
Cavanagh

Court File No. CV-22-00674717-00CL & CV-21-00668821-00C
and
Court File No. CV-21-00668821-00C
HUNTER MILBORNE et al.
Defendant
and
Court File No. CV-22-00674717-00C
LEGACY LIFESTYLES DESTIN PROPERTY LLC, et al.
Respondent
and
BERKID INVESTMENTS LIMITED
Plaintiff
and
LEGACY LIFESTYLES DESTIN LP, et al.
Applicants

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
PROCEEDING COMMENCED AT TORONTO
ORDER

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Lawyers for Zeifman Partners Inc., in its capacity as Court-appointed Receiver