

Court File No. CV-13-643-00

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BETWEEN:

306440 ONTARIO LTD.

Applicant

- and -

782127 ONTARIO LTD. O/A ALRANGE CONTAINER SERVICES

Respondent

NOTICE OF MOTION

Paddon + Yorke Inc. (the "Receiver"), in its capacity as court-appointed receiver of 782127 Ontario Ltd. o/a Alrange Container Services ("Alrange") will make a motion to a Judge on Thursday, May 9, 2013 at 10:00 a.m., or as soon after that time as the motion can be heard at the court house, 7755 Hurontario Street, Brampton, Ontario, L6W 4T6.

PROPOSED METHOD OF HEARING: The Motion is to be heard

- in writing under subrule 37.12.1(1)
- in writing as an opposed motion under subrule 37.12.1(4);
- orally.

THE MOTION IS FOR

- (a) An order approving the activities of the Receiver as set out in the First Report dated April 26, 2013;

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- (b) An order approving an interim distribution of proceeds of \$500,000 to 306440 Ontario Ltd. (the "**Secured Creditor**"), a secured creditor of Alrange;
- (c) An order authorizing the Receiver to make further distributions to the Secured Creditor, subject to retaining an appropriate reserve for fees and disbursements of the Receiver and its counsel and other expenses of the receivership;
- (d) An order approving the fees and disbursements of the Receiver for the period up to and including April 15, 2013, as disclosed in the First Report; and
- (e) An order approving the fees and disbursements of Cassels Brock & Blackwell LLP as counsel for the Receiver up to April 15, 2013.

THE GROUNDS FOR THE MOTION ARE

- (f) At relevant times prior to February 15, 2013, Alrange operated as a sales, storage and container refurbishment facility for shipping containers;
- (g) On February 15, 2013, pursuant to an application brought by the Secured Creditor, Paddon + Yorke Inc. was appointed as Receiver of Alrange;
- (h) Since its appointment, the Receiver has undertaken steps to realize upon the assets of Alrange (primarily accounts receivable) and deal with creditor claims;

- (i) The Receiver has asked its counsel to conduct a review of the security of the Secured Creditor to determine whether it is valid;
- (j) The Receiver's counsel has provided an opinion as to the validity of the security of the Secured Creditor, subject to the usual assumptions and qualifications;
- (k) The Receiver proposes to make an interim distribution of \$500,000 to the Secured Creditor as well as further distributions to the Secured Creditor to the extent that it has sufficient funds on hand;
- (l) The Receiver seeks approval for its fees and disbursements, and those of its counsel, for the period up to and including April 15, 2013;
- (m) Section 101 of the *Courts of Justice Act*;
- (n) Rule 37 of the *Rules of Civil Procedure*; and
- (o) Such further and other grounds as the lawyers may advise.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the Motion: *(List the affidavits or other documentary evidence to be relied on)*

- (a) The First Report of the Receiver, dated April 26, 2013;
- (b) Such further and other evidence as the lawyers may advise and this Honourable Court may permit.

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April 26, 2013

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AND TO: SERVICE LIST

306440 ONTARIO LTD.

and 782127 ONTARIO LTD. O/A ALRANGE CONTAINER
SERVICES
Respondent

Applicant

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PROCEEDING COMMENCED AT
BRAMPTON

**NOTICE OF MOTION
(RETURNABLE MAY 9, 2013)**

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Container Services