

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**THE HONOURABLE
MADAM JUSTICE PEPALL**

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**WEDNESDAY, THE 24TH DAY
OF OCTOBER, 2007**

ED MIRVISH ENTERPRISES LIMITED AND 1 KING WEST INC.

Applicants

- and -

**STINSON HOSPITALITY INC., DOMINION CLUB OF CANADA CORPORATION
AND HARRY STINSON**

Respondents

ORDER

**(RECEIVER'S SECOND REPORT, EXCLUSIVITY AND CONFIDENTIALITY
AGREEMENT AND SBLR LLP ENGAGEMENT)**

THIS MOTION, made by Ira Smith Trustee & Receiver Inc., in its capacity as court-appointed receiver and manager (the "Receiver") of all of the assets, undertakings and properties of Stinson Hospitality Inc., Dominion Club of Canada Corporation, The Suites at 1 King West Inc. and 2076564 Ontario Inc. (collectively, the "Debtors"), for an order, *inter alia*, approving the Second Report of the Receiver dated October 22, 2007 (the "Second Report") and the Supplement to the Second Report dated October 23, 2007 (the "Supplementary Report"), and the actions and activities of the Receiver detailed therein.

ON READING the Second Report and the exhibits thereto, as filed with this Honourable Court, and on hearing the submissions of counsel for the Receiver, the Debtors, Harry Stinson, Ed Mirvish Enterprises Limited, 1 King West Inc. and Toronto Standard Condominium Corporation 1703, no one appearing for the other persons listed in Schedule "A"

hereto, although duly served as appears from the Affidavit of Service of Lela Wyner, sworn October 22, 2007, filed,

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein is hereby abridged to the date of actual service, that the service, including the manner of service of the motion materials, is hereby approved and validated, that the motion is properly returnable today, and that all parties entitled to notice of this motion have been properly served and further service thereof is hereby dispensed with.

SECOND REPORT

2. **THIS COURT ORDERS** that the Second Report and the Supplementary Report and the actions and activities of the Receiver as reported therein be and are hereby approved. *SRP*

EXCLUSIVITY AND CONFIDENTIALITY AGREEMENT

3. **THIS COURT ORDERS** that the Receiver is hereby authorized to execute and enter into an exclusivity and confidentiality agreement with the Brand (as defined in the Second Report), substantially in the form attached as Exhibit "C" to the Second Report, and to perform its obligations thereunder.

SBLR LLP ENGAGEMENT

4. **THIS COURT ORDERS** that the audit engagement letter with SBLR LLP attached as Exhibit "L" to the Second Report (the "SBLR Engagement"), and the terms and conditions therein, be and are hereby approved. *C*

5. **THIS COURT ORDERS** that the Receiver is hereby authorized to execute and enter into the SBLR Engagement and to perform its obligations thereunder.

FEES AND DISBURSEMENTS

6. **THIS COURT ORDERS** that the fees and disbursements of the Receiver for the Receiver Application Period (as defined in the Affidavit of Ira Smith sworn October 22, 2007) and the fees and disbursements of the Receiver's counsel, Goodmans LLP, for the Goodmans Application Period (as defined in the Affidavit of Caterina Costa sworn October 22, 2007) be and are hereby approved. JRP

GENERAL


7. **THIS COURT ORDERS** that the Receiver shall serve a copy of this Order by ordinary mail upon each person served with notice of this motion.



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ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

OCT 24 2007

PER/PAR: 

SCHEDULE "A"

SERVICE LIST

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Unitowner

ED MIRVISH ENTERPRISES LIMITED
AND 1 KING WEST INC.

and
STINSON HOSPITALITY INC.,
DOMINION CLUB OF CANADA
CORPORATION AND HARRY STINSON

Court File No: 07-CL-6913

Applicants

Respondents

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto

ORDER

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Counsel to Ira Smith Trustee & Receiver Inc., in its
capacity as receiver and manager of Stinson
Hospitality Inc., Dominion Club of Canada
Corporation, The Suites at 1 King West Inc. and
2076564 Ontario Inc.

Court File No. 07-CL-6913

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) **FRIDAY, THE 5TH DAY**
)
MADAM JUSTICE PEPALL) **OF OCTOBER, 2007**

ED MIRVISH ENTERPRISES LIMITED AND 1 KING WEST INC.

Applicants

- and -

**STINSON HOSPITALITY INC., DOMINION CLUB OF CANADA CORPORATION
AND HARRY STINSON**

Respondents

ORDER

THIS MOTION, made by Ira Smith Trustee & Receiver Inc. ("ISI"), in its capacity as court-appointed receiver and manager and former monitor of all of the assets, undertakings and properties of Stinson Hospitality Inc., Dominion Club of Canada Corporation, The Suites at 1 King West Inc. and 2076564 Ontario Inc. (collectively, the "Debtors"), for an order approving the Second Supplemental Report dated August 16, 2007 (the "Second Supplemental Report") and the actions and activities of ISI detailed therein.

ON READING the Second Supplemental Report and the exhibits thereto, as filed with this Honourable Court, and on hearing the submissions of counsel for the Debtors, Harry Stinson, Ed Mirvish Enterprises Limited, 1 King West Inc., Toronto Standard Condominium Corporation 1703 and ISI, no one appearing for the other persons listed in Schedule "A" hereto, although duly served as appears from the Affidavit of Service of Lela Wyner, sworn September 28, 2007, filed,

PG 8

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein is hereby abridged to the date of actual service, that the service, including the manner of service of the motion materials, is hereby approved and validated, that the motion is properly returnable today, and that all parties entitled to notice of this motion have been properly served and further service thereof is hereby dispensed with.

SECOND SUPPLEMENTAL REPORT

2. **THIS COURT ORDERS** that the Second Supplemental Report and the actions and activities of ISI as reported therein be and are hereby approved.

GENERAL

3. **THIS COURT ORDERS** that ISI shall serve a copy of this Order by ordinary mail upon each person served with notice of this motion.
 - and on Mr. J. R. Verdun - MP

Mark Repell, J.