

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.)
JUSTICE MYERS)
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MONDAY, THE 30TH
DAY OF OCTOBER, 2017

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF URBANCORP TORONTO
MANAGEMENT INC., URBANCORP (ST. CLAIR
VILLAGE) INC., URBANCORP (PATRICIA) INC.,
URBANCORP (MALLOW) INC., URBANCORP
(LAWRENCE) INC., URBANCORP DOWNSVIEW PARK
DEVELOPMENT INC., URBANCORP (952 QUEEN WEST)
INC., KING RESIDENTIAL INC., URBANCORP 60 ST.
CLAIR INC., HIGH RES. INC., BRIDGE ON KING INC.
(collectively the "Applicants") AND THE AFFILIATED
ENTITIES LISTED IN SCHEDULE "A" HERETO**

**ADDITIONAL VESTING ORDER
(Residential Condominium Parking, Locker & Bike Storage Units)**

THIS MOTION, made by KSV Kofman Inc., in its capacity as Court appointed Monitor (the "**Monitor**") of the Applicants and the affiliated entities listed on Schedule "A" (collectively, the "**CCAA Entities**", and each individually a "**CCAA Entity**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. c-36, as amended (the "**CCAA**") for an order, among other things, authorizing the Monitor to enter into and effect sale transactions for each of the condominium parking, locker and bike storage units described in Columns 1 and 2 of Schedule "**B**" hereto (each a "**Transaction**") contemplated by an agreement of purchase and sale (each a "**Sale Agreement**") in a form substantially similar to that appended to the Eleventh Report of the Monitor, and vesting in the purchaser (the "**Purchaser**") the condominium parking, locker or bike storage unit, as designated and described in the relevant Sale Agreement and

confirmed in the Monitor's Certificate (as defined below), (the "**Purchased Assets**"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Monitor and the Nineteenth Report of the Monitor and on hearing the submissions of respective counsel for the Monitor, the CCAA Entities and such other counsel as were present, no one else appearing although duly served as appears from the Affidavit of Service filed:

1. **THIS COURT ORDERS AND DECLARES** that the execution of any Sale Agreement by the Monitor is hereby authorized and approved, with such minor amendments as the Monitor may deem necessary. The Monitor is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of any Transaction and for the conveyance of the particular Purchased Assets to the particular Purchaser.

2. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a Monitor's certificate to the particular Purchaser substantially in the form attached as Schedule "C" hereto (the "**Monitor's Certificate**"), the Purchased Assets described and confirmed in the Monitor's Certificate shall vest absolutely in the Purchaser described and confirmed in the Monitor's Certificate, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "**Claims**") including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by any Order made in these proceedings; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system; and (iii) those Claims listed in Column 3 of Schedule "B" hereto pertaining to the relevant particular Purchased Assets (all of which are collectively referred to as the "**Encumbrances**", which term shall not include the permitted encumbrances, easements and restrictive covenants listed in Column 4 of Schedule "B" hereto pertaining to the relevant particular Purchased Assets (the "**Permitted Encumbrances**")) and, for greater certainty, this Court orders that all of the Encumbrances

(other than the Permitted Encumbrances) affecting or relating to the Purchased Assets are hereby expunged and discharged as against the Purchased Assets.

3. **THIS COURT ORDERS** that upon the registration in The Land Registry Office for the Land Titles Division of Toronto (No. 66) (“**LRO**”) of an Application for Vesting Order in the form prescribed by the *Land Titles Act* (Ontario), together with the Monitor's Certificate, the LRO is hereby directed to enter the Purchaser as set out in the Monitor's Certificate as the owner of the subject real property identified in the Monitor's Certificate (the “**Real Property**”) in fee simple, and is hereby directed to delete and expunge from title to the Real Property all of the Claims listed in Column 3 of Schedule “**B**” hereto pertaining to the Real Property.

4. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that from and after the delivery of the Monitor's Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Purchased Assets with the same priority as they had with respect to the Purchased Assets immediately prior to the sale, as if the Purchased Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

5. **THIS COURT ORDERS AND DIRECTS** the Monitor to file with the Court a copy of the Monitor's Certificate, forthwith after delivery thereof.


6. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of any of the CCAA Entities and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of any of the CCAA Entities;

the vesting of any Purchased Assets in any Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of any of the CCAA Entities and shall not be void or voidable by creditors of any of the CCAA Entities, nor shall it constitute nor be

deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada to give effect to this Order and to assist the Monitor and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Monitor and its agents in carrying out the terms of this Order.



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

OCT 30 2017

PER / PAR:



Schedule "A"

LIST OF NON APPLICANT AFFILIATES

Urbancorp Power Holdings Inc.

Vestaco Homes Inc.

Vestaco Investments Inc.

228 Queen's Quay West Limited

Urbancorp Cumberland 1 LP

Urbancorp Cumberland 1 GP Inc.

Urbancorp Partner (King South) Inc.

Urbancorp (North Side) Inc.

Urbancorp Residential Inc.

Urbancorp Realtyco Inc.

Schedule "B"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
Bridge/Toronto Standard Condominium Corporation No. 2302 – 38 Joe Shuster Way, Toronto (the "Property")					
1.	Bike Storage Unit	76302-0713	Unit 62, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
2.	Bike Storage Unit	76302-0714	Unit 63, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
3.	Bike Storage Unit	76302-0715	Unit 64, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
4.	Bike Storage Unit	76302-0716	Unit 65, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
5.	Bike Storage Unit	76302-0717	Unit 66, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
6.	Bike Storage Unit	76302-0718	Unit 67, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
7.	Bike Storage Unit	76302-0719	Unit 68, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
8.	Bike Storage Unit	76302-0720	Unit 69, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
9.	Bike Storage Unit	76302-0721	Unit 70, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
10.	Bike Storage Unit	76302-0722	Unit 71, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
11.	Bike Storage Unit	76302-0723	Unit 72, Level A, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
12.	Parking Unit	76302-0752	Unit 28, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
13.	Parking Unit	76302-0753	Unit 29, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
14.	Parking Unit	76302-0754	Unit 30, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
15.	Parking Unit	76302-0755	Unit 31, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
16.	Parking Unit	76302-0756	Unit 32, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
17.	Parking Unit	76302-0757	Unit 33, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
18.	Parking Unit	76302-0758	Unit 34, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
19.	Parking Unit	76302-0759	Unit 35, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
20.	Parking Unit	76302-0760	Unit 36, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
21.	Parking Unit	76302-0761	Unit 37, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
22.	Parking Unit	76302-0762	Unit 38, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
23.	Parking Unit	76302-0794	Unit 70, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
24.	Bike Storage Unit	76302-0810	Unit 86, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
25.	Bike Storage Unit	76302-0811	Unit 87, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
26.	Bike Storage Unit	76302-0812	Unit 88, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
27.	Bike Storage Unit	76302-0813	Unit 89, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

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	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
28.	Bike Storage Unit	76302-0814	Unit 90, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
29.	Bike Storage Unit	76302-0815	Unit 91, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
30.	Bike Storage Unit	76302-0816	Unit 92, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
31.	Bike Storage Unit	76302-0817	Unit 93, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
32.	Bike Storage Unit	76302-0818	Unit 94, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
33.	Bike Storage Unit	76302-0819	Unit 95, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
34.	Bike Storage Unit	76302-0820	Unit 96, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
35.	Bike Storage Unit	76302-0821	Unit 97, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
36.	Bike Storage Unit	76302-0822	Unit 98, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
37.	Bike Storage Unit	76302-0823	Unit 99, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
38.	Bike Storage Unit	76302-0824	Unit 100, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
39.	Bike Storage Unit	76302-0825	Unit 101, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
40.	Bike Storage Unit	76302-0826	Unit 102, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
41.	Bike Storage Unit	76302-0827	Unit 103, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
42.	Bike Storage Unit	76302-0828	Unit 104, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
43.	Bike Storage Unit	76302-0829	Unit 105, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
44.	Bike Storage Unit	76302-0830	Unit 106, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
45.	Bike Storage Unit	76302-0831	Unit 107, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
46.	Bike Storage Unit	76302-0832	Unit 108, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
47.	Bike Storage Unit	76302-0833	Unit 109, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
48.	Bike Storage Unit	76302-0834	Unit 110, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
49.	Bike Storage Unit	76302-0835	Unit 111, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
50.	Bike Storage Unit	76302-0836	Unit 112, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
51.	Bike Storage Unit	76302-0837	Unit 113, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
52.	Bike Storage Unit	76302-0838	Unit 114, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
53.	Bike Storage Unit	76302-0840	Unit 116, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
54.	Bike Storage Unit	76302-0841	Unit 117, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
55.	Bike Storage Unit	76302-0842	Unit 118, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
56.	Bike Storage Unit	76302-0843	Unit 119, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
57.	Bike Storage Unit	76302-0844	Unit 120, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
58.	Bike Storage Unit	76302-0845	Unit 121, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
59.	Bike Storage Unit	76302-0846	Unit 122, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
60.	Bike Storage Unit	76302-0847	Unit 123, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
61.	Bike Storage Unit	76302-0848	Unit 124, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
62.	Bike Storage Unit	76302-0849	Unit 125, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
63.	Bike Storage Unit	76302-0850	Unit 126, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
64.	Bike Storage Unit	76302-0851	Unit 127, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
65.	Bike Storage Unit	76302-0852	Unit 128, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
66.	Bike Storage Unit	76302-0853	Unit 129, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
67.	Bike Storage Unit	76302-0886	Unit 162, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
68.	Bike Storage Unit	76302-0887	Unit 163, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
69.	Bike Storage Unit	76302-0888	Unit 164, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
70.	Bike Storage Unit	76302-0889	Unit 165, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
71.	Bike Storage Unit	76302-0890	Unit 166, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
72.	Bike Storage Unit	76302-0891	Unit 167, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
73.	Bike Storage Unit	76302-0892	Unit 168, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
74.	Bike Storage Unit	76302-0893	Unit 169, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
75.	Bike Storage Unit	76302-0894	Unit 170, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
76.	Bike Storage Unit	76302-0895	Unit 171, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
77.	Bike Storage Unit	76302-0896	Unit 172, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
78.	Bike Storage Unit	76302-0897	Unit 173, Level B, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
79.	Parking Unit	76302-0943	Unit 21, Level C, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	<p>1) Instrument No. AT3484333, registered December 19, 2013 is a Charge in favour of The Toronto-Dominion Bank.</p> <p>2) Instrument No. AT3484334, registered December 19, 2013 is Notice of Assignment of Rents General in favour of The Toronto-Dominion Bank.</p>	See Schedule "1"
80.	Parking Unit	76302-0960	Unit 38, Level C, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	NIL	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
81.	Locker Unit	76302-1015	Unit 93, Level C, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
82.	Locker Unit	76302-1016	Unit 94, Level C, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
83.	Locker Unit	76302-1019	Unit 97, Level C, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	<p>1) Instrument No. AT3522544, registered February 18, 2014 is a Charge in favour of CIBC Mortgages Inc.</p> <p>2) Instrument No. AT3522545, registered February 18, 2014 is a Notice of Assignment of Rents General in favour of CIBC Mortgages Inc.</p>	See Schedule "1"
84.	Locker Unit	76302-1064	Unit 142, Level C, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	1) Instrument No. AT3522547, registered February 18, 2014 is a Notice of Assignment of Rents General in favour of CIBC Mortgages Inc.	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
85.	Parking Unit	76302-1140	Unit 17, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "3"	See Schedule "1"
86.	Parking Unit	76302-1158	Unit 35, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
87.	Parking Unit	76302-1172	Unit 49, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
88.	Parking Unit	76302-1173	Unit 50, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
89.	Parking Unit	76302-1174	Unit 51, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
90.	Parking Unit	76302-1175	Unit 52, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
91.	Parking Unit	76302-1177	Unit 54, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
92.	Parking Unit	76302-1178	Unit 55, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
93.	Parking Unit	76302-1179	Unit 56, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
94.	Parking Unit	76302-1180	Unit 57, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
95.	Parking Unit	76302-1181	Unit 58, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
96.	Parking Unit	76302-1182	Unit 59, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
97.	Parking Unit	76302-1183	Unit 60, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
98.	Parking Unit	76302-1185	Unit 62, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
99.	Parking Unit	76302-1186	Unit 63, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
100.	Parking Unit	76302-1188	Unit 65, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
101.	Parking Unit	76302-1189	Unit 66, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
102.	Parking Unit	76302-1190	Unit 67, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
103.	Parking Unit	76302-1191	Unit 68, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
104.	Parking Unit	76302-1192	Unit 69, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
105.	Parking Unit	76302-1193	Unit 70, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
106.	Parking Unit	76302-1194	Unit 71, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
107.	Parking Unit	76302-1197	Unit 74, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
108.	Parking Unit	76302-1198	Unit 75, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
109.	Parking Unit	76302-1199	Unit 76, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
110.	Parking Unit	76302-1200	Unit 77, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
111.	Parking Unit	76302-1201	Unit 78, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
112.	Parking Unit	76302-1202	Unit 79, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
113.	Parking Unit	76302-1203	Unit 80, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
114.	Parking Unit	76302-1205	Unit 82, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
115.	Parking Unit	76302-1206	Unit 83, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
116.	Parking Unit	76302-1208	Unit 85, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
117.	Parking Unit	76302-1209	Unit 86, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	See Schedule "2"	See Schedule "1"
118.	Parking Unit	76302-1262	Unit 139, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	1) Instrument No. AT3484336, registered December 19, 2013 is a Charge securing the principal amount of \$249,000 in favour of The Toronto-Dominion	See Schedule "1"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
				Bank. 2) Instrument No. AT3484337, registered December 19, 2013 is Notice of Assignment of Rents General in favour of The Toronto-Dominion Bank.	
119.	Parking Unit	76302-1322	Unit 199, Level D, Toronto Standard Condominium Plan No. 2302, together with its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3270699.	1) Instrument No. AT3522542, registered February 18, 2014 is a Charge securing the principal amount of \$169,000 in favour of CIBC Mortgages Inc. 2) Instrument No. AT3522543, registered February 18, 2014 is Notice of Assignment of Rents General in favour of CIBC Mortgages Inc.	See Schedule "1"
Westside/ Toronto Standard Condominium Corporation No. 2249 - 150 Sudbury Street, Toronto (the "Property")					
120.	Locker Unit	76249-0412	Unit 37, Level A, Toronto Standard Condominium Plan No. 2249 and its appurtenant interest; S/T and T/W	1) Instrument No. AT3104262, registered	See Schedule "4"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
			Easements as set out in Schedule "1" as in AT3073995; City of Toronto	<p>August 17, 2012 is a Notice of Security Interest in favour of Kareg Leasing Inc.</p> <p>2) Instrument No. AT3194257, registered December 10, 2012 is a Charge securing the principal amount of \$237,968 in favour of The Toronto-Dominion Bank.</p>	
121.	Locker Unit	76249-0552	Unit 122, Level B, Toronto Standard Condominium Plan No. 2249 and its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3073995; City of Toronto	1) Instrument No. AT3104262, registered August 17, 2012 is a Notice of Security Interest in favour of Kareg Leasing Inc.	See Schedule "4"
122.	Parking Unit	76249-0649	Unit 71, Level C, Toronto Standard Condominium Plan No. 2249 and its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3073995; City of Toronto	<p>1) Instrument No. AT3104262, registered August 17, 2012 is a Notice of Security Interest in favour of Kareg Leasing Inc.</p> <p>2) Instrument No. AT3194257, registered December 10,</p>	See Schedule "4"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
				2012 is a Charge securing the principal amount of \$237,968 in favour of The Toronto-Dominion Bank	
123.	Locker Unit	76249-0820	Unit 242, Level C, Toronto Standard Condominium Plan No. 2249 and its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3073995; City of Toronto	<p>1) Instrument No. AT3104262, registered August 17, 2012 is a Notice of Security Interest in favour of Kareg Leasing Inc.</p> <p>2) Instrument No. AT3214159, registered January 11, 2013 is a Charge securing the principal amount of \$236,250 in favour of The Toronto-Dominion Bank.</p> <p>3) Instrument No. AT3214160, registered January 11, 2013 is Notice of Assignment of Rents General in favour of The Toronto-Dominion</p>	See Schedule "4"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
				Bank.	
CURVE Toronto Standard Condominium Corporation No. 2355 – 170 Sudbury Street, Toronto (the "170 Property")					
124.	Parking Unit	76355-0232	Unit 7, Level C, Toronto Standard Condominium Plan No. 2355 and its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3505198; City of Toronto	<p>1) Instrument No. AT3538408, registered March 14, 2014 is a Charge securing the principal amount of \$1,700,000 in favour of The Toronto-Dominion Bank.</p> <p>2) Instrument No. AT3538409, registered March 14, 2014 is Notice of Assignment of Rents General in favour of The Toronto-Dominion Bank.</p>	See Schedule "5"
125.	Parking Unit	76355-0239	Unit 14, Level C, Toronto Standard Condominium Plan No. 2355 and its appurtenant interest; S/T and T/W Easements as set out in Schedule "1" as in AT3505198; City of Toronto	<p>1) Instrument No. AT3538408, registered March 14, 2014 is a Charge securing the principal amount of \$1,700,000 in favour of The Toronto-Dominion</p>	See Schedule "5"

		<u>Column 1</u>	<u>Column 2</u>	<u>Column 3</u>	<u>Column 4</u>
	Nature of Unit	PIN #	Legal Description	Claims To Be Deleted and Expunged From Title To The Real Property	Permitted Encumbrances Related to the Property
				Bank. 2) Instrument No. AT3538409, registered March 14, 2014 is Notice of Assignment of Rents General in favour of The Toronto-Dominion Bank.	

SCHEDULE "1"

TORONTO STANDARD CONDOMINIUM CORPORATION 2302/ BRIDGE

1. Instrument No. AT503402, registered June 1, 2004 is a Notice of a Restrictive Covenant Agreement between High Res. Inc., Canadian National Railway Company and Greater Toronto Transit Authority;
2. Instrument No. AT694525, registered December 23, 2004 is a Transfer of Easement in favour of Canadian National Railway Company and Greater Toronto Transit Authority;
3. Instrument No. AT745415, registered March 2, 2005 is a Transfer of Easement in favour of Rogers Cable Communications Inc.;
4. Instrument No. AT777131, registered April 15, 2005 is a Notice of Agreement Amending Instrument No. AT503402 made between High Res. Inc., Canadian National Railway Company and Greater Toronto Transit Authority;
5. Instrument No. AT1173594, registered June 21, 2006 is a Notice of Development Agreement in favour of the City of Toronto;
6. Instrument No. AT1182569, registered June 29, 2006 is a Postponement of Instrument No. AT745415 to AT1173594;
7. Instrument No. AT1291149, registered October 27, 2006 is Notice of Shared Facilities Agreement between High Res. Inc., King Towns North Inc., Newtowns at King Towns Inc. and Toronto Standard Condominium Corporation No. 1800;
8. Instrument No. AT1354313, registered January 15, 2007 is a Transfer of Easement in favour of the City of Toronto;
9. Instrument No. AT1355106, registered January 15, 2007 is a Postponement of Instrument No. AT745415 to AT1354313;
10. Instrument No. AT1828759, registered July 9, 2008 is a Transfer of Easement in favour of Rogers Cable Communications Inc.;
11. Instrument No. AT2158659, registered August 26, 2009 is Notice of Section 45(9) Agreement in favour of the City of Toronto;
12. Instrument No. AT2173210, registered September 10, 2009 is a Notice of Site Plan Agreement in favour of the City of Toronto;
13. Instrument No. AT2903002, registered December 21, 2011 is Notice of Encroachment Agreement between the City of Toronto and Urbancorp the Bridge Inc.;
14. Instrument No. AT3243863, registered February 26, 2013 is Notice of Amending Site Plan Agreement in favour of the City of Toronto;

15. Instrument No. TCP2302, registered April 5, 2013 is Standard Condominium Plan for Toronto Standard Condominium Plan 2302 ("TSCP 2302");
16. Instrument No. AT3270699, registered April 5, 2013 is the Condominium Declaration for TSCP 2302;
17. Instrument No. AT3286224, registered April 29, 2013 is TSCP 2302 By-law No. 1;
18. Instrument No. AT3286225, registered April 29, 2013 is TSCP 2302 Condo By-law No. 2;
19. Instrument No. AT3286226, registered April 29, 2013 is TSCP 2302 Condo By-law No. 3;
20. Instrument No. AT3286227, registered April 29, 2013 is TSCP 2302 Condo By-law No. 4;
21. Instrument No. AT3286228, registered April 29, 2013 is TSCP 2302 Condo By-law 5;
22. Instrument No. AT3286229, registered April 29 2013 is a Notice of Geothermal Energy Supply Agreement between Urbancorp Renewable Power Inc. and Urbancorp The Bridge Inc.;
23. Instrument No. AT3286230, registered April 29, 2013 is Notice of Three Way Shared Facilities Agreement between TSCP 2302, Fuzion Downtown Development Inc., and Fuzion Downtown Development Inc.; and
24. All easements in Schedule "1" of Instrument No. AT3270699, registered April 5, 2013 being the Condominium Declaration for TSCP 2302.

SCHEDULE "2"

CLAIMS TO BE DELETED AND EXPUNGED FROM TITLE TO THE REAL PROPERTY

1. Instrument No. AT1587699, registered September 27, 2007 is a Charge securing the principal amount of \$15,500,000.00 in favour of Travelers Guarantee Company of Canada;
2. Instrument No. AT1942552, registered November 4, 2008 is a Postponement relating to AT1587699;
3. Instrument No. AT2903003, registered December 21, 2011 is a Postponement relating to AT1587699;
4. Instrument No. AT3006474, registered May 2, 2012 is an Application to Change Name – Instrument thereby changing the name of Travelers Guarantee Company of Canada to Travelers Insurance Company of Canada/La Compagnie D'Assurance Travelers Du Canada; and
5. Instrument No. AT4240860, registered June 8, 2016 is a Condominium Lien/98 in the amount of \$3,518 by Toronto Standard Condominium Corporation No. 2302.

SCHEDULE "3"

**CLAIMS TO BE DELETED AND EXPUNGED FROM TITLE TO THE REAL
PROPERTY**

1. Instrument No. AT4067287, registered November 16, 2015 is a Charge securing the principal amount of \$2,400,000 in favour of Speedy Electrical Contractors Limited.
2. Instrument No. AT4240860, registered June 8, 2016 is a Condominium Lien/98 in the amount of \$3,518 by Toronto Standard Condominium Corporation No. 2302.

SCHEDULE "4"

TORONTO STANDARD CONDOMINIUM CORPORATION 2249/ WESTSIDE

1. Instrument No. R4939AZ, registered May 14, 1996 is Application to Annex Restrictive Covenants;
2. Instrument No. E362019, registered October 3, 2000 is Notice of Section 37 Agreement in favour of the City of Toronto;
3. Instrument No. AT1719790, registered February 27, 2008 is Notice of Restrictive Covenant Agreement between Westside Gallery Lofts Inc., Greater Toronto Transit Authority and Canadian National Railway Company;
4. Instrument No. AT1784893, registered May 22, 2008 is a Transfer of Easement in favour of Rogers Cable Communications Inc.;
5. Instrument No. AT1929991, registered October 22, 2008 is a Transfer of Easement in favour of Greater Toronto Transit Authority and Canadian National Railway Company;
6. Instrument No. AT2198441, registered October 7, 2009 is an Application General by Westside Gallery Lofts Inc. to cause the deletion of easements in WF27767 and CT430478;
7. Instrument No. AT2483854, registered August 23, 2010 is a Notice of Development Agreement in favour of the City of Toronto;
8. Instrument No. AT2483856, registered August 23, 2010 is a Postponement of Instrument No. AT1784893 to AT2483854;
9. Instrument No. AT2497740, registered September 3, 2010 is a Notice of Shared Facilities Agreement made between Westside Gallery Lofts Inc. and Toronto Artscape Inc.;
10. Instrument No. AT2497741, registered September 3, 2010 is a Notice Three Way Shared Facilities Agreement made between Westside Gallery Lofts Inc.;
11. Instrument No. AT2498075, registered September 7, 2010 is a Transfer of Easement in favour of Abell Investments Limited and St. Clare's Multifaith Housing Society;
12. Instrument No. AT2498080, registered September 7, 2010 is a Postponement of Instrument No. AT1784893 to AT2498075;
13. Instrument No. AT2498248, registered September 7, 2010 is a Transfer of Easement in favour of Abell Investments Limited and St. Clare's Multifaith Housing Society;
14. Instrument No. AT2500640, registered September 9, 2010 is a Postponement of AT1784893 to AT2498248;

15. Instrument No. AT2675027, registered April 27, 2011 is a Notice of Site Plan Agreement in favour of the City of Toronto;
16. Instrument No. AT3070814, registered July 11, 2012, is a Notice of Crane/Piling and Tie Back Agreement made between Westside Gallery Lofts Inc. and Edge on Triangle Park Inc.;
17. Instrument No. AT3070815, registered July 11, 2012 is a Notice of Crane/Piling and Tie Back Agreement made between Westside Gallery Lofts Inc. and Epic on Triangle Park Inc.;
18. Instrument No. TCP2249, registered July 16, 2012 is Standard Condominium Plan;
19. Instrument No. AT3073995, registered July 16, 2012 is Condo Declaration for Toronto Standard Condominium Plan 2249 ("TSCP 2249");
20. Instrument No. AT3094240, registered August 3, 2012 is an Application to Annex Restrictive Covenants;
21. Instrument No. AT3100646, registered August 14, 2012 is TSCP 2249 Condo By-law No. 1;
22. Instrument No. AT3100647, registered August 14, 2012 is TSCP 2249 Condo By-law No. 2.;
23. Instrument No. AT3100648, registered August 14, 2012 is TSCP 2249 Condo By-law No. 3;
24. Instrument No. AT3100649, registered August 14, 2012 is TSCP 2249 Condo By-law No. 4;
25. Instrument No. AT3100650, registered August 14, 2012 is TSCP 2249 Condo By-law No. 5;
26. Instrument No. AT3100651, registered August 14, 2012 is TSCP 2249 Condo By-law No. 6;
27. Instrument No. AT3100722, registered August 14, 2012 is Notice of Shared Facilities Agreement made between Toronto Standard Condominium Corporation No. 2249, Westside Gallery Lofts Inc., Epic On Triangle Park Inc., Abell Investments Limited and St. Clare's Mulifaith Housing Society;
28. Instrument No. AT3103107, registered August 16, 2012 is Notice of Shared Facilities Agreement made between Toronto Standard Condominium Corporation No. 2249, and Westside Gallery Lofts Inc.;
29. Instrument No. AT3106455, registered August 21, 2012 is TSCP 2249 Condo By-law No. 7;

30. Instrument No. AT4047674, registered October 26, 2015 is a Transfer Release and Abandonment of Easement by Epic on Triangle Park Inc;
31. Instrument No. AT4471212, registered January 26, 2017 being a Transfer Release and Abandonment of Easement by the City of Toronto relating to Instrument No. WF27767; and
32. All easements in Schedule "1" of Instrument No. AT3073995, registered July 16, 2012 being the Declaration for Toronto Standard Condominium Plan 2249.

SCHEDULE "5"

TORONTO STANDARD CONDOMINIUM CORPORATION 2355/ CURVE

1. Instrument No. E4939AZ, registered May 14, 1996 is an Application to Annex Restrictive Covenants;
2. Instrument No. E362019, registered October 3, 2000 is a Notice of Section 37 Agreement in favour of the City of Toronto;
3. Instrument No. AT1719790, registered February 27, 2008 is Notice of Restrictive Covenant Agreement between Westside Gallery Lofts Inc., Greater Toronto Transit Authority and Canadian National Railway Company;
4. Instrument No. AT1784893, registered May 22, 2008 is a Transfer of Easement in favour of Rogers Cable Communications Inc.;
5. Instrument No. AT1929991, registered October 22, 2008 is a Transfer of Easement in favour of Greater Toronto Transit Authority and Canadian National Railway Company;
6. Instrument No. AT2198441, registered October 7, 2009 is an Application General by Westside Gallery Lofts Inc. to cause the deletion of easements in WF27767 and CT430478;
7. Instrument No. AT2483854, registered August 23, 2010 is a Notice of Development Agreement in favour of the City of Toronto;
8. Instrument No. AT2483856, registered August 23, 2010 is a Postponement of Instrument No. AT1784893 to AT2483854;
9. Instrument No. AT2497740, registered September 3, 2010 is a Notice of Shared Facilities Agreement between Westside Gallery Lofts Inc. and Toronto Artscape Inc.;
10. Instrument No. AT2497741, registered September 3, 2010 is Notice of Three Way Shared Facilities Agreement between Westside Gallery Lofts Inc., Westside Gallery Lofts Inc. and Toronto Artscape Inc.;
11. Instrument No. AT2675027, registered April 27, 2011 is Notice of Site Plan Agreement in favour of the City of Toronto;
12. Instrument No. AT3070814, registered July 11, 2012 is Notice of Crane/Piling and Tie Back Agreement made between Westside Gallery Lofts Inc. and Edge on Triangle Park Inc.;
13. Instrument No. AT3070815, registered July 11, 2012 is Notice of Crane/Piling and Tie Back Agreement made between Westside Gallery Lofts Inc. and Epic On Triangle Park Inc.;

14. Instrument No. AT3094240, registered August 3, 2012 is Application to Annex Restrictive Covenants by Westside Gallery Lofts Inc;
15. Instrument No. AT3103107, registered August 16, 2012 is Notice of Shared Facilities Agreement made between Toronto Standard Condominium Corporation No. 2249 and Westside Gallery Lofts Inc.;
16. Instrument No. TCP2355, registered January 24, 2014 is Standard Condominium Plan TCP2355;
17. Instrument No. AT3505198, registered January 24, 2014 is the Condo Declaration for Toronto Standard Condominium Plan 2355 ("TSCP 2355");
18. Instrument No. AT3519988, registered February 13, 2014 is Notice of Shared Facilities Agreement made between TSCP 2249, Westside Gallery Lofts Inc., Epic On Triangle Park Inc., Abell Investments Limited and St. Clare's Mulifaith Housing Society;
19. Instrument No. AT3520017, registered February 13, 2014 is Notice of Geothermal Energy Supply Agreement made between Westside Gallery Lofts Inc. and Urbancorp Renewable Power Inc.;
20. Instrument No. AT3521955, registered February 19, 2014 is TSCP 2355 Condo By-law No. 1;
21. Instrument No. AT3521969, registered February 18, 2014 is TSCP 2355 Condo By-law No. 2;
22. Instrument No. AT3521980, registered February 18, 2014 is TSCP 2355 Condo By-law No. 3;
23. Instrument No. AT3522562, registered February 18, 2014 is a Transfer Release and Abandonment of Easement WF27767 by Edge on Triangle Park Inc.;
24. Instrument No. AT3522908, registered February 19, 2014 is a Transfer Release and Abandonment of Easement WF27767 by Epic on Triangle Park Inc.; and
25. All easements in Schedule "1" of Instrument No. AT3505198, registered January 24, 2014 being the Condo Declaration for Toronto Standard Condominium Plan 2355

Schedule "C" – Form of Monitor's Certificate

Court File No. CV-16-11389-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF URBANCORP TORONTO
MANAGEMENT INC., URBANCORP (ST. CLAIR
VILLAGE) INC., URBANCORP (PATRICIA) INC.,
URBANCORP (MALLOW) INC., URBANCORP
(LAWRENCE) INC., URBANCORP DOWNSVIEW PARK
DEVELOPMENT INC., URBANCORP (952 QUEEN WEST)
INC., KING RESIDENTIAL INC., URBANCORP 60 ST.
CLAIR INC., HIGH RES. INC., BRIDGE ON KING INC.
(collectively the "Applicants") AND THE AFFILIATED
ENTITIES LISTED IN SCHEDULE "A" HERETO**

MONITOR'S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Ontario Superior Court of Justice – Commercial List (the "Court") dated May 18, 2016, KSV Kofman Inc. was appointed as the monitor (the "Monitor") of the Applicants and the affiliated entities listed in Schedule "A" (the "Debtor").

B. Pursuant to an Order of the Court dated October ■, 2017, the Court approved the Monitor, on behalf of the Debtor, entering into an agreement of purchase and sale (the "Sale Agreement") between ● and ● (the "Purchaser") and provided for the vesting in the Purchaser of the Purchased Assets, which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Monitor to the Purchaser of a certificate confirming: (i) the name of the Purchaser to which title is to be vested; (ii) the legal description of the Purchased Assets to be vested; (iii) the payment by the Purchaser of the Purchase Price for the Purchased Assets; (iv) that the conditions to Closing as set out in the Sale Agreement have been satisfied or waived by

the Monitor and the Purchaser; and (v) the Transaction has been completed to the satisfaction of the Monitor.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE MONITOR CERTIFIES the following:

The Purchaser to whom title to the Purchased Assets is to be vested is hereby confirmed to be:	The legal description of the Purchased Assets which are to be vested is hereby confirmed to be:
<input type="checkbox"/>	<input type="checkbox"/>

1. The Purchaser has paid and the Monitor has received the Purchase Price for the Purchased Assets payable on the Closing Date pursuant to the Sale Agreement;
2. The conditions to Closing as set out in the Sale Agreement have been satisfied or waived by the Monitor and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Monitor.
4. This Certificate was delivered by the Monitor at _____ [TIME] on _____ [DATE].

KSV KOFMAN INC., in its capacity as Monitor of the Urbancorp CCAA Entities, and not in its personal capacity

Per: _____
Name:
Title:

IN THE MATTER OF THE COMPANIES CREDITORS ARRANGEMENT ACT, R.S.C.1985, c. C-36, AS AMENDED

Court File No. CV-16-11389-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF URBANCORP TORONTO MANAGEMENT INC., URBANCORP (ST. CLAIR VILLAGE) INC., URBANCORP (PATRICIA) INC., URBANCORP (MALLOW) INC., URBANCORP (LAWRENCE) INC., URBANCORP DOWNSVIEW PARK DEVELOPMENTS INC., URBANCORP (952 QUEEN WEST) INC., KING RESIDENTIAL INC., URBANCORP NEW KINGS INC., URBANCORP 60 ST. CLAIR INC., HIGH RES.INC., BRIDGE ON KING INC. (THE "APPLICANTS") AND THE AFFILIATED ENTITIES LISTED IN SCHEDULE "A" HERETO

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**ADDITIONAL VESTING ORDER
(RESIDENTIAL CONDOMINIUM PARKING,
LOCKER & BIKE STORAGE UNITS)**

DAVIES WARD PHILLIPS & VINEBERG LLP
155 WELLINGTON STREET WEST
TORONTO, ON M5V 3J7

Robin B. Schwill (LSUC #384521)
Tel: 416.863.5502
Fax: 416.863.0871

Lawyers for the Monitor