

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE) TUESDAY, THE 30TH
)
MR. JUSTICE MORAWETZ) DAY OF NOVEMBER, 2010

BETWEEN:

BANK OF MONTREAL

Applicant

- and -



**R.M.J. HOLDINGS LTD., E.S.A. PROPERTIES LTD.
and APELOWICZ REALTY HOLDINGS LTD.**

Respondents

APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND
INSOLVENCY ACT*, R.S.C. 1985, 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 APPLICATION, made by Bank of Montreal (“**BMO**”), for an Order, *inter alia*, pursuant to subsection 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as amended (the “**BIA**”), and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c.C.43, as amended (the “**CJA**”), appointing Zeifman Partners Inc. (“**ZPI**”) as receiver (in such capacity, the “**Receiver**”), without security, of certain real property of R.M.J. Holdings Ltd., E.S.A. Properties Ltd. and Apelowicz Realty Holdings Ltd. (collectively, the “**Debtors**”), was initially

heard on November 12, 2010 and, in part, adjourned to this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Tony Crowe sworn November 8, 2010 and the exhibits thereto (the "**Crowe Affidavit**"), the consent of ZPI to act as the Receiver, and on hearing the submissions of counsel for BMO, the Receiver, the Debtors, Royal Bank of Canada, Discount Car & Truck Rentals Ltd. and 2255695 Ontario Limited, no one appearing for any other person on the service list.

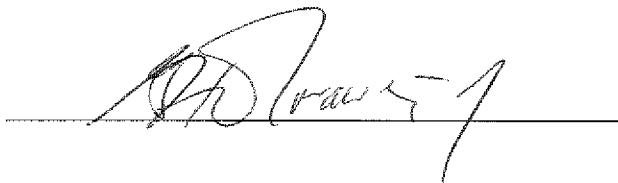
1. **THIS COURT ORDERS** that the Order of The Honourable Mr. Justice Lederman dated November 12, 2010 be and the same is hereby amended to insert the following additional paragraph 2(e):

(e) 180 Westney Road south, Ajax, Ontario, and legally described as Part Block M Plan M-25 designated as Parts 5, 6 & 7 Plan 40R-18895; Ajax; Together with Part Block M, Part 3, 40R1699 as in LT207698, Subject to easement over Parts 5 & 7 Plan 40R18895 in favour of Parts 3 & 4 Plan 40R18895 as in LT902665, together with easement over Part 4 Plan 40R18895 as in LT902665; together with easement over Part 9 Plan 40R-18895 as in DR357194; Ajax, Ontario, being all of the real property described within Property Identification Number – 26461-0043 (the "**Westney Property**").

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

NOV 30 2010

PER / PAR:



BANK OF MONTREAL

- and -

R.M.J. HOLDINGS LTD. et.al.

Court File No. CV-10-8974-00CL

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

Proceeding commenced at Toronto

ORDER

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