



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

INVOICE # 3696513

GST/HST # R121996078
QST # 1086862448 TQ 0001

Attention: Allan Rutman
Partner

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 31, 2022	584164-000006	Kenneth Kraft

Zeifman Partners Inc.
Re: "Receivership of Legacy Lifestyle Summerlin Limited Partnership, Legacy Lifestyle Summerlin GP Inc., and Legacy Lifestyle Summerlin Property LLC".

Professional Fees	\$ 6,105.00
Other Fees/Charges	183.15
	<hr/>
HST (13.0%) on \$6,288.15	817.46
	<hr/>
Total Amount Due	\$ <u>7,105.61</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Summerlin Limited Partnership, Legacy Lifestyle Summerlin GP Inc., and Legacy Lifestyle Summerlin Property LLC".

INVOICE 3696505

Page 2 of 5

Matter # 584164-000006

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit www.dentons.com/canada-CADpay. Alternatively, credit card payment is accepted via telephone at 1-888-444-8859. You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and reference your payee account number (client ID) as 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Summerlin Limited Partnership, Legacy Lifestyle Summerlin GP Inc., and Legacy Lifestyle Summerlin Property LLC".

INVOICE 3696506

Page 3 of 5

Matter # 584164-000006

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Aug-22	Sara-Ann Wilson	Review cost estimates for phase 1 development work and emails regarding same.
02-Aug-22	Kenneth Kraft	Update on Phase 1 costs and consider next steps. Related emails.
03-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Review comments from Greg Marchant on phase 1 costs. Revise second report to creditors.
03-Aug-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps in light of information from Don Lawson as to Phase I costs. Review notes from Greg Marchant on proposal.
04-Aug-22	Sara-Ann Wilson	Continue revising second report to creditors . Email report to Allan Rutman. Discuss report with Ken Kraft.
04-Aug-22	Kenneth Kraft	Review draft second report and related email exchanges.
05-Aug-22	Sara-Ann Wilson	Receipt and review of comments on Second Report to Creditors. Revise Second Report to Creditors. Emails to Allan Rutman and Jim Irving. Review revised report and emails regarding same.
05-Aug-22	Kenneth Kraft	Various emails. Review proposed revisions to draft report. Emails to Jim Irving in regard to preparing for Tuesday's US update hearing. Discussion with Allan Rutman and then prepare further revisions to draft report.
07-Aug-22	Sara-Ann Wilson	Review updated Second Report to Creditors. Review email from Jim Irving.
08-Aug-22	Sara-Ann Wilson	Review emails regarding funding and US case conference.
08-Aug-22	Sara-Ann Wilson	Review emails regarding funding and US case conference.
08-Aug-22	Kenneth Kraft	Email exchanges related to creditors' update note and on submissions for tomorrow's US Bankruptcy Court status conference.
09-Aug-22	Sara-Ann Wilson	Review update from Jim Irving regarding US case conference. Review email from Allan Rutman.
09-Aug-22	Kenneth Kraft	Prepare for and attend US Bankruptcy Court status conference and follow up telephone call with Jim Irving. Review update email. Revisions to draft creditors'

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Summerlin Limited Partnership, Legacy Lifestyle Summerlin GP Inc., and Legacy Lifestyle Summerlin Property LLC".

INVOICE 3696507

Page 4 of 5

Matter # 584164-000006

Date	Timekeeper	Description of Work
		update.
11-Aug-22	Kenneth Kraft	Update emails.
15-Aug-22	Sara-Ann Wilson	Review email from Allan Rutman regarding financing. Review updated Second Report.
17-Aug-22	Sara-Ann Wilson	Emails regarding Hillmount funding and consider report to creditors.
17-Aug-22	Kenneth Kraft	Update email exchanges on revised financing commitment and revisions to creditors' update note.
19-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Receipt and review of Hillmount financing terms and costs to closing.
19-Aug-22	Kenneth Kraft	Emails. Telephone call with Allan Rutman to review Hillmount proposal and to discuss moving forward.
22-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Review and consider amendments to term sheet. Review development services agreement. Discussion with Ken Kraft regarding report to creditors. Review and update report to creditors. Review comments on report and revise. Emails to and from Receiver.
22-Aug-22	Kenneth Kraft	Emails. Discussion with Sara-Ann Wilson.
23-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Revise Second Report to Creditors and circulate. Emails regarding Second Report to Creditors and email to Allan Rutman.
23-Aug-22	Kenneth Kraft	Review revised draft report to creditors. Discuss draft report with Allan Rutman and Sara-Ann Wilson. Review final draft of reporting note to clients. Various emails.
24-Aug-22	Kenneth Kraft	Review final report. Update note to Jay Duffield.
26-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding motion. Instructions regarding contacting court and emails regarding hearing dates. Review and revise amendment to term sheet. Emails to Allan Rutman.
26-Aug-22	Kenneth Kraft	Review emails.
29-Aug-22	Sara-Ann Wilson	Revise development services agreement. Revise OM proposal documentation. Emails regarding court date. Email comments to Allan Rutman. Review and respond to emails from Allan Rutman. Email to court.
29-Aug-22	Kenneth Kraft	Email exchanges on court report and support for Receiver's recommendations.
30-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Instructions regarding request form. Emails to counsel. Review emails to and from Court. Instructions to Amanda Campbell regarding motion materials. Review and revise N21 agreement

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Summerlin Limited Partnership, Legacy Lifestyle Summerlin GP Inc., and Legacy Lifestyle Summerlin Property LLC".

INVOICE 3696508

Page 5 of 5

Matter # 584164-000006

Date	Timekeeper	Description of Work
		and email regarding same. Review and consider Twisted Rock agreement. Emails to and from Allan Rutman. Revise Twisted Rock agreement.
30-Aug-22	Kenneth Kraft	Discuss court report outline and recommendations and finalizing development related agreements with Allan Rutman and Sara-Ann Wilson. Further discussion with Sara-Ann Wilson on court report and next steps. Follow up with Jim Irving on need for US order to approve increased funding.
31-Aug-22	Sara-Ann Wilson	Draft notice of motion and consider relief for motion. Draft first report.
31-Aug-22	Kenneth Kraft	Review revised drafts of agreements.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.2	1,050.00	2,310.00
Sara-Ann Wilson	4.6	825.00	3,795.00
Total	6.8		\$6,105.00

TOTAL PROFESSIONAL FEES	\$ 6,105.00
TAXABLE OTHER FEES/CHARGES	
Technology & Administration Fee	\$ 183.15
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 183.15
TOTAL OTHER FEES/CHARGES	<u>183.15</u>
TOTAL FEES AND OTHER FEES/CHARGES	\$ 6,288.15
TAXES	
HST (13.0%) on Professional Fees of \$6,105.00	\$ 793.65
HST (13.0%) on Taxable Disbursements of \$183.15	<u>23.81</u>
TOTAL TAXES	<u>817.46</u>
TOTAL AMOUNT DUE	<u>\$ 7,105.61 CAD</u>

THIS IS EXHIBIT "C" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 8th DAY OF SEPTEMBER, 2022.



A Commissioner for Taking Affidavits, etc.



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3653654

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2022	584164-000007	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".**

Professional Fees	\$ 7,798.00
Other Fees/Charges & Disbursements	368.94
	<hr/>
HST (13.0%) on \$8,166.94	1,061.70
	<hr/>
Total Amount Due	\$ 9,228.64 CAD

DENTONS CANADA LLP

DocuSigned by:
Ken Kraft
Per: _____
EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3653511

Page 2 of 6

Matter # 584164-000007

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3653512

Page 3 of 6

Matter # 584164-000007

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Feb-22	Sara-Ann Wilson	Call with Ken Kraft regarding receivership order. Review and revise receivership order and email to Ken Kraft. Emails regarding comments on receivership order.
02-Feb-22	Kenneth Kraft	Initial discussions with Allan Rutman on background. Brief Sara-Ann Wilson. Start working on revisions to order. Review background material.
03-Feb-22	Sara-Ann Wilson	Review revised receivership order and further revise. Emails to and from Ken Kraft regarding receivership order. Instructions to Amanda Campbell regarding receivership order and email to Allan Rutman. Emails regarding call to discuss receivership order.
03-Feb-22	Kenneth Kraft	Engaged in meetings and working on bringing consensus to receivership application.
04-Feb-22	Sara-Ann Wilson	Review further revised receivership order. call with Ken Kraft and Allan Rutman regarding receivership order. Revise receivership order. Review and respond to email from Allan Rutman. Further revise order and emails regarding same. Call with Allan Rutman regarding draft order.
04-Feb-22	Kenneth Kraft	Reviewing revisions to draft order and related email exchange.
05-Feb-22	Kenneth Kraft	Review and respond to emails.
06-Feb-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman and Ken Kraft regarding draft receivership order. Revise draft order and email to Ken Kraft and Allan Rutman. Further comments on draft order and further revise. Email revised draft order. Email to Gary Roberts et al regarding receivership order and enclose revised draft.
06-Feb-22	Kenneth Kraft	Working on receivership order and related email exchanges.
07-Feb-22	Sara-Ann Wilson	Review emails from Gary Roberts regarding draft order. Review affidavit of Gregory Marchant. Emails regarding draft order. Review email from Allan Rutman regarding appraisals. Emails regarding service list and instructions regarding same. Emails regarding call to discuss draft order. Review emails from Arnold Zweig and Greg Marchant. Call with Allan Rutman and Arnold Zweig regarding receivership and appraisals. Draft email regarding appointment. Call with Allan Rutman. Review

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Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3653518

Page 4 of 6

Matter # 584164-000007

Date	Timekeeper	Description of Work
		comments on draft order and further revise.
07-Feb-22	Kenneth Kraft	Engaged in numerous discussions, meetings, and emails related to receivership application.
08-Feb-22	Sara-Ann Wilson	Review emails from Greg Marchant and Allan Rutman. Revise receivership order and email. Review emails regarding appraisals. Various emails regarding caselines. Emails regarding call to discuss order. Various emails regarding calls. Review and consider comments on receivership order from Michael Katzman. Call with investors counsel and regarding draft order. Call with inspector and counsel regarding draft order. Revise draft order and email to receiver.
08-Feb-22	Kenneth Kraft	Working on receivership order issues and related emails and discussions.
09-Feb-22	Sara-Ann Wilson	Review comments on draft order and further revise. Review emails from counsel regarding draft order and inspector appointment. Circulate draft order. Call with counsel regarding draft order. Revise draft order. Receipt and review of comments on draft order and further revise. Emails to and from Ken Kraft and Allan Rutman on draft order. Review comments on draft order from Allan Rutman and call to discuss. Further revise order and circulate.
09-Feb-22	Kenneth Kraft	Engaged in addressing receivership issues.
10-Feb-22	Sara-Ann Wilson	Review comments on draft order from Michael Katzman and revise order. Circulate order. Call with counsel regarding order. Revise order and circulate. Emails regarding revised order and further revise. Email to court enclosing order. Instructions regarding caselines. Further emails and revisions to draft order.
10-Feb-22	Kenneth Kraft	Meeting with counsel and working to address various matters to resolve issues ahead of tomorrow's attendance and numerous related emails.
11-Feb-22	Sara-Ann Wilson	Review and respond to email from Philip Millar regarding zoom link. Review and respond to emails regarding draft order. Instructions to Amanda Campbell regarding revising order and uploading to caselines. Review email from Ken Kraft regarding revisions to order. Emails regarding caselines and instructions to Amanda Campbell regarding same. Review email to court enclosing order.
11-Feb-22	Kenneth Kraft	Final preparation for and attend receivership application hearing before Justice Conway. Follow up with Michael Katzman on revisions to Schedule C. Follow up on both having order finalized and on

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3653514

Page 5 of 6

Matter # 584164-000007

Date	Timekeeper	Description of Work
		undertaking to resolve Caselines matter. Review endorsement and email exchanges with Registrar and Justice Conway to correct references.
14-Feb-22	Sara-Ann Wilson	Review and respond to emails regarding receivership order and revise same.
14-Feb-22	Kenneth Kraft	Addressing need to revise receivership order to address various errors and omissions and working on same and to confirm appropriate names of title holders and legal descriptions.
15-Feb-22	Rennie Ali	Receive and review email instructions from Sara Wilson. Conduct NUANs and corporate search with respect to Legacy Lifestyles Destin LP. Reviewing same. Various correspondence regarding the foregoing.
15-Feb-22	Sara-Ann Wilson	Review and respond to emails regarding caselines. Review and respond to emails regarding receivership order. Instructions regarding searches and review email from Rennie Ali. Revise and finalize amended order and circulate. Review and respond to emails from counsel regarding order.
15-Feb-22	Kenneth Kraft	Dealing with necessary amendments to receivership order.
16-Feb-22	Sara-Ann Wilson	Instructions regarding possible chambers appointment and review emails to and from court. Follow up emails to counsel regarding amended order and review responses.
16-Feb-22	Kenneth Kraft	Further email exchanges to obtain consent to amended receivership order.
17-Feb-22	Sara-Ann Wilson	Instructions to Amanda Campbell regarding amended order and review email regarding same.
17-Feb-22	Kenneth Kraft	Various emails. Review final version of amended order for Justice Conway.
18-Feb-22	Sara-Ann Wilson	Email to court regarding amended receivership order. Receipt of amended order and instructions regarding same.
18-Feb-22	Kenneth Kraft	Follow up with amended order to Justice Conway and related email exchanges.
22-Feb-22	Sara-Ann Wilson	Receipt and review of notice of appointment of receiver.
22-Feb-22	Kenneth Kraft	Email notices.
23-Feb-22	Sara-Ann Wilson	Review emails from the court regarding issuance of orders and instructions regarding same. Review service letter. Instructions regarding service of orders and endorsements.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3653515

Page 6 of 6

Matter # 584164-000007

Date	Timekeeper	Description of Work
23-Feb-22	Kenneth Kraft	Emails.
24-Feb-22	Sara-Ann Wilson	Review email from Ken Wootton regarding investor names.
24-Feb-22	Kenneth Kraft	Emails.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	3.7	1,040.00	3,848.00
Rennie Ali	0.1	250.00	25.00
Sara-Ann Wilson	5.0	785.00	3,925.00
Total	8.8		\$7,798.00

TOTAL PROFESSIONAL FEES \$ 7,798.00

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 233.94

TOTAL TAXABLE OTHER FEES/CHARGES \$ 233.94

TAXABLE DISBURSEMENTS

Searches \$ 135.00

TOTAL TAXABLE DISBURSEMENTS \$ 135.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 368.94

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ 8,166.94

TAXES

HST (13.0%) on Professional Fees of \$7,798.00 \$ 1,013.74

HST (13.0%) on Taxable Disbursements of \$368.94 47.96

TOTAL TAXES 1,061.70

TOTAL AMOUNT DUE \$ 9,228.64 CAD



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
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dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3659905

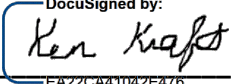
GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2022	584164-000007	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".**

Professional Fees	\$ 2,436.50
Other Fees/Charges	73.10
	<hr/>
HST (13.0%) on \$2,509.60	326.25
	<hr/>
Total Amount Due	\$ <u>2,835.85</u> CAD

DENTONS CANADA LLP

Per: 
EA22CA4104ZE476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3659317

Page 2 of 4

Matter # 584164-000007

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3659948

Page 3 of 4

Matter # 584164-000007

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Mar-22	Sara-Ann Wilson	Review emails from Ken Kraft and Allan Rutman regarding appraisals. Instructions regarding consolidation of proceedings and review memo to registrar.
09-Mar-22	Jay Duffield	Telephone call with Greg Marchant regarding background and status of re-financing. Consider issues and telephone call with Ellery O'Hara and Vivian Poon regarding next steps. Email and telephone call with Ken Kraft regarding same.
09-Mar-22	Kenneth Kraft	Discuss developments with Jay Duffield.
11-Mar-22	Kenneth Kraft	Update email exchanges with Allan Rutman.
14-Mar-22	Kenneth Kraft	Update discussion with Allan Rutman.
17-Mar-22	Kenneth Kraft	Email exchanges regarding Florida real property registration issues.
18-Mar-22	Sara-Ann Wilson	Review Hillmount term sheet. Emails regarding term sheet.
18-Mar-22	Kenneth Kraft	Reviewing draft term sheet and providing comments and related email exchanges.
21-Mar-22	Sara-Ann Wilson	Review revised term sheet and email chain regarding comments. Email to Allan Rutman regarding term sheet and review responding email. Call with Ken Kraft regarding term sheet. Calls with Allan Rutman regarding term sheet and mortgages. Emails regarding term sheet. Review emails from Allan Rutman to Florida counsel.
21-Mar-22	Kenneth Kraft	Term sheet revisions and related email exchanges. Discussion with Sara-Ann Wilson and work on term sheet language. Discussing issues with Allan Rutman and Sara-Ann Wilson. Exchanges with Allan Rutman in regard to Farley Cohen's planned meeting with Greg Marchant.
23-Mar-22	Sara-Ann Wilson	Review emails regarding realty tax arrears. Review spreadsheet of tax arrears.
23-Mar-22	Kenneth Kraft	Updates on financing and addressing property tax arrears.
28-Mar-22	Kenneth Kraft	Update email exchanges from Skip Straus and Allan Rutman.
29-Mar-22	Sara-Ann Wilson	Review emails from Florida counsel and Allan Rutman

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3659349

Page 4 of 4

Matter # 584164-000007

Date	Timekeeper	Description of Work
		regarding mortgages.
29-Mar-22	Kenneth Kraft	Email exchanges and telephone call with Allan Rutman to discuss insurance issues.
31-Mar-22	Sara-Ann Wilson	Review emails regarding tax sales and call to discuss same.
31-Mar-22	Kenneth Kraft	Email updates on property taxes and other issues related to title insurance. Telephone call with Allan Rutman.

Timekeeper	Hours	Rate	Fees
Jay Duffield	0.2	850.00	170.00
Kenneth Kraft	1.5	1,040.00	1,560.00
Sara-Ann Wilson	0.9	785.00	706.50
Total	2.6		\$2,436.50

TOTAL PROFESSIONAL FEES \$ **2,436.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 73.10

TOTAL TAXABLE OTHER FEES/CHARGES \$ **73.10**

TOTAL OTHER FEES/CHARGES 73.10

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,509.60**

TAXES

HST (13.0%) on Professional Fees of \$2,436.50 \$ 316.75

HST (13.0%) on Taxable Disbursements of \$73.10 9.50

TOTAL TAXES 326.25

TOTAL AMOUNT DUE \$ **2,835.85** CAD



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3667997

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2022	584164-000007	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".**

Professional Fees	\$ 5,891.00
Other Fees/Charges	176.73
	<hr/>
HST (13.0%) on \$6,067.73	788.80
	<hr/>
Total Amount Due	<u>\$ 6,856.53</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 36673921

Page 2 of 5

Matter # 584164-000007

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 36673922

Page 3 of 5

Matter # 584164-000007

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Apr-22	Sara-Ann Wilson	Review various emails regarding chapter 15 filing.
01-Apr-22	Kenneth Kraft	Various emails. Conference call with Skip Straus, title insurers and Allan Rutman to review requirements and whether can avoid need for Ch. 15 proceeding. Telephone calls with Allan Rutman to review options. Numerous email exchanges with and telephone with Jim Irving to coordinate moving forward with Ch. 15 filing.
04-Apr-22	Sara-Ann Wilson	Review revised term sheet and emails regarding same. Call with Allan Rutman regarding term sheet. Review emails regarding chapter 15.
04-Apr-22	Kenneth Kraft	Review term sheet revisions and related email exchanges. Follow up on Ch. 15 application.
05-Apr-22	Sara-Ann Wilson	Review and revise US Chapter 15 materials. Various emails regarding Chapter 15 materials . Call with Allan Rutman. Review comments on Chapter 15 materials and consolidate. Review materials for consolidation. Review and consider organization charts and emails from Morgan Marchant regarding corporate structure. Further emails regarding Chapter 15 materials and further revise. Circulate comments on Chapter 15 materials to Dentons US. Discussion with Ken Kraft regarding US materials.
05-Apr-22	Kenneth Kraft	Reviewing drafts of Ch. 15 materials. Conference call with Allan Rutman and Sara-Ann Wilson to discuss various issues in connection with application and further discussion with Sara-Ann Wilson.
06-Apr-22	Sara-Ann Wilson	Receipt and review of dissolution of Florida companies and organizational charts. Receipt and review of final Chapter 15 materials and various emails regarding same.
06-Apr-22	Kenneth Kraft	Review revised drafts of Ch. 15 materials and various email exchanges in order to have materials finalized.
07-Apr-22	Sara-Ann Wilson	Various emails regarding Chapter 15 filings and filing fees. Review emails regarding update of filings.
07-Apr-22	Kenneth Kraft	Addressing issues related to filing of Ch. 15 proceedings. Telephone calls with Tom Maxson and Allan Rutman. Numerous emails.
08-Apr-22	Sara-Ann Wilson	Review emails regarding payment of filing fees. Review

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3667923

Page 4 of 5

Matter # 584164-000007

Date	Timekeeper	Description of Work
08-Apr-22	Kenneth Kraft	email from Gina Young regarding preliminary hearing.
11-Apr-22	Sara-Ann Wilson	Updates on Ch. 15 related matters.
11-Apr-22	Kenneth Kraft	Review and respond to emails regarding Chapter 15 preliminary hearing and zoom link.
11-Apr-22	Kenneth Kraft	Emails.
12-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding call to discuss Chapter 15 filing.
13-Apr-22	Sara-Ann Wilson	Call with US counsel regarding preliminary Chapter 15 hearing . Attend Chapter 15 hearing via zoom. Call from James Irving regarding service list. Review service list and email to US counsel. Various emails regarding service of Chapter 15 materials. Review and respond to emails regarding call to discuss service of Chapter 15 notices.
13-Apr-22	Kenneth Kraft	Discussion to prepare for and then attend at Ch. 15 interim recognition hearing and a number of related email exchanges. Follow up on question of which creditors need to be served and on update note to Canadian creditors.
14-Apr-22	Sara-Ann Wilson	Emails regarding service list. Review emails regarding report to creditors. Review and revise report to creditors and email regarding same. Email comments to Allan Rutman. Emails regarding service of notice to creditors.
14-Apr-22	Kenneth Kraft	Emails on notice issues and update report. Review draft report and provided comments.
15-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding service of Chapter 15 materials.
15-Apr-22	Kenneth Kraft	Review draft US notice and related email exchanges on service of materials.
18-Apr-22	Sara-Ann Wilson	Emails regarding Chapter 15 order. Emails regarding update to creditors and receipt and review of same.
18-Apr-22	Kenneth Kraft	Various update emails.
24-Apr-22	Sara-Ann Wilson	Review various emails regarding US stay of proceedings and tax sales.
24-Apr-22	Kenneth Kraft	Update email exchanges on Ch. 15 matters.
27-Apr-22	Kenneth Kraft	Update exchange with Jim Irving on Ch. 15 issues.
29-Apr-22	Sara-Ann Wilson	Receipt and review of proof of claim filed in Chapter 15 and review emails regarding same. Review email chain regarding title insurance.
29-Apr-22	Kenneth Kraft	Email exchanges over tax lien proof of claim that was submitted and any impact on Ch. 15 recognition

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 36673924

Page 5 of 5

Matter # 584164-000007

Date	Timekeeper	Description of Work
30-Apr-22	Kenneth Kraft	hearing. Update email exchanges with Allan Rutman on readiness to proceed with financing and on request for legal opinion and follow up with Jim Irving. Jim Irving email on proposed order revisions to address concerns of title insurer.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	3.4	1,040.00	3,536.00
Sara-Ann Wilson	3.0	785.00	2,355.00
Total	6.4		\$5,891.00

TOTAL PROFESSIONAL FEES \$ **5,891.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 176.73

TOTAL TAXABLE OTHER FEES/CHARGES \$ **176.73**

TOTAL OTHER FEES/CHARGES 176.73

TOTAL FEES AND OTHER FEES/CHARGES \$ **6,067.73**

TAXES

HST (13.0%) on Professional Fees of \$5,891.00 \$ 765.83

HST (13.0%) on Taxable Disbursements of \$176.73 22.97

TOTAL TAXES 788.80

TOTAL AMOUNT DUE \$ **6,856.53** CAD

525

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3674309

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
May 31, 2022	584164-000007	Kenneth Kraft

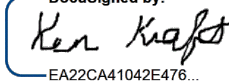
Zeifman Partners Inc.

**Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".**

Professional Fees	\$ 6,648.50
Other Fees/Charges	199.46
	<hr/>
HST (13.0%) on \$6,847.96	890.24
	<hr/>
Total Amount Due	<u>\$ 7,738.20</u> CAD

DENTONS CANADA LLP

DocuSigned by:



EA22CA41042E476...

Per: _____

Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3674526

Page 2 of 6

Matter # 584164-000007

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 36745297

Page 3 of 6

Matter # 584164-000007

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-May-22	Sara-Ann Wilson	Review and respond to emails regarding title insurance. Review email from Gina Young regarding Chapter 15 hearing and register for same. Review US order for virtual hearing. Review emails from US real estate counsel.
02-May-22	Kenneth Kraft	Email exchanges and telephone call with Allan Rutman to clarify title insurers' requirements.
04-May-22	Kenneth Kraft	Emails to clarify requirements from title insurer. Discussion with Sara-Ann Wilson. Instructions to start drafting letters from Canada and US to title insurer regarding authority to borrow and charge the lands.
05-May-22	Sara-Ann Wilson	Review email chain regarding title insurance. Review Receivership Order. Draft letter to title insurer. Review and respond to email from Ken Kraft. Revise letter to title insurer and email to Jim Irving and Allan Rutman.
05-May-22	Kenneth Kraft	Various emails and work on draft letter for title insurer to confirm Receiver's authority. Telephone call with Skip Straus and Allan Rutman to review title insurer's requirements. Further telephone call with Allan Rutman. Follow up email to Jim Irving and Gina Young regarding US requirements for title insurer.
06-May-22	Sara-Ann Wilson	Review emails regarding Chapter 15 hearing. Discussion with Ken Kraft. Email draft letter to US counsel and title insurer.
06-May-22	Kenneth Kraft	Further emails to follow up on status of hearing for Monday and to provide drafts of materials to title insurer and Skip Straus.
09-May-22	Sara-Ann Wilson	Review emails regarding draft recognition order and review revised order. Review and revise receiver's certificate. Prepare for and attend Chapter 15 hearing. Review emails regarding Chapter 15 hearing.
09-May-22	Kenneth Kraft	Review draft receiver's certificate. Review and comment on revisions to draft recognition order and on proposed Dentons US letter to title insurer and related email exchanges. Attend US recognition hearing. Follow up emails related to request for "certified" copy of order.
10-May-22	Sara-Ann Wilson	Receipt and review of revised term sheet. Review final term sheet. Receipt and review of issued recognition order. Review emails regarding real estate counsel.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3674528

Page 4 of 6

Matter # 584164-000007

Date	Timekeeper	Description of Work
		Instructions regarding letter to title insurer and review email from Ken Kraft regarding same. Emails regarding finalizing letters to title insurer.
10-May-22	Kenneth Kraft	Follow up in regard to financing and next steps to move forward.
11-May-22	Sara-Ann Wilson	Instructions regarding sending letter to title insurer. Receipt and review of final letter from Dentons US.
11-May-22	Kenneth Kraft	Finalize letter for title insurer. Various emails. Telephone call with Allan Rutman to discuss proceeding with financing and next steps.
12-May-22	Sara-Ann Wilson	Receipt and review of receiver's certificates.
12-May-22	Kenneth Kraft	Financing follow up emails.
16-May-22	Sara-Ann Wilson	Review emails from Allan Rutman and real estate counsel. Review loan documentation. Review emails regarding service of documents.
17-May-22	Sara-Ann Wilson	Review email exchanges with receiver and real estate counsel. Review order regarding charges. Email to real estate counsel regarding receiver's certificates. Review email from Ken Kraft.
17-May-22	Kenneth Kraft	Review and consider additional questions from title insurer.
18-May-22	Kenneth Kraft	Further email exchanges on outstanding issues and questions from title insurer on documentation to complete financing.
19-May-22	Sara-Ann Wilson	Review and respond to emails regarding documentation for title insurer and notarization of documents. Review subordination agreements.
19-May-22	Ellery O'Hara	Emails with Jay Duffield and Kenneth Kraft in connection with the decision making power in connection with the property LLCs. Review the property LLC, project LP, and project GP LLC agreements.
19-May-22	Jay Duffield	Emails with Ken Kraft regarding Greg Marchant authority in connection with LLCs. Brief review of organizational chart and consider issues. Email and telephone call with Ellery O'Hara regarding issues and next steps. Further consider and follow-up email to Ellery O'Hara regarding approach.
19-May-22	Kenneth Kraft	Further email exchanges on documentation to complete financing. Telephone call with Skip Straus.
20-May-22	Sara-Ann Wilson	Review emails regarding documentation for title insurer.
20-May-22	Jay Duffield	Initial review of email from Ellery O'Hara regarding analysis of Greg Marchant authority in connection with

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3674529

Page 5 of 6

Matter # 584164-000007

Date	Timekeeper	Description of Work
		LLCs. Consider same.
24-May-22	Sara-Ann Wilson	Review and respond to emails regarding affidavit in respect of receiver's certificates. Call from Skip Strauss. Review and revise affidavit. Review email from Alan Rutman regarding closing.
24-May-22	Jay Duffield	Consider analysis and issues regarding Greg Marchant authority in connection with LLCs. Email and telephone call with Ellery O'Hara regarding same. Follow-up regarding same.
24-May-22	Kenneth Kraft	Emails related to affidavit.
25-May-22	Sara-Ann Wilson	Review and respond to email from Jay Duffield regarding Delaware LLCs and emails to and from Allan Rutman regarding same. Call with Allan Rutman regarding financing and next steps.
25-May-22	Jay Duffield	Consider and draft email regarding Greg Marchant authority in connection with LLCs. Revise and circulate same. Follow-up regarding same.
26-May-22	Kenneth Kraft	Emails.
27-May-22	Jay Duffield	Consider issues in connection with dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Follow-up regarding same.
28-May-22	Sara-Ann Wilson	Meet with notary for purposes of notarizing affidavit. Instructions regarding sending affidavit.
30-May-22	Sara-Ann Wilson	Forward sworn affidavit and instructions regarding same. Receipt and review of financial broker engagement agreement and various emails regarding same. Call with Allan Rutman. Review and revise financial broker engagement agreement and consider terms of same.
30-May-22	Sara-Ann Wilson	Forward sworn affidavit and instructions regarding same. Receipt and review of financial broker engagement agreement and various emails regarding same. Call with Allan Rutman. Review and revise financial broker engagement agreement and consider terms of same.
30-May-22	Jay Duffield	Consider issues in connection with dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Telephone call with Ellery O'Hara regarding same and next steps.
30-May-22	Kenneth Kraft	Various emails and review draft fee agreement. Conference call with Allan Rutman and Sara-Ann Wilson to discuss agreement and moving forward and to update investors.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3674530

Page 6 of 6

Matter # 584164-000007

Date	Timekeeper	Description of Work
31-May-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding broker engagement. Review correspondence to investors. Mail affidavit to Florida counsel. Continue revising broker engagement agreement. Review emails from Jay Duffield and Ken Kraft regarding corporate authority.
31-May-22	Jay Duffield	Review of analysis regarding dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Consider and draft email regarding analysis. Follow-up regarding same.
31-May-22	Kenneth Kraft	Review draft report to creditors and related email exchanges. Review proposed revisions to agreement. Review and consider analysis regarding Greg's authority to execute certain documents.

Timekeeper	Hours	Rate	Fees
Ellery O'Hara	0.9	440.00	396.00
Jay Duffield	1.0	850.00	850.00
Kenneth Kraft	2.1	1,040.00	2,184.00
Sara-Ann Wilson	4.1	785.00	3,218.50
Total	8.1		\$6,648.50

TOTAL PROFESSIONAL FEES		\$ 6,648.50
TAXABLE OTHER FEES/CHARGES		
Technology & Administration Fee	\$ 199.46	
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 199.46	
TOTAL OTHER FEES/CHARGES		199.46
TOTAL FEES AND OTHER FEES/CHARGES		\$ 6,847.96
TAXES		
HST (13.0%) on Professional Fees of \$6,648.50	\$ 864.31	
HST (13.0%) on Taxable Disbursements of \$199.46	25.93	
TOTAL TAXES		890.24
TOTAL AMOUNT DUE		\$ 7,738.20 CAD

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3688632

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
July 31, 2022	584164-000007	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".**

Professional Fees	\$ 5,061.00
Other Fees/Charges & Disbursements	15,718.53
	<hr/>
HST (13.0%) on \$20,779.53	2,701.34
	<hr/>
Total Amount Due	<u>\$ 23,480.87</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Ken Kraft

Per: _____

EA22CA41042E476...

Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".

INVOICE 3688532

Page 2 of 5

Matter # 584164-000007

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit www.dentons.com/canada-CADpay.
Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com
referencing invoice number in message. Auto-deposit
is setup on our accounts and therefore no password
required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
reference your payee account number (client ID) as 584164. Please email us at
AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

**For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.**

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Jun-22	Sara-Ann Wilson	Review and revise second report to creditors. Emails to and from Allan Rutman regarding broker engagement and consider same. Call with Allan Rutman regarding financial broker and report. Revise engagement agreement and email to Allan Rutman. Review engagement agreement and emails regarding same. Review comments on broker engagement and emails regarding same.
01-Jun-22	Kenneth Kraft	Various emails. Review draft Twisted Rock agreement and call with Allan Rutman and Sara-Ann Wilson to consider further revisions. Consider N21 agreement issues. Review draft creditor update note.
02-Jun-22	Sara-Ann Wilson	Review and respond to emails regarding project financing. Review consultant cost calculations and financial modeling. Review pre-receivership proposals and emails regarding same. Review emails regarding certified orders.
02-Jun-22	Kenneth Kraft	Further emails on financing terms and on title issues.
07-Jun-22	Sara-Ann Wilson	Review and respond to emails regarding brokers. Review email chain with Greg Marchant. Consider engagements and exclusivity clause. Revise Twisted Rock agreement and circulate.
07-Jun-22	Kenneth Kraft	Various emails.
08-Jun-22	Kenneth Kraft	Emails. Review draft report and revised agreement.
09-Jun-22	Sara-Ann Wilson	Revise and update second report to creditors and emails regarding same.
10-Jun-22	Kenneth Kraft	Review draft creditor update report and various emails.
13-Jun-22	Sara-Ann Wilson	Receipt and review of email from Allan Rutman. Review appraisals. Emails to and from Allan Rutman regarding refinancing.
13-Jun-22	Kenneth Kraft	Update on N21 broker issues and briefly review CBRE appraisal for site.
14-Jun-22	Sara-Ann Wilson	Review email and respond to emails from Allan Rutman regarding refinancing process and call with Allan Rutman regarding same.
14-Jun-22	Kenneth Kraft	Allan Rutman update on discussions with Don Lawson and consider next steps and discuss with Allan and Sara-Ann Wilson next steps.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3688534

Page 4 of 5

Matter # 584164-000007

Date	Timekeeper	Description of Work
17-Jun-22	Sara-Ann Wilson	Receipt and review of development services agreement. Review email from Michael Katzman. Email to Allan Rutman and review responding email.
17-Jun-22	Kenneth Kraft	Various emails. Review draft services agreement.
20-Jun-22	Sara-Ann Wilson	Review emails from Allan Rutman regarding development services agreement and consider same . Review development proposal and costs. Email to Allan Rutman. Review email from Michael Katzman. Call with Allan Rutman. Email to Michael Katzman and review and respond to responses. Review receivership order.
20-Jun-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps given position of Don Lawson. Exchanges related to Michael Katzman costs' request and review draft response and overall update note.
29-Jun-22	Kenneth Kraft	Allan Rutman update on discussions with Don Lawson and potential options.
05-Jul-22	Sara-Ann Wilson	Review emails from Allan Rutman and memorandum from developer.
06-Jul-22	Sara-Ann Wilson	Review emails regarding certified orders. Review and respond to email from Allan Rutman regarding development agreements. Receiver receivership order.
06-Jul-22	Kenneth Kraft	Emails around N21 agreement(s).
07-Jul-22	Sara-Ann Wilson	Review and consider email exchange between receiver and developer. Emails regarding update.
12-Jul-22	Sara-Ann Wilson	Review developer services agreement and email to Allan Rutman regarding same.
12-Jul-22	Kenneth Kraft	Review development agreement updates.
14-Jul-22	Sara-Ann Wilson	Emails regarding call. Call with Allan Rutman. Email regarding comments on Development Services Agreement.
14-Jul-22	Kenneth Kraft	Discuss with Allan Rutman and Sara-Ann Wilson development agreement revisions and next steps. Review proposed revisions to agreement.
15-Jul-22	Sara-Ann Wilson	Review and respond to email from Jim Irving regarding update in respect of Canadian proceedings and US case conference.
15-Jul-22	Kenneth Kraft	Engaged in file including emails and telephone calls.
18-Jul-22	Kenneth Kraft	Discussions with Jim Irving and Allan Rutman and email. Update discussion with Jay Duffield.
21-Jul-22	Sara-Ann Wilson	Review revised development agreement and emails regarding same.
21-Jul-22	Kenneth Kraft	Review revisions to proposed N21 development services

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3688535

Page 5 of 5

Matter # 584164-000007

Date	Timekeeper	Description of Work
		agreement and related email exchanges.
25-Jul-22	Kenneth Kraft	Review and consider material from CBRE.
28-Jul-22	Sara-Ann Wilson	Review email regarding CBRE reports. Review emails regarding inquiries from investors and email to Allan Rutman regarding same.
28-Jul-22	Kenneth Kraft	Various update emails.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.3	1,040.00	2,392.00
Sara-Ann Wilson	3.4	785.00	2,669.00
Total	5.7		\$5,061.00

TOTAL PROFESSIONAL FEES **\$ 5,061.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 151.83

TOTAL TAXABLE OTHER FEES/CHARGES **\$ 151.83**

TAXABLE DISBURSEMENTS

Dentons US LLP \$ 15,566.70

TOTAL TAXABLE DISBURSEMENTS **\$ 15,566.70**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **15,718.53**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS **\$ 20,779.53**

TAXES

HST (13.0%) on Professional Fees of \$5,061.00 \$ 657.93

HST (13.0%) on Taxable Disbursements of \$15,718.53 2,043.41

TOTAL TAXES **2,701.34**

TOTAL AMOUNT DUE **\$ 23,480.87 CAD**



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3696512

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 31, 2022	584164-000007	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Destin Limited Partnership
Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin
Property LLC".**

Professional Fees	\$ 6,105.00
Other Fees/Charges	183.15
	<hr/>
HST (13.0%) on \$6,288.15	817.46
	<hr/>
Total Amount Due	\$ <u>7,105.61</u> CAD

DENTONS CANADA LLP

Per: DocuSigned by:
Ken Kraft
Kenneth Kraft
EA22CA41042E470...

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3696537

Page 2 of 5

Matter # 584164-000007

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit www.dentons.com/canada-CADpay. Alternatively, credit card payment is accepted via telephone at 1-888-444-8859. You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and reference your payee account number (client ID) as 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3696538

Page 3 of 5

Matter # 584164-000007

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Aug-22	Sara-Ann Wilson	Review cost estimates for phase 1 development work and emails regarding same.
02-Aug-22	Kenneth Kraft	Update on Phase 1 costs and consider next steps. Related emails.
03-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Review comments from Greg Marchant on phase 1 costs. Revise second report to creditors.
03-Aug-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps in light of information from Don Lawson as to Phase I costs. Review notes from Greg Marchant on proposal.
04-Aug-22	Sara-Ann Wilson	Continue revising second report to creditors . Email report to Allan Rutman. Discuss report with Ken Kraft.
04-Aug-22	Kenneth Kraft	Review draft second report and related email exchanges.
05-Aug-22	Sara-Ann Wilson	Receipt and review of comments on Second Report to Creditors. Revise Second Report to Creditors. Emails to Allan Rutman and Jim Irving. Review revised report and emails regarding same.
05-Aug-22	Kenneth Kraft	Various emails. Review proposed revisions to draft report. Emails to Jim Irving in regard to preparing for Tuesday's US update hearing. Discussion with Allan Rutman and then prepare further revisions to draft report.
07-Aug-22	Sara-Ann Wilson	Review updated Second Report to Creditors. Review email from Jim Irving.
08-Aug-22	Sara-Ann Wilson	Review emails regarding funding and US case conference.
08-Aug-22	Kenneth Kraft	Email exchanges related to creditors' update note and on submissions for tomorrow's US Bankruptcy Court status conference.
09-Aug-22	Sara-Ann Wilson	Review update from Jim Irving regarding US case conference. Review email from Allan Rutman.
09-Aug-22	Kenneth Kraft	Prepare for and attend US Bankruptcy Court status conference and follow up telephone call with Jim Irving. Review update email. Revisions to draft creditors' update.
11-Aug-22	Kenneth Kraft	Update emails.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3696539

Page 4 of 5

Matter # 584164-000007

Date	Timekeeper	Description of Work
15-Aug-22	Sara-Ann Wilson	Review email from Allan Rutman regarding financing. Review updated Second Report.
17-Aug-22	Sara-Ann Wilson	Emails regarding Hillmount funding and consider report to creditors.
17-Aug-22	Kenneth Kraft	Update email exchanges on revised financing commitment and revisions to creditors' update note.
19-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Receipt and review of Hillmount financing terms and costs to closing.
19-Aug-22	Kenneth Kraft	Emails. Telephone call with Allan Rutman to review Hillmount proposal and to discuss moving forward.
22-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Review and consider amendments to term sheet. Review development services agreement. Discussion with Ken Kraft regarding report to creditors. Review and update report to creditors. Review comments on report and revise. Emails to and from Receiver.
22-Aug-22	Kenneth Kraft	Emails. Discussion with Sara-Ann Wilson.
23-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Revise Second Report to Creditors and circulate. Emails regarding Second Report to Creditors and email to Allan Rutman.
23-Aug-22	Kenneth Kraft	Review revised draft report to creditors. Discuss draft report with Allan Rutman and Sara-Ann Wilson. Review final draft of reporting note to clients. Various emails.
24-Aug-22	Kenneth Kraft	Review final report. Update note to Jay Duffield.
26-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding motion. Instructions regarding contacting court and emails regarding hearing dates. Review and revise amendment to term sheet. Emails to Allan Rutman.
26-Aug-22	Kenneth Kraft	Review emails.
29-Aug-22	Sara-Ann Wilson	Revise development services agreement. Revise OM proposal documentation. Emails regarding court date. Email comments to Allan Rutman. Review and respond to emails from Allan Rutman. Email to court.
29-Aug-22	Kenneth Kraft	Email exchanges on court report and support for Receiver's recommendations.
30-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Instructions regarding request form. Emails to counsel. Review emails to and from Court. Instructions to Amanda Campbell regarding motion materials. Review and revise N21 agreement and email regarding same. Review and consider Twisted Rock agreement. Emails to and from Allan Rutman.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3696540

Page 5 of 5

Matter # 584164-000007

Date	Timekeeper	Description of Work
30-Aug-22	Kenneth Kraft	Revise Twisted Rock agreement. Discuss court report outline and recommendations and finalizing development related agreements with Allan Rutman and Sara-Ann Wilson. Further discussion with Sara-Ann Wilson on court report and next steps. Follow up with Jim Irving on need for US order to approve increased funding.
31-Aug-22	Sara-Ann Wilson	Draft notice of motion and consider relief for motion. Draft first report.
31-Aug-22	Kenneth Kraft	Review revised drafts of agreements.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.2	1,050.00	2,310.00
Sara-Ann Wilson	4.6	825.00	3,795.00
Total	6.8		\$6,105.00

TOTAL PROFESSIONAL FEES \$ **6,105.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 183.15

TOTAL TAXABLE OTHER FEES/CHARGES \$ **183.15**

TOTAL OTHER FEES/CHARGES 183.15

TOTAL FEES AND OTHER FEES/CHARGES \$ **6,288.15**

TAXES

HST (13.0%) on Professional Fees of \$6,105.00 \$ 793.65

HST (13.0%) on Taxable Disbursements of \$183.15 23.81

TOTAL TAXES 817.46

TOTAL AMOUNT DUE \$ 7,105.61 CAD

THIS IS EXHIBIT "D" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 8th DAY OF SEPTEMBER, 2022.



A Commissioner for Taking Affidavits, etc.

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3653655

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2022	584164-000008	Kenneth Kraft

Zeifman Partners Inc.**Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".**

Professional Fees	\$ 7,798.00
Other Fees/Charges	233.94
	<hr/>
HST (13.0%) on \$8,031.94	1,044.15
	<hr/>
Total Amount Due	<u>\$ 9,076.09</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: _____
EA22CAM41042E476...
Kenneth Kraft

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Feb-22	Sara-Ann Wilson	Call with Ken Kraft regarding receivership order. Review and revise receivership order and email to Ken Kraft. Emails regarding comments on receivership order.
02-Feb-22	Kenneth Kraft	Initial discussions with Allan Rutman on background. Brief Sara-Ann Wilson. Start working on revisions to order. Review background material.
03-Feb-22	Sara-Ann Wilson	Review revised receivership order and further revise. Emails to and from Ken Kraft regarding receivership order. Instructions to Amanda Campbell regarding receivership order and email to Allan Rutman. Emails regarding call to discuss receivership order.
03-Feb-22	Kenneth Kraft	Engaged in meetings and working on bringing consensus to receivership application.
04-Feb-22	Sara-Ann Wilson	Review further revised receivership order. call with Ken Kraft and Allan Rutman regarding receivership order. Revise receivership order. Review and respond to email from Allan Rutman. Further revise order and emails regarding same. Call with Allan Rutman regarding draft order.
04-Feb-22	Kenneth Kraft	Reviewing revisions to draft order and related email exchange.
05-Feb-22	Kenneth Kraft	Review and respond to emails.
06-Feb-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman and Ken Kraft regarding draft receivership order. Revise draft order and email to Ken Kraft and Allan Rutman. Further comments on draft order and further revise. Email revised draft order. Email to Gary Roberts et al regarding receivership order and enclose revised draft.
06-Feb-22	Kenneth Kraft	Working on receivership order and related email exchanges.
07-Feb-22	Sara-Ann Wilson	Review emails from Gary Roberts regarding draft order. Review affidavit of Gregory Marchant. Emails regarding draft order. Review email from Allan Rutman regarding appraisals. Emails regarding service list and instructions regarding same. Emails regarding call to discuss draft order. Review emails from Arnold Zweig and Greg Marchant. Call with Allan Rutman and Arnold Zweig regarding receivership and appraisals. Draft email regarding appointment. Call with Allan Rutman. Review comments on draft order and further revise.

Date	Timekeeper	Description of Work
07-Feb-22	Kenneth Kraft	Engaged in numerous discussions, meetings, and emails related to receivership application.
08-Feb-22	Sara-Ann Wilson	Review emails from Greg Marchant and Allan Rutman. Revise receivership order and email. Review emails regarding appraisals. Various emails regarding caselines. Emails regarding call to discuss order. Various emails regarding calls. Review and consider comments on receivership order from Michael Katzman. Call with investors counsel and regarding draft order. Call with inspector and counsel regarding draft order. Revise draft order and email to receiver.
08-Feb-22	Kenneth Kraft	Working on receivership order issues and related emails and discussions.
09-Feb-22	Sara-Ann Wilson	Review comments on draft order and further revise. Review emails from counsel regarding draft order and inspector appointment. Circulate draft order. Call with counsel regarding draft order. Revise draft order. Receipt and review of comments on draft order and further revise. Emails to and from Ken Kraft and Allan Rutman on draft order. Review comments on draft order from Allan Rutman and call to discuss. Further revise order and circulate.
09-Feb-22	Kenneth Kraft	Engaged in addressing receivership issues.
10-Feb-22	Sara-Ann Wilson	Review comments on draft order from Michael Katzman and revise order. Circulate order. Call with counsel regarding order. Revise order and circulate. Emails regarding revised order and further revise. Email to court enclosing order. Instructions regarding caselines. Further emails and revisions to draft order.
10-Feb-22	Kenneth Kraft	Meeting with counsel and working to address various matters to resolve issues ahead of tomorrow's attendance and numerous related emails.
11-Feb-22	Sara-Ann Wilson	Review and respond to email from Philip Millar regarding zoom link. Review and respond to emails regarding draft order. Instructions to Amanda Campbell regarding revising order and uploading to caselines. Review email from Ken Kraft regarding revisions to order. Emails regarding caselines and instructions to Amanda Campbell regarding same. Review email to court enclosing order.
11-Feb-22	Kenneth Kraft	Final preparation for and attend receivership application hearing before Justice Conway. Follow up with Michael Katzman on revisions to Schedule C. Follow up on both having order finalized and on undertaking to resolve Caselines matter. Review endorsement and email exchanges with Registrar and Justice Conway to correct references.

Date	Timekeeper	Description of Work
14-Feb-22	Sara-Ann Wilson	Review and respond to emails regarding receivership order and revise same.
14-Feb-22	Kenneth Kraft	Addressing need to revise receivership order to address various errors and omissions and working on same and to confirm appropriate names of title holders and legal descriptions.
15-Feb-22	Rennie Ali	Receive and review email instructions from Sara Wilson. Conduct NUANs and corporate search with respect to Legacy Lifestyles Ocoee LP. Reviewing same. Various correspondence regarding the foregoing.
15-Feb-22	Sara-Ann Wilson	Review and respond to emails regarding caselines. Review and respond to emails regarding receivership order. Instructions regarding searches and review email from Rennie Ali. Revise and finalize amended order and circulate. Review and respond to emails from counsel regarding order.
15-Feb-22	Kenneth Kraft	Dealing with necessary amendments to receivership order.
16-Feb-22	Sara-Ann Wilson	Instructions regarding possible chambers appointment and review emails to and from court. Follow up emails to counsel regarding amended order and review responses.
16-Feb-22	Kenneth Kraft	Further email exchanges to obtain consent to amended receivership order.
17-Feb-22	Sara-Ann Wilson	Instructions to Amanda Campbell regarding amended order and review email regarding same.
17-Feb-22	Kenneth Kraft	Various emails. Review final version of amended order for Justice Conway.
18-Feb-22	Sara-Ann Wilson	Email to court regarding amended receivership order. Receipt of amended order and instructions regarding same.
18-Feb-22	Kenneth Kraft	Follow up with amended order to Justice Conway and related email exchanges.
22-Feb-22	Sara-Ann Wilson	Receipt and review of notice of appointment of receiver.
22-Feb-22	Kenneth Kraft	Martin Anderson email on his investment. Zeifman emails.
23-Feb-22	Sara-Ann Wilson	Review emails from the court regarding issuance of orders and instructions regarding same. Review service letter. Instructions regarding service of orders and endorsements.
23-Feb-22	Kenneth Kraft	Emails.
24-Feb-22	Sara-Ann Wilson	Review email from Ken Wootton regarding investor names.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3653546

Page 5 of 5

Matter # 584164-000008

Date	Timekeeper	Description of Work
24-Feb-22	Kenneth Kraft	Emails.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	3.7	1,040.00	3,848.00
Rennie Ali	0.1	250.00	25.00
Sara-Ann Wilson	5.0	785.00	3,925.00
Total	8.8		\$7,798.00

TOTAL PROFESSIONAL FEES \$ **7,798.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 233.94

TOTAL TAXABLE OTHER FEES/CHARGES \$ **233.94**

TOTAL OTHER FEES/CHARGES 233.94

TOTAL FEES AND OTHER FEES/CHARGES \$ **8,031.94**

TAXES

HST (13.0%) on Professional Fees of \$7,798.00 \$ 1,013.74

HST (13.0%) on Taxable Disbursements of \$233.94 30.41

TOTAL TAXES 1,044.15

TOTAL AMOUNT DUE \$ **9,076.09** CAD

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3659906

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2022	584164-000008	Kenneth Kraft

Zeifman Partners Inc.**Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".**

Professional Fees	\$ 2,436.50
Other Fees/Charges	73.10
	<hr/>
HST (13.0%) on \$2,509.60	326.25
	<hr/>
Total Amount Due	<u>\$ 2,835.85 CAD</u>

DENTONS CANADA LLP

DocuSigned by:

Per: _____
EA22CA41042E476...
Kenneth Kraft

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
your account number is 584164. Please email us at AR.Canada@dentons.com
referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in
message. Auto-deposit is setup on our accounts and therefore no password
required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Mar-22	Sara-Ann Wilson	Review emails from Ken Kraft and Allan Rutman regarding appraisals. Instructions regarding consolidation of proceedings and review memo to registrar.
09-Mar-22	Jay Duffield	Telephone call with Greg Marchant regarding background and status of re-financing. Consider issues and telephone call with Ellery O'Hara and Vivian Poon regarding next steps. Email and telephone call with Ken Kraft regarding same.
09-Mar-22	Kenneth Kraft	Discuss developments with Jay Duffield.
11-Mar-22	Kenneth Kraft	Update email exchanges with Allan Rutman.
14-Mar-22	Kenneth Kraft	Update discussion with Allan Rutman.
17-Mar-22	Kenneth Kraft	Email exchanges regarding Florida real property registration issues.
18-Mar-22	Sara-Ann Wilson	Review Hillmount term sheet. Emails regarding term sheet.
18-Mar-22	Kenneth Kraft	Reviewing draft term sheet and providing comments and related email exchanges.
21-Mar-22	Sara-Ann Wilson	Review revised term sheet and email chain regarding comments. Email to Allan Rutman regarding term sheet and review responding email. Call with Ken Kraft regarding term sheet. Calls with Allan Rutman regarding term sheet and mortgages. Emails regarding term sheet. Review emails from Allan Rutman to Florida counsel.
21-Mar-22	Kenneth Kraft	Term sheet revisions and related email exchanges. Discussion with Sara-Ann Wilson and work on term sheet language. Discussing issues with Allan Rutman and Sara-Ann Wilson. Exchanges with Allan Rutman in regard to Farley Cohen's planned meeting with Greg Marchant.
23-Mar-22	Sara-Ann Wilson	Review emails regarding realty tax arrears. Review spreadsheet of tax arrears.
23-Mar-22	Kenneth Kraft	Updates on financing and addressing property tax arrears.
28-Mar-22	Kenneth Kraft	Update email exchanges from Skip Straus and Allan Rutman.
29-Mar-22	Sara-Ann Wilson	Review emails from Florida counsel and Allan Rutman regarding mortgages.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3659540

Page 3 of 3

Matter # 584164-000008

Date	Timekeeper	Description of Work
29-Mar-22	Kenneth Kraft	Email exchanges and telephone call with Allan Rutman to discuss insurance issues.
31-Mar-22	Sara-Ann Wilson	Review emails regarding tax sales and call to discuss same.
31-Mar-22	Kenneth Kraft	Email updates on property taxes and other issues related to title insurance. Telephone call with Allan Rutman.

Timekeeper	Hours	Rate	Fees
Jay Duffield	0.2	850.00	170.00
Kenneth Kraft	1.5	1,040.00	1,560.00
Sara-Ann Wilson	0.9	785.00	706.50
Total	2.6		\$2,436.50

TOTAL PROFESSIONAL FEES \$ 2,436.50

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 73.10

TOTAL TAXABLE OTHER FEES/CHARGES \$ 73.10

TOTAL OTHER FEES/CHARGES 73.10

TOTAL FEES AND OTHER FEES/CHARGES \$ 2,509.60

TAXES

HST (13.0%) on Professional Fees of \$2,436.50 \$ 316.75

HST (13.0%) on Taxable Disbursements of \$73.10 9.50

TOTAL TAXES 326.25

TOTAL AMOUNT DUE \$ 2,835.85 CAD

大成 DENTONSDentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7Attention: Allan Rutman
Partner**INVOICE # 3667998**GST/HST # R121996078
QST # 1086862448 TQ 0001

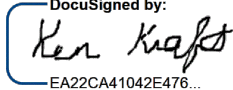
<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2022	584164-000008	Kenneth Kraft

Zeifman Partners Inc.**Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".**

Professional Fees	\$	5,579.00
Other Fees/Charges		167.37
		<hr/>
HST (13.0%) on \$5,746.37		747.03
		<hr/>
Total Amount Due	\$	<u>6,493.40</u> CAD

DENTONS CANADA LLP

DocuSigned by:



Per: _____

EA22CA41042E476...

Kenneth Kraft**Payment Options:****Cheques:**Cheques payable to Dentons Canada LLP
and mailed to the above noted address.**Internet Banking:**Accepted at most financial institutions. Your payee is Dentons Canada LLP and
your account number is 584164. Please email us at AR.Canada@dentons.com
referencing invoice number and payment amount.**Wire Transfer:**Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324**Interac e-Transfer:**e-Transfer funds to AR.Canada@dentons.com referencing invoice number in
message. Auto-deposit is setup on our accounts and therefore no password
required.**Credit Card:**

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Apr-22	Sara-Ann Wilson	Review various emails regarding chapter 15 filing.
01-Apr-22	Kenneth Kraft	Various emails. Conference call with Skip Straus, title insurers and Allan Rutman to review requirements and whether can avoid need for Ch. 15 proceeding. Telephone calls with Allan Rutman to review options. Numerous email exchanges with and telephone with Jim Irving to coordinate moving forward with Ch. 15 filing.
04-Apr-22	Sara-Ann Wilson	Review revised term sheet and emails regarding same. Call with Allan Rutman regarding term sheet. Review emails regarding chapter 15.
04-Apr-22	Kenneth Kraft	Review term sheet revisions and related email exchanges. Follow up on Ch. 15 application.
05-Apr-22	Sara-Ann Wilson	Review and revise US Chapter 15 materials. Various emails regarding Chapter 15 materials . Call with Allan Rutman. Review comments on Chapter 15 materials and consolidate. Review materials for consolidation. Review and consider organization charts and emails from Morgan Marchant regarding corporate structure. Further emails regarding Chapter 15 materials and further revise. Circulate comments on Chapter 15 materials to Dentons US. Discussion with Ken Kraft regarding US materials.
05-Apr-22	Kenneth Kraft	Reviewing drafts of Ch. 15 materials. Conference call with Allan Rutman and Sara-Ann Wilson to discuss various issues in connection with application and further discussion with Sara-Ann Wilson.
06-Apr-22	Sara-Ann Wilson	Receipt and review of dissolution of Florida companies and organizational charts. Receipt and review of final Chapter 15 materials and various emails regarding same.
06-Apr-22	Kenneth Kraft	Review revised drafts of Ch. 15 materials and various email exchanges in order to have materials finalized.
07-Apr-22	Sara-Ann Wilson	Various emails regarding Chapter 15 filings and filing fees. Review emails regarding update of filings.
07-Apr-22	Kenneth Kraft	Addressing issues related to filing of Ch. 15 proceedings. Telephone calls with Tom Maxson and Allan Rutman. Numerous emails.
08-Apr-22	Sara-Ann Wilson	Review emails regarding payment of filing fees. Review email from Gina Young regarding preliminary hearing.
08-Apr-22	Kenneth Kraft	Updates on Ch. 15 related matters.

Date	Timekeeper	Description of Work
11-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding Chapter 15 preliminary hearing and zoom link.
11-Apr-22	Kenneth Kraft	Emails.
12-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding call to discuss Chapter 15 filing.
13-Apr-22	Sara-Ann Wilson	Call with US counsel regarding preliminary Chapter 15 hearing . Attend Chapter 15 hearing via zoom. Call from James Irving regarding service list. Review service list and email to US counsel. Various emails regarding service of Chapter 15 materials. Review and respond to emails regarding call to discuss service of Chapter 15 notices.
13-Apr-22	Kenneth Kraft	Discussion to prepare for and then attend at Ch. 15 interim recognition hearing and a number of related email exchanges. Follow up on question of which creditors need to be served and on update note to Canadian creditors.
14-Apr-22	Sara-Ann Wilson	Emails regarding service list. Review emails regarding report to creditors. Review and revise report to creditors and email regarding same. Email comments to Allan Rutman. Emails regarding service of notice to creditors.
14-Apr-22	Kenneth Kraft	Emails on notice issues and update report. Review draft report and provided comments.
15-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding service of Chapter 15 materials.
15-Apr-22	Kenneth Kraft	Review draft US notice and related email exchanges on service of materials.
18-Apr-22	Sara-Ann Wilson	Emails regarding Chapter 15 order. Emails regarding update to creditors and receipt and review of same.
18-Apr-22	Kenneth Kraft	Various update emails.
24-Apr-22	Sara-Ann Wilson	Review various emails regarding US stay of proceedings and tax sales.
24-Apr-22	Kenneth Kraft	Update email exchanges on Ch. 15 matters.
27-Apr-22	Kenneth Kraft	Update exchange with Jim Irving on Ch. 15 issues.
29-Apr-22	Sara-Ann Wilson	Receipt and review of proof of claim filed in Chapter 15 and review emails regarding same. Review email chain regarding title insurance.
29-Apr-22	Kenneth Kraft	Update email exchanges with Allan Rutman on readiness to proceed with financing and on request for legal opinion and follow up with Jim Irving.
30-Apr-22	Kenneth Kraft	Jim Irving email on proposed order revisions to address concerns of title insurer.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3667588

Page 4 of 4

Matter # 584164-000008

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	3.1	1,040.00	3,224.00
Sara-Ann Wilson	3.0	785.00	2,355.00
Total	6.1		\$5,579.00

TOTAL PROFESSIONAL FEES \$ **5,579.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 167.37

TOTAL TAXABLE OTHER FEES/CHARGES \$ **167.37**

TOTAL OTHER FEES/CHARGES 167.37

TOTAL FEES AND OTHER FEES/CHARGES \$ **5,746.37**

TAXES

HST (13.0%) on Professional Fees of \$5,579.00 \$ 725.27

HST (13.0%) on Taxable Disbursements of \$167.37 21.76

TOTAL TAXES 747.03

TOTAL AMOUNT DUE \$ **6,493.40** CAD

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3674312

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
May 31, 2022	584164-000008	Kenneth Kraft

Zeifman Partners Inc.**Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".**

Professional Fees	\$	6,648.50
Other Fees/Charges		199.46
		<hr/>
HST (13.0%) on \$6,847.96		890.24
		<hr/>
Total Amount Due	\$	<u>7,738.20</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: _____
EA22CA41042E476
Kenneth Kraft

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

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Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

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Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-May-22	Sara-Ann Wilson	Review and respond to emails regarding title insurance. Review email from Gina Young regarding Chapter 15 hearing and register for same. Review US order for virtual hearing. Review emails from US real estate counsel.
02-May-22	Kenneth Kraft	Email exchanges and telephone call with Allan Rutman to clarify title insurers' requirements.
04-May-22	Kenneth Kraft	Emails to clarify requirements from title insurer. Discussion with Sara-Ann Wilson. Instructions to start drafting letters from Canada and US to title insurer regarding authority to borrow and charge the lands.
05-May-22	Sara-Ann Wilson	Review email chain regarding title insurance. Review Receivership Order. Draft letter to title insurer. Review and respond to email from Ken Kraft. Revise letter to title insurer and email to Jim Irving and Allan Rutman.
05-May-22	Kenneth Kraft	Various emails and work on draft letter for title insurer to confirm Receiver's authority. Telephone call with Skip Straus and Allan Rutman to review title insurer's requirements. Further telephone call with Allan Rutman. Follow up email to Jim Irving and Gina Young regarding US requirements for title insurer.
06-May-22	Sara-Ann Wilson	Review emails regarding Chapter 15 hearing. Discussion with Ken Kraft. Email draft letter to US counsel and title insurer.
06-May-22	Kenneth Kraft	Further emails to follow up on status of hearing for Monday and to provide drafts of materials to title insurer and Skip Straus.
09-May-22	Sara-Ann Wilson	Review emails regarding draft recognition order and review revised order. Review and revise receiver's certificate. Prepare for and attend Chapter 15 hearing. Review emails regarding Chapter 15 hearing.
09-May-22	Kenneth Kraft	Review draft receiver's certificate. Review and comment on revisions to draft recognition order and on proposed Dentons US letter to title insurer and related email exchanges. Attend US recognition hearing. Follow up emails related to request for "certified" copy of order.
10-May-22	Sara-Ann Wilson	Receipt and review of revised term sheet. Review final term sheet. Receipt and review of issued recognition order. Review emails regarding real estate counsel. Instructions regarding letter to title insurer and review email from Ken Kraft regarding same. Emails regarding

Date	Timekeeper	Description of Work
		finalizing letters to title insurer.
10-May-22	Kenneth Kraft	Follow up in regard to financing and next steps to move forward.
11-May-22	Sara-Ann Wilson	Instructions regarding sending letter to title insurer. Receipt and review of final letter from Dentons US.
11-May-22	Kenneth Kraft	Finalize letter for title insurer. Various emails. Telephone call with Allan Rutman to discuss proceeding with financing and next steps.
12-May-22	Sara-Ann Wilson	Receipt and review of receiver's certificates.
12-May-22	Kenneth Kraft	Financing follow up emails.
16-May-22	Sara-Ann Wilson	Review emails from Allan Rutman and real estate counsel. Review loan documentation. Review emails regarding service of documents.
17-May-22	Sara-Ann Wilson	Review email exchanges with receiver and real estate counsel. Review order regarding charges. Email to real estate counsel regarding receiver's certificates. Review email from Ken Kraft.
17-May-22	Kenneth Kraft	Review and consider additional questions from title insurer.
18-May-22	Kenneth Kraft	Further email exchanges on outstanding issues and questions from title insurer on documentation to complete financing.
19-May-22	Sara-Ann Wilson	Review and respond to emails regarding documentation for title insurer and notarization of documents. Review subordination agreements.
19-May-22	Jay Duffield	Emails with Ken Kraft regarding Greg Marchant authority in connection with LLCs. Brief review of organizational chart and consider issues. Email and telephone call with Ellery O'Hara regarding issues and next steps. Further consider and follow-up email to Ellery O'Hara regarding approach.
19-May-22	Kenneth Kraft	Further email exchanges on documentation to complete financing. Telephone call with Skip Straus.
20-May-22	Sara-Ann Wilson	Review emails regarding documentation for title insurer.
20-May-22	Ellery O'Hara	Review the property LLC, project LP, project GP LLC , and senior housing LLC agreements. Provide comments in connection with the decision making power at the property LLC level.
20-May-22	Jay Duffield	Initial review of email from Ellery O'Hara regarding analysis of Greg Marchant authority in connection with LLCs. Consider same.
24-May-22	Sara-Ann Wilson	Review and respond to emails regarding affidavit in respect of receiver's certificates. Call from Skip Strauss. Review and revise affidavit. Review email from Alan

Date	Timekeeper	Description of Work
		Rutman regarding closing.
24-May-22	Jay Duffield	Consider analysis and issues regarding Greg Marchant authority in connection with LLCs. Email and telephone call with Ellery O'Hara regarding same. Follow-up regarding same.
24-May-22	Kenneth Kraft	Emails related to affidavit.
25-May-22	Sara-Ann Wilson	Review and respond to email from Jay Duffield regarding Delaware LLCs and emails to and from Allan Rutman regarding same. Call with Allan Rutman regarding financing and next steps.
25-May-22	Jay Duffield	Consider and draft email regarding Greg Marchant authority in connection with LLCs. Revise and circulate same. Follow-up regarding same.
26-May-22	Kenneth Kraft	Emails.
27-May-22	Jay Duffield	Consider issues in connection with dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Follow-up regarding same.
28-May-22	Sara-Ann Wilson	Meet with notary for purposes of notarizing affidavit. Instructions regarding sending affidavit.
30-May-22	Jay Duffield	Consider issues in connection with dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Telephone call with Ellery O'Hara regarding same and next steps.
30-May-22	Kenneth Kraft	Various emails and review draft fee agreement. Conference call with Allan Rutman and Sara-Ann Wilson to discuss agreement and moving forward and to update investors.
31-May-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding broker engagement. Review correspondence to investors. Mail affidavit to Florida counsel. Continue revising broker engagement agreement. Review emails from Jay Duffield and Ken Kraft regarding corporate authority.
31-May-22	Jay Duffield	Review of analysis regarding dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Consider and draft email regarding analysis. Follow-up regarding same.
31-May-22	Kenneth Kraft	Review draft report to creditors and related email exchanges. Review proposed revisions to agreement. Review and consider analysis regarding Greg's authority to execute certain documents.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3674558

Page 5 of 5

Matter # 584164-000008

Timekeeper	Hours	Rate	Fees
Ellery O'Hara	0.9	440.00	396.00
Jay Duffield	1.0	850.00	850.00
Kenneth Kraft	2.1	1,040.00	2,184.00
Sara-Ann Wilson	4.1	785.00	3,218.50
Total	8.1		\$6,648.50

TOTAL PROFESSIONAL FEES \$ **6,648.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 199.46

TOTAL TAXABLE OTHER FEES/CHARGES \$ **199.46**

TOTAL OTHER FEES/CHARGES 199.46

TOTAL FEES AND OTHER FEES/CHARGES \$ **6,847.96**

TAXES

HST (13.0%) on Professional Fees of \$6,648.50 \$ 864.31

HST (13.0%) on Taxable Disbursements of \$199.46 25.93

TOTAL TAXES 890.24

TOTAL AMOUNT DUE \$ **7,738.20** CAD

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3688633

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
July 31, 2022	584164-000008	Kenneth Kraft

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

Professional Fees	\$	5,061.00
Other Fees/Charges & Disbursements		15,718.53
		<hr/>
HST (13.0%) on \$20,779.53		2,701.34
		<hr/>
Total Amount Due	\$	<u>23,480.87</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476...
Kenneth Kraft

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit www.dentons.com/canada-CADpay.
Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com
referencing invoice number in message. Auto-deposit
is setup on our accounts and therefore no password
required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
reference your payee account number (client ID) as 584164. Please email us at
AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Jun-22	Sara-Ann Wilson	Review and revise second report to creditors. Emails to and from Allan Rutman regarding broker engagement and consider same. Call with Allan Rutman regarding financial broker and report. Revise engagement agreement and email to Allan Rutman. Review engagement agreement and emails regarding same. Review comments on broker engagement and emails regarding same.
01-Jun-22	Kenneth Kraft	Various emails. Review draft Twisted Rock agreement and call with Allan Rutman and Sara-Ann Wilson to consider further revisions. Consider N21 agreement issues. Review draft creditor update note.
02-Jun-22	Sara-Ann Wilson	Review and respond to emails regarding project financing. Review consultant cost calculations and financial modeling. Review pre-receivership proposals and emails regarding same. Review emails regarding certified orders.
02-Jun-22	Kenneth Kraft	Further emails on financing terms and on title issues.
07-Jun-22	Sara-Ann Wilson	Review and respond to emails regarding brokers. Review email chain with Greg Marchant. Consider engagements and exclusivity clause. Revise Twisted Rock agreement and circulate.
07-Jun-22	Kenneth Kraft	Various emails.
08-Jun-22	Kenneth Kraft	Emails. Review draft report and revised agreement.
09-Jun-22	Sara-Ann Wilson	Revise and update second report to creditors and emails regarding same.
10-Jun-22	Kenneth Kraft	Review draft creditor update report and various emails.
13-Jun-22	Sara-Ann Wilson	Receipt and review of email from Allan Rutman. Review appraisals. Emails to and from Allan Rutman regarding refinancing.
13-Jun-22	Kenneth Kraft	Update on N21 broker issues and briefly review CBRE appraisal for site.
14-Jun-22	Sara-Ann Wilson	Review email and respond to emails from Allan Rutman regarding refinancing process and call with Allan Rutman regarding same.
14-Jun-22	Kenneth Kraft	Allan Rutman update on discussions with Don Lawson and consider next steps and discuss with Allan and Sara-Ann Wilson next steps.
17-Jun-22	Sara-Ann Wilson	Receipt and review of development services agreement. Review email from Michael Katzman. Email to Allan

Date	Timekeeper	Description of Work
		Rutman and review responding email.
17-Jun-22	Kenneth Kraft	Various emails. Review draft services agreement.
20-Jun-22	Sara-Ann Wilson	Review emails from Allan Rutman regarding development services agreement and consider same . Review development proposal and costs. Email to Allan Rutman. Review email from Michael Katzman. Call with Allan Rutman. Email to Michael Katzman and review and respond to responses. Review receivership order.
20-Jun-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps given position of Don Lawson. Exchanges related to Michael Katzman costs' request and review draft response and overall update note.
29-Jun-22	Kenneth Kraft	Allan Rutman update on discussions with Don Lawson and potential options.
05-Jul-22	Sara-Ann Wilson	Review emails from Allan Rutman and memorandum from developer.
06-Jul-22	Sara-Ann Wilson	Review emails regarding certified orders. Review and respond to email from Allan Rutman regarding development agreements. Receiver receivership order.
06-Jul-22	Kenneth Kraft	Emails around N21 agreement(s).
07-Jul-22	Sara-Ann Wilson	Review and consider email exchange between receiver and developer. Emails regarding update.
12-Jul-22	Sara-Ann Wilson	Review developer services agreement and email to Allan Rutman regarding same.
12-Jul-22	Kenneth Kraft	Review development agreement updates.
14-Jul-22	Sara-Ann Wilson	Emails regarding call. Call with Allan Rutman. Email regarding comments on Development Services Agreement.
14-Jul-22	Kenneth Kraft	Discuss with Allan Rutman and Sara-Ann Wilson development agreement revisions and next steps. Review proposed revisions to agreement.
15-Jul-22	Sara-Ann Wilson	Review and respond to email from Jim Irving regarding update in respect of Canadian proceedings and US case conference.
15-Jul-22	Kenneth Kraft	Engaged in file including emails and telephone calls.
18-Jul-22	Kenneth Kraft	Discussions with Jim Irving and Allan Rutman and email. Update discussion with Jay Duffield.
21-Jul-22	Sara-Ann Wilson	Review revised development agreement and emails regarding same.
21-Jul-22	Kenneth Kraft	Review revisions to proposed N21 development services agreement and related email exchanges.
25-Jul-22	Kenneth Kraft	Review and consider material from CBRE.
28-Jul-22	Sara-Ann Wilson	Review email regarding CBRE reports. Review emails regarding inquiries from investors and email to Allan

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3688562

Page 4 of 4

Matter # 584164-000008

Date	Timekeeper	Description of Work
		Rutman regarding same.
28-Jul-22	Kenneth Kraft	Various update emails.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.3	1,040.00	2,392.00
Sara-Ann Wilson	3.4	785.00	2,669.00
Total	5.7		\$5,061.00

TOTAL PROFESSIONAL FEES \$ **5,061.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 151.83

TOTAL TAXABLE OTHER FEES/CHARGES \$ **151.83**

TAXABLE DISBURSEMENTS

Dentons US LLP \$ 15,566.70

TOTAL TAXABLE DISBURSEMENTS \$ **15,566.70**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 15,718.53

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **20,779.53**

TAXES

HST (13.0%) on Professional Fees of \$5,061.00 \$ 657.93

HST (13.0%) on Taxable Disbursements of \$15,718.53 2,043.41

TOTAL TAXES 2,701.34

TOTAL AMOUNT DUE \$ **23,480.87** CAD

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3696511

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 31, 2022	584164-000008	Kenneth Kraft

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

Professional Fees	\$	6,105.00
Other Fees/Charges		183.15
		<hr/>
HST (13.0%) on \$6,288.15		817.46
		<hr/>
Total Amount Due	\$	<u>7,105.61</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476
Kenneth Kraft

Payment Options:

Cheques:

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Toronto, ON Canada M5K 0A1

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AR.Canada@dentons.com referencing invoice number and payment amount.

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Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Aug-22	Sara-Ann Wilson	Review cost estimates for phase 1 development work and emails regarding same.
02-Aug-22	Kenneth Kraft	Update on Phase 1 costs and consider next steps. Related emails.
03-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Review comments from Greg Marchant on phase 1 costs. Revise second report to creditors.
03-Aug-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps in light of information from Don Lawson as to Phase I costs. Review notes from Greg Marchant on proposal.
04-Aug-22	Sara-Ann Wilson	Continue revising second report to creditors . Email report to Allan Rutman. Discuss report with Ken Kraft.
04-Aug-22	Kenneth Kraft	Review draft second report and related email exchanges.
05-Aug-22	Sara-Ann Wilson	Receipt and review of comments on Second Report to Creditors. Revise Second Report to Creditors. Emails to Allan Rutman and Jim Irving. Review revised report and emails regarding same.
05-Aug-22	Kenneth Kraft	Various emails. Review proposed revisions to draft report. Emails to Jim Irving in regard to preparing for Tuesday's US update hearing. Discussion with Allan Rutman and then prepare further revisions to draft report.
07-Aug-22	Sara-Ann Wilson	Review updated Second Report to Creditors. Review email from Jim Irving.
08-Aug-22	Sara-Ann Wilson	Review emails regarding funding and US case conference.
08-Aug-22	Kenneth Kraft	Email exchanges related to creditors' update note and on submissions for tomorrow's US Bankruptcy Court status conference.
09-Aug-22	Sara-Ann Wilson	Review update from Jim Irving regarding US case conference. Review email from Allan Rutman.
09-Aug-22	Kenneth Kraft	Prepare for and attend US Bankruptcy Court status conference and follow up telephone call with Jim Irving. Review update email. Revisions to draft creditors' update.
11-Aug-22	Kenneth Kraft	Update emails.
15-Aug-22	Sara-Ann Wilson	Review email from Allan Rutman regarding financing.

Date	Timekeeper	Description of Work
		Review updated Second Report.
17-Aug-22	Sara-Ann Wilson	Emails regarding Hillmount funding and consider report to creditors.
17-Aug-22	Kenneth Kraft	Update email exchanges on revised financing commitment and revisions to creditors' update note.
19-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Receipt and review of Hillmount financing terms and costs to closing.
19-Aug-22	Kenneth Kraft	Emails. Telephone call with Allan Rutman to review Hillmount proposal and to discuss moving forward.
22-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Review and consider amendments to term sheet. Review development services agreement. Discussion with Ken Kraft regarding report to creditors. Review and update report to creditors. Review comments on report and revise. Emails to and from Receiver.
22-Aug-22	Kenneth Kraft	Emails. Discussion with Sara-Ann Wilson.
23-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Revise Second Report to Creditors and circulate. Emails regarding Second Report to Creditors and email to Allan Rutman.
23-Aug-22	Kenneth Kraft	Review revised draft report to creditors. Discuss draft report with Allan Rutman and Sara-Ann Wilson. Review final draft of reporting note to clients. Various emails.
24-Aug-22	Kenneth Kraft	Review final report. Update note to Jay Duffield.
26-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding motion. Instructions regarding contacting court and emails regarding hearing dates. Review and revise amendment to term sheet. Emails to Allan Rutman.
26-Aug-22	Kenneth Kraft	Review emails.
29-Aug-22	Sara-Ann Wilson	Revise development services agreement. Revise OM proposal documentation. Emails regarding court date. Email comments to Allan Rutman. Review and respond to emails from Allan Rutman. Email to court.
29-Aug-22	Kenneth Kraft	Email exchanges on court report and support for Receiver's recommendations.
30-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Instructions regarding request form. Emails to counsel. Review emails to and from Court. Instructions to Amanda Campbell regarding motion materials. Review and revise N21 agreement and email regarding same. Review and consider Twisted Rock agreement. Emails to and from Allan Rutman. Revise Twisted Rock agreement.
30-Aug-22	Kenneth Kraft	Discuss court report outline and recommendations and finalizing development related agreements with Allan

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3696566

Page 4 of 4

Matter # 584164-000008

Date	Timekeeper	Description of Work
		Rutman and Sara-Ann Wilson. Further discussion with Sara-Ann Wilson on court report and next steps. Follow up with Jim Irving on need for US order to approve increased funding.
31-Aug-22	Sara-Ann Wilson	Draft notice of motion and consider relief for motion. Draft first report.
31-Aug-22	Kenneth Kraft	Review revised drafts of agreements.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.2	1,050.00	2,310.00
Sara-Ann Wilson	4.6	825.00	3,795.00
Total	6.8		\$6,105.00

TOTAL PROFESSIONAL FEES \$ **6,105.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 183.15

TOTAL TAXABLE OTHER FEES/CHARGES \$ **183.15**

TOTAL OTHER FEES/CHARGES 183.15

TOTAL FEES AND OTHER FEES/CHARGES \$ **6,288.15**

TAXES

HST (13.0%) on Professional Fees of \$6,105.00 \$ 793.65

HST (13.0%) on Taxable Disbursements of \$183.15 23.81

TOTAL TAXES 817.46

TOTAL AMOUNT DUE \$ 7,105.61 CAD

THIS IS EXHIBIT "E" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 8th DAY OF SEPTEMBER, 2022.



A Commissioner for Taking Affidavits, etc.



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3653658

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2022	584164-000009	Kenneth Kraft

Zeifman Partners Inc.
Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

Professional Fees	\$ 7,798.00
Other Fees/Charges	233.94
	<hr/>
HST (13.0%) on \$8,031.94	1,044.15
	<hr/>
Total Amount Due	<u>\$ 9,076.09</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3653569

Page 2 of 6

Matter # 584164-000009

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3653570

Page 3 of 6

Matter # 584164-000009

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Feb-22	Sara-Ann Wilson	Call with Ken Kraft regarding receivership order. Review and revise receivership order and email to Ken Kraft. Emails regarding comments on receivership order.
02-Feb-22	Kenneth Kraft	Initial discussions with Allan Rutman on background. Brief Sara-Ann Wilson. Start working on revisions to order. Review background material.
03-Feb-22	Sara-Ann Wilson	Review revised receivership order and further revise. Emails to and from Ken Kraft regarding receivership order. Instructions to Amanda Campbell regarding receivership order and email to Allan Rutman. Emails regarding call to discuss receivership order.
03-Feb-22	Kenneth Kraft	Engaged in meetings and working on bringing consensus to receivership application.
04-Feb-22	Sara-Ann Wilson	Review further revised receivership order. call with Ken Kraft and Allan Rutman regarding receivership order. Revise receivership order. Review and respond to email from Allan Rutman. Further revise order and emails regarding same. Call with Allan Rutman regarding draft order.
04-Feb-22	Kenneth Kraft	Reviewing revisions to draft order and related email exchange.
05-Feb-22	Kenneth Kraft	Review and respond to emails.
06-Feb-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman and Ken Kraft regarding draft receivership order. Revise draft order and email to Ken Kraft and Allan Rutman. Further comments on draft order and further revise. Email revised draft order. Email to Gary Roberts et al regarding receivership order and enclose revised draft.
06-Feb-22	Kenneth Kraft	Working on receivership order and related email exchanges.
07-Feb-22	Sara-Ann Wilson	Review emails from Gary Roberts regarding draft order. Review affidavit of Gregory Marchant. Emails regarding draft order. Review email from Allan Rutman regarding appraisals. Emails regarding service list and instructions regarding same. Emails regarding call to discuss draft order. Review emails from Arnold Zweig and Greg Marchant. Call with Allan Rutman and Arnold Zweig regarding receivership and appraisals. Draft email regarding appointment. Call with Allan Rutman. Review

Date	Timekeeper	Description of Work
		comments on draft order and further revise.
07-Feb-22	Kenneth Kraft	Engaged in numerous discussions, meetings, and emails related to receivership application.
08-Feb-22	Sara-Ann Wilson	Review emails from Greg Marchant and Allan Rutman. Revise receivership order and email. Review emails regarding appraisals. Various emails regarding caselines. Emails regarding call to discuss order. Various emails regarding calls. Review and consider comments on receivership order from Michael Katzman. Call with investors counsel and regarding draft order. Call with inspector and counsel regarding draft order. Revise draft order and email to receiver.
08-Feb-22	Kenneth Kraft	Working on receivership order issues and related emails and discussions.
09-Feb-22	Sara-Ann Wilson	Review comments on draft order and further revise. Review emails from counsel regarding draft order and inspector appointment. Circulate draft order. Call with counsel regarding draft order. Revise draft order. Receipt and review of comments on draft order and further revise. Emails to and from Ken Kraft and Allan Rutman on draft order. Review comments on draft order from Allan Rutman and call to discuss. Further revise order and circulate.
09-Feb-22	Kenneth Kraft	Engaged in addressing receivership issues.
10-Feb-22	Sara-Ann Wilson	Review comments on draft order from Michael Katzman and revise order. Circulate order. Call with counsel regarding order. Revise order and circulate. Emails regarding revised order and further revise. Email to court enclosing order. Instructions regarding caselines. Further emails and revisions to draft order.
10-Feb-22	Kenneth Kraft	Meeting with counsel and working to address various matters to resolve issues ahead of tomorrow's attendance and numerous related emails.
11-Feb-22	Sara-Ann Wilson	Review and respond to email from Philip Millar regarding zoom link. Review and respond to emails regarding draft order. Instructions to Amanda Campbell regarding revising order and uploading to caselines. Review email from Ken Kraft regarding revisions to order. Emails regarding caselines and instructions to Amanda Campbell regarding same. Review email to court enclosing order.
11-Feb-22	Kenneth Kraft	Final preparation for and attend receivership application hearing before Justice Conway. Follow up with Michael Katzman on revisions to Schedule C. Follow up on both having order finalized and on

Date	Timekeeper	Description of Work
		undertaking to resolve Caselines matter. Review endorsement and email exchanges with Registrar and Justice Conway to correct references.
14-Feb-22	Sara-Ann Wilson	Review and respond to emails regarding receivership order and revise same.
14-Feb-22	Kenneth Kraft	Addressing need to revise receivership order to address various errors and omissions and working on same and to confirm appropriate names of title holders and legal descriptions.
15-Feb-22	Rennie Ali	Receive and review email instructions from Sara Wilson. Conduct NUANs and corporate search with respect to Legacy Lifestyles Trailwinds LP. Reviewing same. Various correspondence regarding the foregoing.
15-Feb-22	Sara-Ann Wilson	Review and respond to emails regarding caselines. Review and respond to emails regarding receivership order. Instructions regarding searches and review email from Rennie Ali. Revise and finalize amended order and circulate. Review and respond to emails from counsel regarding order.
15-Feb-22	Kenneth Kraft	Dealing with necessary amendments to receivership order.
16-Feb-22	Sara-Ann Wilson	Instructions regarding possible chambers appointment and review emails to and from court. Follow up emails to counsel regarding amended order and review responses.
16-Feb-22	Kenneth Kraft	Further email exchanges to obtain consent to amended receivership order.
17-Feb-22	Sara-Ann Wilson	Instructions to Amanda Campbell regarding amended order and review email regarding same.
17-Feb-22	Kenneth Kraft	Various emails. Review final version of amended order for Justice Conway.
18-Feb-22	Sara-Ann Wilson	Email to court regarding amended receivership order. Receipt of amended order and instructions regarding same.
18-Feb-22	Kenneth Kraft	Follow up with amended order to Justice Conway and related email exchanges.
22-Feb-22	Sara-Ann Wilson	Receipt and review of notice of appointment of receiver. Review email from investor.
22-Feb-22	Kenneth Kraft	Email notices.
23-Feb-22	Sara-Ann Wilson	Review emails from the court regarding issuance of orders and instructions regarding same. Review service letter. Instructions regarding service of orders and endorsements.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3653578

Page 6 of 6

Matter # 584164-000009

Date	Timekeeper	Description of Work
23-Feb-22	Kenneth Kraft	Emails.
24-Feb-22	Sara-Ann Wilson	Review email from Ken Wootton regarding investor names.
24-Feb-22	Kenneth Kraft	Emails.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.1	1,029.70	102.97
Kenneth Kraft	0.3	1,029.67	308.90
Kenneth Kraft	0.6	1,029.65	617.79
Kenneth Kraft	0.5	1,029.64	514.82
Kenneth Kraft	1.4	1,029.63	1,441.48
Kenneth Kraft	0.8	1,029.60	823.68
Rennie Ali	0.1	247.50	24.75
Sara-Ann Wilson	0.8	777.20	621.76
Sara-Ann Wilson	3.6	777.18	2,797.84
Sara-Ann Wilson	0.3	777.17	233.15
Sara-Ann Wilson	0.4	777.15	310.86
Total	8.9		\$7,798.00

TOTAL PROFESSIONAL FEES \$ **7,798.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 233.94

TOTAL TAXABLE OTHER FEES/CHARGES \$ **233.94**

TOTAL OTHER FEES/CHARGES 233.94

TOTAL FEES AND OTHER FEES/CHARGES \$ **8,031.94**

TAXES

HST (13.0%) on Professional Fees of \$7,798.00 \$ 1,013.74

HST (13.0%) on Taxable Disbursements of \$233.94 30.41

TOTAL TAXES 1,044.15

TOTAL AMOUNT DUE \$ **9,076.09** CAD

大成 DENTONSDentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7Attention: Allan Rutman
Partner**INVOICE # 3659907**GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2022	584164-000009	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Trailwinds Limited
 Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy
 Lifestyle Trailwinds Property LLC".**

Professional Fees	\$ 2,436.50
Other Fees/Charges	73.10

HST (13.0%) on \$2,509.60	326.25

Total Amount Due	\$ 2,835.85 CAD

DENTONS CANADA LLP

DocuSigned by:

 Per: _____
 Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3659375

Page 2 of 4

Matter # 584164-000009

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3659376

Page 3 of 4

Matter # 584164-000009

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Mar-22	Sara-Ann Wilson	Review emails from Ken Kraft and Allan Rutman regarding appraisals. Instructions regarding consolidation of proceedings and review memo to registrar.
09-Mar-22	Jay Duffield	Telephone call with Greg Marchant regarding background and status of re-financing. Consider issues and telephone call with Ellery O'Hara and Vivian Poon regarding next steps. Email and telephone call with Ken Kraft regarding same.
09-Mar-22	Kenneth Kraft	Discuss developments with Jay Duffield.
11-Mar-22	Kenneth Kraft	Update email exchanges with Allan Rutman.
14-Mar-22	Kenneth Kraft	Update discussion with Allan Rutman.
17-Mar-22	Kenneth Kraft	Email exchanges regarding Florida real property registration issues.
18-Mar-22	Sara-Ann Wilson	Review Hillmount term sheet. Emails regarding term sheet.
18-Mar-22	Kenneth Kraft	Reviewing draft term sheet and providing comments and related email exchanges.
21-Mar-22	Sara-Ann Wilson	Review revised term sheet and email chain regarding comments. Email to Allan Rutman regarding term sheet and review responding email. Call with Ken Kraft regarding term sheet. Calls with Allan Rutman regarding term sheet and mortgages. Emails regarding term sheet. Review emails from Allan Rutman to Florida counsel.
21-Mar-22	Kenneth Kraft	Term sheet revisions and related email exchanges. Discussion with Sara-Ann Wilson and work on term sheet language. Discussing issues with Allan Rutman and Sara-Ann Wilson. Exchanges with Allan Rutman in regard to Farley Cohen's planned meeting with Greg Marchant.
23-Mar-22	Sara-Ann Wilson	Review emails regarding realty tax arrears. Review spreadsheet of tax arrears.
23-Mar-22	Kenneth Kraft	Updates on financing and addressing property tax arrears.
28-Mar-22	Kenneth Kraft	Update email exchanges from Skip Straus and Allan Rutman.
29-Mar-22	Sara-Ann Wilson	Review emails from Florida counsel and Allan Rutman

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3659377

Page 4 of 4

Matter # 584164-000009

Date	Timekeeper	Description of Work
		regarding mortgages.
29-Mar-22	Kenneth Kraft	Email exchanges and telephone call with Allan Rutman to discuss insurance issues.
31-Mar-22	Sara-Ann Wilson	Review emails regarding tax sales and call to discuss same.
31-Mar-22	Kenneth Kraft	Email updates on property taxes and other issues related to title insurance. Telephone call with Allan Rutman.

Timekeeper	Hours	Rate	Fees
Jay Duffield	0.2	850.00	170.00
Kenneth Kraft	1.5	1,040.00	1,560.00
Sara-Ann Wilson	0.9	785.00	706.50
Total	2.6		\$2,436.50

TOTAL PROFESSIONAL FEES \$ **2,436.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 73.10

TOTAL TAXABLE OTHER FEES/CHARGES \$ **73.10**

TOTAL OTHER FEES/CHARGES 73.10

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,509.60**

TAXES

HST (13.0%) on Professional Fees of \$2,436.50 \$ 316.75

HST (13.0%) on Taxable Disbursements of \$73.10 9.50

TOTAL TAXES 326.25

TOTAL AMOUNT DUE \$ **2,835.85** CAD



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3667999

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2022	584164-000009	Kenneth Kraft

Zeifman Partners Inc.
Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

Professional Fees	\$ 5,579.00
Other Fees/Charges	167.37
	<hr/>
HST (13.0%) on \$5,746.37	747.03
	<hr/>
Total Amount Due	\$ <u>6,493.40</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3667379

Page 2 of 5

Matter # 584164-000009

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3667380

Page 3 of 5

Matter # 584164-000009

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Apr-22	Sara-Ann Wilson	Review various emails regarding chapter 15 filing.
01-Apr-22	Kenneth Kraft	Various emails. Conference call with Skip Straus, title insurers and Allan Rutman to review requirements and whether can avoid need for Ch. 15 proceeding. Telephone calls with Allan Rutman to review options. Numerous email exchanges with and telephone with Jim Irving to coordinate moving forward with Ch. 15 filing.
04-Apr-22	Sara-Ann Wilson	Review revised term sheet and emails regarding same. Call with Allan Rutman regarding term sheet. Review emails regarding chapter 15.
04-Apr-22	Kenneth Kraft	Review term sheet revisions and related email exchanges. Follow up on Ch. 15 application.
05-Apr-22	Sara-Ann Wilson	Review and revise US Chapter 15 materials. Various emails regarding Chapter 15 materials . Call with Allan Rutman. Review comments on Chapter 15 materials and consolidate. Review materials for consolidation. Review and consider organization charts and emails from Morgan Marchant regarding corporate structure. Further emails regarding Chapter 15 materials and further revise. Circulate comments on Chapter 15 materials to Dentons US. Discussion with Ken Kraft regarding US materials.
05-Apr-22	Kenneth Kraft	Reviewing drafts of Ch. 15 materials. Conference call with Allan Rutman and Sara-Ann Wilson to discuss various issues in connection with application and further discussion with Sara-Ann Wilson.
06-Apr-22	Sara-Ann Wilson	Receipt and review of dissolution of Florida companies and organizational charts. Receipt and review of final Chapter 15 materials and various emails regarding same.
06-Apr-22	Kenneth Kraft	Review revised drafts of Ch. 15 materials and various email exchanges in order to have materials finalized.
07-Apr-22	Sara-Ann Wilson	Various emails regarding Chapter 15 filings and filing fees. Review emails regarding update of filings.
07-Apr-22	Kenneth Kraft	Addressing issues related to filing of Ch. 15 proceedings. Telephone calls with Tom Maxson and Allan Rutman. Numerous emails.
08-Apr-22	Sara-Ann Wilson	Review emails regarding payment of filing fees. Review

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 36673891

Page 4 of 5

Matter # 584164-000009

Date	Timekeeper	Description of Work
08-Apr-22	Kenneth Kraft	email from Gina Young regarding preliminary hearing.
11-Apr-22	Sara-Ann Wilson	Updates on Ch. 15 related matters.
11-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding Chapter 15 preliminary hearing and zoom link.
11-Apr-22	Kenneth Kraft	Emails.
12-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding call to discuss Chapter 15 filing.
13-Apr-22	Sara-Ann Wilson	Call with US counsel regarding preliminary Chapter 15 hearing . Attend Chapter 15 hearing via zoom. Call from James Irving regarding service list. Review service list and email to US counsel. Various emails regarding service of Chapter 15 materials. Review and respond to emails regarding call to discuss service of Chapter 15 notices.
13-Apr-22	Kenneth Kraft	Discussion to prepare for and then attend at Ch. 15 interim recognition hearing and a number of related email exchanges. Follow up on question of which creditors need to be served and on update note to Canadian creditors.
14-Apr-22	Sara-Ann Wilson	Emails regarding service list. Review emails regarding report to creditors. Review and revise report to creditors and email regarding same. Email comments to Allan Rutman. Emails regarding service of notice to creditors.
14-Apr-22	Kenneth Kraft	Emails on notice issues and update report. Review draft report and provided comments.
15-Apr-22	Sara-Ann Wilson	Review and respond to emails regarding service of Chapter 15 materials.
15-Apr-22	Kenneth Kraft	Review draft US notice and related email exchanges on service of materials.
18-Apr-22	Sara-Ann Wilson	Emails regarding Chapter 15 order. Emails regarding update to creditors and receipt and review of same.
18-Apr-22	Kenneth Kraft	Various update emails.
24-Apr-22	Sara-Ann Wilson	Review various emails regarding US stay of proceedings and tax sales.
24-Apr-22	Kenneth Kraft	Update email exchanges on Ch. 15 matters.
27-Apr-22	Kenneth Kraft	Update exchange with Jim Irving on Ch. 15 issues.
29-Apr-22	Sara-Ann Wilson	Receipt and review of proof of claim filed in Chapter 15 and review emails regarding same. Review email chain regarding title insurance.
29-Apr-22	Kenneth Kraft	Update email exchanges with Allan Rutman on readiness to proceed with financing and on request for

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3667382

Page 5 of 5

Matter # 584164-000009

Date	Timekeeper	Description of Work
30-Apr-22	Kenneth Kraft	legal opinion and follow up with Jim Irving. Jim Irving email on proposed order revisions to address concerns of title insurer.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	3.1	1,040.00	3,224.00
Sara-Ann Wilson	3.0	785.00	2,355.00
Total	6.1		\$5,579.00

TOTAL PROFESSIONAL FEES \$ **5,579.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 167.37

TOTAL TAXABLE OTHER FEES/CHARGES \$ **167.37**

TOTAL OTHER FEES/CHARGES 167.37

TOTAL FEES AND OTHER FEES/CHARGES \$ **5,746.37**

TAXES

HST (13.0%) on Professional Fees of \$5,579.00 \$ 725.27

HST (13.0%) on Taxable Disbursements of \$167.37 21.76

TOTAL TAXES 747.03

TOTAL AMOUNT DUE \$ **6,493.40** CAD



Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3674313

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
May 31, 2022	584164-000009	Kenneth Kraft

**Zeifman Partners Inc.
Re: "Receivership of Legacy Lifestyle Trailwinds Limited
Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy
Lifestyle Trailwinds Property LLC".**

Professional Fees	\$ 6,648.50
Other Fees/Charges	199.46
	<hr/>
HST (13.0%) on \$6,847.96	890.24
	<hr/>
Total Amount Due	<u>\$ 7,738.20</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3674584

Page 2 of 6

Matter # 584164-000009

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP and mailed to the above noted address.

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account : 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3674585

Page 3 of 6

Matter # 584164-000009

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-May-22	Sara-Ann Wilson	Review and respond to emails regarding title insurance. Review email from Gina Young regarding Chapter 15 hearing and register for same. Review US order for virtual hearing. Review emails from US real estate counsel.
02-May-22	Kenneth Kraft	Email exchanges and telephone call with Allan Rutman to clarify title insurers' requirements.
04-May-22	Kenneth Kraft	Emails to clarify requirements from title insurer. Discussion with Sara-Ann Wilson. Instructions to start drafting letters from Canada and US to title insurer regarding authority to borrow and charge the lands.
05-May-22	Sara-Ann Wilson	Review email chain regarding title insurance. Review Receivership Order. Draft letter to title insurer. Review and respond to email from Ken Kraft. Revise letter to title insurer and email to Jim Irving and Allan Rutman.
05-May-22	Kenneth Kraft	Various emails and work on draft letter for title insurer to confirm Receiver's authority. Telephone call with Skip Straus and Allan Rutman to review title insurer's requirements. Further telephone call with Allan Rutman. Follow up email to Jim Irving and Gina Young regarding US requirements for title insurer.
06-May-22	Sara-Ann Wilson	Review emails regarding Chapter 15 hearing. Discussion with Ken Kraft. Email draft letter to US counsel and title insurer.
06-May-22	Kenneth Kraft	Further emails to follow up on status of hearing for Monday and to provide drafts of materials to title insurer and Skip Straus.
09-May-22	Sara-Ann Wilson	Review emails regarding draft recognition order and review revised order. Review and revise receiver's certificate. Prepare for and attend Chapter 15 hearing. Review emails regarding Chapter 15 hearing.
09-May-22	Kenneth Kraft	Review draft receiver's certificate. Review and comment on revisions to draft recognition order and on proposed Dentons US letter to title insurer and related email exchanges. Attend US recognition hearing. Follow up emails related to request for "certified" copy of order.
10-May-22	Sara-Ann Wilson	Receipt and review of revised term sheet. Review final term sheet. Receipt and review of issued recognition order. Review emails regarding real estate counsel.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3674586

Page 4 of 6

Matter # 584164-000009

Date	Timekeeper	Description of Work
		Instructions regarding letter to title insurer and review email from Ken Kraft regarding same. Emails regarding finalizing letters to title insurer.
10-May-22	Kenneth Kraft	Follow up in regard to financing and next steps to move forward.
11-May-22	Sara-Ann Wilson	Instructions regarding sending letter to title insurer. Receipt and review of final letter from Dentons US.
11-May-22	Kenneth Kraft	Finalize letter for title insurer. Various emails. Telephone call with Allan Rutman to discuss proceeding with financing and next steps.
12-May-22	Sara-Ann Wilson	Receipt and review of receiver's certificates.
12-May-22	Kenneth Kraft	Financing follow up emails.
16-May-22	Sara-Ann Wilson	Review emails from Allan Rutman and real estate counsel. Review loan documentation. Review emails regarding service of documents.
17-May-22	Sara-Ann Wilson	Review email exchanges with receiver and real estate counsel. Review order regarding charges. Email to real estate counsel regarding receiver's certificates. Review email from Ken Kraft.
17-May-22	Kenneth Kraft	Review and consider additional questions from title insurer.
18-May-22	Kenneth Kraft	Further email exchanges on outstanding issues and questions from title insurer on documentation to complete financing.
19-May-22	Sara-Ann Wilson	Review and respond to emails regarding documentation for title insurer and notarization of documents. Review subordination agreements.
19-May-22	Jay Duffield	Emails with Ken Kraft regarding Greg Marchant authority in connection with LLCs. Brief review of organizational chart and consider issues. Email and telephone call with Ellery O'Hara regarding issues and next steps. Further consider and follow-up email to Ellery O'Hara regarding approach.
19-May-22	Kenneth Kraft	Further email exchanges on documentation to complete financing. Telephone call with Skip Straus.
20-May-22	Sara-Ann Wilson	Review emails regarding documentation for title insurer.
20-May-22	Ellery O'Hara	Emails with Jay Duffield in connection with the decision making power in connection with the property LLCs. Review the property LLC, project LP, project GP LLC, and senior housing LLC agreements.
20-May-22	Jay Duffield	Initial review of email from Ellery O'Hara regarding analysis of Greg Marchant authority in connection with

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3674587

Page 5 of 6

Matter # 584164-000009

Date	Timekeeper	Description of Work
		LLCs. Consider same.
24-May-22	Sara-Ann Wilson	Review and respond to emails regarding affidavit in respect of receiver's certificates. Call from Skip Strauss. Review and revise affidavit. Review email from Alan Rutman regarding closing.
24-May-22	Jay Duffield	Consider analysis and issues regarding Greg Marchant authority in connection with LLCs. Email and telephone call with Ellery O'Hara regarding same. Follow-up regarding same.
24-May-22	Kenneth Kraft	Emails related to affidavit.
25-May-22	Sara-Ann Wilson	Review and respond to email from Jay Duffield regarding Delaware LLCs and emails to and from Allan Rutman regarding same. Call with Allan Rutman regarding financing and next steps.
25-May-22	Jay Duffield	Consider and draft email regarding Greg Marchant authority in connection with LLCs. Revise and circulate same. Follow-up regarding same.
26-May-22	Kenneth Kraft	Emails.
27-May-22	Jay Duffield	Consider issues in connection with dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Follow-up regarding same.
28-May-22	Sara-Ann Wilson	Meet with notary for purposes of notarizing affidavit. Instructions regarding sending affidavit.
30-May-22	Sara-Ann Wilson	Forward sworn affidavit and instructions regarding same. Receipt and review of financial broker engagement agreement and various emails regarding same. Call with Allan Rutman. Review and revise financial broker engagement agreement and consider terms of same.
30-May-22	Jay Duffield	Consider issues in connection with dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Telephone call with Ellery O'Hara regarding same and next steps.
30-May-22	Kenneth Kraft	Various emails and review draft fee agreement. Conference call with Allan Rutman and Sara-Ann Wilson to discuss agreement and moving forward and to update investors.
31-May-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding broker engagement. Review correspondence to investors. Mail affidavit to Florida counsel. Continue revising broker engagement agreement. Review emails from Jay Duffield and Ken Kraft regarding corporate authority.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3674588

Page 6 of 6

Matter # 584164-000009

Date	Timekeeper	Description of Work
31-May-22	Jay Duffield	Review of analysis regarding dissolution of LV and BV entities and implications for Greg Marchant's authority over LLCs. Consider and draft email regarding analysis. Follow-up regarding same.
31-May-22	Kenneth Kraft	Review draft report to creditors and related email exchanges. Review proposed revisions to agreement. Review and consider analysis regarding Greg's authority to execute certain documents.

Timekeeper	Hours	Rate	Fees
Ellery O'Hara	0.9	440.00	396.00
Jay Duffield	1.0	850.00	850.00
Kenneth Kraft	2.1	1,040.00	2,184.00
Sara-Ann Wilson	4.1	785.00	3,218.50
Total	8.1		\$6,648.50

TOTAL PROFESSIONAL FEES \$ **6,648.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 199.46

TOTAL TAXABLE OTHER FEES/CHARGES \$ **199.46**

TOTAL OTHER FEES/CHARGES 199.46

TOTAL FEES AND OTHER FEES/CHARGES \$ **6,847.96**

TAXES

HST (13.0%) on Professional Fees of \$6,648.50 \$ 864.31

HST (13.0%) on Taxable Disbursements of \$199.46 25.93

TOTAL TAXES 890.24

TOTAL AMOUNT DUE \$ **7,738.20** CAD

589

大成 DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3688634

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
July 31, 2022	584164-000009	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Trailwinds Limited
Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy
Lifestyle Trailwinds Property LLC".**

Professional Fees	\$ 5,061.00
Other Fees/Charges & Disbursements	15,718.53
	<hr/>
HST (13.0%) on \$20,779.53	2,701.34
	<hr/>
Total Amount Due	<u>\$ 23,480.87 CAD</u>

DENTONS CANADA LLP

DocuSigned by:

Per: _____
EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3688590

Page 2 of 5

Matter # 584164-000009

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Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
01-Jun-22	Sara-Ann Wilson	Review and revise second report to creditors. Emails to and from Allan Rutman regarding broker engagement and consider same. Call with Allan Rutman regarding financial broker and report. Revise engagement agreement and email to Allan Rutman. Review engagement agreement and emails regarding same. Review comments on broker engagement and emails regarding same.
01-Jun-22	Kenneth Kraft	Various emails. Review draft Twisted Rock agreement and call with Allan Rutman and Sara-Ann Wilson to consider further revisions. Consider N21 agreement issues. Review draft creditor update note.
02-Jun-22	Sara-Ann Wilson	Review and respond to emails regarding project financing. Review consultant cost calculations and financial modeling. Review pre-receivership proposals and emails regarding same. Review emails regarding certified orders.
02-Jun-22	Kenneth Kraft	Further emails on financing terms and on title issues.
07-Jun-22	Sara-Ann Wilson	Review and respond to emails regarding brokers. Review email chain with Greg Marchant. Consider engagements and exclusivity clause. Revise Twisted Rock agreement and circulate.
07-Jun-22	Kenneth Kraft	Various emails.
08-Jun-22	Kenneth Kraft	Emails. Review draft report and revised agreement.
09-Jun-22	Sara-Ann Wilson	Revise and update second report to creditors and emails regarding same.
10-Jun-22	Kenneth Kraft	Review draft creditor update report and various emails.
13-Jun-22	Sara-Ann Wilson	Receipt and review of email from Allan Rutman. Review appraisals. Emails to and from Allan Rutman regarding refinancing.
13-Jun-22	Kenneth Kraft	Update on N21 broker issues and briefly review CBRE appraisal for site.
14-Jun-22	Sara-Ann Wilson	Review email and respond to emails from Allan Rutman regarding refinancing process and call with Allan Rutman regarding same.
14-Jun-22	Kenneth Kraft	Allan Rutman update on discussions with Don Lawson and consider next steps and discuss with Allan and Sara-Ann Wilson next steps.

Date	Timekeeper	Description of Work
17-Jun-22	Sara-Ann Wilson	Receipt and review of development services agreement. Review email from Michael Katzman. Email to Allan Rutman and review responding email.
17-Jun-22	Kenneth Kraft	Various emails. Review draft services agreement.
20-Jun-22	Sara-Ann Wilson	Review emails from Allan Rutman regarding development services agreement and consider same. Review development proposal and costs. Email to Allan Rutman. Review email from Michael Katzman. Call with Allan Rutman. Email to Michael Katzman and review and respond to responses. Review receivership order.
20-Jun-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps given position of Don Lawson. Exchanges related to Michael Katzman costs' request and review draft response and overall update note.
29-Jun-22	Kenneth Kraft	Allan Rutman update on discussions with Don Lawson and potential options.
05-Jul-22	Sara-Ann Wilson	Review emails from Allan Rutman and memorandum from developer.
06-Jul-22	Sara-Ann Wilson	Review emails regarding certified orders. Review and respond to email from Allan Rutman regarding development agreements. Receiver receivership order.
06-Jul-22	Kenneth Kraft	Emails around N21 agreement(s).
07-Jul-22	Sara-Ann Wilson	Review and consider email exchange between receiver and developer. Emails regarding update.
12-Jul-22	Sara-Ann Wilson	Review developer services agreement and email to Allan Rutman regarding same.
12-Jul-22	Kenneth Kraft	Review development agreement updates.
14-Jul-22	Sara-Ann Wilson	Emails regarding call. Call with Allan Rutman. Email regarding comments on Development Services Agreement.
14-Jul-22	Kenneth Kraft	Discuss with Allan Rutman and Sara-Ann Wilson development agreement revisions and next steps. Review proposed revisions to agreement.
15-Jul-22	Sara-Ann Wilson	Review and respond to email from Jim Irving regarding update in respect of Canadian proceedings and US case conference.
15-Jul-22	Kenneth Kraft	Engaged in file including emails and telephone calls.
18-Jul-22	Kenneth Kraft	Discussions with Jim Irving and Allan Rutman and email. Update discussion with Jay Duffield.
21-Jul-22	Sara-Ann Wilson	Review revised development agreement and emails regarding same.
21-Jul-22	Kenneth Kraft	Review revisions to proposed N21 development services

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Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3688598

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Matter # 584164-000009

Date	Timekeeper	Description of Work
		agreement and related email exchanges.
25-Jul-22	Kenneth Kraft	Review and consider material from CBRE.
28-Jul-22	Sara-Ann Wilson	Review email regarding CBRE reports. Review emails regarding inquiries from investors and email to Allan Rutman regarding same.
28-Jul-22	Kenneth Kraft	Various update emails.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.3	1,040.00	2,392.00
Sara-Ann Wilson	3.4	785.00	2,669.00
Total	5.7		\$5,061.00

TOTAL PROFESSIONAL FEES \$ **5,061.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 151.83

TOTAL TAXABLE OTHER FEES/CHARGES \$ **151.83**

TAXABLE DISBURSEMENTS

Dentons US LLP \$ 15,566.70

TOTAL TAXABLE DISBURSEMENTS \$ **15,566.70**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 15,718.53

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **20,779.53**

TAXES

HST (13.0%) on Professional Fees of \$5,061.00 \$ 657.93

HST (13.0%) on Taxable Disbursements of \$15,718.53 2,043.41

TOTAL TAXES 2,701.34

TOTAL AMOUNT DUE \$ **23,480.87** CAD


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Dentons Canada LLP
 77 King Street West, Suite 400
 Toronto-Dominion Centre
 Toronto, ON, Canada M5K 0A1

T 416 863 4511
 F 416 863 4592

dentons.com

Zeifman Partners Inc.
 201 Bridgeland Avenue
 Toronto ON M6A 1Y7

Attention: Allan Rutman
 Partner

INVOICE # 3696510

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 31, 2022	584164-000009	Kenneth Kraft

Zeifman Partners Inc.
**Re: "Receivership of Legacy Lifestyle Trailwinds Limited
 Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy
 Lifestyle Trailwinds Property LLC".**

Professional Fees	\$ 6,105.00
Other Fees/Charges	183.15
	<hr/>
HST (13.0%) on \$6,288.15	817.46
	<hr/>
Total Amount Due	<u>\$ 7,105.61</u> CAD

DENTONS CANADA LLP

DocuSigned by:

 Per: EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3696595

Page 2 of 5

Matter # 584164-000009

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Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

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Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3696596

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Matter # 584164-000009

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	Timekeeper	Description of Work
02-Aug-22	Sara-Ann Wilson	Review cost estimates for phase 1 development work and emails regarding same.
02-Aug-22	Kenneth Kraft	Update on Phase 1 costs and consider next steps. Related emails.
03-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Review comments from Greg Marchant on phase 1 costs. Revise second report to creditors.
03-Aug-22	Kenneth Kraft	Discussion with Allan Rutman and Sara-Ann Wilson on next steps in light of information from Don Lawson as to Phase I costs. Review notes from Greg Marchant on proposal.
04-Aug-22	Sara-Ann Wilson	Continue revising second report to creditors . Email report to Allan Rutman. Discuss report with Ken Kraft.
04-Aug-22	Kenneth Kraft	Review draft second report and related email exchanges.
05-Aug-22	Sara-Ann Wilson	Receipt and review of comments on Second Report to Creditors. Revise Second Report to Creditors. Emails to Allan Rutman and Jim Irving. Review revised report and emails regarding same.
05-Aug-22	Kenneth Kraft	Various emails. Review proposed revisions to draft report. Emails to Jim Irving in regard to preparing for Tuesday's US update hearing. Discussion with Allan Rutman and then prepare further revisions to draft report.
07-Aug-22	Sara-Ann Wilson	Review updated Second Report to Creditors. Review email from Jim Irving.
08-Aug-22	Sara-Ann Wilson	Review emails regarding funding and US case conference.
08-Aug-22	Kenneth Kraft	Email exchanges related to creditors' update note and on submissions for tomorrow's US Bankruptcy Court status conference.
09-Aug-22	Sara-Ann Wilson	Review update from Jim Irving regarding US case conference. Review email from Allan Rutman.
09-Aug-22	Kenneth Kraft	Prepare for and attend US Bankruptcy Court status conference and follow up telephone call with Jim Irving. Review update email. Revisions to draft creditors' update.
11-Aug-22	Kenneth Kraft	Update emails.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

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Matter # 584164-000009

Date	Timekeeper	Description of Work
15-Aug-22	Sara-Ann Wilson	Review email from Allan Rutman regarding financing. Review updated Second Report.
17-Aug-22	Sara-Ann Wilson	Emails regarding Hillmount funding and consider report to creditors.
17-Aug-22	Kenneth Kraft	Update email exchanges on revised financing commitment and revisions to creditors' update note.
19-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Receipt and review of Hillmount financing terms and costs to closing.
19-Aug-22	Kenneth Kraft	Emails. Telephone call with Allan Rutman to review Hillmount proposal and to discuss moving forward.
22-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman. Review and consider amendments to term sheet. Review development services agreement. Discussion with Ken Kraft regarding report to creditors. Review and update report to creditors. Review comments on report and revise. Emails to and from Receiver.
22-Aug-22	Kenneth Kraft	Emails. Discussion with Sara-Ann Wilson.
23-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Revise Second Report to Creditors and circulate. Emails regarding Second Report to Creditors and email to Allan Rutman.
23-Aug-22	Kenneth Kraft	Review revised draft report to creditors. Discuss draft report with Allan Rutman and Sara-Ann Wilson. Review final draft of reporting note to clients. Various emails.
24-Aug-22	Kenneth Kraft	Review final report. Update note to Jay Duffield.
26-Aug-22	Sara-Ann Wilson	Review and respond to emails from Allan Rutman regarding motion. Instructions regarding contacting court and emails regarding hearing dates. Review and revise amendment to term sheet. Emails to Allan Rutman.
26-Aug-22	Kenneth Kraft	Review emails.
29-Aug-22	Sara-Ann Wilson	Revise development services agreement. Revise OM proposal documentation. Emails regarding court date. Email comments to Allan Rutman. Review and respond to emails from Allan Rutman. Email to court.
29-Aug-22	Kenneth Kraft	Email exchanges on court report and support for Receiver's recommendations.
30-Aug-22	Sara-Ann Wilson	Call with Allan Rutman. Instructions regarding request form. Emails to counsel. Review emails to and from Court. Instructions to Amanda Campbell regarding motion materials. Review and revise N21 agreement and email regarding same. Review and consider Twisted Rock agreement. Emails to and from Allan Rutman.

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Trailwinds Limited Partnership, Legacy Lifestyle Trailwinds GP Inc., and Legacy Lifestyle Trailwinds Property LLC".

INVOICE 3696598

Page 5 of 5

Matter # 584164-000009

Date	Timekeeper	Description of Work
		Revise Twisted Rock agreement.
30-Aug-22	Kenneth Kraft	Discuss court report outline and recommendations and finalizing development related agreements with Allan Rutman and Sara-Ann Wilson. Further discussion with Sara-Ann Wilson on court report and next steps. Follow up with Jim Irving on need for US order to approve increased funding.
31-Aug-22	Sara-Ann Wilson	Draft notice of motion and consider relief for motion. Draft first report.
31-Aug-22	Kenneth Kraft	Review revised drafts of agreements.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	2.2	1,050.00	2,310.00
Sara-Ann Wilson	4.6	825.00	3,795.00
Total	6.8		\$6,105.00

TOTAL PROFESSIONAL FEES \$ **6,105.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 183.15

TOTAL TAXABLE OTHER FEES/CHARGES \$ **183.15**

TOTAL OTHER FEES/CHARGES 183.15

TOTAL FEES AND OTHER FEES/CHARGES \$ **6,288.15**

TAXES

HST (13.0%) on Professional Fees of \$6,105.00 \$ 793.65

HST (13.0%) on Taxable Disbursements of \$183.15 23.81

TOTAL TAXES 817.46

TOTAL AMOUNT DUE \$ **7,105.61** CAD