

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES SUMMERLIN LP AND
LEGACY LIFESTYLES SUMMERLIN GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42688

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Summerlin LP and Legacy Lifestyles Summerlin GP Inc. from February 1, 2023 to February 28, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.50 hours @	\$700.00 per hour	\$	3,850.00
S. Marwaha	S.M.	7.50 hours @	\$350.00 per hour	\$	2,625.00
A. Palmer	A.P.	1.50 hours @	\$275.00 per hour	\$	412.50
R. DaSilva	R.D.	2.75 hours @	\$265.00 per hour	\$	728.75
Total fees				\$	7,616.25
Miscellaneous disbursements (copies, mail, etc.)				\$	0.19
				\$	7,616.44
H.S.T.				\$	990.14
Total Balance Due				\$	8,606.58

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/1/2023	A.R.	0.50	Email correspondence to counsel re: deadline for investment solicitation process and Hillmount extension. Email exchange with B. Andrews re: deadline on letters of intent. Email correspondence and call with Hillmount. Email correspondence with Lawson Group re: cost in place allocation and capital budgets. Email correspondence with investor re: update status. Forward Marketing Studies to G. Marchant and M. Marchant.
2/2/2023	A.R.	0.25	Email correspondence with staff re: reimbursement of travel expenses. Review documentation. Email correspondence to counsel re: draft Third Report to Creditors; review and amend. Email correspondence with counsel re: Hillmount and extension of LOI deadline; email to Hillmount re: same. Provide update to counsel for status hearing.
2/2/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/3/2023	A.P.	0.50	File HST returns, prepare respective tracking schedules in Excel re: all HST paid.
2/3/2023	A.R.	0.25	Review Proposal from Bessolo Design Group for the required revisions to their Ocoee construction and permit documents; email correspondence with D. Lawson re: same and Sunbiz Registration-Information Needed for Offering Memorandum. Email correspondence with counsel re: amendments to Third Report to Creditors. Email correspondence with Lawson Group re: scheduling of call.
2/6/2023	A.R.	0.50	Various email correspondence with Lawson Group re: documents provided; review of same and scheduling of call to discuss outstandings and Offering Memorandum. Review documentation. Email request for update status on various items. Review updated Statement of Receipts and Disbursements. Email with Hillmount re: LOI extension date. Email correspondence with G. Marchant re: Offering Memorandum. Review comments from counsel re:

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Third Report to Creditors. Email exchange with M. Marchant re: information request documents.
2/6/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/7/2023	A.P.	0.50	Consolidate email lists and email third report to creditors. Check email folder and send report re: updated email address.
2/7/2023	A.R.	0.50	Review and amend Third Report to Creditors; discussions with staff re: same. Email correspondence with counsel. Email correspondence to investor re: update status. Discussion with R. DaSilva re: amended Statement of Receipts and Disbursements; review same. Review update status from D. Lawson on various project issues. Review Draft Offering Memorandum and email correspondence from D. Lawson. Review N21 budget and payment schedule. Email exchange with First Capital re: insurance renewals.
2/7/2023	R.D.	0.50	Review file and N21 disbursements; amend Statement of Receipts and Disbursements; discussions with A. Rutman re: same and Third Report to Creditors.
2/8/2023	A.R.	0.50	Review draft marketing package and file documentation. Email exchange with G. Marchant re: scheduling of call to discuss Draft Offering Memorandum.
2/9/2023	A.R.	0.50	Conference call with G. Marchant and M. Marchant re: Offering Memorandum; review comments. Email correspondence to D. Lawson re: comments to Offering Memorandum. Review update from J. Irving re: status conference in US Chapter 15 Bankruptcy case. Review legal invoices. Review correspondence from M. Marchant re: Test Financial Models to N21 Offering Memorandum.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/13/2023	A.R.	0.25	Email correspondence to D. Lawson re: N21 executed agreements. Review D. Lawson comments re: Offering Memorandum; review document.
2/14/2023	A.R.	0.25	Email correspondence and call with F. Ramirez of Lawson Group. Review Destin closing docs for survey and easement. Email correspondence with A. Palmer re: response to investor re: status of Trailwinds. Email correspondence with G. Marchant re: United Corporate Services.
2/16/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
2/17/2023	A.R.	0.25	Email correspondence with potential purchaser re: sale of properties; email contact to D. Lawson. Email correspondence with G. Marchant re: financial model.
2/20/2023	A.R.	0.25	Review email correspondence from D. Lawson re: update on Offering Memorandum and engaging Twisted Rock to continue sourcing of capital to obtain Term Sheets. Review documents uploaded to data room by D. Lawson; email correspondence to G. Marchant and M. Marchant re: same.
2/21/2023	A.R.	0.25	Review forecast. Calls with staff and D. Lawson re: same. Email correspondence to counsel re: scheduling of call to discuss N21 request to retain Twisted Rock. Email various documents to D. Lawson re: OCOEE. Email correspondence to D. Lawson re: interested party.
2/21/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/21/2023	S.M.	1.25	Performed Analysis of Longleaf's Financial Model with comments and comparison analysis and drafted the excel worksheet and discussion with Allan R.
2/22/2023	A.R.	0.50	Call with counsel re: N21 request to retain Twisted Rock. Email exchange with B. Andrews re: Twisted Rock Agreement and engagement by N21. Review

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			financial models; email correspondence with S. Marwaha re: same. Review comments from M. Marchant re: financial models. Email signed Twisted Rock Agreement to D. Lawson.
2/22/2023	S.M.	1.50	Performed analysis for Ocoee location for comparison of financial model
2/23/2023	A.R.	0.25	Discussion with S. Marwaha re: Longleaf Financial Model and review of schedules. Review various email correspondence re: filing of Florida annual filing reports. Review N21 invoices.
2/23/2023	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements.
2/23/2023	S.M.	1.50	Performed analysis of financial model for Longleaf for Senior Debt schedules and sources & uses among 4 versions and attended call with Allan R. to discuss the analysis: Drafted analysis of Destin location for comparison analysis of financial model.
2/24/2023	A.P.	0.25	Bank reconciliations for January 2023.
2/24/2023	A.R.	0.25	Review update from D. Lawson re: discussions with interested party and offer on Trailwinds. Review email correspondence from D. Lawson re: update on Offering Memorandum and Term Sheets. Review projections; meeting with S. Marwaha to discuss; email queries to Lawson Group.
2/24/2023	S.M.	1.25	Performed Analysis of financial model and comparison with previous version for Destin location: Drafted the comparison analysis worksheet for financial attributes of Longleaf for 4 versions of the financial models
2/27/2023	A.P.	0.25	Prepared draft 2nd interim statements of receiver and forward to A. Rutman for review.
2/27/2023	S.M.	1.50	Performed analysis for financial model for Ft Myers and made changes to the excel analysis for Longleaf.

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/28/2023	A.R.	0.25	Meeting with S. Marwaha re: review of schedules. Review N21 invoices and amounts outstanding for properties; prepare summary; discussions with R. DaSilva re: same. Email correspondence with D. Lawson re: invoices. Review correspondence from D. Lawson re: update on term sheets. Email correspondence to Hillmount re: request for additional funds for Longleaf. Review correspondence from S. Marwaha re: analysis of financial models. Email correspondence with A. Palmer re: filing of HST returns.
2/28/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements. Review outstanding Lawson fees; prepare summary; discussion with A. Rutman.
2/28/2023	S.M.	0.50	Performed final amendments to analysis for financial model for Longleaf: Attended in person meeting with Allan R. to discuss the financial model analysis of the locations.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\summerlin\invoice 42666 - summerlin jan 2023.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES SUMMERLIN LP AND
LEGACY LIFESTYLES SUMMERLIN GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42701

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Summerlin LP and Legacy Lifestyles Summerlin GP Inc. from March 1, 2023 to March 31, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.75 hours @	\$700.00 per hour	\$	4,025.00
S. Marwaha	S.M.	19.00 hours @	\$350.00 per hour	\$	6,650.00
A. Palmer	A.P.	0.25 hours @	\$275.00 per hour	\$	68.75
R. DaSilva	R.D.	3.00 hours @	\$265.00 per hour	\$	795.00
Total fees					\$ 11,538.75
Miscellaneous disbursements (copies, mail, etc.)					\$ 5.92
					\$ 11,544.67
H.S.T.					\$ 1,500.81
Total Balance Due					\$ 13,045.48

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/1/2023	A.R.	0.50	Email correspondence with Hillmount re: Longleaf advance. Review draw schedule. Review Term Sheets from BCF for debt and Menlo for equity; provide comments to D. Lawson. Review documents in N21 data room. Email correspondence with S. Marwaha re: financial models and term sheets. Email correspondence to G. Marchant re: Term Sheets and data room.
3/1/2023	S.M.	0.25	Comparison analysis of version of financial models for Longleaf, Ft Myers, Ocoee and Destin: Sent observations for updates on file - Longleaf via email to A. Rutman and attended in-person discussion regarding amendments to Longleaf version.
3/2/2023	S.M.	1.25	Analysis of term sheets received and setup of financial models per the term sheet's proposal for analysis.
3/3/2023	A.R.	0.25	Email correspondence and meeting with staff to discuss modelling term sheets. Email correspondence with Hillmount re: Longleaf advance.
3/3/2023	S.M.	1.50	Analysis of term sheets received and setup of financial models per the term sheet's proposal for analysis and in person discussion with A. Rutman regarding the details from term sheets and setup in financial model.
3/6/2023	A.R.	0.25	Meeting with S. Marwaha re: review of Legacy modelling term sheets. Email correspondence to D. Lawson re: wiring of funds. Review insurance invoices. Review FCCPC insurance renewal forms. Email correspondence to D. Lawson re: payment of invoices. Email exchange with D. Lawson re: update on amended terms sheets. Email exchange with G. Marchant re: term sheets.
3/6/2023	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements. Wire payments to N21. Review insurance renewal forms; forward to A. Rutman.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/6/2023	S.M.	1.50	Attended in-person meeting with A. Rutman for discussion regarding financial model analysis: Drafted and plugged the terms and offerings from term sheet from BCF and MP for Destin into financial model and analysis of payout to sponsored equity and sent to A. Rutman for review.
3/7/2023	A.R.	0.25	Various email correspondence and meeting with S. Marwaha re: review of Legacy modelling term sheets. Review documents. Email Trailwinds Annual Meeting agenda to G. Marchant. Call with G. Marchant re: term sheets.
3/7/2023	S.M.	1.00	Attended discussion with A. Rutman regarding financial model for Destin with details and offerings for term sheet from BCF and MP: Worked on financial models for changes to assumptions and terms of offer and modelling multiple versions per assumptions and discussion with A. Rutman: Drafted excel analysis for synopsis with changes from latest version for financial model for Destin from N21 Group and the finalized version by Zeifmans and sent to A. Rutman for review and discussion.
3/8/2023	A.R.	0.50	Review file and various documents; email correspondence and meeting with S. Marwaha re: review of financial models. Review update from D. Lawson re: term sheets and lenders. Email correspondence with G. Marchant re: update. Call from investor re: update.
3/8/2023	S.M.	1.50	Performed financial model analysis and investment analysis for models for Destin, Longleaf, Ocoee and Ft Myers and discussion with A. Rutman for analysis performed for models.
3/9/2023	A.R.	0.25	Review legal invoices. Email correspondence and meeting with S. Marwaha re: review of financial models and term sheets. Review data room documents and term sheets. Email correspondence with G. Marchant re: update and financial models.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/9/2023	S.M.	1.00	Performance of analysis for payout financial analysis for Ocoee, Longleaf and Ft. Myers and sent to A. Rutman for review. Attended in-person meeting with A. Rutman for discussion of financial model analysis and next steps for analysis.
3/10/2023	A.R.	0.25	Review email correspondence from S. Marwaha re: updated financial models; discuss same.
3/10/2023	S.M.	0.50	Amended the financial models for changes in financial attributes and sent to A. Rutman for review.
3/13/2023	A.R.	0.25	Review correspondence from D. Lawson re: Sword Capital LOI's for the acquisition of each of the five properties; review same. Email exchange re: scheduling of call to discuss. Email correspondence and discussions with S. Marwaha re: review of LOI and analysis of same. Various email exchange with G. Marchant re: LOI's received. Email correspondence to counsel re: LOI's received and scheduling of call to discuss.
3/13/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
3/13/2023	S.M.	0.75	Performed analysis of offerings from Sword Capital and sent analysis to A. Rutman for review.
3/14/2023	A.R.	0.25	Meeting with S. Marwaha re: review of documents and cashflow. Conference call with counsel. Call with purchaser. Email exchange with G. Marchant re: update.
3/15/2023	A.R.	0.25	Conference call with D. Lawson.
3/15/2023	S.M.	0.25	Attended discussion call with A. Rutman and N21 Group as follow up and discussion & updates for the projects.
3/16/2023	A.P.	0.25	Bank Reconciliations for February 2023.

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/16/2023	R.D.	1.00	Banking administration. Update Statement of Receipts and Disbursements. Transcribe notes from A. Rutman's conversation with Don Lawson.
3/17/2023	A.R.	0.25	Review file documentation and notes from discussion with D. Lawson. Review insurance binders.
3/21/2023	A.R.	0.25	Various email correspondence with S. Marwaha re: review of documents and detailed analysis of source and use of funds; meeting to discuss same. Review schedules. Email exchange with investor re: update. Email correspondence with S. Marwaha re: forensic report.
3/21/2023	S.M.	1.00	Analysis of Forensic Reports and Bank statements and setup of excel worksheet with transaction to be reviewed: Attended discussion with A. Rutman regarding the analysis and the forensic report.
3/23/2023	S.M.	1.25	Performance of transaction review analysis for forensic report and relevant backup documentation.
3/24/2023	A.R.	0.25	Calls with creditors re: update.
3/24/2023	S.M.	1.50	Performance of transaction review analysis for bank transactions and relevant backup documentation.
3/27/2023	A.R.	0.25	Calls with creditors re: update. Review Don Lawson invoices and payment schedule; discussion with staff re: same. Email correspondence to D. Lawson re: request for further update and status report on entitlements. Review Trailwinds Financial Model; email correspondence to S. Marwaha re: same. Email Ft. Myers Receiver Certificate to Hillmount Capital for additional funding.
3/27/2023	R.D.	0.50	Review Don Lawson invoices; update summary of outstanding costs; prepare wire payments; discussion with A. Rutman re: remaining funds and additional funds required for Summerlin estate. Banking

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			administration. Update Statement of Receipts and Disbursements.
3/27/2023	S.M.	0.75	Transaction review analysis and backups reconciliation for bank transactions: Review and analysis of financial model of Trailwinds.
3/28/2023	A.R.	0.50	Review updated Statement of Receipts and Disbursements. Draft Fourth Report to Creditors. Review Trailwinds financial model. Email correspondence with D. Lawson re: update.
3/28/2023	R.D.	0.25	Update Statement of Receipts and Disbursements.
3/28/2023	S.M.	1.00	Comparison analysis and excel analysis performed for financial model of Trailwinds: Transaction review analysis and reconciliation of backups and bank transactions.
3/29/2023	A.R.	0.50	Review correspondence from S. Marwaha re: Synopsis and payout analysis for Ocoee; call to discuss same and Trailwinds financial model. Review Hillmount Ft. Myers advance schedule; execute; email exchange re: scheduled advance. Email correspondence with Lawson Group re: civil engineer request for letter advising Receiver is authorized to sign for the corporation. Various email correspondence with counsel re: N21 status, creditors report and scheduling of call to discuss.
3/29/2023	S.M.	1.50	Attended in-person discussion with A. Rutman regarding the comparison and excel analysis for Trailwinds and next steps and payout analysis to be performed for each project. Drafted and setup of payout analysis for Ocoee and sent to A. Rutman for review. Performed transaction review analysis and reconciliation of bank transactions with backups.
3/30/2023	A.R.	0.50	Review and amend draft report to creditors. Review correspondence and schedules from S. Marwaha re: financial model and payout analysis. Review updates from D. Lawson. Review construction cost analysis.

Page 7

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Email correspondence and call with G. Marchant. Call with D. Lawson re: update.
3/30/2023	S.M.	1.25	Performance of transaction review analysis and reconciliation of backups with bank transactions. Drafted excel analysis for comparison and analysis of construction costs for each project and sent to A. Rutman for review. Drafted the excel analysis for payout analysis for each project with financial model and sent to A. Rutman for review.
3/31/2023	A.R.	0.25	Review revised proforma projections. Meeting with S. Marwaha re: review of payout analysis. Email draft creditors report to counsel.
3/31/2023	S.M.	1.25	Discussion with A. Rutman regarding payout analysis performed for each project and next steps. Performed transaction review analysis and reconciliation of bank transactions with backups.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\summerlin\invoice 426701 - mar 2023 - summerlin.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES SUMMERLIN LP AND
LEGACY LIFESTYLES SUMMERLIN GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42711

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Summerlin LP and Legacy Lifestyles Summerlin GP Inc. from April 1, 2023 to April 30, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	4.75 hours @	\$700.00 per hour	\$	3,325.00
S. Marwaha	S.M.	7.50 hours @	\$350.00 per hour	\$	2,625.00
A. Palmer	A.P.	0.50 hours @	\$275.00 per hour	\$	137.50
R. DaSilva	R.D.	1.50 hours @	\$265.00 per hour	\$	397.50
Total fees				\$	6,485.00
Miscellaneous disbursements (copies, mail, etc.)				\$	35.22
				\$	6,520.22
H.S.T.				\$	847.63
Total Balance Due				\$	7,367.85

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/3/2023	A.P.	0.25	Send out by email the Fourth Report to Creditors.
4/3/2023	A.R.	1.00	Conference call with counsel re: creditors report and N21 status. Review and amend report. Email correspondence with G. Marchant re: updated report and scheduling of call. Engaged in various email correspondence with counsel re: scheduling of motion. Various email exchange with Lawson Group re: Ft. Myers civil engineer requirement of letter re: Receiver's authorization to sign for corporation. Email exchange with counsel re: amended term sheet. Email correspondence with K. Kraft re: financing update.
4/3/2023	S.M.	0.25	Attended in person discussion with A. Rutman regarding the update and next steps on file: Research for available realtor firm in Florida region with Senior Housing specialization: Drafted and sent email to realtors to gather interest to provide listing services for the land parcels: Email Correspondence with D. Rice. from Colliers regarding confirmation of regions of properties and next steps.
4/4/2023	A.R.	0.25	Various email exchange with E. Rowe re: listing recommendations on the Florida properties. Review email correspondence from creditor re: query to Receiver's report and next steps. Email correspondence with G. Marchant re: equity efforts and appraised values. Email correspondence with counsel re: draft second report and matter re: approved fees.
4/5/2023	S.M.	0.25	Sent follow up emails to realty brokerage firms regarding interest for services for listing of land parcels: Attended in person calls with representatives from Colliers and Senior Property Group - D. Greenberg to discuss the services for listings of land parcels and requested decks for next steps.
4/10/2023	A.R.	0.25	Review Don Lawson invoices; discussion with R. DaSilva re: same. Email correspondence with D. Lawson re: update on Store Capital financing and

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			request for backup of invoices. Email correspondence with G. Marchant re: scheduling of call to discuss Hillmount mortgage.
4/10/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements. Review Don Lawson invoices; discussion with A. Rutman re: same.
4/10/2023	S.M.	0.25	Attended call and left voicemail for a creditor enquiry per request and correspondence with A. Rutman for the query submitted and response sent: Email Correspondence with J. Skalko from JLL regarding scheduling a meeting to discuss the background of assignment and next steps.
4/11/2023	A.R.	0.75	Email correspondence and call with E. Rowe of CBRE re: update on Florida properties and request for updated proposal. Email correspondence with G. Marchant re: investor and potential purchaser of five properties and call to discuss same. Various email exchange and call with S. Marwaha re: update status on obtaining various proposals re: sale of properties and data room. Email correspondence with Lawson Group re: building, civil engineer and interior design plans; review links. Email correspondence and conference call with counsel re: matters relating to realtor proposals. Review Sword Capital LOI's. Email correspondence to counsel re: Twisted Rock Agreement.
4/11/2023	R.D.	0.50	Email correspondence with D. Falcone re: interest charge discrepancy in Ocoee and Summerlin.
4/11/2023	S.M.	0.50	Review of data site for any updated material for projects by N21 Group and email correspondence with A. Rutman regarding update on correspondence with real estate brokers in Florida: Reminder email correspondence with real estate brokers to invite interest for listing services for land parcels and email correspondence with A. Rutman regarding the updates: Attended call and email correspondence with J. Skalko. from JLL for discussion of background of

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			file, task and next steps: Email Correspondence with D. Greenberg. regarding their next steps and invitation for proposal: Email Correspondence with K. Carriero. from Colliers for reminder email to gather interest for listing services for land parcels in Florida: Attended call with A. Rutman for updates on the correspondence with real estate brokers and next steps: Email Correspondence with J. Bantel. from JLL regarding next steps and request deck for proposal for listing services: Email correspondence with D. Greenberg. to provide the request land parcels description and information for assessment per request.
4/12/2023	S.M.	0.25	Email Correspondence with J. Skalko. from JLL for information and description for land parcels.
4/12/2023	S.M.	1.00	Analysis and review of LOI from Sword Capital and drafted excel analysis for each project for comparison analysis for payout analysis for sponsor equity holders and sent to A. Rutman for review with comments and analysis.
4/13/2023	S.M.	0.75	Analysis for Payout analysis for Sponsor equity holders for in case of option for non-exercising of purchase option by Sword Capital for each project with analysis and drafted comments for analysis.
4/14/2023	A.R.	0.75	Engaged in various email correspondence and call with G. Marchant re: Hillmount mortgage payout, potential investor, court approval process and file update. Review various correspondence with S. Marwaha and realtors re: various information for listing proposals. Email correspondence with Colliers re: request for listing proposal and information to be provided. Review analysis and email correspondence from S. Marwaha re: Sword Capital LOI's. Email correspondence to D. Lawson re: comments to Sword Capital LOI. Review draft second report and motion materials; email correspondence with counsel re: same. Email correspondence with CBRE re: updated plans and materials for properties.

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/14/2023	S.M.	0.25	Review of queries from A. Rutman for the LOI Analysis and drafted response with comments to analysis and sent to A. Rutman via email.
4/14/2023	S.M.	0.75	Review and setup of updated plans and materials files for each project on sharefile and sent to CBRE via Sharefile and email correspondence with CBRE for confirmation: Attended call with A. Rutman regarding the package for each file to be sent to CBRE for projects and sent the documents for review via sharefile link: Email with CBRE, JLL and Senior Property Group for discussion of potential task for listing services for land parcels: Reviewed the LOI from Sword Capital and listed the information required for completed assessment and sent to A. Rutman for review via email: Email Correspondence with Colliers Toronto team and sent the information for land parcels for review and assessment for task: Review and extraction of project summary for Legacy from memorandum prepared by N21 Group and send to A. Rutman for review: Sent the project summary for Legacy to each of the real estate broker in consideration for their assessment and next steps for the assignment.
4/17/2023	A.P.	0.25	March 2023 Bank Reconciliations. Legacy Lifestyles Ocoee LP: Received and read CRA audit letter re: the Feb 11, 2022 to Dec 31, 2022 period for HST. Discuss with A. Rutman. Called CRA agent and left voice message to confirm receipt of their letter and that we are working on providing the information.
4/17/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/17/2023	S.M.	0.75	Attended Calls with A. Rutman and JLL, Lee & Associates and Senior Property Group for discussion for background and quotes for listing services for land parcels in Florida: Email Correspondence with JLL and Lee & Associates for draft NDA copy for review

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			and completion to send the additional documentation and information for land parcels in Florida.
4/18/2023	A.R.	0.25	Email correspondence with G. Marchant re: Don Lawson engagement, potential investor, Hillmount payout and listing agents; email correspondence with counsel re: same. Review draft letter to CRA re: Ocoee audit; provide comments to A. Palmer. Various email correspondence with counsel re: scheduling of motion. Review notes from conversation with D. Lawson.
4/18/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/18/2023	S.M.	0.25	Email Correspondence with J. Bantel. regarding review of NDA from Lee & Associated and sent secured email to Lee & Associates for additional information and documentation for land parcels in Florida.
4/20/2023	A.R.	0.25	Review email correspondence from D. Lawson re: discrepancy in outstanding payments. Review invoices; draft response. Various email correspondence with S. Marwaha re: NDA's for JLL, CBRE and Lee & Associates; as well as discussions re: documents for potential purchasers in data room.
4/20/2023	S.M.	1.00	Reviewed the NDA copy from CBRE and sent secure mail from sharefile with documentations for land parcels to CBRE: Email Correspondence with A. Rutman for signed NDA's from Realtor and discussion regarding setup of data room with documentation and information to be shared with prospective purchasers: Setup of sharefile folders and data to be setup for sharing with prospective purchasers for land parcels in Florida
4/21/2023	A.R.	0.25	Email correspondence to D. Lawson re: discrepancy in outstanding amounts on N21 invoices. Email correspondence and discussion with S. Marwaha re: realty taxes on five properties and data room

Page 7

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			documents to be shared with potential purchasers. Email correspondence with E. Rowe re: update on proposal and court hearing.
4/21/2023	S.M.	0.50	Compiled Documents for data room for land parcels to be shared with prospective purchasers and attended discussion with A. Rutman and review documents shared for 2nd set of documents for land parcels.
4/24/2023	A.R.	0.25	Call with CBRE. Email correspondence with S. Marwaha re: update on proposals from realtors. Reviewed and engaged in various email correspondence with counsel re: draft outline for the sale process. Review CBRE proposal; email correspondence to counsel re: same.
4/24/2023	S.M.	0.50	Compilation of documentation and information per review for setup of data site for prospective purchasers: E-mail Correspondence with J. Bantel. from JLL and J. Skalko. from regarding the timeline to receive the proposal and update sent to A. Rutman via email.
4/25/2023	A.R.	0.25	Email correspondence to D. Lawson re: update on interested parties and update on scheduling court date to obtain approval on a listing to sell properties. Call with G. Marchant.
4/27/2023	A.R.	0.25	Various email exchange with G. Marchant re: update on Don Lawson and term sheets; forward term sheets. Various email correspondence with Colliers re: listing proposal and non-disclosure agreement required; email correspondence with S. Marwaha re: same. Review correspondence re: Delaware State tax due.
4/27/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/28/2023	S.M.	0.25	Email correspondence with J. Shamess for amendment to be made for NDA and email correspondence with J. Skalko. from JLL regarding

Page 8

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			the broker's opinion of value sent and timeline for proposal for services.
4/30/2023	A.R.	0.25	Email correspondence with G. Marchant re: investors request for information package and signing of Non-Disclosure Agreement. Email correspondence with Colliers re: update on listing proposal and expected timing. Email correspondence to interested party.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\summerlin\invoice 42711 - april 2023 - summerlin.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42620

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from September 1, 2022 to September 30, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	7.50 hours @	\$685.00 per hour	\$	5,137.50
A. Palmer	A.P.	1.75 hours @	\$250.00 per hour	\$	437.50
R. DaSilva	R.D.	3.00 hours @	\$240.00 per hour	\$	720.00
Total fees				\$	6,295.00
Miscellaneous disbursements (copies, mail, etc.)				\$	5.17
				\$	6,300.17
H.S.T.				\$	819.02
Total Balance Due				\$	7,119.19

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/5/2022	A.R.	0.25	Review draft First Report and Notice of Motion; provide comments to counsel.
9/6/2022	A.R.	0.25	Review revised report; email correspondence with counsel re: same. Email exchange with G. Marchant re: updated report and queries from investors. Email correspondence with counsel re: amended term sheet. Review correspondence from F. Tayar re: amended term sheet. Email correspondence with counsel re: report to court; updated Statement of Receipts and Disbursements and Affidavit of Fees.
9/7/2022	A.R.	0.50	Various email correspondence with counsel re: amendments to court report. Email correspondence and call with G. Marchant re: upcoming motion. Email exchange with counsel re: developer and success fee agreements. Review correspondence from Hillmount re: amended term sheet. Email correspondence to B. Andrews re: signing of Twisted Rock Agreement. Email correspondence to D. Lawson re: signing of agreement. Email correspondence with counsel re: comments to N21 agreement.
9/8/2022	A.R.	0.75	Various email correspondence with counsel re: draft report, court order and motion; review revisions. Review updated Statement of Receipts and Disbursements and Affidavit of Fees. Discussions with staff. Call with D. Lawson. Email correspondence with D. Lawson re: Capital Sourcing Agreement and Milestone revisions to Development Agreement; email correspondence to counsel re: same. Email correspondence with staff re: payment of US legal fees and outstanding Dentons Canada legal fees. Matters re: The South Florida Water Management District Permit Application Submittal. Review correspondence from G. Marchant re: Dentons statements and summary results from the Q4 2021 vote regarding the original Lawson term sheets.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/8/2022	R.D.	1.25	Update Statement of Receipts and Disbursements. Prepare Affidavit of Fees. Banking administration.
9/9/2022	A.P.	0.25	August 2022 bank reconciliations. Data room set up.
9/9/2022	A.R.	0.50	Review Motion Record material; review amended documents; engaged in various email correspondence with Dentons Canada re: same. Review Florida South Water permit documents; email correspondence re: outstanding fee. Various email correspondence with counsel re: amendments to N21, Twisted Rock and Development Services Agreement.
9/12/2022	A.P.	1.00	Work on organizing five Legacy email service lists in anticipation of sending out emails concerning data room access to only those investors not represented by legal counsel. Upload various documents to the data room. Grant access to interested party on receipt of the executed Confidentiality and Non-Disclosure Agreement.
9/12/2022	A.R.	0.75	Email correspondence and call with D. Lawson re: N21 Agreement; review revised Agreement; email same to counsel. Email correspondence with counsel re: draft correspondence to investors re: Motion for approval of certain agreements in respect of the development of the Projects and an increase in borrowing. Review correspondence from Greg Roberts re: queries to Receiver and examination; email correspondence with counsel re: response. Email correspondence with A. Palmer re: data room. Email correspondence to Bill Prysi re: Florida water permit; email correspondence and call with South Florida Water re: permit. Email correspondence to CBRE re: update on court hearing. Email correspondence with G. Marchant re: correspondence to be sent to investors re: Receiver's Motion. Conference call with counsel.
9/12/2022	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/13/2022	A.P.	0.25	Finalize list of investors to receive email re: access to data room and send out email drafted by receiver's legal counsel to said investors. Email request from M. Katzman requesting access to data room. Responded to M. Katzman's email by sending him the Confidentiality and Non-Disclosure Agreement to sign.
9/13/2022	A.R.	0.50	Email correspondence to D. Lawson re: revised N21 Agreement. Call with D. Lawson. Email correspondence to Farley Cohen re: execution of Confidentiality Agreement; email correspondence with counsel re: same. Email correspondence with counsel re: Twisted Rock Agreement. Email correspondence with staff re: posting of CBRE appraisals and proposals to data site; review email correspondence from G. Roberts and counsel re: same.
9/13/2022	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
9/14/2022	A.R.	0.75	Email correspondence with G. Marchant re: correspondence to be sent to investors. Review Receiver Factum. Email correspondence with counsel re: G. Marchant Affidavit and Confidentiality Agreement to be signed by Inspector. Email exchange with Bill Prysi re: South Florida Water permit documents. Various email exchange with counsel re: Inspector's mandate. Email correspondence with B. Andrews re: Twisted Rock Agreement.
9/15/2022	A.R.	0.25	Email exchange with A. Palmer re: various investors on creditor list. Review comments from Dentons Canada and F. Tayar re: Motion Record and term sheet. Call with B. Andrews; email correspondence to counsel re: update on Twisted Rock Agreement. Email correspondence with counsel re: scheduling of conference call. Review correspondence from G.

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Marchant re: current investment repatriation per ACC and DPG Q4 2021 Offers to Finance all 5 Projects.
9/16/2022	A.P.	0.25	Respond to G. Robert's email request for link to data room - sent link and resent invite. Review draft Supplemental Report to the First Report, appendices and draft orders and upload supplementary confidential appendices to data room per direction of legal counsel.
9/16/2022	A.R.	0.75	Review numerous email correspondence from Dentons and F. Tayar with respect to matters re: US recognition order for the increased amount. Review comments from F. Tayar re: amended term sheet. Reviewed and engaged in various email correspondence re: Supplemental Report; finalize and execute. Email exchange with K. Kraft re: amended term sheet, title insurer not requiring court attendance for additional borrowing and Hillmount position. Review Amended Twisted Rock Agreement.
9/19/2022	A.R.	1.00	Review and execute Second Supplement Report; various email correspondence with counsel re: amendments. Email correspondence with counsel re: creditors support of Receiver's recommendation. Review email correspondence from various counsel re: Receiver's motion and creditor support. Review Greg Roberts Motion Record; email correspondence and call with counsel to discuss same. Email correspondence with Inspector re: scheduling of call to discuss Confidentiality Agreement. Email correspondence with G. Marchant re: creditor support and comments to Inspector Report. Conference call with counsel. Review correspondence from D. Lawson re: potential operators of pre-construction services. Email correspondence from various creditors in support of Receiver's recommendation.
9/20/2022	A.R.	0.50	Email exchange with Bill Prysi re: retrieval of file on Ft. Myers South Florida water permit. Various email correspondence with counsel with Motion and email correspondence from creditors re: Receiver's

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			recommendation. Review email correspondence from various counsel re: proposed language for Justice Kimmel's endorsement in respect of sealed Appendix of the Receiver's First Report.
9/22/2022	A.R.	0.25	Email correspondence to D. Lawson re: Judge's reserved decision.
9/26/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
9/28/2022	A.R.	0.25	Email correspondence with counsel re: engagement of S. Straus to update the mortgages and title insurance upon court approval. Email correspondence to S. Straus.
9/29/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
9/30/2022	A.R.	0.25	Email correspondence to D. Lawson and G. Marchant re: update on court approval. Review Endorsement and Order; email correspondence with counsel re: next steps.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42620 - trailwinds sept 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42629

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from October 1, 2022 to October 31, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.00 hours @	\$700.00 per hour	\$	3,500.00
A. Palmer	A.P.	0.25 hours @	\$275.00 per hour	\$	68.75
R. DaSilva	R.D.	1.75 hours @	\$265.00 per hour	\$	463.75
Total fees				\$	4,032.50
Miscellaneous disbursements (copies, mail, etc.)				\$	3.16
				\$	4,035.66
H.S.T.				\$	524.64
Total Balance Due				\$	4,560.30

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/3/2022	A.R.	0.25	Review updated Statement of Receipts and Disbursements. Estimate costs for additional funding required. Calls and email correspondence to S. Straus re; Ontario court approval and whether US Court recognition is required. Engaged in various email correspondence with potential purchaser of Trailwinds; email correspondence to counsel re: comments.
10/4/2022	A.R.	0.25	Email exchange with potential purchaser of Trailwinds and estimated sale price; email correspondence with K. Kraft re: same. Email correspondence with counsel re: payment of Dentons US invoices.
10/5/2022	A.P.	0.25	September 2022 bank reconciliations.
10/6/2022	A.R.	0.25	Call with investor re: update on court approval and next steps. Review correspondence from Enterprise Title re: draft Mortgage Modification documents for 401 Beach Drive; email exchange with S. Straus re: scheduling of call to discuss same; forward documents to counsel for comments. Email correspondence with Dentons re: estimate to obtain recognition order. Email correspondence to B. Andrews re: update on court approval and borrowing.
10/6/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/7/2022	A.R.	0.25	Review comments from Dentons re: Mortgage Amendment Documents. Review email correspondence from Hillmount re: update on receivership and advances. Email correspondence and call to S. Straus re: update status.
10/12/2022	A.R.	0.25	Review email correspondence re: further amended Destin documents from Enterprise Title.
10/13/2022	A.R.	0.25	Review email correspondence from Dentons re: comments to Destin Mortgage documents; email exchange re: signing of documents. Review email

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			correspondence from B. Pysi and Dean Martin re: Ft. Myers water permit matter; email correspondence to G. Marchant re: same. Email correspondence to counsel re: outstanding US legal invoice. Email correspondence with staff re: account balances, transfer of funds and payment of professional fees.
10/13/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/17/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/18/2022	A.R.	0.25	Review correspondence from Enterprise Title re: updates to title and confirmation to proceed. Review comments from counsel re: Mortgage documents.
10/18/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/19/2022	A.R.	0.75	Email correspondence to B. Pysi re: status of response to South Florida Water re: Fort Myers permit. Review Mortgage documents for signature from Enterprise Title; email correspondence with counsel re: same. Email correspondence to Enterprise Title re: signing of documents. Email correspondence to J. Cordova re: amendments to mortgage documents. Email correspondence and call with S. Straus.
10/20/2022	A.R.	0.25	Call with Y. Levinson. Call with B. Pysi. Email correspondence to S. Straus re: F. Tayar reaching out to Braverman to review documents and update on G. Marchant signing documents. Various email correspondence with counsel and Enterprise Title re: signing of documents and notary and witness signatures.
10/21/2022	A.R.	0.25	Email correspondence to B. Pysi re: update on response to South Florida Water re: Ft. Myers permit; review response. Follow up email correspondence to S. Straus.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/24/2022	A.R.	0.25	Review Trailwinds tax bill; email correspondence with staff re: payment of same. Email correspondence and discussion with staff re: Receiver's Certificates' review and execute; forward same to Hillmount Capital. Email correspondence to D. Lawson and B. Andrews re: update on Legacy projects and court approval.
10/24/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/25/2022	A.R.	0.25	Review various email correspondence from Enterprise Title and Dentons Canada re: Modification of Legacy Mortgage and Zeifman representations documents. Email correspondence and call with Enterprise Title re: settlement fees; legal and title. Email correspondence with counsel re: comments to documents. Review correspondence from S. Braverman and S. Straus. Email correspondence re: closing documents to be sent to G. Marchant for signing. Email correspondence to South Florida Water re: Ft. Myers permit outstanding information submitted by B. Prys.
10/26/2022	A.R.	0.75	Various calls to S. Straus. Engaged in numerous email correspondence with J. Cordova, S. Straus, F. Tayar, Dentons Canada and Hillmount Capital re: mortgage documents and Receiver Representations. Review Mortgage documents; email correspondence with S. Straus re: same. Email correspondence with Dentons Canada re: Borrower Representation documents. Email correspondence with J. Irving of Dentons US to schedule call to discuss fees. Review correspondence from D. Lawson re: Development Services Agreement for each project.
10/27/2022	A.R.	0.50	Engaged in various email correspondence and calls to Enterprise Title re: additional borrowing and title and legal fees. Review settlement statements. Discussion and email correspondence with staff re: transfer of funds in preparation for wire to Enterprise Title. Various calls with S. Straus, J. Cordova, Dentons

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Canada and Y. Levinson. Review email correspondence from F. Tayar re: comments to closing documents; review comments from Dentons Canada and Enterprise Title. Email correspondence with G. Marchant re: signing of documents.
10/27/2022	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
10/31/2022	A.R.	0.25	Email correspondence with Hillmount re: signing of lender documents. Email correspondence with J. Cordova re: signing of mortgage documents and closing. Review final N21 agreements. Email correspondence with counsel re: development agreements.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42629 - trailwinds oct 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42640

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from November 1, 2022 to November 30, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	2.75 hours @	\$700.00 per hour	\$	1,925.00
A. Palmer	A.P.	0.50 hours @	\$275.00 per hour	\$	137.50
R. DaSilva	R.D.	2.50 hours @	\$265.00 per hour	\$	662.50
Total fees				\$	2,725.00
Miscellaneous disbursements (copies, mail, etc.)				\$	10.92
				\$	2,735.92
H.S.T.				\$	355.67
Total Balance Due				\$	3,091.59

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/1/2022	A.R.	0.25	Review file and N21 and Twisted Rock Agreements; email correspondence with counsel re: final versions. Email correspondence with J. Cordova re: closing.
11/3/2022	A.R.	0.25	Call and email correspondence to Hillmount re: funding. Engaged in email correspondence with Dentons Canada re: potential purchaser of Trailwinds and offer received. Review email correspondence from K. Kraft and M. Katzman re: potential purchaser of Trailwinds and seeking instructions from M. Katzman.
11/3/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/7/2022	A.R.	0.25	Engaged in numerous email correspondence and calls with Hillmount Capital re: finalizing additional funding; review advance schedules; discussions with R. DaSilva re: same. Email correspondence with J. Irving re: scheduling of call to discuss fees. Email correspondence with D. Lawson re: wiring of retainer.
11/7/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/8/2022	A.R.	0.5	Numerous email correspondence with Hillmount Capital re: additional borrowing; various email correspondence with R. DaSilva re: wire payment to N21 and receipt of Hillmount funds. Email N21 agreements to D. Lawson. Email Twisted Rock agreement to B. Andrews; email correspondence to counsel re: same. Call with J. Irving re: fee quote. Review Longleaf property tax bill; email exchange with R. DaSilva re: same.
11/8/2022	R.D.	0.75	Various banking administration re: receipt of Hillmount advance, wire payment to N21 re: Developer fee, update Ascend and Statement of Receipts and Disbursements. Call to Pasco County re: wire instructions for Longleaf taxes. Email correspondence with Hillmount. Email

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			correspondence and discussion with A. Rutman re: US legal fees.
11/9/2022	A.R.	0.25	Email correspondence and call with G. Marchant re: update on funding and D. Lawson. Email correspondence and scheduling of call with D. Lawson. Email correspondence with Hillmount Capital re: wiring of funds.
11/10/2022	A.R.	0.25	Review email correspondence re: tax bills.
11/10/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/11/2022	A.P.	0.25	October 2022 bank reconciliations.
11/14/2022	A.R.	0.25	Review various property tax statements. Email correspondence from D. Lawson re: fully executed agreements. Conference call with D. Lawson. Review OCOEE Realty tax statement; email correspondence with staff re: payment. Email N21 agreements to counsel.
11/14/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/15/2022	A.R.	0.25	Review email correspondence from D. Lawson re: market research proposal and retainer. Email correspondence with staff re: wire payment of retainer. Email correspondence with G. Marchant. Review US legal invoice.
11/15/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/28/2022	A.P.	0.25	Destin; Tradewinds; Ocoee and Longleaf: Prepared deposit forms re: residual converted funds from accounts.
11/28/2022	A.R.	0.25	Review travel arrangements. Review email correspondence from D. Lawson re: Summerlin, OCOEE, Destin and Longleaf: Executed Distinctive

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Living Pre-Development Proposal and scheduling of meeting in Florida in January. Email correspondence with G. Marchant re: potential purchaser of Trailwinds.
11/28/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/29/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/30/2022	A.R.	0.25	Email correspondence with D. Lawson re: Lawson Group Architects proposals and wire payment required; email correspondence to R. DaSilva re: same. Review file and forward various documents to D. Lawson. Review update from D. Lawson re: market studies.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42640 - trailwinds nov 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42650

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from December 1, 2022 to December 31, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	1.75 hours @	\$700.00 per hour	\$	1,225.00
A. Palmer	A.P.	0.25 hours @	\$275.00 per hour	\$	68.75
R. DaSilva	R.D.	1.25 hours @	\$265.00 per hour	\$	331.25
Total fees				\$	1,625.00
Miscellaneous disbursements (copies, mail, etc.)				\$	50.22
				\$	1,675.22
H.S.T.				\$	217.78
Total Balance Due				\$	1,893.00

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/1/2022	A.R.	0.25	Email exchange with counsel re: interested party re: Trailwinds and direction from M. Katzman. Email correspondence with staff re: payment to Lawson Group.
12/1/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/5/2022	A.R.	0.25	Email correspondence with Joseph Ost re: quote for clean up and trespassers at Destin property. Email correspondence with D. Lawson re: obtaining Ocoee architect plans. Email correspondence with G. Marchant re; sale of Trailwinds.
12/5/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/6/2022	A.R.	0.25	Review file re: OCOEE Architect drawings; email correspondence with D. Lawson re: same. Email correspondence to South Water Florida re: permit application and information request; email correspondence to B. Prysni re: same.
12/6/2022	R.D.	0.25	Review file for architect drawings; forward to D. Lawson. Banking administration. Update Statement of Receipts and Disbursements. Submit South Water RAI Response.
12/8/2022	A.R.	0.25	Email correspondence with R. DaSilva re: two permits with South Florida Water; review permits. Correspondence to South Florida Water re: request for extension. Review permit received; email same to B. Prysni. Email correspondence with D. Lawson re: scheduling of call. Email correspondence with counsel re: forwarding Trailwinds offer to M. Katzman.
12/12/2022	A.R.	0.25	Email correspondence to counsel re: Trailwinds offer.
12/12/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/13/2022	A.R.	0.25	Email correspondence to G. Marchant re: update status and timing of D. Lawson financing. Email correspondence to D. Lawson re: furtherance of Arya Legacy – Roberson Road Plat adjoining owners and easements.
12/13/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/14/2022	A.P.	0.25	Bank reconciliations for November 2022.
12/21/2022	A.R.	0.25	Email exchange with G. Marchant re: N21 update status.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42650 - trailwinds dec 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42675

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from January 1, 2023 to January 31, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	9.25 hours @	\$700.00 per hour	\$	6,475.00
A. Palmer	A.P.	0.50 hours @	\$275.00 per hour	\$	137.50
R. DaSilva	R.D.	1.50 hours @	\$265.00 per hour	\$	397.50
Total fees				\$	7,010.00
Miscellaneous disbursements (copies, mail, etc.)				\$	63.88
				\$	7,073.88
H.S.T.				\$	919.60
Total Balance Due				\$	7,993.48

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/5/2023	A.R.	0.25	Call to D. Lawson. Email correspondence with counsel and potential purchaser of Trailwinds property.
1/6/2023	A.R.	0.50	Review Marketing Studies. Call with N21.
1/11/2023	A.R.	0.25	Review N21 invoices and supporting documents; review and provide comments to D. Lawson.
1/12/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/18/2023	A.R.	0.50	Review file; prepare for trip to Florida. Review email correspondence from G. Marchant re: Arya Legacy – Roberson Road Plat. Review correspondence from Deputy Sheriff-Tim Homer re: trespass warning. Forward appraisal documents to Lawson Group.
1/19/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/22/2023	A.R.	1.25	Travel to Florida and to various properties.
1/23/2023	A.R.	1.50	Attendance in Florida; travel; visit sites. Meeting with Don Lawson. Email CBRE Proposal and wire confirmations to N21.
1/24/2023	A.P.	0.25	Bank reconciliations for December 2022.
1/24/2023	A.R.	0.75	Attendance In Florida; travel; visit sites. Review correspondence from Lawson Group re: Cost-In-Place Allocation & Capital Budgets.
1/25/2023	A.R.	1.50	Attendance in Florida; travel; visit various sites. Email correspondence to G. Marchant re: Cost-In-Place Allocation & Capital Budgets. Review various email correspondence re: State Annual Filing reports.
1/26/2023	A.R.	1.25	Attendance in Florida; travel; visit sites. Review various email correspondence re: State annual filing

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			reports. Call from P. Collins re: update on sale of properties.
1/27/2023	A.R.	1.00	Review and download photos of property. Return from Florida.
1/30/2023	A.P.	0.25	Receipt of GST/HST electronic information forms. GL print outs and review. Save forms to substate folder.
1/30/2023	A.R.	0.25	Email correspondence to Dentons re: request for forensic report; review file. Email correspondence with staff re: payment of S. Braverman invoice.
1/30/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/31/2023	A.R.	0.25	Review forensic report; email correspondence to counsel re: same. Call with Lawson Group. Call with M. Marchant and G. Marchant. Review balance sheets and allocation schedules. Email correspondence to Lawson Group re: Other Admin allocation schedules. Discussion with R. DaSilva re: allocation of Florida travel expenses. Email correspondence with B. Andrews re: update status of project.
1/31/2023	R.D.	0.75	Convert and type forensic use of funds schedules; forward to A. Rutman. Banking administration. Update Statement of Receipts and Disbursements. Review balance sheets and admin allocation schedules; prepare summary; forward to A. Rutman.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42675 - trailwinds jan 2023.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42689

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from February 1, 2023 to February 28, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.25 hours	@	\$700.00	per hour	\$	3,675.00
S. Marwaha	S.M.	7.75 hours	@	\$350.00	per hour	\$	2,712.50
A. Palmer	A.P.	1.50 hours	@	\$275.00	per hour	\$	412.50
R. DaSilva	R.D.	3.00 hours	@	\$265.00	per hour	\$	795.00
Total fees							\$ 7,595.00
Miscellaneous disbursements (copies, mail, etc.)							\$ 0.19
							\$ 7,595.19
H.S.T.							\$ 987.37
Total Balance Due							\$ 8,582.56

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/1/2023	A.R.	0.25	Email correspondence to counsel re: deadline for investment solicitation process and Hillmount extension. Email exchange with B. Andrews re: deadline on letters of intent. Email correspondence and call with Hillmount. Email correspondence with Lawson Group re: cost in place allocation and capital budgets. Email correspondence with investor re: update status. Forward Marketing Studies to G. Marchant and M. Marchant.
2/2/2023	A.R.	0.25	Email correspondence with staff re: reimbursement of travel expenses. Review documentation. Email correspondence to counsel re: draft Third Report to Creditors; review and amend. Email correspondence with counsel re: Hillmount and extension of LOI deadline; email to Hillmount re: same. Provide update to counsel for status hearing.
2/2/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/3/2023	A.P.	0.50	File HST returns, prepare respective tracking schedules in Excel re: all HST paid.
2/3/2023	A.R.	0.25	Review Proposal from Bessolo Design Group for the required revisions to their Ocoee construction and permit documents; email correspondence with D. Lawson re: same and Sunbiz Registration-Information Needed for Offering Memorandum. Email correspondence with counsel re: amendments to Third Report to Creditors. Email correspondence with Lawson Group re: scheduling of call.
2/6/2023	A.R.	0.50	Various email correspondence with Lawson Group re: documents provided; review of same and scheduling of call to discuss outstandings and Offering Memorandum. Review documentation. Email request for update status on various items. Review updated Statement of Receipts and Disbursements. Email with Hillmount re: LOI extension date. Email correspondence with G. Marchant re: Offering Memorandum. Review comments from counsel re:

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Third Report to Creditors. Email exchange with M. Marchant re: information request documents.
2/6/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
2/7/2023	A.P.	0.25	Consolidate email lists and email third report to creditors. Check email folder and send report re: updated email address.
2/7/2023	A.R.	0.25	Review and amend Third Report to Creditors; discussions with staff re: same. Email correspondence with counsel. Email correspondence to investor re: update status. Discussion with R. DaSilva re: amended Statement of Receipts and Disbursements; review same. Review update status from D. Lawson on various project issues. Review Draft Offering Memorandum and email correspondence from D. Lawson. Review N21 budget and payment schedule. Email exchange with First Capital re: insurance renewals.
2/7/2023	R.D.	0.50	Review file and N21 disbursements; amend Statement of Receipts and Disbursements; discussions with A. Rutman re: same and Third Report to Creditors.
2/8/2023	A.P.	0.25	Summerlin: Update investor's email in Ascend and e-list and advise investor.
2/8/2023	A.R.	0.50	Review draft marketing package and file documentation. Email exchange with G. Marchant re: scheduling of call to discuss Draft Offering Memorandum.
2/9/2023	A.R.	0.50	Conference call with G. Marchant and M. Marchant re: Offering Memorandum; review comments. Email correspondence to D. Lawson re: comments to Offering Memorandum. Review update from J. Irving re: status conference in US Chapter 15 Bankruptcy case. Review legal invoices. Review correspondence from M. Marchant re: Test Financial Models to N21 Offering Memorandum.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/14/2023	A.R.	0.50	Email correspondence and call with F. Ramirez of Lawson Group. Review Destin closing docs for survey and easement. Email correspondence with A. Palmer re: response to investor re: status of Trailwinds. Email correspondence with G. Marchant re: United Corporate Services.
2/16/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
2/17/2023	A.R.	0.25	Email correspondence with potential purchaser re: sale of properties; email contact to D. Lawson. Email correspondence with G. Marchant re: financial model.
2/21/2023	A.R.	0.50	Review forecast. Calls with staff and D. Lawson re: same. Email correspondence to counsel re: scheduling of call to discuss N21 request to retain Twisted Rock. Email various documents to D. Lawson re: OCOEE. Email correspondence to D. Lawson re: interested party.
2/21/2023	S.M.	1.25	Performed Analysis of Longleaf's Financial Model with comments and comparison analysis and drafted the excel worksheet and discussion with Allan R.
2/22/2023	A.R.	0.50	Call with counsel re: N21 request to retain Twisted Rock. Email exchange with B. Andrews re: Twisted Rock Agreement and engagement by N21. Review financial models; email correspondence with S. Marwaha re: same. Review comments from M. Marchant re: financial models. Email signed Twisted Rock Agreement to D. Lawson.
2/22/2023	S.M.	1.50	Performed analysis for Ocoee location for comparison of financial model
2/23/2023	A.R.	0.25	Discussion with S. Marwaha re: Longleaf Financial Model and review of schedules. Review various email correspondence re: filing of Florida annual filing reports. Review N21 invoices.

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/23/2023	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements.
2/23/2023	S.M.	1.25	Performed analysis of financial model for Longleaf for Senior Debt schedules and sources & uses among 4 versions and attended call with Allan R. to discuss the analysis: Drafted analysis of Destin location for comparison analysis of financial model.
2/24/2023	A.P.	0.25	Bank reconciliations for January 2023.
2/24/2023	A.R.	0.25	Review update from D. Lawson re: discussions with interested party and offer on Trailwinds. Review email correspondence from D. Lawson re: update on Offering Memorandum and Term Sheets. Review projections; meeting with S. Marwaha to discuss; email queries to Lawson Group.
2/24/2023	S.M.	1.50	Performed Analysis of financial model and comparison with previous version for Destin location: Drafted the comparison analysis worksheet for financial attributes of Longleaf for 4 versions of the financial models
2/27/2023	A.R.	0.25	Review draft Interim Receiver Statement; email correspondence with A. Palmer re: same. Review insurance notice renewal. Email exchange with G. Marchant re: update on D. Lawson update re: Offering Memorandum and Term Sheets.
2/27/2023	S.M.	1.50	Performed analysis for financial model for Ft Myers and made changes to the excel analysis for Longleaf.
2/28/2023	A.P.	0.25	Finalize 2nd Interim Statements of Receiver for signature and fax to OSB. Respond to A. Rutman's internal email re: status of HST filings.
2/28/2023	A.R.	0.25	Meeting with S. Marwaha re: review of schedules. Review N21 invoices and amounts outstanding for properties; prepare summary; discussions with R. DaSilva re: same. Email correspondence with D. Lawson re: invoices. Review correspondence from

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			D. Lawson re: update on term sheets. Email correspondence to Hillmount re: request for additional funds for Longleaf. Review correspondence from S. Marwaha re: analysis of financial models. Email correspondence with A. Palmer re: filing of HST returns.
2/28/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements. Review outstanding Lawson fees; prepare summary; discussion with A. Rutman.
2/28/2023	S.M.	0.75	Performed final amendments to analysis for financial model for Longleaf: Attended in person meeting with Allan R. to discuss the financial model analysis of the locations.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42689 - trailwinds feb 2023.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42700

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from March 1, 2023 to March 31, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.75 hours	@	\$700.00	per hour	\$	4,025.00
S. Marwaha	S.M.	19.00 hours	@	\$350.00	per hour	\$	6,650.00
A. Palmer	A.P.	0.25 hours	@	\$275.00	per hour	\$	68.75
R. DaSilva	R.D.	3.00 hours	@	\$265.00	per hour	\$	795.00
Total fees							\$ 11,538.75
Miscellaneous disbursements (copies, mail, etc.)							\$ 5.92
							\$ 11,544.67
H.S.T.							\$ 1,500.81
Total Balance Due							\$ 13,045.48

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/1/2023	A.R.	0.50	Email correspondence with Hillmount re: Longleaf advance. Review draw schedule. Review Term Sheets from BCF for debt and Menlo for equity; provide comments to D. Lawson. Review documents in N21 data room. Email correspondence with S. Marwaha re: financial models and term sheets. Email correspondence to G. Marchant re: Term Sheets and data room.
3/2/2023	S.M.	1.25	Analysis of term sheets received and setup of financial models per the term sheet's proposal for analysis.
3/3/2023	S.M.	1.50	Analysis of term sheets received and setup of financial models per the term sheet's proposal for analysis and in person discussion with A. Rutman regarding the details from term sheets and setup in financial model.
3/6/2023	A.R.	0.50	Meeting with S. Marwaha re: review of Legacy modelling term sheets. Email correspondence to D. Lawson re: wiring of funds. Review insurance invoices. Review FCCPC insurance renewal forms. Email correspondence to D. Lawson re: payment of invoices. Email exchange with D. Lawson re: update on amended terms sheets. Email exchange with G. Marchant re: term sheets.
3/6/2023	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements. Wire payments to N21. Review insurance renewal forms; forward to A. Rutman.
3/6/2023	S.M.	1.25	Attended in-person meeting with A. Rutman for discussion regarding financial model analysis: Drafted and plugged the terms and offerings from term sheet from BCF and MP for Destin into financial model and analysis of payout to sponsored equity and sent to A. Rutman for review.
3/7/2023	A.R.	0.25	Various email correspondence and meeting with S. Marwaha re: review of Legacy modelling term sheets.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Review documents. Email Trailwinds Annual Meeting agenda to G. Marchant. Call with G. Marchant re: term sheets.
3/7/2023	S.M.	1.25	Attended discussion with A. Rutman regarding financial model for Destin with details and offerings for term sheet from BCF and MP: Worked on financial models for changes to assumptions and terms of offer and modelling multiple versions per assumptions and discussion with A. Rutman: Drafted excel analysis for synopsis with changes from latest version for financial model for Destin from N21 Group and the finalized version by Zeifmans and sent to A. Rutman for review and discussion.
3/8/2023	A.R.	0.50	Review file and various documents; email correspondence and meeting with S. Marwaha re: review of financial models. Review update from D. Lawson re: term sheets and lenders. Email correspondence with G. Marchant re: update. Call from investor re: update.
3/8/2023	S.M.	1.50	Performed financial model analysis and investment analysis for models for Destin, Longleaf, Ocoee and Ft Myers and discussion with A. Rutman for analysis performed for models.
3/9/2023	A.R.	0.25	Review legal invoices. Email correspondence and meeting with S. Marwaha re: review of financial models and term sheets. Review data room documents and term sheets. Email correspondence with G. Marchant re: update and financial models.
3/9/2023	S.M.	1.00	Performance of analysis for payout financial analysis for Ocoee, Longleaf and Ft. Myers and sent to A. Rutman for review. Attended in-person meeting with A. Rutman for discussion of financial model analysis and next steps for analysis.
3/10/2023	A.R.	0.25	Review email correspondence from S. Marwaha re: updated financial models; discuss same.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/10/2023	S.M.	0.50	Amended the financial models for changes in financial attributes and sent to A. Rutman for review.
3/13/2023	A.R.	0.25	Review correspondence from D. Lawson re: Sword Capital LOI's for the acquisition of each of the five properties; review same. Email exchange re: scheduling of call to discuss. Email correspondence and discussions with S. Marwaha re: review of LOI and analysis of same. Various email exchange with G. Marchant re: LOI's received. Email correspondence to counsel re: LOI's received and scheduling of call to discuss.
3/13/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
3/13/2023	S.M.	0.75	Performed analysis of offerings from Sword Capital and sent analysis to A. Rutman for review.
3/14/2023	A.R.	0.25	Meeting with S. Marwaha re: review of documents and cashflow. Conference call with counsel. Call with purchaser. Email exchange with G. Marchant re: update.
3/15/2023	S.M.	0.25	Attended discussion call with A. Rutman and N21 Group as follow up and discussion & updates for the projects.
3/16/2023	A.P.	0.25	Bank Reconciliations for February 2023.
3/16/2023	A.R.	0.25	Call and email correspondence with G. Marchant re: update.
3/16/2023	R.D.	1.00	Banking administration. Update Statement of Receipts and Disbursements. Transcribe notes from A. Rutman's conversation with Don Lawson.
3/20/2023	A.R.	0.25	Call with G. Marchant re: update. Email correspondence to D. Lawson re: request for written update.

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/20/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
3/21/2023	A.R.	0.25	Various email correspondence with S. Marwaha re: review of documents and detailed analysis of source and use of funds; meeting to discuss same. Review schedules. Email exchange with investor re: update. Email correspondence with S. Marwaha re: forensic report.
3/21/2023	S.M.	1.00	Analysis of Forensic Reports and Bank statements and setup of excel worksheet with transaction to be reviewed: Attended discussion with A. Rutman regarding the analysis and the forensic report.
3/23/2023	S.M.	1.00	Performance of transaction review analysis for forensic report and relevant backup documentation.
3/24/2023	S.M.	1.50	Performance of transaction review analysis for bank transactions and relevant backup documentation.
3/27/2023	A.R.	0.50	Calls with creditors re: update. Review Don Lawson invoices and payment schedule; discussion with staff re: same. Email correspondence to D. Lawson re: request for further update and status report on entitlements. Review Trailwinds Financial Model; email correspondence to S. Marwaha re: same. Email Ft. Myers Receiver Certificate to Hillmount Capital for additional funding.
3/27/2023	R.D.	0.50	Review Don Lawson invoices; update summary of outstanding costs; prepare wire payments; discussion with A. Rutman re: remaining funds and additional funds required for Summerlin estate. Banking administration. Update Statement of Receipts and Disbursements.
3/27/2023	S.M.	0.75	Transaction review analysis and backups reconciliation for bank transactions: Review and analysis of financial model of Trailwinds.

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/28/2023	A.R.	0.50	Review updated Statement of Receipts and Disbursements. Draft Fourth Report to Creditors. Review Trailwinds financial model. Email correspondence with D. Lawson re: update.
3/28/2023	R.D.	0.25	Update Statement of Receipts and Disbursements.
3/28/2023	S.M.	1.00	Comparison analysis and excel analysis performed for financial model of Trailwinds: Transaction review analysis and reconciliation of backups and bank transactions.
3/29/2023	A.R.	0.50	Review correspondence from S. Marwaha re: Synopsis and payout analysis for Ocoee; call to discuss same and Trailwinds financial model. Review Hillmount Ft. Myers advance schedule; execute; email exchange re: scheduled advance. Email correspondence with Lawson Group re: civil engineer request for letter advising Receiver is authorized to sign for the corporation. Various email correspondence with counsel re: N21 status, creditors report and scheduling of call to discuss.
3/29/2023	S.M.	1.50	Attended in-person discussion with A. Rutman regarding the comparison and excel analysis for Trailwinds and next steps and payout analysis to be performed for each project. Drafted and setup of payout analysis for Ocoee and sent to A. Rutman for review. Performed transaction review analysis and reconciliation of bank transactions with backups.
3/30/2023	A.R.	0.50	Review and amend draft report to creditors. Review correspondence and schedules from S. Marwaha re: financial model and payout analysis. Review updates from D. Lawson. Review construction cost analysis. Email correspondence and call with G. Marchant. Call with D. Lawson re: update.
3/30/2023	S.M.	1.50	Performance of transaction review analysis and reconciliation of backups with bank transactions. Drafted excel analysis for comparison and analysis of construction costs for each project and sent to A.

Page 7

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Rutman for review. Drafted the excel analysis for payout analysis for each project with financial model and sent to A. Rutman for review.
3/31/2023	A.R.	0.25	Review revised proforma projections. Meeting with S. Marwaha re: review of payout analysis. Email draft creditors report to counsel.
3/31/2023	S.M.	1.50	Discussion with A. Rutman regarding payout analysis performed for each project and next steps. Performed transaction review analysis and reconciliation of bank transactions with backups.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42700 - trailwinds mar 2023.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES TRAILWINDS LP AND
LEGACY LIFESTYLES TRAILWINDS GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42710

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Trailwinds LP and Legacy Lifestyles Trailwinds GP Inc. from April 1, 2023 to April 30, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	4.75 hours @	\$700.00 per hour	\$	3,325.00
S. Marwaha	S.M.	7.50 hours @	\$350.00 per hour	\$	2,625.00
A. Palmer	A.P.	0.25 hours @	\$275.00 per hour	\$	68.75
R. DaSilva	R.D.	1.50 hours @	\$265.00 per hour	\$	397.50
Total fees				\$	6,416.25
Miscellaneous disbursements (copies, mail, etc.)				\$	35.21
				\$	6,451.46
H.S.T.				\$	838.69
Total Balance Due				\$	7,290.15

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/3/2023	A.R.	0.50	Conference call with counsel re: creditors report and N21 status. Review and amend report. Email correspondence with G. Marchant re: updated report and scheduling of call. Engaged in various email correspondence with counsel re: scheduling of motion. Various email exchange with Lawson Group re: Ft. Myers civil engineer requirement of letter re: Receiver's authorization to sign for corporation. Email exchange with counsel re: amended term sheet. Email correspondence with K. Kraft re: financing update.
4/3/2023	S.M.	0.25	Attended in person discussion with A. Rutman regarding the update and next steps on file: Research for available realtor firm in Florida region with Senior Housing specialization: Drafted and sent email to realtors to gather interest to provide listing services for the land parcels: Email Correspondence with D. Rice. from Colliers regarding confirmation of regions of properties and next steps.
4/4/2023	A.R.	0.25	Various email exchange with E. Rowe re: listing recommendations on the Florida properties. Review email correspondence from creditor re: query to Receiver's report and next steps. Email correspondence with G. Marchant re: equity efforts and appraised values. Email correspondence with counsel re: draft second report and matter re: approved fees.
4/5/2023	A.R.	0.25	Review legal invoices. Email exchange and call with G. Marchant re: queries to Hillmount Mortgage.
4/5/2023	S.M.	0.25	Sent follow up emails to realty brokerage firms regarding interest for services for listing of land parcels: Attended in person calls with representatives from Colliers and Senior Property Group - D. Greenberg to discuss the services for listings of land parcels and requested decks for next steps.
4/10/2023	A.R.	0.25	Review Don Lawson invoices; discussion with R. DaSilva re: same. Email correspondence with D.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Lawson re: update on Store Capital financing and request for backup of invoices. Email correspondence with G. Marchant re: scheduling of call to discuss Hillmount mortgage.
4/10/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements. Review Don Lawson invoices; discussion with A. Rutman re: same.
4/10/2023	S.M.	0.25	Attended call and left voicemail for a creditor enquiry per request and correspondence with A. Rutman for the query submitted and response sent: Email Correspondence with J. Skalko from JLL regarding scheduling a meeting to discuss the background of assignment and next steps.
4/11/2023	A.R.	0.75	Email correspondence and call with E. Rowe of CBRE re: update on Florida properties and request for updated proposal. Email correspondence with G. Marchant re: investor and potential purchaser of five properties and call to discuss same. Various email exchange and call with S. Marwaha re: update status on obtaining various proposals re: sale of properties and data room. Email correspondence with Lawson Group re: building, civil engineer and interior design plans; review links. Email correspondence and conference call with counsel re: matters relating to realtor proposals. Review Sword Capital LOI's. Email correspondence to counsel re: Twisted Rock Agreement.
4/11/2023	R.D.	0.25	Email correspondence with D. Falcone re: interest charge discrepancy in Ocoee and Summerlin.
4/11/2023	S.M.	0.50	Review of data site for any updated material for projects by N21 Group and email correspondence with A. Rutman regarding update on correspondence with real estate brokers in Florida: Reminder email correspondence with real estate brokers to invite interest for listing services for land parcels and email correspondence with A. Rutman regarding the updates: Attended call and email correspondence with

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			J. Skalko. from JLL for discussion of background of file, task and next steps: Email Correspondence with D. Greenberg. regarding their next steps and invitation for proposal: Email Correspondence with K. Carriero. from Colliers for reminder email to gather interest for listing services for land parcels in Florida: Attended call with A. Rutman for updates on the correspondence with real estate brokers and next steps: Email Correspondence with J. Bantel. from JLL regarding next steps and request deck for proposal for listing services: Email correspondence with D. Greenberg. to provide the request land parcels description and information for assessment per request.
4/12/2023	S.M.	0.75	Analysis and review of LOI from Sword Capital and drafted excel analysis for each project for comparison analysis for payout analysis for sponsor equity holders and sent to A. Rutman for review with comments and analysis.
4/13/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/13/2023	S.M.	0.75	Analysis for Payout analysis for Sponsor equity holders for in case of option for non-exercising of purchase option by Sword Capital for each project with analysis and drafted comments for analysis.
4/14/2023	A.R.	0.75	Engaged in various email correspondence and call with G. Marchant re: Hillmount mortgage payout, potential investor, court approval process and file update. Review various correspondence with S. Marwaha and realtors re: various information for listing proposals. Email correspondence with Colliers re: request for listing proposal and information to be provided. Review analysis and email correspondence from S. Marwaha re: Sword Capital LOI's. Email correspondence to D. Lawson re: comments to Sword Capital LOI. Review draft second report and motion materials; email correspondence with counsel re:

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			same. Email correspondence with CBRE re: updated plans and materials for properties.
4/14/2023	S.M.	0.25	Review of queries from A. Rutman for the LOI Analysis and drafted response with comments to analysis and sent to A. Rutman via email.
4/14/2023	S.M.	0.75	Review and setup of updated plans and materials files for each project on sharefile and sent to CBRE via Sharefile and email correspondence with CBRE for confirmation: Attended call with A. Rutman regarding the package for each file to be sent to CBRE for projects and sent the documents for review via sharefile link: Email with CBRE, JLL and Senior Property Group for discussion of potential task for listing services for land parcels: Reviewed the LOI from Sword Capital and listed the information required for completed assessment and sent to A. Rutman for review via email: Email Correspondence with Colliers Toronto team and sent the information for land parcels for review and assessment for task: Review and extraction of project summary for Legacy from memorandum prepared by N21 Group and send to A. Rutman for review: Sent the project summary for Legacy to each of the real estate broker in consideration for their assessment and next steps for the assignment.
4/17/2023	A.P.	0.25	March 2023 Bank Reconciliations. Legacy Lifestyles Ocoee LP: Received and read CRA audit letter re: the Feb 11, 2022 to Dec 31, 2022 period for HST. Discuss with A. Rutman. Called CRA agent and left voice message to confirm receipt of their letter and that we are working on providing the information.
4/17/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/17/2023	S.M.	0.75	Attended Calls with A. Rutman and JLL, Lee & Associates and Senior Property Group for discussion for background and quotes for listing services for land parcels in Florida: Email Correspondence with JLL

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			and Lee & Associates for draft NDA copy for review and completion to send the additional documentation and information for land parcels in Florida.
4/18/2023	A.R.	0.25	Email correspondence with G. Marchant re: Don Lawson engagement, potential investor, Hillmount payout and listing agents; email correspondence with counsel re: same. Review draft letter to CRA re: Ocoee audit; provide comments to A. Palmer. Various email correspondence with counsel re: scheduling of motion. Review notes from conversation with D. Lawson.
4/18/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/18/2023	S.M.	0.25	Email Correspondence with J. Bantel. regarding review of NDA from Lee & Associated and sent secured email to Lee & Associates for additional information and documentation for land parcels in Florida.
4/19/2023	A.R.	0.25	Email correspondence with G. Marchant re: motion record and scheduled court date.
4/20/2023	A.R.	0.25	Review email correspondence from D. Lawson re: discrepancy in outstanding payments. Review invoices; draft response. Various email correspondence with S. Marwaha re: NDA's for JLL, CBRE and Lee & Associates; as well as discussions re: documents for potential purchasers in data room.
4/20/2023	S.M.	1.25	Reviewed the NDA copy from CBRE and sent secure mail from sharefile with documentations for land parcels to CBRE: Email Correspondence with A. Rutman for signed NDA's from Realtor and discussion regarding setup of data room with documentation and information to be shared with prospective purchasers: Setup of sharefile folders and data to be setup for sharing with prospective purchasers for land parcels in Florida

Page 7

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/21/2023	A.R.	0.25	Email correspondence to D. Lawson re: discrepancy in outstanding amounts on N21 invoices. Email correspondence and discussion with S. Marwaha re: realty taxes on five properties and data room documents to be shared with potential purchasers. Email correspondence with E. Rowe re: update on proposal and court hearing.
4/21/2023	S.M.	0.50	Compiled Documents for data room for land parcels to be shared with prospective purchasers and attended discussion with A. Rutman and review documents shared for 2nd set of documents for land parcels.
4/24/2023	A.R.	0.25	Call with CBRE. Email correspondence with S. Marwaha re: update on proposals from realtors. Reviewed and engaged in various email correspondence with counsel re: draft outline for the sale process. Review CBRE proposal; email correspondence to counsel re: same.
4/24/2023	S.M.	0.50	Compilation of documentation and information per review for setup of data site for prospective purchasers; E-mail Correspondence with J. Bantel. from JLL and J. Skalko. from regarding the timeline to receive the proposal and update sent to A. Rutman via email.
4/26/2023	A.R.	0.25	Call and email correspondence with G. Marchant re: update on various matters.
4/27/2023	A.R.	0.25	Various email exchange with G. Marchant re: update on Don Lawson and term sheets; forward term sheets. Various email correspondence with Colliers re: listing proposal and non-disclosure agreement required; email correspondence with S. Marwaha re: same. Review correspondence re: Delaware State tax due.
4/27/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
4/27/2023	S.M.	0.25	Email correspondence with copy of NDA to J. Shames from Colliers.

Page 8

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/28/2023	S.M.	0.25	Email correspondence with J. Shames for amendment to be made for NDA and email correspondence with J. Skalko. from JLL regarding the broker's opinion of value sent and timeline for proposal for services.
4/30/2023	A.R.	0.25	Email correspondence with G. Marchant re: investors request for information package and signing of Non-Disclosure Agreement. Email correspondence with Colliers re: update on listing proposal and expected timing. Email correspondence to interested party.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\trailwinds\invoice 42710 - trailwinds april 2023.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42619

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from September 1, 2022 to September 30, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	7.50 hours @	\$685.00 per hour	\$	5,137.50
A. Palmer	A.P.	2.00 hours @	\$250.00 per hour	\$	500.00
R. DaSilva	R.D.	3.00 hours @	\$240.00 per hour	\$	720.00
Total fees				\$	6,357.50
Miscellaneous disbursements (copies, mail, etc.)				\$	5.16
				\$	6,362.66
H.S.T.				\$	827.15
Total Balance Due				\$	7,189.81

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/1/2022	A.R.	0.25	Email correspondence and call with Y. Levinson re: term sheet and additional borrowing. Call with previous co-developer of Don Lawson in a senior care facility for reference; review transcribed notes of call.
9/6/2022	A.R.	0.50	Review revised report; email correspondence with counsel re: same. Email exchange with G. Marchant re: updated report and queries from investors. Email correspondence with counsel re: amended term sheet. Review correspondence from F. Tayar re: amended term sheet. Email correspondence with counsel re: report to court; updated Statement of Receipts and Disbursements and Affidavit of Fees.
9/7/2022	A.R.	0.50	Various email correspondence with counsel re: amendments to court report. Email correspondence and call with G. Marchant re: upcoming motion. Email exchange with counsel re: developer and success fee agreements. Review correspondence from Hillmount re: amended term sheet. Email correspondence to B. Andrews re: signing of Twisted Rock Agreement. Email correspondence to D. Lawson re: signing of agreement. Email correspondence with counsel re: comments to N21 agreement.
9/8/2022	A.R.	0.75	Various email correspondence with counsel re: draft report, court order and motion; review revisions. Review updated Statement of Receipts and Disbursements and Affidavit of Fees. Discussions with staff. Call with D. Lawson. Email correspondence with D. Lawson re: Capital Sourcing Agreement and Milestone revisions to Development Agreement; email correspondence to counsel re: same. Email correspondence with staff re: payment of US legal fees and outstanding Dentons Canada legal fees. Matters re: The South Florida Water Management District Permit Application Submittal. Review correspondence from G. Marchant re: Dentons statements and summary results from the Q4 2021 vote regarding the original Lawson term sheets.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/8/2022	R.D.	1.25	Update Statement of Receipts and Disbursements. Prepare Affidavit of Fees. Banking administration.
9/9/2022	A.P.	0.25	August 2022 bank reconciliations. Data room set up.
9/9/2022	A.R.	0.50	Review Motion Record material; review amended documents; engaged in various email correspondence with Dentons Canada re: same. Review Florida South Water permit documents; email correspondence re: outstanding fee. Various email correspondence with counsel re: amendments to N21, Twisted Rock and Development Services Agreement.
9/12/2022	A.P.	1.00	Work on organizing five Legacy email service lists in anticipation of sending out emails concerning data room access to only those investors not represented by legal counsel. Upload various documents to the data room. Grant access to interested party on receipt of the executed Confidentiality and Non-Disclosure Agreement.
9/12/2022	A.R.	1.00	Email correspondence and call with D. Lawson re: N21 Agreement; review revised Agreement; email same to counsel. Email correspondence with counsel re: draft correspondence to investors re: Motion for approval of certain agreements in respect of the development of the Projects and an increase in borrowing. Review correspondence from Greg Roberts re: queries to Receiver and examination; email correspondence with counsel re: response. Email correspondence with A. Palmer re: data room. Email correspondence to Bill Prysi re: Florida water permit; email correspondence and call with South Florida Water re: permit. Email correspondence to CBRE re: update on court hearing. Email correspondence with G. Marchant re: correspondence to be sent to investors re: Receiver's Motion. Conference call with counsel.
9/12/2022	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/13/2022	A.P.	0.25	Finalize list of investors to receive email re: access to data room and send out email drafted by receiver's legal counsel to said investors. Email request from M. Katzman requesting access to data room. Responded to M. Katzman's email by sending him the Confidentiality and Non-Disclosure Agreement to sign.
9/13/2022	A.R.	0.50	Email correspondence to D. Lawson re: revised N21 Agreement. Call with D. Lawson. Email correspondence to Farley Cohen re: execution of Confidentiality Agreement; email correspondence with counsel re: same. Email correspondence with counsel re: Twisted Rock Agreement. Email correspondence with staff re: posting of CBRE appraisals and proposals to data site; review email correspondence from G. Roberts and counsel re: same.
9/13/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
9/14/2022	A.R.	0.75	Email correspondence with G. Marchant re: correspondence to be sent to investors. Review Receiver Factum. Email correspondence with counsel re: G. Marchant Affidavit and Confidentiality Agreement to be signed by Inspector. Email exchange with Bill Prysi re: South Florida Water permit documents. Various email exchange with counsel re: Inspector's mandate. Email correspondence with B. Andrews re: Twisted Rock Agreement.
9/15/2022	A.P.	0.25	Review email from investor and respond to internal email query regarding same.
9/15/2022	A.R.	0.50	Email exchange with A. Palmer re: various investors on creditor list. Review comments from Dentons Canada and F. Tayar re: Motion Record and term sheet. Call with B. Andrews; email correspondence to counsel re: update on Twisted Rock Agreement. Email correspondence with counsel re: scheduling of

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			conference call. Review correspondence from G. Marchant re: current investment repatriation per ACC and DPG Q4 2021 Offers to Finance all 5 Projects.
9/16/2022	A.R.	0.50	Review numerous email correspondence from Dentons and F. Tayar with respect to matters re: US recognition order for the increased amount. Review comments from F. Tayar re: amended term sheet. Reviewed and engaged in various email correspondence re: Supplemental Report; finalize and execute. Email exchange with K. Kraft re: amended term sheet, title insurer not requiring court attendance for additional borrowing and Hillmount position. Review Amended Twisted Rock Agreement.
9/19/2022	A.P.	0.25	Assist with analysis of investors with respect to matters detailed in report to creditors.
9/19/2022	A.R.	0.75	Review and execute Second Supplement Report; various email correspondence with counsel re: amendments. Email correspondence with counsel re: creditors support of Receiver's recommendation. Review email correspondence from various counsel re: Receiver's motion and creditor support. Review Greg Roberts Motion Record; email correspondence and call with counsel to discuss same. Email correspondence with Inspector re: scheduling of call to discuss Confidentiality Agreement. Email correspondence with G. Marchant re: creditor support and comments to Inspector Report. Conference call with counsel. Review correspondence from D. Lawson re: potential operators of pre-construction services. Email correspondence from various creditors in support of Receiver's recommendation.
9/20/2022	A.R.	0.50	Email exchange with Bill Prysni re: retrieval of file on Ft. Myers South Florida water permit. Various email correspondence with counsel with Motion and email correspondence from creditors re: Receiver's recommendation. Review email correspondence from various counsel re: proposed language for Justice

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Kimmel's endorsement in respect of sealed Appendix of the Receiver's First Report.
9/21/2022	A.R.	0.25	Conference call with Inspector. Various calls and correspondence.
9/26/2022	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
9/29/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
9/30/2022	A.R.	0.25	Email correspondence to D. Lawson and G. Marchant re: update on court approval. Review Endorsement and Order; email correspondence with counsel re: next steps.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\loccee\invoice 42619 - occee sept 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42628

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from October 1, 2022 to October 31, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.00 hours @	\$700.00 per hour	\$	3,500.00
A. Palmer	A.P.	0.50 hours @	\$275.00 per hour	\$	137.50
R. DaSilva	R.D.	1.75 hours @	\$265.00 per hour	\$	463.75
Total fees				\$	4,101.25
Miscellaneous disbursements (copies, mail, etc.)				\$	3.17
				\$	4,104.42
H.S.T.				\$	533.57
Total Balance Due				\$	4,637.99

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/3/2022	A.R.	0.50	Review updated Statement of Receipts and Disbursements. Estimate costs for additional funding required. Calls and email correspondence to S. Straus re; Ontario court approval and whether US Court recognition is required. Engaged in various email correspondence with potential purchaser of Trailwinds; email correspondence to counsel re: comments.
10/3/2022	R.D.	0.25	Prepare summary of funds required re: Hillmount advance; discuss with A. Rutman.
10/4/2022	A.R.	0.25	Email exchange with potential purchaser of Trailwinds and estimated sale price; email correspondence with K. Kraft re: same. Email correspondence with counsel re: payment of Dentons US invoices.
10/5/2022	A.P.	0.25	September 2022 bank reconciliations.
10/6/2022	A.R.	0.25	Call with investor re: update on court approval and next steps. Review correspondence from Enterprise Title re: draft Mortgage Modification documents for 401 Beach Drive; email exchange with S. Straus re: scheduling of call to discuss same; forward documents to counsel for comments. Email correspondence with Dentons re: estimate to obtain recognition order. Email correspondence to B. Andrews re: update on court approval and borrowing.
10/10/2022	A.R.	0.25	Email correspondence to B. Pysi re: update on Ft. Myers permit documents.
10/13/2022	A.R.	0.25	Review email correspondence from Dentons re: comments to Destin Mortgage documents; email exchange re: signing of documents. Review email correspondence from B. Pysi and Dean Martin re: Ft. Myers water permit matter; email correspondence to G. Marchant re: same. Email correspondence to counsel re: outstanding US legal invoice. Email

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			correspondence with staff re: account balances, transfer of funds and payment of professional fees.
10/13/2022	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
10/14/2022	A.R.	0.25	Email correspondence with B. Pysi and D. Martin re: Ft. Myers water permit documents and response to South Florida Water.
10/17/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/18/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/19/2022	A.R.	0.75	Email correspondence to B. Pysi re: status of response to South Florida Water re: Fort Myers permit. Review Mortgage documents for signature from Enterprise Title; email correspondence with counsel re: same. Email correspondence to Enterprise Title re: signing of documents. Email correspondence to J. Cordova re: amendments to mortgage documents. Email correspondence and call with S. Straus.
10/20/2022	A.R.	0.25	Call with Y. Levinson. Call with B. Pysi. Email correspondence to S. Straus re: F. Tayar reaching out to Braverman to review documents and update on G. Marchant signing documents. Various email correspondence with counsel and Enterprise Title re: signing of documents and notary and witness signatures.
10/20/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/24/2022	A.P.	0.25	Follow up email to W. Rueger at CRA for the HST Information filing forms. Advised that HST forms should go out late November 2022. Call from RBC re: outstanding response to our March 2022 and follow up letters. Receipt of statements for all 5

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			accounts. Bank drafts to follow re: balances remaining in 4 of the 5 accounts.
10/24/2022	A.R.	0.25	Review Trailwinds tax bill; email correspondence with staff re: payment of same. Email correspondence and discussion with staff re: Receiver's Certificates' review and execute; forward same to Hillmount Capital. Email correspondence to D. Lawson and B. Andrews re: update on Legacy projects and court approval.
10/25/2022	A.R.	0.50	Review various email correspondence from Enterprise Title and Dentons Canada re: Modification of Legacy Mortgage and Zeifman representations documents. Email correspondence and call with Enterprise Title re: settlement fees; legal and title. Email correspondence with counsel re: comments to documents. Review correspondence from S. Braverman and S. Straus. Email correspondence re: closing documents to be sent to G. Marchant for signing. Email correspondence to South Florida Water re: Ft. Myers permit outstanding information submitted by B. Pysi.
10/26/2022	A.R.	0.50	Various calls to S. Straus. Engaged in numerous email correspondence with J. Cordova, S. Straus, F. Tayar, Dentons Canada and Hillmount Capital re: mortgage documents and Receiver Representations. Review Mortgage documents; email correspondence with S. Straus re: same. Email correspondence with Dentons Canada re: Borrower Representation documents. Email correspondence with J. Irving of Dentons US to schedule call to discuss fees. Review correspondence from D. Lawson re: Development Services Agreement for each project.
10/27/2022	A.R.	0.50	Engaged in various email correspondence and calls to Enterprise Title re: additional borrowing and title and legal fees. Review settlement statements. Discussion and email correspondence with staff re: transfer of funds in preparation for wire to Enterprise Title. Various calls with S. Straus, J. Cordova, Dentons

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Canada and Y. Levinson. Review email correspondence from F. Tayar re: comments to closing documents; review comments from Dentons Canada and Enterprise Title. Email correspondence with G. Marchant re: signing of documents.
10/27/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
10/28/2022	A.R.	0.25	Review correspondence from J. Cordova re: documents to be signed by Hillmount.
10/31/2022	A.R.	0.25	Email correspondence with Hillmount re: signing of lender documents. Email correspondence with J. Cordova re: signing of mortgage documents and closing. Review final N21 agreements. Email correspondence with counsel re: development agreements.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\loccee\invoice 42628 - occee oct 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42639

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from November 1, 2022 to November 30, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	2.50 hours @	\$700.00 per hour	\$	1,750.00
A. Palmer	A.P.	0.75 hours @	\$275.00 per hour	\$	206.25
R. DaSilva	R.D.	2.50 hours @	\$265.00 per hour	\$	662.50
Total fees					\$ 2,618.75
Miscellaneous disbursements (copies, mail, etc.)					\$ 10.92
					\$ 2,629.67
H.S.T.					\$ 341.86
Total Balance Due					\$ 2,971.53

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/1/2022	A.R.	0.25	Review file and N21 and Twisted Rock Agreements; email correspondence with counsel re: final versions. Email correspondence with J. Cordova re: closing.
11/3/2022	A.R.	0.25	Call and email correspondence to Hillmount re: funding. Engaged in email correspondence with Dentons Canada re: potential purchaser of Trailwinds and offer received. Review email correspondence from K. Kraft and M. Katzman re: potential purchaser of Trailwinds and seeking instructions from M. Katzman.
11/3/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/7/2022	A.P.	0.25	Receipt of 4 non-descript bank drafts from RBC converted from USD to CAD. Email bank for final related documentation. Email query from interested party for an update.
11/7/2022	A.R.	0.50	Engaged in numerous email correspondence and calls with Hillmount Capital re: finalizing additional funding; review advance schedules; discussions with R. DaSilva re: same. Email correspondence with J. Irving re: scheduling of call to discuss fees. Email correspondence with D. Lawson re: wiring of retainer.
11/7/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/8/2022	A.R.	0.25	Numerous email correspondence with Hillmount Capital re: additional borrowing; various email correspondence with R. DaSilva re: wire payment to N21 and receipt of Hillmount funds. Email N21 agreements to D. Lawson. Email Twisted Rock agreement to B. Andrews; email correspondence to counsel re: same. Call with J. Irving re: fee quote. Review Lingleaf property tax bill; email exchange with R. DaSilva re: same.
11/8/2022	R.D.	0.50	Various banking administration re: receipt of Hillmount advance, wire payment to N21 re:

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Developer fee, update Ascend and Statement of Receipts and Disbursements. Call to Pasco County re: wire instructions for Longleaf taxes. Email correspondence with Hillmount. Email correspondence and discussion with A. Rutman re: US legal fees.
11/9/2022	A.R.	0.25	Email correspondence and call with G. Marchant re: update on funding and D. Lawson. Email correspondence and scheduling of call with D. Lawson. Email correspondence with Hillmount Capital re: wiring of funds.
11/10/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/11/2022	A.P.	0.25	October 2022 bank reconciliations.
11/13/2022	A.R.	0.25	Review file in preparation for conference call with D. Lawson.
11/14/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/15/2022	A.R.	0.25	Review email correspondence from D. Lawson re: market research proposal and retainer. Email correspondence with staff re: wire payment of retainer. Email correspondence with G. Marchant. Review US legal invoice.
11/15/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/28/2022	A.P.	0.25	Destin; Tradewinds; Ocoee and Longleaf: Prepared deposit forms re: residual converted funds from accounts.
11/28/2022	A.R.	0.25	Review travel arrangements. Review email correspondence from D. Lawson re: Summerlin, OCOEE, Destin and Longleaf: Executed Distinctive Living Pre-Development Proposal and scheduling of meeting in Florida in January. Email correspondence

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			with G. Marchant re: potential purchaser of Trailwinds.
11/28/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
11/29/2022	A.R.	0.25	Review Destin tax bill; email correspondence with R. DaSilva re: payment of same. Discussion with R. DaSilva re: travel arrangements and costs.
11/29/2022	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\lococoe\invoice 42639 - ococoe nov 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42649

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from December 1, 2022 to December 31, 2022.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	1.75 hours @	\$700.00 per hour	\$	1,225.00
A. Palmer	A.P.	0.25 hours @	\$275.00 per hour	\$	68.75
R. DaSilva	R.D.	1.25 hours @	\$265.00 per hour	\$	331.25
Total fees				\$	1,625.00
Miscellaneous disbursements (copies, mail, etc.)				\$	50.22
				\$	1,675.22
H.S.T.				\$	217.78
Total Balance Due				\$	1,893.00

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/1/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/2/2022	A.R.	0.50	Forward various OCOEE files to D. Lawson.
12/4/2022	A.R.	0.25	Email correspondence with G. Marchant re; obtaining architect drawings on Ocoee.
12/5/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/6/2022	A.R.	0.25	Review file re: OCOEE Architect drawings; email correspondence with D. Lawson re: same. Email correspondence to South Water Florida re: permit application and information request; email correspondence to B. Prysni re: same.
12/6/2022	R.D.	0.25	Review file for architect drawings; forward to D. Lawson. Banking administration. Update Statement of Receipts and Disbursements. Submit South Water RAI Response.
12/8/2022	A.R.	0.25	Email correspondence with R. DaSilva re: two permits with South Florida Water; review permits. Correspondence to South Florida Water re: request for extension. Review permit received; email same to B. Prysni. Email correspondence with D. Lawson re: scheduling of call. Email correspondence with counsel re: forwarding Trailwinds offer to M. Katzman.
12/12/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/13/2022	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
12/14/2022	A.P.	0.25	Bank reconciliations for November 2022.
12/16/2022	A.R.	0.25	Email correspondence to D. Lawson re: update.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/30/2022	A.R.	0.25	Review current invoices from Don Lawson.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\loccee\invoice 42649 - ocoee december 2022.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42677

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from January 1, 2023 to January 31, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	9.25 hours @	\$700.00 per hour	\$	6,475.00
A. Palmer	A.P.	0.50 hours @	\$275.00 per hour	\$	137.50
R. DaSilva	R.D.	1.50 hours @	\$265.00 per hour	\$	397.50
Total fees				\$	7,010.00
Miscellaneous disbursements (copies, mail, etc.)				\$	63.88
				\$	7,073.88
H.S.T.				\$	919.60
Total Balance Due				\$	7,993.48

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/5/2023	A.R.	0.25	Call to D. Lawson. Email correspondence with counsel and potential purchaser of Trailwinds property.
1/5/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/6/2023	A.R.	0.25	Review Marketing Studies. Call with N21.
1/11/2023	A.R.	0.25	Review N21 invoices and supporting documents; review and provide comments to D. Lawson.
1/12/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/16/2023	A.P.	0.25	Review and respond to email from A. Rutman re: HST return filings. Follow up email to W. Rueger at CRA for corrected HST Information Filing forms (Company names on papers received is incorrect).
1/17/2023	A.R.	0.25	Email correspondence with Lawson Group re: updated Offering Memorandum. Email correspondence re: Okaloosa permission to issue no trespassing warnings.
1/18/2023	A.R.	0.25	Review file; prepare for trip to Florida. Review email correspondence from G. Marchant re: Arya Legacy – Roberson Road Plat. Review correspondence from Deputy Sheriff-Tim Homer re: trespass warning. Forward appraisal documents to Lawson Group.
1/19/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/20/2023	A.R.	0.25	Review various correspondence re: Annual Report Filing Notices.
1/22/2023	A.R.	1.25	Travel to Florida and to various properties.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/23/2023	A.R.	1.50	Attendance in Florida; travel; visit sites. Meeting with Don Lawson. Email CBRE Proposal and wire confirmations to N21.
1/24/2023	A.P.	0.25	Bank reconciliations for December 2022.
1/24/2023	A.R.	0.75	Attendance In Florida; travel; visit sites. Review correspondence from Lawson Group re: Cost-In-Place Allocation & Capital Budgets.
1/25/2023	A.R.	1.25	Attendance in Florida; travel; visit various sites. Email correspondence to G. Marchant re: Cost-In-Place Allocation & Capital Budgets. Review various email correspondence re: State Annual Filing reports.
1/26/2023	A.R.	1.50	Attendance in Florida; travel; visit sites. Review various email correspondence re: State annual filing reports. Call from P. Collins re: update on sale of properties.
1/27/2023	A.R.	0.75	Review and download photos of property. Return from Florida.
1/29/2023	A.R.	0.25	Review various email correspondence re: State annual filing reports; forward to R. DaSilva for payment.
1/30/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
1/31/2023	A.R.	0.50	Review forensic report; email correspondence to counsel re: same. Call with Lawson Group. Call with M. Marchant and G. Marchant. Review balance sheets and allocation schedules. Email correspondence to Lawson Group re: Other Admin allocation schedules. Discussion with R. DaSilva re: allocation of Florida travel expenses. Email correspondence with B. Andrews re: update status of project.
1/31/2023	R.D.	0.50	Convert and type forensic use of funds schedules; forward to A. Rutman. Banking administration. Update Statement of Receipts and Disbursements.



Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Review balance sheets and admin allocation schedules; prepare summary; forward to A. Rutman.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42687

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from February 1, 2023 to February 28, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.50 hours @	\$700.00 per hour	\$	3,850.00
S. Marwaha	S.M.	7.50 hours @	\$350.00 per hour	\$	2,625.00
A. Palmer	A.P.	1.50 hours @	\$275.00 per hour	\$	412.50
R. DaSilva	R.D.	2.75 hours @	\$265.00 per hour	\$	728.75
Total fees					\$ 7,616.25
Miscellaneous disbursements (copies, mail, etc.)					\$ 0.18
					\$ 7,616.43
H.S.T.					\$ 990.14
Total Balance Due					\$ 8,606.57

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/1/2023	A.R.	0.50	Email correspondence to counsel re: deadline for investment solicitation process and Hillmount extension. Email exchange with B. Andrews re: deadline on letters of intent. Email correspondence and call with Hillmount. Email correspondence with Lawson Group re: cost in place allocation and capital budgets. Email correspondence with investor re: update status. Forward Marketing Studies to G. Marchant and M. Marchant.
2/2/2023	A.R.	0.25	Email correspondence with staff re: reimbursement of travel expenses. Review documentation. Email correspondence to counsel re: draft Third Report to Creditors; review and amend. Email correspondence with counsel re: Hillmount and extension of LOI deadline; email to Hillmount re: same. Provide update to counsel for status hearing.
2/2/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/3/2023	A.P.	0.50	File HST returns, prepare respective tracking schedules in Excel re: all HST paid.
2/3/2023	A.R.	0.25	Review Proposal from Bessolo Design Group for the required revisions to their Ocoee construction and permit documents; email correspondence with D. Lawson re: same and Sunbiz Registration-Information Needed for Offering Memorandum. Email correspondence with counsel re: amendments to Third Report to Creditors. Email correspondence with Lawson Group re: scheduling of call.
2/6/2023	A.R.	0.25	Various email correspondence with Lawson Group re: documents provided; review of same and scheduling of call to discuss outstandings and Offering Memorandum. Review documentation. Email request for update status on various items. Review updated Statement of Receipts and Disbursements. Email with Hillmount re: LOI extension date. Email correspondence with G. Marchant re: Offering Memorandum. Review comments from counsel re:

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Third Report to Creditors. Email exchange with M. Marchant re: information request documents.
2/6/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/7/2023	A.P.	0.50	Consolidate email lists and email third report to creditors. Check email folder and send report re: updated email address.
2/7/2023	A.R.	0.50	Review and amend Third Report to Creditors; discussions with staff re: same. Email correspondence with counsel. Email correspondence to investor re: update status. Discussion with R. DaSilva re: amended Statement of Receipts and Disbursements; review same. Review update status from D. Lawson on various project issues. Review Draft Offering Memorandum and email correspondence from D. Lawson. Review N21 budget and payment schedule. Email exchange with First Capital re: insurance renewals.
2/7/2023	R.D.	0.50	Review file and N21 disbursements; amend Statement of Receipts and Disbursements; discussions with A. Rutman re: same and Third Report to Creditors.
2/8/2023	A.R.	0.50	Review draft marketing package and file documentation. Email exchange with G. Marchant re: scheduling of call to discuss Draft Offering Memorandum.
2/9/2023	A.R.	0.25	Conference call with G. Marchant and M. Marchant re: Offering Memorandum; review comments. Email correspondence to D. Lawson re: comments to Offering Memorandum. Review update from J. Irving re: status conference in US Chapter 15 Bankruptcy case. Review legal invoices. Review correspondence from M. Marchant re: Test Financial Models to N21 Offering Memorandum.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/13/2023	A.R.	0.25	Email correspondence to D. Lawson re: N21 executed agreements. Review D. Lawson comments re: Offering Memorandum; review document.
2/14/2023	A.R.	0.25	Email correspondence and call with F. Ramirez of Lawson Group. Review Destin closing docs for survey and easement. Email correspondence with A. Palmer re: response to investor re: status of Trailwinds. Email correspondence with G. Marchant re: United Corporate Services.
2/16/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
2/17/2023	A.R.	0.25	Email correspondence with potential purchaser re: sale of properties; email contact to D. Lawson. Email correspondence with G. Marchant re: financial model.
2/20/2023	A.R.	0.25	Review email correspondence from D. Lawson re: update on Offering Memorandum and engaging Twisted Rock to continue sourcing of capital to obtain Term Sheets. Review documents uploaded to data room by D. Lawson; email correspondence to G. Marchant and M. Marchant re: same.
2/21/2023	A.R.	0.25	Review forecast. Calls with staff and D. Lawson re: same. Email correspondence to counsel re: scheduling of call to discuss N21 request to retain Twisted Rock. Email various documents to D. Lawson re: OCOEE. Email correspondence to D. Lawson re: interested party.
2/21/2023	R.D.	0.25	Banking administration. Update Statement of Receipts and Disbursements.
2/21/2023	S.M.	1.50	Performed Analysis of Longleaf's Financial Model with comments and comparison analysis and drafted the excel worksheet and discussion with Allan R.
2/22/2023	A.R.	0.50	Call with counsel re: N21 request to retain Twisted Rock. Email exchange with B. Andrews re: Twisted Rock Agreement and engagement by N21. Review

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			financial models; email correspondence with S. Marwaha re: same. Review comments from M. Marchant re: financial models. Email signed Twisted Rock Agreement to D. Lawson.
2/22/2023	S.M.	1.50	Performed analysis for Ocoee location for comparison of financial model
2/23/2023	A.R.	0.25	Discussion with S. Marwaha re: Longleaf Financial Model and review of schedules. Review various email correspondence re: filing of Florida annual filing reports. Review N21 invoices.
2/23/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements.
2/23/2023	S.M.	1.25	Performed analysis of financial model for Longleaf for Senior Debt schedules and sources & uses among 4 versions and attended call with Allan R. to discuss the analysis: Drafted analysis of Destin location for comparison analysis of financial model.
2/24/2023	A.P.	0.25	Bank reconciliations for January 2023.
2/24/2023	A.R.	0.25	Review update from D. Lawson re: discussions with interested party and offer on Trailwinds. Review email correspondence from D. Lawson re: update on Offering Memorandum and Term Sheets. Review projections; meeting with S. Marwaha to discuss; email queries to Lawson Group.
2/24/2023	S.M.	1.50	Performed Analysis of financial model and comparison with previous version for Destin location: Drafted the comparison analysis worksheet for financial attributes of Longleaf for 4 versions of the financial models
2/27/2023	A.P.	0.25	Prepared draft 2nd interim statements of receiver and forward to A. Rutman for review.
2/27/2023	A.R.	0.25	Review draft Interim Receiver Statement; email correspondence with A. Palmer re: same. Review

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			insurance notice renewal. Email exchange with G. Marchant re: update on D. Lawson update re: Offering Memorandum and Term Sheets.
2/27/2023	S.M.	1.25	Performed analysis for financial model for Ft Myers and made changes to the excel analysis for Longleaf.
2/28/2023	A.R.	0.50	Meeting with S. Marwaha re: review of schedules. Review N21 invoices and amounts outstanding for properties; prepare summary; discussions with R. DaSilva re: same. Email correspondence with D. Lawson re: invoices. Review correspondence from D. Lawson re: update on term sheets. Email correspondence to Hillmount re: request for additional funds for Longleaf. Review correspondence from S. Marwaha re: analysis of financial models. Email correspondence with A. Palmer re: filing of HST returns.
2/28/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements. Review outstanding Lawson fees; prepare summary; discussion with A. Rutman.
2/28/2023	S.M.	0.50	Performed final amendments to analysis for financial model for Longleaf: Attended in person meeting with Allan R. to discuss the financial model analysis of the locations.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42702

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from March 1, 2023 to March 31, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.75 hours	@	\$700.00	per hour	\$	4,025.00
S. Marwaha	S.M.	19.00 hours	@	\$350.00	per hour	\$	6,650.00
A. Palmer	A.P.	0.25 hours	@	\$275.00	per hour	\$	68.75
R. DaSilva	R.D.	2.75 hours	@	\$265.00	per hour	\$	728.75
Total fees							\$ 11,472.50
Miscellaneous disbursements (copies, mail, etc.)							\$ 5.92
							\$ 11,478.42
H.S.T.							\$ 1,492.19
Total Balance Due							\$ 12,970.61

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/1/2023	A.R.	0.50	Email correspondence with Hillmount re: Longleaf advance. Review draw schedule. Review Term Sheets from BCF for debt and Menlo for equity; provide comments to D. Lawson. Review documents in N21 data room. Email correspondence with S. Marwaha re: financial models and term sheets. Email correspondence to G. Marchant re: Term Sheets and data room.
3/1/2023	S.M.	0.25	Comparison analysis of version of financial models for Longleaf, Ft Myers, Ocoee and Destin: Sent observations for updates on file - Longleaf via email to A. Rutman and attended in-person discussion regarding amendments to Longleaf version.
3/2/2023	S.M.	1.50	Analysis of term sheets received and setup of financial models per the term sheet's proposal for analysis.
3/3/2023	A.R.	0.25	Email correspondence and meeting with staff to discuss modelling term sheets. Email correspondence with Hillmount re: Longleaf advance.
3/3/2023	S.M.	1.50	Analysis of term sheets received and setup of financial models per the term sheet's proposal for analysis and in person discussion with A. Rutman regarding the details from term sheets and setup in financial model.
3/6/2023	A.R.	0.50	Meeting with S. Marwaha re: review of Legacy modelling term sheets. Email correspondence to D. Lawson re: wiring of funds. Review insurance invoices. Review FCCPC insurance renewal forms. Email correspondence to D. Lawson re: payment of invoices. Email exchange with D. Lawson re: update on amended terms sheets. Email exchange with G. Marchant re: term sheets.
3/6/2023	R.D.	0.50	Banking administration. Update Statement of Receipts and Disbursements. Wire payments to N21. Review insurance renewal forms; forward to A. Rutman.

Page 3

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/6/2023	S.M.	1.25	Attended in-person meeting with A. Rutman for discussion regarding financial model analysis: Drafted and plugged the terms and offerings from term sheet from BCF and MP for Destin into financial model and analysis of payout to sponsored equity and sent to A. Rutman for review.
3/7/2023	A.R.	0.50	Various email correspondence and meeting with S. Marwaha re: review of Legacy modelling term sheets. Review documents. Email Trailwinds Annual Meeting agenda to G. Marchant. Call with G. Marchant re: term sheets.
3/7/2023	S.M.	1.25	Attended discussion with A. Rutman regarding financial model for Destin with details and offerings for term sheet from BCF and MP: Worked on financial models for changes to assumptions and terms of offer and modelling multiple versions per assumptions and discussion with A. Rutman: Drafted excel analysis for synopsis with changes from latest version for financial model for Destin from N21 Group and the finalized version by Zeifmans and sent to A. Rutman for review and discussion.
3/8/2023	A.R.	0.25	Review file and various documents; email correspondence and meeting with S. Marwaha re: review of financial models. Review update from D. Lawson re: term sheets and lenders. Email correspondence with G. Marchant re: update. Call from investor re: update.
3/8/2023	S.M.	1.50	Performed financial model analysis and investment analysis for models for Destin, Longleaf, Ocoee and Ft Myers and discussion with A. Rutman for analysis performed for models.
3/9/2023	A.R.	0.25	Review legal invoices. Email correspondence and meeting with S. Marwaha re: review of financial models and term sheets. Review data room documents and term sheets. Email correspondence with G. Marchant re: update and financial models.

Page 4

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/9/2023	S.M.	0.75	Performance of analysis for payout financial analysis for Ocoee, Longleaf and Ft. Myers and sent to A. Rutman for review. Attended in-person meeting with A. Rutman for discussion of financial model analysis and next steps for analysis.
3/10/2023	A.R.	0.25	Review email correspondence from S. Marwaha re: updated financial models; discuss same.
3/10/2023	S.M.	0.50	Amended the financial models for changes in financial attributes and sent to A. Rutman for review.
3/13/2023	A.R.	0.25	Review correspondence from D. Lawson re: Sword Capital LOI's for the acquisition of each of the five properties; review same. Email exchange re: scheduling of call to discuss. Email correspondence and discussions with S. Marwaha re: review of LOI and analysis of same. Various email exchange with G. Marchant re: LOI's received. Email correspondence to counsel re: LOI's received and scheduling of call to discuss.
3/13/2023	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements.
3/13/2023	S.M.	0.75	Performed analysis of offerings from Sword Capital and sent analysis to A. Rutman for review.
3/14/2023	A.R.	0.25	Meeting with S. Marwaha re: review of documents and cashflow. Conference call with counsel. Call with purchaser. Email exchange with G. Marchant re: update.
3/15/2023	A.R.	0.25	Conference call with D. Lawson.
3/15/2023	S.M.	0.25	Attended discussion call with A. Rutman and N21 Group as follow up and discussion & updates for the projects.
3/16/2023	A.P.	0.25	Bank Reconciliations for February 2023.

Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/16/2023	R.D.	0.75	Banking administration. Update Statement of Receipts and Disbursements. Transcribe notes from A. Rutman's conversation with Don Lawson.
3/17/2023	A.R.	0.25	Review file documentation and notes from discussion with D. Lawson. Review insurance binders.
3/21/2023	A.R.	0.25	Various email correspondence with S. Marwaha re: review of documents and detailed analysis of source and use of funds; meeting to discuss same. Review schedules. Email exchange with investor re: update. Email correspondence with S. Marwaha re: forensic report.
3/21/2023	S.M.	1.00	Analysis of Forensic Reports and Bank statements and setup of excel worksheet with transaction to be reviewed: Attended discussion with A. Rutman regarding the analysis and the forensic report.
3/23/2023	S.M.	1.25	Performance of transaction review analysis for forensic report and relevant backup documentation.
3/24/2023	A.R.	0.25	Calls with creditors re: update.
3/24/2023	S.M.	1.25	Performance of transaction review analysis for bank transactions and relevant backup documentation.
3/27/2023	A.R.	0.25	Calls with creditors re: update. Review Don Lawson invoices and payment schedule; discussion with staff re: same. Email correspondence to D. Lawson re: request for further update and status report on entitlements. Review Trailwinds Financial Model; email correspondence to S. Marwaha re: same. Email Ft. Myers Receiver Certificate to Hillmount Capital for additional funding.
3/27/2023	R.D.	0.50	Review Don Lawson invoices; update summary of outstanding costs; prepare wire payments; discussion with A. Rutman re: remaining funds and additional funds required for Summerlin estate. Banking

Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			administration. Update Statement of Receipts and Disbursements.
3/27/2023	S.M.	1.00	Transaction review analysis and backups reconciliation for bank transactions: Review and analysis of financial model of Trailwinds.
3/28/2023	A.R.	0.25	Review updated Statement of Receipts and Disbursements. Draft Fourth Report to Creditors. Review Trailwinds financial model. Email correspondence with D. Lawson re: update.
3/28/2023	R.D.	0.25	Update Statement of Receipts and Disbursements.
3/28/2023	S.M.	1.25	Comparison analysis and excel analysis performed for financial model of Trailwinds: Transaction review analysis and reconciliation of backups and bank transactions.
3/29/2023	A.R.	0.50	Review correspondence from S. Marwaha re: Synopsis and payout analysis for Ocoee; call to discuss same and Trailwinds financial model. Review Hillmount Ft. Myers advance schedule; execute; email exchange re: scheduled advance. Email correspondence with Lawson Group re: civil engineer request for letter advising Receiver is authorized to sign for the corporation. Various email correspondence with counsel re: N21 status, creditors report and scheduling of call to discuss.
3/29/2023	S.M.	1.25	Attended in-person discussion with A. Rutman regarding the comparison and excel analysis for Trailwinds and next steps and payout analysis to be performed for each project. Drafted and setup of payout analysis for Ocoee and sent to A. Rutman for review. Performed transaction review analysis and reconciliation of bank transactions with backups.
3/30/2023	A.R.	0.50	Review and amend draft report to creditors. Review correspondence and schedules from S. Marwaha re: financial model and payout analysis. Review updates from D. Lawson. Review construction cost analysis.

Page 7

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Email correspondence and call with G. Marchant. Call with D. Lawson re: update.
3/30/2023	S.M.	1.25	Performance of transaction review analysis and reconciliation of backups with bank transactions. Drafted excel analysis for comparison and analysis of construction costs for each project and sent to A. Rutman for review. Drafted the excel analysis for payout analysis for each project with financial model and sent to A. Rutman for review.
3/31/2023	A.R.	0.25	Review revised proforma projections. Meeting with S. Marwaha re: review of payout analysis. Email draft creditors report to counsel.
3/31/2023	S.M.	1.25	Discussion with A. Rutman regarding payout analysis performed for each project and next steps. Performed transaction review analysis and reconciliation of bank transactions with backups.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

n:\trustee\clients\legacy\receivership documents\billings\lococoe\invoice 42702 - mar 2023 ococoe.docx

**ONTARIO
SUPERIOR COURT OF JUSTICE**

**IN THE MATTER OF THE RECEIVERSHIP OF
LEGACY LIFESTYLES OCOEE LP AND
LEGACY LIFESTYLES OCOEE GP INC.**

CLIENT #223115.001

INTERIM BILLING

INVOICE #42712

To: Professional services rendered in respect of the Court Appointed Receivership of Legacy Lifestyles Ocoee LP and Legacy Lifestyles Ocoee GP Inc. from April 1, 2023 to April 30, 2023.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.00 hours @	\$700.00 per hour	\$	3,500.00
S. Marwaha	S.M.	7.50 hours @	\$350.00 per hour	\$	2,625.00
A. Palmer	A.P.	4.00 hours @	\$275.00 per hour	\$	1,100.00
R. DaSilva	R.D.	1.50 hours @	\$265.00 per hour	\$	397.50
Total fees					\$ 7,622.50
Miscellaneous disbursements (copies, mail, etc.)					\$ 35.21
					\$ 7,657.71
H.S.T.					\$ 995.50
Total Balance Due					\$ 8,653.21

/Cont.

Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/3/2023	A.R.	0.50	Conference call with counsel re: creditors report and N21 status. Review and amend report. Email correspondence with G. Marchant re: updated report and scheduling of call. Engaged in various email correspondence with counsel re: scheduling of motion. Various email exchange with Lawson Group re: Ft. Myers civil engineer requirement of letter re: Receiver's authorization to sign for corporation. Email exchange with counsel re: amended term sheet. Email correspondence with K. Kraft re: financing update.
4/3/2023	S.M.	0.50	Attended in person discussion with A. Rutman regarding the update and next steps on file: Research for available realtor firm in Florida region with Senior Housing specialization: Drafted and sent email to realtors to gather interest to provide listing services for the land parcels: Email Correspondence with D. Rice. from Colliers regarding confirmation of regions of properties and next steps.
4/4/2023	A.R.	0.25	Various email exchange with E. Rowe re: listing recommendations on the Florida properties. Review email correspondence from creditor re: query to Receiver's report and next steps. Email correspondence with G. Marchant re: equity efforts and appraised values. Email correspondence with counsel re: draft second report and matter re: approved fees.
4/5/2023	S.M.	0.25	Sent follow up emails to realty brokerage firms regarding interest for services for listing of land parcels: Attended in person calls with representatives from Colliers and Senior Property Group - D. Greenberg to discuss the services for listings of land parcels and requested decks for next steps.
4/6/2023	S.M.	0.25	Sent follow up emails to realty brokerage firms regarding interest for services for listing of land parcels: Email Correspondence with J. Bantel from