
Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	1.6	850.00	1,360.00
Total	2.2		\$2,020.00

TOTAL PROFESSIONAL FEES \$ **2,020.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 60.60

TOTAL TAXABLE OTHER FEES/CHARGES \$ **60.60**

TOTAL OTHER FEES/CHARGES 60.60

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,080.60**

TAXES

HST (13.0%) on Professional Fees of \$2,020.00 \$ 262.60

HST (13.0%) on Taxable Disbursements of \$60.60 7.88

TOTAL TAXES 270.48

TOTAL AMOUNT DUE \$ 2,351.08 CAD

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

T 416 863 4511
F 416 863 4592

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

Attention: Allan Rutman
Partner

INVOICE # 3749669

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2023	584164-000006	Kenneth Kraft

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

Professional Fees	\$ 780.00
Other Fees/Charges	23.40
	<hr/>
HST (13.0%) on \$803.40	104.44
	<hr/>
Total Amount Due	<u>\$ 907.84</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

INVOICE 3749503
Page 2 of 3

Matter # 584164-000006

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Cheques:

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Toronto, ON Canada M5K 0A1

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To pay online with a credit card, visit
<https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

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

Internet Banking:

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

Wire Transfer / EFT:

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

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

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

Invoice Detail

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

Date	Timekeeper	Description of Work
13-Mar-23	Sara-Ann Wilson	Receipt and review of letters of intent. Emails regarding call.
13-Mar-23	Kenneth Kraft	Review emails and offers.
14-Mar-23	Sara-Ann Wilson	Prepare for and attend call regarding letters of intent.
14-Mar-23	Kenneth Kraft	Telephone call with Allan Rutman and Sara-Ann Wilson to review situation and discuss options.
29-Mar-23	Kenneth Kraft	Allan Rutman update email exchanges and consider next steps.
31-Mar-23	Kenneth Kraft	Start to review draft update report.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.4	1,100.00	440.00
Sara-Ann Wilson	0.4	850.00	340.00
Total	0.8		\$780.00

TOTAL PROFESSIONAL FEES	\$ 780.00
TAXABLE OTHER FEES/CHARGES	
Technology & Administration Fee	\$ 23.40
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 23.40
TOTAL OTHER FEES/CHARGES	23.40
TOTAL FEES AND OTHER FEES/CHARGES	\$ 803.40
TAXES	
HST (13.0%) on Professional Fees of \$780.00	\$ 101.40
HST (13.0%) on Taxable Disbursements of \$23.40	3.04
TOTAL TAXES	104.44
TOTAL AMOUNT DUE	\$ 907.84 CAD

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77 King Street West, Suite 400
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Toronto, ON, Canada M5K 0A1

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

Attention: Allan Rutman
Partner

INVOICE # 3757024

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2023	584164-000006	Kenneth Kraft

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

Professional Fees	\$ 4,029.00
Other Fees/Charges	120.87
	<hr/>
HST (13.0%) on \$4,149.87	539.48
	<hr/>
Total Amount Due	<u>\$ 4,689.35</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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

INVOICE 3757006
Page 2 of 4

Matter # 584164-000006

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

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

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Invoice Detail

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

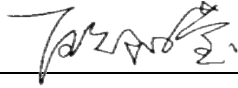
Date	Timekeeper	Description of Work
03-Apr-23	Sara-Ann Wilson	Call with Allan Rutman regarding letters of intent. Review and revise Fourth Report to Creditors. Instructions regarding booking court time and emails regarding same.
03-Apr-23	Kenneth Kraft	Update discussion and revisions to draft report to creditors and consider outline for court application to approve moving forward with listing agreement. Various emails and finalize report.
04-Apr-23	Amanda Campbell	Instructions from Sara-Ann Wilson. Draft Fee Affidavit to be appended to the Second Report of the Receiver. Locate exhibits.
04-Apr-23	Sara-Ann Wilson	Emails to and from Allan Rutman. Draft Second Report.
05-Apr-23	Amanda Campbell	Continue working on fee affidavit and locate new exhibits. Email draft fee affidavit to Sara-Ann Wilson.
05-Apr-23	Sara-Ann Wilson	Continue drafting second report.
06-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Review and consider previous reports.
11-Apr-23	Sara-Ann Wilson	Email exchange with Allan Rutman. Call with Allan Rutman regarding realtor proposals.
11-Apr-23	Kenneth Kraft	Various update emails on realtor proposal and court report. Discuss with Allan Rutman and Sara-Ann Wilson court relief to be sought.
12-Apr-23	Sara-Ann Wilson	Continue drafting second report. Review previous confidential appendices and sealing order. Draft notice of motion.
13-Apr-23	Sara-Ann Wilson	Draft order to approval listing real properties.
14-Apr-23	Sara-Ann Wilson	Circulate report and draft materials. Emails regarding timing of service. Instructions to email court.
14-Apr-23	Kenneth Kraft	Discussion with Sara-Ann Wilson and email exchanges with her and Allan Rutman on issues for next court attendance in regard to sale process and receipt of proposals.
17-Apr-23	Sara-Ann Wilson	Emails regarding court availability. Instructions regarding request form. Revise request form.
18-Apr-23	Sara-Ann Wilson	Emails with court regarding motion date. Instructions regarding request form.
18-Apr-23	Kenneth Kraft	Emails related to scheduling a motion date.

Date	Timekeeper	Description of Work
24-Apr-23	Sara-Ann Wilson	Receipt and review of CBRE proposal and emails regarding same . Revise and continue drafting Second Report. Emails regarding sale process.
24-Apr-23	Kenneth Kraft	Email exchanges on sale process.
25-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Revise and update notice of motion.

Timekeeper	Hours	Rate	Fees
Amanda Campbell	0.3	180.00	54.00
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	3.9	850.00	3,315.00
Total	4.8		\$4,029.00

TOTAL PROFESSIONAL FEES		\$ 4,029.00
TAXABLE OTHER FEES/CHARGES		
Technology & Administration Fee	\$ 120.87	
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 120.87	
TOTAL OTHER FEES/CHARGES		120.87
TOTAL FEES AND OTHER FEES/CHARGES		\$ 4,149.87
TAXES		
HST (13.0%) on Professional Fees of \$4,029.00	\$ 523.77	
HST (13.0%) on Taxable Disbursements of \$120.87	15.71	
TOTAL TAXES		539.48
TOTAL AMOUNT DUE		\$ 4,689.35 CAD

THIS IS EXHIBIT "C" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 9TH DAY OF MAY, 2023.



A Commissioner for Taking Affidavits, etc.

YING OUYANG (LSO # P11287)



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

T 416 863 4511
F 416 863 4592

dentons.com

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

Attention: Allan Rutman
Partner

INVOICE # 3703297

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 12,606.50
Other Fees/Charges & Disbursements	442.20
	<hr/>
HST (13.0%) on \$12,984.70	1,688.02
	<hr/>
Total Amount Due	<u>\$ 14,736.72</u> CAD

DENTONS CANADA LLP

DocuSigned by:

EA22CA41042E476...

Per: _____
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

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

INVOICE 37030971

Page 2 of 7

Matter # 584164-000007

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

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

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

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DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3703092

Page 3 of 7

Matter # 584164-000007

Invoice Detail

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

Date	Timekeeper	Description of Work
01-Sep-22	Sara-Ann Wilson	Instructions to Daniel Loberto regarding factum and consider caselaw for same.
01-Sep-22	Daniel Loberto	Correspondence with Sara Wilson. Review the law in connection to Receiver's business judgement, and draft factum. Draft non-disclosure and confidentiality agreement.
02-Sep-22	Sara-Ann Wilson	Continue drafting First Report. Review and revise notice of motion.
02-Sep-22	Daniel Loberto	Review and revise factum. Draft non-disclosure and confidentiality agreement.
05-Sep-22	Kenneth Kraft	Working on draft first report to the Court.
06-Sep-22	Sara-Ann Wilson	Review emails from Allan Rutman regarding draft materials. Call from Fred Tayer and instructions to Amanda Campbell. Review revised Amendment to Term Sheet. Discussion with Ken Kraft. Email to Fred Tayer. Review comments on First Report and revise First Report. Review email from Allan Rutman and further revise First Report.
06-Sep-22	Kenneth Kraft	Review amended term sheet. Working on court report. Emails related to the foregoing. Review and consider comments on development agreement. Discussion with Sara-Ann Wilson.
07-Sep-22	Sara-Ann Wilson	Review comments on development agreement from Florida counsel and emails regarding same. Revise development services agreement and circulate. Call from Lorne Silver. Receipt and review of draft inspector report.
07-Sep-22	Daniel Loberto	Review and revise factum. Review the law in connection to factum.
07-Sep-22	Kenneth Kraft	Review and consider draft inspector's report and related email exchanges.
08-Sep-22	Sara-Ann Wilson	Review and revise First Report. Review and revise NDA. Emails regarding fee affidavits. Review and finalize fee affidavit. Call with Lorne Silver. Draft summary of appraisals. Review appendices. Draft orders and emails regarding same. Revise notice of motion. Review receivership order regarding passing accounts and payment of Inspector's fees. Various emails to and from

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3703097

Page 4 of 7

Matter # 584164-000007

Date	Timekeeper	Description of Work
		Allan Rutman. Discussion with Ken Kraft. Swear fee affidavit. Emails regarding inspector's fees.
08-Sep-22	Daniel Loberto	Review and revise factum. Review the law in connection to factum.
08-Sep-22	Kenneth Kraft	Working on court materials. Discussion with Sara-Ann Wilson. Emails related to the foregoing.
09-Sep-22	Sara-Ann Wilson	Revise and finalize First Report. Emails regarding Inspector fee approval. Revise agreements and instructions regarding same. Review revised agreements. Receipt and review of Inspector fee affidavit. Review appendices. Review motion record. Instructions regarding confidential appendices. Instructions regarding service.
09-Sep-22	Kenneth Kraft	Review further revisions to report. Emails around finalizing materials including amendments to various developer related agreements.
10-Sep-22	Sara-Ann Wilson	Review and respond to email from Greg Roberts regarding motion to approve developer agreements. Forward NDA to Greg Roberts. Receipt of executed NDA. Consider response from receiver to email from Greg Roberts.
11-Sep-22	Sara-Ann Wilson	Review and respond to email from Allan Rutman regarding motion to approve developer agreements and email from Greg Roberts. Review email from Ken Kraft. Instructions to Daniel Loberto.
11-Sep-22	Kenneth Kraft	Email exchanges on data room access, notices to creditors, and consider potential meeting.
12-Sep-22	Sara-Ann Wilson	Review response from Allan Rutman and draft response to Greg Roberts. Revise response to Greg Roberts, review email from Allan Rutman and further revise. Discussion with Allan Rutman regarding response to Greg Roberts. Emails regarding responses by the receiver and examination.
12-Sep-22	Sara-Ann Wilson	Call with Allan Rutman regarding dataroom and developer agreements. Receipt of revised N21 OM agreement.
12-Sep-22	Daniel Loberto	Review and finalize factum.
12-Sep-22	Kenneth Kraft	Working on responses to questions from Greg Roberts and on revisions to draft agreements and related email exchanges and discussions.
13-Sep-22	Sara-Ann Wilson	Review and respond to emails from Greg Roberts. Review and respond to email from Michael Katzman. Various emails regarding dataroom. Review and respond to emails from Receiver regarding development

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3703094

Page 5 of 7

Matter # 584164-000007

Date	Timekeeper	Description of Work
		agreements and revise same. Review revised N21 OM agreement and emails regarding same.
13-Sep-22	Kenneth Kraft	Exchanges related to agreements with N21 and Twisted Rock.
14-Sep-22	Sara-Ann Wilson	Review and revise factum. Emails regarding agreements and call with inspector's counsel. Internal discussions. Review email from court regarding court time and instructions regarding same. Email exchange regarding factum. Review and revise factum.
14-Sep-22	Daniel Loberto	Review and finalize factum.
14-Sep-22	Kenneth Kraft	Review draft factum. Discussion with Sara-Ann Wilson. Emails related to the foregoing and next week's motion. Update on development agreement issues.
15-Sep-22	Sara-Ann Wilson	Review and respond to email from Fred Tayer . Review emails regarding recognition of Canadian orders and agreements to be approved. Instructions regarding factum. Call from Lorne Silver.
15-Sep-22	Kenneth Kraft	Exchanges with Fred Tayar and discussion with Sara-Ann Wilson around term sheet issue and draft order to ensure consistency.
16-Sep-22	Sara-Ann Wilson	Review and update project agreements. Draft supplemental report. Emails to and from Fred Tayar regarding term sheet amendment and US recognition order. Revise and finalize supplemental report. Revise draft orders. Instructions regarding supplemental motion record and review same. Instructions regarding dataroom and confidential appendices.
16-Sep-22	Kenneth Kraft	Addressing various issues ahead of Tuesday's hearing including supplementary materials and recognition issues.
18-Sep-22	Kenneth Kraft	Review record from Greg Roberts and comments from Allan Rutman on certain statements in Mark Ber's affidavit. Consider response.
19-Sep-22	Sara-Ann Wilson	Review responding motion record of Greg Roberts. Call with Ken Kraft and Allan Rutman . Draft Second Supplemental Report. Call to Michael Katzman. Review email from Michael Katzman. Emails regarding Second Supplemental Report and revise. Emails regarding call with Inspector. Further revise Second Supplemental Report. Finalize Second Supplemental Report. Call with Allan Rutman.
19-Sep-22	Kenneth Kraft	Consider response to Greg Roberts' materials. Discussion with Allan Rutman and Sara-Ann Wilson on response and need for supplementary report to address

DENTONS CANADA LLP

Zeifman Partners Inc.

Re: "Receivership of Legacy Lifestyle Destin Limited Partnership

Legacy Lifestyle Destin GP Inc., and Legacy Lifestyle Destin

Property LLC".

INVOICE 3703095

Page 6 of 7

Matter # 584164-000007

Date	Timekeeper	Description of Work
		materials. Katzman related emails. Review and comment on drafts of second supplement to first report. Preparing for hearing tomorrow.
20-Sep-22	Sara-Ann Wilson	Revise and update draft orders. Review emails regarding PIN consolidation. Review materials to prepare for court hearing. Review late filed affidavit. Discussion with Ken Kraft regarding motion. Attend on motion for approval of increased borrowing. Emails regarding endorsement language. Email to Justice Kimmel regarding redacting First Report.
20-Sep-22	Kenneth Kraft	Preparation for today's hearing including discussions with Sara-Ann Wilson and review affidavit filed by Greg Roberts. Attend hearing before Justice Kimmel. Emails related to foregoing and to follow up on sealing order point.
21-Sep-22	Kenneth Kraft	Discussion with Farley Cohen and counsel and emails.
29-Sep-22	Kenneth Kraft	Various emails.
30-Sep-22	Sara-Ann Wilson	Receipt and review of endorsement of Justice Kimmel. Instructions regarding motion record and filing of confidential appendices. Review and respond to email from Allan Rutman.
30-Sep-22	Kenneth Kraft	Review endorsement of Justice Kimmel approving Receiver's requests. Exchanges with Allan Rutman on next steps including dealing with title insurer, advising Don Lawson, and potential need for US recognition order.

Timekeeper	Hours	Rate	Fees
Daniel Loberto	1.9	560.00	1,064.00
Kenneth Kraft	2.9	1,050.00	3,045.00
Sara-Ann Wilson	10.3	825.00	8,497.50
Total	15.1		\$12,606.50

TOTAL PROFESSIONAL FEES **\$ 12,606.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 378.20

TOTAL TAXABLE OTHER FEES/CHARGES **\$ 378.20**

NON-TAXABLE DISBURSEMENTS

Filing Fee* \$ 64.00

TOTAL NON-TAXABLE DISBURSEMENTS **\$ 64.00**

DENTONS CANADA LLP

Zeifman Partners Inc.

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

INVOICE 3703016

Page 7 of 7

Matter # 584164-000007

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS		<u>442.20</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$	13,048.70
TAXES		
HST (13.0%) on Professional Fees of \$12,606.50	\$	1,638.85
HST (13.0%) on Taxable Disbursements of \$378.20		<u>49.17</u>
TOTAL TAXES		<u>1,688.02</u>
TOTAL AMOUNT DUE	\$	<u>14,736.72</u> CAD

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

T 416 863 4511
F 416 863 4592

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

Attention: Allan Rutman
Partner

INVOICE # 3710570

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 2,027.50
Other Fees/Charges & Disbursements	73.83
	<hr/>
HST (13.0%) on \$2,101.33	273.18
	<hr/>
Total Amount Due	<u>\$ 2,374.51</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

Matter # 584164-000007

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Wire Transfer / EFT:

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

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You will require your invoice number and amount to pay.

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

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

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Invoice Detail

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

Date	Timekeeper	Description of Work
03-Oct-22	Sara-Ann Wilson	Review emails regarding redacted motion record. Receipt of issued orders.
03-Oct-22	Kenneth Kraft	Emails related to need for US recognition order for DIP increase and to try and confirm position of title insurer.
04-Oct-22	Sara-Ann Wilson	Review emails regarding mortgage amendments. Review emails regarding Trailwinds. Review confirmations of filing redacted motion record.
06-Oct-22	Sara-Ann Wilson	Various emails regarding US recognition order and title insurer.
06-Oct-22	Kenneth Kraft	Exchanges on timing and cost to proceed with recognition orders given lack of response from title insurer and need to move forward.
07-Oct-22	Kenneth Kraft	Review and comment on mortgage amending agreements and related email exchanges with Allan Rutman.
12-Oct-22	Sara-Ann Wilson	Review mortgage amendment documents and emails regarding same.
12-Oct-22	Kenneth Kraft	Review revisions to title insurance documents and update email to Allan Rutman.
13-Oct-22	Kenneth Kraft	Emails and consider further issue of appropriateness of affidavit title insurer is requesting.
19-Oct-22	Sara-Ann Wilson	Emails regarding mortgage amendment documentation and notarizing documents. Instructions regarding notarizing mortgage documentation and arrangements to meet with client. Brief review of documentation and emails regarding same.
19-Oct-22	Daniel Loberto	Coordinate notarization of documents.
19-Oct-22	Kenneth Kraft	Follow up regarding execution of mortgage amending documents.
20-Oct-22	Sara-Ann Wilson	Instructions regarding mortgage documentation and emails regarding same.
26-Oct-22	Sara-Ann Wilson	Review documents regarding amending mortgage documents and emails regarding sale.
26-Oct-22	Kenneth Kraft	Various emails. Update on title insurance affidavits and whether US recognition order needed.
27-Oct-22	Sara-Ann Wilson	Emails regarding mortgage documentation. Email exchange with Fred Tayer. Call from Allan Rutman.

Date	Timekeeper	Description of Work
		Review original mortgage documentation. Email to Skip Strauss. Review email from Skip Strauss.

Timekeeper	Hours	Rate	Fees
Daniel Loberto	0.5	560.00	280.00
Kenneth Kraft	0.8	1,050.00	840.00
Sara-Ann Wilson	1.1	825.00	907.50
Total	2.4		\$2,027.50

TOTAL PROFESSIONAL FEES \$ **2,027.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 60.83

TOTAL TAXABLE OTHER FEES/CHARGES \$ **60.83**

TAXABLE DISBURSEMENTS

Process Server Fees \$ 13.00

TOTAL TAXABLE DISBURSEMENTS \$ **13.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 73.83

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **2,101.33**

TAXES

HST (13.0%) on Professional Fees of \$2,027.50 \$ 263.58

HST (13.0%) on Taxable Disbursements of \$73.83 9.60

TOTAL TAXES 273.18

TOTAL AMOUNT DUE \$ 2,374.51 CAD

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

T 416 863 4511
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Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3720273

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 375.00
Other Fees/Charges	11.25
	<hr/>
HST (13.0%) on \$386.25	50.21
	<hr/>
Total Amount Due	<u>\$ 436.46</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
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<https://www.dentons.com/canada-CADpay>.

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You will require your invoice number and amount to pay.

Interac e-Transfer:

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

Internet Banking:

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

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

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CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

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

Invoice Detail

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

Date	Timekeeper	Description of Work
01-Nov-22	Sara-Ann Wilson	Emails regarding developer agreements. Emails regarding closing mortgage amendment closing.
03-Nov-22	Sara-Ann Wilson	Emails regarding mortgage documentation and instructions regarding same.
03-Nov-22	Kenneth Kraft	Update emails and confirm to Jim Irving that financing increase closed without need for additional recognition order.
08-Nov-22	Kenneth Kraft	Allan Rutman update on finalizing Twisted Rock and N21 agreements.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.2	1,050.00	210.00
Sara-Ann Wilson	0.2	825.00	165.00
Total	0.4		\$375.00

TOTAL PROFESSIONAL FEES \$ **375.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 11.25

TOTAL TAXABLE OTHER FEES/CHARGES \$ **11.25**

TOTAL OTHER FEES/CHARGES 11.25

TOTAL FEES AND OTHER FEES/CHARGES \$ **386.25**

TAXES

HST (13.0%) on Professional Fees of \$375.00 \$ 48.75

HST (13.0%) on Taxable Disbursements of \$11.25 1.46

TOTAL TAXES 50.21

TOTAL AMOUNT DUE \$ **436.46** CAD

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

Attention: Allan Rutman
Partner

INVOICE # 3738038

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2023	584164-000007	Kenneth Kraft

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

Professional Fees	\$ 85.00
Other Fees/Charges	2.55
	<hr/>
HST (13.0%) on \$87.55	11.38
	<hr/>
Total Amount Due	<u>\$ 98.93</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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

Matter # 584164-000007

Payment Options:**Cheques:**

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You will require your invoice number and amount to pay.

Interac e-Transfer:

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

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Swift Code: BOFMCAM2

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

Invoice Detail

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

Date	Timekeeper	Description of Work
25-Jan-23	Sara-Ann Wilson	Review and respond to email from Greg Roberts. Review receivership order regarding inspector fees. Email to Allan Rutman

Timekeeper	Hours	Rate	Fees
Sara-Ann Wilson	0.1	850.00	85.00
Total	0.1		\$85.00

TOTAL PROFESSIONAL FEES \$ **85.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 2.55

TOTAL TAXABLE OTHER FEES/CHARGES \$ **2.55**

TOTAL OTHER FEES/CHARGES 2.55

TOTAL FEES AND OTHER FEES/CHARGES \$ **87.55**

TAXES

HST (13.0%) on Professional Fees of \$85.00 \$ 11.05

HST (13.0%) on Taxable Disbursements of \$2.55 0.33

TOTAL TAXES 11.38

TOTAL AMOUNT DUE \$ 98.93 CAD

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Toronto, ON, Canada M5K 0A1

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

Attention: Allan Rutman
Partner

INVOICE # 3745304

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2023	584164-000007	Kenneth Kraft

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

Professional Fees	\$ 2,020.00
Other Fees/Charges	60.60
	<hr/>
HST (13.0%) on \$2,080.60	270.48
	<hr/>
Total Amount Due	<u>\$ 2,351.08</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

Payment Options:**Cheques:**

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

Internet Banking:

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

Wire Transfer / EFT:

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

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

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

Invoice Detail

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

Date	Timekeeper	Description of Work
02-Feb-23	Sara-Ann Wilson	Emails regarding extension of funding deadline for LOIs. Emails regarding report to investors. Review emails regarding US status conference.
02-Feb-23	Kenneth Kraft	Review and consider Allan Rutman update note and related emails.
03-Feb-23	Sara-Ann Wilson	Review and revise third report to creditors. Review and confirm timelines in term sheet. Email revised report to Allan Rutman. Review email from Allan Rutman and further revise third report to creditors.
03-Feb-23	Kenneth Kraft	Emails related to draft creditors' report. Start to review revised draft.
06-Feb-23	Sara-Ann Wilson	Emails regarding Third Report to Creditors and revise same. Review comments from Ken Kraft. Review email from Hillmount. Instructions regarding appendices.
06-Feb-23	Kenneth Kraft	Work on draft update note to creditors and related email exchanges.
07-Feb-23	Sara-Ann Wilson	Emails regarding status conference with US Court. Prepare for an attend status conference. Finalize Third Report to Creditors and review appendices. Email Third Report to Creditors to service list . Email exchange with Fred Tayer.
07-Feb-23	Kenneth Kraft	Email exchanges with Sara-Ann Wilson and telephone call with Jim Irving and update note to him all in relation to today's status conference before US Bankruptcy Court.
21-Feb-23	Sara-Ann Wilson	Receipt and review of email from Don Lawson and agreement with Twisted Rock and emails regarding same.
22-Feb-23	Sara-Ann Wilson	Review revised Twisted Rock engagement agreement. Call with Allan Rutman regarding Twisted Rock engagement and update on projects.
22-Feb-23	Kenneth Kraft	Review proposed agreement with N21 and Twisted Rock and related emails and discussion with Allan Rutman and Sara-Ann Wilson and also consider timing for next creditors' update.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	1.6	850.00	1,360.00
Total	2.2		\$2,020.00

TOTAL PROFESSIONAL FEES \$ **2,020.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 60.60

TOTAL TAXABLE OTHER FEES/CHARGES \$ **60.60**

TOTAL OTHER FEES/CHARGES 60.60

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,080.60**

TAXES

HST (13.0%) on Professional Fees of \$2,020.00 \$ 262.60

HST (13.0%) on Taxable Disbursements of \$60.60 7.88

TOTAL TAXES 270.48

TOTAL AMOUNT DUE \$ 2,351.08 CAD

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

Attention: Allan Rutman
Partner

INVOICE # 3749670

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2023	584164-000007	Kenneth Kraft

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

Professional Fees	\$ 780.00
Other Fees/Charges	23.40
	<hr/>
HST (13.0%) on \$803.40	104.44
	<hr/>
Total Amount Due	<u>\$ 907.84</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

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Routing: 000100022

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

Invoice Detail

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

Date	Timekeeper	Description of Work
13-Mar-23	Sara-Ann Wilson	Receipt and review of letters of intent. Emails regarding call.
13-Mar-23	Kenneth Kraft	Review emails and offers.
14-Mar-23	Sara-Ann Wilson	Prepare for and attend call regarding letters of intent.
14-Mar-23	Kenneth Kraft	Telephone call with Allan Rutman and Sara-Ann Wilson to review situation and discuss options.
29-Mar-23	Kenneth Kraft	Allan Rutman update email exchanges and consider next steps.
31-Mar-23	Kenneth Kraft	Start to review draft update report.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.4	1,100.00	440.00
Sara-Ann Wilson	0.4	850.00	340.00
Total	0.8		\$780.00

TOTAL PROFESSIONAL FEES \$ **780.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 23.40

TOTAL TAXABLE OTHER FEES/CHARGES \$ **23.40**

TOTAL OTHER FEES/CHARGES 23.40

TOTAL FEES AND OTHER FEES/CHARGES \$ **803.40**

TAXES

HST (13.0%) on Professional Fees of \$780.00 \$ 101.40

HST (13.0%) on Taxable Disbursements of \$23.40 3.04

TOTAL TAXES 104.44

TOTAL AMOUNT DUE \$ 907.84 CAD

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

Attention: Allan Rutman
Partner

INVOICE # 3757026

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2023	584164-000007	Kenneth Kraft

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

Professional Fees	\$ 4,029.00
Other Fees/Charges	120.87
	<hr/>
HST (13.0%) on \$4,149.87	539.48
	<hr/>
Total Amount Due	<u>\$ 4,689.35</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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

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

Invoice Detail

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

Date	Timekeeper	Description of Work
03-Apr-23	Sara-Ann Wilson	Call with Allan Rutman regarding letters of intent. Review and revise Fourth Report to Creditors. Instructions regarding booking court time and emails regarding same.
03-Apr-23	Kenneth Kraft	Update discussion and revisions to draft report to creditors and consider outline for court application to approve moving forward with listing agreement. Various emails and finalize report.
04-Apr-23	Amanda Campbell	Instructions from Sara-Ann Wilson. Draft Fee Affidavit to be appended to the Second Report of the Receiver. Locate exhibits.
04-Apr-23	Sara-Ann Wilson	Emails to and from Allan Rutman. Draft Second Report.
05-Apr-23	Amanda Campbell	Continue working on fee affidavit and locate new exhibits. Email draft fee affidavit to Sara-Ann Wilson.
05-Apr-23	Sara-Ann Wilson	Continue drafting second report.
06-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Review and consider previous reports.
11-Apr-23	Sara-Ann Wilson	Email exchange with Allan Rutman. Call with Allan Rutman regarding realtor proposals.
11-Apr-23	Kenneth Kraft	Various update emails on realtor proposal and court report. Discuss with Allan Rutman and Sara-Ann Wilson court relief to be sought.
12-Apr-23	Sara-Ann Wilson	Continue drafting second report. Review previous confidential appendices and sealing order. Draft notice of motion.
13-Apr-23	Sara-Ann Wilson	Draft order to approval listing real properties.
14-Apr-23	Sara-Ann Wilson	Circulate report and draft materials. Emails regarding timing of service. Instructions to email court.
14-Apr-23	Kenneth Kraft	Discussion with Sara-Ann Wilson and email exchanges with her and Allan Rutman on issues for next court attendance in regard to sale process and receipt of proposals.
17-Apr-23	Sara-Ann Wilson	Emails regarding court availability. Instructions regarding request form. Revise request form.
18-Apr-23	Sara-Ann Wilson	Emails with court regarding motion date. Instructions regarding request form.
18-Apr-23	Kenneth Kraft	Emails related to scheduling a motion date.

Date	Timekeeper	Description of Work
24-Apr-23	Sara-Ann Wilson	Receipt and review of CBRE proposal and emails regarding same . Revise and continue drafting Second Report. Emails regarding sale process.
24-Apr-23	Kenneth Kraft	Email exchanges on sale process.
25-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Revise and update notice of motion.

Timekeeper	Hours	Rate	Fees
Amanda Campbell	0.3	180.00	54.00
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	3.9	850.00	3,315.00
Total	4.8		\$4,029.00

TOTAL PROFESSIONAL FEES \$ **4,029.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 120.87

TOTAL TAXABLE OTHER FEES/CHARGES \$ **120.87**

TOTAL OTHER FEES/CHARGES 120.87

TOTAL FEES AND OTHER FEES/CHARGES \$ **4,149.87**

TAXES

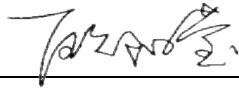
HST (13.0%) on Professional Fees of \$4,029.00 \$ 523.77

HST (13.0%) on Taxable Disbursements of \$120.87 15.71

TOTAL TAXES 539.48

TOTAL AMOUNT DUE \$ 4,689.35 CAD

THIS IS EXHIBIT "D" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 9TH DAY OF MAY, 2023.



A Commissioner for Taking Affidavits, etc.

YING OUYANG (LSO # P11287)



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

T 416 863 4511
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Zeifman Partners Inc.
201 Bridgeland Avenue
Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3703280

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

Zeifman Partners Inc.

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

Professional Fees	\$ 12,606.50
Other Fees/Charges & Disbursements	442.20
HST (13.0%) on \$12,984.70	1,688.02
Total Amount Due	<u>\$ 14,736.72 CAD</u>

DENTONS CANADA LLP

DocuSigned by:

 Per: _____
 EA22CA41042E476
Kenneth Kraft

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

Invoice Detail

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

Date	Timekeeper	Description of Work
01-Sep-22	Sara-Ann Wilson	Instructions to Daniel Loberto regarding factum and consider caselaw for same.
01-Sep-22	Daniel Loberto	Correspondence with Sara Wilson. Review the law in connection to Receiver's business judgement, and draft factum. Draft non-disclosure and confidentiality agreement.
02-Sep-22	Sara-Ann Wilson	Continue drafting First Report. Review and revise notice of motion.
02-Sep-22	Daniel Loberto	Review and revise factum. Draft non-disclosure and confidentiality agreement.
05-Sep-22	Kenneth Kraft	Working on draft first report to the Court.
06-Sep-22	Sara-Ann Wilson	Review emails from Allan Rutman regarding draft materials. Call from Fred Tayer and instructions to Amanda Campbell. Review revised Amendment to Term Sheet. Discussion with Ken Kraft. Email to Fred Tayer. Review comments on First Report and revise First Report. Review email from Allan Rutman and further revise First Report.
06-Sep-22	Kenneth Kraft	Review amended term sheet. Working on court report. Emails related to the foregoing. Review and consider comments on development agreement. Discussion with Sara-Ann Wilson.
07-Sep-22	Sara-Ann Wilson	Review comments on development agreement from Florida counsel and emails regarding same. Revise development services agreement and circulate. Call from Lorne Silver. Receipt and review of draft inspector report.
07-Sep-22	Daniel Loberto	Review and revise factum. Review the law in connection to factum.
07-Sep-22	Kenneth Kraft	Review and consider draft inspector's report and related email exchanges.
08-Sep-22	Sara-Ann Wilson	Review and revise First Report. Review and revise NDA. Emails regarding fee affidavits. Review and finalize fee affidavit. Call with Lorne Silver. Draft summary of appraisals. Review appendices. Draft orders and emails regarding same. Revise notice of motion. Review receivership order regarding passing accounts and payment of Inspector's fees. Various emails to and from Allan Rutman. Discussion with Ken Kraft. Swear fee affidavit. Emails regarding inspector's fees.

Date	Timekeeper	Description of Work
08-Sep-22	Daniel Loberto	Review and revise factum. Review the law in connection to factum.
08-Sep-22	Kenneth Kraft	Working on court materials. Discussion with Sara-Ann Wilson. Emails related to the foregoing.
09-Sep-22	Sara-Ann Wilson	Revise and finalize First Report. Emails regarding Inspector fee approval. Revise agreements and instructions regarding same. Review revised agreements. Receipt and review of Inspector fee affidavit. Review appendices. Review motion record. Instructions regarding confidential appendices. Instructions regarding service.
09-Sep-22	Kenneth Kraft	Review further revisions to report. Emails around finalizing materials including amendments to various developer related agreements.
11-Sep-22	Sara-Ann Wilson	Review and respond to email from Allan Rutman regarding motion to approve developer agreements and email from Greg Roberts. Review email from Ken Kraft. Instructions to Daniel Loberto.
11-Sep-22	Kenneth Kraft	Email exchanges on data room access, notices to creditors, and consider potential meeting.
12-Sep-22	Sara-Ann Wilson	Call with Allan Rutman regarding dataroom and developer agreements. Receipt of revised N21 OM agreement.
12-Sep-22	Daniel Loberto	Review and finalize factum.
12-Sep-22	Kenneth Kraft	Working on responses to questions from Greg Roberts and on revisions to draft agreements and related email exchanges and discussions.
13-Sep-22	Sara-Ann Wilson	Review and respond to emails from Greg Roberts. Review and respond to email from Michael Katzman. Various emails regarding dataroom. Review and respond to emails from Receiver regarding development agreements and revise same. Review revised N21 OM agreement and emails regarding same.
13-Sep-22	Kenneth Kraft	Exchanges related to agreements with N21 and Twisted Rock.
14-Sep-22	Sara-Ann Wilson	Review and revise factum. Emails regarding agreements and call with inspector's counsel. Internal discussions. Review email from court regarding court time and instructions regarding same. Email exchange regarding factum. Review and revise factum.
14-Sep-22	Daniel Loberto	Review and finalize factum.
14-Sep-22	Kenneth Kraft	Review draft factum. Discussion with Sara-Ann Wilson. Emails related to the foregoing and next week's motion. Update on development agreement issues.
15-Sep-22	Sara-Ann Wilson	Review and respond to email from Fred Tayer. Review

Date	Timekeeper	Description of Work
		emails regarding recognition of Canadian orders and agreements to be approved. Instructions regarding factum. Call from Lorne Silver.
15-Sep-22	Kenneth Kraft	Exchanges with Fred Tayar and discussion with Sara-Ann Wilson around term sheet issue and draft order to ensure consistency.
16-Sep-22	Sara-Ann Wilson	Review and update project agreements. Draft supplemental report. Emails to and from Fred Tayar regarding term sheet amendment and US recognition order. Revise and finalize supplemental report. Revise draft orders. Instructions regarding supplemental motion record and review same. Instructions regarding dataroom and confidential appendices.
16-Sep-22	Kenneth Kraft	Addressing various issues ahead of Tuesday's hearing including supplementary materials and recognition issues.
18-Sep-22	Kenneth Kraft	Review record from Greg Roberts and comments from Allan Rutman on certain statements in Mark Ber's affidavit. Consider response.
19-Sep-22	Sara-Ann Wilson	Review responding motion record of Greg Roberts. Call with Ken Kraft and Allan Rutman. Draft Second Supplemental Report. Call to Michael Katzman. Review email from Michael Katzman. Emails regarding Second Supplemental Report and revise. Emails regarding call with Inspector. Further revise Second Supplemental Report. Finalize Second Supplemental Report. Call with Allan Rutman.
19-Sep-22	Kenneth Kraft	Consider response to Greg Roberts' materials. Discussion with Allan Rutman and Sara-Ann Wilson on response and need for supplementary report to address materials. Katzman related emails. Review and comment on drafts of second supplement to first report. Preparing for hearing tomorrow.
20-Sep-22	Sara-Ann Wilson	Revise and update draft orders. Review emails regarding PIN consolidation. Review materials to prepare for court hearing. Review late filed affidavit. Discussion with Ken Kraft regarding motion. Attend on motion for approval of increased borrowing. Emails regarding endorsement language. Email to Justice Kimmel regarding redacting First Report.
20-Sep-22	Kenneth Kraft	Preparation for today's hearing including discussions with Sara-Ann Wilson and review affidavit filed by Greg Roberts. Attend hearing before Justice Kimmel. Emails related to foregoing and to follow up on sealing order point.
21-Sep-22	Kenneth Kraft	Discussion with Farley Cohen and counsel and emails.

DENTONS CANADA LLP
 Zeifman Partners Inc.
 Re: "Receivership of Legacy Lifestyle Ocoee Property LLC".

INVOICE 3703648
 Page 5 of 5
 Matter # 584164-000008

Date	Timekeeper	Description of Work
29-Sep-22	Kenneth Kraft	Various emails.
30-Sep-22	Sara-Ann Wilson	Receipt and review of endorsement of Justice Kimmel. Instructions regarding motion record and filing of confidential appendices. Review and respond to email from Allan Rutman.
30-Sep-22	Kenneth Kraft	Review endorsement of Justice Kimmel approving Receiver's requests. Exchanges with Allan Rutman on next steps including dealing with title insurer, advising Don Lawson, and potential need for US recognition order.

Timekeeper	Hours	Rate	Fees
Daniel Loberto	1.9	560.00	1,064.00
Kenneth Kraft	2.9	1,050.00	3,045.00
Sara-Ann Wilson	10.3	825.00	8,497.50
Total	15.1		\$12,606.50

TOTAL PROFESSIONAL FEES		\$ 12,606.50
TAXABLE OTHER FEES/CHARGES		
Technology & Administration Fee	\$ 378.20	
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 378.20	
NON-TAXABLE DISBURSEMENTS		
Filing Fee*	\$ 64.00	
TOTAL NON-TAXABLE DISBURSEMENTS	\$ 64.00	
TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS		<u>442.20</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS		\$ 13,048.70
TAXES		
HST (13.0%) on Professional Fees of \$12,606.50	\$ 1,638.85	
HST (13.0%) on Taxable Disbursements of \$378.20	49.17	
TOTAL TAXES		<u>1,688.02</u>
TOTAL AMOUNT DUE		<u>\$ 14,736.72 CAD</u>

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

Attention: Allan Rutman
Partner

INVOICE # 3710571

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 2,027.50
Other Fees/Charges & Disbursements	73.83
HST (13.0%) on \$2,101.33	273.18
Total Amount Due	\$ <u>2,374.51</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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<p><u>Interac e-Transfer:</u> e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.</p>	<p><u>Internet Banking:</u> Accepted at most financial institutions. Your payee is Dentons Canada LLP and reference your payee account number (client ID) as 584164. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.</p>
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Invoice Detail

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

Date	Timekeeper	Description of Work
03-Oct-22	Sara-Ann Wilson	Review emails regarding redacted motion record. Receipt of issued orders.
03-Oct-22	Kenneth Kraft	Emails related to need for US recognition order for DIP increase and to try and confirm position of title insurer.
04-Oct-22	Sara-Ann Wilson	Review emails regarding mortgage amendments. Review emails regarding Trailwinds. Review confirmations of filing redacted motion record.
06-Oct-22	Sara-Ann Wilson	Various emails regarding US recognition order and title insurer.
06-Oct-22	Kenneth Kraft	Exchanges on timing and cost to proceed with recognition orders given lack of response from title insurer and need to move forward.
07-Oct-22	Kenneth Kraft	Review and comment on mortgage amending agreements and related email exchanges with Allan Rutman.
12-Oct-22	Sara-Ann Wilson	Review mortgage amendment documents and emails regarding same.
12-Oct-22	Kenneth Kraft	Review revisions to title insurance documents and update email to Allan Rutman.
13-Oct-22	Kenneth Kraft	Emails and consider further issue of appropriateness of affidavit title insurer is requesting.
19-Oct-22	Sara-Ann Wilson	Emails regarding mortgage amendment documentation and notarizing documents. Instructions regarding notarizing mortgage documentation and arrangements to meet with client. Brief review of documentation and emails regarding same.
19-Oct-22	Daniel Loberto	Coordinate notarization of documents.
19-Oct-22	Kenneth Kraft	Follow up regarding execution of mortgage amending documents.
20-Oct-22	Sara-Ann Wilson	Instructions regarding mortgage documentation and emails regarding same.
26-Oct-22	Sara-Ann Wilson	Review documents regarding amending mortgage documents and emails regarding sale.
26-Oct-22	Kenneth Kraft	Various emails. Update on title insurance affidavits and whether US recognition order needed.
27-Oct-22	Sara-Ann Wilson	Emails regarding mortgage documentation. Email exchange with Fred Tayer. Call from Allan Rutman. Review original mortgage documentation. Email to Skip Strauss. Review email from Skip Strauss.

Timekeeper	Hours	Rate	Fees
Daniel Loberto	0.5	560.00	280.00
Kenneth Kraft	0.8	1,050.00	840.00
Sara-Ann Wilson	1.1	825.00	907.50
Total	2.4		\$2,027.50

TOTAL PROFESSIONAL FEES \$ **2,027.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 60.83

TOTAL TAXABLE OTHER FEES/CHARGES \$ **60.83**

TAXABLE DISBURSEMENTS

Process Server Fees \$ 13.00

TOTAL TAXABLE DISBURSEMENTS \$ **13.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 73.83

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **2,101.33**

TAXES

HST (13.0%) on Professional Fees of \$2,027.50 \$ 263.58

HST (13.0%) on Taxable Disbursements of \$73.83 9.60

TOTAL TAXES 273.18

TOTAL AMOUNT DUE \$ **2,374.51** CAD

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

Attention: Allan Rutman
Partner

INVOICE # 3720284

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

Zeifman Partners Inc.

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

Professional Fees	\$	375.00
Other Fees/Charges		11.25
		<hr/>
HST (13.0%) on \$386.25		50.21
		<hr/>
Total Amount Due	\$	<u>436.46</u> CAD

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Per: 

Kenneth Kraft

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Invoice Detail

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

Date	Timekeeper	Description of Work
01-Nov-22	Sara-Ann Wilson	Emails regarding developer agreements. Emails regarding closing mortgage amendment closing.
03-Nov-22	Sara-Ann Wilson	Emails regarding mortgage documentation and instructions regarding same.
03-Nov-22	Kenneth Kraft	Update emails and confirm to Jim Irving that financing increase closed without need for additional recognition order.
08-Nov-22	Kenneth Kraft	Allan Rutman update on finalizing Twisted Rock and N21 agreements.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.2	1,050.00	210.00
Sara-Ann Wilson	0.2	825.00	165.00
Total	0.4		\$375.00

TOTAL PROFESSIONAL FEES	\$ 375.00
TAXABLE OTHER FEES/CHARGES	
Technology & Administration Fee	\$ 11.25
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 11.25
TOTAL OTHER FEES/CHARGES	<u>11.25</u>
TOTAL FEES AND OTHER FEES/CHARGES	\$ 386.25
TAXES	
HST (13.0%) on Professional Fees of \$375.00	\$ 48.75
HST (13.0%) on Taxable Disbursements of \$11.25	<u>1.46</u>
TOTAL TAXES	<u>50.21</u>
TOTAL AMOUNT DUE	<u>\$ 436.46 CAD</u>

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

Attention: Allan Rutman
Partner

INVOICE # 3737948

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2023	584164-000008	Kenneth Kraft

Zeifman Partners Inc.

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

Professional Fees	\$	85.00
Other Fees/Charges		2.55
		<hr/>
HST (13.0%) on \$87.55		11.38
		<hr/>
Total Amount Due	\$	<u>98.93</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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Invoice Detail

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

Date	Timekeeper	Description of Work
25-Jan-23	Sara-Ann Wilson	Review and respond to email from Greg Roberts. Review receivership order regarding inspector fees. Email to Allan Rutman

Timekeeper	Hours	Rate	Fees
Sara-Ann Wilson	0.1	850.00	85.00
Total	0.1		\$85.00

TOTAL PROFESSIONAL FEES \$ **85.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 2.55

TOTAL TAXABLE OTHER FEES/CHARGES \$ **2.55**

TOTAL OTHER FEES/CHARGES **2.55**

TOTAL FEES AND OTHER FEES/CHARGES \$ **87.55**

TAXES

HST (13.0%) on Professional Fees of \$85.00 \$ 11.05

HST (13.0%) on Taxable Disbursements of \$2.55 0.33

TOTAL TAXES **11.38**

TOTAL AMOUNT DUE **\$ 98.93 CAD**

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

Attention: Allan Rutman
Partner

INVOICE # 3745305

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2023	584164-000008	Kenneth Kraft

Zeifman Partners Inc.

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

Professional Fees	\$	2,020.00
Other Fees/Charges		60.60
		<hr/>
HST (13.0%) on \$2,080.60		270.48
		<hr/>
Total Amount Due	\$	<u>2,351.08</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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Swift Code: BOFMCAM2

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Invoice Detail

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

Date	Timekeeper	Description of Work
02-Feb-23	Sara-Ann Wilson	Emails regarding extension of funding deadline for LOIs. Emails regarding report to investors. Review emails regarding US status conference.
02-Feb-23	Kenneth Kraft	Review and consider Allan Rutman update note and related emails.
03-Feb-23	Sara-Ann Wilson	Review and revise third report to creditors. Review and confirm timelines in term sheet. Email revised report to Allan Rutman. Review email from Allan Rutman and further revise third report to creditors.
03-Feb-23	Kenneth Kraft	Emails related to draft creditors' report. Start to review revised draft.
06-Feb-23	Sara-Ann Wilson	Emails regarding Third Report to Creditors and revise same. Review comments from Ken Kraft. Review email from Hillmount. Instructions regarding appendices.
06-Feb-23	Kenneth Kraft	Work on draft update note to creditors and related email exchanges.
07-Feb-23	Sara-Ann Wilson	Emails regarding status conference with US Court. Prepare for an attend status conference. Finalize Third Report to Creditors and review appendices. Email Third Report to Creditors to service list . Email exchange with Fred Tayer.
07-Feb-23	Kenneth Kraft	Email exchanges with Sara-Ann Wilson and telephone call with Jim Irving and update note to him all in relation to today's status conference before US Bankruptcy Court.
21-Feb-23	Sara-Ann Wilson	Receipt and review of email from Don Lawson and agreement with Twisted Rock and emails regarding same.
22-Feb-23	Sara-Ann Wilson	Review revised Twisted Rock engagement agreement. Call with Allan Rutman regarding Twisted Rock engagement and update on projects.
22-Feb-23	Kenneth Kraft	Review proposed agreement with N21 and Twisted Rock and related emails and discussion with Allan Rutman and Sara-Ann Wilson and also consider timing for next creditors' update.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	1.6	850.00	1,360.00
Total	2.2		\$2,020.00

TOTAL PROFESSIONAL FEES \$ **2,020.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 60.60

TOTAL TAXABLE OTHER FEES/CHARGES \$ **60.60**

TOTAL OTHER FEES/CHARGES 60.60

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,080.60**

TAXES

HST (13.0%) on Professional Fees of \$2,020.00 \$ 262.60

HST (13.0%) on Taxable Disbursements of \$60.60 7.88

TOTAL TAXES 270.48

TOTAL AMOUNT DUE \$ **2,351.08** CAD

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 Toronto, ON, Canada M5K 0A1

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

Attention: Allan Rutman
 Partner

INVOICE # 3749671

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2023	584164-000008	Kenneth Kraft

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

Professional Fees	\$	780.00
Other Fees/Charges		23.40
		<hr/>
HST (13.0%) on \$803.40		104.44
		<hr/>
Total Amount Due	\$	<u>907.84</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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Invoice Detail

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

Date	Timekeeper	Description of Work
13-Mar-23	Sara-Ann Wilson	Receipt and review of letters of intent. Emails regarding call.
13-Mar-23	Kenneth Kraft	Review emails and offers.
14-Mar-23	Sara-Ann Wilson	Prepare for and attend call regarding letters of intent.
14-Mar-23	Kenneth Kraft	Telephone call with Allan Rutman and Sara-Ann Wilson to review situation and discuss options.
29-Mar-23	Kenneth Kraft	Allan Rutman update email exchanges and consider next steps.
31-Mar-23	Kenneth Kraft	Start to review draft update report.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.4	1,100.00	440.00
Sara-Ann Wilson	0.4	850.00	340.00
Total	0.8		\$780.00

TOTAL PROFESSIONAL FEES	\$ 780.00
TAXABLE OTHER FEES/CHARGES	
Technology & Administration Fee	\$ 23.40
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 23.40
TOTAL OTHER FEES/CHARGES	<u>23.40</u>
TOTAL FEES AND OTHER FEES/CHARGES	\$ 803.40
TAXES	
HST (13.0%) on Professional Fees of \$780.00	\$ 101.40
HST (13.0%) on Taxable Disbursements of \$23.40	3.04
TOTAL TAXES	<u>104.44</u>
TOTAL AMOUNT DUE	<u>\$ 907.84 CAD</u>

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 Toronto, ON, Canada M5K 0A1

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

Attention: Allan Rutman
 Partner

INVOICE # 3757028

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2023	584164-000008	Kenneth Kraft

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

Professional Fees	\$ 4,029.00
Other Fees/Charges	120.87
	<hr/>
HST (13.0%) on \$4,149.87	539.48
	<hr/>
Total Amount Due	\$ 4,689.35 CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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Invoice Detail

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

Date	Timekeeper	Description of Work
03-Apr-23	Sara-Ann Wilson	Call with Allan Rutman regarding letters of intent. Review and revise Fourth Report to Creditors. Instructions regarding booking court time and emails regarding same.
03-Apr-23	Kenneth Kraft	Update discussion and revisions to draft report to creditors and consider outline for court application to approve moving forward with listing agreement. Various emails and finalize report.
04-Apr-23	Amanda Campbell	Instructions from Sara-Ann Wilson. Draft Fee Affidavit to be appended to the Second Report of the Receiver. Locate exhibits.
04-Apr-23	Sara-Ann Wilson	Emails to and from Allan Rutman. Draft Second Report.
05-Apr-23	Amanda Campbell	Continue working on fee affidavit and locate new exhibits. Email draft fee affidavit to Sara-Ann Wilson.
05-Apr-23	Sara-Ann Wilson	Continue drafting second report.
06-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Review and consider previous reports.
11-Apr-23	Sara-Ann Wilson	Email exchange with Allan Rutman. Call with Allan Rutman regarding realtor proposals.
11-Apr-23	Kenneth Kraft	Various update emails on realtor proposal and court report. Discuss with Allan Rutman and Sara-Ann Wilson court relief to be sought.
12-Apr-23	Sara-Ann Wilson	Continue drafting second report. Review previous confidential appendices and sealing order. Draft notice of motion.
13-Apr-23	Sara-Ann Wilson	Draft order to approval listing real properties.
14-Apr-23	Sara-Ann Wilson	Circulate report and draft materials. Emails regarding timing of service. Instructions to email court.
14-Apr-23	Kenneth Kraft	Discussion with Sara-Ann Wilson and email exchanges with her and Allan Rutman on issues for next court attendance in regard to sale process and receipt of proposals.
17-Apr-23	Sara-Ann Wilson	Emails regarding court availability. Instructions regarding request form. Revise request form.
18-Apr-23	Sara-Ann Wilson	Emails with court regarding motion date. Instructions regarding request form.
18-Apr-23	Kenneth Kraft	Emails related to scheduling a motion date.

Date	Timekeeper	Description of Work
24-Apr-23	Sara-Ann Wilson	Receipt and review of CBRE proposal and emails regarding same . Revise and continue drafting Second Report. Emails regarding sale process.
24-Apr-23	Kenneth Kraft	Email exchanges on sale process.
25-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Revise and update notice of motion.

Timekeeper	Hours	Rate	Fees
Amanda Campbell	0.3	180.00	54.00
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	3.9	850.00	3,315.00
Total	4.8		\$4,029.00

TOTAL PROFESSIONAL FEES \$ **4,029.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 120.87

TOTAL TAXABLE OTHER FEES/CHARGES \$ **120.87**

TOTAL OTHER FEES/CHARGES 120.87

TOTAL FEES AND OTHER FEES/CHARGES \$ **4,149.87**

TAXES

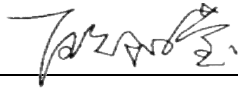
HST (13.0%) on Professional Fees of \$4,029.00 \$ 523.77

HST (13.0%) on Taxable Disbursements of \$120.87 15.71

TOTAL TAXES 539.48

TOTAL AMOUNT DUE \$ **4,689.35** CAD

THIS IS EXHIBIT "E" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 9TH DAY OF MAY, 2023.



A Commissioner for Taking Affidavits, etc.

YING OUYANG (LSO # P11287)



Dentons Canada LLP
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Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

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

Attention: Allan Rutman
Partner

INVOICE # 3703299

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 12,606.50
Other Fees/Charges & Disbursements	442.20
	<hr/>
HST (13.0%) on \$12,984.70	1,688.02
	<hr/>
Total Amount Due	<u>\$ 14,736.72</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: _____
EA22CA41042E476...
Kenneth Kraft

DENTONS CANADA LLP

Zeifman Partners Inc.

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

INVOICE 37030891

Page 2 of 7

Matter # 584164-000009

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Invoice Detail

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

Date	Timekeeper	Description of Work
01-Sep-22	Sara-Ann Wilson	Instructions to Daniel Loberto regarding factum and consider caselaw for same.
01-Sep-22	Daniel Loberto	Correspondence with Sara Wilson. Review the law in connection to Receiver's business judgement, and draft factum. Draft non-disclosure and confidentiality agreement.
02-Sep-22	Sara-Ann Wilson	Continue drafting First Report. Review and revise notice of motion.
02-Sep-22	Daniel Loberto	Review and revise factum. Draft non-disclosure and confidentiality agreement.
05-Sep-22	Kenneth Kraft	Working on draft first report to the Court.
06-Sep-22	Sara-Ann Wilson	Review emails from Allan Rutman regarding draft materials. Call from Fred Tayer and instructions to Amanda Campbell. Review revised Amendment to Term Sheet. Discussion with Ken Kraft. Email to Fred Tayer. Review comments on First Report and revise First Report. Review email from Allan Rutman and further revise First Report.
06-Sep-22	Kenneth Kraft	Review amended term sheet. Working on court report. Emails related to the foregoing. Review and consider comments on development agreement. Discussion with Sara-Ann Wilson.
07-Sep-22	Sara-Ann Wilson	Review comments on development agreement from Florida counsel and emails regarding same. Revise development services agreement and circulate. Call from Lorne Silver. Receipt and review of draft inspector report.
07-Sep-22	Daniel Loberto	Review and revise factum. Review the law in connection to factum.
07-Sep-22	Kenneth Kraft	Review and consider draft inspector's report and related email exchanges.
08-Sep-22	Sara-Ann Wilson	Review and revise First Report. Review and revise NDA. Emails regarding fee affidavits. Review and finalize fee affidavit. Call with Lorne Silver. Draft summary of appraisals. Review appendices. Draft orders and emails regarding same. Revise notice of motion. Review receivership order regarding passing accounts and payment of Inspector's fees. Various emails to and from

Date	Timekeeper	Description of Work
		Allan Rutman. Discussion with Ken Kraft. Swear fee affidavit. Emails regarding inspector's fees.
08-Sep-22	Daniel Loberto	Review and revise factum. Review the law in connection to factum.
08-Sep-22	Kenneth Kraft	Working on court materials. Discussion with Sara-Ann Wilson. Emails related to the foregoing.
09-Sep-22	Sara-Ann Wilson	Revise and finalize First Report. Emails regarding Inspector fee approval. Revise agreements and instructions regarding same. Review revised agreements. Receipt and review of Inspector fee affidavit. Review appendices. Review motion record. Instructions regarding confidential appendices. Instructions regarding service.
09-Sep-22	Kenneth Kraft	Review further revisions to report. Emails around finalizing materials including amendments to various developer related agreements.
10-Sep-22	Sara-Ann Wilson	Review and respond to email from Greg Roberts regarding motion to approve developer agreements. Forward NDA to Greg Roberts. Receipt of executed NDA. Consider response from receiver to email from Greg Roberts.
11-Sep-22	Sara-Ann Wilson	Review and respond to email from Allan Rutman regarding motion to approve developer agreements and email from Greg Roberts. Review email from Ken Kraft. Instructions to Daniel Loberto.
11-Sep-22	Kenneth Kraft	Email exchanges on data room access, notices to creditors, and consider potential meeting.
12-Sep-22	Sara-Ann Wilson	Call with Allan Rutman regarding dataroom and developer agreements. Receipt of revised N21 OM agreement.
12-Sep-22	Sara-Ann Wilson	Review response from Allan Rutman and draft response to Greg Roberts. Revise response to Greg Roberts, review email from Allan Rutman and further revise. Discussion with Allan Rutman regarding response to Greg Roberts. Emails regarding responses by the receiver and examination.
12-Sep-22	Daniel Loberto	Review and finalize factum.
12-Sep-22	Kenneth Kraft	Working on responses to questions from Greg Roberts and on revisions to draft agreements and related email exchanges and discussions.
13-Sep-22	Sara-Ann Wilson	Review and respond to emails from Greg Roberts. Review and respond to email from Michael Katzman. Various emails regarding dataroom. Review and respond to emails from Receiver regarding development

Date	Timekeeper	Description of Work
		agreements and revise same. Review revised N21 OM agreement and emails regarding same.
13-Sep-22	Kenneth Kraft	Exchanges related to agreements with N21 and Twisted Rock.
14-Sep-22	Sara-Ann Wilson	Review and revise factum. Emails regarding agreements and call with inspector's counsel. Internal discussions. Review email from court regarding court time and instructions regarding same. Email exchange regarding factum. Review and revise factum.
14-Sep-22	Daniel Loberto	Review and finalize factum.
14-Sep-22	Kenneth Kraft	Review draft factum. Discussion with Sara-Ann Wilson. Emails related to the foregoing and next week's motion. Update on development agreement issues.
15-Sep-22	Sara-Ann Wilson	Review and respond to email from Fred Tayer . Review emails regarding recognition of Canadian orders and agreements to be approved. Instructions regarding factum. Call from Lorne Silver.
15-Sep-22	Kenneth Kraft	Exchanges with Fred Tayar and discussion with Sara-Ann Wilson around term sheet issue and draft order to ensure consistency.
16-Sep-22	Sara-Ann Wilson	Review and update project agreements. Draft supplemental report. Emails to and from Fred Tayar regarding term sheet amendment and US recognition order. Revise and finalize supplemental report. Revise draft orders. Instructions regarding supplemental motion record and review same. Instructions regarding dataroom and confidential appendices.
16-Sep-22	Kenneth Kraft	Addressing various issues ahead of Tuesday's hearing including supplementary materials and recognition issues.
18-Sep-22	Kenneth Kraft	Review record from Greg Roberts and comments from Allan Rutman on certain statements in Mark Ber's affidavit. Consider response.
19-Sep-22	Sara-Ann Wilson	Review responding motion record of Greg Roberts. Call with Ken Kraft and Allan Rutman . Draft Second Supplemental Report. Call to Michael Katzman. Review email from Michael Katzman. Emails regarding Second Supplemental Report and revise. Emails regarding call with Inspector. Further revise Second Supplemental Report. Finalize Second Supplemental Report. Call with Allan Rutman.
19-Sep-22	Kenneth Kraft	Consider response to Greg Roberts' materials. Discussion with Allan Rutman and Sara-Ann Wilson on response and need for supplementary report to address

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Zeifman Partners Inc.

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

INVOICE 3703085

Page 6 of 7

Matter # 584164-000009

Date	Timekeeper	Description of Work
		materials. Katzman related emails. Review and comment on drafts of second supplement to first report. Preparing for hearing tomorrow.
20-Sep-22	Sara-Ann Wilson	Revise and update draft orders. Review emails regarding PIN consolidation. Review materials to prepare for court hearing. Review late filed affidavit. Discussion with Ken Kraft regarding motion. Attend on motion for approval of increased borrowing. Emails regarding endorsement language. Email to Justice Kimmel regarding redacting First Report.
20-Sep-22	Kenneth Kraft	Preparation for today's hearing including discussions with Sara-Ann Wilson and review affidavit filed by Greg Roberts. Attend hearing before Justice Kimmel. Emails related to foregoing and to follow up on sealing order point.
21-Sep-22	Kenneth Kraft	Discussion with Farley Cohen and counsel and emails.
29-Sep-22	Kenneth Kraft	Various emails.
30-Sep-22	Sara-Ann Wilson	Receipt and review of endorsement of Justice Kimmel. Instructions regarding motion record and filing of confidential appendices. Review and respond to email from Allan Rutman.
30-Sep-22	Kenneth Kraft	Review endorsement of Justice Kimmel approving Receiver's requests. Exchanges with Allan Rutman on next steps including dealing with title insurer, advising Don Lawson, and potential need for US recognition order.

Timekeeper	Hours	Rate	Fees
Daniel Loberto	1.9	560.00	1,064.00
Kenneth Kraft	2.9	1,050.00	3,045.00
Sara-Ann Wilson	10.3	825.00	8,497.50
Total	15.1		\$12,606.50

TOTAL PROFESSIONAL FEES**\$ 12,606.50****TAXABLE OTHER FEES/CHARGES**Technology & Administration Fee \$ 378.20**TOTAL TAXABLE OTHER FEES/CHARGES****\$ 378.20****NON-TAXABLE DISBURSEMENTS**Filing Fee* \$ 64.00**TOTAL NON-TAXABLE DISBURSEMENTS****\$ 64.00**

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

Matter # 584164-000009

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 442.20

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **13,048.70**

TAXES

HST (13.0%) on Professional Fees of \$12,606.50 \$ 1,638.85

HST (13.0%) on Taxable Disbursements of \$378.20 49.17

TOTAL TAXES 1,688.02

TOTAL AMOUNT DUE \$ 14,736.72 CAD

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Toronto ON M6A 1Y7

Attention: Allan Rutman
Partner

INVOICE # 3710572

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 2,342.50
Other Fees/Charges & Disbursements	83.28
	<hr/>
HST (13.0%) on \$2,425.78	315.36
	<hr/>
Total Amount Due	<u>\$ 2,741.14</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

Matter # 584164-000009

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Invoice Detail

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

Date	Timekeeper	Description of Work
03-Oct-22	Sara-Ann Wilson	Review emails regarding redacted motion record. Receipt of issued orders.
03-Oct-22	Kenneth Kraft	Emails related to need for US recognition order for DIP increase and to try and confirm position of title insurer.
04-Oct-22	Sara-Ann Wilson	Review emails regarding mortgage amendments. Review emails regarding Trailwinds. Review confirmations of filing redacted motion record.
04-Oct-22	Kenneth Kraft	Review and consider request to submit offer for Trailwinds property and email exchanges with Allan Rutman on how to address offer.
06-Oct-22	Sara-Ann Wilson	Various emails regarding US recognition order and title insurer.
06-Oct-22	Kenneth Kraft	Exchanges on timing and cost to proceed with recognition orders given lack of response from title insurer and need to move forward.
07-Oct-22	Kenneth Kraft	Review and comment on mortgage amending agreements and related email exchanges with Allan Rutman.
12-Oct-22	Sara-Ann Wilson	Review mortgage amendment documents and emails regarding same.
12-Oct-22	Kenneth Kraft	Review revisions to title insurance documents and update email to Allan Rutman.
13-Oct-22	Kenneth Kraft	Emails and consider further issue of appropriateness of affidavit title insurer is requesting.
19-Oct-22	Sara-Ann Wilson	Emails regarding mortgage amendment documentation and notarizing documents. Instructions regarding notarizing mortgage documentation and arrangements to meet with client. Brief review of documentation and emails regarding same.
19-Oct-22	Daniel Loberto	Coordinate notarization of documents.
19-Oct-22	Kenneth Kraft	Follow up regarding execution of mortgage amending documents.
20-Oct-22	Sara-Ann Wilson	Instructions regarding mortgage documentation and emails regarding same.
26-Oct-22	Sara-Ann Wilson	Review documents regarding amending mortgage documents and emails regarding sale.
26-Oct-22	Kenneth Kraft	Various emails. Update on title insurance affidavits and

Date	Timekeeper	Description of Work
27-Oct-22	Sara-Ann Wilson	whether US recognition order needed. Emails regarding mortgage documentation. Email exchange with Fred Tayer. Call from Allan Rutman. Review original mortgage documentation. Email to Skip Strauss. Review email from Skip Strauss.

Timekeeper	Hours	Rate	Fees
Daniel Loberto	0.5	560.00	280.00
Kenneth Kraft	1.1	1,050.00	1,155.00
Sara-Ann Wilson	1.1	825.00	907.50
Total	2.7		\$2,342.50

TOTAL PROFESSIONAL FEES \$ **2,342.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 70.28

TOTAL TAXABLE OTHER FEES/CHARGES \$ **70.28**

TAXABLE DISBURSEMENTS

Process Server Fees \$ 13.00

TOTAL TAXABLE DISBURSEMENTS \$ **13.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 83.28

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **2,425.78**

TAXES

HST (13.0%) on Professional Fees of \$2,342.50 \$ 304.53

HST (13.0%) on Taxable Disbursements of \$83.28 10.83

TOTAL TAXES 315.36

TOTAL AMOUNT DUE \$ 2,741.14 CAD

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201 Bridgeland Avenue
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Attention: Allan Rutman
Partner

INVOICE # 3720274

GST/HST # R121996078
QST # 1086862448 TQ 0001

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

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

Professional Fees	\$ 1,440.00
Other Fees/Charges	43.20
	<hr/>
HST (13.0%) on \$1,483.20	192.82
	<hr/>
Total Amount Due	<u>\$ 1,676.02</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

Matter # 584164-000009

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Invoice Detail

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

Date	Timekeeper	Description of Work
01-Nov-22	Sara-Ann Wilson	Emails regarding developer agreements. Emails regarding closing mortgage amendment closing.
03-Nov-22	Sara-Ann Wilson	Emails regarding Trailwinds and consider same. Emails regarding mortgage documentation and instructions regarding same.
03-Nov-22	Kenneth Kraft	Review revised offer for Trailwind and related email exchanges with Allan Rutman on whether to pursue transaction. Email exchange with Michael Katzman on revised offer received and whether any interest in Receiver pursuing it further. Update emails and confirm to Jim Irving that financing increase closed without need for additional recognition order.
08-Nov-22	Kenneth Kraft	Allan Rutman update on finalizing Twisted Rock and N21 agreements.
29-Nov-22	Kenneth Kraft	Follow up on Trailwinds property.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.9	1,050.00	945.00
Sara-Ann Wilson	0.6	825.00	495.00
Total	1.5		\$1,440.00

TOTAL PROFESSIONAL FEES \$ **1,440.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 43.20

TOTAL TAXABLE OTHER FEES/CHARGES \$ **43.20**

TOTAL OTHER FEES/CHARGES 43.20

TOTAL FEES AND OTHER FEES/CHARGES \$ **1,483.20**

TAXES

HST (13.0%) on Professional Fees of \$1,440.00 \$ 187.20

HST (13.0%) on Taxable Disbursements of \$43.20 5.62

TOTAL TAXES 192.82

TOTAL AMOUNT DUE \$ **1,676.02 CAD**

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

Matter # 584164-000009

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Invoice Detail

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

Date	Timekeeper	Description of Work
01-Dec-22	Sara-Ann Wilson	Emails regarding correspondence with Michael Katzman.
01-Dec-22	Kenneth Kraft	Further email exchanges regarding Michael Katzman and information requested on offer.
13-Dec-22	Sara-Ann Wilson	Emails regarding offer and email to Michael Katzman regarding same.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.3	1,050.00	315.00
Sara-Ann Wilson	0.5	825.00	412.50
Total	0.8		\$727.50

TOTAL PROFESSIONAL FEES \$ **727.50**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 21.83

TOTAL TAXABLE OTHER FEES/CHARGES \$ **21.83**

TOTAL OTHER FEES/CHARGES 21.83

TOTAL FEES AND OTHER FEES/CHARGES \$ **749.33**

TAXES

HST (13.0%) on Professional Fees of \$727.50 \$ 94.58

HST (13.0%) on Taxable Disbursements of \$21.83 2.84

TOTAL TAXES 97.42

TOTAL AMOUNT DUE \$ 846.75 CAD

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Zeifman Partners Inc.
201 Bridgeland Avenue
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Attention: Allan Rutman
Partner

INVOICE # 3737951

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2023	584164-000009	Kenneth Kraft

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

Professional Fees	\$ 365.00
Other Fees/Charges	10.95
	<hr/>
HST (13.0%) on \$375.95	48.87
	<hr/>
Total Amount Due	<u>\$ 424.82</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

Matter # 584164-000009

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Wire Transfer / EFT:

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

Credit Card:

To pay online with a credit card, visit <https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859. You will require your invoice number and amount to pay.

Internet Banking:

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

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

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

Invoice Detail

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

Date	Timekeeper	Description of Work
05-Jan-23	Sara-Ann Wilson	Review and respond to email from Allan Rutman. Email to Michael Katzman.
25-Jan-23	Sara-Ann Wilson	Review and respond to email from Greg Roberts. Review receivership order regarding inspector fees. Email to Allan Rutman
25-Jan-23	Kenneth Kraft	Review Greg Roberts request and draft response.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.1	1,100.00	110.00
Sara-Ann Wilson	0.3	850.00	255.00
Total	0.4		\$365.00

TOTAL PROFESSIONAL FEES \$ **365.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 10.95

TOTAL TAXABLE OTHER FEES/CHARGES \$ **10.95**

TOTAL OTHER FEES/CHARGES 10.95

TOTAL FEES AND OTHER FEES/CHARGES \$ **375.95**

TAXES

HST (13.0%) on Professional Fees of \$365.00 \$ 47.45

HST (13.0%) on Taxable Disbursements of \$10.95 1.42

TOTAL TAXES 48.87

TOTAL AMOUNT DUE \$ **424.82** CAD

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

T 416 863 4511
F 416 863 4592

dentons.com

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

Attention: Allan Rutman
Partner

INVOICE # 3745306

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2023	584164-000009	Kenneth Kraft

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

Professional Fees	\$ 2,020.00
Other Fees/Charges	60.60
	<hr/>
HST (13.0%) on \$2,080.60	270.48
	<hr/>
Total Amount Due	<u>\$ 2,351.08</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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

INVOICE 3745601
Page 2 of 4

Matter # 584164-000009

Payment Options:

Cheques:

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

Credit Card:

To pay online with a credit card, visit
<https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

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

Internet Banking:

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

Wire Transfer / EFT:

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

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

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

Invoice Detail

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

Date	Timekeeper	Description of Work
02-Feb-23	Sara-Ann Wilson	Emails regarding extension of funding deadline for LOIs. Emails regarding report to investors. Review emails regarding US status conference.
02-Feb-23	Kenneth Kraft	Review and consider Allan Rutman update note and related emails.
03-Feb-23	Sara-Ann Wilson	Review and revise third report to creditors. Review and confirm timelines in term sheet. Email revised report to Allan Rutman. Review email from Allan Rutman and further revise third report to creditors.
03-Feb-23	Kenneth Kraft	Emails related to draft creditors' report. Start to review revised draft.
06-Feb-23	Sara-Ann Wilson	Emails regarding Third Report to Creditors and revise same. Review comments from Ken Kraft. Review email from Hillmount. Instructions regarding appendices.
06-Feb-23	Kenneth Kraft	Work on draft update note to creditors and related email exchanges.
07-Feb-23	Sara-Ann Wilson	Emails regarding status conference with US Court. Prepare for an attend status conference. Finalize Third Report to Creditors and review appendices. Email Third Report to Creditors to service list . Email exchange with Fred Tayer.
07-Feb-23	Kenneth Kraft	Email exchanges with Sara-Ann Wilson and telephone call with Jim Irving and update note to him all in relation to today's status conference before US Bankruptcy Court.
21-Feb-23	Sara-Ann Wilson	Receipt and review of email from Don Lawson and agreement with Twisted Rock and emails regarding same.
22-Feb-23	Sara-Ann Wilson	Review revised Twisted Rock engagement agreement. Call with Allan Rutman regarding Twisted Rock engagement and update on projects.
22-Feb-23	Kenneth Kraft	Review proposed agreement with N21 and Twisted Rock and related emails and discussion with Allan Rutman and Sara-Ann Wilson and also consider timing for next creditors' update.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	1.6	850.00	1,360.00
Total	2.2		\$2,020.00

TOTAL PROFESSIONAL FEES \$ **2,020.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 60.60

TOTAL TAXABLE OTHER FEES/CHARGES \$ **60.60**

TOTAL OTHER FEES/CHARGES 60.60

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,080.60**

TAXES

HST (13.0%) on Professional Fees of \$2,020.00 \$ 262.60

HST (13.0%) on Taxable Disbursements of \$60.60 7.88

TOTAL TAXES 270.48

TOTAL AMOUNT DUE \$ **2,351.08** CAD

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

T 416 863 4511
F 416 863 4592

dentons.com

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

Attention: Allan Rutman
Partner

INVOICE # 3749673

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2023	584164-000009	Kenneth Kraft

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

Professional Fees	\$ 780.00
Other Fees/Charges	23.40
	<hr/>
HST (13.0%) on \$803.40	104.44
	<hr/>
Total Amount Due	<u>\$ 907.84</u> CAD

DENTONS CANADA LLP

Per: _____


Kenneth Kraft

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

Matter # 584164-000009

Payment Options:**Cheques:**

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

Interac e-Transfer:

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

Wire Transfer / EFT:

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

Credit Card:

To pay online with a credit card, visit <https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859. You will require your invoice number and amount to pay.

Internet Banking:

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

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

Invoice Detail

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

Date	Timekeeper	Description of Work
13-Mar-23	Sara-Ann Wilson	Receipt and review of letters of intent. Emails regarding call.
13-Mar-23	Kenneth Kraft	Review emails and offers.
14-Mar-23	Sara-Ann Wilson	Prepare for and attend call regarding letters of intent.
14-Mar-23	Kenneth Kraft	Telephone call with Allan Rutman and Sara-Ann Wilson to review situation and discuss options.
29-Mar-23	Kenneth Kraft	Allan Rutman update email exchanges and consider next steps.
31-Mar-23	Kenneth Kraft	Start to review draft update report.

Timekeeper	Hours	Rate	Fees
Kenneth Kraft	0.4	1,100.00	440.00
Sara-Ann Wilson	0.4	850.00	340.00
Total	0.8		\$780.00

TOTAL PROFESSIONAL FEES		\$	780.00
TAXABLE OTHER FEES/CHARGES			
Technology & Administration Fee		\$	23.40
TOTAL TAXABLE OTHER FEES/CHARGES		\$	23.40
TOTAL OTHER FEES/CHARGES			23.40
TOTAL FEES AND OTHER FEES/CHARGES		\$	803.40
TAXES			
HST (13.0%) on Professional Fees of \$780.00		\$	101.40
HST (13.0%) on Taxable Disbursements of \$23.40			3.04
TOTAL TAXES			104.44
TOTAL AMOUNT DUE		\$	907.84 CAD

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

T 416 863 4511
F 416 863 4592

dentons.com

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

Attention: Allan Rutman
Partner

INVOICE # 3757030

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2023	584164-000009	Kenneth Kraft

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

Professional Fees	\$ 4,029.00
Other Fees/Charges	120.87
	<hr/>
HST (13.0%) on \$4,149.87	539.48
	<hr/>
Total Amount Due	<u>\$ 4,689.35</u> CAD

DENTONS CANADA LLP

Per: 

Kenneth Kraft

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

Matter # 584164-000009

Payment Options:**Cheques:**

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

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To pay online with a credit card, visit <https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859. You will require your invoice number and amount to pay.

Interac e-Transfer:

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

Internet Banking:

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

Wire Transfer / EFT:

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

Bank ID: 001 Transit: 00022
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Routing: 000100022

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

Invoice Detail

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

Date	Timekeeper	Description of Work
03-Apr-23	Sara-Ann Wilson	Call with Allan Rutman regarding letters of intent. Review and revise Fourth Report to Creditors. Instructions regarding booking court time and emails regarding same.
03-Apr-23	Kenneth Kraft	Update discussion and revisions to draft report to creditors and consider outline for court application to approve moving forward with listing agreement. Various emails and finalize report.
04-Apr-23	Amanda Campbell	Instructions from Sara-Ann Wilson. Draft Fee Affidavit to be appended to the Second Report of the Receiver. Locate exhibits.
04-Apr-23	Sara-Ann Wilson	Emails to and from Allan Rutman. Draft Second Report.
05-Apr-23	Amanda Campbell	Continue working on fee affidavit and locate new exhibits. Email draft fee affidavit to Sara-Ann Wilson.
05-Apr-23	Sara-Ann Wilson	Continue drafting second report.
06-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Review and consider previous reports.
11-Apr-23	Sara-Ann Wilson	Email exchange with Allan Rutman. Call with Allan Rutman regarding realtor proposals.
11-Apr-23	Kenneth Kraft	Various update emails on realtor proposal and court report. Discuss with Allan Rutman and Sara-Ann Wilson court relief to be sought.
12-Apr-23	Sara-Ann Wilson	Continue drafting second report. Review previous confidential appendices and sealing order. Draft notice of motion.
13-Apr-23	Sara-Ann Wilson	Draft order to approval listing real properties.
14-Apr-23	Sara-Ann Wilson	Circulate report and draft materials. Emails regarding timing of service. Instructions to email court.
14-Apr-23	Kenneth Kraft	Discussion with Sara-Ann Wilson and email exchanges with her and Allan Rutman on issues for next court attendance in regard to sale process and receipt of proposals.
17-Apr-23	Sara-Ann Wilson	Emails regarding court availability. Instructions regarding request form. Revise request form.
18-Apr-23	Sara-Ann Wilson	Emails with court regarding motion date. Instructions regarding request form.
18-Apr-23	Kenneth Kraft	Emails related to scheduling a motion date.

Date	Timekeeper	Description of Work
24-Apr-23	Sara-Ann Wilson	Receipt and review of CBRE proposal and emails regarding same . Revise and continue drafting Second Report. Emails regarding sale process.
24-Apr-23	Kenneth Kraft	Email exchanges on sale process.
25-Apr-23	Sara-Ann Wilson	Continue drafting Second Report. Revise and update notice of motion.

Timekeeper	Hours	Rate	Fees
Amanda Campbell	0.3	180.00	54.00
Kenneth Kraft	0.6	1,100.00	660.00
Sara-Ann Wilson	3.9	850.00	3,315.00
Total	4.8		\$4,029.00

TOTAL PROFESSIONAL FEES \$ **4,029.00**

TAXABLE OTHER FEES/CHARGES

Technology & Administration Fee \$ 120.87

TOTAL TAXABLE OTHER FEES/CHARGES \$ **120.87**

TOTAL OTHER FEES/CHARGES 120.87

TOTAL FEES AND OTHER FEES/CHARGES \$ **4,149.87**

TAXES

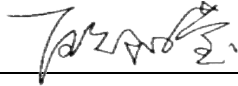
HST (13.0%) on Professional Fees of \$4,029.00 \$ 523.77

HST (13.0%) on Taxable Disbursements of \$120.87 15.71

TOTAL TAXES 539.48

TOTAL AMOUNT DUE \$ **4,689.35** CAD

THIS IS EXHIBIT "F" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 9TH DAY OF MAY, 2023.

A handwritten signature in black ink, appearing to read 'Ying Ouyang', is written above a horizontal line.

A Commissioner for Taking Affidavits, etc.

YING OUYANG (LSO # P11287)

EXHIBIT "F"

Summary of Invoices and Calculation of Average Hourly Billing Rates of Dentons Canada LLP

The Period of September 1, 2022, to April 30, 2023

Longleaf Property

Date	Invoice No.	Fees	Disbursements	Tax	Hours	Average Rate	Total
September 30, 2022	3703294	12,606.50	442.20	1,688.02	15.1	834.87	14,736.72
October 31, 2022	3710568	2,027.50	73.83	273.18	2.4	844.79	2,374.51
November 30, 2022	3720283	375.00	11.25	50.21	0.4	937.50	436.46
January 31, 2023	3737947	85.00	2.55	11.38	0.1	850.00	98.93
February 28, 2023	3745302	2,020.00	60.60	270.48	2.2	918.18	2,351.08
March 31, 2023	3749667	780.00	23.40	104.44	0.8	975.00	907.84
April 30, 2023	3757023	4,029.00	120.87	539.48	4.8	839.38	4,689.35
Totals:		\$21,923.00	\$ 734.70	\$2,937.19	25.8	\$ 885.67	\$25,594.89

Summerlin Property

Date	Invoice No.	Fees	Disbursements	Tax	Hours	Average Rate	Total
September 30, 2022	3703296	12,606.50	442.20	1,688.02	15.1	834.87	14,736.72
October 31, 2022	3710569	2,027.50	73.83	273.18	2.4	844.79	2,374.51
November 30, 2022	3720272	375.00	11.25	50.21	0.4	937.50	436.46
January 31, 2023	3737950	85.00	2.55	11.38	0.1	850.00	98.93
February 28, 2023	3745303	2,020.00	60.60	270.48	2.2	918.18	2,351.08
March 31, 2023	3749669	780.00	23.40	104.44	0.8	975.00	907.84
April 30, 2023	3757024	4,029.00	120.87	539.48	4.8	839.38	4,689.35
Totals:		\$21,923.00	\$ 734.70	\$2,937.19	25.8	\$ 885.67	\$25,594.89

Destin Property

Date	Invoice No.	Fees	Disbursements	Tax	Hours	Average Rate	Total
September 30, 2022	3703297	12,606.50	442.20	1,688.02	15.1	834.87	14,736.72
October 31, 2022	3710570	2,027.50	73.83	273.18	2.4	844.79	2,374.51
November 30, 2022	3720273	375.00	11.25	50.21	0.4	937.50	436.46
January 31, 2023	3738038	85.00	2.55	11.38	0.1	850.00	98.93
February 28, 2023	3745304	2,020.00	60.60	270.48	2.2	918.18	2,351.08
March 31, 2023	3749670	780.00	23.40	104.44	0.8	975.00	907.84
April 30, 2023	3757026	4,029.00	120.87	539.48	4.8	839.38	4,689.35
Totals:		\$21,923.00	\$ 734.70	\$2,937.19	25.8	\$ 885.67	\$25,594.89

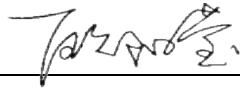
Ocoee Property

Date	Invoice No.	Fees	Disbursements	Tax	Hours	Average Rate	Total
September 30, 2022	3703280	12,606.50	442.20	1,688.02	15.1	834.87	14,736.72
October 31, 2022	3710571	2,027.50	73.83	273.18	2.4	844.79	2,374.51
November 30, 2022	3720284	375.00	11.25	50.21	0.4	937.50	436.46
January 31, 2023	3737948	85.00	2.55	11.38	0.1	850.00	98.93
February 28, 2023	3745305	2,020.00	60.60	270.48	2.2	918.18	2,351.08
March 31, 2023	3749671	780.00	23.40	104.44	0.8	975.00	907.84
April 30, 2023	3757028	4,029.00	120.87	539.48	4.8	839.38	4,689.35
Totals:		\$21,923.00	\$ 734.70	\$2,937.19	25.8	\$ 885.67	\$25,594.89

Trailwinds Property

Date	Invoice No.	Fees	Disbursements	Tax	Hours	Average Rate	Total
September 30, 2022	3703299	12,606.50	442.20	1,688.02	15.1	834.87	14,736.72
October 31, 2022	3710572	2,342.50	83.28	315.36	2.7	867.59	2,741.14
November 30, 2022	3720274	1,440.00	43.20	192.82	1.5	960.00	1,676.02
December 31, 2022	3729700	727.50	21.83	97.42	0.8	909.38	846.75
January 31, 2023	3737951	365.00	10.95	48.87	0.4	912.50	424.82
February 28, 2023	3745306	2,020.00	60.60	270.48	2.2	918.18	2,351.08
March 31, 2023	3749673	780.00	23.40	104.44	0.8	975.00	907.84
April 30, 2023	3757030	4,029.00	120.87	539.48	4.8	839.38	4,689.35
Totals:		\$24,310.50	\$ 806.33	\$3,256.89	28.3	\$ 902.11	\$28,373.72

THIS IS EXHIBIT "G" REFERRED TO IN THE
AFFIDAVIT OF SARA-ANN WILSON SWORN
BEFORE ME THIS 9TH DAY OF MAY, 2023.



A Commissioner for Taking Affidavits, etc.

YING OUYANG (LSO # P11287)

EXHIBIT “G”**Standard Billing Rates of Dentons Canada LLP
The Period of September 1, 2022, to April 30, 2023**

	<u>2022 Rate</u>	<u>2023 Rate</u>	<u>Year of Call</u>
Kenneth Kraft	\$1,050.00	\$1,100.00	1991
Sara-Ann Wilson	\$825.00	\$850.00	2008
Daniel Loberto	\$560.00	N/A	2020
Amanda Campbell	N/A	\$180.00	Legal Assistant

BERKID INVESTMENTS LIMITED

Plaintiff

and

Court File No. CV-21-00668821-00CL

HUNTER MILBORNE et al.

Defendants

LEGACY LIFESTYLES DESTIN LP, et al.

Applicants

and

Court File No. CV-22-00674717-00CL

LEGACY LIFESTYLES DESTIN PROPERTY LLC, et al.

Respondents

<p>ONTARIO</p> <p>SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)</p> <p>PROCEEDING COMMENCED AT TORONTO</p> <p>AFFIDAVIT OF SARA-ANN WILSON</p>	<p>DENTONS CANADA LLP 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON M5K 0A1</p> <p>Kenneth Kraft (LSO # 31919P) Tel: 416-863-4374 Fax: 416 863-4592 kenneth.kraft@dentons.com</p> <p>Sara-Ann Wilson (LSO # 56016C) Tel: (416) 863-4402 sara.wilson@dentons.com</p> <p><i>Lawyers for Zeifman Partners Inc., in its capacity as Court-appointed Receiver</i></p>
---	--

Confidential Appendix “1”
to the Second Report of the Receiver

Tgf ceygf

Confidential Appendix “4”
to the Second Report of the Receiver

Tgf ceygf

BERKID INVESTMENTS LIMITED

Plaintiff

and

HUNTER MILBORNE et al.

Defendants

LEGACY LIFESTYLES DESTIN LP, et al.

Applicants

and

LEGACY LIFESTYLES DESTIN PROPERTY LLC, et al.

Respondents

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT TORONTO

SECOND REPORT OF THE RECEIVER

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

Kenneth Kraft (LSO # 31919P)
Tel: 416-863-4374
Fax: 416 863-4592
kenneth.kraft@dentons.com

Sara-Ann Wilson (LSO # 56016C)
Tel: 416-863-4402
sara.wilson@dentons.com

Lawyers for Zeifman Partners Inc., in its capacity as Court-appointed Receiver

Tab 3

Court File No. CV-22-00674717-00CL & CV-21-00668821-00CL

Court File No. CV-21-00668821-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE)	TUESDAY, THE 23rd
)	
JUSTICE STEELE)	DAY OF MAY, 2023

BETWEEN:

**BERKID INVESTMENTS LIMITED, ROBERT BARRON, THORNBRIDGE CAPITAL
 INC., LUCY BER, SUSAN LATREMOILLE, JAMES MACDONALD, SCOTT
 TUPLING, NADA TUPLING, TMP INVESTMENTS INC., MARK PIEROG, TARA
 PIEROG, RON LAPSKER, 1392530 ONTARIO INC., LANGFORD GRAIN INC., FORE
 BEARS FORENSIC SCIENCE INC., FESTIVUS HOLDINGS INC., STEVEN FREIMAN
 AND GREGORY IP**

Plaintiffs

- and -

**HUNTER MILBORNE, GREGORY MARCHANT, MM REALTY PARTNERS
 INTERNATIONAL, MM REALTY PARTNERS INTERNATIONAL INC., LEGACY
 LIFESTYLE DESTIN LIMITED PARTNERSHIP, LEGACY LIFESTYLE DESTIN GP
 INC., LEGACY LIFESTYLE SUMMERLIN LIMITED PARTNERSHIP, LEGACY
 LIFESTYLE SUMMERLIN GP INC. LEGACY LIFESTYLE TRAILWINDS LIMITED
 PARTNERSHIP, LEGACY LIFESTYLE TRAILWINDS GP INC., WAVERLEY
 CORPORATE FINANCE SERVICES LTD. and MORGAN MARCHANT**

Defendants

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

**LEGACY LIFESTYLES DESTIN LP, LEGACY LIFESTYLES TRAILWINDS LP,
LEGACY LIFESTYLES SUMMERLIN LP, LEGACY LIFESTYLES OCOEE LP,
LEGACY LIFESTYLES LONGLEAF LP**

Applicants

- and -

**LEGACY LIFESTYLES DESTIN PROPERTY LLC, LEGACY LIFESTYLES
TRAILWINDS PROPERTY LLC, LEGACY LIFESTYLES FORT MYERS PROPERTY
LLC, LEGACY LIFESTYLES OCOEE PROPERTY LLC, , LEGACY LIFESTYLES
LONGLEAF PROPERTY LLC**

Respondents

APPLICATION UNDER section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C., C. B-3, as amended, and section 101 of the *Courts of Justice Act*, R.S.O. 1990, C. C-43, as amended

ORDER

THIS MOTION made by the Zeifman Partners Inc. as receiver (the “**Receiver**”) without security, of all of the assets, undertakings and properties of Legacy Lifestyles Destin LP, Legacy Lifestyles Destin GP Inc., Legacy Lifestyles Summerlin LP, Legacy Lifestyles Summerlin GP Inc., Legacy Lifestyles Trailwinds LP, Legacy Lifestyles Trailwinds GP Inc., Legacy Lifestyles Ocoee LP, Legacy Lifestyles Ocoee GP Inc., Legacy Lifestyles Longleaf LP, Legacy Lifestyles Longleaf GP Inc., Legacy Lifestyles Destin Property LLC, Legacy Lifestyles Trailwinds Property LLC, Legacy Lifestyles Ft. Myers Property LLC, Legacy Lifestyles Ocoee Property LLC and Legacy Lifestyles Longleaf Property LLC, appointed pursuant to the Amended Order of the Honourable Justice Conway, dated February 11, 2022 (the “**Receivership Order**”), for an order approving the Sale Process (as defined in the Second Report) in respect of the Real Properties (as defined in the Receivership Order), authorizing and directing the Receiver to conduct the Sale Process, and granting certain other relief was heard this day by judicial videoconference via Zoom.

ON READING the Second Report of the Receiver dated May 10, 2023 (the “**Second Report**”), the affidavit of Allan Rutman affirmed May 9, 2023 (the “**Rutman Affidavit**”), the affidavit of Sara-Ann Wilson sworn May 9, 2023 (the “**Wilson Affidavit**”), and on hearing the submissions of counsel for the Receiver, and any such other counsel and parties as were present:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

RECEIVER’S ACTIVITIES AND R&D

2. **THIS COURT ORDERS** that the Second Report and the activities and conduct of the Receiver as described therein, be and are hereby approved.

3. **THIS COURT ORDERS** that the Receiver’s interim statement of receipts and disbursements, as of May 9, 2023, be and is hereby approved.

FEES

4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel for the period from September 1, 2022, to April 30, 2023, as set out in the Second Report, the Rutman Affidavit and the Wilson Affidavit, be and are hereby approved.

SALE PROCESS

5. **THIS COURT ORDERS** that the Sale Process, with such amendments as the Receiver may deem necessary in accordance with the terms of the Sale Process, be and is hereby approved.

6. **THIS COURT ORDERS** that the Receiver is authorized and directed to take such steps as it deems necessary or advisable to carry out and perform its obligations under the Sale Process, including engaging CBRE Group, Inc. to list the Real Properties for sale.

7. **THIS COURT ORDERS** that the Receiver and its respective affiliates, partners, employees, representatives and agents shall have no liability with respect to any and all losses,

claims, damages or liabilities, of any nature or kind, to any person in connection with or as a result of the Sale Process, except to the extent such losses, claims, damages or liabilities result from the gross negligence or willful misconduct of the Receiver in performing its obligations under the Sale Process as determined by this Court.

SEALING

8. **THIS COURT ORDERS** that the Receiver is authorized, *nunc pro tunc*, to redact the Confidential Appendices from the Second Report and that the Confidential Appendices be sealed from the public record until the closing of sale transactions in respect of the Real Properties or further order of this Court.

GENERAL

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

10. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

11. **THIS COURT ORDERS** that this Order is effective from the date that it is made and is enforceable without any need for entry and filing.

BERKID INVESTMENTS LIMITED

Plaintiff

and

Court File No. CV-21-00668821-00CL

HUNTER MILBORNE et al.

Defendants

LEGACY LIFESTYLES DESTIN LP, et al.

Applicants

and

Court File No. CV-22-00674717-00CL

LEGACY LIFESTYLES DESTIN PROPERTY LLC, et al.

Respondents

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

PROCEEDING COMMENCED AT TORONTO

ORDER

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*Lawyers for Zeifman Partners Inc., in its capacity as Court-
appointed Receiver*

BERKID INVESTMENTS LIMITED

Plaintiff

and

Court File No. CV-21-00668821-00CL
HUNTER MILBORNE et al.
Defendants

LEGACY LIFESTYLES DESTIN LP, et al.

Applicants

and

Court File No. CV-22-00674717-00CL
LEGACY LIFESTYLES DESTIN PROPERTY LLC, et al.
Respondents

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

PROCEEDING COMMENCED AT TORONTO

MOTION RECORD
(returnable May 23, 2023)

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