



COURT/ESTATE NUMBER: 24-2245571
COURT: COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE: EDMONTON
APPLICANT: IN THE MATTER OF THE BANKRUPTCY OF
1445052 ALBERTA LTD.
DOCUMENT: AFFIDAVIT

ADDRESS FOR SERVICES AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Ernst & Young Inc.
Trustee in Bankruptcy
Suite 1400, 10423 - 101 Street
Edmonton, AB T5H 0E7

Tel: (780) 423-5811
Fax: (780) 428-8977

I, Dan McCulloch, of the City of Edmonton, in the Province of Alberta, MAKE OATH AND SAY
THAT:

1. I am a Vice-President with Ernst & Young Inc., Trustee of the Bankruptcy Estate of 1445052 Alberta Ltd., and have personal knowledge of the facts and matters hereinafter deposed to, except where otherwise stated.
2. 1445052 Alberta Ltd. filed bankruptcy on April 27, 2017
3. There are no Inspectors in this estate.
4. Total receipts in the estate to-date are \$1,705,658.87.
5. The fees of the Trustee for Professional Services for the period December 9, 2016 through January 25, 2019 totalling \$27,557.13 plus GST, as detailed on the attached "Work in Process" report hereto and marked as Exhibit "A" to this my Affidavit.
6. I make this Affidavit in support of an application for an Order directing payment of interim draw to Trustee.

SWORN BEFORE ME at the City of
Edmonton, in the Province of Alberta, this
5th day of March, 2019

A Commissioner for Oaths in and for the
Province of Alberta

DANIEL McCULLOCH

MATTHEW McCULLOCH
Commissioner for Oaths
Province of Alberta
Expiry Date: February 21, 2021

This is Exhibit "A" to the Affidavit of
Dan McCulloch sworn
before me this 5 day of March 2019
A Commissioner for Oaths in and for the
Province of Alberta

MATTHEW McCULLOCH
Commissioner for Oaths
Province of Alberta
Expiry Date: February 21, 2022

EXHIBIT "A"

Work in Process Report

1445052 Alberta Ltd (E-65093377) WIP Time Details

Report #: 6715 JUVU1
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Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65093377	Bob Sword	General	25-Jan-18	ANSR	410	1.4	574.00	574.00	Discussions with Matt, attend meeting with Scott, Leo and Lindsay for update on status and process to move forward
Bob Sword Total							1.4	574.00	574.00	
	E-65093377	Dan McCulloch	General	4-Apr-17	ANSR	410	1.0	410.00	410.00	1445052/Titan tubular - consultation
	E-65093377	Dan McCulloch	General	27-Apr-17	ANSR	410	3.4	1,394.00	1,394.00	1445052 AB Ltd. (2.1) discussions with M McCulloch & T Sorbara, emails to director, revisions to documents, sign documents, Peter Semenuk (1.3) - review docs, sign documents
	E-65093377	Dan McCulloch	General	28-Apr-17	ANSR	410	0.5	205.00	205.00	1445052 AB Ltd. - complete mail out, commission affidavit, email to Mr. Dolson
	E-65093377	Dan McCulloch	General	4-May-17	Rate Card	410	1.2	492.00	492.00	Read and respond to emails, review of asset documents, discussion of plan with M McCulloch
	E-65093377	Dan McCulloch	General	5-May-17	Rate Card	410	0.9	369.00	369.00	Calls with Field LLP, read and respond to emails
	E-65093377	Dan McCulloch	General	8-May-17	Rate Card	410	0.2	82.00	82.00	Email to L Provencher re investments and direction to pay to EY
	E-65093377	Dan McCulloch	General	9-May-17	Rate Card	410	0.6	246.00	246.00	Discussions re file with M McCulloch, read and respond to emails from Field LLP
	E-65093377	Dan McCulloch	General	11-May-17	Rate Card	410	2.8	1,148.00	1,148.00	Read and respond to emails from L Miller, read emails from S Tilley, email to L Provencher re records, emails re records, prepare Preliminary Report to Creditors.
	E-65093377	Dan McCulloch	General	12-May-17	Rate Card	410	1.3	533.00	533.00	Call from L Provencher re Family Trust and Demand Letter for 888 AB Ltd.; revisions to preliminary report, discussions with M McCulloch.
	E-65093377	Dan McCulloch	General	15-May-17	Rate Card	410	0.6	246.00	246.00	Revisions preliminary report, directions to T Sorbara
	E-65093377	Dan McCulloch	General	16-May-17	Rate Card	410	0.9	369.00	369.00	Prepare FMC agenda and attendance list; prepare all other documents for FMC, email director to confirm attendance
	E-65093377	Dan McCulloch	General	17-May-17	Rate Card	410	1.4	574.00	574.00	Prepare for and chair FMC, discussions with M McCulloch, directions to T Sorbara, review and sign minutes, read and respond to emails
	E-65093377	Dan McCulloch	General	15-Jun-17	Rate Card	410	0.8	328.00	328.00	Call with Field LLP
	E-65093377	Dan McCulloch	General	28-Jun-17	Rate Card	410	0.3	123.00	123.00	Discussion with M McCulloch, email L Miller
	E-65093377	Dan McCulloch	General	6-Jul-17	Rate Card	410	0.2	82.00	82.00	Email to counsel, discussions with M McCulloch
	E-65093377	Dan McCulloch	General	18-Jul-17	Rate Card	410	0.5	205.00	205.00	Prepare Rule 20 Certificate and letter to Court re same
	E-65093377	Dan McCulloch	General	25-Jul-17	Rate Card	410	1.0	410.00	410.00	Read and respond to emails, discussions with M McCulloch
	E-65093377	Dan McCulloch	General	14-Aug-17	Rate Card	410	0.8	328.00	328.00	Call with L Provencher, email to L Provencher re Family Trust
	E-65093377	Dan McCulloch	General	15-Aug-17	Rate Card	410	0.4	164.00	164.00	Read and respond to emails, review of BC land documents
	E-65093377	Dan McCulloch	General	13-Feb-18	Rate Card	410	0.4	164.00	164.00	Call from S Tilley, email to L Miller
	E-65093377	Dan McCulloch	General	9-Jul-18	Rate Card	410	0.2	82.00	82.00	Read and respond to email from L Miller
	E-65093377	Dan McCulloch	General	20-Jul-18	Rate Card	410	0.8	328.00	328.00	Call with L Miller re Consent Judgments, review of Kelowna land and email to L Provencher re making an offer
	E-65093377	Dan McCulloch	General	23-Jul-18	Rate Card	410	1.0	410.00	410.00	Review of asset matters, emails to L Provencher
	E-65093377	Dan McCulloch	General	24-Jul-18	Rate Card	410	0.8	328.00	328.00	Read and respond to email from L Provencher, review of file re corporate structure
	E-65093377	Dan McCulloch	General	26-Jul-18	Rate Card	410	2.1	861.00	861.00	Review of joint venture agreement, email to L Provencher re Westbank lands, emails to G Gibbs re Westbank, call to Okanagan Appraisers re Westbank, complete and email a appraisal request form
	E-65093377	Dan McCulloch	General	31-Jul-18	Rate Card	410	1.1	451.00	451.00	Read and respond to emails from Okanagan Appraisals and Kent MacPherson re appraisal of Kelowna lands, discussions with M McCulloch re lands
	E-65093377	Dan McCulloch	General	2-Aug-18	Rate Card	410	1.6	656.00	656.00	Read and respond to emails re appraisal, emails to L Miller re status of consent judgments, review of JVC re lands, review and sign engagement re appraisal, email to G Gibbs re financials and access, discussions with M McCulloch
	E-65093377	Dan McCulloch	General	8-Aug-18	Rate Card	410	0.8	328.00	328.00	Call from G Gibbs re Kelowna land
	E-65093377	Dan McCulloch	General	9-Aug-18	Rate Card	410	0.2	82.00	82.00	Email to appraiser re contact for site access
	E-65093377	Dan McCulloch	General	12-Sep-18	Rate Card	410	0.2	82.00	82.00	Email to L Miller re status of consent judgments,

1445052 Alberta Ltd (E-65093377) WIP Time Details

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65093377	Dan McCulloch	General	13-Sep-18	Rate Card	410	0.2	82.00	82.00	Email to G Gibbs re no access to Kelowna lands; email to appraiser
	E-65093377	Dan McCulloch	General	14-Sep-18	Rate Card	410	0.2	82.00	82.00	Email to appraiser
	E-65093377	Dan McCulloch	General	22-Oct-18	Rate Card	410	0.3	123.00	123.00	Read and respond to emails re appraisal
	E-65093377	Dan McCulloch	General	24-Oct-18	Rate Card	410	1.0	410.00	410.00	Read and respond to emails re appraisal; review of draft appraisal
	E-65093377	Dan McCulloch	General	20-Nov-18	Rate Card	410	0.9	369.00	369.00	Meeting with S Tilley re consent judgements
	E-65093377	Dan McCulloch	General				30.6	12,546.00	12,546.00	
	Dan McCulloch Total									
	E-65093377	Daniel Pintaric	General	21-Sep-18	ANSR	300	0.2	60.00	60.00	Bank rec
	E-65093377	Daniel Pintaric	General	10-Oct-18	ANSR	300	0.2	60.00	60.00	Bank rec
	E-65093377	Daniel Pintaric	General	15-Nov-18	ANSR	300	0.2	60.00	60.00	Bank rec
	E-65093377	Daniel Pintaric	General	12-Dec-18	ANSR	300	0.2	60.00	60.00	Bank rec
	E-65093377	Daniel Pintaric	General				0.8	240.00	240.00	
	Daniel Pintaric Total									
	E-65093377	Mark Shlay	General	14-Nov-17	ANSR	185	0.2	37.00	37.00	Account Reconcile October
	E-65093377	Mark Shlay	General	13-Dec-17	ANSR	185	0.2	37.00	37.00	Bank Rec
	E-65093377	Mark Shlay	General	15-Jan-18	ANSR	185	0.2	37.00	37.00	Bank Rec
	E-65093377	Mark Shlay	General	16-Jul-18	ANSR	185	0.2	37.00	37.00	Bank Rec
	E-65093377	Mark Shlay	General	22-Aug-18	ANSR	185	0.2	37.00	37.00	Bank Rec
	E-65093377	Mark Shlay	General	2-Jan-19	ANSR	185	0.2	37.00	37.00	Pay Field Law
	E-65093377	Mark Shlay	General				1.2	222.00	222.00	
	Mark Shlay Total									
	E-65093377	Matt McCulloch	General	4-Apr-17	ANSR	595	1.3	773.50	773.50	144 Ab Ltd - Initial in-person meeting with Leo re status of affairs; follow up email to Bishop & McKenzie re same
	E-65093377	Matt McCulloch	General	6-Apr-17	ANSR	595	2.8	1,666.00	1,666.00	144/Titan - review of purchase agreement and related documents and emails; email to Group re meeting; call with S Tilley re same; second email to Bishop re items to consider for meeting later today; Travel to and from, and meeting at Bishop McKenzie with Leo, Scott and Zack
	E-65093377	Matt McCulloch	General	10-Apr-17	ANSR	595	0.5	297.50	297.50	Titan Tubular/144... AB Ltd - Review of materials sent to me by Bishop & McKenzie
	E-65093377	Matt McCulloch	General	9-May-17	Rate Card	595	2.1	1,249.50	1,249.50	Review of file related emails and other matters; call with Field LLP re matter and next steps; email to Leo re same; internal meeting with DMC re next steps.
	E-65093377	Matt McCulloch	General	12-May-17	Rate Card	595	0.7	416.50	416.50	Review and revise Preliminary Report - send back to DMC for finalization.
	E-65093377	Matt McCulloch	General	17-May-17	Rate Card	595	0.7	416.50	416.50	various telephone calls and other correspondence review etc. discussions with D McCulloch re FMC, other related work
	E-65093377	Matt McCulloch	General	13-Jun-17	Rate Card	595	0.1	59.50	59.50	Review, approve and sign May 31, 2017 bank rec
	E-65093377	Matt McCulloch	General	15-Jun-17	Rate Card	595	1.1	654.50	654.50	Review of draft affidavit re Trust assets - revisions re same. Preparation for and call with counsel regarding status and next steps - instructions to counsel re same.
	E-65093377	Matt McCulloch	General	27-Jul-17	Rate Card	595	0.6	357.00	357.00	Review of numerous emails, discussions with D McCulloch re same; review of legal bill - sign as required
	E-65093377	Matt McCulloch	General	28-Jul-17	Rate Card	595	0.1	59.50	59.50	Review, approve and sign June 30, 2017 bank Rec
	E-65093377	Matt McCulloch	General	16-Sep-17	Rate Card	595	0.1	59.50	59.50	Review, approve and sign July 31 Bank Rec - time from Sept 14/17
	E-65093377	Matt McCulloch	General	20-Sep-17	Rate Card	595	0.1	59.50	59.50	Review, approve and sign August 31/17 bank rec
	E-65093377	Matt McCulloch	General	14-Oct-17	Rate Card	595	0.1	59.50	59.50	email to counsel to set up meeting to review next steps
	E-65093377	Matt McCulloch	General	31-Oct-17	Rate Card	595	0.1	59.50	59.50	Review, approve & sign Sep 30/17 bank rec.
	E-65093377	Matt McCulloch	General	17-Nov-17	Rate Card	595	0.1	59.50	59.50	Review, approve and sign October 31, 2017 bank rec(s)
	E-65093377	Matt McCulloch	General	23-Nov-17	Rate Card	595	0.1	59.50	59.50	Email to counsel to ask for meeting re next steps.
	E-65093377	Matt McCulloch	General	20-Dec-17	Rate Card	595	0.1	59.50	59.50	Bank reconciliation
	E-65093377	Matt McCulloch	General	11-Jan-18	Rate Card	595	0.6	357.00	357.00	preparation for, and call with L Miller re next steps and meeting with Leo and his counsel.
	E-65093377	Matt McCulloch	General	24-Jan-18	Rate Card	595	0.2	119.00	119.00	review and respond to emails re meeting with Leo and counsel re Titan Tubular A/R

1445052 Alberta Ltd (E-65093377) WIP Time Details

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Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65093377	Matt McCulloch	General	25-Jan-18	Rate Card	595	1.6	952.00	952.00	Travel to and from Field LLP for meeting with counsel, Leo - to discuss Titan AR, etc.....
	E-65093377	Matt McCulloch	General	31-Jan-18	Rate Card	595	0.1	59.50	59.50	Review, approve, and sign December bank recs.
	E-65093377	Matt McCulloch	General	14-Feb-18	Rate Card	595	0.1	59.50	59.50	voicemail from and return call to AB Revenue
	E-65093377	Matt McCulloch	General	26-Feb-18	Rate Card	595	0.1	59.50	59.50	Review, approve, and sign January bank rec.
	E-65093377	Matt McCulloch	General	28-Feb-18	Rate Card	595	0.2	119.00	119.00	voicemail and return calls to CRA
	E-65093377	Matt McCulloch	General	2-Mar-18	Rate Card	595	0.2	119.00	119.00	Call with J Pawluk re status of Leo matters and Titan
	E-65093377	Matt McCulloch	General	15-Mar-18	Rate Card	595	0.1	59.50	59.50	March 2018 Bank Rec Review
	E-65093377	Matt McCulloch	General	16-Apr-18	Rate Card	595	0.3	178.50	178.50	Review of Draft Affidavit received from counsel in relation to Leo/Trust, email to counsel re same.
	E-65093377	Matt McCulloch	General	27-Apr-18	Rate Card	595	0.1	59.50	59.50	review of bank Recs April 2018
	E-65093377	Matt McCulloch	General	22-May-18	Rate Card	595	0.1	59.50	59.50	May 2018 bank reconciliation
	E-65093377	Matt McCulloch	General	28-May-18	Rate Card	595	0.3	178.50	178.50	review and respond to email from L Miller, call to L Miller re same
	E-65093377	Matt McCulloch	General	12-Jun-18	Rate Card	595	0.3	178.50	178.50	Call with Leo re misc matters and finalization of affidavit and other affairs.
	E-65093377	Matt McCulloch	General	27-Jun-18	Rate Card	595	0.1	59.50	59.50	bank reconciliation review
	E-65093377	Matt McCulloch	General	18-Jul-18	Rate Card	595	0.5	297.50	297.50	Review of consent judgements and other file related information - email to counsel re meeting to discuss consent judgements
	E-65093377	Matt McCulloch	General	20-Jul-18	Rate Card	595	0.5	297.50	297.50	preparation for, and call with counsel re consent judgements
	E-65093377	Matt McCulloch	General	1-Aug-18	Rate Card	595	0.1	59.50	59.50	Bank req review
	E-65093377	Matt McCulloch	General	28-Aug-18	Rate Card	595	0.1	59.50	59.50	Review of August 2018 bank reconciliation
	E-65093377	Matt McCulloch	General	22-Oct-18	Rate Card	595	0.2	119.00	119.00	Review, approval & signing of August & September 2018 bank reconciliation
	E-65093377	Matt McCulloch	General	5-Dec-18	Rate Card	595	0.1	59.50	59.50	Review, approval & signing of November 2018 bank reconciliation
	E-65093377	Matt McCulloch	General	13-Jan-19	Rate Card	595	0.1	59.50	59.50	Review, approval & signing of November 2018 bank reconciliation
	Matt McCulloch Total							16.7	9,936.50	9,936.50
	E-65093377	Trina Sorbara	General	9-Dec-16	ANSR	185	1.0	185.00	185.00	1445052 - submit conflict check, prepare PACE
	E-65093377	Trina Sorbara	General	4-Apr-17	ANSR	185	1.0	185.00	185.00	144 - mtg with Leo Provencher
	E-65093377	Trina Sorbara	General	6-Apr-17	ANSR	185	1.0	185.00	185.00	144 - review information received and start initial interview in Ascend
	E-65093377	Trina Sorbara	General	21-Apr-17	ANSR	185	1.0	185.00	185.00	144 - email to Field, review information received and update Ascend
	E-65093377	Trina Sorbara	General	24-Apr-17	ANSR	185	0.5	92.50	92.50	144 - conference call re additional information required, update SOA
	E-65093377	Trina Sorbara	General	27-Apr-17	ANSR	185	2.5	462.50	462.50	144 - review emails, prepare sign-up documents, scan and effie, signed docs, schedule FMC
	E-65093377	Trina Sorbara	General	28-Apr-17	ANSR	185	2.6	481.00	481.00	144 - prepare notice mailout, update Ascend, prepare affidavit, set up website, draft ad, effie Duties and Notice
	E-65093377	Trina Sorbara	General	3-May-17	Rate Card	185	0.2	37.00	37.00	corporate search
	E-65093377	Trina Sorbara	General	15-May-17	Rate Card	185	0.3	55.50	55.50	call w/ CRA re POC, update website, admit claim
	E-65093377	Trina Sorbara	General	17-May-17	Rate Card	185	0.7	129.50	129.50	attend FMC, prepare and effie minutes, open trust account
	E-65093377	Trina Sorbara	General	18-May-17	Rate Card	185	0.5	92.50	92.50	set up trust account, email wire transfer instructions to HSBC
	E-65093377	Trina Sorbara	General	31-May-17	Rate Card	185	0.4	74.00	74.00	prepare cheque requisitions for OSB and court fees.
	E-65093377	Trina Sorbara	General	9-Jun-17	Rate Card	185	0.7	129.50	129.50	open court file, enter wire transfer funds received, May bank reconciliation
	E-65093377	Trina Sorbara	General	16-Jun-17	Rate Card	185	0.1	18.50	18.50	admit claim
	E-65093377	Trina Sorbara	General	29-Jun-17	Rate Card	185	0.1	18.50	18.50	enter additional funds received from Provencher Family Trust (HSBC)
	E-65093377	Trina Sorbara	General	17-Jul-17	Rate Card	185	0.2	37.00	37.00	June bank reconciliation
	E-65093377	Trina Sorbara	General	27-Jul-17	Rate Card	185	0.2	37.00	37.00	prepare cheque - legal fees
	E-65093377	Trina Sorbara	General	28-Jul-17	Rate Card	185	0.1	18.50	18.50	effie taxed legal fees
	E-65093377	Trina Sorbara	General	31-Aug-17	Rate Card	185	0.2	37.00	37.00	prepare deposit
	E-65093377	Trina Sorbara	General	1-Sep-17	Rate Card	185	0.2	37.00	37.00	July bank reconciliation
	E-65093377	Trina Sorbara	General	17-Sep-17	Rate Card	185	0.2	37.00	37.00	August bank reconciliation
	E-65093377	Trina Sorbara	General	19-Oct-17	Rate Card	185	0.1	18.50	18.50	September bank reconciliation

1445052 Alberta Ltd (E-65093377)
WIP Time Details

Marked	Engagement Code	Person	Activity Name	Date	Rate Type	Rate	Hours	Fee	Total	Description
	E-65093377	Trina Sorbara	General	16-Feb-18	Rate Card	185	0.2	37.00	37.00	January bank reconciliation
	E-65093377	Trina Sorbara	General	14-Mar-18	Rate Card	185	0.2	37.00	37.00	February bank reconciliation
	E-65093377	Trina Sorbara	General	13-Apr-18	Rate Card	185	0.2	37.00	37.00	March bank reconciliation
	E-65093377	Trina Sorbara	General	11-May-18	Rate Card	185	0.2	37.00	37.00	April bank reconciliation
	E-65093377	Trina Sorbara	General	14-Jun-18	Rate Card	185	0.2	37.00	37.00	May bank reconciliation
	E-65093377	Trina Sorbara	General	2-Aug-18	Rate Card	185	0.2	37.00	37.00	prepare cheque
	E-65093377	Trina Sorbara	General	31-Oct-18	Rate Card	185	0.2	37.00	37.00	prepare cheque
	E-65093377	Trina Sorbara	General	1-Nov-18	Rate Card	185	0.1	18.50	18.50	call w/ Alberta Tax & Revenue
	E-65093377	Trina Sorbara	General	3-Dec-18	Rate Card	185	0.1	18.50	18.50	call w/ CRA re status
	Trina Sorbara Total					15.4		2,849.00	2,849.00	
	Grand Total					66.1		26,367.50	26,367.50	



1445052 Alberta Ltd (E-65093377)
WIP Expense Details

Marked	Engagement Code	Account	Activity Name	Date	Amount	Description	Long Text
	E-65093377	Cossette Communication Inc.	1445052 Bankruptcy	1-Jun-17	870.35	Advertising	
		Cossette Communication Inc.			870.35		
		Total					
	E-65093377	Courier - Freight - Overnight	General	5-May-17	5.28	Courier - Freight - Overnight	Edmonton Courier Chgbook-144505 Alberta Ltd
		Courier - Freight - Overnight			5.28		
		Overnight Total					
	E-65093377	GOVERNMENT OF ALBERTA	General	31-May-17	14.00	Outside Research - Generic	
		GOVERNMENT OF ALBERTA			14.00		
		ALBERTA Total					
	E-65093377	Minister of Finance	General	5-Jun-17	150.00	Other Income / Expense	
		Minister of Finance Total			150.00		
	E-65093377	RECEIVER GENERAL FOR CANADA	General	31-May-17	150.00	Other Income / Expense	
		RECEIVER GENERAL FOR CANADA			150.00		
		FOR CANADA Total					
		Grand Total			1,189.63		