

District of: Alberta
Division No. 01 - Edmonton
Court No. 24-2612704
Estate No. 24-2612704

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

☒ Original ☐ Amended

In the Matter of the Bankruptcy of
Earthwise Construction Ltd.
of the City of Edmonton, in the Province of Alberta

Take notice that:

1. Earthwise Construction Ltd. filed (or was deemed to have filed) an assignment on the 31st day of January 2020, and the undersigned, Ernst & Young Inc., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court), subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on the 19th day of February 2020, at 10:00 AM, at the office of Edmonton, at 1400 EPCOR Tower, 10423 - 101 Street, Edmonton, AB, T5H 0E7.
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a proof of claim form, proxy form, and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at the city of Edmonton in the Province of Alberta, this 4th day of February 2020.

Ernst & Young Inc. - Licensed Insolvency Trustee
Per:



Licensed Insolvency Trustee

1400 EPCOR Tower, 10423 - 101 Street
Edmonton AB T5H 0E7
Phone: (780) 412-2393 Fax: (780) 428-8977

DANIEL McCULLOCH



Industry Canada

Office of the Superintendent
of Bankruptcy Canada

Industrie Canada

Bureau du surintendant
des faillites Canada

District of: Alberta
Division No.: 01 - Edmonton
Court No.: 24-2612704
Estate No.: 24-2612704

In the Matter of the Bankruptcy of:

Earthwise Construction Ltd.
Debtor

ERNST & YOUNG INC.
Licensed Insolvency Trustee
Ordinary Administration

Date and time of bankruptcy:	January 31, 2020, 15:43	Security:	\$0.00
Date of trustee appointment:	January 31, 2020		
Meeting of creditors:	February 19, 2020, 10:00 Ernst & Young Inc., 1400 EPCOR Tower, 10423 - 101 Street, Edmonton, Alberta Canada,		
Chair:	Trustee		

CERTIFICATE OF APPOINTMENT - Section 49 of the Act; Rule 85

I, the undersigned, official receiver in and for this bankruptcy district, do hereby certify that:

- the aforementioned debtor filed an assignment under section 49 of the *Bankruptcy and Insolvency Act*;
- the aforementioned trustee was duly appointed trustee of the estate of the debtor.

The said trustee is required:

- to provide to me, without delay, security in the aforementioned amount;
- to send to all creditors, within five days after the date of the trustee's appointment, a notice of the bankruptcy; and
- when applicable, to call in the prescribed manner a first meeting of creditors, to be held at the aforementioned time and place or at any other time and place that may be later requested by the official receiver.

Date: January 31, 2020, 18:00

E-File/Dépôt Electronique

Official Receiver

Canada

Canada Place Building, 9700 Jasper Avenue NW, Suite
725, Edmonton, Alberta, Canada, T5J4C3, (877)376-9902

District of Alberta
Division No. 1 - Edmonton
Estate No. 24 -

TRUSTEE'S PRELIMINARY REPORT

IN THE MATTER OF THE BANKRUPTCY OF EARTHWISE CONSTRUCTION LTD. OF THE CITY OF EDMONTON, IN THE PROVINCE OF ALBERTA

ERNST & YOUNG INC.
Trustee in Bankruptcy

SECTION A - BACKGROUND

On January 31, 2020, Earthwise Construction Ltd. ("Earthwise") filed an assignment into bankruptcy.

Earthwise operated a construction company with its head office located in Edmonton, Alberta.

Earthwise has indicated that the causes of its financial difficulty were due to poor market conditions in the construction industry.

SECTION B - ASSETS

The following summary represents the Debtor's realizable assets as per its Statement of Affairs:

Accounts Receivable:	\$ 276,953.17
Settlement Funds (held in Trust):	\$ 135,312.35

The settlement funds are the result of a construction project claim and are currently being held in trust with the company's counsel. The Trustee intends to notify the company's counsel of the bankruptcy to secure the settlement funds.

Secured Claims

The Statement of Affairs includes two secured creditors:

- The Guarantee Company of North America, estimated to be \$75,000.00; and
- Dory Leasing Inc., estimated to be \$626,648.51

The secured creditors have not filed claims as at January 31, 2020; and the trustee has not undertaken a review of their security.

SECTION C - BOOKS AND RECORDS OF THE BANKRUPT

The Trustee has requested the Debtor's books and records from the Director, and expects to receive same in due course.

SECTION D - CONSERVATORY AND PROTECTIVE MEASURES

The Trustee intends to notify the Debtor's bank of the bankruptcy and will request that the account be closed.

The Trustee intends to notify the company's counsel of the bankruptcy and request the settlement funds being held in trust be forwarded to the Trustee.

The Trustee intends to issue notification of the bankruptcy to the companies listed as accounts receivable to request that payment be issued to the Trustee directly.

SECTION E - PROVABLE CLAIMS

Attached as Appendix "A" is a summary of the Debtor's liabilities as noted on its Statement of Affairs. There are no proven claims as at the date of this report.

SECTION F - LEGAL PROCEEDINGS / PREFERENCE PAYMENTS

At this time, the Trustee is not aware of any fraudulent conveyances, preferences or transfers at undervalue made by Earthwise.

SECTION G - THIRD PARTY DEPOSITS OR GUARANTEES

The Trustee has received a retainer of \$25,000.00 for its reasonable fees and expenses incurred in connection with this bankruptcy.

SECTION H - APPOINTMENT OF RECEIVER

No Receiver has been appointed.

SECTION I - ANTICIPATED REALIZATIONS AND PROJECTED DISTRIBUTION

The Trustee is in the process of determining an appropriate method of realizing on Earthwise's assets. It is not expected that there will be any funds available to unsecured creditors.

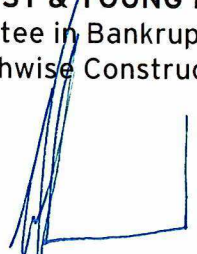
SECTION J - OTHER MATTERS

The Trustee is not aware of any other matters affecting the Estate, however, if anyone is aware of matters that should be brought to the attention of the Trustee for further review and investigation, please contact the Trustee's office with details and copies of any available documentation.

Dated at the City of Edmonton, the 31st day of January, 2020.

ERNST & YOUNG INC.

Trustee in Bankruptcy for the Estate of
Earthwise Construction Ltd.

Per: 

Matt McCulloch, CA, CPA, CIRP, LIT
Senior Vice President

District of: Alberta
Division No. 01 - Edmonton
Court No.
Estate No.

☒ Original

☐ Amended

-- Form 78 --

Statement of Affairs (Business Bankruptcy) made by an entity
(Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the Matter of the Bankruptcy of
Earthwise Construction Ltd.
of the City of Edmonton, in the Province of Alberta

To the bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 29th day of January 2020. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES
(as stated and estimated by the officer)

1. Unsecured creditors as per list "A"	358,571.07
Balance of secured claims as per list "B"	289,382.99
Total unsecured creditors	647,954.06
2. Secured creditors as per list "B"	412,265.52
3. Preferred creditors as per list "C"	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	0.00
Total liabilities	1,060,219.58
Surplus	NIL

ASSETS
(as stated and estimated by the officer)

1. Inventory	0.00
2. Trade fixtures, etc.	0.00
3. Accounts receivable and other receivables, as per list "E"	
Good	276,953.17
Doubtful	242,027.28
Bad	0.00
Estimated to produce	276,953.17
4. Bills of exchange, promissory note, etc., as per list "F" . . .	0.00
5. Deposits in financial institutions	0.00
6. Cash	0.00
7. Livestock	0.00
8. Machinery, equipment and plant	0.00
9. Real property or immovable as per list "G"	0.00
10. Furniture	0.00
11. RRSPs, RRIFs, life insurance, etc.	0.00
12. Securities (shares, bonds, debentures, etc.)	0.00
13. Interests under wills	0.00
14. Vehicles	0.00
15. Other property, as per list "H"	135,312.35
If bankrupt is a corporation, add:	
Amount of subscribed capital	0.00
Amount paid on capital	0.00
Balance subscribed and unpaid	0.00
Estimated to produce	0.00
Total assets	412,265.52
Deficiency	647,954.06

I, James Ryan Brown, of the city of Edmonton in the Province of Alberta, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 29th day of January 2020 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)

before me at the city of Edmonton in the Province of Alberta, on this 29th day of January 2020.

Matt McCulloch, Commissioner of Oaths
For the Province of Alberta
Expires February 21, 2022


James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "A"
Unsecured Creditors

Earthwise Construction Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	BELL MOBILITY	PO BOX 5460 STATION TERMINAL VANCOUVER BC V6B 4B5	2,518.81	0.00	2,518.81
2	BOSCH HYDRAULIC CONNECTIONS LTD	18141 - 111 Avenue EDMONTON AB T5S 2P2	559.09	0.00	559.09
3	BURNCO LANDSCAPE CENTRES INC.	PO BOX 1480, STATION T CALGARY AB T2H 2P9	157.01	0.00	157.01
4	Canada Revenue Agency 802156638 RC0001	9755 King George Boulevard Surrey BC V3T 5E1	1.00	0.00	1.00
5	Canada Revenue Agency 802156638 RP0001	9755 King George Boulevard Surrey BC V3T 5E1	1.00	0.00	1.00
6	Canada Revenue Agency 802156638 RT0001	9755 King George Boulevard Surrey BC V3T 5E1	1.00	0.00	1.00
7	CANADIAN LINEN & UNIFORM	BOX 51045, RPO TYNDALL WINNIPEG MB R2X 3C6	464.38	0.00	464.38
8	CANUCK INDUSTRIAL SALES LTD.	15614 - 112 AVE EDMONTON AB T5M 2W1	225.04	0.00	225.04
9	CASCADE GEOTECHNICAL INC.	15620 - 121 A AVENUE EDMONTON AB T5V 1B5	452.53	0.00	452.53
10	CT UNDERGROUND	9424 60 ST SE CALGARY AB T2C 4V8	5,399.67	0.00	5,399.67
11	DAN-MAR EQUIPMENT SALES &SERVICE LTD.	608-22 AVENUE NISKU AB T9E 7X6	779.11	0.00	779.11
12	DORY LEASING INC.	21, 51209 RR 255 SPRUCE GROVE AB T7Y 1A8	171,093.96	0.00	171,093.96
13	DORY LEASING INC. GSA	21, 51209 RR 255 SPRUCE GROVE AB T7Y 1A8	0.00	289,382.99	289,382.99
14	ENTREC CORPORATION ap	28712 114 Avenue ACHESON AB T7X 6E6	1,194.38	0.00	1,194.38
15	FIRST TRUCK CENTRE	11313 - 170 STREET EDMONTON AB T5M 3P5	347.69	0.00	347.69
16	FOUNTAIN TIRE(EDMONTON, TRUCK CENTRE	13520 - 156 ST EDMONTON AB T5V 1L3	293.27	0.00	293.27
17	GREAT WEST LIFE	BOX 263 STN MAIN ST. ALBERT AB T8N 7L3	2,535.29	0.00	2,535.29
18	HOSE HEADQUARTERS LTD.	17224 - 107 AVE EDMONTON AB T5S 1E9	43.59	0.00	43.59
19	INNOVATIVE BENEFITS INC.	435, 450 ORDZE RD Sherwood Park AB T8B 0C5	182.89	0.00	182.89
20	IRON WORKS MACHINERY LTD.	1303-7TH ST. NISKU AB T9E 7P8	1,102.50	0.00	1,102.50
21	MARTIN DEERLINE	17104 - 118 AVE EDMONTON AB T5S 2L7	858.17	0.00	858.17
22	MCRAE'S ENVIRONMENTAL SERVICES LTD.	23591 DYKE RD RICHMOND BC V6V 1E3	4,672.50	0.00	4,672.50
23	MOTION INDUSTRIES.	PO BOX 9165, STATION "M" CALGARY AB T2P 2L8	253.73	0.00	253.73
24	NEW WAY FILTER	6818 78 AVE EDMONTON AB AB T6B 2J5	299.25	0.00	299.25

29-Jan-2020

Date



James Ryan Brown

District of: Alberta
 Division No. 01- Edmonton
 Court No.
 Estate No.

FORM 78 -- Continued

List "A"
 Unsecured Creditors

Earthwise Construction Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
25	PERSNICKETY LAWNS	#62 23211 TWP 520 SHERWOOD PARK AB T8B 1G2	3,307.39	0.00	3,307.39
26	RONA INC. - ACCOUNTS RECEIVABLE	PO BOX 1011 BOUCHERVILLE QC J4H 0A2	659.28	0.00	659.28
27	Ryan Brown Sharehold Loan	813 Hardy Place NW Edmonton AB T6M 0G1	75,000.00	0.00	75,000.00
28	Ryan Dory Sharehold Loan	10 Vista Street Spruce Grove AB T7X 4P6	75,000.00	0.00	75,000.00
29	SAFETY PLUS INC.	BOX 95112, 8065-104 ST NW EDMONTON AB T6E 4E3	1,151.59	0.00	1,151.59
30	STANTEC CONSULTING LTD	BOX 310260, PO BOX 578, STN M CALGARY AB T2P 2L8	133.30	0.00	133.30
31	STONEHENGE STRUCTURES LTD.	#11, 52059, RR220 SHERWOOD PARK AB T8E 1B9	4,023.62	0.00	4,023.62
32	THE INTERNET CENTRE INC.	4130 - 95 ST. EDMONTON AB T6E 6H5	233.10	0.00	233.10
33	THURBER ENGINEERING LTD.	4127 ROPER RD EDMONTON AB T6B 3S5	1,257.43	0.00	1,257.43
34	TITAN SUPPLY INC	5135-67 AVENUE NW EDMONTON AB T6B 2R8	2,438.34	0.00	2,438.34
35	TOSHIBA SYSTEMS OF CANADA	75 TIVERTON COURT MARKHAM ON L3R 4M8	136.69	0.00	136.69
36	UNI-SELECT CANADA STORES INC.	15935-118TH AVENUE NW EDMONTON AB T5V 1B7	156.74	0.00	156.74
37	UNITED RENTALS OF CANADA INC.	PO BOX 7406 STATION TERMINAL VANCOUVER BC V6B 4E2	1,191.37	0.00	1,191.37
38	VALLEN CANADA INC	4810 92 AVE EDMONTON AB T6B 2X4	26.25	0.00	26.25
39	WASTE MANAGEMENT	PO BOX 15259 STN. A TORONTO ON M5W 1C1	420.11	0.00	420.11
Total:			358,571.07	289,382.99	647,954.06

29-Jan-2020

Date


 James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "B"
Secured Creditors

Earthwise Construction Ltd.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	DORY LEASING INC. GSA	21, 51209 RR 255 SPRUCE GROVE AB T7Y 1A8	626,648.51	Debts Due - Business - PCL Construction Management Inc.	21-Aug-2015	174,099.60		
				Other - Brookfield/Edgemong Outfall Settlement (held in Trust with Combe & Kent)	21-Aug-2015	135,312.35		289,382.99
				Debts Due - Business - Rulam Contracting Ltd.	21-Aug-2015	14,730.02		
				Debts Due - Business - Whitson Contracting Ltd.	21-Aug-2015	13,123.55		
				Debts Due - Business - Standard General	21-Aug-2015	0.00		
				Debts Due - Business - The Manufacturers Life Insurance Company	21-Aug-2015	0.00		
				Debts Due - Business - Wells Construction	21-Aug-2015	0.00		
				Debts Due - Business - Boardwalk Real Estate Management Ltd.	21-Aug-2015	0.00		
				Debts Due - Business - City of Edmonton	21-Aug-2015	0.00		
				Debts Due - Business - Civeo c/o Colliers Canada	21-Aug-2015	0.00		
				Debts Due - Business - DB Lawn Maintenance	21-Aug-2015	0.00		
				Debts Due - Business - Delcon Creewood VI Ltd.	21-Aug-2015	0.00		
				Debts Due - Business - Delcon Creewood Master GP Ltd.	21-Aug-2015	0.00		
				Debts Due - Business - Delcon Creewood X Ltd.	21-Aug-2015	0.00		
				Debts Due - Business - General Motors of Canada	21-Aug-2015	0.00		
				Debts Due - Business - Inland Pipe	21-Aug-2015	0.00		
				Debts Due - Business - JK McKenzie Ltd.	21-Aug-2015	0.00		

29-Jan-2020

Date



James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "B"
Secured Creditors

Earthwise Construction Ltd.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
2	The Guarantee Company of North America Bond	4950 Yonge Street, Madison Centre, Suite 1400 Toronto ON M2N 6K1	75,000.00	Debts Due - Business - PCL Construction Management Inc.	20-Aug-2015	52,128.40		
				Debts Due - Business - JK McKenzie Ltd.	20-Aug-2015	6,983.34		
				Debts Due - Business - Boardwalk Real Estate Management Ltd.	20-Aug-2015	6,280.65		
				Debts Due - Business - City of Edmonton	20-Aug-2015	5,249.99		
				Debts Due - Business - Civeo c/o Colliers Canada	20-Aug-2015	2,339.63		
				Debts Due - Business - Inland Pipe	20-Aug-2015	1,515.94		
				Debts Due - Business - DB Lawn Maintenance	20-Aug-2015	336.00		
				Debts Due - Business - General Motors of Canada	20-Aug-2015	135.00		
				Debts Due - Business - The Manufacturers Life Insurance Company	20-Aug-2015	31.05		
				Debts Due - Business - Wells Construction	20-Aug-2015	0.00		
				Debts Due - Business - Whitson Contracting Ltd.	20-Aug-2015	0.00		
				Other - Brookfield/Edgemong Outfall Settlement (held in Trust with Combe & Kent)	20-Aug-2015	0.00		
				Debts Due - Business - Rulam Contracting Ltd.	20-Aug-2015	0.00		
				Debts Due - Business - Standard General	20-Aug-2015	0.00		
				Debts Due - Business - Delcon Creewood VI Ltd.	20-Aug-2015	0.00		
				Debts Due - Business - Delcon Creewood Master GP Ltd.	20-Aug-2015	0.00		
				Debts Due - Business - Delcon Creewood X Ltd.	20-Aug-2015	0.00		
Total:			701,648.51			412,265.52	0.00	289,382.99

29-Jan-2020

Date



James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "C"
Preferred Creditors for Wages, Rent, etc.

Earthwise Construction Ltd.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

29-Jan-2020
Date


James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "D"
Contingent or Other Liabilities

Earthwise Construction Ltd.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

29-Jan-2020
Date


James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

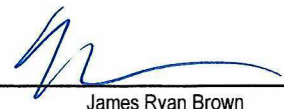
FORM 78 -- Continued

List "E"
Debts Due to the Bankrupt
Earthwise Construction Ltd.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
1	Boardwalk Real Estate Management Ltd.	Suite 200, 1501 - 1 Street SW Calgary AB T2R 0W1	Account Receivable	6,280.65 0.00 0.00		24-Jan-2019	6,280.65	.
2	City of Edmonton	Edmonton Waste Management CNT, SITE 100, 13111 MERIDIAN ST Edmonton AB T6S 1G9	Account Receivable	5,249.99 0.00 0.00		24-Jan-2019	5,249.99	.
3	Civeo c/o Colliers Canada	2210, Manulife Place, 10180 - 101 St. Edmonton AB T5J 3S4	Account Receivable	2,339.63 0.00 0.00		24-Jan-2019	2,339.63	.
4	DB Lawn Maintenance	3023 105 Street Edmonton AB T6J 2Z7	Account Receivable	336.00 0.00 0.00		24-Jan-2019	336.00	.
5	Delcon Creewood VI Ltd.	Suite 400, 10508 - 82 Avenue Edmonton AB T6E 2A4	Account Receivable	0.00 8,319.30 0.00		24-Jan-2019	0.00	.
6	Delcon Creewood Master GP Ltd.	Suite 400, 10508 - 82 Avenue Edmonton AB T6E 2A4	Account Receivable	0.00 56,098.98 0.00		24-Jan-2019	0.00	.
7	Delcon Creewood X Ltd.	Suite 400, 10508 - 82 Avenue Edmonton AB T6E 2A4	Account Receivable	0.00 15,738.10 0.00		24-Jan-2019	0.00	.
8	General Motors of Canada	17707 - 118 Avenue N.W. Edmonton AB T5S 1P7	Account Receivable	135.00 0.00 0.00		24-Jan-2019	135.00	.
9	Inland Pipe	PO Box 2200 Vancouver BC V6B 3W2	Account Receivable	1,515.94 0.00 0.00		24-Jan-2019	1,515.94	.
10	JK McKenzie Ltd.	17515 - 107 Avenue Edmonton AB T5S 1E5	Account Receivable	6,983.34 0.00 0.00		24-Jan-2019	6,983.34	.
11	PCL Construction Management Inc.	127 Street & Ellerslie Road Edmonton AB T6C 4E3	Account Receivable	226,228.00 75,409.33 0.00		24-Jan-2019	226,228.00	.
12	Rulam Contracting Ltd.	11826 160 St NW Edmonton AB T5V 1C9	Account Receivable	14,730.02 0.00 0.00		24-Jan-2019	14,730.02	.

29-Jan-2020

Date


James Ryan Brown

District of: Alberta
 Division No. 01- Edmonton
 Court No.
 Estate No.

FORM 78 -- Continued

List "E"
 Debts Due to the Bankrupt
 Earthwise Construction Ltd.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
13	Standard General	250 Carleton Drive St. Albert AB T8N 6W2	Account Receivable	0.00 76,719.84 0.00		24-Jan-2019	0.00	.
14	The Manufacturers Life Insurance Company	250 BLOOR STREET EAST FLOOR 15 Toronto ON M4W 1E6	Account Receivable	31.05 0.00 0.00		24-Jan-2019	31.05	.
15	Wells Construction	22131 112 Ave NW Edmonton AB T5S 2T8	Account Receivable	0.00 5,367.21 0.00		24-Jan-2019	0.00	.
16	Whitson Contracting Ltd.	51 - 26004 Township Rd 544 Sturgeon County AB T8T 0W2	Account Receivable	13,123.55 4,374.52 0.00		24-Jan-2019	13,123.55	.
Total:				276,953.17 242,027.28 0.00			276,953.17	

29-Jan-2020

Date


 James Ryan Brown

District of: Alberta
Division No. 01 - Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

Earthwise Construction Ltd.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

29-Jan-2020

Date


James Ryan Brown

District of: Alberta
Division No. 01 - Edmonton
Court No.
Estate No.

FORM 78 -- Continued

List "G"
Real Property or Immovables Owned by Bankrupt
Earthwise Construction Ltd.

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Total:			0.00		0.00

29-Jan-2020
Date


James Ryan Brown

District of: Alberta
Division No. 01- Edmonton
Court No.
Estate No.

FORM 78 -- Concluded

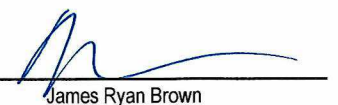
List "H"
Property

Earthwise Construction Ltd.
FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other		Brookfield/Edgemong Outfall Settlement (held in Trust with Combe & Kent)	0.00	135,312.35
			Total:	135,312.35

29-Jan-2020

Date


James Ryan Brown

District of: Alberta
Division No. 01 - Edmonton
Court No.
Estate No.

-- FORM 21 --

Assignment for the General Benefit of Creditors
(Section 49 of the Act)

In the Matter of the Bankruptcy of
Earthwise Construction Ltd.
of the City of Edmonton, in the Province of Alberta
This indenture made this 29th day of January 2020
between
Earthwise Construction Ltd.
20104 - 107 Avenue
Edmonton AB T5S 1W9
hereinafter called "the debtor"
and
Ernst & Young Inc.
hereinafter called "the trustee."

☐ Natural person

☒ Corporate or other legal entity

Whereas the debtor is insolvent and desires to assign and to abandon all his/her property for distribution among his/her creditors, in pursuance of the Act,

This indenture witnesses that the debtor does hereby assign to the trustee all the debtor's property for the uses, intents and purposes provided by the Act.

Signed at the city of Edmonton in the Province of Alberta, in the presence of Matt McCulloch.



Matt McCulloch
Witness

29-Jan-2020

Date



Earthwise Construction Ltd.
Debtor

District of: Alberta
Division No. 01 - Edmonton
Court No. 24-2612704
Estate No. 24-2612704

FORM 31 / 36
Proof of Claim / Proxy
In the Matter of the Bankruptcy of
Earthwise Construction Ltd.
of the City of Edmonton, in the Province of Alberta

All notices or correspondence regarding this claim must be forwarded to the following address:

In the matter of the bankruptcy of Earthwise Construction Ltd. of the city of Edmonton in the Province of Alberta and the claim of _____, creditor.

I, _____, of the city of _____, a creditor in the above matter, hereby appoint _____, of _____, to be my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without) power to appoint another proxyholder in his or her place.

I, _____ (name of creditor or representative of the creditor), of the city of _____ in the province of _____ do hereby certify:

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____, creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of bankruptcy, namely the 31st day of January 2020, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit or solemn declaration) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

☐ A. UNSECURED CLAIM OF \$ _____

(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and

(Check appropriate description.)

☐ Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

☐ Regarding the amount of \$ _____, I do not claim a right to a priority.

(Set out on an attached sheet details to support priority claim.)

☐ B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

☐ C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

☐ D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____

(Attach a copy of sales agreement and delivery receipts.)

☐ E. CLAIM BY WAGE EARNER OF \$ _____

☐ That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____,

☐ That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____,

☐ F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____

☐ That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____,

☐ That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____,

☐ G. CLAIM AGAINST DIRECTOR \$_____

(To be completed when a proposal provides for the compromise of claims against directors.)

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

☐ H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$_____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I _____ (am/am not) (or the above-named creditor _____ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and _____ (have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. *(Applicable only in the case of the bankruptcy of an individual.)*

☐ Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.

☐ I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

Phone Number: _____

Fax Number: _____

E-mail Address: _____

Ernst & Young Inc. - Licensed Insolvency Trustee

Per:

Matt McCulloch - Licensed Insolvency Trustee

1400 EPCOR Tower, 10423 - 101 Street

Edmonton AB T5H 0E7

Phone: (780) 412-2393 Fax: (780) 428-8977

E-mail: trina.sorbara@ca.ey.com

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.

Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.