

COURT FILE NUMBER 2003 03284

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

PLAINTIFF ROYAL BANK OF CANADA

DEFENDANTS COPPERLINE EXCAVATING LTD.,
1496986 ALBERTA LTD., SPRUCE
CREEK CONTRACTING LTD.,
JAMIE BLACK, and LORI BLACK

DOCUMENT **CROSS-APPLICATION BY
ACCORD SMALL BUSINESS
FINANCE CORP.**

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT PARLEE McLAWS LLP
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File Number: 76508-4/bpm



NOTICE TO RESPONDENTS

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Justice.

To do so, you must be in Court when the application is heard as shown below:

Date	Friday, February 21, 2020
Time	10:00 a.m.
Where	Law Courts, Edmonton, Alberta
Before Whom	Justice J.S. Little

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought:

1. An Order abridging the time for service of notice of this Application, and deeming service good and sufficient, if necessary;

2. An Order that Accord Small Business Finance Corp. (“**Accord**”) is entitled to have the “**Accord Specific Collateral**” (as defined in the Affidavit of James Jang of Accord, served herewith) not be subject to the receivership proceedings sought by the Plaintiff Royal Bank of Canada (“**Royal Bank**”) in their application filed on February 12, 2020, against the Defendant Copperline Excavating Ltd. (“**Copperline**”);
3. An Order permitting Accord to discharge the specific registrations of the Royal Bank against the Accord Specific Collateral at the Alberta Personal Property Registry;
4. An Order dispensing with the provision of a notice of intention to sell under s. 60 *Personal Property Security Act*, RSA 2000 c P-7, with respect to the Accord Specific Collateral (“**PPSA**”);
5. Costs, if opposed; and
6. Such further and other relief as this Honourable Court may grant.

Grounds for making this application:

7. Accord provided refinancing to Copperline to pay down certain specific equipment loans and the line of credit owing to the Royal Bank;
8. As part of the re-financing, the Royal Bank confirmed it had no interest in the Accord Specific Collateral under a series of waivers (as opposed to subordinations), and has no entitlement to the Accord Specific Collateral;
9. No other lenders (other than Accord and Royal Bank) have made specific registrations at the Alberta Personal Property Registry against the serial numbers of the Accord Specific Collateral (which are “serial number goods” held as “equipment” as defined under the PPSA);
10. Accord is opposing the application for the receivership at first instance;
11. Accord has specific expertise with respect to realizing on the Accord Specific Collateral, which would maximize recovery;

12. Accord is ready, willing and able to remove the Accord Specific Collateral from Copperline forthwith for the purposes of realization;
13. The appointment of a receiver over the Accord Specific Collateral would not be necessary for preservation and protection;
14. The Courts have recognized carve outs from receivership proceedings in certain circumstances, and the above described circumstances call for a carve out as well; and
15. Such further and other grounds as Counsel may advise.

Material or evidence to be relied on:

16. Affidavit of James Jang of Accord, sworn February 18, 2020, filed;
17. Personal Property Registry search against Copperline, filed; and
18. Such further and other material or evidence as Counsel may advise.

Applicable rules:

19. Rules 1.3, 11.27 and 13.5 of the *Alberta Rules of Court*, A.R. 124/2010, as am.; and
20. Such further and other rules as Counsel may advise.

Applicable Acts and regulations:

21. Sections 35(4), 40, 48, 60, 63, 64, 69 and 70 PPSA; and
22. Such further and other Acts and regulations as Counsel may advise.

Any irregularity complained of or objection relied on:

23. None.

How the application is proposed to be heard or considered:

24. Before the Honourable Justice J.S. Little in Chambers on the Commercial List.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the Applicant what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.