

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

THE HONOURABLE ) THURSDAY, THE 25<sup>th</sup> DAY OF  
JUSTICE SPIES ) MAY, 2006

**BETWEEN:**

UDAYAN PANDYA

Plaintiff

- and -

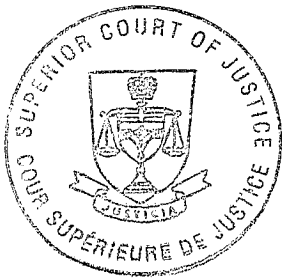
COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**VESTING ORDER**

**THIS MOTION**, heard this day, was made by Michael J. Quilling, in his capacity as court-appointed receiver (the "Receiver") of the property and assets of the defendants in the within action, pursuant to the Order of this court dated November 17, 2005 (the "Initial Order") seeking a vesting order to supersede the order granted by Justice Spies on April 6, 2006 in respect of 6072 Main Street, Stouffville (described below) (the "Property") pursuant to the



agreement of purchase and sale dated as of January 10, 2006 as amended (the "Main Street Agreement") between the Receiver as vendor and:

- (a) Maria Patricia Januszewska (d.o.b. June 14, 1960); and
- (b) Michael John Januszewski (d.o.b. September 9, 1960)

as purchasers ("Purchasers") a true copy of which is appended as Exhibits "E" and "G" to the affidavit of M. Joanne MacMillan sworn April 5, 2006 was heard this day at 393 University Avenue, Toronto, Ontario.

**ON READING** the materials filed,

**Service**

1. **THIS COURT ORDERS** that this order supersedes the Order of Justice Spies dated April 6, 2006;
2. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record, herein, be and it is hereby abridged to the date and time of actual service and that such service is valid service of the materials filed in support of this motion;

**Sale and Vesting of the Real Property**

3. **THIS COURT ORDERS** that upon the purchase price having been paid and all conditions to closing having been satisfied or waived, the receiver shall deliver to the Purchasers a certificate, substantially in the form of the draft Receiver's Certificate appended as Schedule "1" hereto, confirming the same ("Receiver's Certificate") and the Receiver shall forthwith:

- (a) file a copy of the Receiver's Certificate with this Court; and

- (b) provide a copy of the Receiver's Certificate to the Land Registry Office of York Region;

after such delivery.

4. **THIS COURT ORDERS** that upon the delivery of the Receiver's Certificate to the Purchaser pursuant to paragraph 3 hereof, all right, title and interest in and to the Property shall vest and is hereby vested in the Purchasers absolutely and forever as joint tenants:

- (a) free and clear of and from any and all estate, title, right, benefit, interest and claims of the defendants in the above-noted action and the Receiver; and
- (b) free and clear of and from any and all right, title, interest, security interests, mortgages, charges, hypothecs, indentures, loan agreements, instruments, leases, estates, licenses, pledges, trusts or deemed trusts (whether contractual statutory or otherwise), benefits, assignments, rights of distress, executions, options, adverse claims (including claims provable if any of the defendants should be adjudged bankrupt), levies, set-off claims (whether legal, equitable, or contractual), judgments, executions, agreements (including title retention agreements), taxes, claims, charges, encumbrances or any other rights, rights of use, claims, disputes and debts of all persons or entities of any kind whatsoever and howsoever arising, whether contractual, statutory, by operation of law, legal or equitable, whether secured, unsecured or otherwise, and whether created by any orders made in these proceedings ("Encumbrances").

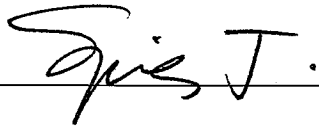
5. **THIS COURT ORDERS** that, upon being provided with a copy of the Receiver's Certificate, the Land Registrar at the Land Registry Office of York Region is hereby directed to

- (a) effect registration of this Order on the register of title for the Property. The Property has the following legal description:

PIN: 03715-0004 (LT);

PT LT 30 PL 54 Stouffville; LT 31 PL 54 Stouffville; PT LT 40 PL 54 Stouffville; PT LT 41 PL 54 Stouffville; PTS 1, 7, PL 65R2555; Whitchurch-Stouffville

- (b) delete the transfer to Courtney Samantha Wallis Simpson registered as registration number YR608264;
- (c) delete the Ontario Superior Court of Justice Order presently registered on title as registration number YR733817;
- (d) enter the Purchasers, as joint tenants, as owners on the Register for the Property in place of Courtney Samantha Wallis Simpson;
- (e) delete from the Register for the Property all Encumbrances, including those listed in Schedule "A" hereto; and
- (f) remove the "No Dealings" indicator from the Register for the Property.

  
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ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

MAY 25 2006

PER/PAR: 

**Schedule "A"**

**ENCUMBRANCES TO BE DELETED BY THE LAND REGISTRAR FOR YORK  
REGION (NO. 65) AT NEWMARKET**

1. Instrument No. YR608264, being a Transfer registered 2005/03/07 from Rose Marie Young in favour of Courtney Samantha Wallis Simpson;
2. Instrument No. YR608874, being a mortgage registered 2005/03/08 from Courtney Samantha Wallis Simpson in favour of Ajay Pahwa;
3. Instrument No. YR658779, being a Notice registered 2005/06/28 made between Ajay Pahwa and Courtney Samantha Wallis Simpson re YR608874;
4. Instrument No. YR731760, being a Notice registered 2005/11/15 by Tom Wright as Director under the Real Estate and Business Brokers Act; and
5. Instrument No. YR733817, being an Application to Register Court Order registered 2005/11/17 by Michael J. Quilling.

**Schedule "1"**

Court File No. 05-CL-6159

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

THE HONOURABLE ) THURSDAY, THE 25<sup>th</sup> DAY OF  
 )  
JUSTICE SPIES ) MAY, 2006

**B E T W E E N:**

UDAYAN PANDYA

Plaintiff

- and -

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**RECEIVER'S CERTIFICATE**

**WHEREAS**, pursuant to the Order of the Honourable Mr. Justice Cumming of the Ontario Superior Court of Justice, Commercial List, made on the 17<sup>th</sup> day of November, 2005, Michael J. Quilling was appointed receiver (the "Receiver") of the property and assets of the defendants in the within action, including all of the proceeds realized from the Property.

**AND WHEREAS**, the Receiver entered into an agreement of purchase and sale dated as of the 10<sup>th</sup> day of January, 2006 later amended (the "Agreement") with Maria Patricia Januszewska and Michael John Januszewski (the "Purchasers") in respect of the property located at 6072 Main Street, Stouffville, Ontario (the "Property").

**AND WHEREAS**, pursuant to the order herein of the Honourable Justice Spies dated May 25, 2006, this court issued a Vesting Order, which Vesting Order supersedes the Vesting Order dated April 6, 2006 and is to be effective with respect to the Property upon the filing of a receiver's certificate confirming the payment by the Purchasers to the Receiver of the purchase price, all the conditions to closing of the Agreement having been satisfied or waived;

**THE UNDERSIGNED HEREBY CERTIFIES** as follows:

1. The Purchasers have paid and the undersigned has received the full purchase price payable pursuant to the Agreement for the Property; and
2. All the conditions to closing of the Agreement have been satisfied or waived.

**MADE** at Toronto, this        day of        , 2006.

**MICHAEL J. QUILLING**  
in his capacity as the court appointed  
Receiver of the assets of the  
defendants and not in his personal  
capacity.

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**Udayan Pandya**  
Plaintiff

v.

**Courtney Wallis Simpson et al.**  
Defendants

Court File No.: 05-CL-6159

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

**VESTING ORDER**

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Solicitors for the plaintiff/receiver