



Affidavit of Colin D. Brousson #1
Sworn: September 26, 2019

No. S186288
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

REALCOR MORTGAGE CORP.

PETITIONER

AND:

MORNINGSTAR GOLF CLUB LTD.
CANADIAN WESTERN BANK
NATIONAL LEASING GROUP INC.
ROYNAT INC.
ICE CUBE LEASING INC.

RESPONDENTS

AFFIDAVIT

I, **COLIN BROUSSON**, Barrister and Solicitor, of 2300 – 550 Burrard Street, Vancouver, British Columbia, MAKE OATH AND SAY AS FOLLOWS:

1. I am a Partner at Gowling WLG (Canada) LLP and acted as counsel to G. Powroznik Group Inc. of G-Force Group, in its capacity as Court-appointed Receiver and Manager of all of the assets, undertakings and property of Morningstar Golf Club Ltd. (the "**Receiver**"), and as such have personal knowledge of the facts and matters hereinafter deposed to save and except where the same are stated to be made upon information and belief and where so stated I verily believe them to be true.
2. Gowling WLG (Canada) LLP ("**Gowling WLG**") was retained by the Receiver to act as its counsel.
3. The accounts of Gowling WLG issued to the Receiver in this proceeding can be summarized as follows:

INVOICE #	DATE	TOTAL \$	FEES \$	DISB. \$	TAXES \$
18943378	June 28, 2018	10,791.80	9,601.00	37.50	1,153.30
18963276	July 31, 2018	2,068.17	1,845.00	1.69	221.48
18981585	August 30, 2018	959.27	855.00	1.59	102.68
18999247	September 28, 2018	3,133.57	2,784.00	14.75	334.82
19020032	October 31, 2018	14,647.77	13,000.00	84.04	1,563.73
19038690	November 30, 2018	1,274.36	1,110.00	27.94	136.42
19068037	December 31, 2018	301.57	268.00	1.34	32.23
19164780	May 31, 2019	660.57	588.50	1.37	70.70
19185839	June 27, 2019	5,345.29	4,751.00	23.95	570.34
19215192	August 14, 2019	3,336.18	2,975.00	3.98	357.20
TOTALS:		\$42,518.55	\$37,777.50	\$198.15	\$4,542.90

4. The fees and disbursements set out above were necessarily incurred in fulfilling the instructions of the Receiver and have been approved by the Receiver.

5. The services comprised in the accounts of Gowling WLG set out above relate to:

- (a) review and report on potential preference payments of various parties;
- (b) review and report on options for asset realization by Receiver;
- (c) review and report on purchase money security interest claims;
- (d) review and discuss claim of employees with Receiver;
- (e) review and discuss Canada Revenue Agency claims with Receiver;
- (f) review and report on preference possibilities on sales;
- (g) advise on termination of draft employment agreements for union and non-union employees;
- (h) advise on priorities for leased equipment assets;
- (i) advise on and prepare easements;
- (j) advise on and draft consents from secured creditors;

- (k) consider possible sealing order and privacy positions taken in sale process and advise Receiver on same;
- (l) review and revise Receiver's reports;
- (m) draft Notices of Application and Affidavits in support of such applications;
- (n) prepare submissions and attend in Court on application for approval of Liquidation Agreement and auction terms;
- (o) correspondence and communication with the Receiver and other parties involved in the receivership.

6. The total time comprised in the said accounts is **50.5** hours broken down as follows:

LAWYER	HOURS
Paulina Kam	14.5
Colin D. Brousson	9.7
Jessica Ma	8.6
Jeffrey Bradshaw	8.2
Law Clerks	9.5
Total Hours	50.5

7. Our advice and services were rendered to the Receiver at G-Force Group at their address, Suite 250 – 750 West Pender Street, Vancouver, BC V6C 2T7.

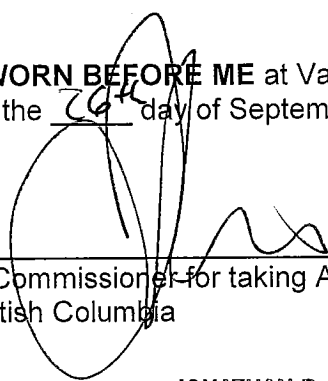
8. I was called to the Bar and admitted as a solicitor in the Province of British Columbia in 1996, and since that time have primarily acted in insolvency and restructuring matters. I have extensive experience in acting for receivers such as in the matter at hand. I have written numerous papers relating to insolvency and restructuring and my recognition and rankings include:

- (a) appointment to the Insolvency Institute of Canada;
- (b) recognition in:
 - (i) *The Best Lawyers in Canada* for insolvency and financial restructuring law;

- (ii) *Lexpert* as a leading Canadian lawyer in Insolvency & Financial Restructuring;
- (iii) *Benchmark Canada* as a "litigation star" and a leading Canadian lawyer; and
- (iv) *Chambers Global* and *Chambers Canada* for restructuring and insolvency law.

9. I have also been an invigilator at the Superintendent of Bankruptcy Oral Examinations for trustees and co-chair of the *BC Insolvency Model Order Committee*.

SWORN BEFORE ME at Vancouver, BC,
on the 29th day of September, 2019.



A Commissioner for taking Affidavits for
British Columbia

JONATHAN B. ROSS
GOWLING WLG (CANADA) LLP
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JDB/azk