

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-1806153

FORM 67
Notice of Bankruptcy and First Meeting of Creditors
(Subsection 102(1) of the Act)

In the matter of the bankruptcy of
Cove Tops Limited
of the City of Burnaby, in the Province of British Columbia
MacKay & Company Ltd., Trustee

Take notice that:

1. Cove Tops Limited filed an assignment on the 1st day of November 2013, and the undersigned, MacKay & Company Ltd., was appointed as trustee of the estate of the bankrupt by the Official Receiver, 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 22nd day of November 2013, at 2:00 o'clock PM, at the office of MacKay & Company Ltd., at 1100 - 1177 West Hastings Street, Vancouver, British Columbia.

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 Vancouver in the Province of British Columbia, this 6th day of November 2013.

MacKay & Company Ltd. - Trustee

per:



Russell Law
1100 - 1177 West Hastings Street
Vancouver BC V6E 4T5
Phone: (604) 689-3928 Fax: (604) 687-5617

District of: British Columbia
 Division No. 03 - Vancouver
 Court No.
 Estate No.

Original Amended

ACCEPTED FOR
 FILING BY THE
 OFFICIAL RECEIVER
 B.C. DIVISION 3
 (VANCOUVER)
 ON
 NOV 01 2013

- 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
 Cove Tops Limited
 of the City of Burnaby, in the Province of British Columbia
 MacKay & Company Ltd., Trustee


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 1st day of November 2013. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

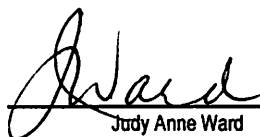
LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" 1,368,198.68	1. Inventory 63,000.00
Balance of secured claims as per list "B" 91,353.00	2. Trade fixtures, etc. 0.00
Total unsecured creditors 1,459,551.68	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors as per list "B" 470,000.00	Good 400,000.00
3. Preferred creditors as per list "C" 83,000.00	Doubtful 225,000.00
4. Contingent, trust claims or other liabilities as per list "D"	Bad 0.00
estimated to be reclaimable for 0.00	Estimated to produce 400,000.00
Total liabilities 2,012,551.68	4. Bills of exchange, promissory note, etc., as per list "F" ... 0.00
Surplus NIL	5. Deposits in financial institutions 0.00
	6. Cash 0.00
	7. Livestock 0.00
	8. Machinery, equipment and plant 6,000.00
	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" 1,000.00
	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 470,000.00
	Deficiency 1,542,551.68

I, Judy Anne Ward, of the City of Coquitlam in the Province of British Columbia, 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 1st day of November 2013 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 Vancouver in the Province of British Columbia, on this 1st day of November 2013.



 Russell Law, Commissioner of Oaths
 For the Province of British Columbia
 Expires Dec. 31, 2014



 Judy Anne Ward

District of: British Columbia
 Division No. 03 - Vancouver
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 Estate No.

FORM 78 - Continued

List "A"
 Unsecured Creditors

Cove Tops Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Acklands - Grainger Inc.	PO Box 2970 Winnipeg MB R3C 4B5	98.29	0.00	98.29
2	American Renolit Corporation US \$	1207 E Lincolnway La Porte IN 46350 USA	1,347.30	0.00	1,347.30
3	Argus Carriers Ltd. (CDN)	3839 Myrtle Street Burnaby BC V5C 4G1	256.07	0.00	256.07
4	Attica Equipment Ltd.	150 Glacier Street Coquitlam BC V3K 5Z6	493.15	0.00	493.15
5	BC HYDRO	c/o Credit Administration C01- 6911 Southpoint Drive Burnaby BC V3N 4X8	7,354.17	0.00	7,354.17
6	Benefits by Design Inc.	500 -2755 Lougheed Highway Port Coquitlam BC V3B 5Y9	3,355.52	0.00	3,355.52
7	BFI Canada Inc.	25 Fawcett Road Coquitlam BC V3K 6V2	3,023.79	0.00	3,023.79
8	Blok Printing Ltd.	4185 McConnel Drive Burnaby BC V5A 3J7	336.00	0.00	336.00
9	Bluelinx Bldg Prod Canada Ltd.	PO Box 8229 Vancouver BC V6B 6N3	930.30	0.00	930.30
10	Business Development Bank of Canada	370-380, 2755 Lougheed Hwy. Port Coquitlam BC V3B 5Y9	0.00	1.00	1.00
11	Butler Marketing	#6 - 11771 Horseshoe Way Richmond BC V7A 4V4	410.30	0.00	410.30
12	Buyers Packaging Group Ltd.	Unit 5 - 7533 Progress Way Delta BC V4G 1E7	1,017.14	0.00	1,017.14
13	Campbell Sanunders Ltd.	1000 - 570 Granville Street Vancouver BC V6C 3P1	17,665.20	0.00	17,665.20
14	Canada Revenue Agency 12296-8076RT0001	Pacific Reg'l Collections/Compliance Ctr. Box 11575 Stn Main, 9737 King George Blvd. Surrey BC V3T 0E5	1.00	0.00	1.00
15	Canada Revenue Agency 12296-9076RP0001	Pacific Reg'l Collections/Compliance Ctr. Box 11575 Stn Main, 9737 King George Blvd. Surrey BC V3T 0E5	20,000.00	0.00	20,000.00
16	Canadian Linen and Uniform Service	Box 51082 RPO Tyndall Winnipeg MB R2X 3C6	375.01	0.00	375.01
17	Chevron Canada Ltd.	PO Box 3300 Stn Terminal Vancouver BC V6B 4Z4	1,589.14	0.00	1,589.14
18	Communications, Energy & Paper Workers Union Local 1928	201- 733 - 6th Street New Westminster BC V3L 3L6	1.00	0.00	1.00
19	Community Fire Prevention Ltd.	#104 - 1320 Kingsway Avenue Port Coquitlam BC V3C 6P4	661.45	0.00	661.45
20	Costco Wholesale	PO Box 5029 LCD Merivale Ottawa ON K2C 4E9	173.25	0.00	173.25
21	Counter-Seal Corp	131- 1655 Broadway Street Port Coquitlam BC V3C 2M7	263.20	0.00	263.20
22	Dan Foss Couriers	#101- 1588 Derwent Way Delta BC V3M 6Z7	68.78	0.00	68.78
23	Daubert Chemical INV US \$	97580 Eagle Way Chicago IL 60678-9750 USA	4,357.22	0.00	4,357.22

01-Nov-2013

Date


 Judy Anne Ward

District of: British Columbia
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FORM 78 -- Continued

List "A"
 Unsecured Creditors

Cove Tops Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
24	Distinctive Wood Designs Inc.	7175 Brown Street Delta BC V4G 1G5	441.34	0.00	441.34
25	E. Roko Distributors Ltd.	3150 Lake City Way Burnaby BC V5A 3A4	28,847.82	0.00	28,847.82
26	E. Roko Distributors Ltd. (f)	3150 Lake City Way Burnaby BC V5A 3A4	15,771.74	0.00	15,771.74
27	Edge Carbide Tools Sharpening	18675 53A Avenue Surrey BC V3S 9H3	313.32	0.00	313.32
28	Employees	Various BC	80,056.34	0.00	80,056.34
29	Formations Inc.	12220 142nd Street Edmonton AB T5L 2G9	1,923.59	0.00	1,923.59
30	Fortis BC Attr: Bankruptcy Department	1975 Springfield Road Kelowna BC V1Y 7V7	114.35	0.00	114.35
31	GF Inc	2270 Portland Street SE Calgary AB T2G 4M6	682.28	0.00	682.28
32	Gladu Inc.	2115 - ST Cesaire Mariville QC J3M 1E5	1,186.60	0.00	1,186.60
33	Global-Work Computer and Security Systems Ltd.	3863 East Hastings Street Burnaby BC V5C 2H7	1,768.06	0.00	1,768.06
34	Hi Cube Storage Products	Tilbury Industrial Park 7363 Wilson Avenue Delta BC V4G 1E5	2,273.98	0.00	2,273.98
35	Homag Canada	5090 Edwards Blvd Mississauga ON L5T 2W3	12,496.64	0.00	12,496.64
36	HSBC Bank Canada	885 West Georgia St., 6th Floor Vancouver BC V6C 3G1	0.00	91,352.00	91,352.00
37	IMAS Print Solutions Ltd.	2973 Lakecity Way Burnaby BC V5A 1	1,169.28	0.00	1,169.28
38	Judy Ward Shareholder loan	674 Folsom Street Coquitlam BC V3J 6A5	400,000.00	0.00	400,000.00
39	JW Circuitech Ltd.	PO Box 34129 17790 #10 Highway Surrey BC V3S 8C4	2,120.32	0.00	2,120.32
40	Kancho Office Equipment	7207 Gilley Avenue Burnaby BC V5J 4W9	331.52	0.00	331.52
41	Kindersley Transport Ltd.	PO Box 7290 Saskatoon SK S7K 4J2	582.24	0.00	582.24
42	Kitply Industries	12179 86th Avenue Surrey BC V3W 3H8	100.80	0.00	100.80
43	Kleiberit Adhesives Canada Inc.	900 - 45 Sheppard Avenue East Toronto ON M2N 5W9	1,963.50	0.00	1,963.50
44	L.A. Lawns & Landscape	7520 Greenwood Street Burnaby BC V5A 1T8	984.20	0.00	984.20
45	Lakewood Industries Ltd. Shareholder loan	205 -2922 Glen Drive Coquitlam BC V3B 2P5	444,804.51	0.00	444,804.51
46	McKillican - Vancouver (C)	20233 100 A Avenue Langley BC V1M 3X6	26,117.51	0.00	26,117.51

01-Nov-2013

Date


 Judy Anne Ward

District of: British Columbia
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FORM 78 - Continued


List "A"
 Unsecured Creditors

Cove Tops Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
47	McKillican - Vancouver (F)	20233 100A Avenue Langley BC V1M 3X6	19,793.70	0.00	19,793.70
48	MEDICAL SERVICES PLAN DEBTS Attr: Lorraine McKinnon, MSP Billing	Revenue Services of BC PO Box 9483, Stn Prov Govt Victoria BC V8W 9W6	1,055.50	0.00	1,055.50
49	MINISTRY OF FINANCE (PST) 12296-8076BT0002	Corporate Relations - Collections PO Box 9445, Stn Prov Govt Victoria BC V8W 9V5	1.00	0.00	1.00
50	NTS Apollo Software Solutions Inc.	220 - 1333 Johnston Street Vancouver BC V6H 3R0	3,920.00	0.00	3,920.00
51	Omnova Solutions Inc. US\$	PO Box 3549 Toronto ON M5W 2K6	6,419.79	0.00	6,419.79
52	P.J. Hardwoods	150 - 12851 Rowan Pl Richmond BC V6V 2K5	10,373.82	0.00	10,373.82
53	P.J. White Hardwoods	150 - 12851 Rowan Pl Richmond BC V6V 2K5	6,000.76	0.00	6,000.76
54	Pioneer Distributors US\$	Unit 163 - 11280 Twigg Place Richmond BC V6V 0A6	29,855.70	0.00	29,855.70
55	Premier Finishing Solutions	711 Derwent Way New Westminster BC V3M 5P9	374.85	0.00	374.85
56	Purolater Courier Ltd.	PO Box 1100, Stn A Etobicoke ON M9C 5K2	25.31	0.00	25.31
57	Quality First Building Maintenance Ltd.	233 - 9357 120th Street Delta BC V4C 6R8	241.50	0.00	241.50
58	R&T Woodcraft Ltd.	307 - 17750 65A Avenue Cloverdale BC V3S 5N4	7,390.50	0.00	7,390.50
59	Reymac Holdings Taxes	320 - 1501 West Broadway Vancouver BC V6J 4Z6	77,000.00	0.00	77,000.00
60	Richelieu Hardware Inc. (C)	150 - 12851 Rowan Place Richmond BC V6V 2K5	1,625.76	0.00	1,625.76
61	Richelieu Hardware Inc. (F)	150 - 12851 Rowan Place Richmond BC V6V 2K5	2,308.80	0.00	2,308.80
62	Rogers	PO Box 2000 STDND/CP2000 Scarborough ON M1R 5P4	764.03	0.00	764.03
63	Senosan US\$	Vancouver BC	1,532.82	0.00	1,532.82
64	SSI North America US\$	961 Route #2-i Randolph NJ 07869 USA	6,738.75	0.00	6,738.75
65	Superior Propane Inc.	PO Box 2875 Stn M Calgary AB T2P 5G1	855.78	0.00	855.78
66	Synergy Therman Foils US\$	1673 SW 1st Way #3 Deerfield Beach Florida 33441 USA	937.00	0.00	937.00
67	Teamwood	Unit 150 - 12851 Rowan Pl Richmond BC V6V 2K5	6,533.95	0.00	6,533.95
68	Telus Communications Company Attr: Insolvency Group	PO Box 2099, Station T Vancouver BC V6B 5H5	241.03	0.00	241.03
69	The Newport Group	302 - 130 Brew Street Port Moody BC V3H 0E3	13,572.30	0.00	13,572.30

01-Nov-2013

Date


 Judy Anne Ward

District of: British Columbia
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FORM 78 -- Continued

List "A"
 Unsecured Creditors

Cove Tops Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
70	The Vancouver Golf Club	771 Austin Ave PO Box 1174 St Main Coquitlam BC V3J 7A2	75.60	0.00	75.60
71	Titan Equipment & Tooling Sales Ltd.	11 - 30 Capilano Way New Westminster BC V3L 5M3	697.36	0.00	697.36
72	Top Doc	Box 32048 Langley BC V1M 2M3	126.00	0.00	126.00
73	Univar Canada Ltd.	Vancouver BC	913.64	0.00	913.64
74	Upper Canada (C)	5768 Trapp Avenue Burnaby BC V3N 5G4	32,218.73	0.00	32,218.73
75	Upper Canada (US) US\$	5768 Trapp Avenue Burnaby BC V3N 5G4	5,535.47	0.00	5,535.47
76	Upper Canada Forest Products (F)	5768 Trapp Avenue Vancouver BC V3N 5G4	2,677.80	0.00	2,677.80
77	UPS	PO Box 4900 Station A Toronto ON M8W 0A7	183.35	0.00	183.35
78	UPS Canada Attr: Credit Department	77 Foundry Street Moncton NB E1C 5H7	667.93	0.00	667.93
79	UPS Freight	28013 Network Place Chicago IL 60673-1280 USA	2,064.98	0.00	2,064.98
80	Veneerco Manufacturing Ltd.	110 - 11231 Dyke Road Richmond BC V7A 0A1	8,258.40	0.00	8,258.40
81	Venture Delivery	10237 - 129A Street Surrey BC V3T 3K4	63.00	0.00	63.00
82	Wemhoner Surface Technologies	Vancouver BC	4,139.75	0.00	4,139.75
83	Westeck Innovation	2530 Cameron Crescent Abbotsford BC V3G 2A9	1,280.51	0.00	1,280.51
84	Westen Safety	2920 Murray Street Port Moody BC V3H 1X2	151.49	0.00	151.49
85	White-Wood Distribution (C)	27222 - 58th Crescent Langley BC V4W 3W7	1,522.43	0.00	1,522.43
86	White-Wood Distribution (F)	27222 - 58th Avenue Langley BC V4W 3W7	631.34	0.00	631.34
87	William Cadman Law Corp.	205 - 2922 Glen Drive Coquitlam BC V3B 2P5	593.22	0.00	593.22
88	Workers' Compensation Board Attr: Collection Section - Legal & Insolvency Clerk	PO Box 5350, Stn Terminal Vancouver BC V6B 5L5	21,007.81	0.00	21,007.81
Total:			1,368,198.68	91,353.00	1,459,551.68

01-Nov-2013

Date



Judy Anne Ward

District of: British Columbia
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FORM 78 – Continued

List "B"
 Secured Creditors

Cove Tops Limited

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim unsecured
1	Business Development Bank of Canada	370-380, 2755 Lougheed Hwy. Port Coquitlam BC V3B 5Y9	1.00	Business Assets - Stock In Trade - Stock in trade Business Assets - Machinery - Furniture & Computers Other - Company vehicle Debts Due - Business - Various	06-Feb-2012 06-Feb-2012 06-Feb-2012 06-Feb-2012	0.00 0.00 0.00 0.00		1.00
2	HSBC Bank Canada	885 West Georgia St., 6th Floor Vancouver BC V6C 3G1	561,352.00	Business Assets - Stock In Trade - Stock in trade Business Assets - Machinery - Furniture & Computers Other - Company vehicle Debts Due - Business - Various	12-Oct-2011 12-Oct-2011 12-Oct-2011 12-Oct-2011	63,000.00 6,000.00 1,000.00 400,000.00		91,352.00
Total:			561,353.00			470,000.00	0.00	91,353.00

01-Nov-2013

Date


 Judy Anne Ward

District of: British Columbia
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FORM 78 – Continued


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

Cove Tops Limited

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
1	Employees	Various BC	Vacation Pay	-	33,000.00	0.00	33,000.00
2	Reymac Holdings Rent	320 - 1501 West Broadway Vancouver BC V6J 4Z6	Rent	01-Sep-2013 - 31-Oct-2013	50,000.00	0.00	50,000.00
Total:					83,000.00	0.00	83,000.00

01-Nov-2013

Date



Judy Anne Ward

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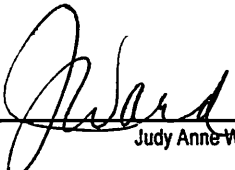
FORM 78 - Continued

List "E"
Debts Due to the Bankrupt
Cove Tops Limited

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	Various	Various BC	Accounts Receivable	400,000.00 225,000.00 0.00		01-Jan-2013	400,000.00	
Total:				400,000.00 225,000.00 0.00			400,000.00	

01-Nov-2013

Date


Judy Anne Ward

District of: British Columbia
 Division No. 03 - Vancouver
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FORM 78 – Concluded

List "H"
 Property

Cove Tops Limited
 FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade	205-2922 Glen Drive, Coquitlam	Stock in trade	210,000.00	63,000.00
(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	205-2922 Glen Drive, Coquitlam	Furniture & Computers	63,930.00	6,000.00
(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		Company vehicle	23,258.00	1,000.00
			Total:	70,000.00

01-Nov-2013

Date


 Judy Anne Ward

District of: British Columbia
Division No. 03 - Vancouver
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Estate No. 11-1806153

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the bankruptcy of
Cove Tops Limited
of the City of Burnaby, in the Province of British Columbia
MacKay & Company Ltd., Trustee

I, _____, 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.

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

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

MacKay & Company Ltd. - Trustee

1100 - 1177 West Hastings Street
Vancouver BC V6E 4T5
Phone: (604) 689-3928 Fax: (604) 687-5617

District of: British Columbia
Division No. 03 - Vancouver
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FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the bankruptcy of
Cove Tops Limited
of the City of Burnaby, in the Province of British Columbia
MacKay & Company Ltd., Trustee

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

In the matter of the bankruptcy of Cove Tops Limited of the City of Burnaby in the Province of British Columbia and the claim of _____, creditor.

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 1st day of November 2013, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) 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

 Creditor

Phone Number: _____
 Fax Number : _____
 E-mail Address : _____

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 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-1806178

FORM 67
Notice of Bankruptcy and First Meeting of Creditors
(Subsection 102(1) of the Act)

In the matter of the bankruptcy of
Lakewood Industries Ltd.
of the City of Burnaby, in the Province of British Columbia
MackKay & Company Ltd., Trustee

Take notice that:

1. Lakewood Industries Ltd. filed an assignment on the 1st day of November 2013, and the undersigned, MackKay & Company Ltd., was appointed as trustee of the estate of the bankrupt by the Official Receiver, 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 22nd day of November 2013, at 2:30 o'clock PM, at the office of MackKay & Company Ltd., at 1100 - 1177 West Hastings Street, Vancouver, British Columbia.

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 Vancouver in the Province of British Columbia, this 6th day of November 2013.

MackKay & Company Ltd. - Trustee

per:



Russell Law
1100 - 1177 West Hastings Street
Vancouver BC V6E 4T5
Phone: (604) 689-3928 Fax: (604) 687-5617

District of: British Columbia
 Division No. 03 - Vancouver
 Court No.
 Estate No.

Original Amended

ACCEPTED FOR
 FILING BY THE
 OFFICIAL RECEIVER
 B.C. DIVISION 3
 (VANCOUVER)
 ON
 NOV 01 2013

- 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
 Lakewood Industries Ltd.
 of the City of Burnaby, in the Province of British Columbia
 MacKay & Company Ltd., Trustee

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 1st day of November 2013. 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"	3.00
Balance of secured claims as per list "B"	102,875.00
Total unsecured creditors	102,878.00
2. Secured creditors as per list "B"	605,125.00
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	708,003.00
Surplus	127,122.00

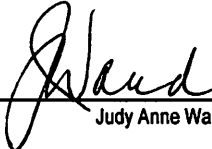
ASSETS (as stated and estimated by the officer)	
1. Inventory	0.00
2. Trade fixtures, etc.	0.00
3. Accounts receivable and other receivables, as per list "E"	
Good	0.00
Doubtful	0.00
Bad	444,000.00
Estimated to produce	0.00
4. Bills of exchange, promissory note, etc., as per list "F" ...	0.00
5. Deposits in financial institutions	0.00
6. Cash	0.00
7. Livestock	0.00
8. Machinery, equipment and plant	835,125.00
9. Real property or immovable as per list "G"	0.00
10. Furniture	0.00
11. RRSFs, 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"	0.00
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	835,125.00
Deficiency	NIL

I, Judy Anne Ward, of the City of Coquitlam in the Province of British Columbia, 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 1st day of November 2013 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 Vancouver in the Province of British Columbia, on this 1st day of November 2013.



 Russell Law, Commissioner of Oaths
 For the Province of British Columbia
 Expires Dec. 31, 2014



 Judy Anne Ward

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No.

FORM 78 -- Continued


List "A"
Unsecured Creditors

Lakewood Industries Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Canada Revenue Agency	Pacific Reg'l Collections/Compliance Ctr. Box 11575 Stn Main, 9737 King George Blvd. Surrey BC V3T 0E5	1.00	0.00	1.00
2	HSBC Bank Canada	885 West Georgia St., 6th Floor Vancouver BC V6C 3G1	0.00	102,875.00	102,875.00
3	MINISTRY OF FINANCE (PST)	Corporate Relations - Collections PO Box 9445, Stn Prov Govt Victoria BC V8W 9V5	1.00	0.00	1.00
4	Workers' Compensation Board Attr: Collection Section - Legal & Insolvency Clerk	PO Box 5350, Stn Terminal Vancouver BC V6B 5L5	1.00	0.00	1.00
Total:			3.00	102,875.00	102,878.00

01-Nov-2013

Date


Judy Anne Ward

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No.

FORM 78 - Continued

List "B"
Secured Creditors

Lakewood Industries 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 unsecured
1	Business Development Bank of Canada	370-380, 2755 Lougheed Hwy Port Coquitlam BC V3B 5Y9	170,000.00	Business Assets - Machinery - Various equipment	17-May-2013	170,000.00	230,000.00	
2	HSBC Bank Canada	885 West Georgia St., 6th Floor Vancouver BC V6C 3G1	538,000.00	Business Assets - Machinery - Equipment - Wemhoner 2000	06-Feb-2012	435,125.00		102,875.00
Total:			708,000.00			605,125.00	230,000.00	102,875.00

01-Nov-2013

Date


Judy Anne Ward

District of: British Columbia
 Division No. 03 - Vancouver
 Court No.
 Estate No.

FORM 78 -- Continued

List "E"
 Debts Due to the Bankrupt
 Lakewood Industries 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	Cove Tops Limited	205 - 2922 Glen Drive Coquitlam BC V3B 2P5	Shareholder advances	0.00 0.00 444,000.00		01-Jan-2013	0.00	
Total:				0.00 0.00 444,000.00			0.00	

01-Nov-2013

Date


 Judy Anne Ward

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No.

FORM 78 -- Concluded

List "H"
Property


Lakewood Industries 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	205 - 2922 Glen Drive, Coquitlam	Equipment - Wemthoner 2000 Various equipment	650,000.00 1,714,730.00	400,000.00 435,125.00
(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		Shares in Cove Tops Limited	12,652.00	0.00
			Total:	835,125.00

01-Nov-2013

Date


Judy Anne Ward

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-1806178

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the bankruptcy of
Lakewood Industries Ltd.
of the City of Burnaby, in the Province of British Columbia
MacKay & Company Ltd., Trustee

I, _____, 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.

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

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

Mackay & Company Ltd. - Trustee

1100 - 1177 West Hastings Street
Vancouver BC V6E 4T5
Phone: (604) 689-3928 Fax: (604) 687-5617

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-1806178

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the bankruptcy of
Lakewood Industries Ltd.
of the City of Burnaby, in the Province of British Columbia
MacKay & Company Ltd., Trustee

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

In the matter of the bankruptcy of Lakewood Industries Ltd. of the City of Burnaby in the Province of British Columbia and the claim of _____, creditor.

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 1st day of November 2013, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) 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

Creditor

Phone Number: _____
Fax Number : _____
E-mail Address : _____

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 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.