

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-1701734

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

In the matter of the bankruptcy of
River Marine Supplies & Distributors Ltd.
of the City of Vancouver, in the Province of British Columbia
MackKay & Company Ltd., Trustee

Take notice that:

1. River Marine Supplies & Distributors Ltd. filed an assignment on the 7th day of January 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 28th day of January 2013, at 2:00 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.

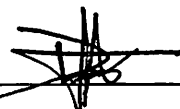
4. Enclosed with this notice is a proof of claim form, proxy form, and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.

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.

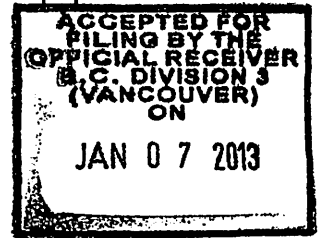
Dated at the City of Vancouver in the Province of British Columbia, this 9th day of January 2013.

MackKay & Company Ltd. - Trustee

per:



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



-- 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
 River Marine Supplies & Distributors Ltd.
 of the City of Vancouver, 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 20th day of November 2012. 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"	214,955.59
Balance of secured claims as per list "B"	59,868.70
Total unsecured creditors	274,824.29
2. Secured creditors as per list "B"	97,800.00
3. Preferred creditors as per list "C"	6,815.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	0.00
Total liabilities	379,439.29
Surplus	NIL

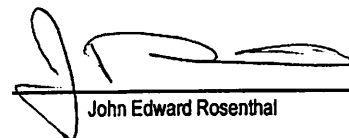
ASSETS (as stated and estimated by the officer)	
1. Inventory	0.00
2. Trade fixtures, etc.	0.00
3. Accounts receivable and other receivables, as per list "E"	
Good	0.00
Doubtful	0.00
Bad	0.00
Estimated to produce	0.00
4. Bills of exchange, promissory note, etc., as per list "F" ...	0.00
5. Deposits in financial institutions	0.00
6. Cash	0.00
7. Livestock	0.00
8. Machinery, equipment and plant	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"	97,800.00
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	97,800.00
Deficiency	281,639.29

I, John Edward Rosenthal, of the City of Vancouver 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 20th day of November 2012 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 20th day of November 2012.



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



 John Edward Rosenthal

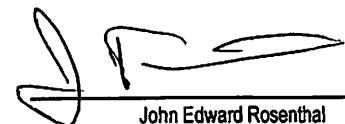
List "A"
 Unsecured Creditors

River Marine Supplies & Distributors Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Achilles USA Inc.	1407 - 80th Street SW Everett WA 98203 USA	14,187.01	0.00	14,187.01
2	Bank of Nova Scotia	180 East 2nd Avenue Vancouver BC V5T 1B5	0.00	59,200.00	59,200.00
3	Bank of Nova Scotia Overdraft charges	D+H/Bankruptcyhighway.com PO Box 57100 Toronto ON M8Y 3Y2	294.46	0.00	294.46
4	Brighthouse Auto Electric	888 Beckwith Road Richmond BC V6X 1V5	364.00	0.00	364.00
5	CANADA REVENUE AGENCY Attr: Burnaby Fraser Tax Services Office Employee Withholdings	9737 King George Hwy PO Box 9070 Stn Main Surrey BC V3T 5W6	1.00	0.00	1.00
6	CANADA REVENUE AGENCY Attr: Burnaby Fraser Tax Services Office HST	9737 King George Hwy PO Box 9070 Stn Main Surrey BC V3T 5W6	4,000.00	0.00	4,000.00
7	Canadian Hydrographic Service	322 - 615 Booth Street Ottawa ON K1A 0E6	316.35	0.00	316.35
8	Century Plastics Ltd.	12291 Horseshoe Way Richmond BC V7A 4V4	159.04	0.00	159.04
9	Coactive Capital Partners	PO Box 57377, Stn A Toronto ON M5W 5M5	170.11	0.00	170.11
10	Comox Pacific Express Ltd.	Box 2129 Winnipeg MB R3C 3R4	150.18	0.00	150.18
11	Davidson & Sons	Customs Brokers Ltd. 1220 - 1188 West Georgia St. Vancouver BC V6E 4A2	3,118.51	0.00	3,118.51
12	ECS Electrical Cable Supply	3135 - 6900 Graybar Road Richmond BC V6W 0A5	1,226.40	0.00	1,226.40
13	Federal Express Canada Ltd. Attr: Accounts Receivable	5985 Explorer Drive Mississauga ON L4W 5K6	194.45	0.00	194.45
14	Fiber-Tex Products Ltd.	1306 Boundary Road Burnaby BC V5K 4T6	114.24	0.00	114.24
15	Fortis BC Attr: Bankruptcy Department	1975 Springfield Road Kelowna BC V1Y 7V7	252.21	0.00	252.21
16	GE Commercial Distribution Finance Canada	1000 - 1290 Central Parkway W. Mississauga ON L5C 4R3	0.00	668.70	668.70
17	Glenda Levins	PO Box 12604 1424 Commercial Drive Vancouver BC V5L 5G3	75,000.00	0.00	75,000.00
18	Greyhound Courier Express Attr: Accounts Receivable	PO Box 2577 Calgary AB T2P 4N4	187.66	0.00	187.66
19	Haruna Sales & Service	1844 Clark Drive Vancouver BC V5M 3G4	44.80	0.00	44.80
20	Jenvey Distributors Ltd.	171 Langford Street Victoria BC V9A 3B8	298.29	0.00	298.29
21	John Rosenthal	PO Box 12604 1424 Commercial Drive Vancouver BC V5L 5G3	75,000.00	0.00	75,000.00

20-Nov-2012

Date



John Edward Rosenthal

List "A"
 Unsecured Creditors

River Marine Supplies & Distributors Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
22	Loomis Express	A Div. of TFI Transport Ltd. 200 West Creek Blvd. Brampton ON V6B 4B5	108.55	0.00	108.55
23	Marisol Marine Center	1637 Columbia Street North Vancouver BC V7J 1A5	118.55	0.00	118.55
24	Mustang Survival Corp.	3810 Jacombs Rd. Richmond BC V6V 1Y6	607.97	0.00	607.97
25	North West Marine Distributors	26940 - 26th Avenue Aldergrove BC V4W 2Y6	258.72	0.00	258.72
26	O P Publishing Ltd.	900 - 1080 Howe Street Vancouver BC V6Z 2T1	98.74	0.00	98.74
27	Pacific Fasteners Ltd.	3934 East 1st Avenue Burnaby BC V5C 3W2	367.63	0.00	367.63
28	Payne's Marine	1856 Quadra Street Victoria BC V8T 4B9	12,221.45	0.00	12,221.45
29	Payne's Marine Supply	2120 Quadra St. Victoria BC V8T 4C5	14,529.01	0.00	14,529.01
30	Power Battery Sales Ltd.	165 Hanwood Ave. N. Ajax ON L1Z 1L9	868.15	0.00	868.15
31	Purolater Courier Ltd.	PO Box 1100, Stn A Etobicoke ON M9C 5K2	35.46	0.00	35.46
32	Quick as a Wink Courier	9300 Van Home Way Richmond BC V6X 1W3	116.90	0.00	116.90
33	Rekord Marine Ent. Ltd.	8194 Ontario Street Vancouver BC V5X 3E3	1,947.08	0.00	1,947.08
34	Royal City Fire Supplies	633 - 12th Street New Westminster BC V3M 4J5	103.04	0.00	103.04
35	Stride Rite Canada Ltd.	PO Box 56177, Stn A Toronto ON M5W 4L2	416.90	0.00	416.90
36	Super Save Disposal Inc.	19395 Langley Bypass Surrey BC V3S 6K1	522.82	0.00	522.82
37	Telus Communications Company Attr: Insolvency Group	PO Box 2099, Station T Vancouver BC V6B 5H5	418.86	0.00	418.86
38	Toshiba Busines Solutions	191 McNabb Street Markham ON L3R 8H2	39.55	0.00	39.55
39	Trolac Marine Ltd.	85 Dallas Road Victoria BC V8T 2W2	4,770.39	0.00	4,770.39
40	United Parcel Service	Credit Department 77 Foundry Street Moncton NB E1C 5H7	140.94	0.00	140.94
41	Wages	Vancouver BC	951.49	0.00	951.49
42	Western Marine Co.	1494 Powell Street Vancouver BC V5L 5B5	1,163.77	0.00	1,163.77
43	Workers' Compensation Board	PO Box 5350, Stn Terminal Vancouver BC V6B 5L5	69.91	0.00	69.91
44	Workers' Compensation Board	PO Box 5350, Stn Terminal Vancouver BC V6B 5L5	1.00	0.00	1.00
Total:			214,955.59	59,868.70	274,824.29

20-Nov-2012

Date


 John Edward Rosenthal

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

FORM 78 -- Continued

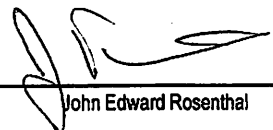
List "B"
 Secured Creditors

River Marine Supplies & Distributors 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	Bank of Nova Scotia	180 East 2nd Avenue Vancouver BC V5T 1B5	100,000.00	Other - Inventory (non GE)	16-Dec-1999	20,000.00		59,200.00
				Other - Forklift	16-Dec-1999	10,000.00		
				Other - Boat Trailer	16-Dec-1999	800.00		
				Other - CNG Compressor	16-Dec-1999	5,000.00		
				Other - Nat. Gas Tanks	16-Dec-1999	5,000.00		
2	GE Commercial Distribution Finance Canada	1000 - 1290 Central Parkway W. Mississauga ON L5C 4R3	57,668.70	Other - Inventory (GE)	31-Jan-1996	57,000.00		668.70
Total:			157,668.70			97,800.00	0.00	59,868.70

20-Nov-2012

Date



John Edward Rosenthal

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

FORM 78 -- Continued

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

River Marine Supplies & Distributors 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
1	Perla Holdings Rent	Vancouver BC	Rent	01-Nov-2012 - 30-Nov-2012	6,815.00	0.00	6,815.00
Total:					6,815.00	0.00	6,815.00

20-Nov-2012

Date


John Edward Rosenthal

FORM 78 - Concluded

List "H"
 Property

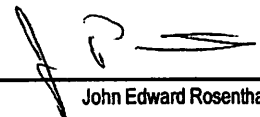
River Marine Supplies & Distributors Ltd.

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		Inventory (non GE)	116,504.53	20,000.00
		Inventory (GE)	57,000.00	57,000.00
		Forklift	13,000.00	10,000.00
		Boat Trailer	800.00	800.00
		CNG Compressor	20,000.00	5,000.00
		Nat. Gas Tanks	15,000.00	5,000.00
			Total:	97,800.00

20-Nov-2012

Date



John Edward Rosenthal

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-1701734

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
River Marine Supplies & Distributors Ltd.
of the City of Vancouver, in the Province of British Columbia
MacKay & Company Ltd., Trustee

I, _____, of _____, a creditor in the above matter, hereby
appoint the trustee identified below or _____, 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. 11-1701734

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
River Marine Supplies & Distributors Ltd.
of the City of Vancouver, 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 River Marine Supplies & Distributors Ltd. of the City of Vancouver 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 7th day of January 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.