

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

THE HONOURABLE  
JUSTICE HAINES

) THURSDAY, THE 23<sup>rd</sup> DAY

) OF MARCH, 2017



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)  
WATER MATRIX INC.

Applicant

and

ANNA MARIA CARNEVALE aka Anna Carnevale-Cordeiro aka Anna M.  
Cordeiro aka Anna C. Ottorino, STEPHEN M. CORDEIRO aka Steve Cordeiro  
aka Stephen Cordiero and CORDEIRO TRUCKING LIMITED

Respondents

**ORDER**

**THIS MOTION**, made by Link & Associates Inc., in its capacity as Receiver (in such capacity, the "**Receiver**") of Anna Maria Carnevale a.k.a. Anna Carnevale-Cordeiro a.k.a. Anna M. Cordeiro a.k.a. Anna C. Ottorino ("**Carnevale**"), Stephen M. Cordeiro a.k.a. Steve Cordeiro a.k.a. Stephen Cordiero ("**Cordeiro**"), and Cordeiro Trucking Limited ("**Trucking**") (collectively the "**Debtors**"), for an Order: (a) approving the activities of the Receiver and its counsel as disclosed in the First Report of the Receiver dated March 13, 2017 (the "**First Report**"); (b) approving the sale transaction (the "**Transaction**") contemplated by an agreement

of purchase and sale (the “**Sale Agreement**”) between the Receiver and Marisa Ferrigno-Figliomeni (the “**Purchaser**”) dated February 14, 2017, and approving the Receiver’s execution of the Sale Agreement on behalf of Carnevale and Cordeiro; (c) directing the Debtors to comply with the Order of the Honourable Mr. Justice Haaney of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated January 25, 2017 (the “**Appointment Order**”) including delivering up certain property to the Receiver; (d) approving the fees and disbursements of the Receiver and its counsel; (e) authorizing a distribution of funds to Water Matrix Inc.; and (f) sealing the Confidential Appendix, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the First Report, and on hearing the submissions of counsel to the Receiver, counsel to the Debtors, counsel for the Applicants, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Chloe Eng sworn March 14, 2017, filed:

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion herein is hereby abridged and validated so that this motion is properly returnable and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the activities and conduct of the Receiver and its counsel as disclosed in the First Report be and they are hereby approved, provided that such approval is without prejudice to the rights of any party in respect of any subsequent motion for approval of fees and disbursements.

3. **THIS COURT ORDERS** that the Transaction and the Sale Agreement be and they are hereby approved, and the Receiver is authorized to complete the Transaction.

4. **THIS COURT ORDERS** that the Receiver be and it is hereby authorized to pay from the proceeds of the Transaction, all transaction or other costs including commissions payable and outstanding municipal and other taxes owing and all transaction costs or other costs including taxes or charges not otherwise adjusted on closing, if any, and its outstanding fees and expenses and those of its counsel.

5. **THIS COURT ORDERS** that the Receiver be and it is hereby authorized to make a distribution to Water Matrix Inc. up to the amount of its secured indebtedness, after first repaying in full the first mortgage held by Canadian Imperial Bank of Commerce in the approximate amount of \$335,000, and subject to a holdback for future fees and expenses of the Receiver as the Receiver may deem appropriate.

6. **THIS COURT ORDERS AND DIRECTS** Cordeiro to deliver up to the Receiver forthwith all insurance policies for a 2013 Harley VRX owned by Cordeiro and identified by Vehicle Identification Number 5HD1HHHA2DC800125.

7. **THIS COURT ORDERS AND DIRECTS** Trucking and Cordeiro to deliver up to the Receiver forthwith the 2009 Kenworth tractor trailer identified in the First Report together with all related keys, key fobs, ownership documents and insurance policies.

8. **THIS COURT ORDERS AND DIRECTS** each of the Debtors to comply with the Appointment Order and deliver up to the Receiver forthwith copies of all current or lapsed policies of insurance bearing the names of the Debtors, or any of them, for the period of January 1, 2009 to present.

9. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its legal counsel, as set out in the fee affidavits filed and attached to the First Report, be and they are hereby approved.

10. **THIS COURT ORDERS** that the Receiver's Confidential Appendix dated March 10, 2017 shall be sealed and shall not form part of the public record until the day that is 30 days after the completion of the Transaction.

*Maggie Sawka*

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*Maggie Sawka,  
Registrar*

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

MAR 30 2017

PER / PAR:

*ml*

WATER MATRIX INC.

-and- ANNA MARIA CARNEVALE aka Anna Carnevale-Cordeiro aka  
Anna M. Cordeiro aka Anna C. Ottorino, STEPHEN M.  
CORDEIRO aka Steve Cordeiro aka Stephen Cordiero and  
CORDEIRO TRUCKING LIMITED  
Respondents

Applicant

Court File No. CV-16-00011365-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**ORDER**

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Link & Associates Inc.