



INSOLVENCY CONSULTANTS & TRUSTEE IN BANKRUPTCY

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District of: British Columbia
Division No: 4
Court No:
Estate No: 11-1765954

FORM 67

Notice of Bankruptcy and First Meeting of Creditors


(Subsection 102(1) of the Act)

In the Matter of the Bankruptcy of KELOWNA PACIFIC RAILWAY LTD.

Take notice that:

1. KELOWNA PACIFIC RAILWAY LTD. filed an assignment on the 5th day of July, 2013, and the undersigned, Boale, Wood & 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 25th day of July, 2013, at 02:00 PM o'clock, at the Village Green Hotel, Selkirk Room, 4801 - 27th Street, Vernon, 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 form of proof of claim, a form of proxy, and a list of creditors with claims amounting to 25 dollars 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 Vancouver, this 10th day of July, 2013.



Boale, Wood & Company Ltd.
Trustee



Industry Canada

Office of the Superintendent
of Bankruptcy Canada

Industrie Canada

Bureau du surintendant
des faillites Canada

District of: British Columbia
 Division No.: 04 - Vernon
 Court No.: 11-1765954
 Estate No.: 11-1765954

In the Matter of the Bankruptcy of:

KELOWNA PACIFIC RAILWAY LTD.

Debtor

BOALE, WOOD & COMPANY LTD.

Trustee

Ordinary Administration

Date and time of bankruptcy:	July 05, 2013, 15:51	Security:	\$150,000.00
Date of trustee appointment:	July 05, 2013		
Meeting of creditors:	July 25, 2013, 14:00 Village Green Hotel, Selkirk Room 4801 - 27th Street Vernon, British Columbia Canada,		
Chair:	Trustee		

CERTIFICATE OF APPOINTMENT - Section 49 of the Act, Rule 85

I, the undersigned, official receiver in and for this bankruptcy district, do hereby certify that:

- the aforementioned debtor filed an assignment under section 49 of the *Bankruptcy and Insolvency Act*;
- the aforementioned trustee was duly appointed trustee of the estate of the debtor.

The said trustee is required:

- to provide to me, without delay, security in the aforementioned amount;
- to send to all creditors, within five days after the date of the trustee's appointment, a notice of the bankruptcy; and
- when applicable, to call in the prescribed manner a first meeting of creditors, to be held at the aforementioned time and place or at any other time and place that may be later requested by the official receiver.

Date: July 05, 2013, 18:58

E-File/Dépôt Electronique

Official Receiver

#2000 - 300 W. Georgia St., Vancouver, British Columbia, Canada, V6B6E1, (877)376-9902

District of: British Columbia
 Division No: 4
 Court No:
 Estate No:

FORM 78

Statement of Affairs (Business Bankruptcy)

(Subsection 49(2) and Paragraph 158(d) of the Act)

In the Matter of the Bankruptcy of KELOWNA PACIFIC RAILWAY LTD.

Original

Amended

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 your bankruptcy, on the 4th day of July, 2013. When completed, this Form and the applicable attached lists will constitute your Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (As stated and estimated by Bankrupt)		
1.	Unsecured creditors as per list "A"	\$1,650,766.93
2.	Secured creditors as per list "B"	\$1,531,964.48
3.	Preferred creditors as per list "C"	\$70,000.00
4.	Contingent, trust claims or other liabilities as per list "D"	\$0.00
	estimated to be reclaimable for	\$0.00
Total Liabilities		\$3,252,731.41
Surplus		\$0.00

ASSETS (As stated and estimated by Bankrupt)		
1.	Inventory	\$25,000.00
2.	Trade fixtures, etc	\$0.00
3.	Accounts receivable and other receivables, as per List "E"	
	Good	\$440,378.01
	Doubtful	\$0.00
	Bad	\$2,829,009.40
	Estimated to produce	\$440,378.01
4.	Bills of exchange, promissory note, etc., as per List "F"	\$0.00
5.	Deposits in Financial Institutions	\$0.00
6.	Cash	\$56,998.14
7.	Livestock	\$0.00
8.	Machinery, equipment and plant	\$60,002.00
9.	Real property or immovable as per List "G"	\$0.00
10.	Furniture	\$1.00
11.	RRSPs, RRIFs, Life insurance, etc.	\$0.00
12.	Securities (Shares, Bonds, Debentures, etc.)	\$0.00
13.	Interests under wills	\$0.00
14.	Vehicles	\$1,480,000.00
15.	Other property, as per List "H"	\$0.00
<i>If Bankrupt is a corporation, add:</i>		
	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		\$2,062,379.15
Deficiency		\$1,190,352.26

I, Ken Fitzgerald, of KELOWNA PACIFIC RAILWAY LTD. of the City of Vernon 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 4th day of July, 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 Vancouver in the Province of British Columbia, on this 4th day of July, 2013

John McEown
 Commissioner of Oaths
 for the Province of British
 Columbia


 Signature of Bankrupt

JOHN D. McEOWN
 A Commissioner for taking Affidavits
 for the province of British Columbia
 Expiry Date: Aug 31, 2014

Creditor List

Boale, Wood & Company Ltd.

Date of Report: 10/07/2013

KELOWNA PACIFIC RAILWAY LTD. OSB 11-1765954 File
11-1765954

VANCOUVER

Claim Status:

Generated By: Kevin Owens

T	Creditor's Name and Address	Ref No	170 Report	Material Change	Amended Payments	Meeting Requested	Amount Declared	Amount Filed	Amount Admitted	CS
S	420394 BC LTD 886 Citadel Drive, Port Coquitlam, British Columbia, V3C 5Y1, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
S	GATX RAIL LOCOMOTIVE GROUP, L.L.C. 222 West Adams Street, Chicago, Illinois, 60606-5314, USA		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,388,652.00	\$0.00	\$0.00	N
S	KAL TIRE 5451 Anderson Way, Vernon, British Columbia, V1T 9V1, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
S	KNIGHTHAWK RAIL LTD. #205 - 2922 Glen Drive, Coquitlam, British Columbia, V3B 2P5, Canada	Secured Loan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$143,312.48	\$0.00	\$0.00	N
Secured			Sub count of creditors		4	Sub Total		\$1,531,964.48	\$0.00	\$0.00
P	EMPLOYEE CLAIMS c/o Boale, Wood & Company Ltd. 1140 - 800 W Pender Street, Vancouver, British Columbia, V6C 2V6, Canada	Wages	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$70,000.00	\$0.00	\$0.00	N
Preferred			Sub count of creditors		1	Sub Total		\$70,000.00	\$0.00	\$0.00
U	ABERDEEN MACHINE (1997) LTD. 9704 Aberdeen Road, Vernon, British Columbia, V1B 2K9, Canada	R&M	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$7,238.71	\$0.00	\$0.00	N
U	ABF FREIGHT SYSTEMS INC. 17735 - 1st Avenue, Surrey, British Columbia, V3S 9S1, Canada	Freight (core returns)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,314.47	\$0.00	\$0.00	N
U	ACE JANITOR SERVICE LTD. 6263 Pleasant Valley Road, Vernon, British Columbia, V1B 3R3, Canada	Clean Apr & May/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,398.60	\$0.00	\$0.00	N
U	ACKLANDS-GRAINGER INC. P.O. Box 2970, Winnipeg, Manitoba, R3C 4B5, Canada	Supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,562.51	\$0.00	\$0.00	N
U	AECOM CANADA LTD. P.O. Box 2532 Station M, Calgary, Alberta, T2P 5P9, Canada	Engineers April/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$20,723.60	\$0.00	\$0.00	N
U	ALPINE RADIATOR SERVICE LTD. 4420 - 28th Street, Vernon, British Columbia, V1T 7P5, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$936.89	\$0.00	\$0.00	N
U	ARCH INSURANCE (CANADA) Attn: Cyndy Craig P.O. Box 308, 77 King Street W, Toronto, Ontario, M5K 1K2, Canada	Old Insurer (2006 claim)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1.00	\$0.00	\$0.00	N
U	ARMSTRONG CO-OP SOCIETY P.O. Box 250, Armstrong, British Columbia, V0E 1B0, Canada	Fuel Mar/Apr/May/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$492,271.90	\$0.00	\$0.00	N
U	ARMSTRONG CRANE & RIGGING INC. P.O. Box 492, Vernon, British Columbia, V1T 6M4, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,454.38	\$0.00	\$0.00	N
U	AUTOMATED MAILING SYSTEMS Suite #210 - 347 Leon Avenue, Kelowna, British Columbia, V1T 8C7, Canada	Mail supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$352.80	\$0.00	\$0.00	N
U	BC HYDRO & POWER AUTHORITY Attn: CREDIT ADMINISTRATION DEPT. 6900 Southpoint Drive, Podium C-01, Burnaby, British Columbia, V3N 4X8, Canada	Offices hydro	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$240.33	\$0.00	\$0.00	N
U	BELL CANADA Attn: COLLECTIONS DEPARTMENT P. O. Box 5400 Station Don Mills, North York, Ontario, M3C 3T3, Canada	Telephone	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$603.90	\$0.00	\$0.00	N
U	BFI CANADA Suite #4 - 150 Campion Street, Kelowna, British Columbia, V1X 7S8, Canada	Garbage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$484.02	\$0.00	\$0.00	N
U	BULL HOUSSER & TUPPER LLP Attn: P. Renzetti P.O. Box 11130 - 1055 W. Georgia Street, Vancouver, British Columbia, V6E 3R3, Canada	Legal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$17,340.96	\$0.00	\$0.00	N
U	CANADA FREIGHTWAYS LIMITED P.O. Box 1108, Calgary South, Calgary, Alberta, T2H 2J1, Canada	Freight	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$125.86	\$0.00	\$0.00	N
U	CANADA REVENUE AGENCY - BFTSO Regional Intake Centre for Insolvency PO Box 11575, Station Main, Surrey, British Columbia, V3T 0E5, Canada	GST/HST	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	CANADA REVENUE AGENCY - BFTSO Regional Intake Centre for Insolvency PO Box 11575, Station Main, Surrey, British Columbia, V3T 0E5, Canada	Payroll	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	CASTLEWOOD HOLDINGS LTD. 620 Beaver Lake Road, Vernon, British Columbia, V4V 1S7, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$4,468.80	\$0.00	\$0.00	N

Creditor List

Boale, Wood & Company Ltd.

Date of Report: 10/07/2013

KELOWNA PACIFIC RAILWAY LTD. OSB 11-1765954 File
11-1765954

VANCOUVER

Claim Status:

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T	Creditor's Name and Address	Ref No	170 Report	Material Change	Amended Payments	Meeting Requested	Amount Declared	Amount Filed	Amount Admitted	CS
U	CENTRE RAIL-CONTROL INC. Suite 201 - 10765 Cote de Liesse, Dorval, Quebec, H9P 2R9, Canada	RTC Apr/May/June/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$9,070.67	\$0.00	\$0.00	N
U	CITY OF ARMSTRONG P.O. Box 40, 3570 Bridge Street, Armstrong, British Columbia, V0E 1B0, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$17,697.93	\$0.00	\$0.00	N
U	CITY OF KAMLOOPS 7 West Victoria Street, Kamloops, British Columbia, V2C 1A2, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$24,500.00	\$0.00	\$0.00	N
U	CITY OF KELOWNA 1435 Water Street, Kelowna, British Columbia, V1Y 1J4, Canada	Utilities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$170.91	\$0.00	\$0.00	N
U	CITY OF KELOWNA 1975 Springfield Road, Kelowna, British Columbia, V1Y 7V7, Canada	Property Taxes (2012&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$74,532.10	\$0.00	\$0.00	N
U	CITY OF VERNON 3400 - 30th Street, Vernon, British Columbia, V1T 5E6, Canada	Utilities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$776.47	\$0.00	\$0.00	N
U	CITY OF VERNON 3400 - 30th Street, Vernon, British Columbia, V1T 5E6, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$29,158.46	\$0.00	\$0.00	N
U	CN RAIL 935 De La Gauchetiere, Montreal, Quebec, H3B 2M9, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	COOL CREEK AGENCIES 455 Dene Drive, Kamloops, British Columbia, V2H 1J1, Canada	Oil May 2/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$21,180.27	\$0.00	\$0.00	N
U	CORBETT OFFICE EQUIPMENT LTD. Attn: Daryle Ehnes 3306 - 30th Avenue, Vernon, British Columbia, V1T 2C8, Canada	Office supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$788.58	\$0.00	\$0.00	N
U	CP RAIL Attn: Antonio Soco Suite 1100 - 401 - 9th Avenue, Calgary, Alberta, T2P 4Z4, Canada	Joint Facilities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$109,906.30	\$0.00	\$0.00	N
U	CULLEN DIESEL POWER LTD. 9300 - 192nd Street, Surrey, British Columbia, V4N 3R8, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$3,228.19	\$0.00	\$0.00	N
U	CUSTOMER DEPOSITS c/o Boale, Wood & Company Ltd. 1140 - 800 W Pender Street, Vancouver, British Columbia, V6C 2V6, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	DAVANAC INC. 1936 St-Regis Blvd, Dorval, Quebec, H9P 1H6, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,452.17	\$0.00	\$0.00	N
U	DISTRICT OF COLDSTREAM 9901 Kalamalka Road, Coldstream, British Columbia, V1B 1L6, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$126,435.31	\$0.00	\$0.00	N
U	DYNAMIC RAIL SERVICES 2806 - 27th Avenue, Vernon, British Columbia, V1T 9K4, Canada	Track maintenance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1.00	\$0.00	\$0.00	N
U	EMPLOYEE CLAIMS c/o Boale, Wood & Company Ltd. 1140 - 800 W Pender Street, Vancouver, British Columbia, V6C 2V6, Canada	Wages	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	FERMCO RENTAL AND SALES 2810 - 27A Avenue, Vernon, British Columbia, V1T 1T4, Canada	Rentals	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$196.35	\$0.00	\$0.00	N
U	FINNING INTERNATIONAL INC. P.O. Box 9179 Station Main, Calgary, Alberta, T2P 5E1, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$22.04	\$0.00	\$0.00	N
U	FORTIS BC PO Box 6666 Station Terminal, Vancouver, British Columbia, V6B 6M9, Canada	Utilities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$252.86	\$0.00	\$0.00	N
U	GILBERT PARTS DEPOT 1220A Waddington Drive, Vernon, British Columbia, V1T 8T3, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$9,996.84	\$0.00	\$0.00	N
U	GREEN FOR LIFE 4208 - 84th Avenue, Edmonton, Alberta, T6B 3N5, Canada	Oil disposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,982.56	\$0.00	\$0.00	N
U	HARCO MANUFACTURING CO 1000 Industrial Pkwy, Newberg, Oregon, 97132, USA	Parts May/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,266.00	\$0.00	\$0.00	N
U	HARSCO TRACK TECHNOLOGIES 1762 Solutions Center, Chicago, Illinois, 60677-1007, USA	Parts Apr/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,845.12	\$0.00	\$0.00	N
U	HATCH & KIRK INC. 5111 Leary Avenue NW, Seattle, Washington, 98107, USA	Parts Apr/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$595.54	\$0.00	\$0.00	N
U	IRL TRUCK CENTRE LTD. P.O. Box 1026, Hwy 97 North, Vernon, British Columbia, V1T 6N2, Canada	R&M	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$218.40	\$0.00	\$0.00	N
U	KNIGHTHAWK INC. 2806 - 27th Avenue, Vernon, British Columbia, V1T 9K4, Canada	Management services	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$77,700.00	\$0.00	\$0.00	N
U	LANE MOUNTAIN CO P.O. Box 80786, Seattle, Washington, 98108, USA	Sand Apr/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,452.40	\$0.00	\$0.00	N
U	MASON LIFT LTD. 1605 Cliveden Avenue, Delta, British Columbia, V3M 6P7, Canada	R&M	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$732.48	\$0.00	\$0.00	N

Creditor List

Boale, Wood & Company Ltd.

Date of Report: 10/07/2013

KELOWNA PACIFIC RAILWAY LTD. OSB 11-1765954 File
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Claim Status:

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T	Creditor's Name and Address	Ref No	170 Report	Material Change	Amended Payments	Meeting Requested	Amount Declared	Amount Filed	Amount Admitted	CS
U	MCQUARRIE HUNTER LLP Attn: Mary Lamont Suite 1500 - 13450 - 102nd Avenue, Surrey, British Columbia, V3T 5X3, Canada	Legal May/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$11,581.41	\$0.00	\$0.00	N
U	MINISTER OF FINANCE AND CORP. RELATIONS Attn: COLLECTIONS SECTION Revenue Division PO Box 9445, Stn. Prov. Govt., Victoria, British Columbia, V8W 9V5, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	MINISTRY OF PROVINCIAL REVENUE P.O. Box 9446, PROV GOVT, Victoria, British Columbia, V8W 9V6, Canada	Rural Property Taxes (2012&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$190,000.00	\$0.00	\$0.00	N
U	MINISTRY OF TRANSPORTATION AND HIGHWAYS P.O. Box 9850 Stn Prov Govt, Victoria, British Columbia, V8W 3E6, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N
U	NATIONAL RAILWAY SUPPLY P.O. Box 13727, Savannah, Georgia, 31416- USA		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$3,340.00	\$0.00	\$0.00	N
U	NORDCO INC. 185 Hillcroft Street, Oshawa, Ontario, L1G 2L6, Canada	Rail Testing Mar/Apr/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$29,886.55	\$0.00	\$0.00	N
U	NORMAN G. JENSEN, INC. P.O. Box 1400, Station A, Vancouver, British Columbia, V6C 2P7, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$332.51	\$0.00	\$0.00	N
U	NORTH AMERICAN RAIL PRODUCTS INC. P.O. Box 159, Argyle, Manitoba, R0C 0B0, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,174.04	\$0.00	\$0.00	N
U	OKANAGAN TRANSLOAD TERMINAL 8717 Jim Bailey Cres, Kelowna, British Columbia, V4V 2L7, Canada	Track maintenance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$46,060.00	\$0.00	\$0.00	N
U	PAUL WENDE 3397 Salmon River Bench Road, Falkland, British Columbia, V0E 1W0, Canada	Signals mtc Apr & May/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$16,757.28	\$0.00	\$0.00	N
U	POWERRAIL DISTRIBUTION 205 Clark Road, Duryea, Pennsylvania, 18642- USA		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$416.78	\$0.00	\$0.00	N
U	PRAXAIR DISTRIBUTION P.O. Box 2531, Station M, Calgary, Alberta, T2P 0S6, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$144.58	\$0.00	\$0.00	N
U	PRIMUS ELECTRONICS CORPORATION 4180 E Sand Ridge Road, Morris, Illinois, 60450, USA	Parts Apr/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$756.54	\$0.00	\$0.00	N
U	PRINCESS AUTO LTD. P.O. Box 1005, Winnipeg, Manitoba, R3C 2W7, Canada	R&M	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$501.68	\$0.00	\$0.00	N
U	PUROLATOR COURIER P.O. Box 1100, Etobicoke Postal Station, Etobicoke, Ontario, M9C 5K2, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$41.46	\$0.00	\$0.00	N
U	PUSHOR MITCHELL Suite 301 - 1665 Ellis Street, Kelowna, British Columbia, V1Y 2B3, Canada	Legal May 6/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$13,623.15	\$0.00	\$0.00	N
U	QUICK X 10239 Grace Road, Surrey, British Columbia, V3V 3V7, Canada	Sand delivery	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,594.06	\$0.00	\$0.00	N
U	RAILCAR MANAGEMENT INC. Suite 250 - 3475 Piedmont Road, Atlanta, Georgia, 30326, USA	RMI Apr & May/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$3,895.48	\$0.00	\$0.00	N
U	RICHARD RAINEY LAW CORPORATION Attn: R. Rainey Suite 205 - 2922 Glen Drive, Coquitlam, British Columbia, V3B 2P5, Canada	Corporate council	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,091.15	\$0.00	\$0.00	N
U	ROGERS COMMUNICATIONS INC. c/o FCT Default Solutions PO Box 2514, Station B, London, Ontario, N6A 4G9, Canada	Cell service	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,344.48	\$0.00	\$0.00	N
U	ROKO SERVICE LTD. 2901 - 43rd Avenue, Vernon, British Columbia, V1T 3L4, Canada	R&M	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,269.12	\$0.00	\$0.00	N
U	ROYAL BANK OF CANADA - VISA c/o BankruptcyHighway PO Box 57100, Etobicoke, Ontario, M8Y 3Y2, Canada	Employee c/cards	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$4,667.13	\$0.00	\$0.00	N
U	SAVOY EQUIPMENT LTD. 3202 29th Street, Vernon, British Columbia, V1T 5B1, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$63.26	\$0.00	\$0.00	N
U	SHAW CABLE SYSTEMS LTD. 900 - 1067 West Cordova Street, Vancouver, British Columbia, V6C 3T5, Canada	Internet	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$143.79	\$0.00	\$0.00	N
U	SHELL CANADA PRODUCTS P.O. Box 8, Station M, Calgary, Alberta, T2P 2G9, Canada	Employee gas cards	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$2,039.85	\$0.00	\$0.00	N
U	SUMMITT INTERNATIONAL TRADE Suite 101 - 1340 Kalamalka Lake Road, Vernon, British Columbia, V1T 6V2, Canada	Customs broker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$336.61	\$0.00	\$0.00	N
U	SWEET LIFE HOLDINGS LTD. Attn: Dan Sigal 1 - 415 Commonwealth Road, Kelowna, British Columbia, V4V 1P4, Canada	Landlord - rent	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$27,122.70	\$0.00	\$0.00	N

Creditor List

Boale, Wood & Company Ltd.

Date of Report: 10/07/2013

KELOWNA PACIFIC RAILWAY LTD. OSB 11-1765954 File
11-1765954

VANCOUVER

Claim Status:

Generated By: Kevin Owens

T	Creditor's Name and Address	Ref No	170 Report	Material Change	Amended Payments	Meeting Requested	Amount Declared	Amount Filed	Amount Admitted	CS	
U	TECHNICUT INDUSTRIAL SUPPLY INC. Suite 201 - 9466 - 189th Street, Surrey, British Columbia, V4N 4W7, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$895.45	\$0.00	\$0.00	N	
U	TELUS COMMUNICATIONS INC. Attn: Settlement Desk 4th Floor - 4519 Canada Way, Burnaby, British Columbia, V5G 4S4, Canada	Old tel bill	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1.00	\$0.00	\$0.00	N	
U	TELUS MOBILITY PAGING INC. Attn: ATTENTION: BANKRUPTCY DESK 1 - 4519 Canada Way, Burnaby, British Columbia, V5G 4S4, Canada	Old cell bill	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1.00	\$0.00	\$0.00	N	
U	THE DISTRICT OF LAKE COUNTRY 10150 Bottom Wood Lake Road, Lake Country, British Columbia, V4V 2M1, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$119,276.40	\$0.00	\$0.00	N	
U	THE RAILWAY ASSOCIATION OF CANADA Suite 1401 - 99 Bank Street, Ottawa, Ontario, K1P 6B9, Canada	Dues May & Jun/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$823.00	\$0.00	\$0.00	N	
U	THE TOWNSHIP OF SPALLUMCHEEN 4144 Spallumcheen Way, Spallumcheen, British Columbia, V0E 1B6, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$72,187.76	\$0.00	\$0.00	N	
U	TOPS TELECOMMUNICATIONS INC. Suite 104 - 1905 Baron Road, Vernon, British Columbia, V1X 6W2, Canada	Phone & install	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,194.38	\$0.00	\$0.00	N	
U	UPS CANADA P.O. Box 2127 CRO, Halifax, Nova Scotia, B3J 3B7, Canada	Courier	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$325.97	\$0.00	\$0.00	N	
U	VILLAGE OF LUMBY P.O. Box 430, 1775 Glencaird Street,, Lumby, British Columbia, V0E 2G0, Canada	Property Taxes (2011&12&13)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$20,092.98	\$0.00	\$0.00	N	
U	WABTEC GLOBAL SERVICES P.O. Box 4232, Station A, Toronto, Ontario, M5W 5P4, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1,440.09	\$0.00	\$0.00	N	
U	WESTERN EQUIPMENT LTD. Suite 114 - 5219 - 192nd Street, Surrey, British Columbia, V3S 4P6, Canada	Parts & supplies	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$365.40	\$0.00	\$0.00	N	
U	WESTERN RAIL, INC. 11610 W McFarlane Road, Airway Heights, Washington, 99001, USA	Parts Jan & Mar/13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$3,301.21	\$0.00	\$0.00	N	
U	WOOD RESEARCH AND DEVELOPMENT P.O. Box 1705, 19144 Molalla Avenue, Oregon City, Oregon, 97045, USA	Bridge contractor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$1.00	\$0.00	\$0.00	N	
U	Work Safe BC PO Box 5350 Stn Terminal, Vancouver, British Columbia, V6B 5L5, Canada		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0.00	\$0.00	\$0.00	N	
Unsecured			Sub count of creditors			88	Sub Total		\$1,650,766.93	\$0.00	\$0.00
			Total count for all creditors			93	Grand Total		\$3,252,731.41	\$0.00	\$0.00



TRUSTEE IN BANKRUPTCY
 #1140 – 800 West Pender Street
 Vancouver, BC V6C 2V6

Tel: (604) 605-3335
 Fax: (604) 605-3359
 www.boalewood.ca

FORM 31
Proof of Claim

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

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

In the Matter of the Bankruptcy (or Proposal, or Receivership) of _____
 (Name of debtor) of _____ (city and province)
 and the claim of _____, creditor.

I, _____ (name of creditor or representative of the creditor), of
 _____ (city and province), do hereby certify:

1. That I am a creditor of the above-named debtor (or that I am _____
 (state position or title) of _____ (name of creditor or representative of the 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 (or the date of the receivership, or in the case of a proposal, the date of the notice of intention or of the proposal, if no notice of intention was filed), namely the _____ day of _____, 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 a securities firm customer as 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.)

Form 31 - Continued

() 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 (or the above-named creditor is) (or am not or is not) related to the debtor within the meaning of section 4 of the Act, and have (or has) (or have not or 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, 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 subsection 2(1) of the Act: (Provide details of payments, credits and transfers at undervalue.)

(Applicable only in the case of the bankruptcy of an individual.)

() 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 _____, 2013.

Creditor

Witness

Phone Number: _____

Fax Number: _____

Email 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 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

NOTE: If a copy of this Form is sent electronically by means such as email, the name and contact information of the sender, prescribed in Form 1.1, must be added at the end of the document.

INSTRUCTIONS: Instructions on how to complete the proof of claim form can be found at www.boalewood.ca under the forms tab.

FORM 36
GENERAL PROXY

(Where A Creditor is a Corporation, the Proxy Must be Completed and Signed in the Corporate Name)

IN THE MATTER OF THE BANKRUPTCY / PROPOSAL / RECEIVERSHIP OF:

(Name of Debtor)

WE, _____ of the City of _____ in the Province of _____
(Name of Corporation), a creditor in the above matter, hereby appoint

_____ of the _____
(Name of Proxy) (City & Province)

to be our general proxy in the above matter except as to the receipt of dividends with / without power to appoint another general proxy in our place.

Dated at the City of _____, in the Province of _____ this _____ day of _____, 2013.

(Corporate Name)

(Signature of Witness)

(Address)

(Signature of Proxy Grantor)



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INSTRUCTIONS FOR COMPLETEING PROOFS OF CLAIM

This checklist is provided to assist you in preparing a proof of claim form, and where required, proxy form in a complete and accurate manner. Please specifically check each requirement. **CLAIMS NOT COMPLETED CORRECTLY IN EVERY RESPECT WILL BE RETURNED.**

GENERAL

- * The signature of a witness is required.
- * The claim must be signed personally by the **individual** completing this declaration.
- * Give the complete address where all notices or correspondence is to be forwarded.
- * The amount on the Statement of Account must correspond to the amount on the proof of claim.

PARAGRAPH (1)

- * The creditor must state full and complete legal name of company or firm.
- * If the individual completing the proof of claim is not the creditor himself, he must state his position or title.

PARAGRAPH (3)

- * **A detailed statement of account must be attached.** If the claim is for a guarantee, a copy of the guarantee must be attached.
- * The Schedule A or Statement of Account must be complete and detailed and must show the date, the number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is **not** complete if it begins with an amount brought forward.

PARAGRAPH (4)

- * An unsecured creditor must strike out sub-paragraphs B, C, D and E.
- * A preferred creditor (as allowed by section 136 of the *Bankruptcy and Insolvency Act*) must strike out sub-paragraphs B, C, D and E and must complete sub-paragraph A by checking the appropriate description.
- * A secured creditor must strike out sub-paragraphs A, B, D and E and must complete sub-paragraph C and provide a certified true copy of the security instrument as registered.
- * A farmer, fisherman or aquaculturist must strike out sub-paragraphs A, B, C and E. A claim by a farmer, fisherman or aquaculturist must attach a copy of the sales agreement and delivery documents.

PARAGRAPH (5)

- * All claimants must indicate if he or she is related or not to the debtor, as defined in Section 4 of the *Bankruptcy and Insolvency Act*, by striking out "AM" or "AM NOT".

PARAGRAPH (6)

- * All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - (a) within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related.
 - (b) within the twelve (12) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are related.

Excerpt from the *Bankruptcy and Insolvency Act*

**PREFERRED CLAIMS
SECTION 136 (CONDENSED)**

ORDER OF DISTRIBUTION (Subject to secured creditors)

- (1) The cost of administration of the estate.
 - (a) The expenses and fees of the Trustee
 - (b) Legal costs of the estate
- (2) Wages, salaries and commissions for services rendered in the six months preceding the bankruptcy, to a maximum of \$2,000 per person, together with expenses of a traveling salesman incurred in this same period to a maximum of \$1,000.
- (3) Municipal taxes assessed within two years preceding the bankruptcy which do not constitute a charge on real property, restricted to the value of the bankrupt's interest in the property.
- (4) The Landlord for arrears of rent for a period of three months preceding the bankruptcy, and accelerated rent for a period not exceeding three months subsequent to the bankruptcy, if provision is made in the lease. The Landlord's preferred claim is limited to the proceeds from the sale of the assets on the premises under lease at the date of the bankruptcy and any payments made by the Trustee on account of accelerated rent shall be credited by the Landlord against the amount payable by the Trustee for occupation rent.
- (5) One solicitor's bill of costs, including sheriff's fees and land registration fees, shall be payable to the creditor who has first attached by way of garnishment or lodged with the sheriff an attachment, execution or other process against the property of the Bankrupt.
- (6) Claims resulting from injuries to employees of the Bankrupt to which the provision of Workers' Compensation Act do not apply, but only to the extent of monies received from persons or companies guaranteeing the Bankrupt against damages resulting from such injuries, such as liability insurance policies.

A creditor whose rights are restricted by this Section is entitled to rank as an unsecured creditor for any balance of his claim.