

District of: Alberta
Division No. 02 - Calgary
Court No. 25-094425
Estate No. 25-094425

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

In the matter of the bankruptcy of
ASSISTIVE FINANCIAL CORP.
of the City of Calgary, in the Province of Alberta

Take notice that:

1. A bankruptcy order was made against ASSISTIVE FINANCIAL CORP. on the 3rd day of February 2014, and the undersigned, Hardie & Kelly Inc, was appointed as trustee of the estate of the bankrupt, 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 24th day of February 2014, at 2:00 PM, on the 3rd floor of the Watermark Tower located at 530 - 8th Ave SW, Calgary, Alberta.

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 Calgary in the Province of Alberta, this 13th day of February 2014.

Hardie & Kelly Inc - Trustee
Per:



Suite 110, 5800 2nd Street SW
Calgary AB T2H 0H2
Phone: 403-777-9999 Fax: 403-640-0591

FORM 78

Statement of Affairs (Business Bankruptcy/Proposal)
(Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

(Title Form 1)

Original Amended

To the bankrupt/debtor:

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 / date of filing your proposal (or, if applicable, notice of intention) on the 3rd day of February 2014. When completed, this form and the applicable attachments will constitute your Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES
(as stated and estimated by bankrupt/debtor)

1. Unsecured creditors as per list "A"	\$ 107,649,360.00
2. Secured creditors as per list "B"	\$ _____
3. Preferred creditors as per list "C"	\$ _____
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	\$ _____
<hr/>	
Total liabilities	\$ 107,649,360.00
Surplus	\$ 1,633,708.00

I, Randy Schiffner, of the City of Calgary in the Province of Alberta, 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 10th day of February 2014 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 City of Calgary (city, town or village),
in the Province of Alberta,
on this 10th day of February 2014.


Commissioner of Oaths for the Province of Alberta


Signature of bankrupt/debtor

Trevor A. Batty
Barrister and Solicitor

ASSETS
(as stated and estimated by bankrupt/debtor)

1. Inventory	\$ _____
2. Trade fixtures, etc.	\$ _____
3. Accounts receivable and other receivables as per list "E"	\$ _____
Good	\$ _____
Doubtful	\$ 90,527,127
Bad	\$ _____
Estimated to produce	\$ 90,527,127
4. Bills of exchange, promissory note, etc. as per list "F"	\$ 18,700,000
5. Deposits in financial institutions	\$ 12,000
6. Cash	\$ 42,941
7. Livestock	\$ _____
8. Machinery, equipment and plant	\$ 500
9. Real property or immovables as per list "G"	\$ _____
10. Furniture	\$ 500
11. RRSPs, RRIFs, life insurance, etc.	\$ _____
12. Securities (shares, bonds, debentures, etc.)	\$ _____
13. Interests under wills	\$ _____
14. Vehicles	\$ _____
15. Other property as per list "H" _____	\$ _____
_____	\$ _____

If bankrupt/debtor is a corporation, add:
Amount of subscribed capital \$ _____
Amount paid on capital \$ _____

Balance subscribed and unpaid	\$ _____
Estimated to produce	\$ _____
<hr/>	
Total assets	\$ 109,283,068
Deficiency	\$ NIL

FORM 78 -- Continued

List "A"

Unsecured Creditors

Names to be arranged in alphabetical order and numbered consecutively.

No.	Name of creditor	Address	Amount of claim
1.	Assistive Investors - see attached schedule		\$107,640,430
2.	BDO Canada LLP	620, 903 8th Avenue S.W.	\$8,930.25


 Bankrupt/Debtor

Feb 10/14
 Date

ASSISTIVE FINANCIAL CORP.**DEBENTURES PAYABLE**

INVESTOR	AMOUNT
Jones, Vivian (1312771 Alberta Ltd.)	250,000
Jones, Gary (1312771 Alberta Ltd)	250,000
1702425 Alberta Ltd. (Gary Jones)	1,250,000
1334975 Alberta Ltd. (3% to Alta West) Elena Sasha	300,000
1629625 Alberta Ltd. (Dean Mikalauskas)	150,000
413788 Alberta Ltd. (Dr Louis Chan)	100,000
564581 Alberta Ltd. (3% to Alta West) Randy Dunlop	500,000
610009 Alberta Ltd. (Terry Gerlitz)	200,000
665991 Alberta Ltd. (Neil Calhoun)	450,000
750964 Alberta Ltd. (Bill Crebo)	500,000
Abram, Michael	500,000
The A&J Visser Family Trust	150,000
Alta West Diversified Mortgage Investment Corp (2% to Alta West)	600,000
Alta West Balanced Mortgage Investment Corp (2% to Alta West)	100,000
Alta West Mortgage Capital Corporation	1,500,000
Alward, Seth (3% to Alta West)	250,000
Andrew, Nancy	500,000
Andrew, R.W.	3,300,000
Azical Holdings Corp.	800,000
Baker, James	503,370
Baker, Trent	50,000
Baker, Terry (3% to Alta West)	400,000

Bastigal, John	100,000
Bayley, Rita "In Trust"	375,000
Beatty, Ashlyn	400,000
Beme Trust (3% to Alta West)	250,000
Bernard, Charlotte	150,000
BJ McDougall Investments Ltd. (2% to Alta West)	250,000
Blades, James & Frewer, Gayle (3% to Alta West)	100,000
Braun, Janice	400,000
Brodco Investments Inc.	250,000
Bryden, Charlene (Sibthorpe, Jim)	300,000
Bryson Group Consulting Inc. (formerly 882331 Alta Inc)	700,000
Cameron, Malcolm	600,000
Charlesworth, Stephen	50,000
Chong, Louise P/Meth, Norbert	400,000
Christie, Jeffrey	50,000
Christie, Liam & Mary	250,000
Chu, Kristy	210,000
Col-Syb Holdings	300,000
Craddock, Warren	200,000
D & L Lashyn Family Trust	450,000
Dechaine Farms Ltd.	500,000
Dechaine, Gilbert & Wendy	100,000
Dennis Pieron Family Trust (3% to Alta West)	100,000
DeRegt, Maria (3% to Alta West)	100,000
DeRegt Family Trust (3% to Alta West)	100,000
Devan Corp	3,000,000
Dielwart, Jared	25,000
Dual Inc. (Jay Doyle)	500,000
Enders Management Ltd.	400,000
Eureka Ventures Inc (2% to Alta West)	300,000
Everall, Roy (2% to Alta West)	600,000
Everall, Earl (2% to Alta West)	600,000
Everclear Separation Technologies Ltd. (3% to Alta West)	100,000
Fairbairn, Dennis & Theresa (2% to Alta West)	300,000
Galaxy Investments Canada Inc.	200,000
The Genesis Properties Canada Ltd.	330,000
Gerlitz, Terry	150,000

Germscheid, Greg & Maureen	250,000
Greenmar Holding Inc.	700,000
1410209 Alberta Ltd./Lakeview Trust	100,000
Hall, Bruce & Victoria	800,000
Hall, Caitlin	100,000
Heerema, Philip	50,000
Henderson, James	250,000
Hettinger Holdings Ltd. (3% to Alta West)	100,000
Hodgson, Alan & Claire	262,000
Hodgson, Dale	2,097,000
Hodgson, Stephen	50,000
Huntingford, Guy (3% to Alta West)	80,000
Image Homes	1,800,000
Irvine, Jim	200,000
Jackson, Bryant	200,000
Jenkins, Kevin	2,000,000
Jenkins, Helen	1,000,000
Jiwa, Munira	50,000
John K Read Investments	600,000
Johnson, Alana	4,860
Johnson, Harland & Marlene	36,000
Johnson, Juli	2,000
Johnson, Laura	6,200
Johnson, Tim (745416 Alta Ltd)	3,775,000
Jump Start Alberta	97,000
Kallis, Michael	10,025,000
Kessy, Rick & Elaine (2% to Alta West)	1,060,000
1038071 Alberta Inc.(Jason Kubke)	100,000
Kubke, Jason	50,000
Kubke, Robert	100,000
Kuzek, Rick	3,000,000
The Kuzek Foundation	270,000

Lalani, Minaz & N Begum (2% to Alta West)	500,000
Lam Group	400,000
Loubardeas, Peter (2% to Alta West)	500,000
Love, Elizabeth	300,000
1360735 Alberta Ltd. (Elizabeth Love)	325,000
924294 Alberta Ltd. (Elizabeth Love)	200,000
Love Holdings Inc	1,975,000
Martin, Norman & Bernice	250,000
Mason, Dawn & Alan (3% to Alta West)	150,000
Maurer, Brian & Silvana	200,000
Maurer, James & Georgette	62,000
McGuire, Barry/Donna Peterson	350,000
Michael Lin Professional Corporation	400,000
Mikalauskas, Georgina	750,000
Montgomery, Karilene	100,000
Morstad, Cal	1,700,000
Morstad, Marion (3% to Alta West)	200,000
Moser, Aaron	500,000
Moser, Darlene	100,000
Natrass, Agathe	75,000
Natrass, Marcia & Delbert	300,000
Natrass, Raymond	50,000
Ng, Peter (1475942 Alberta Ltd)	220,000
Orman, Susan	200,000
Paarco Holdings Ltd.	200,000
Palmer, Robert & Susan	1,200,000
Partlo, Lisa	50,000
Partner Holdings Inc.	850,000
Paul, Andrew	100,000
Paul, Nancy	100,000

Peacock, Debbie	50,000
Peneycad, Fiona	800,000
Peneycad, Alf	700,000
Peneycad, Andrea	500,000
Pennant Pure Yield Fund	9,825,000
Progress Asset Mgmt (2% to Alta West)	500,000
Propp, Barbara/Richard	550,000
871607 Alberta Ltd. (Richard Propp)	150,000
Prospector Sales & Service Ltd.	200,000
Quantico Capital	7,000,000
Quinn, Diane	100,000
Read, John	400,000
Ragan, Diane	300,000
Razor Holdings Ltd.	2,000,000
Renn Systems Inc (2% to Alta West)	200,000
Richardson, Dave	300,000
Roberts, Archie & Elaine	300,000
Royop Hospitality	400,000
RPI Group Inc. (Ron Pelachuk)	4,000,000
Samuel Jes Johnson Foundation	50,000
Schiffner, Brandon	75,000
Schiffner, Elayne	200,000
Schiffner, Slade	225,000
Schmid, Sandra	100,000
Seamus Holdings Ltd.	250,000
Shanburlain Holdings Ltd.(2% to Alta West)	450,000
Sibthorpe, Angela	150,000
Sibthorpe, Brian	150,000
Sibthorpe, James (Bryden, Charlene)	700,000
Singer, Stephen	1,000,000
Springside Development Ltd.	200,000
Stanbar Investment Consultants	100,000
Staniloff, Alex	100,000

Staniloff, Dean (First Calgary)	300,000
Staniloff, Deborah	100,000
Star West Financial Corp	1,000,000
Sun, Hui Yi & Bing Wang	4,500,000
Suzuki, Alison (2% to Alta West)	100,000
Tempest Management Inc.	300,000
Waslen, Lori	400,000
Weibe, Colin (3% to Alta West)	250,000
West, Sharon	750,000
Wilkinson, Tom & Peggy (3% to Alta West)	300,000
Wu, David & Pauline	150,000
Wyrsh, Barbara	50,000
Yueng, Jarina & Jacinta	100,000
	<u>107,640,430</u>

FORM 78 -- Continued

See Attached List

List "B"

Secured Creditors

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

Bankrupt/Debtor

Date

FORM 78 -- Continued

List "C"

Preferred Creditors for Wages, Rent, etc.

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

Bankrupt/Debtor

Date

FORM 78 -- Continued

List "D"

Contingent or Other Liabilities

Give particulars of claims not set out in lists "B" or "C."

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability

Bankrupt/Debtor

Date

FORM 78 -- Continued

List "E"

Debts Due to the Bankrupt/Debtor

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.	The Cash Store Financial Services Inc.	10243 - 178 Street Edmonton AB T6S 1M3 Financial Services	Trust Claim	\$90,527,127 (doubtful)	Books and Records of Assisive Financial Corp.	November 1, 2002	Unknown	N/A


Bankrupt/Debtor

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Date

FORM 78 -- Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc. Available as Assets

No.	Name of all promissory, acceptors, endorsers, mortgagors and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
1.	The Cash Store Australia Holdings Inc.	40 King Street West Suite 2100, Toronto Ontario M5H 3C2	Financial Services	\$18,700,000	December 31, 2018	Unknown	Security Agreement dated March 4, 2013

Feb 10/14
Date

~~Bankrupt/Debtor~~

FORM 78 -- Continued

List "G"

Real Property or Immovables Owned by Bankrupt/Debtor

Description of property	Nature of bankrupt's/debtor's interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs or other encumbrances (name, address, amount)	Equity or surplus

Bankrupt/Debtor

Date

List "H"

Property

Give full particulars of property of every description that is in the bankrupt's/debtor's possession or that may devolve on the bankrupt/debtor in accordance with the Act and that is not included in any other list.

FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade				
(b) Trade fixtures, etc.				
(c) Cash in financial institutions (name) (address)	BMO	Cash of approximately \$12,000.00		\$12,000.00
(d) Cash on hand	Burnet, Duckworth & Palmer	\$42,941.03 (Unused Retainer)		\$42,941.03
(e) Livestock				
(f) Machinery, equipment and plant	Calgary, AB	Computers	\$3,500.00	\$500.00
(g) Furniture	Calgary, AB	Office Furniture	\$2,500.00	\$500.00
(h) Life insurance policies, RRSPs, etc.				
(i) Securities				
(j) Interests under wills, etc.				
(k) Vehicles				
(l) Taxes				
(m) Other property (state particulars)				

Feb 10/14
Date

Bankrupt/Debtor

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.

District of: Alberta
Division No. 02 - Calgary
Court No. 25-094425
Estate No. 25-094425

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
ASSISTIVE FINANCIAL CORP.
of the City of Calgary, in the Province of Alberta

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

In the matter of the bankruptcy of ASSISTIVE FINANCIAL CORP. of the City of Calgary in the Province of Alberta 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 3rd day of February 2014, 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: Alberta
Division No. 02 - Calgary
Court No. 25-094425
Estate No. 25-094425

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
ASSISTIVE FINANCIAL CORP.
of the City of Calgary, in the Province of Alberta

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:

Hardie & Kelly Inc - Trustee
Suite 110, 5800 2nd Street SW
Calgary AB T2H 0H2
Phone: (403) 252-1766