

District of: Ontario  
 Division No. 09 - Toronto  
 Court No. 31-2648658  
 Estate No. 31-2648658

Original

Amended

\_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  
 2551999 Ontario Inc. o/a MidiCi Canada Franchising Limited  
 of the City of Toronto, in the Province of Ontario

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 29th day of May 2020. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

| LIABILITIES<br>(as stated and estimated by the officer)   |              | ASSETS<br>(as stated and estimated by the officer)                 |              |
|---|--------------|--|--------------|
| 1. Unsecured creditors as per list "A" .....  | 784,162.65   | 1. Inventory .....   | 0.00         |
| Balance of secured claims as per list "B" .....   | 475,188.54   | 2. Trade fixtures, etc. ....                                       | 20,000.00    |
| Total unsecured creditors .....   | 1,259,351.19 | 3. Accounts receivable and other receivables, as per list "E"      |              |
|   |              | Good .....   | 0.00         |
| 2. Secured creditors as per list "B" .....  | 20,003.00    | Doubtful .....   | 0.00         |
|   |              | Bad .....  | 195,000.00   |
| 3. Preferred creditors as per list "C" .....  | 0.00         | Estimated to produce .....   | 3.00         |
| 4. Contingent, trust claims or other liabilities as per list "D"<br>estimated to be reclaimable for ..... | 0.00         | 4. Bills of exchange, promissory note, etc., as per list "F" ..... | 0.00         |
| Total liabilities .....   | 1,279,354.19 | 5. Deposits in financial institutions .....                        | 0.00         |
| Surplus .....   | NIL          | 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" .....                          | 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 .....   | 20,003.00    |
|   |              | Deficiency .....   | 1,259,351.19 |

I, Eli Staiman, of the City of Toronto in the Province of Ontario, 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 29th day of May 2020 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 Mississauga in the Province of Ontario, on this 29th day of May 2020.



David Adams, Commissioner of Oaths  
 For the Province of Ontario  
 Goldhar & Associates Ltd.  
 Expires June 14, 2022



**Eli STAIMAN**  
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 Eli Staiman

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FORM 78 -- Continued


List "A"  
 Unsecured Creditors

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| No.           | Name of creditor  | Address  | Unsecured claim   | Balance of claim  | Total claim         |
|---------------|---|--|-------------------|-------------------|---------------------|
| 1             | Amalgam Eleven Limited  | 250-40 Eglinton Ave East<br>Toronto ON M4P 3A2                                   | 408,000.00        | 0.00              | 408,000.00          |
| 2             | Amplifier Foods Inc.  | 235 Carlaw Ave, Suite 403<br>Toronto ON M4M 2S1                                  | 50,000.00         | 0.00              | 50,000.00           |
| 3             | Jump Building & Design Inc.   | 235 Carlaw Ave, Suite 403<br>Toronto ON M4M 2S7                                  | 36,636.98         | 0.00              | 36,636.98           |
| 4             | Kate Camenzuli  | 101 Deloraine Ave<br>Toronto ON M5M 2B1  | 30,000.00         | 0.00              | 30,000.00           |
| 5             | Merchant Group Inc.   | 1500 West Georgia Street<br>Vancouver BC M6G 2Z6                                 | 0.00              | 86,691.54         | 86,691.54           |
| 6             | MidiCi Group LLC  | 20631 Ventura Boulevard, Suite 200<br>Woodland Hills CA 91364 USA                | 1.00              | 0.00              | 1.00                |
| 7             | Ministry of Labour<br>Attn: Attn: Tina Kapoor                                   | 400 University Ave, 11th Floor<br>Toronto ON M7A 1T7                             | 1.00              | 0.00              | 1.00                |
| 8             | Ministry of Labour<br>Attn: Trust Fund Services Unit                            | Employment Practices Branch<br>400 University Ave, 11th Fl<br>Toronto ON M7A 1T7 | 1.00              | 0.00              | 1.00                |
| 9             | MRILAC  | 9 Trinity St, Suite 200<br>Toronto ON M5A 3C4                                    | 50,000.00         | 0.00              | 50,000.00           |
| 10            | Oxford Properties Group<br>Attn: Jamie Bell<br>re leased locations MidiCi Newma | 900 - 100 Adelaide St W<br>Toronto ON M5H 1S3                                    | 1.00              | 0.00              | 1.00                |
| 11            | RBC Royal Bank Visa c/o BankruptcyHighway.com<br>Attn: Razel Bowen              | PO Box 57100<br>Etobicoke ON M8Y 3Y2   | 4,766.00          | 0.00              | 4,766.00            |
| 12            | Royal Bank of Canada<br>Attn: C/O BankruptcyHighway.com<br>Re CSMFL Balance     | 5001 Yonge St, 2nd Floor<br>North York ON M2N 6P6                                | 0.00              | 133,497.00        | 133,497.00          |
| 13            | Royal Bank of Canada<br>Attn: C/O BankruptcyHighway.com<br>Re Lease Balance     | 5001 Youge St, 2nd Fir<br>North York ON M2N 6P6                                  | 0.00              | 255,000.00        | 255,000.00          |
| 14            | SQ1 Food Hall Limited Partnership<br>Attn: Jamie Bell<br>Re Lease End Value     | 900 - 100 Adelaide St W<br>Toronto ON M5H 1S3                                    | 1.00              | 0.00              | 1.00                |
| 15            | Stuart Wanlin   | 19 Edgewood Crsc.<br>Toronto ON M4W 3A8  | 200,000.00        | 0.00              | 200,000.00          |
| 16            | UCM Market Inc.<br>Attn: jbell@oxfordproperties.com                             | 900 - 100 Adelaide St W<br>Toronto ON M5H 1S3                                    | 1.00              | 0.00              | 1.00                |
| 17            | World Centric   | 617 2nd Street<br>PETALUMA CA 94952 USA  | 4,753.67          | 0.00              | 4,753.67            |
| <b>Total:</b> |   |  | <b>784,162.65</b> | <b>475,188.54</b> | <b>1,259,351.19</b> |

29-May-2020

Date

 **ELI STAIMAN**  
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 Eli Staiman

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FORM 78 -- Continued

List "B"  
 Secured Creditors

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| No.           | Name of creditor  | Address   | Amount of claim   | Particulars of security   | When given   | Estimated value of security              | Estimated surplus from security | Balance of claim  |
|---------------|---|---|-------------------|---|--|--|---------------------------------|-------------------|
| 1             | Merchant Group Inc.   | 1500 West Georgia Street<br>Vancouver BC M6G 2Z6  | 86,691.54         | Business Assets - Trade<br>Fixtures - Restaurant<br>equipment, furniture and<br>tenant improvements   | 01-Oct-2019  | 0.00                                     |                                 | 86,691.54         |
| 2             | Royal Bank of Canada<br>Attn: C/O BankruptcyHighway.com<br>Re CSMFL Balance | 5001 Yonge St, 2nd Floor<br>North York ON M2N 6P6 | 133,500.00        | Debts Due - Business - UCM<br>Market Inc.<br><br>Debts Due - Business - MidiCi<br>Canada Operating Limited<br><br>Debts Due - Business -<br>MidiCi Group LLC<br><br>Business Assets - Trade<br>Fixtures - Restaurant<br>equipment, furniture and<br>tenant improvements | 16-Dec-2016<br><br>16-Dec-2016<br><br>16-Dec-2016<br><br>16-Dec-2016 | 1.00<br><br>1.00<br><br>1.00<br><br>0.00 |                                 | 133,497.00        |
| 3             | Royal Bank of Canada<br>Attn: C/O BankruptcyHighway.com<br>Re Lease Balance | 5001 Youge St, 2nd Flr<br>North York ON M2N 6P6   | 275,000.00        | Business Assets - Trade<br>Fixtures - Restaurant<br>equipment, furniture and<br>tenant improvements   | 16-Dec-2016  | 20,000.00                                |                                 | 255,000.00        |
| <b>Total:</b> |   |   | <b>495,191.54</b> |   |  | <b>20,003.00</b>                         | <b>0.00</b>                     | <b>475,188.54</b> |

29-May-2020

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**Eli STAIMAN**

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Eli Staiman

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FORM 78 -- Continued

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

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| 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 |
|--------|------------------|------------------------|-----------------|-----------------------------------|-----------------|------------------------|---------------------------------|
| Total: |                  |                        |                 |                                   | 0.00            | 0.00                   | 0.00                            |

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FORM 78 -- Continued

List "D"  
Contingent or Other Liabilities

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| 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 |
|--------|------------------------------|------------------------|------------------------------|--------------------------------------|------------------------------|---------------------|
| Total: |                              |                        | 0.00                         | 0.00                                 |                              |                     |

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**Eli STAIMAN**

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FORM 78 -- Continued

List "E"  
 Debts Due to the Bankrupt

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| 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      | Midici Canada Operating Limited | 250 - 50 Eglinton Ave East<br>Toronto ON M4P 3A2                     | Royalties due  | 0.00<br>0.00<br>20,000.00            |  | 13-Feb-2020     | 1.00                 | Royalties due  |
| 2      | MidiCi Group LLC                | 20631 Ventura Boulevard, Suite 200<br>Woodland Hills CA 01364<br>USA | Payments due relating to MidiCi Canada purchase of operations li | 0.00<br>0.00<br>160,000.00           |  | 13-Feb-2020     | 1.00                 | Payments due relating to MidiCi Canada purchase of operations li |
| 3      | UCM Market Inc.                 | 900 - 100 Adelaide W<br>Toronto ON M5H 1S3                           | Tenant Allowance   | 0.00<br>0.00<br>15,000.00            |  | 06-Dec-2016     | 1.00                 | Tenant Allowance   |
| Total: |                                 |  |  | 0.00<br>0.00<br>195,000.00           |  |                 | 3.00                 |  |

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 **Eli STAIMAN**  
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 Eli Staiman

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FORM 78 -- Continued

List "F"

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

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| 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. |
|---------------|--|---------|------------|------------------------------|---------------|----------------------|--|
| <b>Total:</b> |  |         |            | 0.00                         |               | 0.00                 |  |

29-May-2020

Date



**ELI STAIMAN**

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 Eli Staiman

District of: Ontario  
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FORM 78 -- Continued

List "G"  
Real Property or Immovables Owned by Bankrupt  
o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

| Description of property | Nature of bankrupt interest | In whose name does title stand | Total value | Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount) | Equity or surplus |
|-------------------------|-----------------------------|--------------------------------|-------------|--|-------------------|
| Total:                  |                             |                                | 0.00        |  | 0.00              |

29-May-2020

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 **ELI STAIMAN**  
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Eli Staiman



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FORM 78 -- Concluded

List "H"  
 Property

o/a MidiCi Canada Franchising Limited, 2551999 Ontario Inc.

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.                 | Repossessed by creditor | Restaurant equipment, furniture and tenant improvements | 785,000.00    | 20,000.00            |
| (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                 |
|  |                         |   | <b>Total:</b> | <b>20,000.00</b>     |

29-May-2020

Date

 **ELI STAIMAN**  
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 Eli Staiman