

**ONTARIO SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PROPOSED PLAN OF COMPROMISE OR
ARRANGEMENT WITH RESPECT TO
BRAKE PRO, LTD.**

AFFIDAVIT OF DANIEL R. DOWDALL

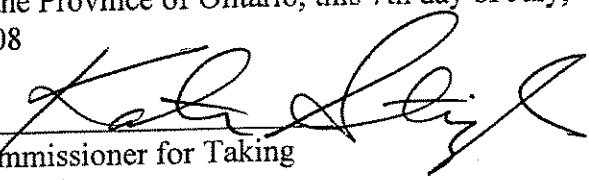
I, DANIEL R. DOWDALL, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY that:

1. I am a Partner in the Law Firm Fraser Milner Casgrain LLP ("Fraser Milner") Counsel to BDO Dunwoody Limited ("BDO") which is the Monitor of Brake Pro, Ltd. ("Brake"). As such, I have knowledge hereinafter deposed to, except where stated to be on information and belief and, where so stated, I verily believe it to be true.
2. Attached hereto as Exhibit "A" is a true copy of the fees and disbursements (including GST) of Fraser Milner which were incurred in this matter from April 3, 2008 until June 16, 2008 in the amount of \$6,111.38, including GST.
3. Attached hereto as Exhibit "B" is a true copy of the fees and disbursements (including GST) of Fraser Milner which were incurred in this matter from March 3, 2008 until March 19, 2008 in the amount of \$36,701.47, including GST.
4. Attached hereto as Exhibit "C" is a true copy of the fees and disbursements (including GST) of Fraser Milner which were incurred in this matter from

February 1, 2008 until February 20, 2008 in the amount of \$11,943.36, including GST.

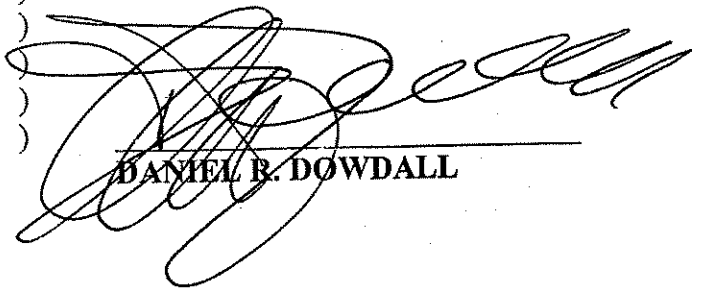
5. Attached hereto as Exhibit "D" is a true copy of the fees and disbursements (including GST) of Fraser Milner which were incurred in this matter from October 23, 2007 until January 23, 2008 in the amount of \$26,848.83, including GST.
6. Attached hereto as Exhibit "E" is a true copy of the fees and disbursements (including GST) of Fraser Milner which were incurred in this matter from October 1, 2007 until October 31, 2007 in the amount of \$75,112.66, including GST.
7. Attached hereto as Exhibit "F" is a true copy of the fees and disbursements (including GST) of Fraser Milner which were incurred in this matter from July 17, 2007 until September 28, 2007 in the amount of \$17,676.56, including GST.
8. Attached hereto as Exhibit "G" is a summary sheet showing all the fees, disbursements (including GST) of Fraser Milner which were incurred in this matter from September 2007 until July 2008 in the amount of \$176,232.12, including GST as represented by the Accounts attached as Exhibits "A: to "F".
9. I believe that the work done and amounts charged to be reasonable in the circumstances.
10. This Affidavit is sworn in connection with a motion for the approval of the fees and disbursements of BDO and of its legal counsel and for no improper purpose.
11. Attached hereto as Exhibit "H" is a listing of the legal personnel whose time is included in the account together with the Billing Rate. Where two rates are shown the higher rate is that which pertained to time spent after January 1, 2008 where there was an upward rate adjustment.

SWORN BEFORE ME at the City of Toronto,
in the Province of Ontario, this 7th day of July,
2008



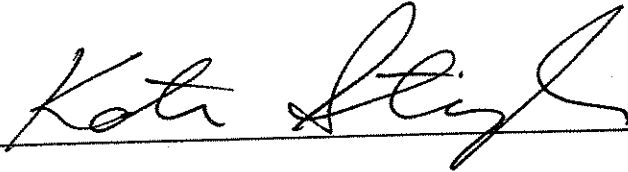
Commissioner for Taking
Affidavits, etc.

KATE STIGLER

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DANIEL R. DOWDALL

Exhibit "A" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.



A handwritten signature in cursive script, appearing to read "Kate Stigler", is written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STIGLER



FRASER MILNER CASGRAIN LLP

1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada M5X 1B2
Telephone: (416) 863-4511

BDO Dunwoody Limited
Monitor Interim Receiver for Brake Pro
Royal Bank Plaza, South Tower
32nd Floor, 200 Bay Street, P.O. Box 33
Toronto, ON M5J 2J9

Attention: Uwe Manski

Please refer to Bill # 2600962 on your Remittance

GST # R121996078

<u>Lawyer</u>	<u>Date</u>	<u>Matter Number</u>
D.R. Dowdall	July 7, 2008	507071-000017

Re: Brake Pro Ltd.

TO PROFESSIONAL SERVICES RENDERED with respect to the above matter, including the following:

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
3-Apr-08	DRD	Telephone conversation with H. Lewy regarding opinion.	0.3
10-Apr-08	DRD	Office conference with A. Ilchenko regarding R. Moldaver Request Form.	0.2
10-Apr-08	AAI	Office conference with D. Dowdall regarding letter for counsel from counsel for landlord regarding client.	0.3
11-Apr-08	AAI	Letter from counsel for landlord regarding hearing dates. Letter from counsel regarding Wachovia.	0.2
16-Apr-08	AAI	Office conference with D. Dowdall regarding claim filed by landlord. Review claim. Telephone conversation with Chris Porter, BDO. Telephone conversation with counsel for Wachovia regarding adjournment.	1.1
17-Apr-08	AAI	Attend at Commercial Court. Make submissions to Justice Wilton-Siegel. Meet with counsel for Wachovia. Office conference with D. Dowdall.	2.1
25-Apr-08	DRD	Review e-mail regarding outstanding employee issues.	0.2

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
28-Apr-08	AAI	Memo to D. Dowdall. Review Discharge Order. Review claims filed by Ministry of Labour and landlord.	0.4
29-Apr-08	AAI	Memo to counsel for Wachovia regarding status. Draft Ninth Report, Notice of Motion, Discharge Order.	1.3
30-Apr-08	AAI	Draft Notice of Motion, Ninth Report and Draft Order. Memo to counsel for Wachovia regarding settlement of claims.	2.1
1-May-08	DRD	Review e-mail regarding Discharge issues.	0.1
6-May-08	DRD	Meeting with Fogarty.	0.5
13-May-08	DRD	Office conference with A. Ichenko.	0.2
30-May-08	DRD	Telephone conversation with U. Manski.	0.5
16-Jun-08	DRD	Telephone conversation with U. Manski.	0.2
7-Jul-08	DRD	Review Report. Telephone conversation with the client. Review e-mail. Telephone conversation with G. Finlayson regarding finalizing the Report.	2.5
Total			12.2

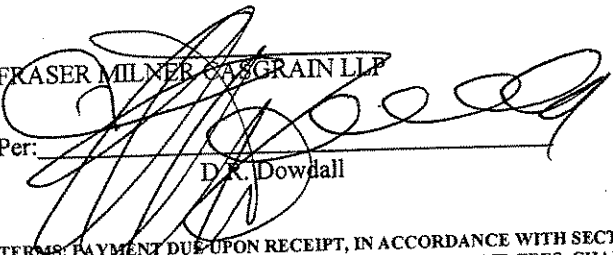
Total Fees	\$7,415.00	
Total GST	<u>370.75</u>	
Our Fees		\$7,785.75

<u>Taxable Disbursements</u>		
Long Distance Telephone Calls	\$72.56	
Photocopy Charges	70.00	
Taxi Charges	<u>12.80</u>	
Total Taxable Disbursements	\$155.36	
Total GST	<u>7.77</u>	
Total Taxable Disbursements including Taxes		<u>\$163.13</u>

TOTAL ACCOUNT		<u>\$7,948.88</u>
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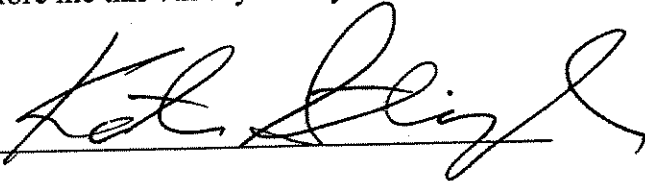
SUMMARY

Total Fees	\$7,415.00
Total Disbursements	155.36
Total Taxes on Fees and Disbursements	<u>378.52</u>
TOTAL ACCOUNT	<u>\$7,948.88</u>

FRASER MILNER CASGRAIN LLP
Per: 
D.K. Dowdall

TERMS: PAYMENT DUE UPON RECEIPT, IN ACCORDANCE WITH SECTION 33(1) OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 3.3% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED.

Exhibit "B" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.



A handwritten signature in black ink, appearing to read "Kate Stigler", is written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STIGLER



FRASER MILNER CASGRAIN LLP

1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada M5X 1B2
Telephone: (416) 863-4511

BDO Dunwoody Limited
Monitor Interim Receiver for Brake Pro
Royal Bank Plaza, South Tower
32nd Floor, 200 Bay Street, P.O. Box 33
Toronto, ON M5J 2J9

Attention: Uwe Manski

Please refer to Bill # 2578327 on your Remittance

GST # R121996078

<u>Lawyer</u>	<u>Date</u>	<u>Matter Number</u>
D.R. Dowdall	March 31, 2008	507071-000017

Re: Brake Pro Ltd.

TO PROFESSIONAL SERVICES RENDERED with respect to the above matter, including the following:

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
3-Mar-08	DRD	Telephone conversation with R. Brosseau regarding preparation of Materials. Telephone conversation with C. Porter. Work on the Report.	0.4
3-Mar-08	DRD	Work on the Report. Telephone conversation with R. Brosseau.	0.7
3-Mar-08	DRD	Draft Report.	3.6
4-Mar-08	DRD	Revision to draft Order. Review e-mail from R. Brosseau regarding list of issues.	2.5
4-Mar-08	DRD	E-mail U. Manski. Telephone conversation with C. Porter. Prepare letter to R. Moldaver.	0.2
4-Mar-08	DRD	Telephone conversation with R. Brosseau regarding Report. Send letter to R. Moldaver. Review comment from C. Porter. E-mail U. Manski. Review e-mail from K. McEachern.	1.5
5-Mar-08	DRD	Various phone calls and e-mails with the client. E-mail with comment from various counsel. Make changes to the Report. Review e-mail. Review Report. Serve the Report. Receive and review Factum.	4.9

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
5-Mar-08	DRD	Office conference with GST counsel. Preparation for motion. Review e-mails. Deal with letters from CRA. Lengthy discussion with company counsel regarding impact on agreements and e-mail to bank counsel regarding same. Question on certain issue to client.	3.8
5-Mar-08	WAB	Discussion with D. Dowdall regarding GST issues. E-mail to D. Dowdall regarding purchaser's release from liability once GST paid to vendor.	0.4
5-Mar-08	AAI	Review Report of BDO Dunwoody. Office conference with D. Dowdall regarding arguments presented.	0.8
6-Mar-08	DRD	Prepare and attend for court.	4.8
6-Mar-08	DRD	Telephone conversation with C. Porter and U. Manski. Comments on Order.	0.5
7-Mar-08	DRD	Telephone conversation with R. Brosseau. Telephone conversation with U. Manski. Comments on draft Order. Review e-mail. E-mail regarding draft Order.	0.5
10-Mar-08	DRD	Review Eight Report.	0.2
10-Mar-08	DRD	Review e-mail from C. Porter and reply back regarding item to complete regarding March 17 motion.	0.4
11-Mar-08	DRD	Telephone conversation with U. Manski. Call from CRA (2).	0.5
11-Mar-08	AAI	Office conference with D. Dowdall regarding discharge of Monitor. Draft Monitor Discharge Order.	1.1
12-Mar-08	DRD	Telephone conversation with C. Porter regarding Eight Report. Office conference with A. Ilchenko regarding discharge Motion. Review Report.	0.5
12-Mar-08	DRD	Telephone conversation with R. Brosseau.	0.2
12-Mar-08	AAI	Review draft Monitor Discharge Order. Memo to counsel for Wachovia regarding draft Order. Revise Order.	2.2
13-Mar-08	AAI	Review draft Order. Office conference with counsel for Wachovia regarding draft Orders. Revise draft Orders. Office conference with counsel for Tenneco regarding draft Orders. Revise draft Orders. Telephone conversation with Porter regarding revisions to Eighth Report. Revise Eighth Report.	5.7
14-Mar-08	DRD	Review e-mail. Office conference with A. Ilchenko. Review letter fax from the trustee.	0.2
14-Mar-08	AAI	Telephone conversation with counsel for Ministry of Finance. Review and revise Monitor's Eighth Report. Review and revise draft Orders. Serve Eighth Report. Attend at Commercial Court. Meet with Commercial Court Registrar. Memo from counsel for CRA regarding conflict letter. Review comfort letters. Office conference with D. Dowdall. Memo to counsel for CRA regarding comfort letters.	6.3
17-Mar-08	DRD	Office conference with A. Ilchenko regarding motion.	0.3

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
17-Mar-08	AAI	Attend at Commercial Court. Meet with other counsel. Attend before Justice Siegel. Meet with other counsel. Revise Order. Telephone conversation with Justice Siegel regarding progress at revising order. Recirculate draft Order. Telephone conversation with counsel for Wachovia, Tenneco, Company, CRA, Ontario Ministry of Finance. Telephone conversation with Justice Siegel regarding status. Office conference with counsel for Tenneco.	6.8
18-Mar-08	AAI	Telephone conversation with counsel for Tenneco, Wachovia, Company, Ministry of Finance, CRA, regarding revisions to Order. Revise Order. Re-circulate Order. Attend before Justice Siegel. Make submissions to Justice Siegel regarding revised Order.	5.3
19-Mar-08	AAI	Attend at Commercial court. Meet with Commercial List Registrar. Circulate issued Order of Justice Siegel.	1.1
Total			55.4

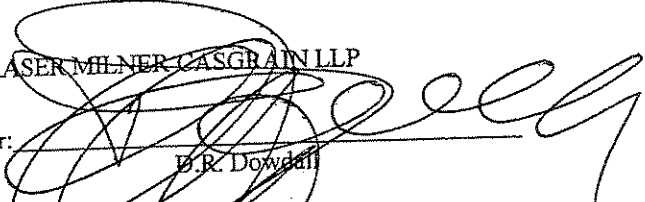
Total Fees \$34,291.00
 Total GST 1,714.55
 Our Fees \$36,005.55

Taxable Disbursements
 Binding Books / Documents \$46.00
 Fax Charges 0.75
 Long Distance Telephone Calls 0.53
 Photocopy Charges 615.50
 Total Taxable Disbursements \$662.78
 Total GST 33.14
 Total Taxable Disbursements including Taxes \$695.92

TOTAL ACCOUNT \$36,701.47

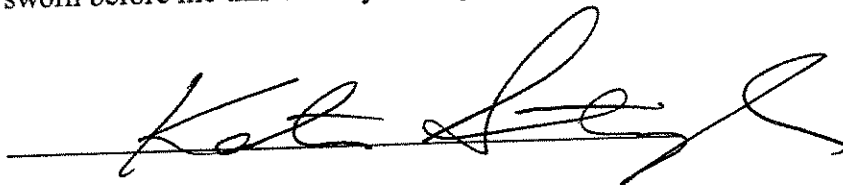
SUMMARY

Total Fees \$34,291.00
 Total Disbursements 662.78
 Total Taxes on Fees and Disbursements 1,747.69
TOTAL ACCOUNT \$36,701.47

FRASER MILNER CASGRAIN LLP
 Per: 
 B.R. Dowdall

TERMS: PAYMENT DUE UPON RECEIPT, IN ACCORDANCE WITH SECTION 33(1) OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 4.8% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED.

Exhibit "C" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.

A handwritten signature in black ink, appearing to read "Kate Stigler", written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STIGLER



FRASER MILNER CASGRAIN LLP

1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada M5X 1B2
Telephone: (416) 863-4511

BDO Dunwoody Limited
Monitor Interim Receiver for Brake Pro
Royal Bank Plaza, South Tower
32nd Floor, 200 Bay Street, P.O. Box 33
Toronto, ON M5J 2J9

Attention: Uwe Manski

Please refer to Bill # 2572136 on your Remittance

GST # R121996078

<u>Lawyer</u>	<u>Date</u>	<u>Matter Number</u>
D.R. Dowdall	March 4, 2008	507071-000017

Re: Brake Pro Ltd.

TO PROFESSIONAL SERVICES RENDERED with respect to the above matter, including the following:

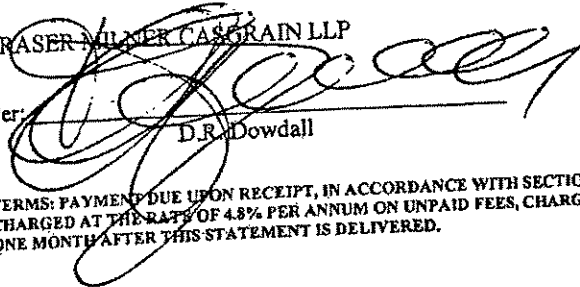
<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
1-Feb-08	DRD	Review e-mail regarding CRA claim and reply back.	0.2
4-Feb-08	DRD	Review various e-mails. Receive call from C. Porter.	0.2
4-Feb-08	DRD	Consider lease issues.	0.7
7-Feb-08	DRD	Telephone conversation with C. Porter regarding various issues. Draft e-mail to secured creditor.	0.7
8-Feb-08	DRD	Receive comments on e-mail. Review projection. Discussion with R. Brosseau. Place a call to C. Porter.	0.8
12-Feb-08	DRD	Telephone conversation with R. Brosseau to discuss projection.	0.3
13-Feb-08	DRD	Telephone conversation and e-mail regarding vacation pay issues and sale of computer.	0.2
15-Feb-08	DRD	Telephone conversation with C. Porter and K. McEachern regarding discussion of issues necessary to conclude the file.	1.1
19-Feb-08	DRD	Review e-mail regarding Report and Motion date.	0.4
20-Feb-08	DRD	Review e-mail. Consider GST issue.	0.3

SUMMARY

Total Fees	\$11,270.00
Total Disbursements	104.63
Total Taxes on Fees and Disbursements	<u>568.73</u>
TOTAL ACCOUNT	<u>\$11,943.36</u>

FRASER MILNER CASGRAIN LLP

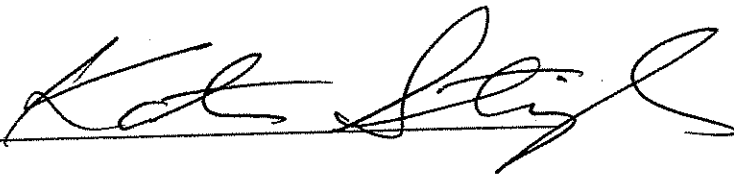
Per:



D.R. Dowdall

TERMS: PAYMENT DUE UPON RECEIPT, IN ACCORDANCE WITH SECTION 33(1) OF THE SOLICITORS ACT; INTEREST WILL BE CHARGED AT THE RATE OF 4.8% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED.

Exhibit "D" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.



A handwritten signature in black ink, appearing to read "Kate Stabler", written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STABLER



FRASER MILNER CASGRAIN LLP

1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada M5X 1B2
Telephone: (416) 863-4511

BDO Dunwoody Limited
Monitor Interim Receiver for Brake Pro
Royal Bank Plaza, South Tower
32nd Floor, 200 Bay Street, P.O. Box 33
Toronto, ON M5J 2J9

Attention: Uwe Manski

Please refer to Bill # 2568262 on your Remittance

GST # R121996078

<u>Lawyer</u>	<u>Date</u>	<u>Matter Number</u>
D.R. Dowdall	January 31, 2008	507071-000017

Re: Brake Pro Ltd.

TO PROFESSIONAL SERVICES RENDERED with respect to the above matter, including the following:

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
23-Oct-07	LSS	Undertake corporate searches on the RMPRR, Bank Act, Insolvency, Company Registry and prepare memo and report for F. Trifiro.	1.0
24-Oct-07	LSS	Undertake corporate searches on the RMPRR under entitie's previous names.	0.6
31-Oct-07	DRD	Telephone conversation regarding issue regarding finalization and distribution.	0.4
1-Nov-07	DRD	Review e-mail.	0.1
1-Nov-07	DRD	Review e-mail.	0.2
1-Nov-07	RPS	Review of security opinion. Internal meeting with Mtre F. Trifiro.	0.6

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
1-Nov-07	AAI	Conference call with Wachovia and Company counsel. Telephone conversation with counsel for Company regarding delay in approval motion. Review draft Affidavit by Company. Review Quebec opinion. Office conference with D. Dowdall regarding Quebec opinion. Review asset purchase agreement. Review cash flow. Review Monitor's Report. Telephone conversation with Porter regarding revisions. Draft Supplement to Monitor's Report regarding opinions. Review Draft Order. Revise correspondence from counsel for landlord. Review revised cash flow. Draft Affidavit of D. Dowdall and Uwe Manski regarding fee approval.	6.3
1-Nov-07	FT	Finalization of the legal opinion to be issued by FMC Montreal. Review of the search report drafted by L. Senat. Internal meeting with R. Simard.	3.7
1-Nov-07	FT	Drafting of the legal opinion to be issued by FMC Montreal. Internal meeting with R. Simard.	4.2
2-Nov-07	DRD	Review e-mail. Receive call from counsel for the Union.	0.5
2-Nov-07	AAI	Review revised Report and Supplement to Report. memo regarding approval. Review memo from counsel for Wachovia regarding Tenneco dispute.	3.2
4-Nov-07	AAI	Memo to D. Dowdall regarding Michigan opinion. Memo to Michigan counsel regarding Michigan opinion.	0.4
5-Nov-07	LVM	Meet with D. Dowdall; conduct research.	0.8
5-Nov-07	FT	Issuance of the legal opinion issued by FMC Montreal.	0.8
5-Nov-07	DRD	E-mail exchanges with T. Francis regarding Quebec Security Review. E-mail exchanges with M. Laugesen regarding Tenneco issue. E-mail exchanges with M. Sims, R. Brosseau regarding Motion Record of Wachovia. E-mail exchanges with K. McEachern, R. Linc and C. Mckeown regarding court, FMC Security, Go-Forward Cash Flow, Supplemental Report and Analysis of Funds. Review e-mail from U. Manski regarding access to the agreement & bid information. Review e-mail regarding Tenneco request for information. Telephone conversation with C. Clayton regarding Tenneco request for information. Email exchanges with C. Clayton, S. Paul, P. Murphy & H. Clark. Receive e-mail from Bob Skilton regarding opinion. Deal with Supplemental Report. Telephone conversation with C. Porter and numerous e-mail exchanges. Telephone conversation with U. Manski and various e-mail exchanges regarding Supplement.	2.7
6-Nov-07	DRD	Finish Ontario opinion. Deal with final revision of the Report. Assembly, execution and service of the Report. Telephone conversation with U. Manski. Telephone conversation with C. Porter.	2.6
6-Nov-07	DRD	Preparation for the motion. Telephone conversation with M. Laugesen. Telephone conversation with J. Fogarty et al. Office conference with C. Clayton et al. regarding tomorrow's motion. Several telephone conversation with U. Manski regarding preparation for tomorrow's motion.	3.2
6-Nov-07	KHS	Assist in organizing the Supplement to the 5th Report and file the same in the court.	0.9

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
6-Nov-07	SW	Draft Affidavit of Service. Deal with Service Issues.	0.7
9-Nov-07	DRD	Deal with document request.	0.3
13-Nov-07	DRD	Review e-mail regarding 9:30 appointment.	0.2
13-Nov-07	AAI	Office conference with D. Dowdall regarding the outcome of distribution and status of Tenneco/Wachovia dispute.	0.3
15-Nov-07	DRD	Office conference with A. Ilchenko. Review e-mail from U. Manski. Telephone conversation with U. Manski.	0.2
15-Nov-07	DRD	Review e-mail. Telephone conversation with K. McEachern.	0.2
16-Nov-07	DRD	Review e-mail.	0.1
26-Nov-07	DRD	Telephone conversation with R. Brosseau. E-mail U. Manski.	0.2
30-Nov-07	DRD	Telephone conversation with U. Manski (2). Review e-mail and forward to M. Laugesen (2).	0.7
5-Dec-07	DRD	Recieve a call from R. Brosseau.	0.1
5-Dec-07	DRD	Meeting with J. Fogarty and R. Brosseau. Telephone conversation with U. Manski regarding Bankruptcy Company.	0.5
5-Dec-07	DRD	Telephone conversation with K. McEachern. Discuss Vacation Pay Issue and possible Bankruptcy.	0.3
7-Dec-07	DRD	Review e-mail regarding Bankruptcy.	0.1
10-Dec-07	DRD	Letter received from S. Grundy regarding Vacation Pay. Telephone conversation regarding post filing payments dispute.	0.4
11-Dec-07	DRD	Read letter from Blakes. Review e-mail from C. Porter. Telephone conversation with Tenneco lawyer regarding Bankruptcy Proposal and related issues. Telephone conversation with R. Brosseau. E-mail U. Manski regarding Bankruptcy.	0.5
11-Dec-07	DRD	Deal with Tenneco. Received e-mail from same regarding Funds in hand.	0.5
11-Dec-07	DRD	Review e-mail regarding accounting. Deal with the request from Tenneco regarding amount of funds.	0.4
14-Dec-07	DRD	Telephone conversation with an unsecured creditor.	0.2
17-Dec-07	DRD	Telephone conversation with U. Manski. Two e-mails with R. Brosseau.	0.2
20-Dec-07	AAI	Telephone conversation with R. Brosseau regarding report of Monitor on expenses paid by Wachovia. Telephone conversation with Porter, BDO Dunwoody.	0.6
4-Jan-08	AAI	Memo to C. Porter regarding report on costs paid to date.	0.3
7-Jan-08	AAI	Memo from counsel for Wachovia. Memo to C. Porter. Memo from counsel for Wachovia.	0.4
8-Jan-08	DRD	Discussion with C. Porter to update on outstanding issues. Place a call to R. Brosseau and C. Porter regarding issues. Office conference with Tenneco.	0.9

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
8-Jan-08	AAI	Telephone conversation with counsel for Wachovia. Office conference with D. Dowdall and Uwe Manski regarding report on amounts paid to date.	0.7
9-Jan-08	DRD	Review e-mail. Place a call to R. Brosseau regarding information of request. Talk to K. McEachern.	0.3
9-Jan-08	AAI	Telephone conversation with C. Porter regarding report. Telephone conversation with counsel for Wachovia regarding report. Memo to C. Porter.	0.4
10-Jan-08	DRD	Office conference with K. McEachern regarding document request. Place a call to R. Brosseau. Review e-mails.	0.4
11-Jan-08	DRD	Review e-mails.	0.5
14-Jan-08	DRD	Telephone conversation with R. Brosseau. Place call to C. Porter. Review e-mails regarding hole in the floor and who is responsible.	0.4
17-Jan-08	DRD	Discussion with C. Porter regarding list of matter that will be necessary to conclude acts.	0.3
18-Jan-08	DRD	Review e-mails regarding Cash Flow.	0.5
23-Jan-08	DRD	Review e-mail regarding GST (2).	0.3
Total			44.3

Total Fees	\$22,561.00	
Total GST	<u>1,128.05</u>	
Our Fees		\$23,689.05

<u>Non-Taxable Disbursements</u>		
Agency Registration*	\$1,893.81	
Receiver General for Canada*	<u>64.00</u>	
Total Non-Taxable Disbursements		\$1,957.81

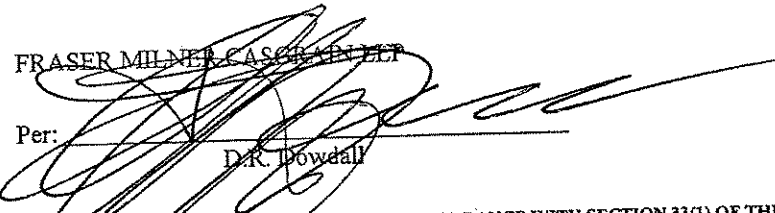
<u>Taxable Disbursements</u>		
Bank of Canada Certificate	\$84.00	
Bank of Canada Searches	112.00	
Long Distance Telephone Calls	7.29	
Overtime	170.68	
Photocopy Charges	313.80	
PPSA Searches/Registrations	216.00	
Process Server Fees	85.50	
Searches	130.02	
Taxi	<u>25.44</u>	
Total Taxable Disbursements	\$1,144.73	
Total GST	<u>57.24</u>	
Total Taxable Disbursements including Taxes		<u>\$1,201.97</u>

TOTAL ACCOUNT		<u>\$26,848.83</u>
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SUMMARY

Total Fees	\$22,561.00
Total Disbursements	3,102.54
Total Taxes on Fees and Disbursements	<u>1,185.29</u>
TOTAL ACCOUNT	<u>\$26,848.83</u>

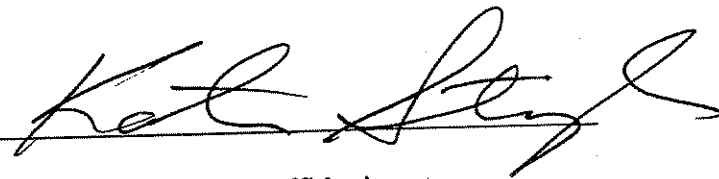
FRASER MILNER CASGRAIN LLP

Per: 

D.R. Dowdall

TERMS: PAYMENT DUE UPON RECEIPT, IN ACCORDANCE WITH SECTION 33(1) OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 4.8% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED.

Exhibit "E" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.

A handwritten signature in black ink, appearing to read "Kate Stibler", written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STIBLER



FRASER MILNER CASGRAIN LLP

1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada M5X 1B2
Telephone: (416) 863-4511

BDO Dunwoody Limited
Interim Receiver for Wellness Innovations Corp.
Royal Bank Plaza, South Tower
32nd Floor, 200 Bay Street, P.O. Box 33
Toronto, ON M5J 2J9

Attention: Uwe Manski

Please refer to Bill # 2538521 on your Remittance

GST # R121996078

<u>Lawyer</u>	<u>Date</u>	<u>Matter Number</u>
D.R. Dowdall	October 31, 2007	507071-000017

Re: Brake Pro Ltd.

TO PROFESSIONAL SERVICES RENDERED with respect to the above matter, including the following:

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
1-Oct-07	DRD	Attend to court.	2.1
2-Oct-07	DRD	Review e-mail and receive a call from the union lawyer.	0.3
2-Oct-07	DRD	Place a call to C. Porter (2).	0.3
3-Oct-07	DRD	Place a call to R. Brosseau. Review e-mail regarding finalizing Liquidation Plan.	0.2
4-Oct-07	DRD	Telephone conversation with U. Manski.	0.3
5-Oct-07	DRD	Receive call from R. Brosseau.	0.1
5-Oct-07	DRD	Review e-mail regarding professional fees and liquidation.	0.2
5-Oct-07	AAI	Review correspondence from D. Dowdall and counsel for Wachovia.	0.3
8-Oct-07	AAI	Review draft materials and First Report of the Monitor.	0.7

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
9-Oct-07	AAI	Review materials. Telephone conversation with C.Porter regarding financial issues and offers. Attend conference call with counsel for Company, Wachovia, and Monitor. Telephone conversation with Porter and C. McKeown regarding unpaid post filing obligations. Memo to D. Dowdall and U. Manski regarding legal issues. Memo from D. Dowdall and U. Manski. Telephone conversation with counsel for Wachovia regarding post filing obligations.	3.8
10-Oct-07	AAI	Review and revise Third Report. Telephone conversation with C. Porter and C. McKeown regarding unpaid supplier issued. Memo to D. Dowdall and to U. Manski. Memo from D. Dowdall and from U. Manski. Review Initial Order. Memo to D. Dowdall and to U. Manski regarding portions of Initial Order that deal with post filing supplier claims. Memo from C. Porter regarding contacts by Beri of customers. Memo to counsel for Company and for Wachovia regarding response.	4.4
11-Oct-07	AAI	Telephone conversation with counsel for Wachovia regarding Third Report. Telephone conversation with Porter, BDO. Memo to D. Dowdall. Review and revise Third Report. Telephone conversation with C. Porter regarding ambit of post filing claims issue. Telephone conversation with counsel for Company and Wachovia regarding inventory purchase. Review Purchase Order. Telephone conversation with C. Porter. Review and revise supplement to the Third Report. Telephone conversation with counsel for Company and Wachovia regarding form of Order. Memo to counsel for Wachovia and for Company regarding arguments for motion in light of opposition from counsel for landlord.	6.2
12-Oct-07	AAI	Prepare submissions and documents for hearing. Attend at Commercial Court. Meet with other counsel. Make submissions to Justice Siegel. Review endorsement of Justice Siegel. Review offers provided by bidders. Review memoranda from BDO Dunwoody and counsel for Wachovia. Memo to D. Dowdall regarding status.	5.2
13-Oct-07	AAI	Review memorandum from counsel from Wachovia. Memo to counsel for Company and for Wachovia.	0.4
14-Oct-07	AAI	Review memorandum from counsel for company. Review draft order. Memo to counsel for company regarding revisions to draft order.	0.6
15-Oct-07	DRD	Review e-mail. Review Offer. Review offer Summary.	0.6
15-Oct-07	AAI	Assemble exhibits for argument. Attend at Commercial Court. Meet with counsel for Wachovia and Company. Make submissions to Justice Siegel regarding motion to approve Inventory Sale. Review bids circulated by BDO Dunwoody.	4.3
15-Oct-07	DRD	Review e-mail.	0.2
16-Oct-07	AAI	Review bids. Review memorandum from BDO regarding Affinia bid. Telephone conversation with counsel for Company regarding bids. Memo from D. Dowdall regarding security review.	2.2
16-Oct-07	DRD	Review e-mails.	0.2
17-Oct-07	DRD	Conference call. Telephone conversation with U. Manski, consider issue regarding response to post filing issue.	1.7

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
17-Oct-07	AAI	Telephone conversation with C. Porter regarding post filing creditor issue. Telephone conversation with C. McKeown regarding sale process. Office conference with D. Dowdall regarding import supplier issue. Review letters to suppliers. Research regarding priority of unpaid suppliers in CCAA. Attend all party conference call regarding sale process. Conference call with U. Manski and D. Dowdall regarding unpaid supplier issue.	6.4
17-Oct-07	LLN	Ordering and obtaining profile report, document list and business names list. Updating history. Ordering PPSA certificate; A Ilchenko.	1.0
18-Oct-07	AAI	Review Second Supplement to Third Report. Memo regarding amendments. Telephone conversation with C. Porter. Telephone conversation with M. McKeown regarding sale process. Office conference with D. Dowdall regarding vetting security.	5.6
19-Oct-07	KPVB	Review security and registrations. Instructions from A. Ilchenko.	1.0
19-Oct-07	AAI	Review supplement to Third Report. Telephone conversation with C. Porter regarding amendments. Office conference with K. V. Bargaen regarding status. Revise letter and supplement to Third Report. Telephone conversation with U. Manski. Revise supplement to Second Report. Memo to C. Porter regarding location of inventory and equipment. Memo to D. Dowdall.	6.7
19-Oct-07	DRD	Review e-mail. Review letter and e-mails.	0.2
19-Oct-07	DRD	Office conference with A. Ilchenko. Review report and letter to creditors.	0.5
19-Oct-07	DRD	Receive call from U. Manski and e-mail regarding question from Tenneco. Review 2 cases on payment of post filing claims.	0.9
22-Oct-07	DRD	Review e-mails. Review Report and make comments.	1.7
22-Oct-07	DRD	Office conference with A. Ilchenko. Telephone conversation with S. Paul regarding call with Tenneco.	0.4
22-Oct-07	AAI	Review Fourth Report. Telephone conversation with U. Manski. Office conference with D. Dowdall. Review supplement to Third Report. Review Draft Order. Telephone conversation with counsel for Company. Telephone conversation with U. Manski. Telephone conversation with D. Dowdall and counsel for Tenneco. Conference call with counsel for Tenneco, U. Manski and C. McKeown. Telephone conversation with U. Manski and counsel for Company regarding Fourth Report. Review revisions to Fourth Report. Review lease agreements. Office conference with K. V. Bargaen. Review Draft Order.	7.6
22-Oct-07	KPVB	E-mail comments to A. Ilchenko. Review documents. Miscellaneous correspondence with A. Ilchenko. Review documents. Discussion with A. Ilchenko.	1.2
23-Oct-07	DRD	Office conference with A. Ilchenko regarding call with Tenneco issues regarding security opinion. Review e-mails regarding comments on report. Further review of e-mail.	0.6

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
23-Oct-07	DRD	Office conference regarding motion issue taken by Unsecured Creditors. Review e-mail from Landlord's lawyer.	0.3
23-Oct-07	AAI	Review draft Order. Revise draft Report. Telephone conversation with U. Manski regarding service of supplement to Third Report. Review Quebec and Ontario security documents. Revise Fourth Report. Telephone conversation with U. Manski regarding Fourth Report. Office conference with K. V. Bargaen regarding opinions on Wachovia security. Review Motion Record.	7.7
23-Oct-07	LVM	Begin security review.	1.0
23-Oct-07	KPVB	Instructions from A. Ilchenko. Call to F. Trifiro. E-mail hypothec to F. Trifiro. E-mail from F. Trifiro. Review searches. Instructions to L. Morreale. Review search results.	1.1
23-Oct-07	FT	Telephone conversation with K. V. Bargaen and A. Ilchenko regarding the validity of a security interest created under a GSA in Quebec.	1.6
23-Oct-07	FT	Telephone conversation with K. V. Bargaen and A. Ilchenko regarding the validity of a security interest created under a GSA in the Province of Quebec. Review of the hypothec on claims granted by Brake Pro, Ltd. in favour of Congress Financial. Review of the Civil Code provision pertaining to conflict of law rules. Internal meeting with L. Dumont.	3.1
23-Oct-07	DS	Conducting Corporate and Bank Act searches for Brake Pro, Ltd.kvb.	0.5
24-Oct-07	DRD	Deal on Security issue. Review e-mail regarding same. Place a call to U. Manski. Office conference with A. Ilchenko and J. Marin regarding same.	0.7
24-Oct-07	DRD	Review Security issue. Place a call to Quebec office. Telephone conversation with U. Manski. Office conference with A. Ilchenko. Review e-mail regarding Motion for tomorrow. Review e-mail.	1.7
24-Oct-07	AAI	Office conference with K. V. Bargaen regarding Ontario opinion. Telephone conversation with F. Trifiro regarding Quebec opinion. Telephone conversation with counsel for Wachovia regarding documents required for Quebec opinion. Telephone conversation with C. Porter, BDO, regarding BRF consignment. Revise draft Ontario opinion. Office conference with D. Dowdall regarding Quebec opinion. Telephone conversation with counsel for Wachovia. Memo from C. Porter. Conference call with Wachovia and Company regarding withdrawing request for order approving distribution. Review correspondence from counsel requesting adjournment of distribution motion. Telephone conversation with counsel for Company regarding status of motion. Telephone conversation with F. Trifiro regarding Quebec opinion.	8.7
24-Oct-07	DDS	Internal meeting with F. Trifiro, instructions. Draft a legal opinion. Internal meeting with L. Sénat, request security searches against the prior names of Brake Pro, Ltd. Submit the legal opinion to S. Roy for corrections.	3.1

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
24-Oct-07	LDR	Discussion with L. Morreale regarding searches. Ordering electronic and certified PPSA searches. Summarizing PPSA search results. Reviewing search summaries completed by K. Ilczynski and discussing same.	1.2
24-Oct-07	FT	Telephone conversation with K. V. Bargaen and A. Ilchenko (FMC Toronto) regarding the opinion to be issued in favour of BDO Dunwoody Limited. Internal meeting with D. De Simini and S. Roy.	2.2
24-Oct-07	LVM	Various discussions with A. Ilchenko; attendance at correspondence; review documents; draft security opinion; calls with F. Trifiro; revise opinion; further revise opinion.	11.0
24-Oct-07	KPVB	Discussion with L. Morreale. Review PPSA.	0.3
24-Oct-07	LD	Telephone conference with F. Trifiro and D. Dowdall.	0.5
24-Oct-07	DS	Conducting Ontario corporate searches - Wachovia.lvm	0.7
24-Oct-07	DS	Conducting Bankruptcy, Bank Act on prior names of Brake Pro, Ltd., CIPO and Executions searches.lvm	2.0
25-Oct-07	DRD	Attend court. Meeting with U. Manski thereafter to discuss various issues.	1.5
25-Oct-07	AAI	Office conference with D. Dowdall regarding motion materials and submissions to be made. Telephone conversation with F. Trifiro regarding Quebec opinion. Memorandum from counsel for Wachovia regarding Quebec registration.	2.3
26-Oct-07	AAI	Office conference with counsel for Wachovia regarding opinion. Review draft Ontario opinion. Telephone conversation with F. Trifiro regarding Quebec opinion. Office conference with D. Dowdall regarding outcome of motion.	1.4
26-Oct-07	SR	Reviewing of the opinion.	3.1
29-Oct-07	DRD	Review e-mail.	0.2
29-Oct-07	AAI	Telephone conversation with C. Porter regarding distribution. Telephone conversation with counsel for Company regarding sale of assets and APA. Review draft Report.	2.1
30-Oct-07	DRD	Review e-mail.	0.2
30-Oct-07	DRD	Receive call from M. S. Laugesen.	0.1
30-Oct-07	AAI	Review APA. Draft Ontario opinion. Review searches. Review Link Engineering agreement. Office conference with D. Dowdall regarding opinion. Telephone conversation with counsel for Wachovia regarding Michigan Link Agreement. Review and revise Fifth Report. Telephone conversation with Michigan counsel. Review Tenneco international agreement. Memo to Michigan counsel regarding opinion. Revise opinion. Telephone conversation with counsel for Tenneco. Memo to Quebec counsel. Telephone conversation with counsel for Company regarding distribution. Telephone conversation with C. Porter regarding Fifth Report.	5.6
31-Oct-07	FT	Telephone conversation with R. Simard. Internal meeting with S. Roy. Review of the legal opinion drafted by S. Roy	2.8

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
31-Oct-07	FT	Telephone conversation with R. Simard. Internal meeting with S. Roy. Review of the legal opinion drafted by S. Roy	2.8
31-Oct-07	AAI	Review and revise Fifth Report. Telephone conversation with C. Porter regarding Report. Telephone conversation with counsel for Company regarding distribution. Draft Ontario opinion. Office conference with D. Dowdall regarding opinion. Circulate draft opinion to Michigan and Quebec counsel. Review and revise Vesting Order and bill of sale. Conference call regarding APA and distribution. Review APA. Memo to counsel for Company regarding title passing under APA.	6.3
31-Oct-07	DRD	Deal on opinion.	1.6
31-Oct-07	DRD	Telephone conversation regarding issues of finalization and distribution.	0.4
Total			145.9

Total Fees	\$70,195.50	
Total GST	<u>4,211.73</u>	
Our Fees		\$74,407.23

<u>Taxable Disbursements</u>		
Computerized Execution Search	\$161.00	
Photocopy Charges	<u>504.50</u>	
Total Taxable Disbursements	\$665.50	
Total GST	<u>39.93</u>	
Total Taxable Disbursements including Taxes		<u>\$705.43</u>

TOTAL ACCOUNT

\$75,112.66

SUMMARY

Total Fees	\$70,195.50
Total Disbursements	665.50
Total Taxes on Fees and Disbursements	<u>4,251.66</u>

TOTAL ACCOUNT

\$75,112.66

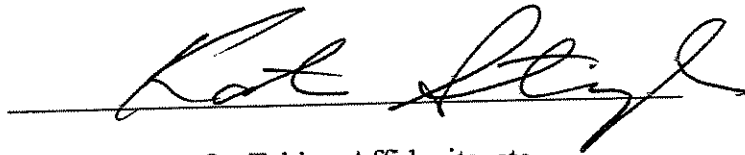
FRASER MILNER CASGRAIN LLP

Per:


D.R. Dowdall

TERMS: PAYMENT DUE UPON RECEIPT, IN ACCORDANCE WITH SECTION 33(1) OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 4.5% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED.

Exhibit "F" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.

A handwritten signature in cursive script, appearing to read "Kate Stigler", is written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STIGLER



FRASER MILNER CASGRAIN LLP

1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada M5X 1B2
Telephone: (416) 863-4511

BDO Dunwoody Limited
Interim Receiver for Wellness Innovations Corp.
Royal Bank Plaza, South Tower
32nd Floor, 200 Bay Street, P.O. Box 33
Toronto, ON M5J 2J9

Attention: Uwe Manski

Please refer to Bill # 2530607 on your Remittance

GST # R121996078

<u>Lawyer</u>	<u>Date</u>	<u>Matter Number</u>
D.R. Dowdall	September 30, 2007	507071-000017

Re: Brake Pro Ltd.

TO PROFESSIONAL SERVICES RENDERED with respect to the above matter, including the following:

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
17-Jul-07	DRD	Telephone conversation with U. Manski.	0.2
18-Jul-07	DRD	Read Motion. Place a call to U. Manski.	0.7
19-Jul-07	DRD	Review e-mail from U. Manski. Place a call to U. Manski.	0.1
19-Jul-07	DRD	Telephone conversation with U. Manski. Receive a call and e-mail from U. Manski.	0.2
20-Jul-07	DRD	Telephone conversation with U. Manski. Review e-mail.	0.2
23-Jul-07	DRD	Telephone conversation with U. Manski.	0.2
24-Jul-07	DRD	Review Motion Record.	0.5
25-Jul-07	DRD	Telephone conversation with U. Manski.	0.2
30-Jul-07	DRD	Telephone conversation with K. McEachern. Review.	1.0
30-Jul-07	JOD	Office conference with D. Dowdall.	0.5
31-Jul-07	DRD	Place a call on Landlord's lawyer, call K. McEachern.	0.3
31-Jul-07	DRD	Deal with Warehouseman argument.	1.1

<u>Date</u>	<u>ID</u>	<u>Description of Work</u>	<u>Hours</u>
9-Aug-07	DRD	Attend lengthy meeting regarding Brake Pro Ltd. matter.	2.0
10-Aug-07	DRD	Review.	0.2
13-Aug-07	DRD	Review correspondence and e-mail regarding landlord's letter/position and discuss the same with U. Manski. Comment on Report.	0.7
15-Aug-07	DRD	Telephone conversation U. Manski.	0.3
17-Aug-07	DRD	Read and prepare for Brake Pro Ltd. extension motion. Attend on same. Meeting with U. Manski after same. Telephone conversation and e-mail K. McEachern of Blakes regarding meeting.	4.3
20-Aug-07	DRD	Meeting at Blakes with U. Manski, C. McKeown, K. McEarchern, S. Grundy and L. Rogers.	1.2
27-Aug-07	DRD	Review e-mail with Expression of Interest. Review Order and entire Sale Process.	0.6
28-Aug-07	DRD	Office conference with C. McKeown, regarding Bidding Process.	0.2
28-Aug-07	DRD	Receive call from P. Murphy.	0.1
29-Aug-07	DRD	Conference call. Fax from union forward to client.	1.5
6-Sep-07	DRD	Telephone conversation with U. Manski. Review e-mails.	0.3
12-Sep-07	DRD	Review e-mails.	0.2
14-Sep-07	DRD	Read Report.	0.2
18-Sep-07	DRD	Review numerous e-mails.	0.3
19-Sep-07	DRD	Review e-mail.	0.2
20-Sep-07	DRD	Review e-mail.	0.1
20-Sep-07	DRD	Conference call.	1.1
21-Sep-07	DRD	Conference call with the company and Monitor to prepare for the meeting with the bank.	0.9
24-Sep-07	DRD	Review e-mails. Telephone conversation with R. Brosseau. Telephone conversation with U. Manski regarding update.	0.4
24-Sep-07	DRD	Review Liquidation Plan/Analysis. Telephone conversation with U. Manski.	0.7
24-Sep-07	DRD	Conference call with the company and the bank.	0.8
27-Sep-07	DRD	Review numerous e-mail.	0.5
28-Sep-07	DRD	Attend meeting at BDO Dunwoody Limited. Conference call with Blakes. Place a call with the bank. Review motion material.	2.7
		Total	24.7

Total Fees	\$16,525.00	
Total GST	<u>991.50</u>	
Our Fees		\$17,516.50

<u>Taxable Disbursements</u>		
Photocopy Charges	<u>\$151.00</u>	
Total Taxable Disbursements	<u>\$151.00</u>	
Total GST	<u>9.06</u>	
Total Taxable Disbursements including Taxes		<u>\$160.06</u>

TOTAL ACCOUNT \$17,676.56

SUMMARY

Total Fees	\$16,525.00
Total Disbursements	151.00
Total Taxes on Fees and Disbursements	<u>1,000.56</u>
TOTAL ACCOUNT	<u>\$17,676.56</u>

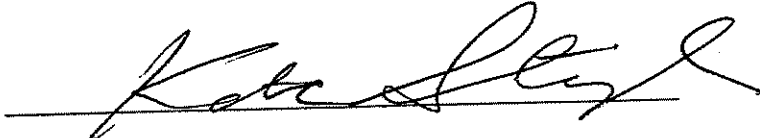
FRASER MILNER CASGRAIN LLP

Per: _____

D.R. Dowdall

TERMS: PAYMENT DUE UPON RECEIPT, IN ACCORDANCE WITH SECTION 33(1) OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 4.5% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED.

Exhibit "G" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.

A handwritten signature in cursive script, appearing to read "Kate Stigler", written over a horizontal line.

Commissioner for Taking Affidavits, etc.

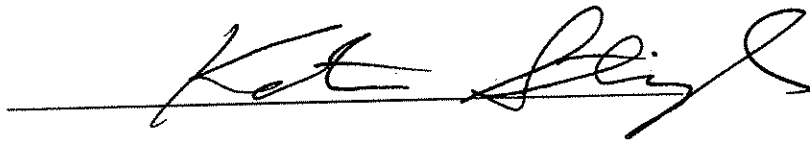
KATE STIGLER

Brake Pro, Ltd.

Summary Sheet

Bill Date	Fees	Disbursements	GST	Total Account Receivable including GST
April 3, 2008 until June 16, 2008	7,415.00	155.36	378.54	7,948.90
March 3, 2008 until March 19, 2008	34,291.00	662.78	1,747.73	36,701.51
February 1, 2008 until February 20, 2008	11,270.00	104.63	568.74	11,943.37
December 23, 2007 until January 23, 2008	22,561.00	3,102.54	1,185.39	26,848.93
October 1, 2007 until October 31, 2007	70,195.50	665.50	4,251.80	75,112.80
July 17, 2007 until September 28, 2007	16,525.00	151.00	1000.61	17,676.56
TOTAL	162,257.50	4,841.81	9,132.81	176,232.12

Exhibit "H" to the Affidavit of DANIEL R. DOWDALL,
sworn before me this 7th day of July 2008.

A handwritten signature in black ink, appearing to read "Kate Stovler", written over a horizontal line.

Commissioner for Taking Affidavits, etc.

KATE STOVER

April 3, 2008 until June 16, 2008

Worked Hours	Year of Call	Title	Hours	Rate	Amount
Lawyer	1993	Associate	7.50	550.00	\$4,125.00
A.A. Ilchenko	1977	Partner	2.20	700.00	1,540.00
D.R. Dowdall			9.70		5,665.00

March 3, 2008 until March 19, 2008

Worked Hours	Year of Call	Title	Hours	Rate	Amount
Lawyer	1993	Associate	29.30	550.00	16,115.00
A.A. Ilchenko	1977	Partner	25.70	700.00	17,990.00
D.R. Dowdall	2001	Associate	.40	465.00	186.00
Wendy Brousseau					

February 1, 2008 until February 20, 2008

Worked Hours	Year of Call	Title	Hours	Rate	Amount
Lawyer	1977	Partner	16.10	700.00	11,270.00
D.R. Dowdall					

December 23, 2007 until January 23, 2008

Worked Hours	Year of Call	Title	Hours	Rate	Amount
Lawyer	1993	Associate	1.80	550.00	\$990.00
A.A. Ilchenko	1977	Partner	10.80	525.00	5,670.00
D.R. Dowdall	2004 (Quebec)	Associate	3.60	700	2,520.00
D.R. Dowdall	2007	Associate	14.80	675.00	9,990.00
Francis Trifiro			8.70	255.00	2,218.50
Kate Stigler			.90	260.00	234.00

Linda Senat			Paralegal	1.60	125.00	200.00
Lou Morreale	1999		Associate	.80	425.00	340.00
Roger P. Simard	1980 (Quebec)		Partner	.60	460.00	276.00
Stephanie Waugh			Law Clerk	.70	175.00	122.50

October 1, 2007 until October 31, 2007

Worked Hours	Lawyer	Year of Call	Title	Hours	Rate	Amount
	A.A. Ichenko	1993	Associate	88.50	525.00	\$46,462.50
	D. Shaw		Corporate Searcher	3.20	175.00	560.00
	D.R. Dowdall	1977	Partner	17.20	675.00	11,610.00
	Daniela De Simini		Paralegal	3.10	160.00	496.00
	Francis Trifiro	2004 (Quebec)	Associate	12.10	255.00	3,187.50
	Kevin von Bergen	1999	Associate	3.60	425.00	1,530.00
	L.L. Neilson		Corporate Searcher	1.00	175.00	175.00
	Linda D. Randell		Paralegal	1.20	200.00	240.00
	Lou Morreale	1999	Associate	12.00	425.00	5,100.00
	Louis Dumont	1981	Partner	.50	460.00	230.00
	Stephanie Roy			3.10	195.00	604.50

July 17, 2007 until September 28, 2007

Worked Hours	Lawyer	Year of Call	Title	Hours	Rate	Amount
	D.R. Dowdall	1977	Partner	24.20	675.00	16,335.00
	Jane Dietrich	2004	Associate	.50	380.00	190.00

IN THE MATTER OF THE COMPANIES CREDITORS ARRANGEMENT ACT, R.S.C., 1985 c. C-36
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF BRAKE PRO, LTD.

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

AFFIDAVIT OF
DANIEL R. DOWDALL

FRASER MILNER CASGRAIN LLP
1 First Canadian Place
100 King Street West,
Toronto, Ontario
M5X 1B2

SOLICITORS FOR BDO Dunwoody Limited
In Its Capacity as Monitor of Brake Pro, Ltd.

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