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25 October 2006

Jim Peplinski's Leasemaster National
3109 Bloor Street West
Toronto, Ontario
M8X 1E2

Dear Sirs:

Re: Shield Sprinkler Fire Systems Inc., Interim Receivership

On 16 October 2006 the Ontario Superior Court of Justice issued an Order appointing BDO Dunwoody Limited as Interim Receiver (the "Interim Receiver") of Shield Sprinkler Fire Systems Inc. ("Shield"). Shield subsequently filed an assignment in bankruptcy on 23 October 2006.

Please find enclosed:

1. A copy of the Court Order ("Order") appointing BDO Dunwoody Limited as Interim Receiver;
2. A copy of the Certificate of Appointment, appointing BDO Dunwoody Limited as Trustee of the estate;
3. Notice by Trustee Requiring Filing of Proof of Security;
4. Statement of Affairs of Shield;
5. Proof of claim and Proxy form; and
6. Property Proof of Claim form.

We draw your attention to paragraph 5 of the Order requiring you to provide any information to the Interim Receiver as requested. Further, Section 128 of the *Bankruptcy and Insolvency Act* requires that within 30 days of this notice, you prove any secured claims you may have.

Accordingly, if you feel you have a secured claim against Shield please forward the completed proof of claim with support, including all security documents and postponements, if any. Failure to prove a claim within 30 days will result in the Interim Receiver selling the assets, upon court approval.

All correspondence must be sent to:

BDO Dunwoody Limited
1 City Centre Drive, Suite 1040
Mississauga, Ontario
L5B 1M2
Attention: Peter Naumis

We also draw your attention to paragraphs 17, 18 and 29 of the order, which provide a first charge against all assets of Shield in favour of the costs of the Interim Receiver and the right of any party affected by this Order to make an application to the Court to amend or vary the Order upon seven (7) days notice to the Interim Receiver and any other party likely to be affected by the Order sought.

If you have any inquiries, please contact Peter Naumis at (905) 615-8087 ext. 4233.

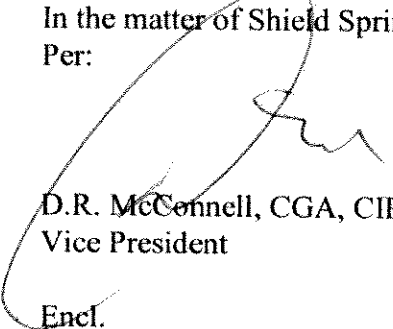
Yours very truly,

BDO DUNWOODY LIMITED

Interim Receiver and Trustee in Bankruptcy

In the matter of Shield Sprinkler Fire Systems Inc.

Per:



D.R. McConnell, CGA, CIRP
Vice President

Encl.



BDO Dunwoody Limited
Trustee in Bankruptcy

1 City Centre Drive Suite 1040
Mississauga Ontario Canada L5B 1M2
Telephone: (905) 615-8787
Fax: (905) 615-1333

www.bdo.ca

District of Ontario
Division No. 9 – Toronto
Court No. 32-156397
Estate No. 32-156397

NOTICE BY TRUSTEE REQUIRING FILING OF PROOF OF SECURITY
(Subsection 128(1) of the Act)

IN THE MATTER OF THE BANKRUPTCY OF
SHIELD SPRINKLER FIRE SYSTEMS INC.
OF THE CITY OF BRAMPTON,
IN THE REGIONAL MUNICIPALITY OF PEEL,
IN THE PROVINCE OF ONTARIO.

TAKE NOTICE THAT:

1. You are hereby required, pursuant to Subsection 128(1) of the Act, to file with us a proof of claim and proof of security (security documents) relating to any security that you hold on the property of Shield Sprinkler Fire Systems Inc., a bankrupt, which property is described below:

2005 GMC Savana 3500, V.I.N. 1GTHG35U551256101
2005 GMC Savana 3500, V.I.N. 1GTHG35U851256173
2004 Chevrolet, CC5500, V.I.N. 1GBE5C1264F516766
2004 GMC Safari, V.I.N. 1GTDM19X64B507233

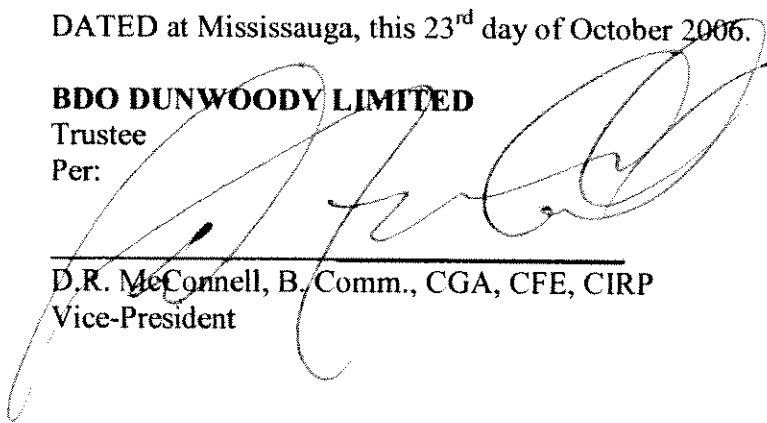
2. The proof of claim and proof of security must give full particulars of the security, including the date on which it was given and the value at which you assess it.
3. If you do not file with us a proof of claim and proof of security in respect of the property, within the 30 days after the day on which this notice is served we may, with leave of the Court, sell or dispose of the property, free of your security.
4. A proof of claim in the required form is attached.

DATED at Mississauga, this 23rd day of October 2006.

BDO DUNWOODY LIMITED

Trustee

Per:



D.R. McConnell, B. Comm., CGA, CFE, CIRP
Vice-President

Jim Peplinski's Leasemaster National
3109 Bloor Street West
Toronto, ON
M8X 1E2

Encl.

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BY MAIL & FAX: 416 236 8850

November 22, 2006

Jim Peplinski's Leasemaster
 3109 Bloor Street West
 Toronto, Ontario
 M8X 1E2

Attention: Ms. Debra Waddell, Risk Administrator

Dear Sirs:

**Re: Estate of Shield Sprinkler Fire Systems Inc., a bankrupt
 Customer # 378450
 Unit Nos. 26716, 26718, 27780, 27781**

We acknowledge receipt of your Proof of Claim dated October 30, 2006 filing a secured interest in four vehicles against this bankrupt estate.

We are writing to you in an attempt to determine your position with respect to the enforceability of your secured claim against intervening creditors. It will obviously assist, and minimize costs, if we can identify the areas of concurrence and dispute.

Our review of the search results on the Personal Property Security Registry reports your registration of a security interest in the vehicles having been postponed in favour of the registration of the Royal Bank of Canada.

As you are probably aware, the Ontario Superior Court of Justice issued an Order appointing BDO Dunwoody Limited as Interim Receiver (the "Interim Receiver") of Shield Sprinkler Fire Systems Inc. ("Shield") on October 16, 2006. Shield filed an assignment into bankruptcy on October 23, 2006. BDO Dunwoody Limited was appointed the Trustee. The Order is available on our web site at www.bdo.ca/shield.

The secured claims against the assets far exceed their value. As Trustee, therefore, we do not have any practical reason to take issue with your secured claim against this bankrupt estate although we must reserve the right to obtain a legal opinion and take a position in the unlikely event the property comes into our possession as Trustee.

The perfection or enforceability of your secured claim against the estate, however, does not necessarily have any bearing on its enforceability against intervening secured creditors, who may have rights in addition to those of the Trustee, in particular the postponement.

It is anticipated that all receipts and disbursements, and any release of assets, will be conducted in our capacity as Interim Receiver, and will be subject to the final approval of the court. Our duties as Interim Receiver are similar to the Trustee, to review the claims, protect the assets and distribute the receipts, although the formal process may vary. We will not take a position on disputes on the distribution between competing claims, except, if it should become necessary to carry out our duties to preserve a right, or if we are placed in an adversarial position.

All disputed issues must be settled by agreement between all interested parties, or by further order of the court. We are canvassing all known parties believed to have an interest. Any distribution or release of assets will be subject to court approval.

Please provide us with your position on the priority of your claim, including consideration of the registered postponement. Also copies of all documents in your possession pertaining to the postponement. Competing claims may include a Deemed Trust claim expected to be filed by Canada Revenue Agency, and the security registered to Royal Bank of Canada and to Ms. Anna Marciano-De Giorgio.

Please also provide us with the contact information if you wish to be represented by legal counsel in this matter.

Information pertaining to Shield, including the Court Order and the secured claims filed, may be accessed on our web site at www.bdo.ca/shield. To access the secured claims you will require the following security access codes: User Name: bdo; Password: pass8.

We trust you will find the foregoing satisfactory and appreciate your cooperation. If any questions arise, please contact me at 905-615-6202 (Fax 905-615-1333)(e-mail dmccconnell@bdo.ca).

Yours very truly,

BDO DUNWOODY LIMITED

Trustee in Bankruptcy and Interim Receiver

In the matter of

Shield Sprinkler Fire Systems Inc.

Per:



D.R. McConnell, B.Comm., CGA, CFE, CIRP
Vice President

1.7

John M. Gray
Barrister, Solicitor & Notary Public

90 Burnhamthorpe Road West, Suite 1201
Mississauga, Ontario
L5B 3C3
Phone (905) 270-5044
Fax (905) 275-3315
Email johnmgray@on.aibn.com

December 4, 2006

Minden Gross LLP
Barristers and Solicitors
145 King Street West
Suite 2200
Toronto, Ontario
M5H 4G2

Attention: Catherine Francis

Dear Ms. Francis:

Re: Jim Peplinski's Leasemaster, Shield Sprinkler Bankruptcy

I am the solicitor for Jim Peplinski's Leasemaster in the above-noted matter and I understand that you act for Royal Bank of Canada.

My client owns the following vehicles that were leased to Shield Sprinkler:

2005 GMC Savana 3500, V.I.N. 1GTHG35U551256101

2005 GMC Savana 3500, V.I.N. 1GTHG35U851256173

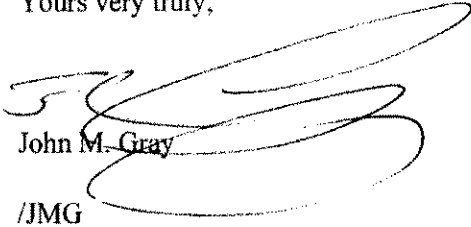
2004 Chevrolet CC5500, V.I.N. 1GBE5C1264F516766

2004 GMC Safari, V.I.N. 1GTDM19X64B507233

My client wishes to retrieve its vehicles from the Trustee and I would ask that you advise me as soon as possible if your client will consent to same. If your client will not consent to the release of my client's vehicles, I would ask that you provide me with your client's position along with copies of any documentation your client is relying on in support of same.



Yours very truly,



John M. Gray

/JMG

cc. BDO Dunwoody, attention D.R. McConnell

cc. Jim Peplinski's Leasemaster, attention Bob Craig

John M. Gray
Barrister, Solicitor & Notary Public

90 Burnhamthorpe Road West, Suite 1201
Mississauga, Ontario
L5B 3C3
Phone (905) 270-5044
Fax (905) 275-3315
Email johnmgray@on.aibn.com

FACSIMILE TRANSMISSION

SENT ON: December 4, 2006

TOTAL PAGES: 3

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FAX TO: BDO Dunwoody LLP
ATTENTION: D.R. McConnell
FAX NO: (905) 615-1333
REFERENCE: Jim Peplinski's Leasemaster, Shield Sprinkler Bankruptcy

MESSAGE: I am the solicitor for Jim Peplinski's Leasemaster in the above-noted matter and I am enclosing a copy of my letter to the solicitors for the Royal Bank for your records.

**IF YOU HAVE ANY PROBLEMS IN RECEIVING THIS TRANSMISSION
PLEASE CALL (905) 270-5044**

John M. Gray
Barrister, Solicitor & Notary Public

90 Burnhamthorpe Road West, Suite 1201
Mississauga, Ontario
L5B 3C3
Phone (905) 270-5044
Fax (905) 275-3315
Email johnmgray@on.aibn.com

January 9, 2007

Minden Gross LLP
Barristers and Solicitors
145 King Street West
Suite 2200
Toronto, Ontario
M5H 4G2

Attention: Glen O. Lewis

Dear Sir:

Re: Jim Peplinski's Leasemaster, Shield Sprinkler Bankruptcy

I am writing with the following comments with respect to your letter of December 18, 2006.

PPSA

My client has no record of postponing and subordinating its security interests in favour of the security interests of the Bank. In my December 4, 2006 letter to Ms. Francis, I specifically asked for copies of documentation in support of the Bank's position in the event that the Bank would not consent to the release of the vehicles and I note that you have not provided same to me. Does the Bank have any documentation it is relying on in support of its position and, if so, will you provide it to me?

True Lease

Irrespective of the registrations made pursuant to the PPSA, it is my client's position that the leases to Shield Sprinkler are a true leases based on the following:

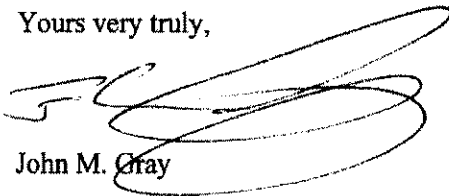
1. My client is in the business of leasing motor vehicles and maintains its own inventory for that purpose.

2. My client and Shield Sprinkler negotiated the leases for this vehicles.
3. The leases are for single motor vehicles for fixed terms.
4. The payments under the lease are referred to as "rental" payments.
5. In the Lease Agreement, my client retains ownership of the vehicle.
6. In the event of default, my client is entitled to repossess the vehicle and require the lessee to pay the present value of the balance of the rental payments.
7. The options to purchase the vehicles at the end of the lease term were real options based on my client's estimate of the fair market value of the vehicle at the end of the term of the Lease Agreement.

As the leases are true leases, my client was not required to register under the PPSA and is entitled to the return of the vehicles.

Kindly confirm by the close of business on January 16, 2007 that your client will consent to the release of the vehicles to my client. If your client will not consent to the release of the vehicles to my client, I will seek instructions from my client to commence an application in respect of same. If it becomes necessary to resort to the process of the courts, my client will rely on, inter alia, Kodak Canada Inc. v. Jesi Estates Inc (1990), 1 P.P.S.A.C. (2d) 154 (Ont. Gen. Div.) and Finchside International Ltd. v. Roy Foss Motors Ltd. (1995), 10 P.P.S.A.C. (2d) 33 (Ont. Gen. Div.).

Yours very truly,



John M. Gray

/jf

c.c. BDO Dunwoody, attention D.R. McConnell
Jim Peplinski's Leasemaster, attention Bob Craig

John M. Gray
Barrister, Solicitor & Notary Public

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FACSIMILE TRANSMISSION

SENT ON: January 9, 2007

TOTAL PAGES: 3

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FAX TO: BDO Dunwoody LLP
ATTENTION: D.R. McConnell
FAX NO: (905) 615-1333
REFERENCE: Jim Peplinski's Leasemaster, Shield Sprinkler Bankruptcy

MESSAGE: I am enclosing a copy of my letter to the solicitors for the Royal Bank for your records.

**IF YOU HAVE ANY PROBLEMS IN RECEIVING THIS TRANSMISSION
PLEASE CALL (905) 270-5044**