



Tel: 416 865 0210
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BDO Canada Limited
20 Wellington Street E, Suite 500
Toronto ON M5E 1C5 Canada

June 22, 2020

TO THE CREDITORS OF MINDFULL CAPITAL INC.

Mindfull Capital Inc. (the “Debtor”) filed a Notice of Intention to Make a Proposal (the “Notice”) under the *Bankruptcy and Insolvency Act* on June 19, 2020. BDO Canada Limited (the “Trustee”) has agreed to act as Trustee under the proposal. Please find herewith a copy of the Notice and a list of all known creditors and the amounts owing to them. Current public information can be found at <https://www.bdo.ca/en-ca/extranets/mindfull/>.

This is the first step in the restructuring of the affairs of the Debtor. The law provides:

- A general stay of all proceedings against the Debtor;
- The Trustee mail a copy of the Notice to known creditors;
- The Debtor is required to file a proposal within 30 days of the filing of the Notice, unless the time to file is extended by the Court;
- The Court, upon application by the Debtor, may grant an extension of time of up to 45 days to file the proposal. The Debtor may apply to the Court for up to three extensions;
- The Trustee is not required to notify of the creditors of extensions granted by the Court and generally does not do so to avoid additional costs to the administration of the proposal;
- If the Debtor fails to file a proposal prior to expiry of the time provided, the Debtor is automatically deemed to be bankrupt;
- Upon filing the Notice, the Debtor cannot withdraw from the proposal process except by filing an assignment into bankruptcy; and
- Upon the filing of the proposal, or in the event of bankruptcy, the Trustee is required to notify the creditors and provide the appropriate documentation. In either event, a first meeting of creditors will be scheduled approximately 21 days after the event.

The Trustee will monitor the affairs of the Debtor during the period the Notice and the Proposal are in effect. We anticipate that the Debtor will file a proposal within the initial 30-day time period. Therefore, our next communication with you will likely occur when a proposal is filed or if the Debtor becomes bankrupt.

Receipt of this correspondence and attached documents is evidence that you are recorded as a creditor of the Debtor and further notices will be sent at the appropriate time. All amounts have been converted to Canadian Dollars at the exchange rate posted on the date of filing. It is not necessary for you to advise the Trustee at this time if you do not agree with the amount recorded as owing to you.

We trust that the above information adequately explains the current status of this Proposal. If you have any questions, or require further information please contact Tony Montesano via email at: tmontesano@bdo.ca or telephone at 416-775-7821.

Yours very truly,
BDO CANADA LIMITED
in its capacity as Trustee
in the Proposal of
Mindfull Capital Inc.
without personal or corporate liability
Per:

Josie Parisi, CPA, CA, CBV, CIRP, LIT
Senior Vice- President

Encl.

District of: Ontario
Division No. 12 - Ottawa
Court No.
Estate No.

- FORM 33 -
Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the matter of the proposal of
Mindfull Capital Inc.
of the City of Ottawa, in the Province of Ontario

Take notice that:

1. I, Mindfull Capital Inc., an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. BDO Canada Limited / BDO Canada Limitée of 20 Wellington St E, Suite 500, Toronto, ON, M5E 1C5, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Toronto in the Province of Ontario, this 19th day of June 2020.

Matthew Jimenez

Mindfull Capital Inc.
Insolvent Person

To be completed by Official Receiver:

Filing Date

Official Receiver

District of: Ontario
 Division No. 12 - Ottawa
 Court No.
 Estate No.

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the proposal of
 Mindfull Capital Inc.
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List of Creditors with claims of \$250 or more. All amounts converted to Canadian dollars.			
Creditor	Address	Account#	Claim Amount
Acosta Canada Corp.	2700 Matheson Blvd East, East Tower, Suite 101 Mississauga On L4W 4V9		1,040.62
Active Freight & Logistics	One Blue Hill Plaza P.O. Box 1705 Pearl River NY 10965 USA		7,807.23
Alexander C. Logie	198 Rosedale Heights Drive Toronto On M4T 1C9		8,475.00
Bedrock Analytics Corporation	344 20th Street, Suite 102 Oakland CA 94612 USA		16,965.00
Bentley Nikolaevsky	180 University Avenue, suite 3007 Toronto On M5H 0A2		8,475.00
Busy Bee Promotions, Inc.	1843 W. Hubbard St Ste 2D Chicago IL 60622 USA		22,999.10
Cassels Brock & Blackwell LLP	44 King St. West Toronto On M5H 1H1		15,777.06
CAVALRY LOGISTICS INTERNATIONAL	PO BOX 714987 CINCINNATI OH 45271-4987 USA		9,523.47
Clarks's Nutritional Ceneter, Inc.	PO Box 1609 Riverside CA 92502 USA		678.60
Coastline Logistics, Inc.	16920 S Main St Gardena CA 90248 USA		2,836.21
CVS	PO Box E, Mail Code 2300 Woonsocket RI 02895 USA		48,520.92
Deloitte LLP	c/o T04567C PO Box 4567, Stn A Toronto On M5W 0J1		5,632.00
DreamWise Marketing Solutions	13250 Smith Road Suite A Aurora CO 80011-2056 USA		4,732.79
Echo Boomer Design LLC	516 Bross Street Longmont CO 80501 USA		36,074.38

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 (Subsection 50.4(1) of the Act)

In the matter of the proposal of
 Mindfull Capital Inc.
 of the City of Ottawa, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Enerspar Corp.	22 Coulson Avenue Toronto ON M4V 1Y5		60,000.00
Flow Water Inc.	200 - 283 Dalhousie Street, Ottawa On K1N 7E5		348,469.85
GA Corp Inc.	8141 E. 21st St. N Wichita KS 67206 USA		5,150.78
Green Spoon LLC	PO Box 17051 Boulder CO 80308 USA		24,582.81
GreenbergTraurig, LLP	1144 15th Street, suite 3300 Denver CO 80202 USA		824.50
GS1 Canada	P.O. Box 4283, Postal Station A Toronto On M5W 5W6		700.00
Highlight Logistics	391 Creditstone road Concord On L4K 1N8		6,900.00
Interact Boulder	1711 15th Street/Suite B Boulder CO 80302 USA		27,144.00
Jimbo's Natural Family Inc.	12841 El Camino Real, Suite 300 San Diego CA 92130 USA		678.60
Joseph Jackman	200-283 Dalhousie Street Ottawa ON K1N 7E5		40,000.00
KeHE Distributors	12740 Gran Bay Parkway West #2200 Jacksonville FL 32258 USA		162,377.65
Lee Enterprises	75 Dr. Neelin Drive Richmond On K0A 2Z0		49,578.75
Mandlik & Rhodes Information Systems, Inc.	P O Box 249 Barrington IL 60011-0249 USA		10,299.40
MKT Courier & Cartage Inc.	3555 14th Avenue Unit 3 Markham On L3R 0H5		621.50
MNP LLP	800-1600 CARLING AVENUE Ottawa On K1Z 1G3		27,204.75

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In the matter of the proposal of
 Mindfull Capital Inc.
 of the City of Ottawa, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Musie Corp	2195 Carol Todd Drive Navan On K4B 1J1		44,070.00
Musie Corp.	2195 Carol Todd Road Navan ON K4B 1J1		80,000.00
Neal, Gerber & Eisenberg LLP	28987 Network Place Chicago IL 60673-1289 USA		36,238.60
Net Suite Inc. Oracle Canada ULC	1075 West Georgia Street Suite 2650 Vancouver BC V6E 3C9		1,370.41
Office Partners, Inc.	1942 Broadway, Ste. 314 Boulder CO 80302 USA		3,163.26
Pomp and Circumstance PR Corp.	510A Front Street West, Toronto On M5V 3H3		12,669.32
Queen Beach Printers Inc.	937 Pine Avenue Long Beach CA 90813-4325 USA		3,058.37
REM Ltd.	396 Wedgewood Drive Oakville On L6J 4S2		24,053.07
Robinson Business Law	394 boulevard Maloney Ouest, Suite 100 Gatineau QC J8P 6W2		42,990.87
Sequential Brands Group, Inc.	601 West 26th Street - 9th floor New York NY 10010 USA		65,145.60
SPINS LLC	222 West Hubbard Street Chicago IL 60654 USA		45,466.20
Spork & Ladle LLC	2400 Central Avenue, Suite H Boulder CO 80301 USA		51,444.88
Spork & Ladle, LLC	2400 Central avenue, Suite H Boulder CO 80301 USA		22,902.75
SPS Commerce, Inc.	PO Box 205782 Dallas TX 75320-5782 USA		383.75
Sunteck Transport Co., LLC	PO BOX 536665 PITTSBURGH PA 15253-5908 USA		37,046.38

District of: Ontario
 Division No. 12 - Ottawa
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 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the proposal of
 Mindfull Capital Inc.
 of the City of Ottawa, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Survey.com	PO Box 80147 City of Industry CA 91716 USA		5,624.24
Tetra Pak Canada Inc.	C/O TH1018, P.O. Box 4283, Sta A Toronto On M5W 5W6		37,376.16
The Expo Group	5931 West Campus Circle Drive Irving TX 75063 USA		729.39
Thompson Coburn LLP	P.O. Box 18379M St. Louis MO 63195 USA		3,433.49
UK Beverage Services Ltd.	27 Harrington Walk LICHFIELD UK WS13 7UY United Kingdom		8,943.00
UNFI	1 Albion Road, Suite 101 Lincoln RI 02865 USA		12,943.97
UNFI Canada Inc. - Grocery Central	8755 Keele Street Concord On L4K 2N1		30,448.52
UNFI Canada Inc. - Grocery West	152-12757 Vulcan Way Richmond BC V6V 3C8		4,576.97
Waste Management of Virginia, Inc.	625 Cherrington Pkwy Moon Township PA 15108 - 4314 USA		2,278.73
Whole foods Market	550 Bowie Street Austin TX 78703 USA		99,001.33
William Palumbo Trucking, Inc.	120 Arlington Ave Bloomfield NJ 07003 USA		1,232.34
XPO Logistics Freight Canada Inc	PO BOX 4918 Station A Toronto ON M5W 0C9		16,245.03
Yin Yang Naturals	509 N. Sepulveda Blvd. Ste. 203 Manhattan Beach CA 90266 USA		11,509.53
Total			1,658,416.13


 Mindfull Capital Inc.
 Insolvent Person

- Proposal Consent -
In the matter of the proposal of
Mindfull Capital Inc.
of the City of Ottawa, in the Province of Ontario

To whom it may concern,

This is to advise that we hereby consent to act as trustee under the Bankruptcy and Insolvency Act for the proposal of Mindfull Capital Inc..

Dated at the City of Toronto in the Province of Ontario, this 16th day of June 2020.

BDO Canada Limited / BDO Canada Limitée - Licensed Insolvency Trustee

Per:



Josie Parisi - Licensed Insolvency Trustee
20 Wellington St E, Suite 500
Toronto ON M5E 1C5
Phone: (416) 865-0210 Fax: (416) 865-0904



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 12 - Ottawa
Court No. 33-2653219
Estate No. 33-2653219

In the Matter of the Notice of Intention to make a
proposal of:

Mindfull Capital Inc.
Insolvent Person

BDO CANADA LIMITED / BDO CANADA LIMITÉE
Licensed Insolvency Trustee

Date of the Notice of Intention: June 19, 2020

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: June 22, 2020, 07:48

E-File/Dépôt Electronique

Official Receiver

Place Bell Canada, 160 Elgin Street, 11th Floor, Suite B-100, Ottawa, Ontario, Canada, K2P2P7, (877)376-9902

Canada