

Service

1. **THIS COURT ORDERS AND DECLARES** that the time for the service of the Notice of Motion, the Motion Record and the First Report be and it is hereby abridged to the date of actual service, this Motion is properly returnable today and service upon any other party other than those served with the Notice of Motion be and it is hereby dispensed with.

2. **THIS COURT ORDERS** that all capitalized terms used but not defined in this Order shall have the meanings ascribed thereto in the First Report.

General

2. **THIS COURT ORDERS** that the First Report and the activities and conduct of the Receiver described therein be and they are hereby approved.

3. **THIS COURT ORDERS** that the fees and disbursements of the Receiver, as set out in the First Report and the Fee Affidavit, are hereby approved.

The Claims Process

4. **THIS COURT ORDERS** that the Receiver shall send to all of the Companies' Known Ordinary Creditors and HarMONEY Investors a Letter to Creditors, a Proof of Claim form and a related instruction letter, by ordinary mail prior to October 1, 2010, substantially in the form of the drafts attached hereto as Schedules "A", "B" and "C", respectively.

5. **THIS COURT ORDERS** that, prior to October 1, 2010, the Receiver shall cause to be published in the National Edition of the Globe and Mail and Oshawa This Week a Notice to Customers of the claims procedure established hereby, such notice to be substantially in the form of the draft notice attached hereto as Schedule "D".

6. **THIS COURT ORDERS** that the Receiver shall cause to be posted on its website at www.bdo.ca/healthandharmony the Notice to Customers and all documents referenced herein with respect to the Claims Process.

7. **THIS COURT ORDERS** that the Companies' Creditors, including Known and Unknown Ordinary Creditors and HarMONEY Investors, must prove their claims on or before 5:00 p.m. Eastern Daylight Time on November 30, 2010 failing which their claims against the Companies shall be forever stayed, barred and extinguished.

8. **THIS COURT ORDERS** that any claim the Receiver wishes to revise or disallow shall be revised or disallowed by the Receiver delivering a Notice of Revision or Disallowance substantially in the form of the draft Notice of Revision or Disallowance attached hereto as Schedule "E" to the customer in question on or before 5:00 p.m. Eastern Daylight Time on December 15, 2010 failing which the Proof of Claim in question shall be accepted as filed.

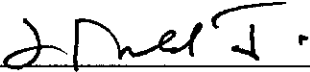
9. **THIS COURT ORDERS** that any Creditor that wishes to dispute the amount of its claim as set out in the Notice of Revision or Disallowance must deliver a Notice of Dispute of Revision or Disallowance to the Receiver on or before 5:00 p.m. Eastern Daylight Time on December 30, 2010 substantially in the form of the draft Notice of Dispute of Revision or Disallowance attached hereto as Schedule "F" failing which the Notice of Revision or Disallowance shall be final and binding.

10. **THIS COURT ORDERS** that the Creditors or the Receiver may apply to the Ontario Superior Court of Justice within 10 days after receipt by the Receiver of the Notice of Dispute of Revision or Disallowance for a determination as to the proper amount of the claim or the appointment of one or more claims officers to adjudicate such claim on terms to be established by the Court.

Examination of Robert Andres


11. **THIS COURT AUTHORIZES AND DIRECTS** that the Receiver conduct an examination of Mr. Robert Andres in furtherance of the Receiver's efforts to recover funds paid to Winsome (as defined in the First Report).

12. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such Orders and to provide such assistance to the Receiver, as an officer of the Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

SEP 13 2010

PER / PAR: 

Schedule "A"

September •, 2010

Dear Sir/Madame:

**1725587 Ontario Inc. (c.o.b. Health and HarMONEY)
and Harmony Club Inc. ("the Companies")**

On September •, 2010, BDO Canada Limited in its capacity as Receiver and Manager (the "Receiver") of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and Harmony Club Inc., obtained an Order relating to the call for claims procedure for creditor and preferred shareholder claims against the Companies. A copy of the Order of the Ontario Superior Court of Justice • dated September •, 2010 and the Receiver's First Report is available at www.bdo.ca/healthandharmony.

According to the Companies' books and records, the Receiver identifies you as a person with a potential claim against the Companies. According to the Companies' books and records, <insert details of Creditor's claim, whether Known Ordinary Creditor or HarMONEY Investor>. Accordingly, enclosed please find a Proof of Claim form together with an instruction letter for completing the Proof of Claim.

If you agree that the statement amount accurately reflects the amount of your claim, such amount will be a Proven Claim and you are **not required** to file a Proof of Claim. If you disagree with the amount set out in the statement, you must deliver a Proof of Claim form to BDO Canada Limited, including all supporting documentation, on or before **November •, 2010** (the "Claims Bar Date") to the Receiver's address below:

BDO Canada Limited
Receiver and Manager of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY)
and Harmony Club Inc.
123 Front Street W., Suite 1200
Toronto, ON
M5J 2M2

Attention: Gary Cerrato

IF THE RECEIVER DOES NOT RECEIVE FROM YOU ON OR BEFORE THE CLAIMS BAR DATE A PROOF OF CLAIM, YOU WILL BE DEEMED TO HAVE ACCEPTED THE CLAIM AS SET OUT IN YOUR STATEMENT AND IT SHALL BE DEEMED TO BE YOUR PROVEN CLAIM.

Should you have any questions, you may call the Receiver at (416) 865-0210.

BDO Canada Limited

Court-appointed Receiver and Manager of all
of the property, assets and undertaking of
1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and
Harmony Club Inc.

Per: Gary Cerrato
Vice President

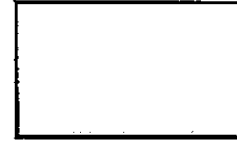
Schedule "B"
IN THE MATTER OF THE RECEIVERSHIP OF 1725587 ONTARIO INC. (c.o.b. Health and HarMONEY) and
HARMONEY CLUB INC.

Proof of Claim

(Name of Creditor – Please Print)

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

(Address of Creditor to which Notices should be sent – Please Print)



I, _____ (name of creditor or representative of creditor), of
_____ (city and province), do hereby certify:

In the matter of the receivership of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and Harmony Club Inc. of
Oshawa, Ontario and the claim of _____, creditor.

1. That I am a creditor of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and/or Harmony Club Inc.
(or that I am _____ (state position or title) of
_____ (name of creditor or of the representative of the creditor)).
2. That I have knowledge of all the circumstances connected with the claim referred to below.
3. That the debtor(s) was, at the date of receivership, namely the 5th day of August, 2010, and still is, indebted to
the creditor in the sum of \$_____.

as specified in the statement of account (or affidavit) attached and marked Schedule "A", after
deducting any counterclaims to which the debtor is entitled. (The attached statement of account, or
affidavit must specify the voucher or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. ORDINARY UNSECURED CLAIM OF \$_____

That in respect of this debt, I do not hold any assets of the debtor(s) as security and
(Check as appropriate description.)

Regarding the amount of \$_____ I do not claim the right to a priority.

Regarding the amount of \$_____ I claim a right to a priority under section 136 of
the Act.

(Set out on an attached sheet details to support priority claim.)

B. ORDINARY SECURED CLAIM OF \$_____

That in respect of this debt, I hold assets of the debtor(s) valued
at \$_____ as security, particulars of which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at
which you assess the security, and attach a copy of the security documents.)

C. PREFERRED SHAREHOLDER CLAIM \$_____

That I hereby make a claim as a preferred shareholder, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based)

5. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the
debtor(s) within the meaning of section 4 of the Act.
6. That the following are the payments that I have received from, and the credits that I have allowed to, the
debtor(s) within three months (or, if the creditor and the debtor(s) are related within the meaning of section 4
of the Act, within the 12 months) immediately before the date of the initial bankruptcy event within the
meaning of Section 2 of the Act: (Provide details of payments and credits.)

Dated at _____, this _____ day of _____.

_____, Witness

_____, Creditor

Phone Number: _____

Fax Number: _____

E-mail Address: _____

This Proof of Claim must be provided to and received by the Receiver on or before November 9, 2010, the Claims Bar Date, at the following address:

BDO CANADA LIMITED

Receiver and Manager of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY)

and Harmony Club Inc.

123 Front Street W.

Suite 1200

Toronto, Ontario M5J 2M2

Canada

Attention: Gary Cerrato

Schedule "C"

INSTRUCTIONS TO CREDITORS

September •, 2010

To: Creditors of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and Harmony Club Inc.

Re: **Claims against 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and Harmony Club Inc.**

We enclose in this package the following documents for your review and consideration:

1. Notice to Creditors;
2. blank Proof of Claim form; and
3. (i) if you purchased preferred shares in Harmony Club Inc., a statement setting out the value of the preferred shares purchased based on the Companies' records; or (ii) if you are an ordinary trade creditor, a statement setting out the amount owing to you based on the Companies' books and records.

A copy of the Order of the Ontario Superior Court of Justice • dated September •, 2010 and the Receiver's First Report can be found at www.bdo.ca/healthandharmony.

The purpose of these materials is to provide you with the documents required to facilitate the determination and settlement of your claims. This instruction letter is provided to assist you in preparing the accompanying Proof of Claim form in a complete and accurate manner.

PROVING OR DISPUTING CLAIMS

Please review all of the enclosed documents carefully.

If you purchased preferred shares in Harmony Club Inc., the statement setting out the value of the preferred shares purchased specifies the Companies' determination of the amount owing to you with respect to the preferred shares.

If you are an ordinary trade creditor, the statement setting out the amount owed to you specifies the Companies' determination of the amount owing to you in accordance with the Companies' books and records.

If you agree that the statement amount accurately reflects the amount of your claim, such amount will be a Proven Claim and you are not required to file a Proof of Claim.

If you are a creditor of the Companies who wishes to dispute the amount set out in the statement, you must complete and provide to the Receiver the following:

- 1 A properly completed Proof of Claim Form. To properly complete the Proof of Claim form you must:
 - Ensure you include your complete name, address, telephone number and account number.
 - The Proof of Claim form must be dated and signed personally by the individual completing it and must also be witnessed.
 - If the individual completing the Proof of Claim is not the creditor himself/herself, but is completing it on behalf of a corporation, he/she must state his/her position or title.
 - If you are an ordinary trade creditor, fill in the amount you believe you are owed under Section A "ORDINARY UNSECURED CLAIM OF \$ ___" or Section B "ORDINARY SECURED CLAIM OF \$ ___"
 - If you are a preferred shareholder and purchased preferred shares in Harmony Club Inc., fill in the amount you believe you are owed under Section C: "PREFERRED SHAREHOLDER CLAIM".
- 2 Provide satisfactory evidence establishing the different amount claimed. Such evidence must include all calculation performed in order to determine the amount claimed.
- 3 Provide the properly completed Proof of Claim to the Receiver by no later than **November 9, 2010**.
- 4 Retain copies of all documents.

DELIVERY OF INFORMATION

The Proof of Claim should be delivered to the Receiver at the following address:

BDO CANADA LIMITED

Receiver and Manager of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and
Harmony Club Inc.
123 Front Street W.
Suite 1200
Toronto, Ontario M5J 2M2
Canada
Attention: Gary Cerrato

Note: If there are any questions in completing the Proof of Claim, please call the Receiver's inquiry line at (416) 865-0210.

Sincerely,
BDO Canada Limited
Court-appointed Receiver and Manager of all
of the property, assets and undertaking of
1725587 Ontario Inc. (c.o.b. Health and HarMONEY)
and Harmony Club Inc.

RECEIVERSHIP OF 1725587 ONTARIO INC. (c.o.b. Health and HarMONEY) and HARMONEY CLUB INC.

NOTICE TO CREDITORS

CLAIMS PROCEDURE AND CLAIMS BAR DATE

NOTICE IS HEREBY GIVEN that the claims procedure (the "Claims Procedure") to determine claims with respect to 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) ("Health and HarMONEY") and Harmony Club Inc. ("Harmony Club") was approved by an Order of the Ontario Superior Court of Justice on September 1, 2010.

Claims relate to all claims of creditors and preferred shareholders of Health and HarMONEY and Harmony Club.

THE CLAIMS BAR DATE is November 1, 2010. Any affected creditor or preferred shareholder who has not received a proof of claim form, must contact the Receiver at the address below to obtain a proof of claim form and must provide a completed proof of claim so that it is actually received by the Receiver on or before the Claims Bar Date.

AFFECTED CREDITORS AND PREFERRED SHAREHOLDERS WHO DO NOT RECEIVE A SUMMARY STATEMENT AND WHO DO NOT PROVIDE A PROOF OF CLAIM SO THAT IT IS ACTUALLY RECEIVED BY THE RECEIVER ON OR BEFORE NOVEMBER 1, 2010 SHALL NOT BE ENTITLED TO OBTAIN ANY DISTRIBUTION AND THEIR CLAIMS AGAINST 1725587 ONTARIO INC. (c.o.b. Health and HarMONEY) AND HARMONEY CLUB INC. WILL BE FOREVER EXTINGUISHED AND BARRED.

FURTHER INFORMATION

If you have any questions regarding the process, please contact BDO Canada Limited at the following address:

BDO Canada Limited
Receiver and Manager of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY)
and Harmony Club Inc.
123 Front Street W., Suite 1200
Toronto, ON
M5J 2M2

Attention: Gary Cerrato
Telephone: (416) 865-0210

You can view copies of documents relating to this process on the Receiver's website-
www.bdo.ca/healthandharmony.

DATED this • day of •, 2010

BDO Canada Limited
Court-appointed Receiver and Manager of all
of the property, assets and undertaking of
1725587 Ontario Inc. (c.o.b. Health and HarMONEY)
and Harmony Club Inc.

Schedule "E"

Court File No. CV-10-8833-00CL

ONTARIO

SUPERIOR COURT OF JUSTICE

COMMERCIAL LIST

IN THE MATTER OF THE RECEIVERSHIP OF
1725587 ONTARIO INC. (c.o.b. Health and HarMONEY)
AND HARMONEY CLUB INC.

NOTICE OF REVISION OR DISALLOWANCE

TO: <insert name and address of Creditor>

BDO Canada Limited, Receiver and Manager of 1725587 Ontario Inc. (c.o.b. Health and HarMONEY) and Harmony Club Inc. has reviewed your Proof of Claim form dated <>, 2010, and has revised or rejected such Claim for the following reasons:

Subject to further dispute by you in accordance with the provisions of the Claims Process, your applicable Claim will:

- not be allowed in any amount; or
- be allowed only in the following amount:

\$ _____ (CDN or USD)

ONTARIO

SUPERIOR COURT OF JUSTICE

COMMERCIAL LIST

IN THE MATTER OF THE RECEIVERSHIP OF
1725587 ONTARIO INC. (c.o.b. Health and Harmony) AND
HARMONEY CLUB INC.

NOTICE OF DISPUTE OF REVISION OR DISALLOWANCE

A. DETAILS OF CREDITOR:

- (1) Full Legal Name of Creditor: _____
- (2) Full Mailing Address of Creditor: _____

- (3) Telephone Number of Creditor: _____
- (4) Facsimile Number of Creditor: _____
- (6) Attention (Contact Person): _____

B. DISPUTE OF CLAIM SET OUT IN NOTICE OF REVISION OR DISALLOWANCE:

The undersigned hereby disputes the amount of the undersigned's Claim or Claims as set out in the Notice of Revision or Disallowance and certifies that such Claim or Claims is or are as follows:

ONTARIO
**SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceedings commenced at **Toronto**

ORDER

ThorntonGroutFinnigan LLP
Barristers and Solicitors
100 Wellington Street West
Suite 3200
Toronto, Ontario
M5K 1K7

Danny M. Nunes (LSUC# 53802D)
Tel: 416-304-0593
Fax: 416-304-1313

Lawyers for BDO Canada Limited, in its capacity as
Receiver and Manager of 1725587 Ontario Inc. (c.o.b.
Health and HarMONEY) and Harmony Club Inc.