

**Court File No. 31-2801364
Estate File No. 31-2801364**

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

**IN THE MATTER OF THE PROPOSAL OF
BREAKTHROUGH ENTERPRISES INC., BREAKTHROUGH ENTERTAINMENT INC.,
BREAKTHROUGH FILM & TELEVISION INC., BREAKTHROUGH MERCHANDISING
INC., BREAKTHROUGH NEW MEDIA INC., BREAKTHROUGH POST INC.,
BREAKTHROUGH PUBLISHING INC., 2447134 ONTARIO INC. AND
OAK ROOM PRODUCTIONS INC.**

**OF THE CITY OF TORONTO
IN THE PROVINCE OF ONTARIO**

FIRST REPORT TO COURT OF PROPOSAL TRUSTEE

DATED FEBRUARY 24, 2022

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INTRODUCTION

1. On February 1, 2022 (the “**Filing Date**”), Breakthrough Enterprises Inc. (“**BEI**”), together with eight of its subsidiaries, Breakthrough Entertainment Inc., Breakthrough Film & Television Inc., Breakthrough Merchandising Inc., Breakthrough New Media Inc., Breakthrough Post Inc., Breakthrough Publishing Inc., 2447134 Ontario Inc. and Oak Room Productions Inc. (collectively “**Breakthrough Subsidiaries**” and together with BEI “**Breakthrough**” or the “**Company**”) each filed with the Official Receiver Notices of Intention to Make a Proposal (collectively, the “**NOI Proceedings**”) to creditors and each named Dodick Landau Inc. (“**DLI**”) as Proposal Trustee (the “**Proposal Trustee**”). Attached as **Appendix “A”** are the Certificates of Filing of the NOIs.
2. A detailed overview of Breakthrough’s business operations, corporate structure and financial difficulties which led to the filing of the NOIs is set out in the Affidavit of Michael McGuigan sworn February 21, 2022 (the “**McGuigan Affidavit**”), served and filed with the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) on February 22, 2022 in support of Breakthrough’s motion for the relief set out herein.
3. All capitalized terms used in this report (the “**First Report**”), but not otherwise defined, shall have the meaning ascribed to such terms in the McGuigan Affidavit.
4. The purpose of this First Report of the Proposal Trustee is to provide the Court with information to assist it in evaluating the following Orders requested by Breakthrough:

Order #1: Administrative Consolidation, Extension of Time to File Proposal, Critical Suppliers, Render HSBC Unaffected and other Relief
 - a) approving the extension of time to make a Proposal to April 17, 2021;

- b) authorizing the Company to pay critical pre-filing creditors, if in the opinion of the Company and the Proposal Trustee such payments are critical to the business and ongoing operations of the Company and provided such payments are specifically approved in writing by the Proposal Trustee;
- c) administratively (but not substantively) consolidating the nine Breakthrough NOI proceedings; and
- d) approving HSBC Bank Canada (“**HSBC**”), in respect of its secured facilities made available to Breakthrough, becoming an unaffected creditor in respect of any proposal made by Breakthrough and the Breakthrough Subsidiaries, and permitting HSBC to receive monthly payments in the aggregate amount of \$11,000 from cash flow as permanent reductions of the secured indebtedness owing by Breakthrough pursuant to a non-revolving demand facility further described in the McGuigan Affidavit.

Order #2: Approval, Vesting Order and other Relief

- e) approving a proposed sale transaction (the “**Sale Transaction**”) by Breakthrough of certain of its development assets (the “**Purchased Assets**”) contemplated by an agreement of purchase and sale (the “**APA**”) between BEI (the “**Vendor**”) and 1000041001 Ontario Ltd. on behalf of Spike & Sadie Media Limited Partnership 1000041412 (the “**Purchaser**”), dated February 21, 2022; and
- f) vesting Breakthrough’s right, title and interest in and to the Purchased Assets in the Purchaser, free and clear of and from any and all claims and security interests.

TERMS OF REFERENCE

5. In preparing this Report, the Proposal Trustee has relied upon certain unaudited, draft and/or internal financial information, the Company's books and records, discussions with the management of the Company ("**Management**") and information from other third-party sources (collectively, the "**Information**").
6. Except as described in this Report, the Proposal Trustee has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards ("**GAAS**") pursuant to the Canadian Institute of Chartered Accountants Handbook (the "**CPA Handbook**") and, accordingly, the Proposal Trustee expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.
7. Some of the information referred to in this Report consists of forecasts and projections. An examination or review of the financial forecast and projections, as outlined in the CPA Handbook, has not been performed. Future oriented financial information referred to in this Report was prepared based on Management's estimates and assumptions. Readers are cautioned that since projections are based upon assumptions about future events and conditions that are not ascertainable, the actual results will vary from the projections, even if the assumptions materialize, and the variations may be material.
8. The Proposal Trustee has prepared this Report in its capacity as a Court appointed officer and has made a copy of this Report available on the Proposal Trustee's website at www.dodick.ca for purposes of the Company's motion returnable March 1, 2022. Parties using this Report, other than for the purpose of the motion, are cautioned that it may not be appropriate for their purposes.
9. All references to dollars are in Canadian currency unless otherwise noted.

BACKGROUND

10. BEI is a holding company located in Toronto, Ontario, which holds the Breakthrough Subsidiaries, as well as numerous other production subsidiaries that have not filed NOI's. BEI and its subsidiaries develop, produce and distribute feature films, television series and digital content, worldwide (the "**Business**").
11. BEI and its subsidiaries earn revenue from the production, licensing and distribution of television shows and films. Breakthrough's primary assets are its content library, which consists of approximately 43 feature films, 2,890 television episodes (the "**Library**") and various projects in its development pipeline.
12. BEI and the Breakthrough Subsidiaries are Ontario corporations incorporated pursuant to the Business Corporations Act, R.S.O. 1990, c. B.16 (Ontario). Breakthrough's registered head office is located at 157 Princess Street, C300, Toronto, Ontario.
13. BEI is the sole shareholder of the Breakthrough Subsidiaries. BEI is indirectly wholly owned by three shareholders, being Michael McGuigan, Nathaniel Abraham and Ira Levy, including family trusts related to each of these shareholders. As such, Michael McGuigan, Nathaniel Abraham and Ira Levy indirectly hold 41.66%, 41.66% and 16.66% in the shares of BEI, respectively.

CREDITORS

Secured Creditors

14. HSBC is Breakthrough's primary secured creditor. According to Management, pursuant to various secured facilities, Breakthrough owes HSBC approximately \$562,000. In addition, Breakthrough owes approximately \$280,000 to HSBC pursuant to the Canada Emergency Business Account Loan.
15. Apart from BEI and the Breakthrough Subsidiaries, the Breakthrough group includes numerous other production subsidiary companies that have received production financing from HSBC on a secured basis. Those additional secured amounts, which are not subject to the NOI Proceedings, amount to approximately \$5.5 million.
16. The PPSA search reports appended to the McGuigan Affidavit affirmed February 21, 2022, inadvertently included PPSA search confirmations for certain Breakthrough entities rather than actual search results. Updated PPSA search reports are appended hereto as **Appendix "B"**. The appended search results reflect updates to HSBC's registrations which, among other things, updated the addresses of the Breakthrough entities.
17. According to Management, there are a limited number of additional security interests registered against Breakthrough for leases, other production supply and undischarged registrations for which no further amounts are owing.

Priority Obligations

18. According to Management, payroll and source deductions are outstanding for one payroll cycle, and there are no amounts outstanding in respect of HST.

Unsecured Trade and Production Creditors

19. According to Management, as at January 7, 2022, there are amounts owing to unsecured trade and producer creditors of Breakthrough Entertainment Inc.,

Breakthrough Films & Television Inc. and Breakthrough Post Inc. totaling approximately \$2.1 million, \$812,000 and \$22,000, respectively.

Contingent Claims

20. As described in more detail in the McGuigan Affidavit, the following contingent claims have been made against Breakthrough:
 - a) Landlord Claims – According to Management, in 2021 Breakthrough terminated its premises lease and moved to a less expensive office facility. Its former landlord has claims for approximately \$155,000 and \$933,000 for arrears of rent and contingent lease damages, respectively.
 - b) Nathaniel Abraham Claim – Breakthrough had commenced an action against Mr. Abraham for breach of fiduciary duty totaling \$8.0 million, and Mr. Abraham has counterclaimed naming seven of the filing entities, and the other two indirect shareholders, as defendants for the aggregate amount of \$4.9 million.
 - c) Employee Wrongful Dismissal Claim – A former employee of Breakthrough Films & Television Inc. named it as a defendant in a wrongful dismissal action and claimed damages of approximately \$425,000.
 - d) Copyright Infringement Claim – Breakthrough is named as a defendant in a New York based action for copyright infringement. Breakthrough has advised that the pleadings claim is for in excess of \$75,000 USD.

EXTENSION OF STAY OF PROCEEDINGS

21. Breakthrough is seeking an extension of the time for the filing of the proposal up to and including April 17, 2022. The stay extension is required to provide Breakthrough with the necessary time to formulate a proposal while preserving its business on a going concern basis for the benefit of its stakeholders.
22. The Proposal Trustee is of the view that Breakthrough is acting in good faith and with due diligence.
23. Without the extension, Breakthrough would not be in a position to make a viable proposal to its creditors and would then become bankrupt to the detriment of its secured and unsecured stakeholders. Therefore, no creditor will be materially prejudiced if the extension applied for is granted. If the extension applied for is granted, the Proposal Trustee currently has no reason to doubt that Breakthrough would likely be able to make a viable proposal to its creditors following the completion of its restructuring. Breakthrough has so far acquired the continued support of its secured creditor, HSBC.

CONSOLIDATED WEEKLY CASH FLOW FORECAST

24. Breakthrough, with the assistance of the Proposal Trustee, has prepared a consolidated weekly cash flow forecast (the “**Cash Flow Forecast**”) for the period from January 29, 2022 to April 29, 2022 for Breakthrough and the Breakthrough Subsidiaries. A copy of the Cash Flow Forecast is attached hereto as **Appendix "C"** to this Report. The Cash Flow Forecast has been prepared by Management of Breakthrough for the purpose of this motion, using probable and hypothetical assumptions set out in notes 1 to 13 attached to the Cash Flow Forecast. The Cash Flow Forecast reflects receipts and disbursements to be received or paid over a thirteen-week forecast period in Canadian dollars.
25. The Cash Flow Forecast projects that Breakthrough will have sufficient liquidity to fund the Company’s expenses and the Proposal proceeding throughout the

proposed extension of the stay of proceedings.

26. The Proposal Trustee's review of the Cash Flow Forecast consisted of inquiries, analytical procedures and discussion related to information supplied to the Proposal Trustee by the Management and employees of Breakthrough. Since hypothetical assumptions need not be supported, the Proposal Trustee's procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Cash Flow Forecast. The Proposal Trustee has also reviewed the support provided by Management of Breakthrough for the probable assumptions, and the preparation and presentation of the Cash Flow Forecast.
27. Based on the Proposal Trustee's review, nothing has come to its attention to cause it to believe that, in all material respects:
 - a) the hypothetical assumptions are not consistent with the purpose of the Cash Flow Forecast;
 - b) as at the date of this Report, the probable assumptions developed by management are not suitably supported and consistent with the plans of Breakthrough or do not provide a reasonable basis for the Cash Flow Forecast, given the hypothetical assumptions; or
 - c) the Cash Flow Forecast does not reflect the probable and hypothetical assumptions.
28. As described in the Disclaimer above, since the Cash Flow Forecast is based on assumptions regarding future events, actual results will vary from the information presented, even if the hypothetical assumptions occur, and the variations may be material. Accordingly, the Proposal Trustee expresses no assurance as to whether the Cash Flow Forecast will be achieved. In addition, the Proposal Trustee expresses no opinion or other form of assurance with respect to the accuracy of financial information presented in the Cash Flow Forecast, or relied upon by the Proposal Trustee in preparing this Report.

29. The Cash Flow Forecast has been prepared solely for the purpose described above, and readers are cautioned that it may not be appropriate for other purposes.

PAYMENT OF CERTAIN PRE-FILING AMOUNTS

30. Breakthrough is seeking authority to pay certain expenses incurred prior to the Filing Date, subject to the prior written approval of the Proposal Trustee or the Court, to critical vendors listed in Schedule “B” to the McGuigan Affidavit (the “**Critical Suppliers**”).
31. As at the Filing Date, there was approximately \$41,000 in pre-filing amounts outstanding to Critical Suppliers identified by Breakthrough Management. The Proposal Trustee was advised by Management that these expenses are owed to Breakthrough’s Critical Suppliers which includes certain writers, producers and creative suppliers working on productions in development.
32. As detailed in the McGuigan Affidavit, Breakthrough is of the view that there is significant risk that these suppliers will not continue to provide services to the Company if their respective pre-filing amount are not paid.
33. The Proposal Trustee agrees with the Company that absent the continued supply of such services the Company could not continue to develop certain productions which would have a significant and immediate detrimental impact on the business, operations and cash flows of Breakthrough. However, the Proposal Trustee also recognizes that Breakthrough’s funding is limited and will work with Breakthrough to ensure payments to Critical Suppliers are only made if required to maintain critical services.
34. Therefore, the Proposal Trustee supports Breakthrough’s request to allow it to pay pre-filing amounts to the suppliers listed on Exhibit “B” to the McGuigan Affidavit which total pre-filing arrears of approximately \$41,000, but only with the prior written consent of the Proposal Trustee.

ADMINISTRATIVE CONSOLIDATION

35. Breakthrough and the Breakthrough Subsidiaries together have historically operated as an integrated entity. The Proposal Trustee supports Breakthrough's request to procedurally consolidate the NOI proceedings to allow Breakthrough and the Breakthrough Subsidiaries to be dealt with as one matter, and to allow economies of scale in relation to the administration of the NOI proceedings. Breakthrough is not requesting substantive consolidation at this time.
36. The procedural consolidation orders sought would allow the Proposal Trustee to administer the NOI Proceedings on a consolidated basis for all purposes in carrying out its administrative duties and other responsibilities as trustee under the *Bankruptcy and Insolvency Act* (the "**BIA**"), including, without limitation, the following:
- a) sending notices to creditors of Breakthrough and Breakthrough Subsidiaries pursuant to one consolidated notice;
 - b) calling and conducting any meetings of creditors;
 - c) issuing consolidated reports to the Office of the Superintendent of Bankruptcy, the creditors and the Court in respect of the estates; and
 - d) bringing motions to the Court on a consolidated basis.

SALE TRANSACTION

37. Prior to the Proposal Trustee's appointment, the Proposal Trustee understands that the Company had entered into discussions with the Purchaser for the sale of a portion of its productions in development (the "**Transaction**"), which consists of 10 projects that have not commenced production (the "**Development Slate**"). According to Management, unless titles in the Development Slate complete production (which requires funding) the titles

have little, if any, value. Moreover, according to Management, titles that are not licensed by a network or streaming service have no revenue potential.

38. The key terms of the APA are:

- a) subject to the terms and conditions outlined therein, Breakthrough will sell, assign, and transfer to the Purchaser the Development Slate;
- b) the Purchaser will pay Breakthrough \$100,000 on signing and assume all future development obligations, in respect of the Development Slate;
- c) the Purchaser will reimburse Breakthrough for any option renewal fees paid by Breakthrough between February 1, 2022 and the final sales of the Development Slate to the Purchaser, if any;
- d) the Purchaser will forgive all unsecured debt owed by Breakthrough to Levy, currently totaling \$174,943.64 according to the Company and Levy; and
- e) closing of the sale transaction is subject to satisfaction of certain conditions including, but not limited to, the issuance of the sought Approval and Vesting Order by the Court.

39. In consultation with Breakthrough, the Proposal Trustee concluded that a sale process for the Purchased Assets does not appear likely to improve the position of the Company or its creditors and stakeholders for the following reasons:

- a) The Proposal Trustee understands that the titles are at a very early stage of development, and some may still be only in concept. The Proposal Trustee further understands that Ira Levy's ongoing involvement is likely necessary to bring a title into production as he possesses the main creative vision for

the titles, which is key to pitching the concepts to networks and is not transferable;

- b) the Proposal Trustee understands that over time, titles become stale and potential value dwindles as broadcasters, streaming services and third-party distributors turn down rights to distribute the projects, and the Company and the Purchaser both advise that three of the projects among the Purchased Assets were recently declined by possible purchasers;
- c) Breakthrough is making payments associated with these productions (such as payments to writers under option agreements) and it is not commercially feasible to maintain such payments over time if the title is not licensed by a network or otherwise monetized;
- d) the Proposal Trustee understands that there is no realistic prospect of obtaining production financing for a title that has been reviewed and passed up by networks. Therefore, once a title is reviewed by networks and passed up, the title has no revenue potential; and
- e) the Proposal Trustee understands that the cost of running a sale process and soliciting bids for the Development Slate would significantly diminish any value that would be received in a sale given the short life span of this type of asset.

40. The Proposal Trustee further understands that HSBC supports the proposed transaction on the condition that any cash consideration arising from the

Transaction be applied to pay down the HSBC Indebtedness. Following the pay down of \$100,000, HSBC would still have a significant shortfall and notwithstanding this shortfall they have consented to the Transaction.

41. As HSBC is likely the only party with an economic interest in the Development Slate and HSBC has no objections to the sale, and for the other reasons outlined above, the Proposal Trustee recommends that the Court grant the Approval and Vesting Order sought.
42. The Proposal Trustee has also considered whether the Purchaser is related to Breakthrough, given that the Purchaser is an entity related to Ira Levy, who is a minority shareholder in Breakthrough. Mr. Levy was also a director of one or more of the Breakthrough entities until late 2021 and remains a consultant to Breakthrough. However, the Proposal Trustee is unaware of any facts suggesting that Mr. Levy ever had majority control of Breakthrough, even prior to his sale of the majority of his shareholdings between 2013 and 2018, or that he had *de facto* control. As such, the Proposal Trustee does not consider that Mr. Levy, and hence the Purchaser, would be considered a “related party” within the meaning of subsections 65.13(5) and (6) of the BIA, which contain restrictions on the sale of assets to related parties during an NOI proceeding.
43. The Proposal Trustee’s view is that on the facts of this matter, a sale to the Purchaser is in the best interest of Breakthrough and its creditors even without a public sale process.

CONCLUSION AND RECOMMENDATION

44. Based on all the foregoing, the Proposal Trustee respectfully recommends that the Court make the orders granting the relief summarized in Breakthrough's motion record dated February 21, 2022.

All of which is respectfully submitted this 24th day of February 2022.

DODICK LANDAU INC.

In its capacity as the Proposal Trustee of
Breakthrough Enterprises Inc.,
Breakthrough Entertainment Inc.,
Breakthrough Film & Television Inc.,
Breakthrough Merchandising Inc.,
Breakthrough New Media Inc.,
Breakthrough Post Inc.,
Breakthrough Publishing Inc.,
2447134 Ontario Inc. and
Oak Room Productions Inc.
and not in its personal or corporate capacity.

Per:



Rahn Dodick, CPA, CA, CIRP, LIT
President

APPENDIX “A”



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801374
Estate No. 31-2801374

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

2447134 Ontario Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 08:14

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

Canada



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801364
Estate No. 31-2801364

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

Breakthrough Enterprises Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 07:24

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

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Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801365
Estate No. 31-2801365

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

Breakthrough Entertainment Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 07:31

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

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of Bankruptcy Canada

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Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801367
Estate No. 31-2801367

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

Breakthrough Films & Television Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 07:39

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

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Industry Canada
Office of the Superintendent
of Bankruptcy Canada

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Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801368
Estate No. 31-2801368

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

Breakthrough Merchandising Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 07:44

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Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

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Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801369
Estate No. 31-2801369

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

Breakthrough New Media Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 07:48

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

Canada



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801370
Estate No. 31-2801370

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

Breakthrough Post Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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: February 02, 2022, 07:54

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

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Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801371
Estate No. 31-2801371

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

Breakthrough Publishing Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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

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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: February 02, 2022, 08:00

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

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Industry Canada
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of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2801373
Estate No. 31-2801373

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

Oak Room Productions Inc.

Insolvent Person

DODICK LANDAU INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

February 01, 2022

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

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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: February 02, 2022, 08:06

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

Canada

APPENDIX “B”

Enquiry Result

File Currency: 21FEB 2022



Note: All pages have been returned.

Type of Search	Business Debtor								
Search Conducted On	2447134 ONTARIO INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	735666867	1	1	1	1	15JAN 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
735666867		001	001		20180115 1302 1862 4062	P PPSA	5		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	2447134 ONTARIO INC.								
	Address				City	Province	Postal Code		
	35 BRITAIN STREET				TORONTO	ON	M5A 1R7		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	BDC CAPITAL INC.								
	Address				City	Province	Postal Code		
	121 KING STREET WEST, SUITE 1200				TORONTO	ON	M5H 3T9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent								
	WILDEBOER DELLELCE LLP (PA-M)								

Address	City	Province	Postal Code
365 BAY STREET, SUITE 800	TORONTO	ON	M5H 2V1

LAST PAGE

Note: All pages have been returned.

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**PERSONAL PROPERTY
SECURITY REGISTRATION
SYSTEM (ONTARIO)
ENQUIRY RESULTS**



*A Service Provider under Contract
with the Ministry of Government
Services*

Prepared for : WFK Management Services Inc. (Att: Chris
Reference :
Docket :
Search ID : 855070
Date Processed : 22 Feb 2022
Report Type : PPSA Electronic Response
Search Conducted on : Breakthrough Enterprises Inc.
Search Type : Business Debtor

DISCLAIMER :

This report has been generated using data provided by the Personal Property Registration System, Ministry of Government Services, Government of Ontario. No liability is undertaken regarding its correctness, completeness, or the interpretation and use that are made of it.

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 1

THIS SEARCH DOES NOT CONSTITUTE A CERTIFICATE PURSUANT TO SECTIONS 43 AND 44 OF THE PPSA. A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

ENQUIRY NUMBER 20220222122624.66 CONTAINS 66 PAGE(S), 28 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

WFK MANAGEMENT SERVICES INC. (ATT: CHRIS
100 KING STREET WEST, SUITE 5600
TORONTO ON M5X 1C9

CONTINUED... 2

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 2

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 778066902

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20211109 0951 1590 3540	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 157 PRINCESS STREET, SUITE C300 TORONTO ON M5A 4M4

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP (TORONTO)

17 ADDRESS 5800-40 KING ST W TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
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PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
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 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 778076523

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20211109 1204 1590 3628	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 157 PRINCESS STREET, SUITE C300 TORONTO ON M5A 4M4

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
----	---	---	---	---	---	--	--	--	--

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP (TORONTO)(0193590.0222J JDYCK/LMITCHELL)

AGENT

17 ADDRESS 5800-40 KING ST W TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
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PROVINCE OF ONTARIO
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 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 4

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 769986711

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20210219 1217 1862 1582	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
----	---	---	---	---	---	--	--	--	--

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
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PROVINCE OF ONTARIO
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PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1225 1590 5849	

RECORD REFERENCED	FILE NUMBER	769986711			RENEWAL YEARS	CORRECT PERIOD
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	A AMENDMENT		

	FIRST GIVEN NAME	INITIAL	SURNAME
23 REFERENCE			

DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
24		

OTHER CHANGE REASON/ DESCRIPTION	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
25	

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
26				

ADDRESS	157 PRINCESS STREET, C300	TORONTO	ONTARIO CORPORATION NO.	ON	M5A 4M4
27					

ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE
28

ADDRESS
29

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
30									

YEAR	MAKE	MODEL	V.I.N.
31			

32 MOTOR VEHICLE GENERAL

33 COLLATERAL DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	THORNTON GROUT FINNIGAN LLP (DJM/RN)	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7
34						

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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ID : 20220222122624.66

PROVINCE OF ONTARIO
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ENQUIRY SEARCH RESPONSE

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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 768793194

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20201223 1206 1862 8085 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
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ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

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01	001	1		20220131 1204 1590 5839	
21	RECORD FILE NUMBER	768793194			

REFERENCED	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22		X	A AMENDMENT		

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	DEBTOR/ BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.	

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
-----	---------------	------------------	---------	---------

05	DEBTOR/			
03/	TRANSFeree BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.		

06					ONTARIO CORPORATION NO.
04/07	ADDRESS	157 PRINCESS STREET, C300	TORONTO	ON	M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	MATURITY	MATURITY DATE

10	YEAR MAKE	MODEL	V.I.N.
----	-----------	-------	--------

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16	REGISTERING AGENT OR	THORNTON GROUT FINNIGAN LLP (DJM/RN)			
17	SECURED PARTY/ ADDRESS	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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PROVINCE OF ONTARIO
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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
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FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 767501838

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01	001	001		20201106 1812 1862 4591	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
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PROVINCE OF ONTARIO
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REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

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01	001	1		20220131 1158 1590 5838	

21 RECORD FILE NUMBER 767501838
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
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PROVINCE OF ONTARIO
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ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 760521609

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01 001 3 20200302 1115 2423 0816 P PPSA 05

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME BONTERRA PRODUCTIONS INC.

ONTARIO CORPORATION NO.

07 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

08 SECURED PARTY / CORUS MEDIA HOLDINGS INC. (ATTN LAW DEPARTMENT)

LIEN CLAIMANT

09 ADDRESS 25 DOCKSIDE DRIVE TORONTO ON M5A 0B5

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL DEBTOR HEREBY GRANTS TO SECURED PARTY, A CONTINUING, SECURITY

14 COLLATERAL INTEREST IN AND TO ALL OF DEBTOR'S RIGHT, TITLE AND INTEREST OF EVERY

15 DESCRIPTION KIND AND NATURE NOW OWNED OR HEREINAFTER ACQUIRED OR CREATED IN AND

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
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PROVINCE OF ONTARIO
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ENQUIRY SEARCH RESPONSE

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TYPE OF SEARCH : BUSINESS DEBTOR
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FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

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00 760521609

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01 002 3 20200302 1115 2423 0816

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL TO THE PROGRAM CURRENTLY ENTITLED "BREAKING WILD" SEASON 1 (THE
14 COLLATERAL "PROGRAM") INCLUDING, WITHOUT LIMITATION, ANY AND ALL DIRECT OR
15 DESCRIPTION INDIRECT OWNERSHIP INTEREST IN AND TO BREAKING WILD PRODUCTIONS INC.
16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
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PROVINCE OF ONTARIO
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REPORT : PSSR060
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FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 760521609

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 003 3 20200302 1115 2423 0816

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL INCLUDING WITHOUT LIMITATION ANY SHARES OR OTHER DOCUMENT OF TITLE OF

14 COLLATERAL DEBTOR IN AND TO THE DEBTOR.

15 DESCRIPTION

16 REGISTERING

AGENT

17

ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 13

RUN NUMBER : 053

RUN DATE : 2022/02/22

ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 758311524

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20191205 1717 6083 7191	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 14

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 14

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1156 1590 5837	

21 RECORD FILE NUMBER 758311524
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 15

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 757741437

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20191119 1544 1862 2629 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP (S.DECOPPI)

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 16

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 16

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1155 1590 5835	

21 RECORD FILE NUMBER 757741437
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 17

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 756371448

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20191009 1537 1862 9620	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP (S.DECOPPI)

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 18

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 18

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1154 1590 5834	
21	RECORD FILE NUMBER	756371448			
22	REFERENCED				
	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X	A AMENDMENT		
		FIRST GIVEN NAME	INITIAL	SURNAME	
23	REFERENCE				
24	DEBTOR/ BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.			
25	TRANSFEROR				
26	OTHER CHANGE				
27	REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS				
28	DESCRIPTION				

02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
05	DEBTOR/			
03/	TRANSFeree	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.	
06				ONTARIO CORPORATION NO.
04/07	ADDRESS	157 PRINCESS STREET, C300	TORONTO	ON M5A 4M4
29	ASSIGNOR			
	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			

09	ADDRESS								
10	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED				
		GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER	INCLUDED	AMOUNT	MATURITY	OR	MATURITY DATE	

11	MOTOR	YEAR	MAKE	MODEL	V.I.N.				
12	VEHICLE								
13	GENERAL								
14	COLLATERAL								
15	DESCRIPTION								
16	REGISTERING AGENT OR			THORNTON GROUT FINNIGAN LLP (DJM/RN)					
17	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

REPORT : PSSR060

RUN NUMBER : 053

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

PAGE : 19

RUN DATE : 2022/02/22

ENQUIRY SEARCH RESPONSE

ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 750192696

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 1 20190416 1239 6083 1157 P PPSA 5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT

DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO

ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 20

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 20

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1152 1590 5833	

RECORD REFERENCED	FILE NUMBER	750192696	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22			X		A AMENDMENT		

FIRST GIVEN NAME	INITIAL	SURNAME
23 REFERENCE		

24 DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
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25 OTHER CHANGE	REASON/ DESCRIPTION	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05 DEBTOR/ TRANSFEREE	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.	

04/07	ADDRESS	157 PRINCESS STREET, C300	TORONTO	ONTARIO CORPORATION NO.	M5A 4M4
-------	---------	---------------------------	---------	-------------------------	---------

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	DATE OF MATURITY	NO FIXED MATURITY DATE
10	YEAR	MAKE	MODEL	V.I.N.		

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR	THORNTON GROUT FINNIGAN LLP (DJM/RN)					
17 SECURED PARTY/ LIEN CLAIMANT	ADDRESS	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7	

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 21

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 738977913

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20180503 1558 1862 2244 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING CYBERBAHN
AGENT

17 ADDRESS 400-333 BAY STREET TORONTO ON M5H 2R2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 22

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 22

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1151 1590 5830	

21 RECORD FILE NUMBER 738977913
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053

RUN DATE : 2022/02/22

ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 735955677

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20180125 1326 6083 9488	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

AGENT

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 24

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1150 1590 5829	

21 RECORD FILE NUMBER 735955677
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 25

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 732060639

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20170919 1717 1862 4952 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 26

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 26

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1149 1590 5828	

21 RECORD FILE NUMBER 732060639
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 27

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 731869605

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20170913 1712 6083 5804	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 28

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 28

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1147 1590 5826	

21 RECORD FILE NUMBER 731869605
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 29

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 730168353

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20170725 1110 1862 0494 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS 70 YORK STREET

TORONTO

ON M5J 1S9

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 30

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 30

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1144 1590 5825	

21 RECORD FILE NUMBER 730168353
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 31

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 726570729

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 1 20170412 1515 6083 1348 P PPSA 5

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 32

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 32

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1144 1590 5824	

21 RECORD FILE NUMBER 726570729
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 33

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 724386843

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20170126 1536 1862 6412	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X					
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI SF

17

ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 34

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 34

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1143 1590 5823	
21	FILE NUMBER	724386843			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	A AMENDMENT	RENEWAL YEARS
			FIRST GIVEN NAME	INITIAL SURNAME	CORRECT PERIOD

23 REFERENCE
 24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
 TRANSFEROR
 25 OTHER CHANGE
 26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
05				
03/	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.		
06				ONTARIO CORPORATION NO.
04/07	ADDRESS	157 PRINCESS STREET, C300	TORONTO	ON M5A 4M4
29	ASSIGNOR			
	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			

09	ADDRESS	COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10				X	X	X	X	X				
	YEAR MAKE						MODEL		V.I.N.			

11 MOTOR
 12 VEHICLE
 13 GENERAL
 14 COLLATERAL
 15 DESCRIPTION
 16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
 17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053

RUN DATE : 2022/02/22

ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 723174336

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20161207 0948 1862 2339	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X					
----	---	---	---	---	--	--	--	--	--

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI

AGENT

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 36

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1140 1590 5816	

21 RECORD FILE NUMBER 723174336
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 X X X X X
YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 37

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 720635931

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20160915 1519 1862 5973 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS

09 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 38

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 38

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1140 1590 5815	

21 RECORD FILE NUMBER 720635931

REFERENCED

PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT YEARS PERIOD

22 X A AMENDMENT

FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD

27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				
YEAR	MAKE			MODEL		V.I.N.			

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 39

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 719666145

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20160816 1732 1862 3632 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS

09 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 40

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 40

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1139 1590 5813	

21 RECORD FILE NUMBER 719666145 REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

23 REFERENCE

24 DEBTOR/ TRANSFEROR BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ADDRESS	TORONTO	ONTARIO CORPORATION NO.
04/07 157 PRINCESS STREET, C300		ON M5A 4M4

29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				
10 YEAR	MAKE			MODEL		V.I.N.			

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

ADDRESS	TORONTO	ON	M5K 1K7
17 SECURED PARTY/ 3200-100 WELLINGTON STREET WEST			

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 41

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 719621505

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20160815 1736 1862 3531 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 42

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 42

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1138 1590 5812	

21 RECORD FILE NUMBER 719621505
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 43

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713442159

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20160120 1211 1862 7821	P PPSA	10
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DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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02					
03		BREAKTHROUGH ENTERPRISES INC.			
04		35 BRITAIN STREET		TORONTO	ON M5A 1R7

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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05					
06		BREAKTHROUGH ENTERPRISES INC.			
07					

SECURED PARTY / LIEN CLAIMANT	ADDRESS	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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08		HSBC BANK CANADA			
09		70 YORK STREET		TORONTO	ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10		X	X	X	X				
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MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION	YEAR MAKE	MODEL	V.I.N.
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11			
12			
13			
14			
15			

16		DENTONS CANADA LLP - JODI BORRELLI	
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REGISTERING AGENT	ADDRESS	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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17		77 KING STREET WEST, SUITE 400 TD CENTRE		TORONTO	ON M5K 0A1
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*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 44

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 44

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1136 1590 5809	

21 RECORD FILE NUMBER 713442159 REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

22 REFERENCE FIRST GIVEN NAME INITIAL SURNAME

23 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

24 TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD

27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.

02/05 DEBTOR/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

03/06 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

04/07 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

ADDRESS		COLLATERAL CLASSIFICATION				AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED				
	X	X	X	X	X				

10 YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 45

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 702227592

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20141209 1606 1862 6838	P PPSA	10
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DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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02					
03		BREAKTHROUGH ENTERPRISES INC.			
04		35 BRITAIN STREET		TORONTO	ON M5A 1R7

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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05					
06		BREAKTHROUGH ENTERPRISES INC.			
07					

SECURED PARTY / LIEN CLAIMANT	ADDRESS	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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08		HSBC BANK CANADA			
09		70 YORK STREET		TORONTO	ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X					
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YEAR MAKE	MODEL	V.I.N.
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11		
12		
13		
14		

REGISTERING AGENT	ADDRESS	TORONTO	ON	M5K 0A1
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15				
16		DENTONS CANADA LLP - JODI BORRELLI		
17		77 KING STREET WEST, SUITE 400 TD CENTRE		

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 46

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 46

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1130 1590 5804	

21 RECORD FILE NUMBER 702227592 REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		
	FIRST GIVEN NAME	INITIAL	SURNAME	

23 REFERENCE

24 DEBTOR/ TRANSFEROR BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06

ADDRESS	TORONTO	ONTARIO CORPORATION NO.
157 PRINCESS STREET, C300		ON M5A 4M4

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				
YEAR	MAKE			MODEL		V.I.N.			

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

SECURED PARTY/	ADDRESS	TORONTO	ON	M5K 1K7
LIEN CLAIMANT	3200-100 WELLINGTON STREET WEST			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 47

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698523327

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20140731 1421 1862 7669 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 48

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1127 1590 5801	
21	RECORD FILE NUMBER	698523327			

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	A AMENDMENT		

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

YEAR	MAKE	MODEL	V.I.N.
------	------	-------	--------

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 49

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 677040309

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 01 002 20120323 1452 1530 0610 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / 6798535 CANADA INC.
LIEN CLAIMANT

09 ADDRESS 145 KING STREET EAST, 3RD FLOOR TORONTO ON M5C 2Y7

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING TORYS LLP
AGENT

17 ADDRESS SUITE 3000, 79 WELLINGTON ST. W. TD CENT TORONTO ON M5K 1N2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 50

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 50

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 677040309

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 02 002 20120323 1452 1530 0610

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ALLIANCE FILMS HOLDINGS INC.
LIEN CLAIMANT

09 ADDRESS 455 ST-ANTOINE ST. WEST, SUITE 3000 MONTREAL PQ H2Z 1J1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17

ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 51

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 51

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 649927557

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20081114 0917 1862 3465 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME MR. SHOWBIZ PRODUCTIONS INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL PURSUANT TO A GENERAL SECURITY AGREEMENT AND A GUARANTEE AND

14 COLLATERAL POSTPONEMENT OF CLAIM IN CONNECTION WITH AN OFFER LETTER BETWEEN

15 DESCRIPTION BREAKTHROUGH ENTERPRISES INC. AND HSBC BANK CANADA

16 REGISTERING HEENAN BLAIKIE LLP

AGENT

17 ADDRESS 200 BAY STREET, SUITE 2600 TORONTO ON M5J 2J4

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 52

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20131105 1433 1530 1476	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21	649927557					

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	B RENEWAL	10	

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			

DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
24		

25 OTHER CHANGE
26 REASON/
27 DESCRIPTION

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05				

TRANSFEEE	BUSINESS NAME	ONTARIO CORPORATION NO.
03/06		

ASSIGNOR	ADDRESS
04/07	

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	ADDRESS
29	

ASSIGNEE	ADDRESS
08	

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
11				

12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	CANADIAN SECURITIES REGISTRATION SYSTEMS	BURNABY	BC	V5G 3S8
16					

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 53

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 649928097

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20081114 0925 1862 3513 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR 27DEC1952 IRA D LEVY

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS 403 GLENCAIRN AVENUE TORONTO ON M5N 1V2

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL PURSUANT TO A GUARANTEE AND POSTPONEMENT OF CLAIM IN CONNECTION WITH

14 COLLATERAL AN OFFER LETTER BETWEEN BREAKTHROUGH ENTERPRISES INC. AND HSBC BANK

15 DESCRIPTION CANADA

16 REGISTERING HEENAN BLAIKIE LLP

AGENT

17 ADDRESS 200 BAY STREET, SUITE 2600 TORONTO ON M5J 2J4

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 54

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 54

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20131105 1433 1530 1475	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21	649928097					

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	B RENEWAL	10	

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			

DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
24		

25 OTHER CHANGE
26 REASON/
27 DESCRIPTION

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05				

TRANSFEE	BUSINESS NAME	ONTARIO CORPORATION NO.
03/06		

ASSIGNOR	ADDRESS
04/07	

29 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

ASSIGNEE	ADDRESS
08/09	

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10								

MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
11				

12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	CANADIAN SECURITIES REGISTRATION SYSTEMS	BURNABY	BC	V5G 3S8
16					

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 55

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 864347706

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	01	001		20000801 1028 1529 4545	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

ONTARIO CORPORATION NO.

04 ADDRESS 179 MAVETY STREET TORONTO ON M6P 2M1

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 150 BLOOR STREET WEST, SUITE M100 TORONTO ON M5S 2Y5

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
----	---	---	---	---	---	--	--	--	--

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT HEENAN BLAIKIE

17 ADDRESS 200 BAY STREET, SUITE 2600 TORONTO ON M5J 2J4

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 56

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 56

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20020723 1451 1530 7472	

21 RECORD FILE NUMBER 864347706

REFERENCED	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X	A AMENDMENT		

22

FIRST GIVEN NAME	INITIAL	SURNAME

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND DEBTOR'S ADDRESS
27 DESCRIPTION

28

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME

02/ DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.

06

ADDRESS	TORONTO	ONTARIO CORPORATION NO.
04/07 122 SHERBOURNE STREET		ON M5A 2R4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE

10

YEAR	MAKE	MODEL	V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR CANADIAN SECURITIES REGISTRATION SYSTEMS

17 SECURED PARTY/ ADDRESS 4126 NORLAND AVENUE BURNABY BC V5G 3S8
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 57

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 57

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20050719 1945 1531 0303	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21	864347706					

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED		
22	X	D ASSIGNMENT		

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			

DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
24		

OTHER CHANGE REASON/ DESCRIPTION
25
26
27
28

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/			

DEBTOR/ TRANSFEREE	BUSINESS NAME
05	
03/	

ADDRESS	ONTARIO CORPORATION NO.
04/07	

ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	HSBC BANK CANADA
29	

ADDRESS	TORONTO	ON	M5J 1S9
08			
09			

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

YEAR	MAKE	MODEL	V.I.N.
11			

MOTOR VEHICLE GENERAL
12
13

COLLATERAL DESCRIPTION
14
15

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	CANADIAN SECURITIES REGISTRATION SYSTEMS	BURNABY	BC	V5G 3S8
16					
17					

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 58

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20050719 1945 1531 0304	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		864347706				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	B RENEWAL	5	

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	BREAKTHROUGH ENTERPRISES INC.		
25			
26			
27			

DEBTOR/ TRANSFEROR	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/				

DEBTOR/ TRANSFEREE	BUSINESS NAME
05/	
03/	

ADDRESS	ONTARIO CORPORATION NO.
04/07	

ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE
29	

ADDRESS
08
09

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

YEAR	MAKE	MODEL	V.I.N.
11			

MOTOR VEHICLE GENERAL	DESCRIPTION
12	
13	
14	
15	

REGISTERING AGENT OR	CANADIAN SECURITIES REGISTRATION SYSTEMS
16	
17	

SECURED PARTY/ LIEN CLAIMANT	ADDRESS								
	4126 NORLAND AVENUE		BURNABY		BC		V5G 3S8		

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
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PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 59

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	2		20051121 1108 1590 7525	

21 RECORD FILE NUMBER 864347706

22 REFERENCED PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED J OTHER RENEWAL CORRECT YEARS PERIOD

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR

25 OTHER CHANGE SUBORDINATION

26 REASON/ SECURITY INTERESTS PERFECTED BY REGISTRATION NO. 20000801 1028 1529

27 DESCRIPTION 4545 IN FAVOUR OF HSBC BANK CANADA (THE "BANK") ARE SUBORDINATED TO

28 THE SECURITY INTERESTS PERFECTED BY REGISTRATION NO. 20050617 1500

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME

06

ONTARIO CORPORATION NO.

04/07 ADDRESS

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10

YEAR	MAKE	MODEL	V.I.N.
------	------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR GOODMANS LLP (C. STAMEGNA)

17 SECURED PARTY/ ADDRESS 2400 250 YONGE ST. TORONTO ON M5B 2M6

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 60

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	RENEWAL YEARS	CORRECT PERIOD
01	002	2		20051121 1108 1590 7525			
21	FILE NUMBER	864347706					
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED				

23 REFERENCE
24 DEBTOR/ BUSINESS NAME
TRANSFEROR
25 OTHER CHANGE
26 REASON/ 1590 0034 IN FAVOUR OF ROGERS CABLE INC. ("ROGERS") TO THE EXTENT
27 DESCRIPTION AND ON THE TERMS SET OUT IN A LETTER AGREEMENT BETWEEN THE BANK AND
28 ROGERS DATED JUNE 23, 2005

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME

06 ONTARIO CORPORATION NO.

04/07 ADDRESS

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR
17 SECURED PARTY/ ADDRESS
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

RUN NUMBER : 053
RUN DATE : 2022/02/22
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PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 61

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	2		20060515 1222 1590 6551	
21	RECORD FILE NUMBER	864347706			
22	REFERENCED				RENEWAL CORRECT
	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	YEARS	PERIOD
			J OTHER		
		FIRST GIVEN NAME	INITIAL	SURNAME	

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERPRISES INC.
TRANSFEROR
25 OTHER CHANGE SUBORDINATION
26 REASON/ THE SECURITY INTERESTS OF HSBC BANK CANADA ("HSBC") PERFECTED BY
27 DESCRIPTION REGISTRATION NUMBER 20000801 1028 1529 4545 ARE SUBORDINATED IN
28 FAVOUR OF THE SECURITY INTERESTS OF ROGERS CABLE INC.

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME

06

ONTARIO CORPORATION NO.

04/07 ADDRESS

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	MATURITY OR	MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR GOODMANS LLP (ATTN. S. TRAUB)

17 SECURED PARTY/ ADDRESS 2400 250 YONGE STREET TORONTO ON M5B 2M6

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 62

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 62

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	002	2		20060515 1222 1590 6551	
21	RECORD FILE NUMBER	864347706			
	REFERENCED				RENEWAL CORRECT
	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	YEARS	PERIOD

22

FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE

24 DEBTOR/ BUSINESS NAME
TRANSFEROR

25 OTHER CHANGE

26 REASON/ ("ROGERS") PERFECTED BY REGISTRATION NUMBER 20060307 1239 1590 3075
27 DESCRIPTION AS SET OUT IN A SUBORDINATION LETTER DATED APRIL 18, 2006 EXECUTED
28 BY HSBC IN FAVOUR OF ROGERS

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME

06

ONTARIO CORPORATION NO.

04/07 ADDRESS

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR

17 SECURED PARTY/ ADDRESS

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

63

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 63

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20100728 1951 1531 5673	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		864347706				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	B RENEWAL	5	

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	BREAKTHROUGH ENTERPRISES INC.		
25			
26			
27			

DEBTOR/ TRANSFEROR	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/				

DEBTOR/ TRANSFEREE	BUSINESS NAME
05/	
03/	

ADDRESS	ONTARIO CORPORATION NO.
04/07	

ASSIGNOR	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE
29	

ADDRESS
08
09

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

YEAR	MAKE	MODEL	V.I.N.
11			

MOTOR VEHICLE GENERAL	DESCRIPTION
12	
13	
14	
15	

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	CANADIAN SECURITIES REGISTRATION SYSTEMS	BURNABY	BC	V5G 3S8
16					
17		4126 NORLAND AVENUE			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 64

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20150713 1439 1530 5030	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		864347706				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	B RENEWAL	10	

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			

DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
24		

25 OTHER CHANGE
26 REASON/
27 DESCRIPTION

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05				

TRANSFEE	BUSINESS NAME
03/06	

ONTARIO CORPORATION NO.

ASSIGNOR	ADDRESS
04/07	

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	ADDRESS
29	

COLLATERAL CLASSIFICATION	ADDRESS
08	

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10								

MOTOR VEHICLE GENERAL	YEAR	MAKE	MODEL	V.I.N.
11				

12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	CANADIAN SECURITIES REGISTRATION SYSTEMS	BURNABY	BC	V5G 3S8
16					
17		4126 NORLAND AVENUE			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122624.66

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 65

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1127 1590 5800	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		864347706				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED				
22	X	A AMENDMENT				

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.	
25	OTHER CHANGE		
26	REASON/	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS	
27	DESCRIPTION		

DEBTOR/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/				

DEBTOR/	BUSINESS NAME	BREAKTHROUGH ENTERPRISES INC.
03/		

ASSIGNOR	ADDRESS	TORONTO	ONTARIO CORPORATION NO.
04/07	157 PRINCESS STREET, C300		ON M5A 4M4

29 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

09 ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
	GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT MATURITY OR	MATURITY DATE

YEAR	MAKE	MODEL	V.I.N.
------	------	-------	--------

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR	ADDRESS	TORONTO	ON	M5K 1K7
16	THORNTON GROUT FINNIGAN LLP (DJM/RN)			
17	3200-100 WELLINGTON STREET WEST			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122624.66

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERPRISES INC.
 FILE CURRENCY : 21FEB 2022

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
778066902	20211109 0951 1590 3540			
778076523	20211109 1204 1590 3628			
769986711	20210219 1217 1862 1582	20220131 1225 1590 5849		
768793194	20201223 1206 1862 8085	20220131 1204 1590 5839		
767501838	20201106 1812 1862 4591	20220131 1158 1590 5838		
760521609	20200302 1115 2423 0816			
758311524	20191205 1717 6083 7191	20220131 1156 1590 5837		
757741437	20191119 1544 1862 2629	20220131 1155 1590 5835		
756371448	20191009 1537 1862 9620	20220131 1154 1590 5834		
750192696	20190416 1239 6083 1157	20220131 1152 1590 5833		
738977913	20180503 1558 1862 2244	20220131 1151 1590 5830		
735955677	20180125 1326 6083 9488	20220131 1150 1590 5829		
732060639	20170919 1717 1862 4952	20220131 1149 1590 5828		
731869605	20170913 1712 6083 5804	20220131 1147 1590 5826		
730168353	20170725 1110 1862 0494	20220131 1144 1590 5825		
726570729	20170412 1515 6083 1348	20220131 1144 1590 5824		
724386843	20170126 1536 1862 6412	20220131 1143 1590 5823		
723174336	20161207 0948 1862 2339	20220131 1140 1590 5816		
720635931	20160915 1519 1862 5973	20220131 1140 1590 5815		
719666145	20160816 1732 1862 3632	20220131 1139 1590 5813		
719621505	20160815 1736 1862 3531	20220131 1138 1590 5812		
713442159	20160120 1211 1862 7821	20220131 1136 1590 5809		
702227592	20141209 1606 1862 6838	20220131 1130 1590 5804		
698523327	20140731 1421 1862 7669	20220131 1127 1590 5801		
677040309	20120323 1452 1530 0610			
649927557	20081114 0917 1862 3465	20131105 1433 1530 1476		
649928097	20081114 0925 1862 3513	20131105 1433 1530 1475		
864347706	20000801 1028 1529 4545	20020723 1451 1530 7472	20050719 1945 1531 0303	20050719 1945 1531 0304
	20051121 1108 1590 7525	20060515 1222 1590 6551	20100728 1951 1531 5673	20150713 1439 1530 5030
	20220131 1127 1590 5800			

59 REGISTRATION(S) ARE REPORTED IN THIS ENQUIRY RESPONSE.

**PERSONAL PROPERTY
SECURITY REGISTRATION
SYSTEM (ONTARIO)
ENQUIRY RESULTS**



*A Service Provider under Contract
with the Ministry of Government
Services*

Prepared for : WFK Management Services Inc. (Att: Chris
Reference :
Docket :
Search ID : 855071
Date Processed : 22 Feb 2022
Report Type : PPSA Electronic Response
Search Conducted on : Breakthrough Entertainment Inc.
Search Type : Business Debtor

DISCLAIMER :

This report has been generated using data provided by the Personal Property Registration System, Ministry of Government Services, Government of Ontario. No liability is undertaken regarding its correctness, completeness, or the interpretation and use that are made of it.

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 1

THIS SEARCH DOES NOT CONSTITUTE A CERTIFICATE PURSUANT TO SECTIONS 43 AND 44 OF THE PPSA. A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

ENQUIRY NUMBER 20220222122649.94 CONTAINS 52 PAGE(S), 24 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

WFK MANAGEMENT SERVICES INC. (ATT: CHRIS
100 KING STREET WEST, SUITE 5600
TORONTO ON M5X 1C9

CONTINUED... 2

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 2

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 778066884

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 1 20211109 0950 1590 3538 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 157 PRINCESS STREET, SUITE C300 TORONTO ON M5A 4M4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (TORONTO)
AGENT

17 ADDRESS 5800-40 KING ST W TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 3

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 3

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 778076541

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 1 20211109 1205 1590 3629 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 157 PRINCESS STREET, SUITE C300 TORONTO ON M5A 4M4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP (TORONTO)(0193590.0222J JDYCK/LMITCHELL)

17 ADDRESS 5800-40 KING ST W TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 4

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 4

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 769986765

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20210219 1218 1862 1584	P PPSA	10
----	-----	-----	--	-------------------------	--------	----

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
----	---	---	---	---	---	--	--	--	--

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 5

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 5

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1508 1590 5926	

RECORD REFERENCED	FILE NUMBER	769986765	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22			X		A AMENDMENT		

FIRST GIVEN NAME	INITIAL	SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME

BUSINESS NAME	BREAKTHROUGH ENTERTAINMENT INC.	ONTARIO CORPORATION NO.
04/07	ADDRESS 157 PRINCESS STREET, C300	TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

09 ADDRESS

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE

YEAR	MAKE	MODEL	V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 6

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 768793212

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20201223 1206 1862 8087 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 7

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 7

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1507 1590 5925	

21 RECORD FILE NUMBER 768793212

REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

22

FIRST GIVEN NAME	INITIAL	SURNAME
------------------	---------	---------

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
 TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06

ADDRESS	TORONTO	ONTARIO CORPORATION NO.
157 PRINCESS STREET, C300		

04/07

29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10

YEAR	MAKE	MODEL	V.I.N.
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11 MOTOR VEHICLE
 12 GENERAL
 13 COLLATERAL
 14 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 8

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 767501865

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20201106 1812 1862 4593 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 9

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 9

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1507 1590 5924	

21 RECORD FILE NUMBER 767501865
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 10

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 758311542

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20191205 1717 6083 7192	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 11

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
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RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1506 1590 5923	

21 RECORD FILE NUMBER 758311542 REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

22 REFERENCE FIRST GIVEN NAME INITIAL SURNAME

23 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

24 TRANSFEROR

25 OTHER CHANGE REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS

26 DESCRIPTION

27 DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02/ DEBTOR/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

03/ ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4 ONTARIO CORPORATION NO.

04/07 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR VEHICLE

12 GENERAL

13 COLLATERAL

14 DESCRIPTION

15 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

16 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

17 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 12

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 757741455

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20191119 1544 1862 2631 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (S.DECOPPI)

AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

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PAGE : 13

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

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01	001	1		20220131 1506 1590 5922	

21 RECORD FILE NUMBER 757741455
REFERENCED RENEWAL CORRECT
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 14

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 756371403

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20191009 1536 1862 9618 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (S.DECOPPI)

AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 15

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
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ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 15

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1504 1590 5920	

21 RECORD FILE NUMBER 756371403
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

REPORT : PSSR060

RUN NUMBER : 053

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

PAGE : 16

RUN DATE : 2022/02/22

ENQUIRY SEARCH RESPONSE

ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 750192759

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20190416 1239 6083 1159	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

AGENT

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 17

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 17

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1503 1590 5919	

21 RECORD FILE NUMBER 750192759 REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

22 REFERENCE FIRST GIVEN NAME INITIAL SURNAME

23 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

24 TRANSFEROR
 25 OTHER CHANGE
 26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
 27 DESCRIPTION

28 DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02/ DEBTOR/
 03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

04/07 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

YEAR	MAKE	MODEL	V.I.N.
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10 MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION

11 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
 12 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 13 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 18

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 738977859

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20180503 1558 1862 2240 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING CYBERBAHN

AGENT

17 ADDRESS 400-333 BAY STREET TORONTO ON M5H 2R2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 19

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1503 1590 5918	

21 RECORD FILE NUMBER 738977859
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

REPORT : PSSR060

RUN NUMBER : 053

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

PAGE : 20

RUN DATE : 2022/02/22

ENQUIRY SEARCH RESPONSE

ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 735955686

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20180125 1326 6083 9489	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DUNCAN MORIN LLP

AGENT

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 21

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 21

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1503 1590 5917	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		735955686				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED		
22	X	A AMENDMENT		

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	BUSINESS NAME	BREAKTHROUGH ENTERTAINMENT INC.	
25	OTHER CHANGE		
26	REASON/	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS	
27	DESCRIPTION		

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05				

TRANSFEE	BUSINESS NAME	ADDRESS	TORONTO	ONTARIO CORPORATION NO.
03/06	BREAKTHROUGH ENTERTAINMENT INC.	157 PRINCESS STREET, C300		
04/07				ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
11				

GENERAL COLLATERAL DESCRIPTION	REGISTERING AGENT OR SECURED PARTY/ LIEN CLAIMANT	ADDRESS	TORONTO	ON	M5K 1K7
12	THORNTON GROUT FINNIGAN LLP (DJM/RN)	3200-100 WELLINGTON STREET WEST			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 22

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 732060612

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20170919 1717 1862 4950 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 23

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 23

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1502 1590 5916	

21 RECORD FILE NUMBER 732060612
REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

28

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 24

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 731869614

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20170913 1712 6083 5805	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 25

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 25

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1502 1590 5915	

21 RECORD FILE NUMBER 731869614
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 26

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 730168344

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20170725 1110 1862 0493	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET

TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO

ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 27

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 27

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1501 1590 5914	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		730168344				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED		
22	X	A AMENDMENT		

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	BUSINESS NAME	BREAKTHROUGH ENTERTAINMENT INC.	
25	OTHER CHANGE		
26	REASON/ DESCRIPTION	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS	

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05				

TRANSFEE	BUSINESS NAME	ADDRESS	TORONTO	ONTARIO CORPORATION NO.
03/06	BREAKTHROUGH ENTERTAINMENT INC.	157 PRINCESS STREET, C300		
04/07				ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

09 ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

MOTOR VEHICLE	YEAR	MAKE	MODEL	V.I.N.
11				

12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	TORONTO	ON	M5K 1K7
16	THORNTON GROUT FINNIGAN LLP (DJM/RN)			
17	3200-100 WELLINGTON STREET WEST			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053

RUN DATE : 2022/02/22

ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 726570738

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20170412 1515 6083 1349	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 29

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 29

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1455 1590 5906	

21 RECORD FILE NUMBER 726570738 REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

22 REFERENCE FIRST GIVEN NAME INITIAL SURNAME

23 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

24 TRANSFEROR

25 OTHER CHANGE REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS

26 DESCRIPTION

27 DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02/ DEBTOR/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

03/ ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4 ONTARIO CORPORATION NO.

04/07 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR VEHICLE

12 GENERAL

13 COLLATERAL

14 DESCRIPTION

15 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

16 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

17 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 724386861

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20170126 1537 1862 6414 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS

09 COLLATERAL CLASSIFICATION 70 YORK STREET TORONTO

ON M5J 1S9

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI SF

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 31

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 31

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1454 1590 5905	

21 RECORD FILE NUMBER 724386861

22 REFERENCED PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERIOD

23 REFERENCE X A AMENDMENT

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

25 TRANSFEROR

26 OTHER CHANGE

27 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ONTARIO CORPORATION NO.

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				

10 YEAR MAKE MODEL V.I.N.

11 MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 32

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 723174327

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20161207 0948 1862 2338	P PPSA	10
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DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
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02					
03		BREAKTHROUGH ENTERTAINMENT INC.			
04		35 BRITAIN STREET		TORONTO	ON M5A 1R7

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
-------------	---------------	------------------	---------	---------	-------------------------

05					
06		BUSINESS NAME			
07		ADDRESS			

08		HSBC BANK CANADA			
----	--	------------------	--	--	--

09		70 YORK STREET		TORONTO	ON M5J 1S9
----	--	----------------	--	---------	------------

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10		X	X	X	X				
----	--	---	---	---	---	--	--	--	--

YEAR	MAKE	MODEL	V.I.N.
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11					
12					
13					
14					
15					

16		DENTONS CANADA LLP - JODI BORRELLI			
----	--	------------------------------------	--	--	--

REGISTERING AGENT	ADDRESS	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
-------------------	---------	------------------	----	------------------------

17		77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO		ON M5K 0A1
----	--	--	--	------------

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 33

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 33

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1454 1590 5904	

21 RECORD FILE NUMBER 723174327
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				
YEAR	MAKE			MODEL		V.I.N.			

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 34

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 720635922

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20160915 1519 1862 5972	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X					
----	---	---	---	---	--	--	--	--	--

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 35

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 35

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1453 1590 5903	
21	RECORD FILE NUMBER	720635922			
22	REFERENCED				RENEWAL CORRECT
	PAGE AMENDED	NO SPECIFIC PAGE AMENDED		CHANGE REQUIRED	YEARS PERIOD
		X		A AMENDMENT	
		FIRST GIVEN NAME		INITIAL SURNAME	

23 REFERENCE
 24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
 TRANSFEROR
 25 OTHER CHANGE
 26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
05	DEBTOR/			
03/	TRANSFeree	BUSINESS NAME	BREAKTHROUGH ENTERTAINMENT INC.	
06				ONTARIO CORPORATION NO.
04/07	ADDRESS	157 PRINCESS STREET, C300	TORONTO	ON M5A 4M4
29	ASSIGNOR			
	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE			

09	ADDRESS	COLLATERAL CLASSIFICATION	CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
			GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT	MATURITY OR MATURITY DATE
10			X	X X X X		
	YEAR MAKE			MODEL	V.I.N.	

11 MOTOR
 12 VEHICLE
 13 GENERAL
 14 COLLATERAL
 15 DESCRIPTION
 16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
 17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 36

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 719666172

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20160816 1732 1862 3633 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 37

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 37

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1452 1590 5901	

21 RECORD FILE NUMBER 719666172

REFERENCED

PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT YEARS PERIOD

22 X A AMENDMENT

FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
 TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ONTARIO CORPORATION NO.

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 38

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 719621415

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20160815 1736 1862 3528 P PPSA 10
DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7
DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 39

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1451 1590 5900	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		719621415				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED		
22	X	A AMENDMENT		

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			
24	DEBTOR/ BUSINESS NAME		BREAKTHROUGH ENTERTAINMENT INC.
25	TRANSFEROR		
26	OTHER CHANGE		
27	REASON/ DESCRIPTION		AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/			

DEBTOR/ TRANSFEREE	BUSINESS NAME		
03/			BREAKTHROUGH ENTERTAINMENT INC.

ADDRESS	TORONTO	ONTARIO CORPORATION NO.
04/07	157 PRINCESS STREET, C300	ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10									

YEAR	MAKE	MODEL	V.I.N.
11			

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/ LIEN CLAIMANT	ADDRESS	TORONTO	ON	M5K 1K7
16	THORNTON GROUT FINNIGAN LLP (DJM/RN)			
17	3200-100 WELLINGTON STREET WEST			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 40

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713442141

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20160120 1211 1862 7820 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS

09 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DENTONS CANADA LLP - JODI BORRELLI

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 41

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 41

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1451 1590 5899	
21	FILE NUMBER	713442141			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	A AMENDMENT	RENEWAL CORRECT YEARS PERIOD
			FIRST GIVEN NAME	INITIAL SURNAME	

23 REFERENCE
 24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
 TRANSFEROR
 25 OTHER CHANGE
 26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	
05					
03/	BUSINESS NAME	BREAKTHROUGH ENTERTAINMENT INC.			
06					ONTARIO CORPORATION NO.
04/07	ADDRESS	157 PRINCESS STREET, C300		TORONTO	ON M5A 4M4
29	ASSIGNOR				
	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE				

09	ADDRESS								
COLLATERAL CLASSIFICATION									
CONSUMER	MOTOR VEHICLE				DATE OF	NO FIXED			
GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED	AMOUNT	DATE OF	OR	MATURITY DATE
	X	X	X	X	X				
10	YEAR	MAKE		MODEL		V.I.N.			

11 MOTOR
 12 VEHICLE
 13 GENERAL
 14 COLLATERAL
 15 DESCRIPTION
 16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
 17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

REPORT : PSSR060

RUN NUMBER : 053

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

PAGE : 42

RUN DATE : 2022/02/22

ENQUIRY SEARCH RESPONSE

ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698501169

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	4		20140731 0937 1793 7632	P PPSA	20
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO. 001081846

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / GRINDSTONE ENTERTAINMENT GROUP, LLC

LIEN CLAIMANT

09 ADDRESS 2700 COLORADO AVENUE, SUITE 200 SANTA MONICA CA 90405

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10				X				X
----	--	--	--	---	--	--	--	---

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL ALL OF DEBTOR'S RIGHT, TITLE AND INTEREST OF EVERY KIND AND NATURE

14 COLLATERAL WITHOUT LIMITATION IN AND TO THE RIGHTS IN THE TERRITORY FOR THE

15 DESCRIPTION TERM (EACH AS DEFINED IN THE AGREEMENT REFERENCED BELOW) FOR THE

16 REGISTERING GRINDSTONE ENTERTAINMENT GROUP, LLC

AGENT

17 ADDRESS 2700 COLORADO AVENUE, SUITE 200 SANTA MONICA CA 90405

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 43

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 43

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698501169

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 002 4 20140731 0937 1793 7632

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL MOTION PICTURE CURRENTLY ENTITLED "BARK RANGER" INCLUDING WITHOUT
14 COLLATERAL LIMITATION THE RIGHT OF ACCESS TO ALL DELIVERY MATERIALS SET FORTH
15 DESCRIPTION IN THE AGREEMENT, THE SECURED PARTY'S RIGHT OF RECOUPMENT AND THE
16 REGISTERING
AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 44

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698501169

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 003 4 20140731 0937 1793 7632

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL SECURED PARTY'S RIGHT TO COLLECT AND RETAIN ANY MONIES THE SECURED

14 COLLATERAL PARTY MAY BE ABLE TO OBTAIN FROM ITS EXPLOITATION OF THE RIGHTS.

15 DESCRIPTION THIS FINANCING STATEMENT IS FILED PURSUANT TO THE ACQUISITION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 45

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 45

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698501169

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
----------------	----------	----------------	------------------------	---------------------	------------------	---------------------

01 004 4 20140731 0937 1793 7632

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL AGREEMENT DATED AS OF JUNE 5, 2014, BETWEEN DEBTOR AND THE SECURED

14 COLLATERAL PARTY (THE AGREEMENT), AND IS EXPRESSLY MADE SUBJECT THERETO.

15 DESCRIPTION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 46

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 46

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698523345

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
----------------	----------	----------------	------------------------	---------------------	------------------	---------------------

01 001 001 20140731 1422 1862 7671 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 47

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 47

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1446 1590 5894	

21 RECORD FILE NUMBER 698523345
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 48

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 691113123

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 01 003 20131016 1438 1530 3979 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO

ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS

09 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL GENERAL SECURITY AGREEMENT

14 COLLATERAL ALL OF THE DEBTOR'S PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY AND

15 DESCRIPTION AN UNCRYSTALLIZED FLOATING CHARGE ON LAND.

16 REGISTERING AGENT D+H LIMITED PARTNERSHIP

17 ADDRESS SUITE 200, 4126 NORLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 49

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 49

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 691113123

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 02 003 20131016 1438 1530 3979

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL THIS IS A RE-REGISTRATION OF REGISTRATION NUMBER

15 DESCRIPTION 20071221113318621488, REFERENCE FILE NUMBER 641569914, MADE PURSUANT

16 REGISTERING
AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 50

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122649.94

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 50

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 691113123

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
----------------	----------	----------------	------------------------	---------------------	------------------	---------------------

01 03 003 20131016 1438 1530 3979

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10

YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL TO SECTION 30(6) OF THE PERSONAL PROPERTY SECURITY ACT.

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 51

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 51

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1446 1590 5893	

21 RECORD FILE NUMBER 691113123

REFERENCED

PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT YEARS PERIOD

22 X A AMENDMENT

FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.
 TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
 27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH ENTERTAINMENT INC.

06 ONTARIO CORPORATION NO.

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

YEAR	MAKE	MODEL	V.I.N.
------	------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

ENQUIRY SEARCH RESPONSE

REPORT : PSSR060

PAGE : 52

RUN NUMBER : 053

RUN DATE : 2022/02/22

ID : 20220222122649.94

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH ENTERTAINMENT INC.

FILE CURRENCY : 21FEB 2022

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
778066884	20211109 0950 1590 3538			
778076541	20211109 1205 1590 3629			
769986765	20210219 1218 1862 1584	20220131 1508 1590 5926		
768793212	20201223 1206 1862 8087	20220131 1507 1590 5925		
767501865	20201106 1812 1862 4593	20220131 1507 1590 5924		
758311542	20191205 1717 6083 7192	20220131 1506 1590 5923		
757741455	20191119 1544 1862 2631	20220131 1506 1590 5922		
756371403	20191009 1536 1862 9618	20220131 1504 1590 5920		
750192759	20190416 1239 6083 1159	20220131 1503 1590 5919		
738977859	20180503 1558 1862 2240	20220131 1503 1590 5918		
735955686	20180125 1326 6083 9489	20220131 1503 1590 5917		
732060612	20170919 1717 1862 4950	20220131 1502 1590 5916		
731869614	20170913 1712 6083 5805	20220131 1502 1590 5915		
730168344	20170725 1110 1862 0493	20220131 1501 1590 5914		
726570738	20170412 1515 6083 1349	20220131 1455 1590 5906		
724386861	20170126 1537 1862 6414	20220131 1454 1590 5905		
723174327	20161207 0948 1862 2338	20220131 1454 1590 5904		
720635922	20160915 1519 1862 5972	20220131 1453 1590 5903		
719666172	20160816 1732 1862 3633	20220131 1452 1590 5901		
719621415	20160815 1736 1862 3528	20220131 1451 1590 5900		
713442141	20160120 1211 1862 7820	20220131 1451 1590 5899		
698501169	20140731 0937 1793 7632			
698523345	20140731 1422 1862 7671	20220131 1446 1590 5894		
691113123	20131016 1438 1530 3979	20220131 1446 1590 5893		

45 REGISTRATION(S) ARE REPORTED IN THIS ENQUIRY RESPONSE.

**PERSONAL PROPERTY
SECURITY REGISTRATION
SYSTEM (ONTARIO)
ENQUIRY RESULTS**



*A Service Provider under Contract
with the Ministry of Government
Services*

Prepared for : WFK Management Services Inc. (Att: Chris
Reference :
Docket :
Search ID : 855072
Date Processed : 22 Feb 2022
Report Type : PPSA Electronic Response
Search Conducted on : Breakthrough Films & Television Inc.
Search Type : Business Debtor

DISCLAIMER :

This report has been generated using data provided by the Personal Property Registration System, Ministry of Government Services, Government of Ontario. No liability is undertaken regarding its correctness, completeness, or the interpretation and use that are made of it.

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 1

THIS SEARCH DOES NOT CONSTITUTE A CERTIFICATE PURSUANT TO SECTIONS 43 AND 44 OF THE PPSA. A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

ENQUIRY NUMBER 20220222122657.30 CONTAINS 68 PAGE(S), 31 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

WFK MANAGEMENT SERVICES INC. (ATT: CHRIS
100 KING STREET WEST, SUITE 5600
TORONTO ON M5X 1C9

CONTINUED... 2

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 2

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 778066893

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 1 20211109 0950 1590 3539 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 157 PRINCESS STREET, SUITE C300 TORONTO ON M5A 4M4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (TORONTO)
AGENT

17 ADDRESS 5800-40 KING ST W TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 3

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 3

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 778076577

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 1 20211109 1205 1590 3630 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 157 PRINCESS STREET, SUITE C300 TORONTO ON M5A 4M4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (TORONTO)(0193590.0222J JDYCK/LMITCHELL)

AGENT

17 ADDRESS 5800-40 KING ST W TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 4

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 4

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 769986747

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20210219 1218 1862 1583 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 5

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 5

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1442 1590 5886	

21 RECORD FILE NUMBER 769986747
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 6

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 768793203

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20201223 1206 1862 8086 P PPSA 10
DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7
DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9
COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X
YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1
*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 7

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 7

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1442 1590 5885	

21 RECORD FILE NUMBER 768793203
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 8

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 767501847

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20201106 1812 1862 4592 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET, 4TH FLOOR TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 9

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 9

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1441 1590 5884	

21 RECORD FILE NUMBER 767501847
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 10

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 758311515

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 1 20191205 1717 6083 7190 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DUNCAN MORIN LLP
AGENT

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 11

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	RENEWAL YEARS	CORRECT PERIOD
01	001	1		20220131 1440 1590 5882			
21	RECORD FILE NUMBER	758311515					
22	REFERENCED	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED			
			X	A AMENDMENT			
			FIRST GIVEN NAME	INITIAL SURNAME			
23	REFERENCE						
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH FILMS & TELEVISION INC.				
25	OTHER CHANGE						
26	REASON/ DESCRIPTION	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS					

02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
04/07	ASSIGNOR	ADDRESS	157 PRINCESS STREET, C300		TORONTO	ON M5A 4M4
29	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE					

09	COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10		YEAR	MAKE			MODEL	V.I.N.			

11	MOTOR									
12	VEHICLE									
13	GENERAL									
14	COLLATERAL									
15	DESCRIPTION									
16	REGISTERING AGENT OR	THORNTON GROUT FINNIGAN LLP (DJM/RN)								
17	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	3200-100 WELLINGTON STREET WEST				TORONTO		ON	M5K 1K7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 12

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 757741446

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20191119 1544 1862 2630 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (S.DECOPPI)

AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 13

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 13

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1435 1590 5879	

21	RECORD REFERENCED	FILE NUMBER	757741446			RENEWAL YEARS	CORRECT PERIOD
22		PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED			

			X	A AMENDMENT			
			FIRST GIVEN NAME	INITIAL SURNAME			

23 REFERENCE
24 DEBTOR/ TRANSFEROR BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL SURNAME		
-----	---------------	------------------	-----------------	--	--

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	YEAR	MAKE	MODEL	V.I.N.				
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11 MOTOR VEHICLE
12 GENERAL
13 COLLATERAL
14 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 14

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 757679148

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 002 20191118 1128 1862 2479 P PPSA 3

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA PERFORMERS' RIGHTS SOCIETY
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X V.I.N.

YEAR MAKE MODEL

11 MOTOR

12 VEHICLE

13 GENERAL ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY PURSUANT TO A
14 COLLATERAL SECURITY AGREEMENT MADE BY THE DEBTOR IN FAVOUR OF THE SECURED PARTY

15 DESCRIPTION IN RESPECT OF THE PRODUCTION CURRENTLY TITLED " BOOK HUNGRY BEARS-

16 REGISTERING ACTRA PERFORMERS' RIGHTS SOCIETY
AGENT

17 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 15

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 15

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 757679148

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 002 002 20191118 1128 1862 2479

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL SHARE A STORY "

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 16

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 16

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 756371421

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20191009 1537 1862 9619 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP (S.DECOPPI)

AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 17

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 17

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1435 1590 5878	

21 RECORD FILE NUMBER 756371421
REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
	X	A AMENDMENT		

22 REFERENCE
23 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
24 TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

04/07 ASSIGNOR
29 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR VEHICLE
12 GENERAL
13 COLLATERAL
14 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 18

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 754248627

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 002 20190809 0958 1862 5398 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN ST., 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA PERFORMERS' RIGHTS SOCIETY
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X V.I.N.

YEAR MAKE MODEL

11 MOTOR

12 VEHICLE

13 GENERAL ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY PURSUANT TO A
14 COLLATERAL SECURITY AGREEMENT MADE BY THE DEBTOR IN FAVOUR OF THE SECURED PARTY
15 DESCRIPTION IN RESPECT OF THE PRODUCTION CURRENTLY TITLED "VICIOUS FUN".

16 REGISTERING ACTRA PERFORMERS' RIGHTS SOCIETY
AGENT

17 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 19

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 19

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 754248627

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 002 002 20190809 0958 1862 5398

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT ACTRA

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17

ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 20

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 20

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	001		20191104 1017 1862 1374	
21	FILE NUMBER	754248627			

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	A AMENDMENT		

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ ADDING VICIOUS FUN PRODUCTIONS INC.AS DEBTOR.
27 DESCRIPTION

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME VICIOUS FUN PRODUCTIONS INC.

06
04/07 ADDRESS 35 BRITAIN ST. TORONTO ONTARIO CORPORATION NO. M5A 1R7

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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YEAR	MAKE	MODEL	V.I.N.
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11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR ACTRA PERFORMERS' RIGHTS SOCIETY
17 SECURED PARTY/ ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

ENQUIRY SEARCH RESPONSE

REPORT : PSSR060

PAGE : 21

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 750406023

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20190423 1102 1902 1357	P PPSA	07
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT KONICA MINOLTA BUSINESS SOLUTIONS (CANADA) LTD

09 ADDRESS 5035 SOUTH SERVICE ROAD BURLINGTON ON L7L 6M9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10		X		X				
	YEAR MAKE		MODEL		V.I.N.			

11 MOTOR

12 VEHICLE

13 GENERAL PHOTOCOPIERS AND PRINTERS WITH ALL ACCESSORIES

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT ESC CORPORATE SERVICES LTD.

17 ADDRESS 445 KING STREET WEST, SUITE 400 TORONTO ON M5V 1K4

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 22

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 22

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20190816 1533 1901 0270	

21 RECORD FILE NUMBER 750406023
REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		E TRANSFER		

22
23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC
TRANSFEROR

25 OTHER CHANGE
26 REASON/
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH POST INC

06
04/07 ADDRESS 35 BRITAIN STREET TORONTO ONTARIO CORPORATION NO. M5A 1R7

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR ESC CORPORATE SERVICES LTD.
17 SECURED PARTY/ ADDRESS 201-1325 POLSON DRIVE VERNON BC V1T 8H2
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 23

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 750192723

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20190416 1239 6083 1158	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA

LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT DUNCAN MORIN LLP

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 24

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 24

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	RENEWAL YEARS	CORRECT PERIOD
01	001	1		20220131 1434 1590 5876			
21	FILE NUMBER	750192723					
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	A AMENDMENT			
23	REFERENCE		FIRST GIVEN NAME	INITIAL SURNAME			
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH FILMS & TELEVISION INC.				
25	OTHER CHANGE						
26	REASON/ DESCRIPTION	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS					

02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
04/07	ASSIGNOR		157 PRINCESS STREET, C300		TORONTO	ON M5A 4M4
29	SECURED PARTY/LIEN CLAIMANT/ASSIGNEE					

08/09	COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10		YEAR	MAKE			MODEL	V.I.N.			

11	MOTOR VEHICLE									
12	GENERAL									
13	COLLATERAL									
14	DESCRIPTION									
15	REGISTERING AGENT OR	THORNTON GROUT FINNIGAN LLP (DJM/RN)								
16	SECURED PARTY/ LIEN CLAIMANT	ADDRESS	3200-100 WELLINGTON STREET WEST				TORONTO		ON	M5K 1K7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 25

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 738977931

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20180503 1559 1862 2245 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

ADDRESS 70 YORK STREET

TORONTO

ON M5J 1S9

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT CYBERBAHN

ADDRESS 400-333 BAY STREET

TORONTO

ON M5H 2R2

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 26

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 26

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1433 1590 5875	

21 RECORD FILE NUMBER 738977931
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 27

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 735955695

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	1		20180125 1326 6083 9490	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR NAME
 03 BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04	ADDRESS	35 BRITAIN STREET	TORONTO	ON	M5A 1R7
----	---------	-------------------	---------	----	---------

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR NAME
 06 BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT
 HSBC BANK CANADA

09	ADDRESS	70 YORK STREET	TORONTO	ON	M5J 1S9
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COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR VEHICLE
 12 GENERAL COLLATERAL
 13 DESCRIPTION
 14 REGISTERING AGENT

DUNCAN MORIN LLP

17	ADDRESS	60 ATLANTIC AVE., SUITE 200	TORONTO	ON	M6K 1X9
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*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 28

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 28

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1433 1590 5874	

21 RECORD FILE NUMBER 735955695
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

REPORT : PSSR060

RUN NUMBER : 053

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

PAGE : 29

RUN DATE : 2022/02/22

ENQUIRY SEARCH RESPONSE

ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 732755826

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	01	001		20171010 1043 1529 9094	P PPSA	5
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS AND TE

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT NISSAN CANADA FINANCE A DIVISION OF NISSAN CANADA INC.

09 ADDRESS 5290 ORBITOR DRIVE MISSISSAUGA ON L4W 4Z5

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10				X	X	59182	02OCT2021		
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR 2017 NISSAN	MURANO	5N1AZ2MH7HN191819
----------------------	--------	-------------------

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT D+H LIMITED PARTNERSHIP

17 ADDRESS SUITE 200, 4126 NORLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 30

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 30

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20171012 1452 1530 0063	

21 RECORD FILE NUMBER 732755826
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS AND TE
TRANSFEROR
25 OTHER CHANGE
26 REASON/ TO CHANGE DEBTOR'S NAME FROM BREAKTHROUGH FILMS AND TE TO
27 DESCRIPTION BREAKTHROUGH FILMS AND TELEVISION INC.

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS AND TELEVISION INC.
06 ONTARIO CORPORATION NO.
04/07 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT	MATURITY OR	MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR CANADIAN SECURITIES REGISTRATION SYSTEMS
17 SECURED PARTY/ ADDRESS 4126 NORLAND AVENUE BURNABY BC V5G 3S8
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 31

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 732060621

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20170919 1717 1862 4951	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
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11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 32

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 32

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	RENEWAL YEARS	CORRECT PERIOD
01	001	1		20220131 1253 1590 5873			
21	FILE NUMBER	732060621					
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	A AMENDMENT			
23	REFERENCE		FIRST GIVEN NAME	INITIAL SURNAME			
24	DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH FILMS & TELEVISION INC.				
25	OTHER CHANGE						
26	REASON/ DESCRIPTION	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS					

02/ DEBTOR/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4 ONTARIO CORPORATION NO.

29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR VEHICLE GENERAL

14 COLLATERAL DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 33

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 33

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 731869623

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 1 20170913 1712 6083 5806 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DUNCAN MORIN LLP
AGENT

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 34

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 34

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1253 1590 5872	

21 RECORD FILE NUMBER 731869623
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 35

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 730168335

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20170725 1110 1862 0492 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 36

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1249 1590 5870	

21 RECORD FILE NUMBER 730168335
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
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10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 37

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 726570747

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 1 20170412 1515 6083 1350 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DUNCAN MORIN LLP
AGENT

17 ADDRESS 60 ATLANTIC AVE., SUITE 200 TORONTO ON M6K 1X9

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 38

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 38

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1246 1590 5866	

21 RECORD FILE NUMBER 726570747
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 39

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 724386879

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	001	001		20170126 1537 1862 6415	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR NAME
 03 BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.
 ON M5A 1R7

04	ADDRESS	35 BRITAIN STREET	TORONTO
05	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL SURNAME

05 DEBTOR NAME
 06 BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT
 HSBC BANK CANADA

09	ADDRESS	70 YORK STREET	TORONTO	ON	M5J 1S9
----	---------	----------------	---------	----	---------

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X					
	YEAR MAKE			MODEL		V.I.N.			

11 MOTOR VEHICLE
 12 GENERAL
 13 COLLATERAL
 14 DESCRIPTION
 15 REGISTERING AGENT

DENTONS CANADA LLP - JODI BORRELLI SF

17	ADDRESS	77 KING STREET WEST, SUITE 400 TD CENTRE	TORONTO	ON	M5K 0A1
----	---------	--	---------	----	---------

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 40

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1246 1590 5864	

21 RECORD FILE NUMBER 724386879
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 41

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 723174354

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20161207 0948 1862 2340 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DENTONS CANADA LLP - JODI BORRELLI
AGENT

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 42

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 42

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1240 1590 5859	

21 RECORD FILE NUMBER 723174354

REFERENCED

PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT YEARS PERIOD

22 X A AMENDMENT

FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD

27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06

04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				
YEAR	MAKE			MODEL		V.I.N.			

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 43

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 720635949

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20160915 1519 1862 5974 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DENTONS CANADA LLP - JODI BORRELLI
AGENT

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 44

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 44

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1239 1590 5858	

21 RECORD FILE NUMBER 720635949

REFERENCED

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
		X A AMENDMENT		

22

FIRST GIVEN NAME	INITIAL	SURNAME
------------------	---------	---------

23 REFERENCE

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
 TRANSFEROR

25 OTHER CHANGE

26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06

ADDRESS	TORONTO	ONTARIO CORPORATION NO.
04/07 157 PRINCESS STREET, C300		ON M5A 4M4

29 ASSIGNOR
 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				
10 YEAR	MAKE			MODEL		V.I.N.			

11 MOTOR
 12 VEHICLE
 13 GENERAL
 14 COLLATERAL
 15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 45

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 719666217

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20160816 1732 1862 3634 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DENTONS CANADA LLP - JODI BORRELLI
AGENT

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 46

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 46

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1239 1590 5857	

21 RECORD FILE NUMBER 719666217
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR

25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

28
02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ONTARIO CORPORATION NO. M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT DATE OF MATURITY OR MATURITY DATE

10 X X X X X
YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 47

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 719621433

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 001 20160815 1736 1862 3530 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET, 2ND FLOOR TORONTO

ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO

ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT MILLER THOMSON LLP

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 48

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1238 1590 5856	

21 RECORD FILE NUMBER 719621433
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 49

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713581776

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 002 20160126 1147 1862 8214 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA PERFORMERS' RIGHTS SOCIETY
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY PURSUANT TO A

14 COLLATERAL SECURITY AGREEMENT MADE BY THE DEBTOR IN FAVOUR OF THE SECURED PARTY

15 DESCRIPTION IN RESPECT OF THE PRODUCTION CURRENTLY TITLED " THE ADVENTURES OF

16 REGISTERING ACTRA PERFORMERS' RIGHTS SOCIETY

AGENT

17 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 50

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 50

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713581776

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 002 002 20160126 1147 1862 8214

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL NAPKIN MAN - INTERACTIVE GAMES "

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 51

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	001		20210122 0933 1862 9678	

RECORD REFERENCED	FILE NUMBER				RENEWAL YEARS	CORRECT PERIOD
21		713581776				

PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22	X	B RENEWAL	3	

REFERENCE	FIRST GIVEN NAME	INITIAL	SURNAME
23			

DEBTOR/ TRANSFEROR	BUSINESS NAME	BREAKTHROUGH FILMS & TELEVISION INC.
24		

25 OTHER CHANGE
26 REASON/
27 DESCRIPTION

DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02/05				

TRANSFEE/BUSINESS NAME	BUSINESS NAME	ONTARIO CORPORATION NO.
03/06		

ASSIGNOR ADDRESS	ADDRESS
04/07	

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE	ADDRESS
29	

COLLATERAL CLASSIFICATION	ADDRESS
08/09	

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10								

MOTOR VEHICLE GENERAL	YEAR	MAKE	MODEL	V.I.N.
11				

12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	ACTRA PERFORMERS' RIGHTS SOCIETY	TORONTO	ON	M4Y 2G1
16		625 CHURCH STREET, SUITE 300			

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 52

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713442132

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20160120 1211 1862 7819 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DENTONS CANADA LLP - JODI BORRELLI
AGENT

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 53

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 53

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20220131 1234 1590 5855	
21	FILE NUMBER	713442132			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	X	A AMENDMENT	RENEWAL YEARS CORRECT PERIOD
			FIRST GIVEN NAME	INITIAL SURNAME	

23 REFERENCE
 24 DEBTOR/ TRANSFEROR BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
 25 OTHER CHANGE
 26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD
 27 DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	ONTARIO CORPORATION NO.
03/06	BUSINESS NAME		BREAKTHROUGH FILMS & TELEVISION INC.			
04/07	ADDRESS		157 PRINCESS STREET, C300		TORONTO	ON M5A 4M4

29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
 09 ADDRESS COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
10	X	X	X	X	X				
	YEAR	MAKE		MODEL		V.I.N.			

11 MOTOR VEHICLE
 12 GENERAL
 13 COLLATERAL
 14 DESCRIPTION
 15 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
 16 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
 17 LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

PROVINCE OF ONTARIO

MINISTRY OF GOVERNMENT SERVICES

REPORT : PSSR060

RUN NUMBER : 053

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM

PAGE : 54

RUN DATE : 2022/02/22

ENQUIRY SEARCH RESPONSE

ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.

FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713398473

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 001 002 20160119 1007 1862 7675 P PPSA 5

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA PERFORMERS' RIGHTS SOCIETY

LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY PURSUANT TO A

14 COLLATERAL SECURITY AGREEMENT MADE BY THE DEBTOR IN FAVOUR OF THE SECURED PARTY

15 DESCRIPTION IN RESPECT OF THE PRODUCTION CURRENTLY TITLED "MAX & SHRED GAME".

16 REGISTERING ACTRA PERFORMERS' RIGHTS SOCIETY

AGENT

17 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 55

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 713398473

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 002 002 20160119 1007 1862 7675

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 56

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 56

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	001		20210118 0911 1862 9307	
21	RECORD FILE NUMBER	713398473			

REFERENCED	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED	RENEWAL YEARS	CORRECT PERIOD
22		X	B RENEWAL	3	

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME

06

ONTARIO CORPORATION NO.

04/07 ADDRESS

29 ASSIGNOR

SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER	MOTOR VEHICLE	DATE OF	NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	AMOUNT	MATURITY OR	MATURITY DATE

10

YEAR	MAKE	MODEL	V.I.N.
------	------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR ACTRA PERFORMERS' RIGHTS SOCIETY

17 SECURED PARTY/ ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 57

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 57

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 702227583

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20141209 1606 1862 6837 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 35 BRITAIN STREET TORONTO ON M5A 1R7

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING DENTONS CANADA LLP - JODI BORRELLI
AGENT

17 ADDRESS 77 KING STREET WEST, SUITE 400 TD CENTRE TORONTO ON M5K 0A1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 58

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 58

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1233 1590 5854	

21 RECORD FILE NUMBER 702227583 REFERENCED

22 PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT YEARS PERIOD

23 REFERENCE X A AMENDMENT

24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC. INITIAL SURNAME

25 TRANSFEROR

26 OTHER CHANGE

27 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO ADD DESCRIPTION COLLATERAL CLASSIFICATION "MOTOR VEHICLE INCLUDED"

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/

03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC. ONTARIO CORPORATION NO.

06 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

04/07

29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
	X	X	X	X	X				

10 YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)

17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7

LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 59

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 698523336

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 001 20140731 1422 1862 7670 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / HSBC BANK CANADA
LIEN CLAIMANT

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X X

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING MILLER THOMSON LLP
AGENT

17 ADDRESS 40 KING STREET WEST, SUITE 5800 TORONTO ON M5H 3S1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 60

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 60

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1232 1590 5852	

21 RECORD FILE NUMBER 698523336
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08 ADDRESS

09 COLLATERAL CLASSIFICATION
CONSUMER MOTOR VEHICLE NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

PROVINCE OF ONTARIO
 MINISTRY OF GOVERNMENT SERVICES
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
 PAGE : 61

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 691113132

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01	01	003		20131016 1438 1530 3980	P PPSA	10
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DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
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02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
---------------	------------------	---------	---------

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT HSBC BANK CANADA

09 ADDRESS 70 YORK STREET TORONTO ON M5J 1S9

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10	X	X	X	X	X				
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YEAR MAKE	MODEL	V.I.N.
-----------	-------	--------

11 MOTOR

12 VEHICLE

13 GENERAL GENERAL SECURITY AGREEMENT

14 COLLATERAL ALL OF THE DEBTOR'S PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY AND

15 DESCRIPTION AN UNCRYSTALLIZED FLOATING CHARGE ON LAND.

16 REGISTERING AGENT D+H LIMITED PARTNERSHIP

17 ADDRESS SUITE 200, 4126 NORLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 62

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 62

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 691113132

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 02 003 20131016 1438 1530 3980

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL

14 COLLATERAL THIS IS A RE-REGISTRATION OF REGISTRATION NUMBER

15 DESCRIPTION 2007122111331862 1489, REFERENCE FILE NUMBER 641569932 MADE

16 REGISTERING
AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 63

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 63

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 691113132

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 03 003 20131016 1438 1530 3980

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL PURSUANT TO SECTION 30(6) OF THE PERSONAL PROPERTY SECURITY ACT.

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17

ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 64

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
	001	1		20220131 1230 1590 5851	

21 RECORD FILE NUMBER 691113132
REFERENCED
PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT
YEARS PERIOD

22 X A AMENDMENT
FIRST GIVEN NAME INITIAL SURNAME

23 REFERENCE
24 DEBTOR/ BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.
TRANSFEROR
25 OTHER CHANGE
26 REASON/ AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS
27 DESCRIPTION

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR/
03/ TRANSFEREE BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

06 ONTARIO CORPORATION NO.
04/07 ADDRESS 157 PRINCESS STREET, C300 TORONTO ON M5A 4M4

29 ASSIGNOR
SECURED PARTY/LIEN CLAIMANT/ASSIGNEE

08
09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------------	------------------------	--------	------------------	----	------------------------

10 YEAR MAKE MODEL V.I.N.

11 MOTOR
12 VEHICLE
13 GENERAL

14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT OR THORNTON GROUT FINNIGAN LLP (DJM/RN)
17 SECURED PARTY/ ADDRESS 3200-100 WELLINGTON STREET WEST TORONTO ON M5K 1K7
LIEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

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RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 65

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 682973595

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD

01 001 002 20121119 1635 1862 2574 P PPSA 10

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME BREAKTHROUGH FILMS & TELEVISION INC.

ONTARIO CORPORATION NO.

04 ADDRESS 122 SHERBOURNE STREET TORONTO ON M5A 2R4

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ACTRA PERFORMERS' RIGHTS SOCIETY
LIEN CLAIMANT

09 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

10 X X X X V.I.N.

YEAR MAKE MODEL

11 MOTOR

12 VEHICLE

13 GENERAL ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY PURSUANT TO A

14 COLLATERAL SECURITY AGREEMENT MADE BY THE DEBTOR IN FAVOUR OF THE SECURED PARTY

15 DESCRIPTION IN RESPECT OF THE PRODUCTION CURRENTLY TITLED " PICNICFACE PLAYGROUND

16 REGISTERING ACTRA PERFORMERS' RIGHTS SOCIETY

AGENT

17 ADDRESS 625 CHURCH STREET, SUITE 300 TORONTO ON M4Y 2G1

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 66

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 66

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER

00 682973595

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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01 002 002 20121119 1635 1862 2574

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02 DEBTOR

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

05 DEBTOR

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY /
LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
----------------	-----------	-----------	----------	-------	------------------------	--------	------------------	----	------------------------

10

YEAR MAKE MODEL V.I.N.

11 MOTOR

12 VEHICLE

13 GENERAL - DIGITAL MEDIA "

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING

AGENT

17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

67

RUN NUMBER : 053
 RUN DATE : 2022/02/22
 ID : 20220222122657.30

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
 FILE CURRENCY : 21FEB 2022

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
778066893	20211109 0950 1590 3539			
778076577	20211109 1205 1590 3630			
769986747	20210219 1218 1862 1583	20220131 1442 1590 5886		
768793203	20201223 1206 1862 8086	20220131 1442 1590 5885		
767501847	20201106 1812 1862 4592	20220131 1441 1590 5884		
758311515	20191205 1717 6083 7190	20220131 1440 1590 5882		
757741446	20191119 1544 1862 2630	20220131 1435 1590 5879		
757679148	20191118 1128 1862 2479			
756371421	20191009 1537 1862 9619	20220131 1435 1590 5878		
754248627	20190809 0958 1862 5398	20191104 1017 1862 1374		
750406023	20190423 1102 1902 1357	20190816 1533 1901 0270		
750192723	20190416 1239 6083 1158	20220131 1434 1590 5876		
738977931	20180503 1559 1862 2245	20220131 1433 1590 5875		
735955695	20180125 1326 6083 9490	20220131 1433 1590 5874		
732755826	20171010 1043 1529 9094	20171012 1452 1530 0063		
732060621	20170919 1717 1862 4951	20220131 1253 1590 5873		
731869623	20170913 1712 6083 5806	20220131 1253 1590 5872		
730168335	20170725 1110 1862 0492	20220131 1249 1590 5870		
726570747	20170412 1515 6083 1350	20220131 1246 1590 5866		
724386879	20170126 1537 1862 6415	20220131 1246 1590 5864		
723174354	20161207 0948 1862 2340	20220131 1240 1590 5859		
720635949	20160915 1519 1862 5974	20220131 1239 1590 5858		
719666217	20160816 1732 1862 3634	20220131 1239 1590 5857		
719621433	20160815 1736 1862 3530	20220131 1238 1590 5856		
713581776	20160126 1147 1862 8214	20210122 0933 1862 9678		
713442132	20160120 1211 1862 7819	20220131 1234 1590 5855		
713398473	20160119 1007 1862 7675	20210118 0911 1862 9307		
702227583	20141209 1606 1862 6837	20220131 1233 1590 5854		
698523336	20140731 1422 1862 7670	20220131 1232 1590 5852		
691113132	20131016 1438 1530 3980	20220131 1230 1590 5851		

RUN NUMBER : 053
RUN DATE : 2022/02/22
ID : 20220222122657.30
TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : BREAKTHROUGH FILMS & TELEVISION INC.
FILE CURRENCY : 21FEB 2022

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY SEARCH RESPONSE

REPORT : PSSR060
PAGE : 68

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
682973595	20121119	1635	1862	2574

58 REGISTRATIONS ARE REPORTED IN THIS ENQUIRY RESPONSE.

Enquiry Result

File Currency: 21FEB 2022







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Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH MERCHANDISING INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	649928061	1	1	1	3	14NOV 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
649928061		001	001		20081114 0924 1862 3511	P PPSA	5		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	1706184 ONTARIO INC.								
	Address				City	Province	Postal Code		
	122 SHERBOURNE STREET				TORONTO	ON	M5A 2R4		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	HSBC BANK CANADA								
	Address				City	Province	Postal Code		
	70 YORK STREET				TORONTO	ON	M5J 1S9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	PURSUANT TO A GENERAL SECURITY AGREEMENT AND A GUARANTEE AND POSTPONEMENT OF CLAIM IN CONNECTION WITH AN OFFER LETTER BETWEEN BREAKTHROUGH ENTERPRISES INC. AND HSBC BANK CANADA								
Registering Agent	Registering Agent								
	HEENAN BLAIKIE LLP								

	Address	City	Province	Postal Code
	200 BAY STREET, SUITE 2600	TORONTO	ON	M5J 2J4

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH MERCHANDISING INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	649928061	1	1	2	3				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		01	001		20131105 1036 1529 1626				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	649928061		X	B RENEWAL	10				
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name		1706184 ONTARIO INC.						
Other Change	Other Change								
Reason / Description	Reason / Description								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name		Ontario Corporation Number						
	Address		City	Province	Postal Code				
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address		City	Province	Postal Code				
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make		Model		V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	CANADIAN SECURITIES REGISTRATION SYSTEMS								
	Address		City	Province	Postal				

				Code
	4126 NORLAND AVENUE	BURNABY	BC	V5G 3S8

CONTINUED

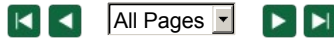
Type of Search	Business Debtor										
Search Conducted On	BREAKTHROUGH MERCHANDISING INC.										
File Currency	21FEB 2022										
	File Number	Family	of Families	Page						of Pages	
	649928061	1	1	3						3	
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT											
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number				Registered Under		
		001	1		20220131 0829 1590 5729						
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period					
	649928061		X	A AMNDMNT							
Reference Debtor/ Transferor	First Given Name			Initial	Surname						
	Business Debtor Name										
	1706184 ONTARIO INC.										
Other Change	Other Change										
Reason / Description	Reason / Description										
	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW CORPORATE NAME AND ADDRESS, AND TO DELETE GENERAL COLLATERAL DESCRIPTION										
Debtor/ Transferee	Date of Birth	First Given Name			Initial	Surname					
	Business Debtor Name							Ontario Corporation Number			
	BREAKTHROUGH MERCHANDISING INC.										
	Address				City	Province	Postal Code				
	157 PRINCESS STREET, C300				TORONTO	ON	M5A 4M4				
Assignor Name	Assignor Name										
Secured Party	Secured party, lien claimant, assignee										
	Address				City	Province	Postal Code				
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date		
		X	X	X	X	X					
Motor Vehicle Description	Year	Make			Model			V.I.N.			
General Collateral Description	General Collateral Description										
Registering Agent	Registering Agent or Secured Party/ Lien Claimant										
	THORNTON GROUT FINNIGAN LLP (DJM/RN)										
	Address				City	Province	Postal				

				Code
	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

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Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH NEW MEDIA INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	649927629	1	2	1	5	14NOV 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
649927629		001	001		20081114 0918 1862 3472	P PPSA	5		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH NEW MEDIA INC.								
	Address				City	Province	Postal Code		
	122 SHERBOURNE STREET				TORONTO	ON	M5A 2R4		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	HSBC BANK CANADA								
	Address				City	Province	Postal Code		
	70 YORK STREET				TORONTO	ON	M5J 1S9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	PURSUANT TO A GENERAL SECURITY AGREEMENT AND A GUARANTEE AND POSTPONEMENT OF CLAIM IN CONNECTION WITH AN OFFER LETTER BETWEEN BREAKTHROUGH ENTERPRISES INC. AND HSBC BANK CANADA								
Registering Agent	Registering Agent								
	HEENAN BLAIKIE LLP								

	Address	City	Province	Postal Code
	200 BAY STREET, SUITE 2600	TORONTO	ON	M5J 2J4

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH NEW MEDIA INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	649927629	1	2	2	5				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		01	001		20131105 1938 1531 9184				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	649927629		X	B RENEWAL	10				
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name BREAKTHROUGH NEW MEDIA INC.								
Other Change	Other Change								
Reason / Description	Reason / Description								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name								
							Ontario Corporation Number		
	Address			City	Province	Postal Code			
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make	Model		V.I.N.				
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	CANADIAN SECURITIES REGISTRATION SYSTEMS								
	Address			City	Province	Postal			

				Code
	4126 NORLAND AVENUE	BURNABY	BC	V5G 3S8

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH NEW MEDIA INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	649927629	1	2	3	5				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		001	1		20220131 1113 1590 5791				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	649927629		X	A AMNDMNT					
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name	BREAKTHROUGH NEW MEDIA INC.							
Other Change	Other Change								
Reason / Description	Reason / Description								
	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO DELETE GENERAL COLLATERAL DESCRIPTION								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH NEW MEDIA INC.								
	Address			City	Province	Postal Code			
	157 PRINCESS STREET, C300			TORONTO	ON	M5A 4M4			
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make	Model		V.I.N.				
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	THORNTON GROUT FINNIGAN LLP (DJM/RN)								
	Address			City	Province	Postal			

				Code
	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

END OF FAMILY

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH NEW MEDIA INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	692776602	2	2	4	5	23DEC 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
692776602		001	001		20131223 1645 1862 2245	P PPSA	10		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH NEW MEDIA INC.								
	Address				City	Province	Postal Code		
	122 SHERBOURNE STREET				TORONTO	ON	M5A 2R4		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	HSBC BANK CANADA								
	Address				City	Province	Postal Code		
	70 YORK STREET				TORONTO	ON	M5J 1S9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent								
	BORDEN LADNER GERVAIS LLP (J.F. DYCK)								
	Address				City	Province	Postal Code		
	40 KING STREET WEST, SUITE 4400				TORONTO	ON	M5H 3Y4		

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Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH NEW MEDIA INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	692776602	2	2	5	5				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		001	1		20220131 1112 1590 5788				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	692776602		X	A AMNDMNT					
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name								
	BREAKTHROUGH NEW MEDIA INC.								
Other Change	Other Change								
Reason / Description	Reason / Description								
	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name						Ontario Corporation Number		
	BREAKTHROUGH NEW MEDIA INC.								
	Address			City	Province	Postal Code			
	157 PRINCESS STREET, C300			TORONTO	ON	M5A 4M4			
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model		V.I.N.		
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	THORNTON GROUT FINNIGAN LLP (DJM/RN)								
	Address				City	Province	Postal		

				Code
	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

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Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	649927638	1	3	1	9	14NOV 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
649927638		001	001		20081114 0918 1862 3473	P PPSA	5		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH POST INC.								
	Address				City	Province	Postal Code		
	122 SHERBOURNE STREET				TORONTO	ON	M5A 2R4		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	HSBC BANK CANADA								
	Address				City	Province	Postal Code		
	70 YORK STREET				TORONTO	ON	M5J 1S9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	PURSUANT TO A GENERAL SECURITY AGREEMENT AND A GUARANTEE AND POSTPONEMENT OF CLAIM IN CONNECTION WITH AN OFFER LETTER BETWEEN BREAKTHROUGH ENTERPRISES INC. AND HSBC BANK CANADA								
Registering Agent	Registering Agent								
	HEENAN BLAIKIE LLP								

	Address	City	Province	Postal Code
	200 BAY STREET, SUITE 2600	TORONTO	ON	M5J 2J4

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	649927638	1	3	2	9				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		01	001		20131105 1938 1531 9206				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	649927638		X	B RENEWAL	10				
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name		BREAKTHROUGH POST INC.						
Other Change	Other Change								
Reason / Description	Reason / Description								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name		Ontario Corporation Number						
	Address		City	Province	Postal Code				
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address		City	Province	Postal Code				
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make		Model		V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	CANADIAN SECURITIES REGISTRATION SYSTEMS								
	Address		City	Province	Postal				

				Code
	4126 NORLAND AVENUE	BURNABY	BC	V5G 3S8

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	649927638	1	3	3	9				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		001	1		20220131 1108 1590 5783				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	649927638		X	A AMNDMNT					
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name BREAKTHROUGH POST INC.								
Other Change	Other Change								
Reason / Description	Reason / Description AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS AND TO DELETE GENERAL COLLATERAL DESCRIPTION								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name BREAKTHROUGH POST INC.								
	Address			City	Province	Postal Code			
	157 PRINCESS STREET, C300			TORONTO	ON	M5A 4M4			
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make	Model		V.I.N.				
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant THORNTON GROUT FINNIGAN LLP (DJM/RN)								
	Address			City	Province	Postal			

				Code
	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

END OF FAMILY

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	750406023	2	3	4	9	23APR 2026			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
750406023		001	1		20190423 1102 1902 1357	P PPSA	07		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH FILMS & TELEVISION INC								
	Address				City	Province	Postal Code		
	35 BRITAIN STREET				TORONTO	ON	M5A 1R7		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	KONICA MINOLTA BUSINESS SOLUTIONS (CANADA) LTD								
	Address				City	Province	Postal Code		
	5035 SOUTH SERVICE ROAD				BURLINGTON	ON	L7L 6M9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
			X		X				
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	PHOTOCOPIERS AND PRINTERS WITH ALL ACCESSORIES								
Registering Agent	Registering Agent								
	ESC CORPORATE SERVICES LTD.								
	Address				City	Province	Postal Code		
	445 KING STREET WEST, SUITE 400				TORONTO	ON	M5V 1K4		

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Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	750406023	2	3	5	9				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		001	1		20190816 1533 1901 0270				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	750406023			E TRANSFER					
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name								
	BREAKTHROUGH FILMS & TELEVISION INC								
Other Change	Other Change								
Reason / Description	Reason / Description								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name						Ontario Corporation Number		
	BREAKTHROUGH POST INC								
	Address			City	Province	Postal Code			
	35 BRITAIN STREET			TORONTO	ON	M5A 1R7			
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	ESC CORPORATE SERVICES LTD.								
	Address				City	Province	Postal		

				Code
	201-1325 POLSON DRIVE	VERNON	BC	V1T 8H2

END OF FAMILY

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	768386313	3	3	6	9	08DEC 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
768386313		01	004		20201208 1032 8077 8996	P PPSA	3		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH POST INC.								
	Address				City	Province	Postal Code		
	35 BRITAIN STREET				TORONTO	ON	M5A 1R7		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	RCAP LEASING INC.								
	Address				City	Province	Postal Code		
	5575 NORTH SERVICE RD, STE 300				BURLINGTON	ON	L7L 6M1		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
			X	X	X				X
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	ALL COMPUTER EQUIPMENT FROM TIME TO TIME LEASED BY THE SECURED PARTY TO THE DEBTOR AS DESCRIBED ON LEASES, CONDITIONAL SALES AGREEMENTS AND ANY OTHER FINANCING AGREEMENTS ENTERED INTO BETWEEN								
Registering Agent	Registering Agent								
	REGISTRY = RECOVERY INC.								
	Address				City	Province	Postal Code		
	1551 THE QUEENSWAY				TORONTO	ON	M8Z 1T5		

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	768386313	3	3	7	9	08DEC 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
768386313		02	004		20201208 1032 8077 8996				
Individual Debtor	Date of Birth	First Given Name		Initial	Surname				
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Individual Debtor	Date of Birth	First Given Name		Initial	Surname				
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Secured Party	Secured Party / Lien Claimant								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	THE SECURED PARTY AND THE DEBTOR FROM TIME TO TIME AND ANY PROCEEDS THEREOF, TOGETHER WITH ALL REPLACEMENT PARTS, ACCESSORIES AND ATTACHMENTS.(1) QSCAN PRO - INCLUDES 4 CONCURRENT FILES, SERVER								
Registering Agent	Registering Agent								
	Address			City	Province	Postal Code			

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	768386313	3	3	8	9	08DEC 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
768386313		03	004		20201208 1032 8077 8996				
Individual Debtor	Date of Birth	First Given Name		Initial	Surname				
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Individual Debtor	Date of Birth	First Given Name		Initial	Surname				
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Secured Party	Secured Party / Lien Claimant								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	SOFTWARE AND CLIENT CONNECTION (1) SUPPORT - TECHNICAL SUPPORT FOR PERPETUAL LICENSES (1) QSCAN RACKMOUNT WORKSTATION SN 15026135 INCL ALL ACCESSORIES								
Registering Agent	Registering Agent								
	Address			City	Province	Postal Code			

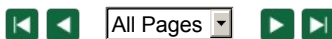
CONTINUED

Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH POST INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	768386313	3	3	9	9	08DEC 2023			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
768386313		04	004		20201208 1032 8077 8996				
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Secured Party	Secured Party / Lien Claimant								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent								
	Address			City	Province	Postal Code			

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Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH PUBLISHING INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	707853069	1	1	1	2	08JUL 2025			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
707853069		001	001		20150708 1622 1862 2837	P PPSA	10		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH PUBLISHING INC.								
	Address				City	Province	Postal Code		
	35 BRITAIN STREET				TORONTO	ON	M5A 1R7		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	HSBC BANK CANADA								
	Address				City	Province	Postal Code		
	70 YORK STREET				TORONTO	ON	M5J 1S9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent								
	MILLER THOMSON LLP								

	Address	City	Province	Postal Code
	40 KING STREET WEST, SUITE 5800	TORONTO	ON	M5H 3S1

CONTINUED

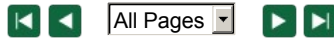
Type of Search	Business Debtor								
Search Conducted On	BREAKTHROUGH PUBLISHING INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	707853069	1	1	2	2				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		001	1		20220131 1107 1590 5782				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	707853069		X	A AMNDMNT					
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name	BREAKTHROUGH PUBLISHING INC.							
Other Change	Other Change								
Reason / Description	Reason / Description								
	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name					Ontario Corporation Number			
	BREAKTHROUGH PUBLISHING INC.								
	Address			City	Province	Postal Code			
	157 PRINCESS STREET, C300			TORONTO	ON	M5A 4M4			
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address			City	Province	Postal Code			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model		V.I.N.		
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	THORNTON GROUT FINNIGAN LLP (DJM/RN)								
	Address				City	Province	Postal		

				Code
	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

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Type of Search	Business Debtor								
Search Conducted On	OAK ROOM PRODUCTIONS INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	748282338	1	2	1	4	12FEB 2024			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
748282338		001	002		20190212 1056 1862 2543	P PPSA	5		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	OAK ROOM PRODUCTIONS INC.								
	Address				City	Province	Postal Code		
	35 BRITAIN STREET				TORONTO	ON	M5A 1R7		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	ACTRA PERFORMERS' RIGHTS SOCIETY								
	Address				City	Province	Postal Code		
	625 CHURCH STREET, SUITE 300				TORONTO	ON	M4Y 2G1		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X				
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
	ALL PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY PURSUANT TO A SECURITY AGREEMENT MADE BY THE DEBTOR IN FAVOUR OF THE SECURED PARTY IN RESPECT OF THE PRODUCTION CURRENTLY TITLED " THE OAK ROOM " .								
Registering Agent	Registering Agent								
	ACTRA PERFORMERS' RIGHTS SOCIETY								

	Address	City	Province	Postal Code
	625 CHURCH STREET, SUITE 300	TORONTO	ON	M4Y 2G1

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	OAK ROOM PRODUCTIONS INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	748282338	1	2	2	4	12FEB 2024			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
748282338		002	002		20190212 1056 1862 2543				
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address			City	Province	Postal Code			
Secured Party	Secured Party / Lien Claimant								
	ACTRA								
	Address			City	Province	Postal Code			
	625 CHURCH STREET, SUITE 300			TORONTO	ON	M4Y2G1			
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent								
	Address			City	Province	Postal Code			

END OF FAMILY

Type of Search	Business Debtor								
Search Conducted On	OAK ROOM PRODUCTIONS INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages	Expiry Date	Status		
	750192651	2	2	3	4	16APR 2024			
FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN									
File Number	Caution Filing	Page of	Total Pages	Motor Vehicle Schedule	Registration Number	Registered Under	Registration Period		
750192651		001	1		20190416 1239 6083 1156	P PPSA	5		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	OAK ROOM PRODUCTIONS INC.								
	Address				City	Province	Postal Code		
	35 BRITAIN STREET				TORONTO	ON	M5A 1R7		
Individual Debtor	Date of Birth	First Given Name			Initial	Surname			
Business Debtor	Business Debtor Name					Ontario Corporation Number			
	Address				City	Province	Postal Code		
Secured Party	Secured Party / Lien Claimant								
	HSBC BANK CANADA								
	Address				City	Province	Postal Code		
	70 YORK STREET				TORONTO	ON	M5J 1S9		
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
		X	X	X	X	X			
Motor Vehicle Description	Year	Make			Model	V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent								
	DUNCAN MORIN LLP								
	Address				City	Province	Postal Code		
	60 ATLANTIC AVE., SUITE 200				TORONTO	ON	M6K 1X9		

CONTINUED

Type of Search	Business Debtor								
Search Conducted On	OAK ROOM PRODUCTIONS INC.								
File Currency	21FEB 2022								
	File Number	Family	of Families	Page	of Pages				
	750192651	2	2	4	4				
FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT									
	Cautious Filing	Page of	Total Pages	Motor Vehicle Schedule Attached	Registration Number	Registered Under			
		001	1		20220131 1102 1590 5780				
Record Referenced	File Number	Page Amended	No Specific Page Amended	Change Required	Renewal Years	Correct Period			
	750192651		X	A AMNDMNT					
Reference Debtor/ Transferor	First Given Name	Initial	Surname						
	Business Debtor Name		OAK ROOM PRODUCTIONS INC.						
Other Change	Other Change								
Reason / Description	Reason / Description								
	AMEND REGISTRATION TO REFLECT DEBTOR'S NEW ADDRESS								
Debtor/ Transferee	Date of Birth	First Given Name	Initial	Surname					
	Business Debtor Name		Ontario Corporation Number						
	OAK ROOM PRODUCTIONS INC.								
	Address		City	Province	Postal Code				
	157 PRINCESS STREET, C300		TORONTO	ON	M5A 4M4				
Assignor Name	Assignor Name								
Secured Party	Secured party, lien claimant, assignee								
	Address		City	Province	Postal Code				
Collateral Classification	Consumer Goods	Inventory	Equipment	Accounts	Other	Motor Vehicle Included	Amount	Date of Maturity or	No Fixed Maturity Date
Motor Vehicle Description	Year	Make		Model		V.I.N.			
General Collateral Description	General Collateral Description								
Registering Agent	Registering Agent or Secured Party/ Lien Claimant								
	THORNTON GROUT FINNIGAN LLP (DJM/RN)								
	Address			City			Province	Postal	

				Code
	3200-100 WELLINGTON STREET WEST	TORONTO	ON	M5K 1K7

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APPENDIX “C”

Consolidated Cash Flows of: Breakthrough Enterprises Inc., Breakthrough Films & Television Inc., Breakthrough Entertainment Inc., Breakthrough New Media Inc., Breakthrough Publishing Inc. Breakthrough Post Inc., 1706184 Ontario Inc., 2447134 Ontario Inc. and Oak Room Productions Inc. (collectively "Breakthrough Group of Companies")

Weekly Cash Flow Forecast

For the period from January 29, 2022 to April 29, 2022


in thousands \$CDN

Week Ending	Notes	04-Feb-22 1	11-Feb-22 2	18-Feb-22 3	25-Feb-22 4	04-Mar-22 5	11-Mar-22 6	18-Mar-22 7	25-Mar-22 8	01-Apr-22 9	08-Apr-22 10	15-Apr-22 11	22-Apr-22 12	29-Apr-22 13	TOTAL
Receipts															
Sales to International Broadcasters	2	53	53	53	53	17	17	17	17	8	8	8	8	8	319
Royalty Receipts	3	12	12	12	12	12	12	12	12	10	10	10	10	10	147
Fees from Productions	4	3	3	78	3	20	3	20	3	2	20	2	80	2	238
Sale of Development Assets	5	-	-	-	-	-	100	-	-	-	-	-	-	-	100
Total Receipts		68	68	143	68	49	132	49	32	20	37	20	98	20	805
Disbursements															
Production Expenses	6	(13)	(2)	(22)	(2)	(6)	(6)	(6)	(6)	(4)	(4)	(4)	(4)	(4)	(81)
Payroll, Employee Benefits and Payroll Taxes	7	(26)	(32)	(26)	-	(33)	(17)	(24)	-	(24)	(6)	(39)	-	(24)	(252)
Development Expenses	8	(8)	(12)	(10)	(19)	(9)	(2)	(9)	(19)	(9)	(2)	(9)	(5)	(9)	(119)
Marketing and Distribution Expenses	9	(2)	(2)	(2)	(22)	(2)	(2)	(8)	(2)	(2)	(2)	(2)	(27)	(2)	(76)
Distributions to Outside Investors and Producers	10	-	-	-	-	-	(72)	-	-	-	(31)	-	-	-	(104)
Overhead Expenses	11	(8)	(8)	(8)	(8)	(8)	(8)	(8)	(8)	(6)	(6)	(6)	(6)	(6)	(91)
Total Disbursements		(55)	(56)	(68)	(51)	(57)	(106)	(55)	(34)	(45)	(50)	(60)	(42)	(45)	(723)
Net Cash Flow From Operations		13	12	75	17	(8)	26	(6)	(2)	(24)	(12)	(39)	56	(24)	82
Professional Fees & Disbursements	12	(34)	(15)	(60)	(25)	-	(15)	-	(10)	-	-	(10)	-	-	(169)
HSBC Principal Repayments	13	(40)	(11)	-	-	(11)	(100)	-	-	(11)	-	-	-	-	(174)
Net Cash Flow		(61)	(14)	15	(8)	(19)	(89)	(6)	(12)	(36)	(12)	(49)	56	(24)	(260)
Cash Balance															
Opening Cash Balance		739	677	663	678	670	651	562	556	544	508	496	447	503	739
Add: Net Cash Flow		(61)	(14)	15	(8)	(19)	(89)	(6)	(12)	(36)	(12)	(49)	56	(24)	(260)
Closing Cash Balance		677	663	678	670	651	562	556	544	508	496	447	503	478	478

This statement of forecast cash flow of Breakthrough Group of Companies is prepared in accordance with section 50.4 (2) of the Bankruptcy and Insolvency Act and should be read in conjunction with the accompanying notes and Trustee's report on cash flow statement dated this 11th day of February, 2022.

Dodick Landau Inc.

Breakthrough Group of Companies

Per: 
Mr. Rahn Dodick, CPA, CA, CIRP, LIT

Per: 
Mr. Michael McGuigan

BREAKTHROUGH ENTERTAINMENT GROUP OF COMPANIES
MAJOR ASSUMPTIONS
CASH FLOW STATEMENT
FOR THE PERIOD JANUARY 29, 2022 TO APRIL 29, 2022 (THE “PERIOD”)

1. Breakthrough Enterprises Inc. and certain of its affiliates and subsidiaries (detailed below and collectively defined as “**Breakthrough**”) operate as a television production company that produces and distributes television programming worldwide. Nine separate Notices of Intention to File Proposals (“**NOIs**”) were filed in respect of the Breakthrough companies on February 1, 2022 (“**NOI Filings**”). Breakthrough’s cash flow projections have been prepared by management of Breakthrough (“**Management**”) on a consolidated basis and include the following related legal entities, each of which filed NOIs:
 - a. Breakthrough Enterprises Inc.;
 - b. Breakthrough Films & Television Inc.;
 - c. Breakthrough Entertainment Inc.;
 - d. Breakthrough New Media Inc.;
 - e. Breakthrough Publishing Inc.;
 - f. Breakthrough Post Inc.;
 - g. 1706184 Ontario Inc.;
 - h. 2447134 Ontario Inc.; and
 - i. Oak Room Productions Inc.

The cash flow projection is based on the hypotheses that:

- a. Breakthrough will complete successful proposals;
 - b. Breakthrough will continue operations in the normal course after its NOI Filings;
 - c. Breakthrough will seek court approval of a sale of certain development assets (“**Sale Transaction**”) in the Period and if approval is granted the Sale Transaction will close by mid March 2022. Should court approval not be obtained, and the Proposal Trustee will be required to run a sale process to sell these assets, then such a process is expected to give rise to a transaction that would close in early April 2022;
 - d. Breakthrough will need to pay certain vendors by way of cash on delivery (COD); and
 - e. Breakthrough’s secured creditor HSBC will continue to be supportive of its planned restructuring.
2. **Customer Collections**
Collection of receipts in respect of the sale of completed productions (television shows or movies) from the Company’s catalogues of productions to international broadcasters. Receipts are forecast based on the collection terms in existing sale contracts.
 3. **Royalty Receipts**
Collection of receipts in respect of the sale of completed productions (television shows or movies) from the Company’s catalogues of productions to various streaming services. These

sales are from a share of the revenues realized by the streaming services. Receipts are estimated based on the average receipts collected by Breakthrough over the past nine months.

4. Fees from Productions

Fees realized from the production of new content as executive producers of either a television show or film.

5. Sale of Development Assets

Relates to the estimated proceeds to be realized from the Sale Transaction, which is contemplated to close in the Period and generate a one-time cash inflow of \$100,000 plus, a reimbursement of certain nominal development expenses forecast to be paid by Breakthrough in respect of these assets in the Period, and the assumption of future development expenses relating to these projects. The proceeds of \$100,000 will be paid in full to HSBC, Breakthrough's Secured Creditor, as discussed further below.

6. Production Expenses

Advances made to active productions to fund production costs not covered by external production financing. The forecast is based on existing active productions. Over the Period there are five productions that are expected to require funding.

7. Payroll, Employee Benefits and Payroll Taxes

Breakthrough has eight employees and has forecast to hire a new employee for a total of nine employees for the duration of the Period. The payroll costs reflect expected costs over the period including salaries, source deduction remittances and employee benefit payments. Payroll is paid bi-weekly one week in arrears and is processed in house. Source deduction remittances are current. Payroll also includes two contractors, shareholder, Michael McGuigan and VP Distribution, Craig McGillivray.

8. Development Expenses

These costs are payable in connection with the creation of new content and include payments to writers or producers.

9. Marketing and Distribution Expenses

Relates primarily to costs associated with attending tradeshow. In the Period it is anticipated that Management will attend three shows. Also included are costs associated with earning revenue on the sale of the completed catalogue.

10. Distributions to Third-Party Investors and Producers

From funds received by Breakthrough for the sale of its distribution catalogue/library (to either international broadcasters or streaming services) on average approximately 30-40% is earned by Breakthrough in its capacity as the sales agent. The remaining receipts collected by Breakthrough are payable to third-party investors and producers. These distributions are forecast based on amounts collected in January 2022 and historical average collections thereafter.

11. Overhead Expenses

Included in overhead expenses are expenses related to storage, insurance, vehicles and advertising and promotion.

12. Professional Fees

Over the Period, professional fees of Breakthrough's legal counsel, the Proposal Trustee and legal counsel to the Proposal Trustee are estimated to total approximately \$169,000. Included in the total are retainers to these professionals totaling \$50,000.

13. HSBC

Breakthrough is indebted to HSBC pursuant to secured revolving and non-revolving demand loan facilities ("HSBC Loans"). As at the date of filing, these two secured loan facilities totaled approximately \$553,000.

In addition, certain Breakthrough subsidiary production companies are also indebted to HSBC on account of secured production financing facilities. These productions are solvent and did not file NOIs.

As noted above, proceeds generated from the Sale Transaction will immediately be applied to pay down the HSBC Loans. In addition to the sale proceeds, a lump sum payment of \$40,000 was paid in the week ending February 4, 2022 and \$11,000 per month in loan repayments will be funded by Breakthrough to reduce the HSBC secured line of credit. Over the Period, all payments to HSBC are expected to total approximately \$174,000.