

C A N A D A
Province of Québec
District of: Québec
Division No.: 01 - Montréal
Court No.: 500-11-039368-101
Estate No.: 41-342594

SUPERIOR COURT
In Bankruptcy and Insolvency
(Commercial Division)

Notice of Bankruptcy and First Meeting of Creditors
(Subsection 102(1) of the Act)

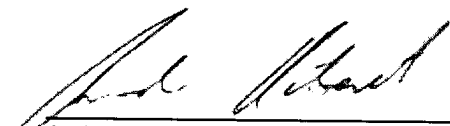
In the Matter of the Bankruptcy of
Travel Success Group (TSG) Inc.
(also known as "Convergentware Travel Technologies")
Of the City of Montréal
In the Province of Quebec

Take notice that:

1. A bankruptcy order was made against Travel Success Group (TSG) Inc. on August 12, 2010, and the undersigned, RSM Richter Inc., was appointed as trustee of the estate of the bankrupt by the court, subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on August 31, 2010, at 2:00 P.M., at the Office of the Superintendent of Bankruptcy, at 5 Place Ville Marie, 8th Floor, Montréal, Quebec.
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a form of proof of claim, a form of proxy, and a list of creditors with claims amounting to 25 dollars or more, showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at Montréal in the Province of Quebec, August 18, 2010.

RSM Richter Inc. - Trustee
Per:



Andre Hebert, CA, CIRP

District of: Quebec
 Court No. 01 - Montréal
 Court No. 500-11-039368-001
 Estate No. 41-342594

Original

Amended

- FORM 78 -

Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the Matter of the Bankruptcy of
 Travel Success Group (TSG) Inc.
 Of the City of Montréal
 In the Province of Quebec

To the bankrupt

You are required to carefully and accurately complete this Form and the applicable attachments, showing the state of your affairs on the date of your bankruptcy, on the 12th day of August 2010. When completed, this Form and the applicable attached lists will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (As stated and estimated by the officer)	
1. Unsecured creditors as per list "A"	741,497.38
Balance of claims unsecured as per list "A" ..	4,960,685.96
Total unsecured creditors	5,702,183.34
2. Secured creditors value of security as per list "B"	954,989.43
3. Preferred creditors as per list "C"	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	0.00
Total liabilities	6,657,172.77
Surplus	NIL

ASSETS (As stated and estimated by the officer)	
1. Inventory	0.00
2. Trade fixtures, etc.	0.00
3. Accounts receivable and other receivables, as per List "E"	
Good	894,800.03
Doubtful	0.00
Bad	0.00
Estimated to produce	863,838.03
4. Bills of exchange, promissory note, etc., as per List "F" ..	0.00
5. Deposits in Financial Institutions	0.00
6. Cash	24,000.00
7. Livestock	0.00
8. Machinery, equipment and plant	0.00
9. Real property or immovable as per List "G"	0.00
10. Furniture	5,981.32
11. RRSPs, RRFs, Life insurance, etc.	0.00
12. Securities (Shares, Bonds, Debentures, etc.)	0.00
13. Interests under wills	0.00
14. Vehicles	0.00
15. Other property, as per List "H"	61,170.08

empt before me at the City of Montréal in the Province of Quebec,
 on this 18th day of August 2010.

If bankrupt is a corporation, add:

Amount of subscribed capital	75,105.25
Amount paid on capital	75,105.25
Balance subscribed and unpaid	0.00
Estimated to produce	0.00
Total assets	954,989.43
Deficiency	5,702,183.34

I, Warren Stableford, of the City of Burlington in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge a full, true and complete statement of my affairs on the 12th day of August 2010 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

Warren Stableford (not signed)

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
1	3958230 CANADA INC.	530 Beriault St. Longueuil QC J4G 1S8	0.00	4,001,533.36	4,001,533.36
2	Able Imports	5620 Prairie Circle Mississauga ON L5N 5W9	306.25	0.00	306.25
3	ADT Security Services Canada Inc.	615 18th Street SE Calgary AB T2E 6J5	525.78	0.00	525.78
4	Adventure House Travel	1660 North Service Rd E Unit 102 Oakville ON L6H 7G3	10,438.31	0.00	10,438.31
5	Alberta Travel	303 Leger Way Unit 9 Edmonton AB T6R 2X9	4,412.10	0.00	4,412.10
6	All About Travel	23 Railway Ave Sanford MB R0G 2J0	2,515.38	0.00	2,515.38
7	Anderson Vacations	301-1117 1st Street SW Calgary AB T2R 0T9	518.17	0.00	518.17
8	Apollo Tours / Olympic Holidays	647A Bloor Street West Toronto ON M6G 1L1	4,991.19	0.00	4,991.19
9	Aris Travel	26 Facer Street St Catharines ON L2M 5H3	830.07	0.00	830.07
10	Arriva Classic Travel	201-2571 Shaughnessy St Port Coquitlam BC V3C 3G3	24.25	0.00	24.25
11	Associated Travel Consultants	1C-2426 Rosewall Crescent Courtenay BC V9N 8R9	1,118.28	0.00	1,118.28
12	Atlynn Travel	1199 Lynn Valley Road Suite 202 North Vancouver BC V7J 3H2	20,102.32	0.00	20,102.32
13	Atrium Groupe	175 rue Louis Hebert Mascouche QC J7K 3C1	50.84	0.00	50.84
14	Bancroft Vevi Travel	1732 South Baptiste Lake Rd Bancroft ON K0L 1C0	1,216.08	0.00	1,216.08
15	Battlefield Travel	297 Highway 8 Stoney Creek ON ON	1,905.75	0.00	1,905.75
16	BDC	Phil Anzarut 5 Place Ville Marie Montréal QC H3B 5E7	0.00	959,152.60	959,152.60
17	Beechwood Travel	450 Erb Street West Waterloo ON N2T 1H4	305.63	0.00	305.63
18	Bell Canada	P.O. Box 1550 Stn Don Mills North York ON M3C 3N5	16.97	0.00	16.97
19	Bell Canada	Case Postale 8712 Succ Centre-Ville Montreal QC H3C 3P6	28.21	0.00	28.21
20	Bell Canada	P.O. Box 9000 Stn Don Mills North York ON M3C 2X7	3,692.81	0.00	3,692.81
21	Bell Travel	12854 16 Ave Surrey BC V4A 1N6	2,615.20	0.00	2,615.20
22	Blowes Travel Stratford	28 Wellington Street Stratford ON N5A 2L2	28,701.43	0.00	28,701.43

19-a00-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
23	Blue Planet Travel Ltd.	2049 A Mount Forest Drive Burlington ON L7P 1H4	288.66	0.00	288.66
24	Bon Voyage Travel	6425 120th Street Delta BC V4E 3G3	11,164.14	0.00	11,164.14
25	Bonavista		4,727.10	0.00	4,727.10
26	Boulevard Travel	1322-15th Avenue S.W. Calgary AB T3C 0X7	8,404.95	0.00	8,404.95
27	BRYAN FERNANDEZ	5620 PRAIRIE CIRCLE Mississauga ON L5N 5W9	0.00	0.00	0.00
28	Business & Vacation Travel	Main Square Center 2575 Danforth Ave Toronto ON M4C 1L5	16,703.69	0.00	16,703.69
29	Butte Travel Service	11733 95th Street NW Edmonton AB T5G 1M1	19,194.50	0.00	19,194.50
30	C.Dawn Services	48 Harcourt Cres St. Albert AB T8N 6K7	7.09	0.00	7.09
31	Canada Life	Attn: Individual Client Services 2001 University Montreal QC H3A 1T9	365.00	0.00	365.00
32	Canregal Inc.	501 Lakeshore Road East Mississauga ON L5G 1H9	1,192.47	0.00	1,192.47
33	Compass Rose	477 Mount Pleasant Road Suite 105 Toronto ON M4S 2L9	12,908.19	0.00	12,908.19
34	Comtec Canada Inc.	80 Tiverton Court Suite 703 Markham ON L3R 0G4	16,549.98	0.00	16,549.98
35	Cruise Holidays	2950 Douglas St. Suite 270 Victoria BC V8T 4N4	153.58	0.00	153.58
36	CSST	CP 3 Succ Place Desjardins 1 complexe Desjardins Tour Sud Montreal QC H5B 1H1	2.93	0.00	2.93
37	CTH Travel	Lakesquare Plaza 100 Lesterance Rd Unit 2 Windsor ON N8N 1W1	4,777.10	0.00	4,777.10
38	Destinations by Design Travel Ltd	278 Anderton Road Comox BC V9M 1Y2	17.88	0.00	17.88
39	Didgee Vacations	#3-6014 Vedder Road Chilliwack BC V2R 5M4	44.11	0.00	44.11
40	DK Travel	1898 Bay Rd. L'Orignal ON K0B 1K0	617.04	0.00	617.04
41	Dolphin World Travel	1818 Cornwall Avenue Suite 110 Vancouver BC V6J 1C7	21,926.40	0.00	21,926.40
42	Dubrovnik Travel	980 PACIFIC GATE UNIT 1 Mississauga ON L5T 1Y1	2,612.15	0.00	2,612.15
43	Easton Tours & Travel		82.26	0.00	82.26
44	EcoAcor Travel	421 College Street Toronto ON M5T 1T1	2,477.56	0.00	2,477.56

19-aoû-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
45	Eco-Travel Ltd.	13016-113 St Suite 308 Edmonton AB T5E 5A8	1,452.95	0.00	1,452.95
46	Egan Travel Ltd.	4311 Village Centre Court Suite 200 Mississauga ON L4Z 1S2	3,315.92	0.00	3,315.92
47	El Bombazo Travel	2881 17th Ave SE Calgary AB T2P 0P7	0.79	0.00	0.79
48	Elite Travel	3505 Portage Road Niagara Falls ON L2J 2K5	3,458.02	0.00	3,458.02
49	Escapes Travel & Spa	102 Street 10007 Grand Prairie AB T8V 2V5	0.79	0.00	0.79
50	Family Vacation Centre	Attn: Accounts Payable 2090 Wyandotte Street E. Windsor ON N8Y 5B2	2,292.71	0.00	2,292.71
51	Family Vacation Centre	2090 Wyandotte Street E. Windsor ON N8Y 5B2	5,602.15	0.00	5,602.15
52	Featherstone Travel	140 Queensway East Unit 15 Simcoe ON N3Y 4Y7	1,487.45	0.00	1,487.45
53	Fenworth Travel	91 Plains Rd E Burlington ON L7T 2C2	40.98	0.00	40.98
54	Festa Tours & Travel	29 Laidlaw Blvd Unit 104B Markham ON L3P 1W2	4,469.90	0.00	4,469.90
55	Flair Travel Planners	812-4th Ave S Lethbridge AB T1J 0P2	2,163.68	0.00	2,163.68
56	Flamborough Travel	80 Hamilton Street North Unit 3 Waterdown ON L0R 2H6	2,632.35	0.00	2,632.35
57	Fletcher Travel	333 Fifth Ave. S.W. Suite 220 Calgary AB T2P 3B6	13,811.41	0.00	13,811.41
58	FVC Travel Burlington	2279 Fairview St. Burlington ON	749.74	0.00	749.74
59	FVC Travel Windsor	Attn: Accounts Payable 2090 Wyandotte Street E. Windsor ON N6C 4N6	805.82	0.00	805.82
60	Gaja Travel	Eunhee Park 3315 Temple Way N.E. Calgary AB T1Y 3B8	5,513.55	0.00	5,513.55
61	Gemini Travel Services	1167 St Clair Ave. West Toronto ON M6E 1B2	1,597.31	0.00	1,597.31
62	Glenny Travel	450 Garrison Rd Unit 3 Fort Erie ON L2A 1N2	3,087.02	0.00	3,087.02
63	Global Crossing	PO Box 9330 Station A Toronto ON M5W 3M2	275.26	0.00	275.26
64	Grossmith Travel	53 Woodbridge Ave. Unit 2 Woodbridge ON L4L 9K9	1,659.32	0.00	1,659.32
65	Hannam Travel	102-511 Rochester Ave Coquitlam BC V3K 0A2	2,409.75	0.00	2,409.75

19-aoû-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis
 Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
66	Henry Custom Travel Services	376 Lessard Drive Edmonton AB T6G 0Y9	211.98	0.00	211.98
67	Hind Travel	1575 Clarkson Road North Mississauga ON L5J 2X1	6,412.51	0.00	6,412.51
68	Howard Travel Bureau	98 Harwood Avenue South Ajax ON L1S 2H6	4,432.90	0.00	4,432.90
69	Hydro Quebec	CP 11022 succ Centre-Ville Montreal QC H3C 4V6	761.43	0.00	761.43
70	Inspired Retreats Ltd	#907-638 Beach Cres Vancouver BC V6Z 3H4	293.75	0.00	293.75
71	Jakin Travel House	801-160 Hughson St. South Hamilton ON L8V 1K3	13.65	0.00	13.65
72	Jane De Cheverry	4134 Marblethorne Ctr Mississauga ON L4W 2H8	1,432.28	0.00	1,432.28
73	Jane's Worldwide Travel	22 Ameena Drive Leduc AB T9E 0C7	49.35	0.00	49.35
74	Jinmag Inc	Attn: Pierre Jeannot 1010 de la Gauchetière West Suite 960 Montreal QC H3B 2N2	3,386.25	0.00	3,386.25
75	K.N.Voyages	935 Boul Decarie Suite 218 Montreal QC H4L 3M3	1,742.69	0.00	1,742.69
76	Lakeland Travel	5117 50th Ave Box 1259 Cold Lake AB T9M 1P3	866.30	0.00	866.30
77	Lambton Travel	4020 Dundas Street West Toronto ON M6S 4W6	8,469.82	0.00	8,469.82
78	Lash Consulting Group LLC	4517 N. Baltimore Drive Kansas City MO 64116-1583 USA	12,500.00	0.00	12,500.00
79	Latin American Travel Services	2002 Burrows Ave Winnipeg MB R2R 0Y8	92.67	0.00	92.67
80	Letts Travel	1881 O'Brien Street North Bay ON P1B 5Y7	9,816.20	0.00	9,816.20
81	Lobo Travel Agency	5608 38B Avenue Edmonton AB T6L 1W3	8,177.40	0.00	8,177.40
82	Maps of Elsewhere	304 Bruce Dale Ave. E Hamilton ON L9A 1R1	66.27	0.00	66.27
83	MARTIN LABONTE	2462 RACHEL E MONTREAL QC H2H 1R8	0.00	0.00	0.00
84	Mason Horvath Inc.	1450-409 Granville St Vancouver BC V6C 1T2	10,315.56	0.00	10,315.56
85	Me to We Trips	225 Carlton Street Toronto ON M5A 2L2	173.25	0.00	173.25
86	Ministère du Revenu		1,425.99	0.00	1,425.99
87	Monit Entreprises Inc.	1000 Sherbrooke St W Suite 1800 Montreal QC H3A 0A6	27,203.29	0.00	27,203.29
88	Mountain City Travel	#4-495 Wallinger Ave Kimberley BC V1A 1Z6	626.07	0.00	626.07

19-août-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 – Suite

Liste "A"
 Créanciers Sans Garantis
 Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
89	MTS ALLSTREAM	PO BOX 3500 STN MAIN WINNIPEG MB R3C 0B7	2,372.43	0.00	2,372.43
90	National Travel Service Inc.	315 Linsmore Crescent Toronto ON M4J 4M1	4,849.69	0.00	4,849.69
91	Navid & Company	104-3939 Hastings St. Burnaby BC V5C 2H8	1,780.38	0.00	1,780.38
92	New Century Travel Consulting Services	63 Dundurn Street South Hamilton ON L8P 4J9	165.90	0.00	165.90
93	New Wave Travel	1075 Bay Street Toronto ON M5S 2B1	59,603.26	0.00	59,603.26
94	NICOLAS MARTIN	345 Avenue Revere TOwn of Mont Royal QC H3P 1C2	64.11	0.00	64.11
95	Northland Travel	54 Riverside Dr KapusKasing ON P5N 1A9	628.43	0.00	628.43
96	Northland Travel	22 Duncan Avenue Kirkland Lake ON P2N 3K1	329.18	0.00	329.18
97	Northland Travel	3-9 St. P.O. Box 487 Hearst ON P0L 1N0	1,065.23	0.00	1,065.23
98	Oceanside Travel	503-5800 Turner Road Nanaimo. BC V9T 6J4	77.70	0.00	77.70
99	Old Port Travel	Lakeshore Square 33 Lakeshore Road St. Catharines ON L2N 7B3	2,124.45	0.00	2,124.45
100	Ontario Sarracini Travel	3175 Rutherford Rd Unit 55 Thornhill ON L4K 5Y6	10,263.76	0.00	10,263.76
101	Padovani Travel	305 James St North Hamilton ON L8R 2L4	7,396.20	0.00	7,396.20
102	Pagenet of Canada Inc. M.I.P.	P.O. Box 3760 Markham ON L3R 2Y6	61.43	0.00	61.43
103	Palm Travel	Box 275 305016 Hwy 806 Linden AB T0M 1J0	92.14	0.00	92.14
104	Paquin - Pelletier	Place Du Canada 1010 de la Gauchetiere O. Suite 950 Montreal QC H3B 2N2	20,207.94	0.00	20,207.94
105	PASCAL NORMANDIN	5585 Ave De Tesplanade MONTREAL QC H2T 2Z9	1,059.05	0.00	1,059.05
106	Paula Stableford	127 Sundial Crescent Dundas ON L9H 7R7	1,000.00	0.00	1,000.00
107	Phenix Travel Ltd.	13344-105 St. Edmonton AB T5E 4S5	3.15	0.00	3.15
108	Prestige Travel	14646-108A Avenue Surrey BC V3R 1W8	105.00	0.00	105.00
109	Progress Travel	516 Kingston Road West Ajax ON L1T 3A3	945.01	0.00	945.01

19-aoû-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
110	Purolator Courier Ltd.	PO Box 1100 Etobicoke Postal Stn A Etobicoke ON M9C 5K2	419.88	0.00	419.88
111	Quest Travel		32.29	0.00	32.29
112	Rainbow High Vacations	506 Church Street 2nd Floor Suite 200 Toronto ON M4Y 1H5	505.32	0.00	505.32
113	RBC Dominion Securities Inc.	RRSP Account 377-20287-12 1 Place Ville Marie Suite 300 Montreal QC H3B 4R8	24,128.76	0.00	24,128.76
114	Renata Travel	Jan-40 Notre Dame Ave Sudbury ON P3C 5K2	39.91	0.00	39.91
115	Rogers Wireless	P.O. Box 9100 Don Mills ON M3C 3P9	424.62	0.00	424.62
116	Rose City Travel	121 First Ave. W Rosetown SK S0L 2V0	397.69	0.00	397.69
117	Sabre International Inc.	#B9149U P.O. Box 9100 Postal Station F Toronto ON M4Y 3A5	5,534.38	0.00	5,534.38
118	Securit-Montreal	5000 Thimens Blvd St Laurent QC H4R 2B2	1,185.25	0.00	1,185.25
119	Sinoda Systems	43 Carter Drive Brampton ON L6V 3N4	1,284.00	0.00	1,284.00
120	SJ Westside Travel		2,474.38	0.00	2,474.38
121	Skyroute Travel Services Inc	1200 Markham Road Suite 106 Scarborough ON M1H 3C3	1,499.42	0.00	1,499.42
122	Skyway Tours	484 Danforth Ave. Toronto ON M4K 1P6	21,085.31	0.00	21,085.31
123	Skyway Travel Services	8138 128th St Unit 184A Surrey BC V3W 1R1	1,618.92	0.00	1,618.92
124	St Clair Travel	1293 St. Clair Ave West Toronto ON M6E 1B8	4,331.25	0.00	4,331.25
125	St Clair Travel (north)	200 Marycroft Ave Unit 16 Woodbridge ON L4L 5X5	10,234.88	0.00	10,234.88
126	Stikeman Elliott LLP	1155 Rene-Levesque Blvd West 40th Floor Montreal QC H3B 3V2	20,852.58	0.00	20,852.58
127	Sunrise Travel		8.40	0.00	8.40
128	Target Vacations	3175 Rutherford Rd Unit 55 Thornhill ON L4K 5Y6	3,538.52	0.00	3,538.52
129	Terri's Travel	295 King Street Midland ON L4R 3M5	5,400.54	0.00	5,400.54
130	The Travel Place	948 Island Highway Campbell River BC V9W 2C3	12,361.88	0.00	12,361.88
131	Toronto Travel West	1454 Dundas St. E. Suite 127 Mississauga ON L4X 1L3	5,926.76	0.00	5,926.76
132	Total Advantage Travel & Tours	2011 Lawrence Ave West Suite 25 Toronto ON M9N 3V3	11,883.90	0.00	11,883.90

19-aoû-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
133	Travel 2000 Ltd	2742 Victoria Park Avenue Willowdale ON M2J 4A8	801.69	0.00	801.69
134	Travel Lovers	190 Main Street Unionville ON L3R 2G9	1,693.15	0.00	1,693.15
135	Travel Mix		5,879.00	0.00	5,879.00
136	Travel Team Travel & Tours Ltd.	140 Woodbridge Avenue Unit AL2 Woodbridge ON M9L 2W1	4,183.15	0.00	4,183.15
137	Travelers' Tree	363 Wilson Street East Ancaster ON L9G 2C1	1,720.53	0.00	1,720.53
138	Travelworld Canmore Ltd.	702-8th Street Suite 1 Canmore AB T1W 2B6	10,852.96	0.00	10,852.96
139	Travelworld of Collingwood	Blue Mountain Mall 55 Mountain Road Collingwood ON L9Y 3Z2	4,567.55	0.00	4,567.55
140	Trent Travel	129 Hasting St. N. Bancroft ON K0L 1C0	850.46	0.00	850.46
141	Truster Zweig LLP	66 West Beaver Creek Rd Suite 200 Richmond Hill ON L4B 1G5	28,297.50	0.00	28,297.50
142	Ultimate Travel Group	5875 Kennedy Road Mississauga ON L4Z 2G3	3,273.94	0.00	3,273.94
143	Uniglobe Specialty Whitehorse	212 Lambert Street WHITEHORSE YT Y1A 1Z4	1,230.08	0.00	1,230.08
144	Universe Travel Agency Ltd.	211-1111 Munroe Avenue Winnipeg MB R2K 3Z5	2,253.88	0.00	2,253.88
145	Uxbridge Travel	15 Brock St W. PO Box 1089 Uxbridge ON L9P 1P6	16,102.69	0.00	16,102.69
146	Vacances Sinorama	99 Ave Viger West G16 Montreal QC	5,937.75	0.00	5,937.75
147	Ventresca Travel	4801 Steeles Ave West Downsview ON M9L 2W1	4,139.63	0.00	4,139.63
148	Ville de Montréal	Service des Finances CP 11043 Succ Centre Ville Montreal QC H3C 4X8	137.89	0.00	137.89
149	VLAD BRANKOVIC	7275 Blackwood Mews Mississauga ON L5N 8G9	264.66	0.00	264.66
150	Voyage Vasco La Caravelle		29.94	0.00	29.94
151	Voyage Vasco Trois-Rivieres	983 Hart Trois-Rivieres QC G9A 4S3	385.92	0.00	385.92
152	Voyages Beausejour	759 boul Taschereau La Prairie QC J5R 1W1	3,489.42	0.00	3,489.42
153	Voyages Orientation	656 Boulevard Marie-Vi Boucherville QC	21,909.83	0.00	21,909.83
154	Voyages Revasol	650 rue St-Georges Trois-Rivieres PQ G9A 2L1	434.73	0.00	434.73

19-aoû-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "A"
 Créanciers Sans Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
155	Voyages Vasco Saguenay	#16-400 rue Racine est Chicoutimi QC G7H 1T4	704.43	0.00	704.43
156	W.W.Smith Travel	208 Central Ave. North Swift Current SK S9H 0L2	2,843.49	0.00	2,843.49
157	WARREN STABLEFORD	127 SUNDIAL CRESCENT DUNDAS ON L9H 7R7	0.00	0.00	0.00
158	Waves-Your Needs in Travel	115 Chapman Way SE Calgary AB T2X 3S3	4.20	0.00	4.20
159	Windward Travel	243 Bernard Ave Kelowna BC V1Y 6N2	5,771.87	0.00	5,771.87
160	Wright Planning Advantage	85 13A Perron Street St Albert AB	3.15	0.00	3.15
161	Year Round Travel	150 Consumers Road Suite 509 North York ON M2J 1P9	282.45	0.00	282.45
162	YTB Travel Network of Canada ULC	1 Country Club View Drive Edwardsville IL 62025 USA	259.88	0.00	259.88
Total:			741,497.38	4,960,685.96	5,702,183.34

19-aoû-2010

Date

Warren Stableford

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-039368-101
 No dossier: 41-342594

FORM 78 -- Suite

Liste "B"
 Créanciers Garantis

Groupe Succès Voyage Inc. (TSG)

No.	Nom du créancier	Adresse	Montant de la réclamation	Détails de la garantie	Date de la garantie	Évaluation de la garantie	Surplus estimatif de la garantie	Solde non-garanti de la réclamation
1	3958230 CANADA INC.	530 Beriault St. Longueuil QC J4G 1S8	4,855,371.39	Créances payables - Entreprise - Government Receivable (R&D Tax Credit)		853,838.03		4,001,533.36
2	BDC	Phil Anzarut 5 Place Ville Marie Montréal QC H3B 5E7	1,060,304.00	Ameublement - Furniture and fixtures Autre - Hardware Actifs d'affaires - Inventaire - Inventory Espèces en main Créances payables - Entreprise - Accounts Receivable		5,981.32 61,170.08 0.00 24,000.00 10,000.00		959,152.60
Total:			5,915,675.39			954,989.43	0.00	4,960,685.96

19-aoû-2010

Date

Warren Stableford

THIS INFORMATION SHEET IS SUPPLIED IN ORDER TO ASSIST YOU IN COMPLETING THE PROOF OF CLAIM FORM

- The proof of claim must be signed by the individual completing the form.
- The signature of the claimant must be witnessed.
- Give the complete address (including postal code) where all notices and correspondence are to be forwarded.
- The amount on the statement of account must agree with the amount claimed on the proof of claim.

PARAGRAPH 1 OF THE PROOF OF CLAIM

- If the individual completing the proof of claim is not the creditor himself, he must state his position or title.
- The creditor must state the full and complete legal name of the Company or the claimant.

PARAGRAPH 3 OF THE PROOF OF CLAIM

- A detailed statement of account must be attached to the proof of claim and must show the date, the invoice number and the dollar amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward. In addition, a creditor must indicate his/her address, phone number, fax number and E-mail address.

PARAGRAPH 4 OF THE PROOF OF CLAIM

- An unsecured creditor (subparagraph (A)) must check and state whether or not a priority rank is claimed under Section 136 of the Bankruptcy and Insolvency Act.
- A claim of landlord (subparagraph (B)) for disclaim of lease must be completed with full particulars and calculations.
- A secured creditor must complete subparagraph (C) and attach a copy of the security documents.
- A farmer, fisherman or aquaculturist must complete subparagraph (D).
- A wage earner must complete subparagraph (E), if applicable.
- Section F must be completed with regard to a pension plan.
- A claim against director(s) (subparagraph (G)), in a proposal which compromises a creditor's claim, must contain full particulars and calculations.
- A customer of a bankrupt securities firm must complete subparagraph (H).

PARAGRAPH 5 OF THE PROOF OF CLAIM

- The claimant must indicate whether he/she **is** or **is not related** to the debtor, as defined in the Bankruptcy and Insolvency Act, by striking out that which is not applicable.

PARAGRAPH 6 OF THE PROOF OF CLAIM

- The claimant must attach a detailed list of all payments received and/or credits granted, as follows:
 - a) within the **three months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **not related**;
 - b) within the **twelve months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **related**.

PROXY

- a) A creditor may vote either in person or by proxy;
- b) A debtor may not be appointed as proxy to vote at any meeting of the creditors;
- c) The Trustee may be appointed as a proxy for any creditor;
- d) In order for a duly authorized person to have a right to vote he must himself be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.

PROOF OF CLAIM

(Section 50.1, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 81.5, 81.6, 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

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

In the Matter of the Bankruptcy of **Travel Success Group (TSG) Inc.** of the City of Montréal, Province of Quebec, and the claim of _____, creditor.

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

1. That I am a creditor of the above-named debtor (or that I am _____ (state position or title) of _____ (name of creditor or representative of the creditor)).

2. That I have knowledge of all of the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of the bankruptcy, namely August 12, 2010, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A," after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. Check and complete appropriate category

A. UNSECURED CLAIM OF \$ _____

(Other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and

(Check appropriate description)

Regarding the amount of \$ _____, I do not claim a right to a priority.
(Ordinary Creditor)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.
(Preferred Creditor)

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

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:

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

C. SECURED CLAIM OF \$ _____.

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

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

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____

(Attach a copy of sales agreement and delivery receipts).

FORM 31 (Continued)

- E. CLAIM BY WAGE EARNER OF \$ _____
 - That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____
 - That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____

- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
 - That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____
 - That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____

- G. CLAIM AGAINST DIRECTOR \$ _____
 (To be completed when a proposal provides for the compromise of claims against directors.)

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
 (Give full particulars of the claim, including the calculations upon which the claim is based.)

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:

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

5. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the debtor within the meaning of section 4 of the Act, and have (or has) (or have not or has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of subsection 2(1) of the Act: (provide details of payments, credits and transfers at undervalue)

Dated at _____, this _____ day of _____

 Creditor

 Witness

Telephone number: _____ Fax number: _____

E-mail address: _____

NOTES: If an affidavit is attached, it must have been made before a person qualified to take affidavits.
 WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.
 Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

PROXY

(Subsection 102(2) and paragraphs 51(1)e) and 66.15(3)b) of the Act)

In the Matter of the Bankruptcy of **Travel Success Group (TSG) Inc.**

I, _____, of _____
 (name of creditor) (name of town or city)

a creditor in the above matter, hereby appoint _____ of _____,
 to be my proxyholder in the above matter, except as to the receipt of dividends, with (or without) power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____

 Creditor

Per: _____
 Name and Title of Signing Officer

 Witness