

CANADA
PROVINCE OF QUEBEC
DISTRICT OF QUEBEC
DIVISION NO.: 01-MONTRÉAL
COURT NO.: 500-11-026692-059
ESTATE NO.: 41-332476

SUPERIOR COURT
(Commercial Division)

IN THE MATTER OF THE BANKRUPTCY OF:

Perfolio Asset Management Inc.

a body politic and corporate, duly incorporated according to law and having its head office and its principal place of business at:

615 René-Lévesque Blvd. West, Suite 510
Montréal, Quebec H3B 1P5

Bankrupt

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

Take notice that:

1. The above-mentioned bankrupt filed an Assignment in Bankruptcy on the 13th day of October 2005. RSM Richter Inc. was appointed as Trustee of the Estate of the Bankrupt by the Official Receiver, subject to the affirmation by the creditors of the Trustee's appointment or the substitution of another Trustee by the creditors.
2. The first meeting of creditors of the Bankrupt will be held

on: **the 23rd day of November 2005**
at: **1:00 p.m.**
at: **the Mount Royal Centre**
Mount Royal I Room
2200 Mansfield Street
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 twenty-five 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, Province of Quebec, this 2nd day of November 2005.

RSM Richter Inc.
Trustee


Gilles Robillard, CA, CIRP
Administrator of the Estate

(français – au verso)

Perfolio Asset Management Inc.
Condensed Statement of Affairs
(As declared and estimated by the Bankrupt Company)

LIABILITIES

Secured Creditors	\$	0.00
Preferred Creditors		0.00
Ordinary Creditors (incl. intercompanies accounts)		Unknown
Contingent Debts		<u>90,000,000.00</u>
		<u>\$90,000,000.00</u>

ASSETS

	\$	<u>0.00</u>
DEFICIENCY		<u>\$90,000,000.00</u>

I, Vincent Lacroix, authorized Representative of Perfolio Asset Management Inc. do swear that this statement is to the best of my knowledge a full, true and complete statement of its affairs on October 13, 2005 and fully disclose all property of every description that is in its possession and or that may devolve on it in accordance with Section 67 of the Act.

(Signed) Vincent Lacroix _____

SWORN before me at the City of
Montréal, in the Province of Québec,
this 13th day of October 2005.

(Signed) Renia Rudnicki _____

DANS L'AFFAIRE DE LA FAILLITE DE GESTION D'ACTIFS PERFOLIO INC., personne morale légalement constituée et dûment incorporée, ayant son siège social et son principal établissement commercial au 615, boul. René-Lévesque Ouest, bureau 510, Montréal (Québec) H3B 1P5

IN THE MATTER OF THE BANKRUPTCY OF PERFOLIO ASSET MANAGEMENT INC., a body politic and corporate, duly incorporated according to law and having its head office and its principal place of business at 615 René-Lévesque West, Suite 510, Montréal, Quebec H3B 1P5

La liste suivante des créanciers a été préparée à partir d'information fournie au syndic et ne constitue pas l'acceptation d'une réclamation ou de réclamations.

The following list of creditors has been prepared from information submitted to the Trustee and does not constitute acceptance of any claim or claims.

CRÉANCIERS GARANTIS

Voir liste ci-jointe
See list attached

SECURED CREDITORS

Inconnu/Unknown

CRÉANCIERS PRIVILÉGIÉS

Voir liste ci-jointe
See list attached

PREFERRED CREDITORS

Inconnu/Unknown

CRÉANCIERS CHIROGRAPHAIRES

Voir liste ci-jointe
See list attached

ORDINARY CREDITORS

Inconnu/Unknown

DETTES ÉVENTUELLES

Voir liste ci-jointe
See list attached

CONTINGENT DEBTS

Inconnu/Unknown

LISTE SUPPLÉMENTAIRE

SUPPLEMENTARY LIST

1. Monsieur Mark Winkler (séquestre officiel)
2. Ministère du Revenu du Québec (TPS)
3. Ministère du Revenu du Québec (TVQ)
4. Ministère du Revenu du Québec (DAS)
5. Ministère du Revenu du Québec (Immeuble)
6. Agence du revenu du Canada - Impôt
7. Agence du revenu du Canada (DAS)
8. Agence du revenu du Canada (Section faillite et insolvabilité)
9. Commission de la santé et de la sécurité du travail
10. Commission des normes du travail
11. Dun & Bradstreet du Canada ltée
12. Equifax Canada Inc., Montreal
13. Equifax Canada Inc., Toronto
14. EULER-ACI, M. Tony Sullo, vice-président régional
15. Autorité des marchés financiers (Me Richard Proulx)
16. Bureau de décision et de révision en valeurs mobilières (Me Jean-Pierre Major et Me Alain Gélinas)
17. Ernst & Young (M. Pierre Laporte, CA, CIRP)
18. Borden Ladner Gervais (Me Marc Duchesne et Me Alexis-Pierre Bergeron)
19. B.C.F. (Me Jean-Bertrand Giroux)
20. Fournier Associés (Me Pierre Fournier)
21. Osler, Hoskin & Harcourt LLP (Me Sandra Abitan)
22. Lapointe Rosenstein (Me Jacques Rossignol)
23. M. Vincent Lacroix

RSM Richter Inc., Syndic / Trustee
 Liste des créanciers / Creditors List
 Dans l'affaire de la faillite de / In the matter of the bankruptcy of:
 Gestion d'Actifs Perfolio Inc. / Perfolio Asset Management Inc.

Nom / Name	Adresse / Address	Montant / Amount
Créanciers garantis / Secured Creditors		
BANQUE DE MONTREAL	119 ST-JACQUES MONTREAL QC H1S 3E8	Inconnu
Créanciers garantis / Secured Creditors		<u>Inconnu</u>
Créanciers privilégiés / Preferred Creditors		
BOIVENUE, CLAUDE	79 RUE SEVILLE DOLLARD-DES-ORMEAUX QC H9B 2V7	Inconnu
LEVESQUE, FRANCOISE	21, 33E AVENUE STE-MARTHE-SUR-LE-LAC QC J0N 1P0	Inconnu
Créanciers privilégiés / Preferred Creditors		<u>Inconnu</u>
Créanciers non garantis / Ordinary Creditors		
ASSOCIATION DES MEDECINS DE	LANGUE FRANCAISE DU CANADA 8355, BOUL.SAINT-LAURENT MONTREAL QC H2P 2Z6	Inconnu
BCA PUBLICATIONS LTD	1002 SHERBROOKE STREET WEST SUITE 1600 MONTREAL QC H3A 3L6	Inconnu
BELL CANADA	A/S BRIGITTE JAUVIN, GESTION DU CREDIT 2500, BOUL.DANIEL-JOHNSON, 8E ETAGE LAVAL QC H7T 2P6	Inconnu
BELL MOBILITÉ	C.P.11095, SUCC. CENTRE-VILLE MONTREAL QC H3C 5E7	Inconnu
BOIVENUE, CLAUDE	79 RUE SEVILLE DOLLARD-DES-ORMEAUX QC H9B 2V7	Inconnu
COMPTES INTERCOMPAGNIES		Inconnu
HYDRO-QUEBEC	140 CREMAZIE OUEST, 1ER ETAGE MONTREAL QC H2P 1C3	Inconnu
LEVESQUE, FRANCOISE	21, 33E AVENUE STE-MARTHE-SUR-LE-LAC QC J0N 1P0	Inconnu
MINISTERE DU REVENU DU QUEBEC	A/S NATHALIE PRONOVOST 3800 RUE MARLY, SECTEUR 544-21 STE-FOY QC G1X 4A5	Inconnu
SOLANGE BELISLE	33, RUE DE LA REPUBLIQUE 69600 OULLINS FRANCE	Inconnu
SUN LIFE DU CANADA	SERVICE DE LA FACTURATION SCG CP 11010 SUCC.CV MONTREAL QC H3C 4T9	Inconnu
Créanciers non garantis / Ordinary Creditors		<u>Inconnu</u>
Dettes éventuelles / Contingent Debts		
2316-3777 QUEBEC INC.	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
CHRISTINE BOISVENUE	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
DIANE LAPOINTE	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
FRANCINE NORMAND	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
FRANCOIS LEBLANC	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
GESTION CONSEIL PMR	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
GILBERT DAIGNEAULT	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
HUGUETTE DELISLE	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
JACQUES DODIER	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
JEAN SOLINAS	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
JOHANNE MENARD	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
LISE SOLINAS	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
LUCILLE BOISVENUE	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
MAURICE CÔTÉ	A/S LAUZON,BELANGER,AVOCATS 286, ST-PAUL OUEST, SUITE 100 MONTREAL QC H2Y 2A3	Inconnu
PIERRE GRENIER	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
RECOURS COLLECTIF	A/S LAUZON, BELANGER, AVOCATS 286, ST-PAUL OUEST, SUITE 100 MONTREAL QC H2Y 2A3	Inconnu
ROGER CHOQUETTE	A/S ME JEAN-BERTRAND GIROUX BCF, 1100 RENE-LEVESQUE O.BUR 2500 MONTREAL QC H3B 5C9	Inconnu
YVES LAUZON	A/S ME PIERRE FOURNIER, FOURNIER ASSOCIE 313 PLACE D'YOUVILLE, BUREAU 201 MONTREAL QC H2Y 2B5	Inconnu
Dettes éventuelles / Contingent Debts		<u>Inconnu</u>
GRAND TOTAL		<u><u>Inconnu</u></u>

**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 claim against director(s) (subparagraph (E)), in a proposal which compromises a creditor's claim, must contain full particulars and calculations.

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), 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:

Telephone number: _____ Fax number: _____

In the matter of the bankruptcy of **PERFOLIO ASSET MANAGEMENT INC.**, of Montréal, Quebec, and the claim of:

_____, creditor.

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

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

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

3. That the debtor was, at the date of bankruptcy, namely the **13th day of October 2005**, 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. In addition, indicate the creditor's address, fax number, telephone number and E-mail address).**

4. (Check and complete appropriate category.)

- A. UNSECURED CLAIM OF \$_____**
 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 LANDLORD 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.)
- E. CLAIM AGAINST DIRECTORS \$_____**
 (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.)

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.

6. That the following are the payments that I have received from, and the credits that I have allowed to, the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act, which is October 13, 2005: (Provide details of payments and credits.)

Dated at _____, this _____ day of _____ 2005.

 Witness

 Signature of individual completing this certificate

NOTE: 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 *Bankruptcy and Insolvency 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 *Bankruptcy and Insolvency 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 PERFOLIO ASSET MANAGEMENT INC.:

I (or We), the undersigned, creditor(s), do hereby appoint _____ of _____ to be my (or our) proxy in the above matter, except as to the receipt of dividends, with (or without) power to appoint another proxy in his/her place.

Dated at _____, this _____ day of _____ 2005.

 Witness

 Signature and name of Creditor (if signed by a firm or company, the official signing should indicate his/her name and title)