

RSM Richter Inc.

RSM Richter Inc.
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CANADA
PROVINCE OF QUÉBEC
DISTRICT OF QUÉBEC
DIVISION NO.: 01-MONTRÉAL
COURT NO.: 500-11-034815-080
ESTATE NOS.: 41-342321

SUPERIOR COURT
(Commercial Division)

IN THE MATTER OF THE BANKRUPTCIES OF:

18 octobre 2011
Vu le requête, les allégures,
attendu que les actifs composant les patrimoines respectifs
des 3 parties débiteuses ainsi que les réclamations offertes
sont intimement liées et à fortiori confondues,
il apparaît approprié d'autourer le syndic
à les traiter comme un seul dossier pour
toute fin relative à leur administration.

AUTORISE le syndic requérant à traiter
pour les fins de leur administration les
3 dossiers des parties indiquées en rubriques
comme étant une seule administration
avec dispense des formalités exigibles
dans le cas de 3 dossiers distincts.

Komunik Corporation
a body politic and corporate, duly incorporated according
to law and having its head office and its principal place of
business at:
1570 St-Patrick Street
Montréal, Québec H3K 0A3

-and-
Komunik Datamark Inc.

a body politic and corporate, duly incorporated according
to law and having its head office and its principal place of
business at:
2800 Francis Hugues Avenue
Laval, Québec H7L 3M4

-and-
Komunik Intramedia Inc.

a body politic and corporate, duly incorporated according
to law and having its head office and its principal place of
business at:
1500 - A Nobel Street
Boucherville, Québec J4B 5H3

(collectively the "Debtors/Companies")

RSM Richter Inc.

**MOTION FOR THE CONSOLIDATION
OF THE ADMINISTRATION OF THE ESTATES OF
KOMUNIK CORPORATION, KOMUNIK DATAMARK INC.
AND KOMUNIK INTRAMEDIA INC.**

TO ONE OF THE HONORABLE JUDGES OF THE SUPERIOR COURT, COMMERCIAL DIVISION, OF THE PROVINCE OF QUEBEC, DISTRICT OF MONTREAL OR TO THE REGISTRAR THEREOF, THE TRUSTEE/APPLICANT RESPECTFULLY SUBMITS THE FOLLOWING:

1. As appears from the Court record, on November 18, 2008, pursuant to an order of the Quebec Superior Court ["Court"], Komunik Corporation, Komunik Datamark Inc. and Komunik Intramedia Inc. (collectively the "Debtors/ Companies") were granted protection under the *Companies Creditors Arrangement Act* ("CCAA") and RSM Richter Inc. was appointed Monitor in the CCAA proceedings. The Companies were unable to accomplish its reorganization and did not respectively file a Plan of Arrangement to each of its creditors nor on a consolidated basis. As a consequence the operations ceased March 30, 2009 and pursuant to the authorization of the Court, the Companies' assets were sold; ;
2. The secured creditors subsequently filed a Petition in Bankruptcy and on December 7, 2009 the Court made a Bankruptcy Order against Komunik Corporation, Komunik Datamark Inc. and Komunik Intramedia Inc. RSM Richter Inc. was then appointed as Trustee to each of the Estates of the Debtors;
3. Komunik Datamark Inc. and Komunik Intramedia Inc. were the wholly-owned subsidiaries of Komunik Corporation, the latter being the head office and the corporate entity had been making all of the management and operation decisions of the subsidiaries. In addition, there was an overlap of certain creditors amongst the Companies.
4. On February 20, 2009, the Companies entered into a transaction pursuant to an Asset purchase and Sale Agreement ("APS") to sell almost all of its assets. The APS was approved on March 27, 2009 and closed on March 30, 2009 ("Sale Transaction"). The Sale Transaction was for the assets of all the Companies to be subsequently operated as one Company;
5. The funds received from the Sale Transaction were subject to the rights of the Companies' Creditors;
6. HSBC Bank Canada is the Companies' principal secured lender and HSBC Capital (Canada) Inc. is the secondary secured lender (collectively "Secured Lenders"). The Secured Lenders held security interest over all the Companies' assets. The Secured Lenders will not be repaid in full and consequently there are no funds available for the unsecured creditors;
7. For ease of administration, the Trustee seeks the authorization of this Honourable Court to consider the Estates of the Debtors as one Estate, the whole for expediency and to save ongoing costs;;
8. There is no expected dividend to any of the creditors in the respective bankruptcies;

RSM! Richter Inc.

9. There is no prejudice to the creditors of the various Estates.

FOR THESE REASONS, MAY IT PLEASE THIS HONOURABLE COURT TO:

ORDER that all matters of administration of the bankruptcies of the Estates of Komunik Corporation, Komunik Datamark Inc. and Komunik Intramedia Inc. be consolidated and considered as one Estate and that RSM Richter Inc. act as Trustee to the joint estates, including without limitation, such that:

- a. All meetings of Inspectors, and if so required of future Meetings of Creditors, be held together;
- b. All notices, letters and communications and reports of the Trustee of the bankruptcies be consolidated into one notice, as opposed to three;
- c. The Trustee and its counsel's billing and taxation of all accounts in the bankruptcies be consolidated into one bill to all bankruptcies jointly and severally;
- d. All reports and notices for the bankruptcies be sent on one report or notice bearing the names and numbers of the three bankruptcies.

THE WHOLE without costs.

Montréal, this 17th day of October 2011

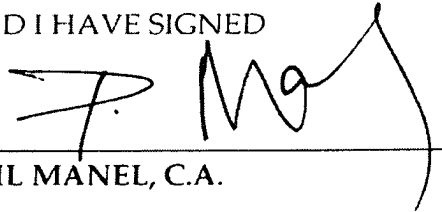

RSM RICHTER INC - Trustee

AFFIDAVIT

I, the undersigned, **PHIL MANEL**, Chartered Accountant, practicing my profession at RSM Richter Inc., 2 Place Alexis Nihon, in the City and District of Montreal, Province of Quebec, H3Z 3C2, solemnly declare:

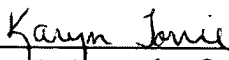
1. **THAT** I am one of the representatives of the Trustee herein;
2. **THAT** the facts alleged in the foregoing *Motion for the Consolidation of the Administration of the Estates* are true and correct.

AND I HAVE SIGNED



PHIL MANEL, C.A.

Solemnly declared before me at Montreal,
this 17th day of October, 2011.


Commissioner for Oaths

