

CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF QUÉBEC  
DIVISION NO.: 01-MONTRÉAL  
COURT NO. : 500-11-022613-042  
ESTATE NO.: 41-31099

**SUPERIOR COURT**  
(Commercial Division)

**In the matter of the Notice of Intention to Make a Proposal of:**

**Saturn (Solutions) Inc.**

a body politic and corporate, duly  
incorporated according to law and  
having its head office and principal  
place of business at:  
6520 Abrams  
Montréal QC H4S 1Y2

**Debtor**

**Notice to Creditors of Intention to Make a Proposal**  
(Subsection 50.4(1))

NOTICE is hereby given that on the 5<sup>th</sup> day of March, 2004 the above-mentioned Debtor filed a Notice of Intention to Make a Proposal under the Bankruptcy and Insolvency Act, as per a copy thereof attached hereto.

NOTICE is further given that in accordance with Section 69 of the *Bankruptcy and Insolvency Act*, all proceedings against the Debtor are hereby stayed. Accordingly, no creditor has any remedy against the property of the insolvent company, nor shall it commence or continue any action, execution, or other proceedings for the recovery of a claim.

A list of the creditors with claims amounting to \$250.00 or more and the amounts of their claims as known or shown by the Debtor's books is annexed hereto. The enclosure thereof does not necessarily constitute the acceptance of any claim or claims.

Upon the filing of the contemplated Proposal, a **further** notice shall be mailed to you providing you with the following:

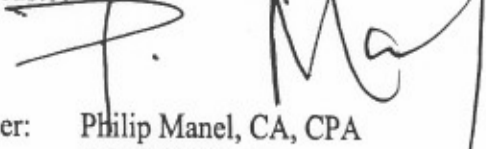
- a) A copy of the Proposal;
- b) The date, time and place of a Meeting of Creditors to be held to consider the Proposal;
- c) A condensed statement of the assets and liabilities of the Debtor;
- d) The following prescribed forms, to be completed:
  - . Proof of Claim;
  - . Proxy;
  - . Voting Letter on the Proposal.

Should the Debtor fail to file a Proposal within the prescribed delays, an automatic bankruptcy will ensue and the Trustee will forthwith convene a Meeting of Creditors.

Dated at Montréal, Province of Québec, this 11<sup>th</sup> day of March, 2004.

RICHTER & ASSOCIÉS INC.

Trustee

Per:   
Philip Manel, CA, CPA  
Administrator

**Notice of Intention to Make a Proposal  
(Subsection 50.4(1))**

Take notice that:

1. We, Saturn (Solutions) Inc., an insolvent person, state, pursuant to subsection 50.4(1) of the *Bankruptcy and Insolvency Act*, that we intend to make a proposal to our creditors.
2. Richter & Associés Inc, Licensed Trustee located at 2 Place Alexis Nihon, 22<sup>nd</sup> Floor, 3500 de Maisonneuve Blvd. West, in Montréal, Québec, has consented to act as Trustee under the proposal, as attested by the hereinafter consent.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is attached.
4. Pursuant to section 69 of the *Bankruptcy and Insolvency Act*, all proceedings against us are stayed as of the date of filing of this notice with the Official Receiver in our locality.

DATED AT MONTRÉAL, Province of Québec, this 5<sup>th</sup> day of March, 2004.

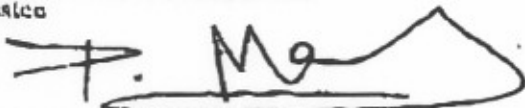
SATURN (SOLUTIONS) INC.

Per: George C. Hurlbutt



We hereby agree to act as the Trustee to the Proposal to be filed by the above-named Debtor, this 5<sup>th</sup> day of March, 2004.

RICHTER & ASSOCIÉS INC.  
Trustee



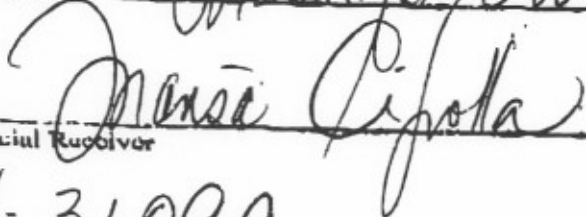
Per: Philip Manel, CA, CPA  
Administrator

To be completed by the Official Receiver

Filing Date:

March 5<sup>th</sup> 2004

Official Receiver



41-31099

500-11-022613-042



**Richter & Associés Inc.**  
**Liste de créanciers / List of creditors**  
**Dans l'affaire de la proposition de / In the matter of the Proposal of**  
**Saturn (Solutions) Inc.**

NAME	ADDRESS 1	AMOUNT
<b>Garanties/Secured</b>		
C.I.B.C.	COMMERCE COURT WEST 6TH FLOOR TORONTO ON M5L 1A2	1,562,973.00
C.I.B.C. (LOAN 2)	COMMERCE COURT WEST 6TH FLOOR TORONTO ON M5L 1A2	3,570,720.00
NEWCOURT CAPITAL (LOAN 2)	400-3090 LE CARREFOUR BLVD. LAVAL QC J7T 2J7	460,580.00
		<b>5,594,273.00</b>
<b>Garanties/Secured</b>		
<b>Privilégiées/Preferred</b> EMPLOYEES		Unknown
<b>Privilégiées/Preferred</b>		Unknown
<b>Non garanties/Unsecured</b>		
ACCESSOTRONIK	9305 TRANSCANADIENNE ST-LAURENT QC H4S 1V3	161.33
ACTION PAPER & PACKAGING	100 COMMANDER BLVD. SCARBROUGH ON M1S 3H7	9,762.39
ADVANCES ENERGY INDUSTRIES*	DEPT. LA 21954 PASADENA CA 90525	2.84
ALLSTREAM	P.O. BOX 1155, 338 KEELE ST. TORONTO ON M6P 2K2	10,110.69
ALTERNATIVE COMPUTER TECH. INC.	7908 CIN-DAY RD, SUITE W. WEST CHESTER OH 45069	6,648.34
ANACHEMIA SCIENCE	255 NORMAN VILLE ST-PIERRE QC 0	1,039.44
APTECH SERVICES INC.	1810 TRANS CANADA DORVAL QC H9P 1H7	106.97
AUDIBLE MAGIC CORPORATION.*	985 UNIVERSITY AVENUE #35 LOA GATOS CA 95032	6,201.60
AUDIO DEVELOPMENT	KABINGATAN 9 MALMO, SWEDEN S-21239	18.69
BAAN CANADA INC.	P.O. BOX 5600, STATION MAIN UNIT 80205 BURLINGTON ON L7R 4X3	28,459.39
BARRACUDA TRANSPORT & WAREHOUSING	4500 JOSEPH DUBREUIL LACHINE QC H8T 3C4	2,398.61
BAYER INC.	77 BELFIELD ROAD TORONTO ON M9W 1G6	143,029.46
BEL-FAST INC.	528 MCCAFFREY SAINT-LAURENT QC H4T 1N1	1,943.95
BELL CANADA	BOX/CP 1550 STN DON MILLS NORTH YORK ON M3C 3N5	13.35
BELL CANADA	CASE POSTAL/ P.O. BOX 8713 SUCC./STATION "A" MONTREAL QC H3C 4L6	98.57
BELL CANADA	P.O. BOX 9000 STN DON MILLS NORTH YORK ON M3C 2X7	486.89
BELL CANADA	CP 11490 STATION CENTRE VILLE MONTREAL QC H3C 5R7	3,767.24
BELL CANADA	CASE POSTALE 8712 SUCCURSALE CENTRE-VILLE MONTREAL QC H3C 3P6	5,073.21
BELL CONFERIA INC	10 FOUR SEASONS PLACE 10TH FLOOR TORONTO ON M9B 6H7	854.72
BELL MOBILITE CELLULAIRE	C.P./P.O BOX 11095 SUCC./STN. CENTRE VILLE MONTREAL QC H3C 5E7	1,735.30
BELL MOBILITY PAGING	P.O. BOX 11095 STATION CENTRE VILLE MONTREAL QC H3C 5E7	43.10
BELMONT PRESS	5 BODRINGTON COURT MARKHAM ON L6G 1A6	180,161.11
BILTWELL CONTAINERS	5020 COURVAL STREET ST. LAURENT QC H4T 1L1	368.08
BLIZZART GRAPHIQUE	165 RUE D'IGE BOUCHERVILLE QC J4B 6J2	270.31
BUNTIN REID PAPERS	P.O. BOX 8798 POSTAL STATION A TORONTO ON M5W 1R6	22,342.14
BUSINESS DEPOT	P.O. BOX 9850, STN LCD 3 STONEY CREEK ON L8G 5G8	265.48
C N W QUEBEC INC.	1155 BOUL RENE LEVEQUE WEST BUREAU 3310 MONTREAL QC H3B 2J6	2,499.25
CADENCE AUTOMATISATION	80 BOUL. SICARD LOCAL 119 ST-THERESE QC J7E 5R1	6,279.26
CANADA POST CORP.	2701 RIVERSIDE DR #E0680A ACCT#064484 OTTAWA ON K1A 1L7	4,048.98
CANADIAN LABOUR FORCE	164 SHORTING ROAD SCARBOROUGH ON M1S 3S6	93,879.34
CANNON HYGIENE	200 STEELCASE ROAD EAST UNIT 5 MARKHAM ON L3R 1G2	308.16
CASCADES RESOURCES CUSTOM CONV	3300 ORLANDO DRIVE MISSISSAUGA ON L4V 1C6	63,158.92
CCH CANADIAN LIMITED	90 SHEPPARD AVENUE E., SUITE 300 NORTH YORK ON M2N 6X1	1,013.37
CD ASSOCIATES INC.*	15-A MARCONI IRVINE CA 92618	9.70
CELPLAST PACKAGING SYSTEMS	67 COMMANDER BLVD #4 SCARBROUGH ON M1S 3M7	680.62
CHUBB SECURITY SYSTEMS	6680 AVE. DU PARC MONTREAL QC H2V 4H9	533.89
CHUBB SECURITY SYSTEMS	5201 EXPLORER DR. MISSISSAUGA ON L4W 4H1	4,113.74
CIBC CREDIT CARD SERVICES	P.O. BOX 4595 STN A TORONTO ON M5W 4X9	9,380.22
CIBC MELLON TRUST COMPANY	C.P. 700 SUCC./STN. B MONTREAL QC H3B 3K3	593.55
CIE GENERAL BEARING SERVICE INC	1305 ST PHILLIPE ST LAURENT QC H4N 2C6	407.59
CITICORP VENDOR FINANCE LTD.	P.O. BOX 37 STATION A MISSISSAUGA ON L5A 2Y9	449.35
CLINTAR GROUNDSKEEPING SERVICES	4210 MIDLAND AVENUE SCARBOROUGH ON M1V 4S6	6,211.89
CMC ELECTRONIQUE INC.	600 DR. FREDERIK PHILIPPS BLVD SAINT LAURENT QC H4M 2S9	136.15
COATES SCREEN INC.*	P.O. BOX 18182 NEWARK NJ 07191-8182	9,576.36
CODÉ TECHNOLOGIES INC.	4639 FORTIER ST-HUBERT QC J3Y 7L3	2,061.25
COHERENT INC.*	BANK OF AMERICA LOCKBOX SERVICES 12422 COLLECTIONS CENTER DRIVE CHICAGO IL 60693	721.97
COLLIERS MACAULAY NICOLLS INC.	16TH FLOOR-200 GRANVILLE STREET VANCOUVER BC V6C 2R6	151,838.53
COLORAMA GRAPHICS INC.	6620 ABRAMS ST-LAURENT QC H4S 1Y1	9,629.33
CONCORD CARTAGE DELIVERY SERVICES	2377 EAST GATE CRESCENT OAKVILLE ON L6H 6L1	4,590.57
CONCORD TRANSPORTATION INC.	21 FOUR SEASONS PLACE ETOBICOKE ON M9B 6V8	2,709.77
CONSEILLERS IMMOBILIERS GWL INC.	2001 UNIVERSITY PLACE LONDON LIFE, BUREAU 1820 MONTREAL QC H3A 2A6	326,385.00
CONTINENTAL LITHO INC.	5595 FINCH AVENUE EAST UNIT 3 SCARBOROUGH ON M1B 2T9	3,103.17
CON-WAY CANADA EXPRESS	P.O. BOX 3774 STN. COMMERCE COURT TORONTO ON M5L 1K1	2,684.10
CRYSTAL FOUNTAIN	60 MCDOWELL GATE MARKHAM ON L6G 1B5	1,252.40
CSC SCIENTIFIC COMPANY INC.*	P.O. BOX 2468 MERRIFIELD VA 22116	33.53
CUT-A-DIE CAN. LTD	7443 VICTORIA PARK AVE. MARKHAM ON L3R 2Y7	1,535.45
DATARIUS*	15-A MARCONI IRVINE CA 92618	1,456.08
DATASEEK	422 E RAMSEY SAN ANTONIO TX 78216	12.48
DE SERRES MCONVRY INC.	6529 HUTCHISON, COIN BEAUBIEN MONTREAL QC H2V 4C9	460.10
DECO ADHESIVE PRODUCTS LIMITED	28 GREENSBORO DRIVE REXDALE ON M9W 1E1	84.10
DELL COMPUTER CORP.	P.O. BOX 11292 STATION CENTRE-VILLE MONTREAL QC H3C 5G9	17,839.23
DELNAV TRANSPORT INTERNATIONAL INC.	1828 ONESIME GAGNON LACHINE QC H8T 3M6	139.70
DELNAV TRANSPORT INTERNATIONAL INC.	1828 ONESIME GAGNON LACHINE QC H8T 3M6	30,853.60
DI CUT INDUSTRIES LTD.	1401 HUNTINGWOOD DRIVE SCARBOROUGH ON M1S 3J1	1,918.29
DISCHEM INC.*	409 MERCER STREET RIDGWAY PA 15853	309.34
DLR TRANSPORT INC.	# 384 MILL ST. RICHMOND HILL ON L4C 4B9	11,089.86
DR SCHENCK OF AMERICA*	1830 WOODDALE DRIVE SUITE 400 WOODBURY MI 55125	6.08
DSI TECHNOLOGY ESCROW SERVICES INC.	P.O. BOX 512867 LOS ANGELES CA 90051-2867	3.25
DYNATRONX INC.*	462 GRIFFIN BLVD. AMERY WI 54001	1,531.73
EMBALLAGES JEAN CARTIER	2325 BOULEVARD INDUSTRIEL SAINT-CESAIRE QC J0L 1T0	2,359.34
EMERALD INTERNATIONAL INC.	4211 YONGE STREET SUITE 505 TORONTO ON M2P 2A9	3,226.72
EMERY INVESTMENTS	620 WILSON AVENUE, SUITE 401 TORONTO ON M3K 1Z3	1,794.91
EMERY INVESTMENTS	620 WILSON AVENUE TORONTO ON M3K 1Z3	103,199.00
EMERY WORLDWIDE BROKERS*	P.O. BOX 1067 SCRANTON, PA USA 18577-0067	0.85
ENBRIDGE CONSUMERS GAZ	P.O. BOX 644 SCARBOROUGH ON M1K 5H1	14,382.56
ENTREPRISES LARRY	4200 PATRICK STREET MONTREAL QC H4E 1A5	2,299.58
ENTRETREN OPTIMUM INC.	8840 SHERBROOKE EST MONTREAL QC H1L 1C6	2,786.86
EQUIFAX CANADA INC.	110 SHEPPARD AV. EAST NORTH YORK ON M2N 6S1	664.86
EXA SYSTEMS INC.	2626 SABOURIN ST-LAURENT QC H4S 1M2	187.86
EXCD COMMUNICATIONS	500 PORT-ROYAL QUEST # 100 MONTREAL QC H3L 2B8	7,372.67
FEDERAL EXPRESS	P.O. BOX 4626 TORONTO STATION A TORONTO ON M5W 5B4	105,830.10
FEDERAL EXPRESS CANADA LTD.	P.O. BOX 3700, STN DON MILLS NORTH YORK ON M3C 3Y1	12.44
FESTO INC.	5300 EXPLORER DRIVE MISSISSAUGA ON L4W 5G4	685.56
FILTRATION SOLUTIONS*	2361 CHARLOTTE HIGHWAY SUITE 201 LAKE WALLEY SC 29710	714.58
FISHER SCIENTIFIQUE	C.P. BOX 9200 TERMINAL OTTAWA ON K1G 4A9	70.00
FRANK P. LALONDE	5860 BOUL. SAINT-LAURENT MONTREAL QC H2T 1T3	2,184.27
FUSION UV SYSTEMS INC.*	910 CLOPPER ROAD GAITHERSBURG MD 20878-1357	2,026.91
GESTION IMMOBILIERE SUMMITREIT LTEE	5490, THIMENS BLVD. SUITE 110 ST-LAURENT QC H4R 2K9	21,685.00

**Richter & Associés Inc.**  
**Liste de créanciers / List of creditors**  
**Dans l'affaire de la proposition de / In the matter of the Proposal of**  
**Saturn (Solutions) Inc.**

<u>NAME</u>	<u>ADDRESS 1</u>	<u>AMOUNT</u>
GIMA ADVANCED TECHNOLOGY*	2150 BOGGS ROAD SUITE 660 DULUTH GA 30096	1,124.77
GINA BRESCIANI		814.00
GODING +PARTNER INC.	555 COMMERCE DR. AMHERST NY 14228	3,100.80
GRAND & TOY	2275 52nd (52E) AVENUE LACHINE QC H8T 2Y8	142.31
GREAT WEST LIFE	2001 UNIVERSITY PLACE LONDON LIFE BUREAU 1820 MONTREAL QC H3A 2A6	14,726.07
GRENVILLE PRINTING	25 SCARSDALE ROAD DON MILLS ON M3B 2R2	13,323.80
GROUPE 4 IMPRIMERIE	1751 RICHARDSON #3135 MONTREAL QC H3K 1G6	12.65
GTS NEW WORLD FORWARDING INC.	705 STUART GRAHAM NORTH SUITE 24 DORVAL QC H4Y 1E7	1,521.84
GUY ALLAIRE CRHA	2637 RUE PREFONTAINE MONTREAL QC H1W 2P6	20.87
H2O PLANT AUTOMATION LTD.	1 GEMMONS LANE WATFORD WD25GB	541.27
HARVEY WINKS	655 DOVERCOURT ROAD TORONTO ON M6H 2W5	13.72
HEENAN BLAIKIE	1250 RENE LEVESQUE BLVD WEST SUITE 2500 MONTREAL QC H3B 4Y1	12,312.82
HEINO ILSEMANN CORP.*	ALEXANDER COURT TWO 800 CALCOON HOOK RD., BAYS 1-2 SHARON HILL PA 19079	2,308.16
HOBBS & TOWNE, INC.	PMB 269, P.O. BOX 987 VALLEY FORGE PA 19480987	342.00
HOLMES,THE FINISHING HOUSE	200 FERRIER STREET MARKHAM ON L3R 2Z5	8,633.57
HOUSTON PRESS LTEE	9700 RTE TRANS-CANADIENNE ST-LAURENT QC H4S 1V9	1,389.42
HUGHES CONTAINERS LTD.	100 DOLomite DRIVE NORTH YORK ON M3J 2N2	13,646.76
HYDRO QUEBEC	C.P. 11022, SUCC. CENTRE-VILLE. MONTREAL QC H3C 4V6	22,909.75
IBM CANADA LTD.	B.P. 450 MONTREAL QC H4Z 1K6	8,485.14
IDEAL JANITORIAL SERVICES	800 STEELES AVE. WEST SUITE B10-184 THORNHILL ON L4J 7L2	3,976.12
IGI	2061 MCCOWAN ROAD, SUITE #2 TORONTO ON M1S 3Y6	6,378.61
INDUSTRIES CERTICO INC.(LES)	7740, AUTOROUTE TRANSCANADIENNE SAINT-LAURENT QC H4T 1A5	112.69
INNOVATION UMEN INC	2700 JEAN PERRIN SUITE # 400 QUEBEC QC G2C 1S9	1,574.15
INSTACHANGE DISPLAYS LTD.	230 EDWARD STREET AURORA ON L4G 3S8	713.38
INTERWEIGH SYSTEMS INC.	51 BENTLEY STREET MARKHAM ON L3R 3L1	1,024.88
INVESTISSEMENT QUEBEC	393 RUE ST-JACQUES, BUREAU 500 MONTREAL QC H2Y 1N9	25,440.69
INVESTISSEMENTS QUEBEC	1200, ROUTE DE L'EGLISE BUREAU 500 SAINTE FOY QC G1V 5A3	917,723.00
J&F WASTE SYSTEMS INC.	610 FINLEY AVENUE AJAX ON L1S 2E3	1,581.31
JOHAL TRANSPORT LTD.	1180 FEWSTER DRIVE MISSISSAUGA ON L4W 1A1	4,983.34
JOHNSTONE PRINT/LITHO INC.	111 FERRIER STREET MARKHAM ON L3R 3K6	15.90
JOURNEY AIR FREIGHT INTN. INC.	8760 COTE DE LIESSE ST-LAURENT QC H4T 1H2	17,035.59
JOURNEY AIR FREIGHT*	8760 COTE DE LIESSE ST-LAURENT QC H4T 1H2	10.82
KAMMANN MACHINES SERVICE*	SEAPORT INDUSTRIAL PARK 65 PARKER ST UNIT # 5 NEWBURY PORT MA 1950	5.77
KONINKLIJKE PHILIPS ELECTRONICS N.V.	345 SCARBOROUGH ROAD BRIARCLIFF MANOR NY 10510-8001	841,400.00
KOST KLIP MANUFACTURING LTD.	BOX 1315 COMAX BC V9N 7Z8	8,112.74
L&M OPTICAL DISC*	303 LOUISIANA AVE BROOKLYN, NY 11207	2,907.00
LA CIE R. CARMICHAEL LTEE.	3822 AVENUE COURTRAI MONTREAL QC H3S 1C1	2,114.72
LA SOC. INFORMATIQUE ORACLE	600 BOUL. DE MAISONNEUVE OUEST SUITE 1010 MONTREAL QC H3A 3J2	16,956.98
LAWRENCE YANE		0.93
LES DISTRIBUTRICES M.A. ENRG.	160 HIGHLANDS LASALLE QC H8R 3N6	170.25
LES EMBALLAGES GAB LTEE.	140 BOUL. DE L'INDUSTRIE CANDIAC QC J5R 1J2	7,002.49
LES MESSAGEURS 2641-2809 INC.	2144 MACKAY, 1ER ETAGE MONTREAL QC H3G 2J1	3,124.51
LES MOTEURS ELECTRIQUES ARNEL INC	11429 SIEME AVENUE MONTREAL QC H1E 1P9	776.40
LES PRODUITS DE POLISSAGE EMPIER BUFF L1	1485 ST. ELZEAR OUEST LAVAL QC H7L 3N6	12,436.51
LITHO MILLE ILES LTEE	356 GEORGES VI TERRR Bonne QC J6Y 1N9	2,530.55
LOCATION BROSSARD INC.	2190 BOUL. HYMUS DORVAL QC H9P 1J7	4,331.70
SOFTWARE, INC.*	P.O. BOX 799 CAPE NEDDICK ME 3902	18.33
MARKHAM HYDRO DISTRIBUTION INC.	P.O. BOX 3900 M.L.P. MARKHAM ON L3R 0Y3	6,600.28
MAXXAM ANALYTIQUE INC.	9420 COTE DE LIESSE LACHINE QC H6T 1A1	579.72
MEDIA ACCESSORIES.COM INC.	3305 PITFIELD VILLE ST-LAURENT QC H4S 1H3	2,721.14
MEDIA PLUS INC.	3305 PITFIELD VILLE ST-LAURENT QC H4S 1H3	1,621.85
MEDIA PLUS INC.	3305 PITFIELD VILLE ST-LAURENT QC H4S 1H3	78.03
MEGLOMEDIA.COM INC.	95 REDPATH AVENUE, SUITE 100 TORONTO ON M4S 2K1	139.10
METRO WASTE PAPER RECOVERY INC	66 SHORNCLIFFE ROAD TORONTO ON M8Z 5K1	10,921.65
METROPOLITAIN GAZ	C.P. 6115, SUCC. CENTRE-VILLE MONTREAL QC H3C 4N7	8,571.43
MFM INC.	25 KINNEAR COURT #2 RICHMOND HILL ON L4B 1H2	28,493.97
MICHEL CHAYER		127.51
MICHELEX*	P.O. BOX 69, 63 TRADE ROAD MASSENA NY 13662	151,573.00
MICROCHEM CORP.*	P.O. BOX 845684 BOSTON MA 02284-5684	161.72
MIELE LIMITED	55G EAST BEAVER CREEK ROAD RICHMOND HILL ON L4B 1E5	9.20
MINGLTA BUSINESS EQUIPMENT LTD.	C.P. 37, SUCC. A MISSISSAUGA ON L5A 2Y9	477.65
MINUTE-MAN DELIVERY LTD.	2055 KENNEDY ROAD, SUITE 229 SCARBOROUGH ON M1T 3G3	1,484.64
ML FIRE	350 JOHN ST. UNIT 7 THORNHILL ON L3T 5W6	827.11
MONTREAL MEDIA	10 AVE. DES PINS WEST SUITE 216 MONTREAL QC H2W 1P9	460.10
MYKROLIS CORPORATION	129 CONCORD ROAD BILLERICA MA 1821	27.67
NETSTAL MACHINERY INC.*	57 JACKSON ROAD DEVENS MA 1432	1,091.20
NEW ENGLAND MOTOR FREIGHT INC.*	2216 ST-FRANCOIS DORVAL QC H9P 1K3	26.10
NEXPAK*	P.O. BOX 711489 CINCINNATI OH 45271-1489	9,641.28
NORMAN G. JENSEN CANADA INC.	P.O. BOX 3777 COMMERCE COURT POSTAL STATION TORONTO ON M5L 1K1	3,026.15
NORMAN G. JENSEN INC.	BOX 3479 COMMERCE COURT POSTAL STATION TORONTO ON M5L 1K1	1,912.70
OEM	P.O. BOX 7206 CHARLOTTE NC 28241-7206	327.92
OFFICE TEAM	P.O. BOX 70207 STATION A TORONTO ON M5W 2X5	4,938.74
OLDE TYME PALLETS LTD	3136 MAVIS RD. MISSISSAUGA ON L5C 1T8	5,663.75
OLYMPIC DUST CONTROL	222 NORFINCH DR. NORTH YORK ON M3N 1Y5	316.72
ONAN EST DU CANADA INC.	560 LEPINE AVENUE DORVAL QC H9P 1G2	4,282.86
ONE TIME SUPPLIER US *		194.48
OPTICAL TECHNOLOGIES INC.*	201 OSWALT AVENUE BATAVIA IL 60510	118.70
OPTIONS GRAPHIQUE R.C.L.S. INC	2960 HALPERN ST-LAURENT QC H4S 1R2	1,430.62
ORFUS INVESTMENTS	8 VINCI CRESCENT DOWNSVIEW ON M3H 2Y7	24,321.12
OSMONICS INC*	SDS 12-1876 P.O. BOX 86 MINNEAPOLIS MN 55486-1876	15.08
PACKPRO SYSTEMS INC.	45 RIVIERA DRIVE UNIT#7 MARKHAM ON L3R 5J6	2,457.14
PAGNET CANADA INC.	6250 DECARIE ROOM 130 MONTREAL QC H4P 2P5	47.62
PBB GLOBAL LOGISTICS	33 WALNUT STREET FORT ERIE ON L2A 1S7	10.17
PEARCE CONTAINERS LTD	240 SUMMERLEA RD. BRAMPTON ON L6T 4E6	33,899.24
PETTY CASH - TORONTO		437.18
PFEIFFER VACUUM INC.*	P.O. BOX 414278 BOSTON MA 02241-4278	2.22
PHILIPS ELECTRONICS	ATTN: BRIAN WIECHAUS 580 WHITE PLAINS ROAD TARRYTOWN NY 10591-5190	31,271.90
PILKINGTON SPECIAL GLASS LIMITED	GLASCOED ROAD ST-ASAPH, DENBIGSHIRE U.K. LL 17 0LL	8,995.06
PITNEY BOWES LEASING	P.O. BOX 278 ORANGEVILLE ON L9W 2X7	553.73
PITNEY BOWES OF CANADA	P.O. BOX 5311 BURLINGTON ON L7R 4T9	114.97
PITNEYWORKS	P.O. BOX 280 ORANGEVILLE ON L9W 2Z7	2,018.52
PIZZAGALLI PROPERTIES, LLC	P.O. BOX 752031 CHARLOTTE NC 28275-2031	119,461.61
POLY-MATRIX*	40 DOWNING PARKWAY PITTSFIELD MA 1201	8.06
PRICewaterhouseCOOPERS	1250 RENE LEVESQUE BLV W. SUITE 3500 MONTREAL QC H3B 2G4	105,025.00
PRINTING HOUSE	1403 BATHURST ST. TORONTO ON M5R 3H8	401.25
PRO TEMPORARY HELP	55 NUGGET AVENUE SCARBOROUGH ON M1S 3L1	5,514.25
PUROLATOR COURIER LTD.	C.P. 1100 ETOBICOKE POST STN A. ETOBICOKE ON M9C 5K2	92,723.26
QUARK DISTRIBUTION INC.*	P.O. BOX 12027 CHEYENNE WY 82003	247.46
QUEBEC OFFICE SUPPLIES	7524 COTE DE LIESSE ST. LAURENT QC H4T 1E7	677.84
URETECH*	DIVISON OF K.J. QUINN & CO INC P.O. BOX 380227 CAMBRIDGE MA 02238-0227	3,617.69
RCI ENVIRONNEMENT INC. - INTERSAN	C.P. 1300 ANJOU QC H1K 4H2	785.62

Richter & Associés Inc.

Liste de créanciers / List of creditors  
 Dans l'affaire de la proposition de / In the matter of the Proposal of  
 Saturn (Solutions) Inc.

NAME	ADDRESS 1	AMOUNT
RECEIVER GENERAL FOR CANADA	CUSTOMER NO. 500039317 235 QUEEN ST, 209C, 2ND FLR OTTAWA ON K1A 0H5	25,440.69
RECEIVER GENERAL OF CANADA	CANDA GOUVERNEMENT PUBLISHING COMMUNICATION CANADA OTTAWA ON K1A 0S9	917,723.00
RECORD PRODUCT OF AMERICA*	700 SHERMAN AVENUE HAMDEN CT 6514	1,083.01
RECYCLAGE DE PAPIER HANNA LTEE	1700 - 50 IEME AVENUE LACHINE QC H8T 2V5	6,666.85
REIMER EXPRESS LINES LTD.	P.O. BOX 875 WINNIPEG MB R3C 2S5	1,381.98
REYNOLDSTECH INTERNATIONAL*	6895 DINNE STREET EAST SYRACUSE NY 13057	668.02
ROBITEC*	700 SHERMAN AVENUE HAMDEN CT 6514	909.43
ROGERS CABLE	P.O. BOX 9100 DON MILLS ON M3C 3P9	145.06
ROGER'S CARTAGE	1895 NEW STREET PICKERING ON L1V 3J8	449.40
RPG RECEIVABLES PURCHASE GROUP	221 LAKESHORE RD E. SUITE 300 OAKVILLE ON L6J 1H7	38,307.74
S B R. ELECTRIQUE INC.	527 LEPIN DORVAL QC H9P 2S9	421.41
S I G. MÉCANICAL SERV.	51 B ESNA PARK DRIVE MARKHAM ON L3R 1C9	5,015.09
SAATIPRINT	1680 COURTNEY PARK DRIVE EAST UNIT 1 & 2 MISSISSAUGA ON L5T 1R4	16,801.76
SATURN SOLUTIONS PROVO	1140 NORTH 1430 WEST OREM UT 84067	1,305.18
SCANCODE LOGISTICS	2560 MATHESON BLVD E., SUITE 223 MISSISSAUGA ON L4W 4Y9	34,236.94
SCANDIA*	P.O. BOX 575 ALLWOOD STATION 180 BRIGHTON ROAD CLIFTON NJ 07012-0575	1,471.85
SCREENTEC	930 WESTPORT CRESENT MISSISSAUGA ON L5T 1G1	17,551.95
SENSORMATIC CANADA	7 PAGET ROAD BRAMPTON ON L6T 5S2	7,307.97
SERVICES SEL PRO	10701, BOUL. PARKWAY VILLE D'ANJOU QC H1J 1S1	436.26
SGS INTL CERT SERVICES CANADA INC.*	6275 NORTHAM DRIVE, UNIT 2 MISSISSAUGA ON L4V 1Y8	20.92
SHIN-ETSU MICROSI INC.*	10028 SOUTH 51st STREET PHOENIX AZ 85044	1,256.22
SIMPLEMENT DE L'EAU	5155 BOUL. CAVENDISH MONTREAL QC H4V 2R6	614.12
SOLERAS LTD*	569 EIM STREET P.O. BOX 1867 BIDDEFORD ME 4005	26.56
SPEEDY TRANSPORT	265 RUTHERFORD ROAD SOUTH BRAMPTON ON L6W 1V9	540.81
SPRINT CANADA INC.	2550 VICTORIA PARK AVENUE SUITE 400 NORTH YORK ON M2J 5E6	1.09
STICKY LABEL INC.	605 MIDDLEFIELD ROAD UNIT # 19 & 20 TORONTO ON M1V 5B9	9,421.29
TACT PRODUCTION CANADA LTD	55 WEST BEAVER CREEK RD UNIT 50 RICHMOND HILL ON L4B 1K5	18,177.03
TARGRAY EUROPE BV	GROTEHOORD 15 3341 LT HENDRIK IDO AMBACHT THE NETHERLANDS	240.44
TARGRAY TECHNOLOGY INC.	195 LABROSSE AVENUE POINTE CLAIRE QC H9R 5Y9	16,026.29
TESTBOURNE LTD	UNIT 12, HASSOCKS WOODS STROUDLEY ROAD, BASINGSTOKE HAMPSHIRE, ENGLAND EN RG24 8UQ	0.01
TESTBOURNE LTD	UNIT 12, HASSOCKS WOODS STROUDLEY ROAD, BASINGSTOKE HAMPSHIRE, ENGLAND EN RG24 8UQ	0.01
THOMAS LIFT TRUCK SERVICES LTD	30 DEVON ROAD BRAMPTON ON L6T 5B5	1,241.20
THOMSON TREMBLAY INC.	1250 MANSFIELD MONTREAL QC H3B 2Y3	1,458.07
TOTALLINE TRANSPORT	155 DELTA PARK BLVD. BRAMPTON ON L6T 5M8	30,221.97
TRANE QUEBEC, A DIV. OF WABCO	3535 BOUL. PITFIELD ST-LAURENT QC H4S 1H3	18,502.92
TRANS-BORDER CUSTOMS SERVICES	800 PLACE VICTORIA MONTREAL QC H4Z 1J8	1.12
TRANSGROUP*	P.O. BOX 69207 SEATTLE WA 98168	3,767.09
TRANSGROUP*	P.O. BOX 69207 SEATTLE WA 98168	2,698.72
TRINCO COURIER	400 MCCOWAN RD. UNITE 620 SCARBOROUGH ON M1J 1J5	1,387.80
TRI-TEC INDUSTRIES	6621 INNOVATOR DR. MISSISSAUGA ON L5T 2J3	0.91
TSB INTERNATIONAL INC.	16 RUE PACIFIQUE EST BROMONT QC J2L 1J5	141.33
UNAXIS USA, INC.*	P.O. BOX 847507 DALLAS TX 75284-7507	1,971.23
UNISOURCE CANADA INC.	PO BOX 46082-LBX: T46082 STATION A TORONTO ON M5W 4K9	607.84
UNITED PARCEL SERV.	P.O. BOX 11086 SUCC. CENTRE VILLE MONTREAL QC H3C 5C6	3,507.66
UNITED PARCEL SERVICE CANADA LTD.	P.O. BOX 2127 CRO HALIFAX NS B3J 3B7	153.99
UNIVENTURE CD PACK. & STORAGE*	P.O. BOX 28398 COLUMBUS OH 43228-0398	6.02
US FILTER	2126 - 32e AVENUE LACHINE QC H8T 3H7	828.18
UTI CANADA INC.	P.O. BOX 14, TORONTO AMF PEARSON INTERNATIONAL AIRPORT ONTARIO ON L5P 1A2	3,424.28
VANNES & RACCORDS LAURENTIAN LTEE	2425 HALPERN ST. LAURENT QC H4S 1S3	0.30
VISION MULTIMEDIA CORP.*	1710 BISHOP STREET UNIT 6 CAMBRIDGE ON N1T 1J3	1,058.45
VWR CANLAB	P.O. BOX 1137 COMMERCE COURT POSTAL STATION TORONTO ON M5L 1K1	1,697.44
WASTECO	161 BRIDGELAND AVE. NORTH YORK ON M6A 1Z1	116.59
WATERWELL IRRIGATION INC.	3225 BOUL PITFIELD ST LAURENT QC H4S 1H3	12.77
WEBCOM COMMUNICATIONS CORP.*	7355 E. ORCHARD RD #100 GREENWOOD VILLAGE CO 80011	3,866.96
WEBCOM LTD.	3480 PHARMACY AVE. SCARBOROUGH ON M1W 3G3	3,623.77
XEROX CANADA INC.	C.P. 939 SUCCURSAL 'A' MONTREL QC H3C 2W3	342.83
US EXCHANGE (1.33)		16,811.13
<b>Non garanties/Unsecured</b>		<b>5,380,757.37</b>
<b>Grand Total</b>		<b>10,975,030.37</b>