

CANADA

PROVINCE OF QUÉBEC
DISTRICT OF MONTREAL

N°: 500-11-048114-157

SUPERIOR COURT
(Commercial Division)

**IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, AS AMENDED:**

**BLOOM LAKE GENERAL PARTNER
LIMITED, QUINTO MINING
CORPORATION, 8568391 CANADA
LIMITED AND CLIFFS QUEBEC IRON
MINING ULC,**

Debtors/Respondents

-and-

**THE BLOOM LAKE IRON ORE MINE
LIMITED PARTNERSHIP**

-and-

**BLOOM LAKE RAILWAY COMPANY
LIMITED**

Mises-en-cause

-and-

FTI CONSULTING CANADA INC.

Monitor

-and-

GOLDER ASSOCIATES LTD., a legal person
having its principal place of business at 6925
Century Avenue, Suite 100, Mississauga, Province
of Ontario, L5N 7K2

Secured Creditor/Petitioner

MOTION TO TEMPORARILY LIFT THE STAY OF PROCEEDINGS
(Section 11.02 of the *Companies Creditors Arrangement Act*)

TO THE HONOURABLE JUSTICE HAMILTON OR ONE OF THE OTHER HONOURABLE JUDGES OF THE SUPERIOR COURT (COMMERCIAL DIVISION), DISTRICT OF MONTREAL, THE PETITIONER RESPECTFULLY SUBMITS THE FOLLOWING:

1. The Petitioner Golder Associated Ltd. (“**Golder**”) is company which provides certain construction services, as it appears from an excerpt of the public corporate registry (CIDREQ) maintained by the *Registraire des entreprises* filed herewith as **Exhibit R-1**;
2. Golder supplied various services and performed various construction work at the request of and for the benefit of Bloom Lake General Partner Limited (the “**Golder Construction Work**”);
3. As of February 18, 2015, an outstanding balance of \$156,812.84 including taxes but excluding interests at the rate specified in the contract, the additional indemnity provided for in Article 1619 of the *Civil Code of Quebec* (the “**CCQ**”) and any costs incurred to recover or conserve the property remains unpaid for the Golder Construction Work, as it appears from a statement of account filed herewith as **Exhibit R-2**;
4. On January 27, 2015, the Honourable Justice Martin Castonguay, J.C.S., issued an Initial Order (the “**Initial Order**”), as amended, pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, C-36 (“**CCAA**”), as it appears from the Court record;
5. The Initial Order provides for a stay of proceedings (the “**Stay**”) in favour of (i) Bloom General Partner Limited, Quinto Mining Corporation, 8568391 Canada Limited and Cliffs Québec Iron Mining ULC (collectively the “**Debtors**”) and (ii) The Bloom Lake Iron Ore Mine Limited Partnership and Bloom Lake Railway Company Limited (collectively the “**Mises-en-cause**”) (The Debtors and Mises-en-cause are collectively the “**CCAA Parties**”);
6. On February 27, 2015, Golder registered a legal hypothec at the Land Registry for the Cadastral Division of Saguenay under the number 21 374 136 for an amount of \$156,812.44 (the “**Golder Legal Hypothec**”), as it appears from a copy of the duly registered Golder Legal Hypothec filed herewith as **Exhibit R-3**;
7. Pursuant to Article 2727 CCQ, (i) a legal hypothec in favour of persons having taken part in the construction or renovation of an immovable subsists, even if it has not been published, for thirty days after the work has been completed; and (ii) it subsists if, before the thirty-day period expires, a notice describing the charged immovable and indicating the amount of the claim is registered;
8. It is therefore essential that the validity of the registration of the Golder Legal Hypothec be recognized by this Court in order to protect Golder’s claim and the validity of its legal hypothec;

9. As a result of the Stay, the present Motion is well founded and will ensure that Golder's rights are fully protected;
10. The CCAA Parties suffer no prejudice whatsoever from granting the present request, whereas, should Golder be deprived of the rights provided by the Golder Legal Hypothec, it will be severely prejudiced as a result of the loss of security provided by the Golder Legal Hypothec;
11. In light of the foregoing, the present Motion to lift the Stay in order to declare the registration of the Golder Legal Hypothec as valid is well founded;
12. Additionally, in accordance with Article 2727 CCQ, a legal hypothec in favour of persons having taken part in the construction or renovation of an immovable is extinguished six months after the work is completed, unless, to preserve the hypothec, the creditor publishes an action against the owner of the immovable or registers a prior notice of the exercise of a hypothecary right;
13. It is therefore critical that Golder be allowed to serve and register a prior notice of the exercise of a hypothecary right (the "**Golder Prior Notice**") pursuant to the Golder Legal Hypothec in order to protect its claim and legal hypothec;
14. Golder is therefore also seeking an order to temporarily lift the Stay for the purpose of authorizing the service and registration of the Golder Prior Notice;
15. The CCAA Parties suffer no prejudice whatsoever from the service and registration of the Golder Prior Notice, whereas, should Golder be deprived of the right to serve and register the Golder Prior Notice, it will be severely prejudiced as a result of the loss of the security provided by the Golder Legal Hypothec;
16. Golder respectfully submits that this Motion should be granted in accordance with its conclusions;
17. The present Motion is well founded in fact and in law

FOR THESE REASONS, MAY IT PLEASE THE COURT:

GRANT the present *Motion to Temporarily Lift the Stay of Proceedings* (the "**Motion**");

LIFTS *nunc pro tunc* the Stay of Proceedings provided for in the Initial Order (the "**Stay**") issued by the Honourable Justice Martin Castonguay, J.S.C. on January 27, 2015, as amended, in favour of Bloom Lake General Partner Limited, Quinto Mining Corporation, 8568391 Canada Limited, Cliffs Québec Iron Mining ULC, The Bloom Lake Iron Ore Mine Limited Partnership and Bloom Lake Railway Company Limited (collectively the "**CCAA Parties**");

DECLARES that the Golder Associated Ltd's ("**Golder**") notice of legal hypothec charging the property of the CCAA Parties for an amount of \$156,812.44 is duly and validly registered at the Land Registry for the Cadastral Division of Saguenay under number 21 374 136(the "**Golder Legal Hypothec**");

LIFTS the Stay to **AUTHORIZE** Golder to serve and register a prior notice of the exercise of a hypothecary right in respect of the Golder Legal Hypothec;

THE WHOLE without costs, save and except in case of contestation.

Montreal, May 15, 2015

(S) BCF S.E.N.C.R.L. / LLP

BCF LLP

Attorneys for Golder Associates Ltd

TRUE COPY

BCF LLP

BCF LLP

**NOTICE OF PRESENTATION
TO SERVICE LIST**

TAKE NOTICE that the *Motion to Temporarily Lift the Stay of Proceedings* will be presented for adjudication before the Honourable Stephen W. Hamilton, J.C.S. or another one of the Honourable Judges of the Superior Court of Quebec, sitting in the commercial division in and for the District of Montreal, in **room 16.12**, of the **Montreal Courthouse**, located at 1 Notre-Dame Street East, Montreal, Quebec, H2Y 1B6, on **June 2, 2015 at 9:00 am** or soon thereafter as counsel may be heard.

DO GOVERN YOURSELVES ACCORDINGLY.

Montreal, May 15, 2015

(S) BCF S.E.N.C.R.L. / LLP

BCF LLP
Attorneys for Golder Associates Ltd

TRUE COPY

BCF LLP

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FTI CONSULTING CANADA INC.

Monitor

-and-

GOLDER ASSOCIATES LTD

Secured Creditor/Petitioner

SERVICE LIST
(UPDATED AS OF MARCH 12, 2015 – 4:00 PM)

<p><i>Counsel for the Petitioners</i></p> <p><i>Blake, Cassels & Graydon LLP</i> 600 Boul. de Maisonneuve West, Suite 2200 Montréal (Québec) H3A 3J2</p> <p>Attention : Bernard Boucher (Montréal) Email : bernard.boucher@blakes.com</p> <p>Attention : Sébastien Guy (Montréal) Email : sebastien.guy@blakes.com</p> <p>Attention : Steven Weisz (Toronto) Email : steven.weisz@blakes.com</p> <p>Attention : Milly Chow (Toronto) Email : milly.chow@blakes.com</p> <p>Attention : Michael McGraw (Toronto) Email : michael.mcgraw@blakes.com</p>	<p><i>The Monitor</i></p> <p><i>FTI Consulting Canada Inc.</i> TD Waterhouse Tower 79 Wellington Street West Suite 2010, P.O. Box 104 Toronto (Ontario) M5K 1G8</p> <p>Attention : Nigel Meakin Email : nigel.meakin@fticonsulting.com</p> <p>Attention : Steven W. Bissell Email : steven.bissell@fticonsulting.com</p>
<p><i>Counsel for the Monitor</i></p> <p><i>Norton RoseFulbright LLP</i> Suite 2500, 1 Place Ville Marie Montréal (Québec) H3B 1R1</p> <p>Attention : Evan Cobb (Toronto) Sylvain Rigaud (Montréal) Chrystal Ashby (Montréal)</p> <p>Email : evan.cobb@nortonrosefulbright.com sylvain.rigaud@nortonrosefulbright.com chrystal.ashby@nortonrosefulbright.com</p>	<p><i>Independant Counsel for the Board of Directors of the Petitioners</i></p> <p><i>Lax O'Sullivan Scott Lisus LLP</i> 145 King Street West, Suite 2750 Toronto (Ontario) M5H 1J8</p> <p>Attention : Andrew Winton Email : awinton@counsel-toronto.com</p> <p>Attention : Matthew Gottlieb Email : mgottlieb@counsel-toronto.com</p>

<p>Administration Portuaire de Sept-Îles</p> <p><i>Fasken Martineau</i> PO Box 242, The Stock Exchange Tower 800 Victoria Place, Suite 3700 Montréal (Québec) H4A 1E9</p> <p>Attention : Luc Morin Guillaume-Pierre Michaud</p> <p>Email : lmorin@fasken.com gmichaud@fasken.com</p>	
<p>Air Inuit Ltd.</p> <p><i>Langlois Kronström Desjardins LLP</i> 1002 Sherbrooke Street West, 28th Floor, Montréal (Québec) H3A 3L6</p> <p>Attention : Gerry Apostolatos Pascal Archambault</p> <p>Email : gerry.apostolatos@lkd.ca pascal.archambault@lkd.ca</p>	<p>Bank of America</p> <p><i>Osler, Hoskin & Harcourt LLP</i> 1000 De la Gauchetière Street West, Suite 2100 Montréal (Québec) H3B 4W5</p> <p>Attention : Martin Desrosiers Email : mdesrosiers@osler.com</p>
<p>Beumer Corporation</p> <p><i>Fasken Martineau</i> PO Box 242, The Stock Exchange Tower 800 Victoria Place, Suite 3700 Montréal (Québec) H4A 1E9</p> <p>Attention : Annie Bernard Brandon Farber</p> <p>Email : abernard@fasken.com bfarber@fasken.com</p>	<p>BTMU Capital Leasing & Finance Inc.</p> <p><i>McMillan</i> TD Canada Trust Tower 421 – 7th Avenur S.W., Suite 1700 Calgary (Alberta) T2P 4K9</p> <p>Attention : Marc-Elie Scott Email : marc-elie.scott@mcmillan.ca</p>
<p>Caterpillar Financial Services Limited</p> <p><i>Miller Thomson SENCRL/LLP</i> 100 De La Gauchetière Street West, Suite 3700 Montréal (Québec) H3B 4W5</p> <p>Attention : Michel La Roche Email : mlaroche@millერთhompson.com</p>	<p>City of Fermont</p> <p><i>Cain Lamarre Casgrain Wells S.E.N.C.R.L.</i> 255 Racine Street East, Suite 600, PO Box 5420 Chicoutimi (Québec) G7H 6J6</p> <p>Attention : François Bouchard Email : francois.bouchard@clcw.qc.ca</p>
<p>Construction L.F.G. Inc.</p> <p><i>Avocats BSL Inc.</i> 160 rue de l'Évêché West, Suite 202 Rimouski (Québec) G5L 4H9</p> <p>Attention : Chantal Gagnon Email : cgagnon@avocatsbsl.com</p>	<p>Dexter Québec Inc.</p> <p><i>Fasken Martineau</i> PO Box 242, The Stock Exchange Tower 800 Victoria Place, Suite 3700 Montréal (Québec) H4A 1E9</p> <p>Attention : Brandon Farber Email : bfarber@fasken.com</p>

<p>DVB Bank S.E. <i>Bennett Jones LLP</i> Ben 4500 Bankers Hall East 855 2nd Street S.W. Calgary (Alberta) T2P 4K7 Attention : Patrick J. Brennan Email : brennan@bennettjones.com</p>	<p>Dynamitage Castonguay Ltée <i>Hackett Campbell Bouchard s.e.n.c.</i> 80, rue Peel Sherbrooke (Québec) J1H 4K1 Attention : Julien Collin-Piché Email : julien.collin@hcblegal.com</p>
<p>Gérald Leblond Ltée <i>Avocats BSL Inc.</i> 160 rue de l'Évêché West, Suite 202 Rimouski (Québec) G5L 4H9 Attention : Chantal Gagnon Fax : (418) 722-9601 Email : cgagnon@avocatsbsl.com</p>	<p>Gouvernement of Newfoundland and Labrador <i>Department of Justice and Public Safety</i> Attention : Todd Stanley, Assistant Deputy Minister – Courts and Legal Services Email : toddstanley@gov.nl.ca Tel : 709-729-2880 Fax : 709-729-2129</p>
<p>Groupe Unnu-EBC s.e.n.c. <i>Borden Ladner Gervais</i> 1000 De la Gauchetière Street West, Suite 900 Montréal (Québec) H3B 5H4 Attention : Gabriel Lefebvre Simon-Luc Dallaire François Gagnon Email : gdefebvre@blg.com sdallaire@blg.com fgagnon@blg.com</p>	
<p>Kilotech Contrôle Inc. <i>Simard Boivin Lemieux</i> 1700, Talbot Blvd., Suite 420 Chicoutimi (Québec) G7H 7Y1 Attention : Alain Provencher Email : a.provencher@sblavocats.com</p>	<p>Metso Shared Services Ltd. <i>Langlois Kronström Desjardins LLP</i> 1002 Sherbrooke Street West, 28th Floor, Montréal (Québec) H3A 3L6 Attention : Gerry Apostolatos Pascal Archambault Email : gerry.apostolatos@lkd.ca pascal.archambault@lkd.ca</p>
<p>Ministère de la Justice du Québec <i>Procureure générale du Québec</i> Direction du contentieux 1 Notre-Dame Street East, # 8.00 Montréal (Québec) H2Y 1B6 Attention : Marie-Claude Falardeau Email : marie-claude.falardeau@justice.gouv.qc.ca</p>	<p>Quebec North Shore and Labrador Railway Company Inc. <i>Langlois Kronström Desjardins LLP</i> 1002 Sherbrooke Street West, 28th Floor, Montréal (Québec) H3A 3L6 Attention : Gerry Apostolatos Dimitri Maniatis Daniel Baum Email : gerry.apostolatos@lkd.ca dimitri.maniatis@lkd.ca daniel.baum@lkd.ca</p>

<p><i>Regions Commercial Equipment Finance LLC</i> <i>BCF s.e.n.c.r.l. / LLP</i> 1100 René-Lévesque Blvd West, 25th floor Montréal (Québec) H3B 5C9</p> <p>Attention : Antoine Leduc Gary Rivard</p> <p>Email : antoine.leduc@bcf.ca gary.rivard@bcf.ca</p> <p><i>Krieg Devault LLP</i> One Indiane Square, Suite 2800 Indianapolis IN, USA 46204-2079</p> <p>Attention : Mark R. Wenzel Email : mwenzel@kdlegal.com</p>	<p><i>The Bank of Nova Scotia</i> <i>Kugler Kandestin, LLP (Québec Counsel)</i> 1 Place Ville-Marie, Suite 2101 Montréal (Québec) H3B 2C6</p> <p>Attention : Gerald F. Kandestin Tel. : 514-878-2861 Fax : 514-875-8424 Email : gakandestin@kklex.com</p> <p>Attention : Jeremy Cuttler Tel. : 514-878-2861 Fax : 514-875-8424 Email : jcuttler@kklex.com</p> <p><i>Cassels Brock LLP (Ontario Counsel)</i> Suite 2100, Scotia Plaza 40 King Street west Toronto (Ontario) M5H 3C2</p> <p>Attention : Jonathan Fleisher Joseph J. Bellissimo Keri Wallace</p> <p>Email : jfleisher@casselsbrock.com jbellissimo@casselsbrock.com kewallace@casselsbrock.com</p>
<p><i>Tyco International du Canada Ltée</i> (AKA SimplexGrinnell)</p> <p><i>Dunton Rainville S.E.N.C.R.L.</i> Tour de la Bourse, 43^e étage 800, Square Victoria, C.P. 303 Montréal (Québec) H4Z 1H1</p> <p>Attention : Gilles Metcalfe Email : gmetcalfe@duntonrainville.com</p>	

<p><i>Wesco Distribution Canada LP</i></p> <p><i>Dunton Rainville S.E.N.C.R.L.</i> Tour de la Bourse, 43^e étage 800, Square Victoria, C.P. 303 Montréal (Québec) H4Z 1H1</p> <p>Attention : Thomas Cliche Email : tcliche@duntonrainville.com</p>	<p><i>Worldlink Resources Limited</i></p> <p><i>Clifford Chance Europe LLP</i> 9 Place Vendome, CS 50018 75038 Paris Cedex 01 France</p> <p>Attention : Audley Sheppard Simon Greenberg Karolina Rozycka</p> <p>Email : audley.sheppard@cliffordchance.com simon.greenberg@cliffordchance.com karolina.rozycka@cliffordchance.com</p> <p><i>BCF Business Law</i> 1100 René-Lévesque Blvd West, 25th floor Montréal (Québec) H3B 5C9</p> <p>Attention : Éric Ouimet Bertrand Giroux Frédéric Côté</p> <p>Email : eric.ouimet@bcf.ca bertrand.giroux@bcf.ca frederic.cote@bcf.ca</p> <p><i>Perley-Robertson, Hill & McDougall LLP /s.r.l.</i> Constitution Square, 400-340 Albert Street Ottawa (Ontario) K1R 0A5</p> <p>Attention : Barry Leon John Siwiec R. Aaron Rubinoff Ketih MacLaren</p> <p>Email : bleon@perlaw.ca jsiwiec@perlaw.ca arubinoff@erlaw.ca kmacLaren@perlaw.ca</p>
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Emails : bernard.boucher@blakes.com; sebastien.guy@blakes.com; steven.weisz@blakes.com; milly.chow@blakes.com; michael.mcgraw@blakes.com; nigel.meakin@fticonsulting.com; steven.bissell@fticonsulting.com; evan.cobb@nortonrosefulbright.com; sylvain.rigaud@nortonrosefulbright.com; chrysal.ashby@nortonrosefulbright.com; awinton@counsel-toronto.com; mgottlieb@counsel-toronto.com; gerry.apostolatos@lkd.ca; pascal.archambault@lkd.ca; medesrosiers@osler.com; marc-elie.scott@mcmillan.com; mlaroche@millerthomson.com; brennanp@bennettjones.com; dimitri.maniatitis@lkd.ca; daniel.baum@lkd.ca; antoine.leduc@bcf.ca; gary.rivard@bcf.ca; mwenzel@kdlegal.com; gkandestin@kklex.com; jcuttler@kklex.com; jfleisher@casslesbrock.com; audley.sheppard@cliffordchance.com; simon.greenberg@cliffordchance.com; karolina.rozycka@cliffordchance.com; eric.ouimet@bcf.ca; bertrand.giroux@bcf.ca; frederic.cote@bcf.ca; bleon@perlaw.ca; jsiwiec@perlaw.ca; arubinoff@perlaw.ca; kmacLaren@perlaw.ca; abernard@fasken.com; bfarber@fasken.com; cgagnon@avocatsbsl.com; GLefebvre@blg.com; sdallaire@blg.com; fgagnon@blg.com; a.provencher@sblavocats.com;

francois.bouchard@clcw.qc.ca; marie-claude.falardeau@justice.gouv.qc.ca;
juilen.collin@hcblegal.com; toddstanley@gov.nl.ca; lmorin@fasken.com;
gmichaud@fasken.com; gmetclafe@duntonrainville.com; TCliche@duntonrainville.com

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GOLDER ASSOCIATES LTD

Secured Creditor/Petitioner

LIST OF EXHIBITS

- EXHIBIT R-1 :** Excerpt of the public corporate registry (CIDREQ) for Golder Associated Ltd.;
- EXHIBIT R-2 :** Statement of account;
- EXHIBIT R-3 :** Copy of the duly registered Golder Legal Hypothec filed under the number 21 374 136 at the Land Registry for the Cadastral Division of Saguenay;

Montreal, May 15, 2015

(S) BCF S.E.N.C.R.L. / LLP

BCF LLP
Attorneys for Golder Associates Ltd

TRUE COPY

BCF LLP

BCF LLP

EXHIBIT R-1



Rechercher une entreprise au registre

État de renseignements d'une personne morale au registre des entreprises

Renseignements en date du 2015-04-16 16:27:21

État des informations

Identification de l'entreprise

Numéro d'entreprise du Québec (NEQ)	1146779567
Nom	GOLDER CONSTRUCTION INC.

Adresse du domicile

Adresse	100-6925 AVE Century Mississauga Ontario L5N7K2 Canada
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Adresse du domicile élu

Nom de l'entreprise	Golder Construction Inc.
Nom de la personne physique	
Nom de famille	Linardi
Prénom	Tony

Adresse	100-6925 AVE Century Mississauga Ontario L5N7K2 Canada
---------	--

Immatriculation

Date d'immatriculation	1997-05-07
Statut	Immatriculée
Date de mise à jour du statut	1997-05-07
Date de fin de l'existence	Aucune date de fin d'existence n'est déclarée au registre.

Forme juridique

Forme juridique	
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Forme juridique	Société par actions ou compagnie
Date de la constitution	1997-04-25 Constitution
Régime constitutif	CANADA : Loi canadienne sur les sociétés par actions, L.R.C. (1985) c. C-44
Régime courant	CANADA : Loi canadienne sur les sociétés par actions, L.R.C. (1985) c. C-44

Dates des mises à jour

Date de mise à jour de l'état de renseignements	2015-01-16
Date de la dernière déclaration de mise à jour annuelle	2015-01-16 2014
Date de fin de la période de production de la déclaration de mise à jour annuelle de 2015	2016-07-01
Date de fin de la période de production de la déclaration de mise à jour annuelle de 2014	2015-07-01

Faillite

L'entreprise n'est pas en faillite.

Fusion et scission

Aucune fusion ou scission n'a été déclarée.

Continuation et autre transformation

Aucune continuation ou autre transformation n'a été déclarée.

Liquidation ou dissolution

Aucune intention de liquidation ou de dissolution n'a été déclarée.

Activités économiques et nombre de salariés

1^{er} secteur d'activité

Code d'activité économique (CAE)	4219
Activité	Autres travaux sur chantier
Précisions (facultatives)	-

2^e secteur d'activité

Aucun renseignement n'a été déclaré.

Nombre de salariés

Nombre de salariés au Québec

De 26 à 49

Convention unanime, actionnaires, administrateurs, dirigeants et fondé de pouvoir**Actionnaires****Premier actionnaire**

Le premier actionnaire est majoritaire.

Nom	GOLDER ASSOCIATES LTD.
Adresse	100-6925 AVE Century Mississauga Ontario L5N7K2 Canada

Convention unanime des actionnaires

Il n'existe pas de convention unanime des actionnaires.

Liste des administrateurs

Nom de famille	LePage
Prénom	Jill E.
Date du début de la charge	2012-01-23
Date de fin de la charge	
Fonctions actuelles	Secrétaire
Adresse	2850 Way Gulfstream Mississauga Ontario L5N6K3 Canada

Nom de famille	Bolduc
Prénom	Jean-Francois
Date du début de la charge	1997-04-25
Date de fin de la charge	
Fonctions actuelles	Administrateur
Adresse	14 Allee des Saules Carbonnieres-les-Bains 69260 France

Dirigeants non membres du conseil d'administration

Nom de famille	Roop
Prénom	Ateesh
Fonctions actuelles	Président
Adresse	16580 AVE 84A Surrey British Columbia V4N3H1 Canada

Fondé de pouvoir

Aucun fondé de pouvoir n'a été déclaré.

Administrateurs du bien d'autrui

Aucun administrateur du bien d'autrui n'a été déclaré.

Établissements

Numéro et nom de l'établissement	Adresse	Activités économiques (CAE)
0002 - CONSTRUCTION GOLDER (Établissement principal)	70-9200 boul. de l'Acadie Montréal (Québec) H4N2T2 Canada	Autres travaux sur chantier (4219)
0004 - CONSTRUCTION GOLDER	22B rue Lemaire Sept-Îles (Québec) G4S1S3 Canada	Autres travaux sur chantier (4219)
0003 - CONSTRUCTION GOLDER	923 rue Bériault Longueuil (Québec) J4G1X7 Canada	Autres travaux sur chantier (4219)

Documents en traitement

Aucun document n'est actuellement traité par le Registraire des entreprises.

Index des documents

Documents conservés

Type de document	Date de dépôt au registre
DÉCLARATION DE MISE À JOUR ANNUELLE 2014	2015-01-16
Déclaration de mise à jour courante	2014-08-21
DÉCLARATION DE MISE À JOUR ANNUELLE 2013	2014-01-20
Déclaration de mise à jour courante	2013-09-05
DÉCLARATION DE MISE À JOUR ANNUELLE 2012	2013-06-21
Déclaration de mise à jour courante	2012-12-07
DÉCLARATION DE MISE À JOUR ANNUELLE 2011	2012-07-10
Déclaration de mise à jour de correction	2011-08-23
Déclaration annuelle 2010	2011-07-06
État et déclaration de renseignements 2009	2010-07-29
État et déclaration de renseignements 2008	2009-07-11
État et déclaration de renseignements 2007	2008-07-12
Déclaration annuelle 2006	2007-08-15
Déclaration modificative	2006-06-06
Déclaration annuelle 2005	2005-11-22
Déclaration annuelle 2004	2004-10-20
Déclaration annuelle 2003	2003-10-21
Déclaration annuelle 2002	2002-10-01
Déclaration modificative	2002-06-17
Déclaration annuelle 2001	2001-10-19
Déclaration annuelle 2000	2000-09-22
Déclaration annuelle 1999	1999-09-23
Déclaration annuelle 1998	1999-02-01

Type de document	Date de dépôt au registre
Déclaration annuelle 1997	1998-01-16
Déclaration d'immatriculation	1997-05-07

Index des noms

Date de mise à jour de l'index des noms	2011-07-06
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Nom

Nom	Versions du nom dans une autre langue	Date de déclaration du nom	Date de déclaration du retrait du nom	Situation
GOLDER CONSTRUCTION INC.		2011-07-06		En vigueur
GOLDER ASSOCIÉS INNOVATIONS APPLIQUÉES (GAIA) INC.	GOLDER ASSOCIATES INNOVATIVE APPLICATIONS (GAIA) INC.	1997-05-07	2011-07-06	Antérieur

Autres noms utilisés au Québec

Autre nom	Versions du nom dans une autre langue	Date de déclaration du nom	Date de déclaration du retrait du nom	Situation
CONSTRUCTION GOLDER		2011-07-06		En vigueur
GAIA		1997-05-07	2011-07-06	Antérieur
GOLDER ASSOCIATES INNOVATIVE APPLICATIONS INC.		2007-08-15	2011-07-06	Antérieur
GOLDER ASSOCIÉS INNOVATIONS APPLIQUÉES (GAIA) INC.		2007-08-15	2011-07-06	Antérieur



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EXHIBIT R-2

STATEMENT

February 18, 2015



Golder Associates Ltd.
6925 Century Avenue, Suite 100
Mississauga ON L5N 7K2
CANADA
Telephone: (905) 567-4444
Facsimile: (905) 567-6561

CLIFFS NATURAL RESOURCES- LAC BLOOM
LAC BLOOM-ROUTE 389
FERMONT QC G0G 1J0

ATTN: ACCOUNTS PAYABLE

To facilitate our year end auditing process, please ensure that you have received all the invoices listed below and that your account is current.

Please direct any account inquiries to:

Diana Seldl DSeldl@golder.com

Our Project No: 1311170032

Your Contact: GENEVIEVE ROBERT BILLING CONTACT

P.O. B58961

Invoice#	Date	Amount	Balance	Days Outstanding
649360	14-Nov-14	31,935.21	31,935.21	96
649361	14-Nov-14	70,812.96	70,812.96	96
653183	02-Dec-14	36,721.52	36,721.52	78
653184	02-Dec-14	16,184.93	16,184.93	78
	Overdue Finance Charge		1,158.22	
	Balance Due		CAD 156,812.84	
<hr/>				
1 to 30	31 to 60	61 to 90	Over 90	Unallocated
0.00	0.00	52,906.45	102,748.17	0.00

PLEASE REMIT CHEQUES ONLY TO:

Golder Associates Ltd.
c/o T52628 P.O. Box 4526, Postal Station A
Toronto, Ontario, Canada M5W 5Z9

ELECTRONIC BANK TRANSFER PAYMENTS TO:

Contact: Accounts_Receivable@golder.com
Please include complete payment details with your remittance notice

CLI136
CLI136
Phone: 418-287-2000 EXT 2088

EXHIBIT R-3

Énergie et Ressources
naturelles

Québec 

ÉTAT CERTIFIÉ D'INSCRIPTION
DE DROIT
AU REGISTRE FONCIER DU QUÉBEC

*Je certifie que la réquisition présentée le 2015-02-27 à 11:10 a été inscrite au Livre
foncier de la circonscription foncière de Saguenay
sous le numéro 21 374 136.*



Officier adjoint de la publicité foncière

Identification de la réquisition

Mode de présentation :	Avis	
Forme :	Sous seing privé	
Nature générale :	Hypothèque légale (construction)	
Nom des parties :	Créancier	GOLDER ASSOCIATES LTD
	Débiteur	BLOOM LAKE GENERAL PARTNER LIMITED
		CLIFFS NATURAL RESOURRCES INC.
		et autres



Bordereau d'inscription

Information sur le document

Circonscription foncière : Saguenay
Date du document : 2015-02-23
Réquisition : Droits (Acte au long)
Forme légale : Sous seing privé
Nature : Hypothèque légale (construction)
Créancier : Golder Associates Ltd
Débiteur : Bloom Lake Iron Ore Mine Limited Partnership et al.
Date d'impression : 2015-02-26
Date limite de présentation : 2015-03-29

2015-02-27 11:10
heure-minute

21 374 136

(AR 6 817 777)

CANADA

2015-02-27 11:10
heure-minute

PROVINCE OF QUEBEC
REGISTRATION DIVISION OF SAGUENAY

21 374 136
(AA 6 817 777)

**NOTICE OF LEGAL HYPOTHEC IN FAVOR OF PERSONS HAVING TAKEN PART
IN THE CONSTRUCTION OR RENOVATION OF AN IMMOVABLE
(Art. 2724, 2726, 2727 et 2728 CIVIL CODE OF QUÉBEC)**

TO: **MINISTÈRE DE L'ÉNERGIE ET DES RESSOURCES NATURELLES**, whose the office of the Deputy Minister is located at 5700 4th Avenue West, Suite A 301, Quebec City, Quebec , G1H 6R1.

(« Owner »)

AND: THE BLOOM LAKE IRON ORE MINE LIMITED PARTNERSHIP (NEQ 3365994436), having its office at 1155, University Street, Suite 508, Montréal, Québec, H3B 3A7, whose is represented by its manager **CLIFFS QUEBEC IRON MINING LIMITED**;

AND: BLOOM LAKE GENERAL PARTNER LIMITED (NEQ 1165995169), in its quality of general partner of **THE BLOOM LAKE IRON ORE MINE LIMITED PARTNERSHIP** (NEQ 3365994436), whose Bloom Lake General Partner Limited a legal person having its head office at 1155, University Street, Suite 508, Montréal, Québec, H3B 3A7.

AND: CLIFFS NATURAL RESOURCES INC., a legal person having its head office at 200 Public Square, suite 3300, Cleveland, Ohio, USA, 44114.

(collectively and / or individually as the "Debtor" and / or "Tenant" and / or "owner of the mineral rights and exploitation")

1. DATE AND PLACE

In the YEAR TWO THOUSAND FIFTEEN, on the 23th day of the month of February, in the city of Sept-Iles, province of Quebec.

2. NATURE OF THE NOTICE

Notice of legal hypothec in favor of a person having taken part in the construction or renovation of an immovable, in accordance with Article 2724 *Civil code of Quebec* and following.

3. DESIGNATION OF THE PERSON GIVING NOTICE

Me Marc Brouillette, duly mandated lawyer for the creditor, practicing at 421 Arnaud Avenue, Suite 202, Sept-Iles, Province of Quebec, G4R 3B3.

4. DESIGNATION OF THE CREDITOR

GOLDER ASSOCIATES LTD., a legal person having its head office at 6925 Century Avenue, Suite 100, Mississauga, Province of Ontario, Canada, L5N 7K2.

5. AMOUNT OF THE CLAIM

The claim of the Creditor for work performed and for services and materials supplied at the request of the Debtor and his manager, Cliffs Quebec Iron Mining Limited, with regard to the immovable property described above, amounts to the sum of \$ 156,812.44, including taxes but excluding the interest at the rate specified in the contract, the additional indemnity provided for in article 1619 of the *Civil code of Quebec* and any cost incurred to recover or conserve the property.

6. DESCRIPTION OF THE PROPERTY

The immovables hereby charged on which the construction or renovation work has been executed are known and designated as follows:

DESIGNATION

« All constructions, structures, improvements, restorations, additions and immovable appurtenances erected on an immovable known and designated as being lots **TWO, THREE, FOUR, FIVE, SIX, SEVEN AND EIGHT (2, 3, 4, 5, 6, 7 and 8)** of the cadastre of the Township of Normandville, and lot **NINE (9)** of the cadastre of the Township of Lislois, all the Registration Division of Saguenay.

The real immovable rights of State resource development, in respect of which Land File serial number **NINETY-SEVEN-A-EIGHT HUNDRED AND TWENTY-ONE (97-A-821)** was opened at the Register of Real Rights of State Resource Development of the Registration Division of Saguenay, which Land File corresponds wholly to the immovable for which it was opened, namely Mining Lease number **EIGHT HUNDRED AND SEVENTY-SEVEN (877)** granted in virtue of *Mining Act* (Quebec) published at the aforementioned Land file, on April 28, 2009 under 16 115 987, and all constructions, structures, improvements, restorations, additions, and immovable appurtenance erected thereon. The rights under said mining lease belong to **THE BLOOM LAKE IRON ORE**

MINE LIMITED PARTNERSHIP under the terms of a Deed of Transfer registered at the
aforementioned Land File under number **16 414 644.** »

AND I HAVE SIGNED :



Marc Brouillette, lawyer
BCF s.e.n.c.r.l.
421 Arnaud Avenue, Suite 202
Sept-Iles (Quebec) G4R 3B3

CERTIFICATE OF ATTESTATION

RE: Notice of Legal hypothec in favor of Golder Construction inc., executed by Marc
Brouillette, lawyer, on February 23, 2015.

I, the undersigned, Dominic Cormier, lawyer, practising in the city of Sept-Iles, province of Quebec
certify that:

1. I have verified the identity, the quality and the capacity of Marc Brouillette;
2. The present Notice of Legal Hypothec represents the will expressed by the party;
3. The present Notice of Legal Hypothec is valid as to its form;

Certified at the city of Sept-Iles, this February 23, 2015



Dominic Cormier, Lawyer
421 Arnaud Avenue, Suite 202
Sept-Iles (Quebec) G4R 3B3

No.: 500-11-048114-157

**SUPERIOR COURT
PROVINCE OF QUÉBEC
DISTRICT OF MONTREAL**

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED:**

**BLOOM LAKE GENERAL PARTNER LIMITED, QUINTO
MINING CORPORATION, 8568391 CANADA LIMITED AND
CLIFFS QUEBEC IRON MINING ULC**

Debtors/respondents

-and-

THE BLOOM LAKE IRON ORE MINE LIMITED PARTNERSHIP

-and-

BLOOM LAKE RAILWAY COMPANY LIMITED

Mises-en-cause

-and-

FTI CONSULTING CANADA INC.

Monitor

- and -

GOLDER ASSOCIATES LTD

Secured Creditor/Petitioner

**MOTION TO TEMPORARILY LIFT THE STAY OF
PROCEEDINGS**

(Section 11.02 of the *Companies Creditors Arrangement Act*)

COPY

Me Bertrand Giroux

Our file: 36594-2



1100 René-Lévesque Blvd. West, 25th Floor
MONTREAL, QUÉBEC, CANADA

H3B 5C9

Tel: (514) 397-6935

Fax: (514) 397-8515

BB 7462