



**Corporate Finance**

TD South Tower  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

T: 416.649.8100  
F: 416.649.8101

[fticonsulting.com](http://fticonsulting.com)

March 6, 2019

To the creditors of Joe Books Limited,

On March 1, 2019, Joe Books Limited filed an assignment pursuant to section 49(1) of the Bankruptcy and Insolvency Act (R.S.C., 1985, c. B-3). FTI Consulting Canada Inc. was appointed as Trustee in Bankruptcy for the estate.

Please find enclosed the following:

1. Notice of the First Meeting of Creditors.
2. Certificate of Appointment from the Official Receiver
3. Listing of Creditors
4. Proof of Claim
5. Proxy
6. Checklist for Proof of Claim
7. Statement of Affairs

Any questions can be directed to:

Phone: 416-649-8048; Toll Free: 1-855-649-8048

Email: [joebooks@fticonsulting.com](mailto:joebooks@fticonsulting.com)

Sincerely,

FTI Consulting Canada Inc., LIT

In its capacity as Trustee of the estate of  
Joe Books Limited and not in its personal  
or corporate capacity.

Per:

A handwritten signature in blue ink, appearing to read "Michael Basso", written over a horizontal line.

Michael Basso, CPA, CA, CIRP, LIT

79 Wellington Street West | Suite 2010

Toronto, Ontario, M5K 1G8





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District of: Ontario  
Division No.: 09 - Toronto  
Court No.: 31-2480803  
Estate No.: 31-2480803

FORM 68  
Notice of Bankruptcy and First Meeting of Creditors  
(Subsection 102(1) of the Act)  
IN THE MATTER OF THE BANKRUPTCY OF JOE BOOKS LIMITED

Take Notice that:

1. Joe Books Ltd. filed an assignment on the 1<sup>st</sup> day of March 2019, and the undersigned, FTI Consulting Canada Inc., was appointed as trustee of the estate of the bankrupt by the official receiver; 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 March 20<sup>th</sup>, 2019 at 11 o'clock am at the office of FTI Consulting Canada Inc, at TD Waterhouse Tower, 79 Wellington St. West, Suite 2010, Toronto, Ontario, M5K 1G8.
3. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice are a proof of claim form, proxy form and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt to share in any distribution of the proceeds realized from the estate.

Dated at the City of Toronto in the Province of Ontario, this 6<sup>th</sup> day of March, 2019.

FTI Consulting Canada Inc., LIT

In its capacity as Trustee of the estate of Joe Books Ltd. and not in its personal or corporate capacity.

Per:

A handwritten signature in blue ink, appearing to read "Michael Basso", written over a horizontal line.

Michael Basso, CPA, CA, CIRP, LIT  
79 Wellington Street West | Suite 2010  
Toronto, Ontario, M5K 1G8





Industry Canada  
Office of the Superintendent  
of Bankruptcy Canada

Industrie Canada  
Bureau du surintendant  
des faillites Canada

District of: Ontario  
Division No.: 09 - Toronto  
Court No.: 31-2480803  
Estate No.: 31-2480803

In the Matter of the Bankruptcy of:

**Joe Books Ltd.**  
Debtor

**FTI CONSULTING CANADA INC.**  
Licensed Insolvency Trustee  
Ordinary Administration

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Date and time of bankruptcy:	March 01, 2019, 09:38	Security:	\$0.00
Date of trustee appointment:	March 01, 2019		
Meeting of creditors:	March 20, 2019, 11:00 TD South Tower 79 Wellington St W, Suite 2010 TORONTO, Ontario Canada,		
Chair:	Official Receiver		

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CERTIFICATE OF APPOINTMENT - Section 49 of the Act; Rule 85

I, the undersigned, official receiver in and for this bankruptcy district, do hereby certify that:

- the aforementioned debtor filed an assignment under section 49 of the *Bankruptcy and Insolvency Act*;
- the aforementioned trustee was duly appointed trustee of the estate of the debtor.

The said trustee is required:

- to provide to me, without delay, security in the aforementioned amount;
- to send to all creditors, within five days after the date of the trustee's appointment, a notice of the bankruptcy; and
- when applicable, to call in the prescribed manner a first meeting of creditors, to be held at the aforementioned time and place or at any other time and place that may be later requested by the official receiver.

Date: March 01, 2019, 10:39

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

**Canada**



Joe Books Limited - List of Known Creditors

Note: The list of known creditors is based on available information as of the date of the assignment.  
Dollar amounts are subject to change based on updated or additional information.

Creditor Name	Address 1	Address 2	City	Province	Country	Postal/ZIP Code	Amount
Aaron Feldman	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Allison O'Toole	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Andrew Thomas	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Anne Mortensen-Agnew	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Chris Dreier	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Derek Fridolfs	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Egle Bartolini	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Gerald H. Dennis	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Howard J. Phee	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Jack Briglio	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Jukie Chan	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Kelly Armstrong	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Meagan Kearney	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Nicole Garber	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Nini Vecia	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Paul Little	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Steven Shanahan	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Wes Dzioba	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Arie Kaplan	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Brianna Garcia	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Emily Pohl-Weary	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Jim Fanning	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Pat Shand	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Paul Benjamin	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Rebecca Mills	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Nicole Dalcin Lermen	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Jason Flores-Holz	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Stephanie Davis	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Stephen Osgoode	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Leah Persaud	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Ashley Ramnarain	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
Sara James	Confidential		Confidential	Confidential	Confidential	Confidential	Confidential
ADT SECURITY	ADT SECURITY SERVICES CANADA INC 615-18th Street S.E Calgary, AB		Calgary	AB	Canada	T2E 6J5	298.26
AndWorld Design	Deron Bennett	15 Walnut Street	Keyport	NJ	USA	07735	616.53
BDC	700 Silven Seven Rd, Suite 100		Kanata	ON	Canada	K2V 1C3	152,680.00
Book Builder	104 Large Cres		Ajax	ON	Canada	L1T 2S7	555.00
Canada Revenue Agency (CRA)	Sudbury Tax Centre	1030 Notre Dame Avenue	Sudbury	ON	Canada	P3A 5C1	Unknown
CBS Consumer Products	825 Eighth Ave – 30th Floor		New York	NY	USA	10019	17,922.27
Cenveo	Cenveo Accounting Department	Cenveo Publisher Services P.O. Box 822934	Philadelphia	PA	USA	822934	132,661.02
Chromonaut	1046 Magnus Ave.		Winnipeg	MB	Canada	R2X 0N5	360.00
Coral Graphics	840 South Broadway		Hicksville	NY	USA	11801	11,616.93
Curio and Co. OG	Klosterneuburger Strasse 90/34 1200		Vienna		Austria		1,427.26
Design Performance Graphics Inc.	44 East Beaver Creek Unit 14		Richmond Hill	ON	Canada	L4B 1G8	13,405.64
Diamond Comic Distributors Inc.	10150 York Road		Hunt Valley	MD	USA	21030	392,631.34
Disney Book Group, LLC	1101 Flower St, 2nd Floor		Glendale	CA	USA	91201	213,700.00
DreamWorks Animation LLC	1000 Flower Street		Glendale	CA	USA	91201	25,000.00

Joe Books Limited - List of Known Creditors

Note: The list of known creditors is based on available information as of the date of the assignment.  
Dollar amounts are subject to change based on updated or additional information.

Creditor Name	Address 1	Address 2	City	Province	Country	Postal/ZIP Code	Amount
Dylan Bonner Art	451 Ethel Ave SE Apt 2		Grand Rapids	MI	USA	49506	6,701.00
Federal Express	PO Box 4626 Toronto Station A		Toronto	ON	Canada	M5W 5B4	510.92
Friesens	One Printers Way		Altona	MB	Canada	R0G 0B0	143,217.58
G4G Media	c/o Jennifer Hale 18 Foxborough Grove		London	ON	Canada	N6K 4A7	3,559.50
G51 Canada	c/o TH1029 PO Box 4283 Station A		Toronto	ON	Canada	M5W 5W6	734.50
Hachette Book Group Inc.	1290 Avenue of the Americas		New York	NY	USA	10104	819,521.44
hughdidit	345 Begier Ave		San Leandro	CA	USA	94577	351.93
Imago	PO Box 536565		Pittsburgh	PA	USA	15253-5907	13,091.21
Lamin Illustration & Design	6 Combermere Dr		Toronto	ON	Canada	M3A 2W3	395.50
Macmedics	475 Dovercourt Road		Toronto	ON	Canada	M6H 2W3	135.60
Marquis Book Printing Inc.	350 Des Entrepreneurs Street		Montmagny	QC	Canada	G5V 4T1	390,435.41
Presidential Building Maintenance	163 Dolomite Drive		Toronto	ON	Canada	M3J 2N1	2,169.00
R.E. Creation	11414 Iager Blvd.		Fulton	MD	USA	20759-2507	2,606.88
Riverside Displays Inc.	54 Riverside Dr, Suite 14C		New York	NY	USA	10024	19,127.03
Sayre Street Books Inc.	2029 Kline St.		Halifax	NS	Canada	B3L 2X4	93,978.79
Silent Joe	567 Queen St. W. #200		Toronto	ON	Canada	M5V 2B6	691,899.76
Vulcan Design Forge	1-1384 Chatelain Ave		Ottawa	ON	Canada	K1Z 8A8	700.00
Xerox	PO Box 15602 STN A		Toronto	ON	Canada	M5W 1C1	1,606.31
Z8 Productions Inc.	124 The East Mall		Toronto	ON	Canada	M8Z 5V5	1,024,783.37

FORM 31

Proof of Claim

(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8),  
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 Joe Books Limited of the City of Toronto in the Province of Ontario 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 bankruptcy, namely the \_\_\_\_\_ day of \_\_\_\_\_, 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 claim a right to a priority under section 136 of the Act.

Regarding the amount of \$ \_\_\_\_\_, I do not claim a right to a priority.

\_\_\_\_\_  
*(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)*

FORM 31 -- Continued

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 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)*

FORM 31 -- *Concluded*

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 \_\_\_\_\_.

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Creditor

Telephone No.: \_\_\_\_\_

Fax No.: \_\_\_\_\_

Email address: \_\_\_\_\_

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 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.



FORM 36

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

IN THE MATTER OF THE BANKRUPTCY OF JOE BOOKS LIMITED

I, \_\_\_\_\_ (*name of creditor*), of  
\_\_\_\_\_ (*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 \_\_\_\_\_.

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Individual Creditor

\_\_\_\_\_  
Name of Corporate Creditor

\_\_\_\_\_  
Witness

Per \_\_\_\_\_  
Name and Title of Signing Officer

NOTE: If a copy of this Form is sent electronically by means such as email, the name and contact information of the sender, prescribed in Form 1.1, must be added at the end of the document.



**CHECKLIST FOR PROOF OF CLAIM**

This checklist is provided to assist you in preparing the proof of claim form and, if appropriate, the proxy form in a complete and accurate manner. Please check each requirement.

**GENERAL**

- The signature of a witness is required.
- The document must be signed by the individual completing the declaration.
- Provide the complete address where all notices or correspondence are to be forwarded along with your phone number, fax number and email address where appropriate.

Notes:

- It is permissible to file a proof of claim by fax.
- A creditor may vote either in person or by proxy at any meeting of creditors if the proof of claim is filed with the trustee prior to the time appointed for the meeting.
- A quorum at any meeting of creditors is at least one creditor with a valid proof of claim in attendance in person or by proxy.
- A corporation may vote by an authorized agent or mandatary at meetings of creditors.
- In order for a duly authorized person to have a right to vote, they must be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.
- A creditor who is participating in any distribution from an estate must have filed a proof of claim prior to the distribution being declared.
- In the case of an individual bankrupt, by checking the appropriate box or boxes at the bottom of the proof of claim form, you may request that the trustee advise you of any material change in the financial situation of the bankrupt or the amount the bankrupt is required to pay into the bankruptcy, and a copy of the trustee's report on the discharge of the bankrupt.

## **PARAGRAPH 1**

- Creditor must state full and complete legal name of the individual, company or firm.
- If the individual completing the proof of claim is a representative of the creditor, the individual's position or title must be identified.

## **PARAGRAPH 3**

- The amount owing must be set out in paragraph 3.
- A detailed statement of account must be attached to the proof of claim and marked "Schedule A" and must show the date, number and amount of all invoices or charges, together with the date, number and amount of all credits or payments. The amount on the statement of account must correspond to the amount indicated on the proof of claim.

## **PARAGRAPH 4**

Notes:

- Paragraph A applies to *ordinary unsecured claims*. In addition to recording the amount of the claim, please indicate whether the claim has a priority pursuant to section 136 of the Act.
- Paragraph B applies to *lessor claims* in a commercial proposal. Please ensure that the claim applies to a commercial proposal and, if so, include the full particulars of the claim.
- Paragraph C applies to *secured claims*. Please indicate the dollar value of the security and attach copies of the security document. In addition, please attach copies of the security registration documents, where appropriate.
- Paragraph D applies to *inventory claims of farmers, fishermen and aquaculturists*. Please note that such claims apply only to inventory supplied from farmers, fishermen and aquaculturists within 15 (fifteen) days of the date of bankruptcy. In addition, please attach copies of any applicable sales agreements and delivery slips.
- Paragraph E applies to *claims by wage earners*. Please note that such claims apply only for unpaid wages owed upon the bankruptcy of an employer or when the employer becomes subject to a receivership.

- Paragraph F applies to *claims by employees for unpaid amounts regarding pension plans*. Please note that such claims apply only to unremitted pension contributions outstanding when the sponsoring employer becomes bankrupt or is subject to a receivership.
- Paragraph G applies to *claims against directors*. Please note that such claims apply only to directors of corporations that have filed a commercial proposal to creditors that includes a compromise of statutory claims against directors.
- Paragraph H applies to *claims of customers of a bankrupt securities firm*. Please ensure that the claim of the customer is for net equity and, if so, include the full particulars of the claim, including the calculations upon which the claim is based.

#### **PARAGRAPH 5**

- All claimants must indicate whether or not they are related to the debtor, as defined in section 4 of the Act, or dealt with the debtor in a non-arm's-length manner.

#### **PARAGRAPH 6**

- All claimants must attach a detailed list of all payments or credits received or granted, as follows:
  - (a) within the three (3) months preceding the initial bankruptcy event (including the bankruptcy or the proposal);
  - (b) within the twelve (12) months preceding the initial bankruptcy event (including the bankruptcy or the proposal) in the case where the claimant and the debtor were not dealing at arm's length.

#### **- PROXYHOLDER -**

#### **NOTE**

The Act permits a proof of claim to be made by a duly authorized representative of a creditor but, in the absence of a properly executed proxy, does not give such an individual the power to vote at the first meeting of creditors nor to act as the proxyholder of the creditors.

## GENERAL

- In order for duly authorized persons to have a right to vote, they must themselves be creditors or be the holders of a properly executed proxy. The name of the creditor must appear in the proxy.

### Notes:

- A creditor may vote either in person or by proxyholder.
- A proxy may be filed at any time prior to a vote at a meeting of creditors.
- A proxy can be filed with the trustee in person, by mail or by any form of telecommunication.
- A proxy does not have to be under the seal of a corporation unless required by its incorporating documents or its bylaws.
- The individual designated in a proxy cannot be substituted unless the proxy provides for a power of substitution.
- Bankrupts/debtors may not be appointed as proxyholders to vote at any meeting of their creditors.
- The trustee may be appointed as a proxyholder for any creditor.
- A corporation cannot be designated as a proxyholder.

District of: Ontario  
 Division No. 09 - Toronto  
 Court No. 31-2480803  
 Estate No. 31-2480803

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)

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 the bankruptcy, on the 27th day of February 2019. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)		ASSETS (as stated and estimated by the officer)	
1. Unsecured creditors as per list "A" . . . . .	3,219,864.16	1. Inventory . . . . .	0.00
Balance of secured claims as per list "B" . . . . .	447,575.37	2. Trade fixtures, etc. . . . .	0.00
Total unsecured creditors . . . . .	3,667,439.53	3. Accounts receivable and other receivables, as per list "E"	
2. Secured creditors as per list "B" . . . . .	577,208.00	Good . . . . .	0.00
3. Preferred creditors as per list "C" . . . . .	0.00	Doubtful . . . . .	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for . . . . .	0.00	Bad . . . . .	0.00
Total liabilities . . . . .	4,244,647.53	Estimated to produce . . . . .	0.00
Surplus . . . . .	NIL	4. Bills of exchange, promissory note, etc., as per list "F" . . . . .	0.00
		5. Deposits in financial institutions . . . . .	0.00
		6. Cash . . . . .	1,860.00
		7. Livestock . . . . .	0.00
		8. Machinery, equipment and plant . . . . .	0.00
		9. Real property or immovable as per list "G" . . . . .	0.00
		10. Furniture . . . . .	5,334.00
		11. RRSPs, RRIFs, 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" . . . . .	570,014.00
		If bankrupt is a corporation, add:	
		Amount of subscribed capital . . . . .	0.00
		Amount paid on capital . . . . .	0.00
		Balance subscribed and unpaid . . . . .	0.00
		Estimated to produce . . . . .	0.00
		Total assets . . . . .	577,208.00
		Deficiency . . . . .	3,667,439.53

I, Joseph Colero, of the city of Toronto 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 27th day of February 2019 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)  
 before me at the city of Toronto in the Province of Ontario, on this 27th day of February 2019.

\_\_\_\_\_  
 NA NA, Commissioner of Oaths  
 For the Province of Ontario  
 Expires

\_\_\_\_\_  
 Joseph Colero

District of: Ontario  
 Division No. 09 - Toronto  
 Court No. 31-2480803  
 Estate No. 31-2480803

FORM 78 – Continued

List "A"  
 Unsecured Creditors

Joe Books Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Aaron Feldman 476961493418				
2	ADT SECURITY 476961493418	ADT SECURITY SERVICES CANADA INC 615-18th Street S.E Calgary AB T2E 6J5	298.26	0.00	298.26
3	Allison O'Toole 476961493418				
4	Andrew Thomas 476961493418				
5	AndWorld Design 476961493418	Deron Bennett 15 Walnut Street Keyport NJ 07735 USA	616.53	0.00	616.53
6	Anne Mortensen-Agnew 476961493418				
7	Arie Kaplan 476961493418				
8	Ashley Ramnarain 476961493418				
9	BDC 476961493418	700 Silver Seven Road, #100 Kanata ON K2V 1C3	152,680.00	0.00	152,680.00
10	Book Builder 476961493418	104 Large Cres Ajax ON L1T 2S7	555.00	0.00	555.00
11	Brianna Garcia 476961493418				
12	Canada Revenue Agency (CRA) 476961493418	Sudbury Tax Centre 1030 Notre Dame Avenue Sudbury ON P3A 5C1	0.00	0.00	0.00
13	CBS Consumer Products 476961493418	825 Eighth Ave – 30th Floor New York NY 10019 USA	17,922.27	0.00	17,922.27
14	Cenveo 476961493418	Cenveo Accounting Department Cenveo Publisher Services P.O. Box 822934 Philadelphia PA 822934 USA	132,661.02	0.00	132,661.02
15	Chris Dreier 476961493418				
16	Chromanaut 476961493418	1046 Magnus Ave. Winnipeg MB R2X 0N5	360.00	0.00	360.00
17	Coral Graphics 476961493418	840 South Broadway Hicksville NY 11801 USA	11,616.93	0.00	11,616.93
18	Curio and Co. OG 476961493418	Klosterneuburger Strasse 90/34 1200 Vienna Austria	1,427.26	0.00	1,427.26
19	Derek Fridolfs 476961493418				
20	Design Performance Graphics Inc. 476961493418	44 East Beaver Creek Unit 14 Richmond Hill ON L4B 1G8	13,405.64	0.00	13,405.64
21	Diamond Comic Distributors Inc.. 476961493418	10150 York Road Hunt Valley MD 21030 USA	392,631.34	0.00	392,631.34
22	Disney Book Group, LLC 476961493418	1101 Flower St, 2nd Floor Glendale CA 91201 USA	213,700.00	0.00	213,700.00

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Joseph Colero

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FORM 78 – Continued

List "A"  
 Unsecured Creditors

Joe Books Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
23	DreamWorks Animation LLC 476961493418	1000 Flower Street Glendale CA 91201 USA	25,000.00	0.00	25,000.00
24	Dylan Bonner Art 476961493418	451 Ethel Ave SE Apt 2 Grand Rapids MI 49506 USA	6,701.00	0.00	6,701.00
25	Egle Bartolini 476961493418				
26	Emily Pohl-Weary 476961493418				
27	Federal Express 476961493418	PO Box 4626 Toronto Station A Toronto ON M5W 5B4	510.92	0.00	510.92
28	Friesens 476961493418	One Printers Way Altona MB R0G 0B0	143,217.58	0.00	143,217.58
29	G4G Media 476961493418	c/o Jennifer Hale 18 Foxborough Grove London ON N6K 4A7	3,559.50	0.00	3,559.50
30	Gerald H. Dennis 476961493418				
31	GS1 Canada 476961493418	c/o TH1029 PO Box 4283 Station A Toronto ON M5W 5W6	734.50	0.00	734.50
32	Hachette Book Group Inc. 476961493418	1290 Avenue of the Americas New York NY 10104 USA	819,521.44	0.00	819,521.44
33	Howard J. Phee 476961493418				
34	hughdidit 476961493418	345 Begier Ave San Leandro CA 94577 USA	351.93	0.00	351.93
35	Imago 476961493418	PO Box 536565 Pittsburgh PA 15253-5907 USA	13,091.21	0.00	13,091.21
36	Jack Briglio 476961493418				
37	Jason Flores-Holz 476961493418				
38	Jim Fanning 476961493418				
39	Jukie Chan 476961493418				
40	Kelly Armstrong 476961493418				
41	Lamin Illustration & Design 476961493418	6 Combermere Dr Toronto ON M3A 2W3	395.50	0.00	395.50
42	Leah Persaud 476961493418				
43	Macmedics 476961493418	475 Dovercourt Road Toronto ON M6H 2W3	135.60	0.00	135.60
44	Marquis Book Printing Inc. 476961493418	350 Des Entrepreneurs Street Montmagny QC G5V 4T1	390,435.41	0.00	390,435.41
45	Meagan Kearney 476961493418				
46	Nicole Dalcin Lermen 476961493418				

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FORM 78 – Continued

List "A"  
 Unsecured Creditors

Joe Books Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
47	Nicole Garber 476961493418				
48	Nini Vecia 476961493418				
49	Pat Shand 476961493418				
50	Paul Benjamin 476961493418				
51	Paul Little 476961493418				
52	Presidential Building Maintenance 476961493418	163 Dolomite Drive Toronto ON M3J 2N1	2,169.00	0.00	2,169.00
53	R.E. Creation 476961493418	11414 Iager Blvd. Fulton MD 20759-2507 USA	2,606.88	0.00	2,606.88
54	Rebecca Mills 476961493418				
55	Riverside Displays Inc. 476961493418	54 Riverside Dr, Suite 14C New York NY 10024 USA	19,127.03	0.00	19,127.03
56	Sara James 476961493418				
57	Sayre Street Books Inc. 476961493418	2029 Kline St. Halifax NS B3L 2X4	93,978.79	0.00	93,978.79
58	Silent Joe 476961493418	567 Queen St. W. #200 Toronto ON M5V 2B6	691,899.76	0.00	691,899.76
59	Stephanie Davis 476961493418				
60	Stephen Osgoode 476961493418				
61	Steven Shanahan 476961493418				
62	Vulcan Design Forge 476961493418	1-1384 Chatelain Ave Ottawa ON K1Z 8A8	700.00	0.00	700.00
63	Wes Dzioba 476961493418				
64	Xerox 476961493418	PO Box 15602 STN A Toronto ON M5W 1C1	1,606.31	0.00	1,606.31
65	Z8 Productions Inc. 476961493418	124 The East Mall Toronto ON M8Z 5V5	0.00	447,575.37	447,575.37
<b>Total:</b>			<b>3,219,864.16</b>	<b>447,575.37</b>	<b>3,667,439.53</b>

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FORM 78 – Continued

List "B"  
 Secured Creditors

Joe Books Ltd.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	Z8 Productions Inc. 476961493418	124 The East Mall Toronto ON M8Z 5V5	1,024,783.37	Other - Inventory	18-Dec-2014	548,661.00		447,575.37
				Other - Prepaid/Sundry	18-Dec-2014	21,353.00		
				Furniture - Office furniture and lease holds	18-Dec-2014	5,334.00		
				Cash on hand	18-Dec-2014	1,860.00		
<b>Total:</b>			<b>1,024,783.37</b>			<b>577,208.00</b>	<b>0.00</b>	<b>447,575.37</b>

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FORM 78 – Continued

List "C"  
Preferred Creditors for Wages, Rent, etc.

Joe Books Ltd.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
<b>Total:</b>					0.00	0.00	0.00

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FORM 78 – Continued

List "D"  
Contingent or Other Liabilities

Joe Books Ltd.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

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FORM 78 – Continued

List "E"  
 Debts Due to the Bankrupt

Joe Books Ltd.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
			Total:	0.00 0.00 0.00			0.00	

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FORM 78 – Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel  
Mortgages, etc., Available as Assets

Joe Books Ltd.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
<b>Total:</b>				<b>0.00</b>		<b>0.00</b>	

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FORM 78 – Continued

List "G"  
Real Property or Immovables Owned by Bankrupt

Joe Books Ltd.

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
<b>Total:</b>			0.00		0.00

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FORM 78 – Concluded

List "H"  
 Property

Joe Books Ltd.

FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			1,860.00	1,860.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture		Office furniture and lease holds	5,334.00	5,334.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other		Inventory	548,661.00	548,661.00
		Prepaid/Sundry	21,353.00	21,353.00
<b>Total:</b>			<b>577,208.00</b>	<b>577,208.00</b>

05-Mar-2019

Date

Joseph Colero

