

Michael P. Cooley (TX Bar No. 24034388)
Keith M. Aurzada (TX Bar No. 24009880)
Dylan T.F. Ross (TX Bar No. 24104435)

REED SMITH

2850 N. Harwood Street, Suite 1500
Dallas, TX 75201
T: 469.680.4200
F: 469.680.4299
mpcooley@reedsmith.com
kaurzada@reedsmith.com
dylan.ross@reedsmith.com

Counsel to the Foreign Representative

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:	§	Chapter 15
	§	
Fossil Creek A2A Limited	§	Case No. 24-44299
Partnership, <i>et al.</i> , ¹	§	
	§	
Debtors in a Foreign Proceeding.	§	

**MONITOR'S EMERGENCY MOTION PURSUANT TO FEDERAL
RULES OF BANKRUPTCY PROCEDURE 2002 AND 9007
REQUESTING ENTRY OF AN ORDER (I) SCHEDULING A
RECOGNITION HEARING, (II) SPECIFYING FORM AND
MANNER OF SERVICE OF NOTICE, AND (III) GRANTING
RELATED RELIEF**

**EMERGENCY RELIEF HAS BEEN REQUESTED. RELIEF IS
REQUESTED NOT LATER THAN 11:30 AM (PREVAILING
CENTRAL TIME) ON NOVEMBER 21, 2024.**

¹ The Debtors in these chapter 15 cases, along with the Debtors' unique identifiers, are: A2A Developments Inc. (Ontario Corp. No. 2274252), Hills of Windridge A2A GP Inc. (Ontario Corp. No. 2360816), Windridge A2A Developments, LLC (Tax I.D. 32047814366), Fossil Creek A2A GP Inc. (Corporate Access No. 2018090577), Fossil Creek A2A Developments, LLC (Tax I.D. 32047814341), Serene Country Homes (Canada) Inc. (Ontario Corp. No. 2216166), A2A Capital Services Canada Inc. (Corp. No. 835144-9), Fossil Creek A2A Limited Partnership (Registration No. LP18090985), Hills of Windridge A2A LP (Business I.D. No. 230156754), Fossil Creek A2A Trust, and Hills of Windridge A2A Trust. Copies of materials filed with the applicable court in the CCAA proceedings and these chapter 15 cases are available on the website of the Monitor: <https://www.alvarezandmarsal.com/A2A>.

IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST APPEAR AT THE HEARING IF ONE IS SET, OR FILE A WRITTEN RESPONSE PRIOR TO THE DATE THAT RELIEF IS REQUESTED IN THE PRECEDING PARAGRAPH. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

A HEARING WILL BE CONDUCTED ON THIS MATTER ON NOVEMBER 21, 2024, AT 11:30 AM. (PREVAILING CENTRAL TIME) IN ROOM 204, U.S. COURTHOUSE, 501 TENTH STREET, FORT WORTH, TEXAS 76102.

PARTICIPATION AT THE HEARING WILL ONLY BE PERMITTED BY AN AUDIO AND VIDEO CONNECTION.

AUDIO COMMUNICATION WILL BE BY USE OF THE COURT'S DIAL-IN FACILITY. YOU MAY ACCESS THE FACILITY AT 1.650.479.3207. VIDEO COMMUNICATION WILL BE BY USE OF THE CISCO WEBEX PLATFORM. CONNECT VIA THE CISCO WEBEX APPLICATION OR CLICK THE LINK ON JUDGE MORRIS'S HOME PAGE. THE MEETING CODE IS 2309 445 2313. CLICK THE SETTINGS ICON IN THE UPPER RIGHT CORNER AND ENTER YOUR NAME UNDER THE PERSONAL INFORMATION SETTING.

HEARING APPEARANCES MUST BE MADE ELECTRONICALLY IN ADVANCE OF ELECTRONIC HEARINGS. TO MAKE YOUR APPEARANCE, CLICK THE "ELECTRONIC APPEARANCE" LINK ON JUDGE MORRIS'S HOME PAGE. SELECT THE CASE NAME, COMPLETE THE REQUIRED FIELDS, AND CLICK "SUBMIT" TO COMPLETE YOUR APPEARANCE.

Alvarez and Marsal Canada Inc. ("**A&M**", "**Monitor**", or "**Foreign Representative**"), in its capacity as the duly appointed representative of the above-captioned debtors (collectively, the "**Debtors**" or the "**Company**"), which are the subject of the proceeding pending under Canada's Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36 (as amended, the "**CCAA**")

in the Court of King's Bench of Alberta, Judicial Centre of Calgary (the "**Canadian Proceeding**") and such court, the "**Canadian Court**"), respectfully states the following in support of this motion (the "**Motion**"):

I. **RELIEF REQUESTED**

1. The Monitor respectfully requests entry of an order, substantially in the form attached hereto as **Exhibit A** (the "**Order**"): (a) setting **December 18, 2024, at _:00 .m.** (prevailing Central Time) or as soon thereafter as the Court's calendar permits, as the date for a hearing (the "**Recognition Hearing**") on the relief sought in the *Verified Petition for Entry of an Order Recognizing Foreign Main Proceeding and Granting Additional Relief* (the "**Verified Petition**"); (b) setting **December 11, 2024,** or a date no less than seven (7) days prior to the Recognition Hearing, as the deadline by which any responses, answers, or objections to the Verified Petition must be received (the "**Objection Deadline**"); (c) setting **December 15, 2024,** or a date no less than three (3) days prior to the Recognition Hearing, as the deadline by which the Monitor and any other parties in interest may file replies to such responses or objections to the relief sought in the Verified Petition objections, if any (the "**Reply Deadline**"); (d) approving the form and manner of notice of the Verified Petition and the Recognition Hearing (the "**Notice of Recognition Hearing**"), substantially in the form attached hereto as **Exhibit 1** to the Order; (e) approving the manner of service described herein; (f) approving the manner of service consistent with rule 2002(q) of the Federal Rules of Bankruptcy Procedure (as amended, the "**Bankruptcy Rules**") of any further pleadings that the Monitor files in these chapter 15 cases; and (g) granting related relief.

II. **BACKGROUND**

2. On November 12, 2024 certain of the Canadian investors (the "**Applicant Investors**") who invested in residential development projects owned and operated by a family of related entities referred to herein as the "**A2A Group**", including the Debtors, filed an *Originating Application* (the "**Application**") with the Canadian Court. In the Application, the Applicant Investors sought entry of an CCAA Initial Order pursuant to the Companies'

Creditors Arrangement Act, RSC 1985, c C-36, including the appointment of A&M as monitor with certain enhanced powers in respect of various constituent members of the A2A Group, including each of the Debtors. In the alternative, the Applicant Investors sought to appoint A&M as receiver of the property, assets, and undertakings of those same constituent members of the A2A Group, including each of the Debtors pursuant to the Judicature Act, RSA 2000, c J-2, as amended (the “**Judicature Act**”), with the powers to apply for the CCAA Initial Order and act as the Monitor in any subsequent Canadian Proceeding.

3. Following a hearing on November 14, 2024, the Canadian Court granted the Applicant Investors’ request for relief under the CCAA and entered a *CCAA Initial Order* (the “**CCAA Initial Order**”), dated November 14, 2024.

4. On the date hereof, the Monitor, on behalf of each Debtor, filed voluntary petitions for relief under chapter 15 of title 11 of the United States Code (the “**Bankruptcy Code**”),² thereby commencing the Debtors’ chapter 15 cases. In addition, the Monitor filed a *Verified Petition for Entry of an Order Recognizing Foreign Main Proceeding and Granting Additional Relief* (the “**Verified Petition**”) seeking, among other things, recognition by this Court of the Monitor’s status as the duly authorized Monitor of the Debtors and recognition of the Canadian Proceeding as “foreign main proceedings,” or in the alternative “foreign nonmain proceedings” under § 1517.

5. A comprehensive description of the Debtors’ business and operations, the Canadian Proceeding, and the factual background leading to the commencement of these chapter 15 cases is set forth in detail in the Verified Petition and the *Declaration of Orest Konowalchuck in Support of the (i) Verified Petition for Entry of an Order Recognizing Foreign Main Proceeding and Granting Additional Relief, and (ii) Debtors’ Emergency Motion For Provisional Relief Under Section 1519 of the Bankruptcy Code*

² Unless otherwise noted, section (§) references herein are to the Bankruptcy Code.

(the “*Konowalchuck Declaration*”), both of which were filed contemporaneously herewith and are incorporated herein by reference.

III. JURISDICTION AND VENUE

6. The Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, and this is a core matter pursuant to 28 U.S.C. § 157(b)(2)(P).

7. These chapter 15 have been properly commenced under § 1504 by the filing of petitions for recognition of the Canadian Proceeding under § 1515.

8. Venue is proper pursuant to 28 U.S.C. § 1410.

9. The statutory bases for the relief requested herein are §§ 107(c), 1514(c) and 1515, Bankruptcy Rules 1007(a)(4), 1012(b), 2002(m), 2002(p), 2002(q), 9006(c)(1), and 9007, rules 9013-1 and 9037-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Northern District of Texas (the “*Local Rules*”), and Sections J.34 and J.35 of the Procedures for Complex Cases in the Northern District of Texas.

IV. BASIS FOR RELIEF

A. The Recognition Hearing Should Be Set for December 18, 2024

10. “A petition for recognition of a foreign proceeding shall be decided upon at the earliest possible time.” 11 U.S.C. § 1517(c). Certain parties in interest must be given at least 21 days’ notice of the hearing on the petition for recognition of a foreign proceeding. Fed. R. Bankr. P. 2002(q)(1). In addition, objections and other responses to recognition must be presented no later than seven days before the recognition hearing, unless the Court orders otherwise. Fed. R. Bankr. P. 1012(b).

11. Consistent with the Bankruptcy Rules, the Monitor respectfully requests the following dates be set in connection with the Verified Petition:

Objection Deadline	December 11, 2024
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	(prevailing Central Time)
Reply Deadline	December 15, 2024
Recognition Hearing	December 18, 2024, at _:00 _.m. (prevailing Central Time)

12. The Monitor requests that any response or objection to the Verified Petition be made pursuant to the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, and that any such response, answer, or objection be in writing and set forth the bases therefor. Such response, answer, or objection should be filed with the Court and served upon counsel for the Monitor so as to be actually received by the Objection Deadline. Notices to counsel to the Monitor should be addressed to Reed Smith LLP, Attn: Michael P. Cooley, Keith M. Aurzada, and Dylan T.F. Ross, 2800 N. Harwood St., Suite 1500 Dallas, TX 75201; mpcooley@reedsmith.com, kaurzada@reedsmith.com, dylan.ross@reedsmith.com.

B. The Form and Manner of Service of the Notice Documents Should Be Approved

13. Notice of a recognition hearing must be provided to: (a) the debtor; (b) all persons authorized to administer the debtor's foreign proceedings; (c) entities against whom provisional relief under § 1519 of the Bankruptcy Code is sought; (d) parties to litigation pending in the United States to which the debtor is a party; and (e) such other entities as the Court may direct. Fed. R. Bankr. P. 2002(q)(1). Bankruptcy Rule 2002(q) does not direct the form and manner of such notice. Bankruptcy Rules 2002(m) and 9007 provide that when notice is to be given under the Bankruptcy Rules, the presiding court may designate the form and manner in which such notice shall be given. *See* Fed. R. Bankr. P. 2002(m), 9007a).

14. To satisfy the requirements of Bankruptcy Rule 2002(q), the Monitor proposes that it serve the Verified Petition, the Notice of Recognition Hearing, and other relevant chapter 15 pleadings and notices (collectively, the “*Notice Documents*”) upon the following entities or their

counsel, if known (collectively, the “*Chapter 15 Notice Parties*”): (a) all persons or bodies authorized to administer the Canadian Proceeding; (b) the Office of the United States Trustee for the Northern District of Texas; (c) the Office of the United States Attorney; (d) the Internal Revenue Service; (e) the Office of the United States Attorney General for the State of Texas; (f) all other applicable government agencies to the extent required by the Bankruptcy Rules or Local Rules; (g) all parties identified in Item 8 of the Consolidated Attachments to the Debtors’ chapter 15 petitions; (h) all other parties whom the Monitor believes to be affected substantively by the relief requested; (i) any party that has requested notice pursuant to Bankruptcy Rule 2002; and (j) any other entities as the Court may direct. The Monitor respectfully requests that the Bankruptcy Court declare such service sufficient and no further notice be required.

15. The Monitor proposes to effect service of the Notice Documents and other relevant pleadings and notices on the Chapter 15 Notice Parties by electronic mail to the extent email addresses are available, or otherwise by United States mail, first-class postage prepaid within five business days of entry of the Order. The Monitor will also provide the Chapter 15 Notice Parties with notice of all other pleadings filed in these Chapter 15 Cases in accordance with the Bankruptcy Code and Bankruptcy Rules. The Monitor also proposes to post the Notice Documents on the Monitor’s public website: <https://www.alvarezandmarsal.com/A2A>.

16. If any party files a notice of appearance in the Chapter 15 Cases, the Monitor proposes to serve a copy of the Notice Documents on such party within ten (10) business days of the filing of such notice of appearance.

17. The form and manner of service of the Notice Documents described herein is adequate and sufficient notice of (a) these Chapter 15 Cases, (b) the relief sought in the Verified Petition, (c) the time fixed for filing objections to the relief sought in the Verified Petition, and (d) the time, date, and place of the Recognition Hearing. Accordingly, the Monitor respectfully requests that this Court approve the foregoing manner of notice and service of the Notice Documents on the Chapter 15 Notice Parties pursuant to Bankruptcy Rules 2002 (m) and (q) and 9007.

C. The Requirements of § 1514(c) Are Inapplicable and Should Be Waived

18. Out of an abundance of caution, the Monitor also seeks to clarify that § 1514(c)'s notice requirements are not applicable to these Chapter 15 Cases. Section 1514(c) deals with certain notice requirements in cases with “international aspects” commenced “under chapters other than” chapter 15. *See 8 Collier on Bankruptcy* ¶ 1514.01 (16th ed. 2021)

19. However, to the extent applicable, the Monitor requests that the Court waive the § 1514(c)'s requirements because the claims process will be handled through the Canadian Proceeding. Waiving these requirements and allowing foreign claims to be heard in the Canadian Proceeding is consistent with principles of comity and cooperation among courts, as well as the ancillary nature of the Chapter 15 Cases.

20. Moreover, courts in the Fifth Circuit regularly grant waivers of § 1514(c) in this context. *See, e.g., In re Just Energy Group Inc., et al.*, Case No. 21-30823 (MI) (Bankr. S.D. Tex. Mar. 9, 2021); *In re Technicolor S.A.*, Case No. 20-33113 (DRJ) (Bankr. S.D. Tex. June 23, 2024); *In re Calfrac Well Services Corp., et al.*, Case No. 20-33529 (DRJ) (Bankr. S.D. Tex. July 14, 2020).

D. Redaction of Certain Confidential Information of Individuals Is Warranted

21. Section 107(c)(1) provides, in relevant part, that the court:

[F]or cause, may protect an individual, with respect to the following types of information to the extent the court finds that disclosure of such information would create undue risk of identity theft or other unlawful injury to the individual or the individual's property:

(A) Any means of identification . . . contained in a paper filed, or to be filed, in a case under [the Bankruptcy Code].

(B) Other information contained in a paper described in subparagraph (A).

11 U.S.C. § 107(c)(1).

22. Section 107(c)(1)(B) allows a bankruptcy court to shield “[o]ther information” apart from “means of identification,” and the definition of “means of identification” is itself a non-exhaustive list of personally identifiable information. Although an individual’s home address is not explicitly enumerated as a “means of identification,” it is nevertheless within the broad scope of § 107(c)(1)(B). *See In re Endo Int’l PLC*, No. 22- 22549, 2022 WL 16640880, at *10 (Bankr. S.D.N.Y. Nov. 2, 2022) (“Home addresses fall within that category of information [protected under 107(c)], as it is taken as a ‘given’ that they constitute personally identifiable information that is vital information to perpetrators of identity theft, stalking, and intimate partner violence alike, and that publishing such information facilitates an identity thief’s search for data and a stalker’s or abuser’s ability to find his or her target.”).

23. In addition, privacy and data protection regulations have been enacted in jurisdictions in which the Debtors do business. For example, the Texas Data Privacy and Security Act (the “*TDSPA*”) provides Texas residents certain control rights concerning their personal data, including the right to delete personal data provided by or obtained by the controller of the data. *See* Tex. Bus. & Com. Code Ann. § 541. Violators of the TDSPA risk penalties, and the TDSPA further provides that damages may be awarded where the violations are determined to have been willful or knowing.

24. Courts in this district have granted similar relief to the relief requested herein. *See, e.g., In re Sandvine Corporation, et al.*, No. 24-33617 (SGJ) (Bankr. N.D. Tex. Nov. 7, 2024); *In re BUCA Texas Restaurants, L.P., et al.*, No. 24-80058 (SGJ) (Bankr. N.D. Tex. August 7, 2024) (authorizing debtors to redact home addresses of individuals listed on the creditor matrix or affidavits of service of the court); *In re Cottonwood Financial Ltd., et al.*, No. 24-80035 (SWE) (Bankr. N.D. Tex. Feb. 29, 2024); *In re Eye Care Leaders Portfolio Holdings, LLC, et al.*, No. 24-80001 (MVL) (Bankr. N.D. Tex. Jan. 22, 2024) (same); *In re Sunland Medical Found., et al.*, No. 23-80000 (MVL) (Bankr. N.D. Tex. Aug. 31, 2023) (same); *In re Studio Movie Grill Holdings, LLC, et al.*, No. 20-32633 (SGJ) (Bankr. N.D. Tex. Oct. 29, 2020) (same).

25. The Monitor proposes to provide unredacted versions of any filings to the Court, the Office of the United States Trustee, and, upon a reasonable request to the Monitor or to the Court, any party in interest.

26. For these reasons, cause exists to authorize the Monitor to redact the names and addresses of individuals listed on any document filed with the Court. Absent such relief (a) such information may be used to perpetrate identity theft or locate survivors of domestic violence, harassment, or stalking, and (b) the Monitor risks violating the TDSPA, and as a result could expose the Debtors to severe penalties and civil liability.

V. **BASIS FOR EMERGENCY RELIEF**

27. Pursuant to Bankruptcy Rule 6003, the Monitor requests emergency consideration of this motion. The Monitor seeks emergency provisional relief under §§ 105(a) and 1519, staying execution against the Debtors' assets until the Court's consideration of the chapter 15 petitions filed contemporaneously with this Motion. Prior to entry of a recognition order, the Debtors do not automatically have the protections of the Bankruptcy Code, including the automatic stay provisions. Emergency provisional relief is necessary to prevent creditors and other parties from commencing or continuing litigation or taking action against the Debtors' assets in the United States that could prejudice and disrupt the Canadian Proceeding, thereby interfering with the Monitor's ability to conduct operations and the reorganization of the Debtors. Emergency provisional relief is also necessary to ensure the Debtors maintain access to the DIP Facility prior to the Recognition Hearing.

VI. **NOTICE**

28. The Monitor will provide notice of this Motion to the following parties or their counsel: (a) all persons or bodies authorized to administer the Canadian Proceeding; (b) the Office of the United States Trustee for the Northern District of Texas; (c) the Office of the United States Attorney; (d) the Internal Revenue Service; (e) the Office of the United States Attorney General for the State of Texas; (f) all other applicable government agencies to the extent required by the Bankruptcy Rules or Local Rules; (g) all parties

identified in Item 8 of the Consolidated Attachments to the Debtors' chapter 15 petitions; (h) all other parties whom the Monitor believes to be affected substantively by the relief requested; (i) any party that has requested notice pursuant to Bankruptcy Rule 2002; and (j) any other entities as the Court may direct. In light of the nature of the relief requested, the Monitor submits that no further notice is required.

VII. **CONCLUSION**

WHEREFORE, the Monitor respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit A**: (a) granting the relief requested herein and (b) granting such other and further relief as may be just and proper.

Dated: November 20, 2024
Dallas, Texas

Respectfully submitted,

REED SMITH LLP

By: /s/ Michael P. Cooley
Michael P. Cooley (SBN 24034388)
Keith M. Aurzada (SBN 24009880)
Dylan T.F. Ross (SBT 24104435)
2850 N. Harwood St., Ste. 1500
Dallas, Texas 75201
T: 469.680.4200
F: 469.680.4299
kaurzada@reedsmith.com
mpcooley@reedsmith.com
dylan.ross@reedsmith.com

Counsel to the Foreign Representative

Certificate of Service

I certify that on November 20, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Michael P. Cooley
Michael P. Cooley