



601924

COM  
June 11, 2021  
Justice Lema

COURT FILE  
NUMBERS

B201-731795

B201-731797

B201-731799

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

MATTERS

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL  
UNDER THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3,  
AS AMENDED, OF

INTERNATIONAL FITNESS HOLDINGS INC.

INTERNATIONAL FITNESS HOLDINGS LP

WORLD HEALTH NORTH LP

APPLICANTS

INTERNATIONAL FITNESS HOLDINGS INC., INTERNATIONAL FITNESS  
HOLDINGS LP and WORLD HEALTH NORTH LP

DOCUMENT

**AFFIDAVIT NO. 5 OF PETER MELNYCHUK**

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION OF  
PARTY FILING THIS  
DOCUMENT

**STIKEMAN ELLIOTT LLP**

4300 Bankers Hall West

888 – 3<sup>rd</sup> Street S.W.

T2P 5C5

Solicitor: Karen Fellowes, Q.C. / Elizabeth Pillon

Phone Number: (403) 724-9469 / (416) 869-5623

Email: kfellowes@stikeman.com / lpillon@stikeman.com

Fax Number: (403) 266-9034

File No.: 137923-1006

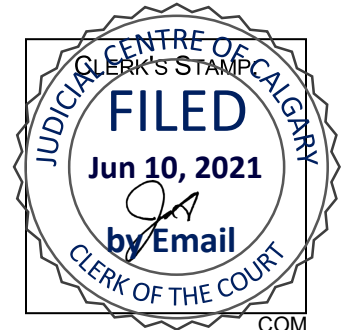
**Counsel for the Applicants, International Fitness Holdings Inc.,  
International Fitness Holdings LP and World Health North LP**

**AFFIDAVIT NO. 5 OF PETER MELNYCHUK**

**Sworn on June 10, 2021**

I, Peter Melnychuk, of Calgary, Alberta, SWEAR AND SAY THAT:

1. I am the Chief Executive Officer of International Fitness Holdings Inc. ("IFH") and I am authorized to swear this affidavit on its behalf. I have personal knowledge of the matters hereinafter deposed to, save where stated to be based on information and belief, in which case I verily believe the same to be true.
2. I swear this Supplemental Affidavit in addition to my affidavit sworn on June 3, 2021 (the "**Fourth Melnychuk Affidavit**"). For the purposes of this Supplemental Affidavit, all the defined terms in the Fourth Melnychuk Affidavit shall have the same meaning in this Supplemental Affidavit.



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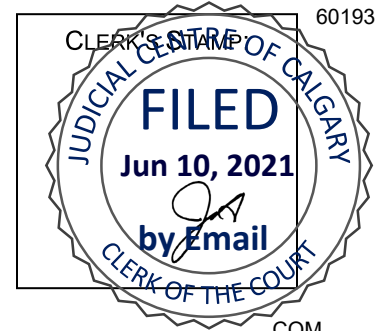
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COURT COURT OF QUEEN'S BENCH OF ALBERTA

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3. In reference to paragraph 28 of the Fourth Melynchuk Affidavit, attached and marked as **Exhibit "A"** are copies of new signage placed at the Glenora location. Pursuant to the terms of the Glenora Lease, the Glenora landlord consented to this change in signage.
4. I am advised by Karen Fellowes, counsel to the Applicants, that on June 7, 2021 the representative of the Glenora landlord, Jeffrey Baker, was cross-examined on his affidavit sworn on June 3, 2021. Attached and marked as **Exhibit "B"** is a copy of the undertaking responses arising from the cross-examination.
5. During the cross-examination, Mr. Baker swore to the fact that the pylon signage at the Glenora location had not been changed to "Club Fit". Mr. Baker has since stipulated that this evidence was incorrect and has now confirmed that the pylon sign has been re-branded from "World Health" to the name "Club Fit". Attached and marked as **Exhibit "C"** is a copy of email correspondence from the Glenora landlord's counsel, Howard Sniderman, confirming the same.
6. I swear this Supplemental Affidavit in support of the Applicants' application for an order approving the assignment of the Canyon Meadows Lease and the Glenora Lease to the Purchasers and for no other or improper purpose.

SWORN (OR AFFIRMED) BEFORE ME at )  
 Calgary, Alberta, this 10 day of June, 2021. )  
 DocuSigned by: )  
 Natasha Doelman )  
 \_\_\_\_\_ )  
 Commissioner for Oaths in and for the Province )  
 of Alberta )

\_\_\_\_\_ )  
**PETER MELNYCHUK**

**NATASHA DOELMAN**  
 Barrister & Solicitor

This is **Exhibit "A"** referred to in the Affidavit No. 5 of Peter Melynychuk sworn before me at the City of Calgary, in the Province of Alberta this 10 day of June, 2021.

DocuSigned by:

*Natasha Doelman*

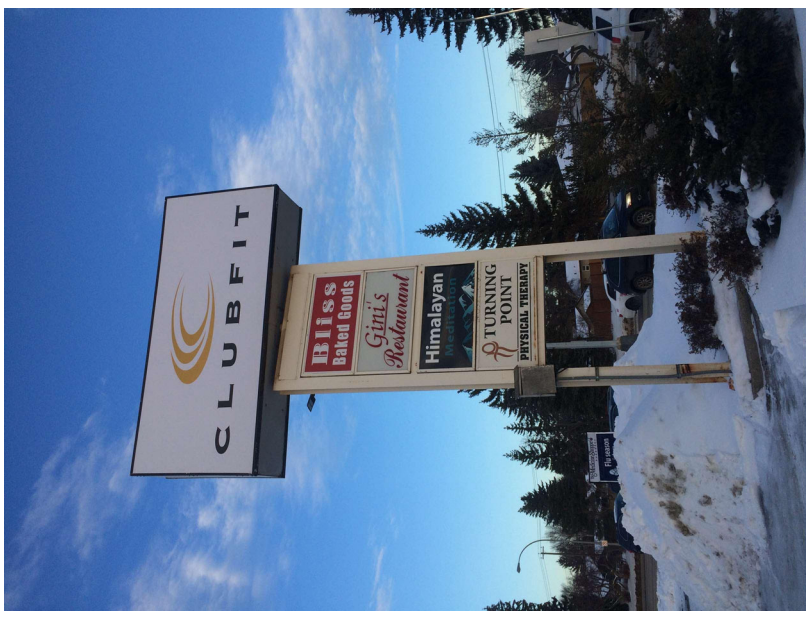
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Commissioner for Oaths in and for the  
Province of Alberta

**NATASHA DOELMAN**  
BARRISTER & SOLICITOR

# GLENORA CLUBFIT



This is **Exhibit "B"** referred to in the Affidavit No. 5 of Peter Melynychuk sworn before me at the City of Calgary, in the Province of Alberta this 10 day of June, 2021.

DocuSigned by:  
*Natasha Doelman*  
971DBB8B283D412...

---

Commissioner for Oaths in and for the  
Province of Alberta

**NATASHA DOELMAN**  
BARRISTER & SOLICITOR

## Natasha Doelman

---

**Subject:** FW: IFH - Glenora

---

**From:** Howard J. Sniderman, Q.C. <[hsniderman@wittenlaw.com](mailto:hsniderman@wittenlaw.com)>

**Sent:** Tuesday, June 8, 2021 1:58:13 PM

**To:** Karen Fellowes <[KFellowes@stikeman.com](mailto:KFellowes@stikeman.com)>

**Cc:** Matti Lemmons ([MLemmens@blg.com](mailto:MLemmens@blg.com)) <[MLemmens@blg.com](mailto:MLemmens@blg.com)>; Landon Haynes <[lhaynes@wittenlaw.com](mailto:lhaynes@wittenlaw.com)>

**Subject:** IFH / Teslin - Answers to Undertakings provided by Jeffrey Baker ...

Hi Karen,

Following are the answers to the 2 undertakings provided to you by Jeff Baker during your questioning of him on his Affidavit:

---

**Q1. Was 100% of the rent paid for November 2020 and for December 2020?**

A. Yes

**Q2. Did IFH and Teslin agree that IFH only had to pay 50% of rent commencing in January 2021?**

A. No.

IFH proposed it would pay 50% of rent for January 2021 in a letter to me from Peter Melnychuk dated December 17, 2020 and sent a cheque for that amount to Teslin on January 15, 2021. By letter to Dave Brown dated January 27, 2021 IFH proposed to pay 50% of rent for February 2021. By email dated February 1, 2021 to Nadine Smith-Payne, Dave Brown advised her that Teslin would agree to a 50% deferral of rent for February 1, 2021 and asked her to advise when Teslin could expect to receive the deferred portion. That email is found at pg. J-041 of Affidavit No. 4 of Peter Melnychuk. By email from Nadine Smith-Payne to Dave Brown later that day (Feb. 1, 2021) she advised that IFH proposed to start repayment on July 1, 2021. By letter dated March 3, 2021 to Dave Brown from Peter Melnychuk, IFH proposed to pay 50% of rent for March 2021. Teslin did not respond. By email dated April 12, 2021 to Dave Brown from Nadine Smith-Payne she advised that IFH would pay 50% of rent for April on April 16, 2021. Teslin did not respond.

Thus, in answer to the question, IFH proposed and did in fact pay only 50% of rent for the months of January, February, March and April 2021. In response to a request by Teslin for advice as to when the remaining 50% of the deferred rent would be repaid, the response from IFH on Feb. 1, 2021 was that IFH would start repayment on July 1, 2021.

---

Keep well,  
Howie



This is **Exhibit "C"** referred to in the Affidavit No. 5 of Peter Melynychuk sworn before me at the City of Calgary, in the Province of Alberta this 10 day of June, 2021.

DocuSigned by:  
*Natasha Doelman*

971DBB8B283D412...

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Commissioner for Oaths in and for the  
Province of Alberta

**NATASHA DOELMAN**  
BARRISTER & SOLICITOR

## Natasha Doelman

---

**Subject:** FW: IFH / Teslin - Questioning on Affidavits .....

---

**From:** Howard J. Sniderman, Q.C. <[hsniderman@wittenlaw.com](mailto:hsniderman@wittenlaw.com)>

**Sent:** Monday, June 7, 2021 6:56 PM

**To:** Karen Fellowes <[KFellowes@stikeman.com](mailto:KFellowes@stikeman.com)>

**Cc:** Lemmens, Matti <[MLemmens@blg.com](mailto:MLemmens@blg.com)>

**Subject:** RE: IFH / Teslin - Questioning on Affidavits .....

Hi Karen,

I have authority from Jeff Baker to correct his answer and advise you, on the record, that in fact the signage on the pylon sign was changed to 'Club Fit', in addition to the banner sign on the building itself, both as depicted in the photos that you sent in your email. Should you wish, I can confirm same in court on Friday afternoon or, alternatively, you can include that information in your Bench Brief, as you wish.

Keep well,  
Howie



**Howard J. Sniderman, Q.C. | Barrister & Solicitor**

[hsniderman@wittenlaw.com](mailto:hsniderman@wittenlaw.com) | direct:(780) 441-3203 | reception: (780) 428-0501 | fax: (780) 429-2559

Witten LLP | [www.wittenlaw.com](http://www.wittenlaw.com)

Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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No address, whether electronic or otherwise, set out in this email shall be treated as an address provided for the purpose of transmitting information or data in respect of an action for the purpose of service.

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**From:** Howard J. Sniderman, Q.C.

**Sent:** Monday, June 07, 2021 6:10 PM

**To:** Karen Fellowes <[KFellowes@stikeman.com](mailto:KFellowes@stikeman.com)>

**Cc:** Lemmens, Matti <[MLemmens@blg.com](mailto:MLemmens@blg.com)>

**Subject:** RE: IFH / Teslin - Questioning on Affidavits .....

Hi Karen,

I've sent your note & attached photos to Jeff Baker with a request that he let me know if I can provide an 'on the record' correction to his statement that it was only a banner on the building (and not on the pylon as well) that was changed to "Club Fit". I suspect I'll get that authority and let you know on that asap.

Keep well,  
Howie

**Howard J. Sniderman, Q.C. | Barrister & Solicitor**

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**From:** Karen Fellowes <[KFellowes@stikeman.com](mailto:KFellowes@stikeman.com)>  
**Sent:** Monday, June 07, 2021 6:02 PM  
**To:** Howard J. Sniderman, Q.C. <[hsniderman@wittenlaw.com](mailto:hsniderman@wittenlaw.com)>  
**Cc:** Lemmens, Matti <[MLemmens@blg.com](mailto:MLemmens@blg.com)>  
**Subject:** RE: IFH / Teslin - Questioning on Affidavits .....

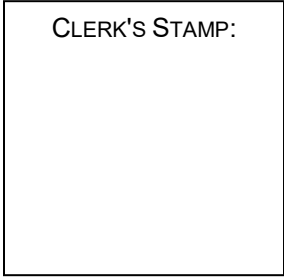
Howard and Matti, just a quick follow up from my cross-examination of Mr. Baker this morning. He swore to the effect that the "Pylon" signage had not changed to the name "Club Fit", only a banner had been installed. That was contrary to my information, so I asked my client to confirm. Attached please find photos of the current signage at Glenora, including very prominent pylon signage using the Club Fit name.

I may have Mr. Melnychuk swear a supplemental affidavit in this regard, as I understand this change in signage could not have occurred without the landlord's consent.

Yours truly,

**Karen Fellowes, Q.C.**

Direct: 403 724 9469 Calgary  
604 631 1468 Vancouver  
Mobile: 403 831 9488  
Email: [kfellowes@stikeman.com](mailto:kfellowes@stikeman.com)



COURT FILE NUMBERS            B201-731795  
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**Sworn on June 10, 2021**

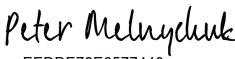
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 Commissioner for Oaths in and for the Province )  
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DocuSigned by:  
  
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\_\_\_\_\_  
**PETER MELNYCHUK**

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Commissioner for Oaths in and for the  
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# GLENORA CLUBFIT



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## Natasha Doelman

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**Cc:** Matti Lemmens ([MLemmens@blg.com](mailto:MLemmens@blg.com)) <[MLemmens@blg.com](mailto:MLemmens@blg.com)>; Landon Haynes <[lhaynes@wittenlaw.com](mailto:lhaynes@wittenlaw.com)>

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---

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**NATASHA DOELMAN**  
BARRISTER & SOLICITOR

## Natasha Doelman

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**Subject:** FW: IFH / Teslin - Questioning on Affidavits .....

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**Sent:** Monday, June 7, 2021 6:56 PM

**To:** Karen Fellowes <[KFellowes@stikeman.com](mailto:KFellowes@stikeman.com)>

**Cc:** Lemmens, Matti <[MLemmens@blg.com](mailto:MLemmens@blg.com)>

**Subject:** RE: IFH / Teslin - Questioning on Affidavits .....

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Suite 2500, Canadian Western Bank Place, [10303 Jasper Avenue, Edmonton, Alberta T5J 3N6](#)

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**From:** Karen Fellowes <[KFellowes@stikeman.com](mailto:KFellowes@stikeman.com)>  
**Sent:** Monday, June 07, 2021 6:02 PM  
**To:** Howard J. Sniderman, Q.C. <[hsniderman@wittenlaw.com](mailto:hsniderman@wittenlaw.com)>  
**Cc:** Lemmens, Matti <[MLemmens@blg.com](mailto:MLemmens@blg.com)>  
**Subject:** RE: IFH / Teslin - Questioning on Affidavits .....

Howard and Matti, just a quick follow up from my cross-examination of Mr. Baker this morning. He swore to the effect that the "Pylon" signage had not changed to the name "Club Fit", only a banner had been installed. That was contrary to my information, so I asked my client to confirm. Attached please find photos of the current signage at Glenora, including very prominent pylon signage using the Club Fit name.

I may have Mr. Melnychuk swear a supplemental affidavit in this regard, as I understand this change in signage could not have occurred without the landlord's consent.

Yours truly,

**Karen Fellowes, Q.C.**

Direct: 403 724 9469 Calgary  
604 631 1468 Vancouver  
Mobile: 403 831 9488  
Email: [kfellowes@stikeman.com](mailto:kfellowes@stikeman.com)

COURT FILE  
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B201-731797  
B201-731799

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

MATTERS

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL  
UNDER THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3,  
AS AMENDED, OF

INTERNATIONAL FITNESS HOLDINGS INC.

INTERNATIONAL FITNESS HOLDINGS LP

WORLD HEALTH NORTH LP

APPLICANTS

INTERNATIONAL FITNESS HOLDINGS INC., INTERNATIONAL FITNESS  
HOLDINGS LP and WORLD HEALTH NORTH LP

DOCUMENT

**CERTIFICATE OF NECESSITY OF REMOTE COMMISSIONING**

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION OF  
PARTY FILING THIS  
DOCUMENT

**STIKEMAN ELLIOTT LLP**  
4300 Bankers Hall West  
888 – 3<sup>rd</sup> Street S.W.  
T2P 5C5

Solicitor: Karen Fellowes, Q.C. / Elizabeth Pillon  
Phone Number: (403) 724-9469 / (416) 869-5623  
Email: [kfellowes@stikeman.com](mailto:kfellowes@stikeman.com) / [lpillon@stikeman.com](mailto:lpillon@stikeman.com)  
Fax Number: (403) 266-9034  
File No.: 137923-1006

**Counsel for the Applicants, International Fitness Holdings Inc.,  
International Fitness Holdings LP and World Health North LP**

I, Natasha Doelman, commissioner of the Affidavit of Peter Melynychuk, sworn June 10, 2021, hereby certify that the process of remote commissioning was necessary because it was impossible or unsafe, for medical reasons, for the deponent and the commissioner to be physically present together, pursuant to the requirements of the *Notice to the Profession & Public: Remote Commissioning of Affidavits for use in Civil and Family Proceedings during the COVID-19 Pandemic*.

Dated the 10 day of June 2021, at the City of Calgary, in the Province of Alberta.

**STIKEMAN ELLIOTT LLP**



Natasha Doelman  
Barrister & Solicitor

CLERK'S STAMP: