

SPADAFORA & MURPHY LLP

LAWYERS

July 22, 2022

Grey County
Planning and Development
595 9th Avenue East
Owen Sound ON N4K 3E3

Attention: Scott Taylor, MCIP, RPP

Dear Sir:

**Re: Proposed Plan of Condominium File # 42CDM-2022-03, County Official Plan Amendment 42-10-510-OPA-15, Meaford Official Plan Amendment 32 and Zoning By-law Amendment Z04-22
Part Lot 3, Broken Front Concession, RP16R-9207
423003 Harbour Drive (the "Lands")
Geographic Township of Sydenham, Municipality of Meaford,
Owner: Aqorpions Inc.
Planner: Miriam Vasni**

We act as solicitors for Aqorpions Inc. (the "Owner") in connection with the proposed development of a condominium on the Lands and in connection with providing an opinion to Grey County (the "County") for the purpose of defining the relationship between the resort, residential lots and condominium corporation.

For the purpose of this opinion, we have examined title to the Lands as disclosed by the records of the Land Registry Office for the Grey (No. 16) (the "LRO") to confirm ownership. We have also assumed the accuracy and currency of the indices and filing systems maintained at any public offices where we have conducted searches or made enquiries or caused such searches or enquiries to be conducted or made.

We are solicitors qualified to carry on the practice of law in the Province of Ontario. The opinion expressed extends only to the laws of the Province of Ontario and the federal laws of Canada applicable therein in force as of the date of this opinion. I have been licensed in Ontario since 2001 with the majority of my practice in real estate and development law. I have acted on numerous subdivision and condominium developments, including standard, phased, common element and vacant land condominiums.

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My client has proposed to build on the Lands a lodge, clubhouse, amphitheatre, small marina and recreational area (the “Echo Retreat”) with lodging accommodations along with five individual residential lots where five end user homes will be built. In addition, there will be a privately owned roadway, visitors parking area along with necessary services built from the public highway of Harbour Drive.

ONE PIN AND OWNERSHIP

Currently the Lands is separated into two pins owned by two separate entities as follows:

1. Pt Lt 2 Con Broken Front Sydenham Pt 2 Plan 16R9207; Municipality of Meaford being all of Pin 37098-0143 owned as tenants in common by Aqorpions Inc. as to 99% and Unique Luxury Retreats Inc. as to 1%; and
2. Pt Lt 3 Con Broken Front Sydenham Pt 1 Plan 16R9207; Municipality of Meaford being all of Pin 37098-0144 owned 100% by Aqorpions Inc.

In order to proceed with either the vacant land condominium application or the common elements condominium plan, it is our opinion that both parcels will need to be owned by the same registered owner and the two pins 37098-0143 and 37098-0144 will need to be merged to create one pin. The merger of the pins could be a draft condition with either the vacant land condominium or common elements condominium application.

CONDOMINIUM PLAN

For planning act purposes, we are of the opinion that the five residential lots and the whole of the Echo Retreat as one unit be considered six separate units in either a vacant land condominium or as six POTLS in a common element condominium. We have reviewed both types of condominiums with our client and their planner and we are of the opinion that a vacant land condominium is the best planning method for the development of the Lands.

COMMON ELEMENTS CONDOMINIUM CORPORATIONS

This type of condominium corporation has no units and only has common elements such as a road, visitor parking area and necessary services. Note that no permanent structures/dwellings are allowed on the common elements portion of the condominium. Owners enjoy the common elements and jointly fund their maintenance and repair through the payment of the common expenses for the road, visitor parking area and necessary services.

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As there are no units in a common element's condominium corporation, your common interest is attached to the parcel of land that you own. By owning a parcel of land as a freehold lot ("POTL") which is tied to the common element's condominium corporation, you are also considered an indivisible interest in the applicable condominium corporation. The POTL cannot be included in the land described in the common elements condominium corporation's description.

If the Lands are developed as a common element condominium, my client will be required to create the six lots separate from the condominium process by creating a subdivision for six lots or completing a severance application for the six lots. Those six lots would then become the POTLS for the common element condominium.

In order for the Lands to be developed as a common element condominium, two planning vehicles would be necessary, either as a subdivision plus a condominium application or a severance application plus a condominium application. Ultimately this would create a longer process for the development to be completed.

VACANT LAND CONDOMINIUM CORPORATIONS

A vacant land condominium provides greater flexibility in developing this type of project on the Lands. In this type of corporation, buildings do not need to be constructed before the condominium corporation is registered and several types of structures can be accommodated in a single development. As the Lands will contain 5 residential units and one unit for the Echo Retreat, a vacant land condominium will provide this flexibility.

Services such as roads, visitor parking, shore wells, utility facilities, walking trails and any of the amenities that are currently anticipated to be located on the Echo Retreat (save and except dwellings) would be included as common elements in the vacant lot condominium. This will allow for the great flexibility as the planning and development of the Lands occurs with the County and third parties.

If the Lands are developed as a vacant land condominium, there would only be one planning application with the County for condominium approval as the six units would be created as part of the vacant land condominium. The Owner is not required to build dwellings or structures on the units before the vacant land condominium is registered. Therefore, the application for vacant land condominium would be forwarded to the County forthwith for draft plan conditions. The "lot" lines of the vacant land condominium would be defined without structures/buildings.

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A vacant land condominium would also allow greater flexibility for the Echo Retreat unit. Once the vacant land condominium is registered, the Echo Retreat could be further divided into a standard condominium if necessary or portions of the Echo Retreat could be part of the common elements of the vacant land condominium.

OPINION

Based on the foregoing, we are of the opinion that a vacant land condominium is the best and most efficient planning application to move forward with the development of the Lands.

We are also of the opinion that ownership of the Lands should be in the same registered name and the two pins merged into one pin.

Although this opinion may be relied upon by the County and its authorized agents for the purposes contemplated herein, it may not be relied upon or quoted, in whole or in part, by any other person or entity for any other purpose without our prior written consent.

Yours truly,

SPADAFORA & MURPHY LLP



Per Peggy Spadafora, Lawyer

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