



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

P.O. Box 55, 19th Floor
20 Queen Street West
Toronto ON M5H 3S8

CP 55, 19^e étage
20, rue queen ouest
Toronto ON M5H 3S8

**IN THE MATTER OF THE *SECURITIES ACT*
R.S.O. 1990, c. S.5, AS AMENDED**

- AND -

**IN THE MATTER OF
SUNWIDE FINANCE INC., SUN WIDE GROUP,
SUN WIDE GROUP FINANCIAL INSURERS & UNDERWRITERS,
BRYAN BOWLES, ROBERT DRURY, STEVEN JOHNSON,
FRANK R. KAPLAN, RAFAEL PANGILINAN,
LORENZO MARCOS D. ROMERO, and GEORGE SUTTON**

NOTICE OF HEARING
Sections 127(1) and 127.1

WHEREAS on November 19, 2007, the Ontario Securities Commission (the "Commission") issued a temporary cease trade order pursuant to sections 127(1) and 127(5) of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "*Act*") ordering that Sunwide Finance Inc., Sun Wide Group Financial Insurers & Underwriters, Wi-Fi Framework Corporation, and their officers, directors, employees and/or agents cease trading in all securities immediately, including the securities of Wi-Fi Framework Corporation;

AND WHEREAS, following hearings held on December 3, 2007, March 4, 2008 and July 22, 2008, the Commission ordered that the temporary cease trade order be extended until, most recently, September 3, 2008.

TAKE NOTICE THAT the Commission will hold a hearing pursuant to sections 127 and 127.1 of the *Act* at the offices of the Commission, 20 Queen Street West, 17th Floor, Large Hearing Room, commencing on September 3, 2008 at 9:00 a.m., or as soon thereafter as the hearing can be held.

AND TAKE NOTICE the purpose of the hearing is to consider whether it is in the public interest for the Commission to make an order that:

- (a) pursuant to clause 2 of subsection 127(1), trading in any securities by the respondents cease permanently or for such other period as specified by the Commission;
- (b) pursuant to clause 2.1 of subsection 127(1), acquisition of any securities by the respondents be prohibited, permanently or for the period specified by the Commission;
- (c) pursuant to clause 3 of subsection 127(1), any exemptions contained in Ontario securities law do not apply to the respondents permanently or for such other period as specified by the Commission;
- (d) pursuant to clause 6 of subsection 127(1), the respondents be reprimanded;
- (e) pursuant to clause 8 of subsection 127(1), the respondents be prohibited from becoming or acting as a director or officer of any issuer;
- (f) pursuant to clause 8.2 of subsection 127(1), the respondents be prohibited from becoming or acting as a director or officer of a registrant;
- (g) pursuant to clause 8.4 of subsection 127(1), the respondents be prohibited from becoming or acting as a director or officer of an investment fund manager;
- (h) pursuant to clause 8.5 of subsection 127(1), the respondents be prohibited from becoming or acting as a registrant, as an investment fund manager or as a promoter;
- (i) pursuant to clause 9 of subsection 127(1), the respondents pay an administrative penalty of not more than \$1 million for each failure to comply with Ontario securities law to the Commission;
- (j) pursuant to clause 10 of subsection 127(1), the respondents disgorge to the Commission any amounts obtained as a result of non-compliance with securities law;
- (k) pursuant to section 127.1, the Respondents pay the costs of the investigation and the costs of or related to the hearing incurred by or on behalf of the Commission; and

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(l) such other order as the Commission may consider appropriate.

BY REASON OF the allegations set out in the Statement of Allegations of Staff dated August 21, 2008, and such additional allegations as counsel may advise and the Commission may permit.

AND FURTHER TAKE NOTICE that any party to the proceeding may be represented by counsel if that party attends or submits evidence at the hearing.

AND FURTHER TAKE NOTICE that if the respondents to the proceedings fails to attend, the hearing may proceed in the absence of the party and the party is not entitled to any further notice of the proceeding.

AND TAKE FURTHER NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in the absence of that party and such party is not entitled to any further notice of the proceeding.

Dated at Toronto on this 21st day of August, 2008

“John Stevenson”
