

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

- AND -

**IN THE MATTER OF
EDWARDS SECURITIES INC., DAVID GERALD EDWARDS,
DAVID FREDERICK JOHNSON, CLANSMAN 98 INVESTMENTS INC.
and DOUGLAS G. MURDOCK**

**ORDER
(Section 127 and 127.1)**

WHEREAS on August 9, 2002 the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act*, R.S.O. 1990 c.S.5, as amended (the “Act”) in respect of Edwards Securities Inc., David Gerald Edwards, David Frederick Johnson, Clansman 98 Investments Inc. and Douglas G. Murdock;

AND WHEREAS Johnson entered into a settlement agreement with Staff of the Commission dated November 12, 2002 (the “Settlement Agreement”) in which the Johnson agreed to a proposed settlement of the proceeding, subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement and the Statement of Allegations of Staff of the Commission, and upon hearing submissions from counsel for Johnson and for Staff of the Commission;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

IT IS ORDERED THAT:

- (1) the Settlement Agreement dated November 12, 2002 attached to this Order is hereby approved;
- (2) pursuant to clause 6 of subsection 127(1) of the Act, Johnson is hereby reprimanded by the Commission;
- (3) pursuant to clause 8 of subsection 127(1) of the Act, Johnson is hereby permanently prohibited from becoming or acting as an officer and/or director of any registrant, effective the date of this Order; and
- (4) pursuant to subsection 127.1(1)(b) of the Act, Johnson will make payment to the Commission in the amount of \$5,000.00 in respect of a portion of the costs of Staff's investigation of this matter.

DATED at Toronto this 11th day of December, 2002

"Robert Davis"
Robert Davis

"Harold Hands"
Harold Hands