

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

- and -

**IN THE MATTER OF
ROBERT THOMISLAV ADZIJA, LARRY ALLEN AYRES, DAVID ARTHUR
BENDING, MARLENE BERRY, DOUGLAS CROSS, ALLAN JOSEPH DORSEY,
ALLAN EIZENGA, GUY FANGEAT, RICHARD JULES FANGEAT, MICHAEL
HERSEY, GEORGE EDWARD HOLMES, TODD MICHAEL JOHNSTON, MICHAEL
THOMAS PETER KENNELLY, JOHN DOUGLAS KIRBY, ERNEST KISS,
ARTHUR KRICK, FRANK ALAN LATAM, BRIAN LAWRENCE, LUKE JOHN
MCGEE, RON MASSCHAELE, JOHN NEWMAN, RANDALL NOVAK, NORMAND
RIOPELLE, ROBERT LOUIS RIZZUTO AND MICHAEL VAUGHAN**

ORDER

(Subsection 127(1) and section 127.1)

WHEREAS on September 24, 1998, the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing pursuant to section 127 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”) respecting Douglas Cross (“Cross”) and others;

AND WHEREAS on September 24, 1998, the Commission made a Temporary Order as against Cross and others, such Temporary Order which was extended by Commission Orders dated October 9, 1998 and February 5, 1999 (the “Temporary Order”);

AND WHEREAS Cross entered into a Settlement Agreement executed October 5, 2002 and October 7, 2002 (the “Settlement Agreement”) in which he agreed to a proposed settlement of the proceedings subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement and the Statement of Allegations of Staff of the Commission and considering further facts disclosed during the settlement hearing and upon hearing submissions from counsel for Cross and from Staff of the Commission;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order pursuant to subsection 127(1) and section 127.1 of the Act;

IT IS ORDERED THAT:

1. the attached Settlement Agreement is approved;
2. pursuant to subsection 127(1), paragraph 2, trading in any securities by Cross cease for four years commencing on the date of this Order except that, after one year, Cross may trade securities for the account of his registered retirement savings plan (as defined in the *Income Tax Act (Canada)*);
3. pursuant to subsection 127(1), paragraph 6, Cross is reprimanded; and
4. the Temporary Order as against Cross no longer has any force or effect.

DATED at Toronto this 19th day of December, 2002

"Lorne Morphy"
Lorne Morphy

"Robert Davis"
Robert Davis