

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

**and**

**IN THE MATTER OF  
LIMELIGHT ENTERTAINMENT INC., CARLOS A. DA SILVA,  
DAVID C. CAMPBELL, JACOB MOORE  
and JOSEPH DANIELS**

**ORDER  
Sections 127(1) & 127(5)**

**WHEREAS** Staff of the Commission (“Staff”) requested at a hearing (the “Hearing”) on April 13, 2006 that the Ontario Securities Commission (the “Commission”) make a temporary order pursuant to section 127(5) of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”) that: (i) all trading cease in the securities of Limelight Entertainment Inc. (“Limelight”); (ii) each of Limelight, Carlos Da Silva (“Da Silva”), David C. Campbell (“Campbell”) and Jacob Moore (“Moore”) cease trading in all securities; and (iii) any exemptions contained in Ontario securities law do not apply to Limelight, Da Silva, Campbell and Moore (the “First Temporary Order”);

**AND WHEREAS** Staff served Limelight, Da Silva and Campbell with the Notice of Hearing and Statement of Allegations of Staff dated April 7, 2006 and with the Affidavit of Larry Masci sworn April 7, 2006, the Affidavit of Tim Barrett sworn April 10, 2006 and the Affidavit of Joseph De Sommer sworn April 11, 2006 as evidenced by the affidavits of service filed as exhibits;

**AND WHEREAS** on April 13, 2006, the Commission issued the First Temporary Order and ordered that the First Temporary Order shall expire on the 15<sup>th</sup> day after its making unless extended by order of the Commission and adjourned the Hearing to April 26, 2006;

**AND WHEREAS** Staff served counsel for Limelight, Da Silva and Campbell with the Amended Notice of Hearing dated April 25, 2006, the Amended Statement of Allegations of Staff dated April 25, 2006 and the Affidavit of Larry Masci sworn April 25, 2006 but were unable to serve Moore or Joseph Daniels (“Daniels”);

**AND WHEREAS** Staff requested, at the hearing on April 26, 2006, that the Commission make a second temporary order pursuant to section 127(5) of the *Act* that: (i) Daniels cease trading in all securities; and (ii) any exemptions contained in Ontario securities laws do not apply to Daniels (the “Second Temporary Order”);

**AND WHEREAS** on April 26, 2006, the Commission extended the First Temporary Order to May 11, 2006 and issued the Second Temporary Order and ordered that the Second Temporary Order expires on the 15<sup>th</sup> day after its making unless extended by Order of the Commission and adjourned the Hearing to May 11, 2006;

**AND WHEREAS** the Commission is of the opinion that the time required to conclude a hearing could be prejudicial to the public interest as set out in section 127(5) of the *Act*;

**AND WHEREAS** counsel for Limelight, Da Silva and Campbell has advised that his clients do not oppose the extension of the Temporary Order and the adjournment of the Hearing to September 13, 2006;

**AND WHEREAS** Staff have served counsel for Limelight, Da Silva and Campbell with the Affidavit of Larry Masci sworn May 10, 2006 which sets out Staff's efforts to locate Daniels;

**AND WHEREAS** Limelight has undertaken to keep Limelight shareholders advised of the status of this proceeding through notices/updates and new releases which are available and displayed prominently on the home page of Limelight's websites at [www.limelightentertainmentinc.com](http://www.limelightentertainmentinc.com) and [www.thelimelightgroup.com](http://www.thelimelightgroup.com).

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

**IT IS ORDERED** pursuant to section 127(7) that the First Temporary Order and the Second Temporary Order are extended to September 13, 2006;

**IT IS FURTHER ORDERED** that the Hearing is adjourned to Wednesday, September 13, 2006 at 10:00 a.m.;

**IT IS FURTHER ORDERED** that Moore and Daniels may be served with documents in this proceeding by serving Limelight, Campbell or Da Silva with any documents to be served on the parties to this proceeding; and

**IT IS FURTHER ORDERED** that Limelight shall provide notice of this proceeding to all Limelight shareholders in the form attached as Schedule "A".

Dated at Toronto this 11th day of May, 2006

"Paul M. Moore"

"Suresh Thakrar"

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Paul M. Moore

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Suresh Thakrar

**SCHEDULE “A”**

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**NOTICE TO ALL SHAREHOLDERS OF LIMELIGHT ENTERTAINMENT INC.**

On April 13, 2006, the Ontario Securities Commission (the “Commission”) ordered for a period of 15 days that: (i) all trading cease in the securities of Limelight Entertainment Inc. (“Limelight”); (ii) each of Limelight, Carlos Da Silva, David Campbell and Jacob Moore cease trading in all securities; and (iii) any exemptions contained in Ontario securities law do not apply to Limelight, Carlos Da Silva, David Campbell and Jacob Moore (the “Temporary Order”). On April 26, 2006, this Temporary Order was extended to May 11, 2006 and a second temporary order was made that Joseph Daniels cease trading in all securities and that any exemptions contained in Ontario securities laws do not apply to Joseph Daniels for a period of 15 days (the “Second Temporary Order”). On May 11, 2006, the Commission extended the Temporary Order and the Second Temporary Order to September 13, 2006. The Commission also ordered that all Limelight shareholders receive by mail a copy of this notice. These orders prohibit any trade (i.e. sale) of Limelight shares and prohibit Carlos Da Silva, David Campbell, Jacob Moore and Joseph Daniels from being involved in the trade (i.e. sale) of any securities. A copy of the Amended Notice of Hearing, the Amended Statement of Allegations of Staff of the Commission and the orders made in this proceeding are available on the Commission’s website at [www.osc.gov.on.ca](http://www.osc.gov.on.ca).

Limelight, Carlos Da Silva, David Campbell and Tim McCarty are subject to an ongoing cease trade order issued by the Alberta Securities Commission (the “ASC”) dated April 13, 2006 and Limelight is also subject to an ongoing cease trade order issued by the New Brunswick Securities Commission (the “NBSC”) dated April 11, 2006. Information regarding the proceedings before the ASC and the NBSC can be found on their respective websites at [www.albertasecurities.com](http://www.albertasecurities.com) and [www.nbsc-cvmnb.ca](http://www.nbsc-cvmnb.ca).

Limelight has undertaken to keep Limelight shareholders advised of the status of these proceedings through bulletins, updates and news releases which are available on Limelight’s websites at [www.limelightentertainmentinc.com](http://www.limelightentertainmentinc.com) and [www.thelimelightgroup.com](http://www.thelimelightgroup.com).

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