



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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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 MEGA-C POWER CORPORATION, RENE PARDO,
GARY USLING, LEWIS TAYLOR SR., LEWIS TAYLOR JR., JARED TAYLOR,
COLIN TAYLOR AND 1248136 ONTARIO LIMITED**

ORDER

WHEREAS on November 16, 2005, the Commission issued a Notice of Hearing pursuant to sections 127 and 127.1(1) and (2) of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the “Act”), accompanied by Staff’s Statement of Allegations, in relation to the Respondents;

AND WHEREAS Gary Usling entered into a settlement agreement dated September 16, 2009 (the “Settlement Agreement”) in which he agreed to a settlement of the proceeding commenced by the Notice of Hearing dated November 16, 2005, subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement and Staff’s Statement of Allegations, and upon hearing submissions from counsel for Staff and the Respondent;

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 between Gary Usling and Staff of the Commission is approved;
2. pursuant to paragraph 127(6) of the Act, Gary Usling is reprimanded; and

3. pursuant to paragraph 127(8) of the Act, Gary Usling is prohibited for two years from becoming or acting as a director or officer of a reporting issuer.

DATED at Toronto this 17th day of September, 2009.

“David L. Knight”

David L. Knight

“Paulette L. Kennedy”

Paulette L. Kennedy