



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

P.O. Box 55, 19th Floor
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Toronto ON M5H 3S8

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

- AND -

**IN THE MATTER OF
HELEN KUSZPER AND PAUL KUSZPER**

**ORDER
(Sections 127 and 127.1)**

WHEREAS 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”) and Staff of the Commission (“Staff”) filed a Statement of Allegations in this matter on December 13, 2010 against Helen and Paul Kuszper (collectively, the “Respondents”);

AND WHEREAS Helen Kuszper entered into a settlement agreement with Staff (the “Settlement Agreement”), subject to the approval of the Commission;

AND UPON reviewing the Settlement Agreement, and upon hearing submissions from counsel for Staff and counsel for Helen Kuszper;

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

IT IS HEREBY ORDERED THAT

1. the Settlement Agreement is approved;
2. pursuant to clause 2 of subsection 127(1) of the Act, trading in any securities by Helen Kuszper, including as the term “security” is defined in subsection 76(6) of the Act, shall cease permanently;
3. pursuant to clause 2.1 of subsection 127(1) of the Act, the acquisition of any securities by Helen Kuszper, including as the term “security” is defined in subsection 76(6) of the Act, is prohibited permanently;

4. pursuant to clause 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to Helen Kuszper permanently;
5. pursuant to clause 6 of subsection 127(1) of the Act, Helen Kuszper is reprimanded;
6. pursuant to clauses 7 and 8.1 of subsection 127(1) of the Act, Helen Kuszper shall immediately resign any position she holds as a director or officer of any issuer or registrant;
7. pursuant to clauses 8, 8.2 and 8.4 of subsection 127(1) of the Act, Helen Kuszper is prohibited permanently from becoming or acting as a director or officer of any issuer, registrant or investment fund manager;
8. pursuant to clause 8.5 of subsection 127(1) of the Act, Helen Kuszper is prohibited permanently from becoming or acting as a registrant, an investment fund manager or a promoter;
9. pursuant to clause 9 of subsection 127(1) of the Act, Helen Kuszper shall pay an administrative penalty of \$361,160 for her failure to comply with Ontario securities law. The administrative penalty shall be allocated to or for the benefit of third parties, in accordance with subsection 3.4(2)(b) of the Act; and
10. pursuant to clause 10 of subsection 127(1) of the Act, Helen Kuszper shall disgorge to the Commission \$173,080 obtained as a result of her non-compliance with Ontario securities law. The disgorged amount shall be allocated to or for the benefit of third parties, in accordance with subsection 3.4(2)(b) of the Act; and
11. pursuant to section 127.1 of the Act, Helen Kuszper shall pay costs of the Commission's investigation in the amount of \$30,000.

DATED at Toronto this 1st day of September, 2011.

"Christopher Portner"

Christopher Portner