



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

P.O. Box 55, 19th Floor
20 Queen Street West
Toronto ON M5H 3S8

CP 55, 19^e étage
20, rue queen ouest
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
SANDY WINICK, ANDREA LEE MCCARTHY,
KOLT CURRY, LAURA MATEYAK, GREGORY J. CURRY,
AMERICAN HERITAGE STOCK TRANSFER INC.,
AMERICAN HERITAGE STOCK TRANSFER, INC.,
BFM INDUSTRIES INC., LIQUID GOLD INTERNATIONAL CORP.
(aka LIQUID GOLD INTERNATIONAL INC.),
and NANOTECH INDUSTRIES INC.**

ORDER

(Rule 11.5 of the Commission's *Rules of Procedure* (2012), 35 O.S.C.B. 10071)

WHEREAS on January 27, 2012, 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") (the "Notice of Hearing") in connection with a Statement of Allegations filed by Staff of the Commission ("Staff") on January 27, 2012, to consider whether it is in the public interest to make certain orders against Sandy Winick ("Winick"), Andrea Lee McCarthy ("McCarthy"), Kolt Curry, Laura Mateyak ("Mateyak"), Gregory J. Curry ("Greg Curry"), American Heritage Stock Transfer Inc. ("AHST Ontario"), American Heritage Stock Transfer, Inc. ("AHST Nevada"), BFM Industries Inc. ("BFM"), Liquid Gold International Corp. (aka Liquid Gold International Inc.) ("Liquid Gold"), and Nanotech Industries Inc. ("Nanotech") (collectively, the "Respondents");

AND WHEREAS on February 16, 2012, a first appearance hearing was held and the matter was adjourned to a pre-hearing conference on March 23, 2012;

AND WHEREAS on March 23, 2012, it was ordered that the hearing on the merits in this matter shall commence on November 12, 2012, and continue until November 21, 2012, except that the hearing will not sit on November 20, 2012 (the "Hearing on the Merits");

AND WHEREAS Winick, Greg Curry and Nanotech have never participated in this hearing, although properly served with the Notice of Hearing and Staff's Statement of Allegations;

AND WHEREAS on October 17, 2012, the Commission ordered, pursuant to Rule 11.5 of the Commission's *Rules of Procedure* (2012), 35 O.S.C.B. 10071 (the "*Rules of Procedure*"), that the Hearing on the Merits shall proceed as a written hearing, in accordance with the following schedule:

1. Staff shall file evidentiary briefs in the form of affidavits, as well as written submissions on the relevant facts and law, with the Secretary's Office no later than November 30, 2012;
2. The Respondents shall file any responding materials by January 11, 2013;
3. Staff shall file any reply submissions or evidence by January 25, 2013; and
4. Staff and any participating Respondents will attend at a date appointed by the panel after January 25, 2013, to answer questions, make submissions or make any necessary witnesses available for cross-examination;

AND WHEREAS on January 11, 2013, Staff filed a motion pursuant to Rule 3 of the *Rules of Procedure* seeking to sever the proceeding as against the respondents McCarthy, Liquid Gold and BFM (the "Motion");

AND WHEREAS on January 15, 2013, Staff and counsel for McCarthy, BFM and Liquid Gold appeared and consented to the Motion;

AND WHEREAS on January 15, 2013, counsel for Kolt Curry, Mateyak and AHST Ontario appeared and took no position on the Motion, but sought an extension of the October 17, 2012 order;

AND WHEREAS on January 15, 2013, the other respondents did not appear or provide submissions;

AND WHEREAS on January 21, 2013, the Commission ordered that the application to sever is granted and the matter, as against McCarthy, BFM and Liquid Gold, is adjourned to a date to be fixed by the office of the Secretary of the Commission in consultation with counsel;

AND WHEREAS on January 21, 2013, it was further ordered that a hearing shall take place on April 4, 2013 at 10:00 a.m., to provide counsel for Kolt Curry, Mateyak and AHST Ontario and the remaining parties an opportunity to make submissions as to how the matter should proceed;

AND WHEREAS on March 1, 2013, counsel for Kolt Curry, Mateyak and AHST Ontario filed a motion in writing requesting an order to vary the Commission's order of October 17, 2012;

AND WHEREAS on March 6, 2013, Staff consented to the form of the order as attached to the Motion Record filed by counsel for Kolt Curry, Mateyak and AHST Ontario;

AND WHEREAS on March 7, 2013, the Commission ordered that, pursuant to Rules 3.3 and 11 of the *Rules of Procedure*, the Commission's order of October 17, 2012 is varied to permit:

- a. the Respondents to file any responding materials by no later than March 8, 2013;
and
- b. Staff to file any reply materials by no later than March 29, 2013;

AND WHEREAS on April 4, 2013, Staff appeared and counsel for Kolt Curry, Mateyak and AHST Ontario appeared and made submissions, the other respondents did not appear or provide submissions, and all parties requested that the written hearing be converted to an oral Hearing on the Merits;

IT IS HEREBY ORDERED that:

1. on consent of the parties, the written hearing is converted to an oral Hearing on the Merits to be heard on May 15th and 16th, 2013, pursuant to Rule 11.5 of the *Rules of Procedure*;
2. the affidavits filed by Staff and counsel for Kolt Curry, Mateyak and AHST Ontario in the written hearing will stand for the evidence in-chief on the Hearing on the Merits;
3. the Hearing on the Merits will start with cross-examinations by counsel for the respondents on the affidavits filed by Staff, followed by re-examinations, if appropriate

and Staff may then cross examine Kolt Curry and Mateyak on their affidavits, followed by re-examinations, if appropriate;

4. Staff shall have until May 23rd, 2013 to file supplemental written submissions, if any;
5. the respondents shall have until May 27th, 2013 to file supplemental written submissions, if any; and
6. oral submissions for the Hearing on the Merits shall be heard on May 30th, 2013 at 10:00 a.m.

DATED at Toronto this 12th day of April, 2013.

“James D. Carnwath”

James D. Carnwath