



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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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
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
(Section 127 of the *Securities Act*)**

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**”) 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**”);

AND WHEREAS on April 1, 2011, the Commission issued a temporary cease trade order, pursuant to subsections 127(1) and 127(5) of the Act, that all trading in securities of BFM, AHST Ontario, AHST Nevada and Denver Gardner Inc. cease and that all trading by Kolt Curry, Mateyak, AHST Ontario, AHST Nevada, McCarthy, Winick and Denver Gardner Inc. cease (the “**Temporary Order**”);

AND WHEREAS the Temporary Order, as amended, was extended from time to time and, on March 23, 2012, was extended until the conclusion of the merits hearing;

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 would proceed as a written hearing (the "**Written Hearing**");

AND WHEREAS on November 2, 2012, Staff filed an Amended Statement of Allegations and the Commission issued an Amended Notice of Hearing;

AND WHEREAS on November 30, 2012, Staff filed evidentiary briefs in the form of affidavits, as well as written submissions on the relevant facts and law;

AND WHEREAS on January 21, 2013, on consent of Staff and counsel for McCarthy, BFM and Liquid Gold (the "**McCarthy Respondents**"), the Commission granted an application to sever the matter, as against the McCarthy Respondents and adjourned that matter to a date to be fixed by the Office of the Secretary of the Commission in consultation with counsel;

AND WHEREAS on April 12, 2013, the Commission ordered, on consent, that the Written Hearing is converted back 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*;

AND WHEREAS on May 15, 2013, Staff appeared and counsel for Kolt Curry, Mateyak and AHST Ontario appeared before the Commission and advised the panel that an Agreed Statement of Facts had been reached for Kolt Curry, Mateyak, AHST Ontario and AHST Nevada (the "**Curry Respondents**") and jointly requested that the hearing on the merits, as it relates to the Curry Respondents, be severed;

AND WHEREAS on May 16, 2013, the Commission ordered that the hearing as against the Curry Respondents is severed from the main proceeding in this matter;

AND WHEREAS the remaining respondents, Winick, Greg Curry and Nanotech, did not make submissions or tender evidence in response to Staff's evidentiary briefs and written submissions of November 30, 2012 and did not appear;

AND WHEREAS following a hearing on the merits with respect to Winick, Greg Curry and Nanotech, the Commission issued its Reasons and Decision on August 7, 2013;

IT IS ORDERED that:

1. Staff shall serve and file written submissions on sanctions and costs sought against Winick and Greg Curry (the “**Respondents**”) by 4:00 p.m. on August 26, 2013;
2. the Respondents shall serve and file responding written submissions on sanctions and costs, if any, by 4:00 p.m. on September 9, 2013;
3. an oral hearing to determine sanctions and costs will be held at the offices of the Commission at 20 Queen Street West, 17th floor, Toronto, ON, on September 12, 2013, at 2:00 p.m., or such further or other dates as agreed by the parties and set by the Office of the Secretary;
4. upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in the absence of that party, and such party is not entitled to any further notice of the proceeding; and
5. pursuant to subsections 127(1), (7) and (8) of the Act, the Temporary Order, as amended, is extended as against Winick until the conclusion of the proceeding.

Dated at Toronto this 7th day of August, 2013.

“James D. Carnwath”

James D. Carnwath, Q.C.