



Ontario
Securities
Commission

Commission des
valeurs mobilière
de l'Ontario

22nd Floor
20 Queen Street West
Toronto, ON M5H 3S8

22e 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 FUTURE SOLAR DEVELOPMENTS INC.,
CENITH ENERGY CORPORATION, CENITH AIR INC.,
ANGEL IMMIGRATION INC. and XUNDONG QIN also known as SAM QIN**

**ORDER
(Sections 127 and 127.1 of the Securities Act)**

WHEREAS:

1. on March 26, 2015, the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing (the “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 relation to a Statement of Allegations filed by Staff of the Commission (“Staff”) on March 26, 2015, to consider whether it is in the public interest to make certain orders against Future Solar Developments Inc. (“FSD”), Cenith Energy Corporation (“Cenith Energy”), Cenith Air Inc. (“Cenith Air”), Angel Immigration Inc. (“Angel Immigration”) (together, the “Corporate Respondents”) and Xundong Qin, also known as Sam Qin (“Qin”) (together with the Corporate Respondents, the “Respondents”);
2. the Notice of Hearing set April 15, 2015 as the hearing date in this matter;
3. on April 15, 2015, Staff and counsel for the Respondents appeared and made submissions;
4. the Commission ordered that the matter be adjourned to a confidential pre-hearing conference on June 8, 2015 at 3:00 p.m.;

5. on June 8, 2015, the Commission held a confidential pre-hearing conference and counsel for Staff and counsel for the Respondents attended the hearing;
6. the Commission ordered that:
 1. the Second Appearance in this matter be held on September 9, 2015 at 10:00 a.m.;
and
 2. that Staff shall provide to the Respondents, no later than five (5) days before the Second Appearance, their witness lists and indicate any intent to call an expert witness, including the name of the expert witness and the issue on when the expert will be giving evidence;
7. on September 9, 2015, the Commission held a Second Appearance and counsel for Staff and Qin, personally and on behalf of Cenith Energy, Cenith Air and Angel Immigration, appeared and made submissions;
8. on September 9, 2015, no one appeared on behalf of FSD;
9. the Commission ordered that:
 1. the Third Appearance in this matter be held on November 9, 2015 at 10:00 a.m. or on such other date as provided by the Office of the Secretary and agreed to by the parties;
 2. Staff shall provide to the Respondent their witness summaries by September 18, 2015; and
 3. the Respondents shall provide to Staff by October 21, 2015 their witness lists and witness summaries and indicate any intent to call an expert witness, including the name of the expert witness and the issue on which the expert will be giving evidence.

10. a request was made to the Office of the Secretary to reschedule the Third Appearance in this matter and the parties agreed to such other date and time as provided by the Office of the Secretary;
11. on October 27, 2015, the Commission ordered that the Third Appearance in this matter scheduled for November 9, 2015 at 10:00 a.m. is vacated and that the Third Appearance in this matter be held on October 30, 2015 at 10:00 a.m.;
12. the Commission held a hearing on October 30, 2015 and counsel for Staff and counsel from the Litigation Assistance Program (“LAP”) attended on behalf of the Respondents;
13. on October 30, 2015, Qin was not in attendance at the hearing;
14. on October 30, 2015, the Commission ordered that the Third Appearance in this matter is adjourned to December 2, 2015 at 9:30 a.m.;
15. the Commission held a hearing on December 2, 2015, and counsel for Staff and LAP counsel attended on behalf of the Respondents;
16. on December 2, 2015, the Commission ordered that:
 1. the Respondents shall provide to Staff their witness list by December 18, 2015;
 2. the Respondents shall provide to Staff their witness summaries by January 11, 2016;
 3. the parties shall deliver to every other party copies of documents which they intend to produce or enter as evidence at the hearing on the merits in this matter (the “Hearing Briefs”) by no later than February 8, 2016;
 4. the parties shall file with the Registrar copies of indices to their Hearing Briefs by no later than February 12, 2016;
 5. the final interlocutory appearance shall be held on February 22, 2016 at 10:00 a.m.; and

6. the hearing on the merits in this matter shall commence on March 21, 2016 at 10:00 a.m. and continue thereafter on March 23, 24, 28 29, 30, 31 and April 1, 4 and 12, 2016 and on such further dates as agreed to by the parties and set by the Office of the Secretary.
17. the Commission held a hearing on February 22, 2016, and counsel for Staff, counsel for Future Solar, and LAP counsel for Qin, Cenith Energy, Cenith Air and Angel Immigration attended on behalf of the Respondents;
18. the Commission considered the submissions of Staff and the submissions of counsel for the Respondents; and
19. the Commission is of the opinion that it is in the public interest to make this order.

IT IS ORDERED that:

1. the hearing date set for March 21, 2016 is vacated; and
2. the hearing on the merits shall commence on March 23, 2016 at 10:00 a.m. and continue thereafter on March 24, 28, 29, 30, 31 and April 1, 4 and 12, 2016 and on such further dates as agreed to by the parties and set by the Office of the Secretary.

DATED at Toronto this 22nd day of February, 2016.

“D. Grant Vingoe”

“Deborah Leckman”

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