



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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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 AURELIO BAGLIONE, WINCHESTER FINANCIAL CORPORATION, RALEIGH MANAGEMENT AND LEASING CORPORATION, RUNDLE PROPERTIES CORPORATION, DUNDAS & WELLINGTON INVESTMENT CORPORATION, PARRY SOUND MALL INVESTMENT CORPORATION, KIRKLAND LAKE MALL INVESTMENT CORPORATION, CHAMBERLAND STREET INVESTMENT CORPORATION, GATEWAY RETAIL CENTER LIMITED PARTNERSHIP, GATEWAY CENTER GENERAL PARTNER INC., 18TH-PAULINA LIMITED PARTNERSHIP, 18TH-PAULINA GENERAL PARTNER INC., MHG HOLDINGS LIMITED, CHELMSFORD/DUNNVILLE INVESTMENT CORPORATION, ESPANOLA MALL INC., 1096966 ONTARIO LTD., 56-62 POND STREET INC., 169 DUFFERIN STREET INC., 1426430 ONTARIO INC., 274 DUNDAS STREET INC., 833 UPPER JAMES STREET INC., 1855 LASALLE BOULEVARD INC., PARRY SOUND MALL INC., KIRKLAND LAKE MALL INC., 2620 CHAMBERLAND STREET INC., 1732577 ONTARIO INC., HURON AND SUNCOAST PLAZA INC., 80 COURTHOUSE SQUARE INC., 1729319 ONTARIO LTD., CHESTNUT MANOR INC., THE WINCHESTER LEASING TRUST, THE WINCHESTER LEASING GROUP INC., THE WINCHESTER CAPITAL TRUST, WINCHESTER CAPITAL CORPORATION, WINCHESTER SECURITIES CORPORATION AND THE WINCHESTER REAL ESTATE INVESTMENT TRUST LTD.

**STATEMENT OF ALLEGATIONS
OF STAFF OF THE ONTARIO SECURITIES COMMISSION
(Subsections 127(1) and 127.1)**

Staff of the Ontario Securities Commission (“Staff”) make the following allegations:

1. Between January 1999 and June 22, 2011 (the “Material Time”), the above-noted parties (the “Respondents”) engaged in unregistered trading and illegal distributions of securities in breach of the *Securities Act*, R.S.O. 1990, c.S.5, as amended (the “Act”) and in a manner that was contrary to the public interest.

2. During the Material Time, none of the Respondents were registered in any capacity with the Ontario Securities Commission (the “Commission”).
3. During the Material Time, the Respondents offered units and bonds in a series of property investments in circumstances where the accredited investor exemption, private issuer exemption or minimum amount exemption were improperly relied upon; where there was insufficient information for the Respondents to determine if the investors qualified for such exemptions; or where the requirements for other exemptions from the prospectus and registration requirements contained in Ontario securities law, including National Instrument 45-106, were not met.
4. Staff reserve the right to make such other allegations as Staff may advise and the Commission may permit.

Dated at Toronto this 27th day of March, 2013.