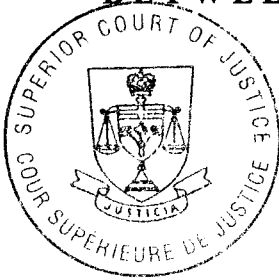


ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE *SECURITIES ACT*
R.S.O. 1990, c. S.5, as amended

THE HONOURABLE MR JUSTICE) WEDNESDAY, the 1st DAY
MORAWETZ) OF FEBRUARY, 2006
)
)

BETWEEN:



ONTARIO SECURITIES COMMISSION

Applicant

- and -

MARTIN TREMBLAY

Respondent

**APPLICATION UNDER
Section 126(5) of the *Securities Act***

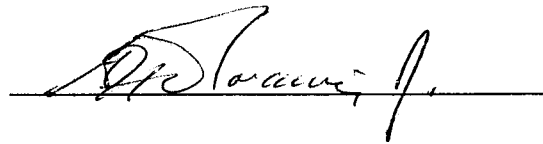
ORDER

THIS APPLICATION made by the Ontario Securities Commission for an order confirming effective service of this Application and to extend the Directions issued by the Applicant to Research Capital and to Jones Gable on January 25 and 26, 2006, was heard this day at 393 University Avenue, Toronto, Ontario.

ON READING the Notice of Application and the supporting affidavits and the Directions and upon being advised of the delivery of the application record and proposed order to United States counsel for the respondent:

1. **THIS COURT ORDERS** that the time for the service and filing of this Application is abridged;

2. **THIS COURT ORDERS** that the Directions of the Ontario Securities Commission dated January 25, 2006 issued to Research Capital, attached hereto as Schedule "A" and on January 26, 2006 issued to Jones Gable, attached hereto as Schedule "B", shall continue until March 1, 2006 or until further order of this Court.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

FEB 01 2006

PER/PAR: 

Schedule "A"

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

- AND -

**IN THE MATTER OF
MARTIN TREMBLAY**

**DIRECTION
(Section 126(5))**

TO: Research Capital
Ernst & Young Tower
222 Bay Street, Suite 1500
Toronto-Dominion Centre
Toronto, Ontario
M5K 1J5

TAKE NOTICE that, pursuant to subsection 126(5) of the *Securities Act* (the "Act"), you are hereby directed to retain all funds, securities or property which you may have on deposit in the following listed accounts or any other account in the name of or otherwise under the control of Martin Tremblay and to hold same until the Ontario Securities Commission in writing revokes this Direction or consents to a release to a particular fund, security or property subject to this Direction, or until the Ontario Superior Court of Justice orders otherwise. The accounts are:

1. Dominion Investments:
 - (a) CDN Cash Account 3041XA2 in cash and in securities
 - (b) US Cash Account 3041SB0 in securities

2. Two Wheeler:
 - (a) CDN Option Account 3032VL9 in cash and in securities

3. First Financial:

- (a) CDN Margin Account 3051KE7 in cash and in securities
 - (b) US Margin Account 3051KF5
4. XEPA Investments:
- (a) CDN Cash Account 3057NAO in cash and in securities
5. MEM Group Int'l SA:
- (a) CDN Margin Account 3040XE5 in cash and in securities
 - (b) US Margin Account 3040XF3 in cash and in securities
6. TC Management:
- (a) CDN Cash Account 3027GA1 in cash and in securities
 - (b) US Cash Account 3027GB9 in cash and in securities
7. Oster Services:
- (a) CDN Option Account 3021FL1 in cash and in securities.

AND TAKE FURTHER NOTICE that this Direction applies to any and all funds, securities or property in a recognized clearing agency, and to any and all securities in the process of transfer by a transfer agent.

AND TAKE FURTHER NOTICE that this Direction may be served by fax or courier to the last known address of the parties named herein as indicated in the records of Research Capital.

DATED at Toronto this 25th day of January, 2006.

“Robert Shirriff”

“Suresh Thakar”

Schedule "B"

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

- AND -

**IN THE MATTER OF
MARTIN TREMBLAY**

**DIRECTION
(Section 126(5))**

TO: Jones Gable
110 Yonge Street
Toronto, Ontario
M5C 1T6

TAKE NOTICE that, pursuant to subsection 126(5) of the *Securities Act* (the "Act"), you are hereby directed to retain all funds, securities or property which you may have on deposit in the following account number 7635105 and account number 7635105- OC or any other account in the name of or otherwise under the control of Martin Tremblay and Kenneth W. Salomon Investment Funds Ltd. and to hold same until the Ontario Securities Commission in writing revokes this Direction or consents to a release to a particular fund, security or property subject to this Direction, or until the Ontario Superior Court of Justice orders otherwise.

AND TAKE FURTHER NOTICE that this Direction applies to any and all funds, securities or property in a recognized clearing agency, and to any and all securities in the process of transfer by a transfer agent.

AND TAKE FURTHER NOTICE that this Direction may be served by fax or courier to the last known address of the parties named herein as indicated in the records of Jones Gable.

DATED at Toronto this 26th day of January, 2006.

"Robert Shirriff"

"Suresh Thakar"

ONTARIO SECURITIES COMMISSION

- and -

MARTIN TREMBLAY

Applicant

Respondent

Court File No. 06-CL-6256

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

ORDER

ONTARIO SECURITIES COMMISSION

20 Queen Street West

P.O. Box 55, 19th Floor

Toronto, Ontario M5H 3S8

Kathryn Daniels LSUC#35433G

Tel: 416-593-8093

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Counsel for the Applicant,
Ontario Securities Commission