SCHEDULE "B"

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

AND

IN THE MATTER OF NORMAN FRYDRYCH

UNDERTAKING TO THE ONTARIO SECURITIES COMMISSION

I, Norman Frydrych, am a Respondent to a Notice of Hearing dated April 15, 2004 issued by the Ontario Securities Commission. I undertake to the Ontario Securities Commission that I will never apply for registration in any capacity under Ontario securities law. I further undertake that I will never have any ownership interest, directly or indirectly, in any registrant. I have agreed to such terms as set out in the settlement agreement between Staff of the Commission and me dated May 16, 2005

"JF"

Witness:

Date: May 16, 2005

<u>"Norman Frydrych"</u> Norman Frydrych Date: May 16, 2005

Acknowledgement as Received by,

John Stevenson the Secretary to the Ontario Securities Commission

Date: May , 2005