

**IN THE MATTER OF
*THE SECURITIES ACT, 1988, S.S. 1988, c. s-42.2***

AND

**FUNDEX INVESTMENTS INC.
ROBERT M. GOODISH**

AGREEMENT AND UNDERTAKING

The following agreement and undertaking ("Agreement") has been reached between FundEx Investments Inc. ("FundEx"), and Robert M. Goodish ("Goodish"), (collectively the "Respondents") and the director (ADirector@) of the Saskatchewan Securities Commission (the "Commission").

Facts

As a basis for an order (the "Order") attached hereto and marked as Schedule "A", revoking an extending cease trade order (the "Extending Order") issued by the Commission on July 20, 2000, the respondents, for the purposes of this proceeding, acknowledge and agree as follows:

1. FundEx is registered with the Ontario Securities Commission as a mutual fund dealer and as a limited market dealer and with the New Brunswick and Manitoba Securities Commissions as a mutual fund dealer;
2. Goodish is the President of FundEx;
3. FundEx has been trading in securities with Saskatchewan residents within the meaning of *The Securities Act, 1988, S.S. 1988, c. S-42.2* (the "Act");
4. The Respondents are not registered to trade in securities in Saskatchewan; and
5. By undertaking the activity described in paragraph 3 without being registered, FundEx was in breach of the Act.

THE RESPONDENTS UNDERTAKING

The Respondents hereby undertake, agree and consent, effective the date of execution of this Agreement, as follows:

1. FundEx will not solicit investors or trade in any and all securities or exchange contracts in Saskatchewan or with any resident of Saskatchewan by any means whatever, until or unless FundEx and its agents become registered within the meaning of the Act;
2. To pay an administrative penalty in the amount of \$15,000;
3. To pay the costs of the investigation into this matter by the staff of the Commission in the amount of \$2,000; and
4. To waive any right to a hearing and/or appeal with respect to this matter.

DIRECTOR=S AGREEMENT

The Director hereby agrees that this Agreement and Undertaking are the only sanctions the Director will seek to have the Commission impose upon the Respondents pursuant to the Act with respect to the matters set out in this Agreement, provided that nothing herein shall prohibit the Director from considering and dealing with any matter not set out in this Agreement or any new complaint brought to the Director's attention in respect to the Respondents.

IN WITNESS WHEREOF the Respondents and the Director have executed this Agreement and Undertaking on this 1st day of September , 2000.

SIGNED, SEALED AND DELIVERED)
this 1st day of September, 2000)
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)

FundEx Investment Inc.

per: "Robert M. Goodish"
Robert M. Goodish, President

SIGNED, SEALED AND DELIVERED)
this 1st day of September, 2000)
in the Presence of:)
)
"*Sonia Young*")
)

"Robert M. Goodish"
) Robert M. Goodish

SIGNED, SEALED AND DELIVERED)
This 6th day of September, 2000)
in the Presence of:)
)
"*Vic Pankratz*")
)

"Barbara L. Shourounis"
Barbara L. Shourounis
Director