

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

AND
IN THE MATTER OF

BENEDICT JOSEPH KUZMICZ

ORDER
Section 135(1)

WHEREAS an application has been received by the Saskatchewan Securities Commission (the "Commission") from the staff of the Commission for an Order pursuant to:

1. Subsection 135(1) of *The Securities Act*, 1988, S.S. 1988, c. S-42.2 (the "Act"), that the exemptions contained in:
 - (a) Sections 38, 39, 81, 82 and 102 of the Act;
 - (b) *The Securities Regulations*, R.R.S., c. S-42.2, Reg 1 (the "Regulations") providing for exemptions from sections 27, 58, and 71 of the Act; and
 - (c) Any decision providing for exemptions from sections 27, 58, 71 or 104 to 109 of the Act;

do not apply to Kuzmicz for a period of two years;

AND WHEREAS Kuzmicz and the Director of the Commission have entered into an Agreement and Undertaking (the "Agreement") dated January 4, 1995;

AND WHEREAS Kuzmicz has consented to the issuance of this Order and waived any right to a hearing in respect of it;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

THE COMMISSION HEREBY ORDERS:

1. Pursuant to subsection 135(1) of the Act, that the exemptions contained in:
 - (a) Sections 38, 39, 81, 82 and 102 of the Act;
 - (b) The Regulations providing for exemptions from sections 27, 58 and 71 of the Act;
 - (c) Any decision providing for exemptions from sections 27, 58, 71 or 104 to 109 of the Act;do not apply to Kuzmicz except as provided for in paragraph 2 hereunder, for a period of two years from the date of this Order;
2. That upon written application to the Director of the Commission, (the "Director") that the Director may exempt Kuzmicz from the application of paragraph 1 in whole or in part for the purpose carrying out occasional individual trades.

DATED at the City of Regina in the Province of Saskatchewan, this 2nd day of February, 1995.

"Marcel de la Gorgendiere"

Marcel de la Gorgendiere, Q.C.

Chairman

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

AND

IN THE MATTER OF
BENEDICT JOSEPH KUZMICZ

AGREEMENT AND UNDERTAKING

The following agreement has been reached between Benedict Joseph Kuzmicz ("Kuzmicz") and the Director of the Saskatchewan Securities Commission (the "Commission");

Facts

As a basis for a two year removal of exemptions pursuant to *The Securities Act, 1988*, S.S. 1988, c. S-42.2 (the "Act") as provided in the form of an Order, attached hereto as Schedule A to this agreement, Kuzmicz acknowledges and agrees as follows:

1. From about the end of January, 1991 to April, 1992, Kuzmicz traded in securities of Emerald Park Venture Capital Corporation ("Emerald Park V.C.C.") and Emerald Park Golf and Country Club Ltd. ("Emerald Park G.&C.C.") in Saskatchewan knowing that he was not registered pursuant to the Act and knowing that the securities were not being offered pursuant to a prospectus for which a receipt had been received from the Commission. Kuzmicz traded in the securities of Emerald Park G.&C.C. in purported reliance upon an exemption from the registration and prospectus requirements of the Act which exemption was not in fact available to him in the circumstances of such trades;
2. On January 7, 1991, Kuzmicz did trade in the securities of Emerald Park G.&C.C. with the parties shown in Part I of Schedule B to this Agreement;
3. On December 13, 1991 Kuzmicz did trade in the securities of Emerald Park G.&C.C. with the party shown in Part II of Schedule B to this Agreement;
4. On October 6, 1991 Kuzmicz did trade in the securities of Emerald Park G.&C.C. with the parties shown in Part III of Schedule B to this Agreement;

5. On October 9, 1991 Kuzmicz did trade in the securities of Emerald Park G.&C.C. with the party shown in Part IV of Schedule B to this Agreement;
6. A total of \$110,060 was solicited by Kuzmicz from the named Saskatchewan residents;
7. During the relevant time periods, Kuzmicz was not registered pursuant to section 27 of the Act to trade in securities or act as an adviser, not had Emerald Park G.&C.C. or Emerald Park V.C.C. filed a prospectus or received a receipt for a prospectus with respect to its securities as required pursuant to section 58 of the Act;
8. That by the activities described in the preceding paragraphs Kuzmicz breached the provisions of sections 27 and 58 of the Act.

Kuzmicz's Undertakings

Kuzmicz hereby undertakes, agrees and consents, effective the date of his execution of this agreement, as follows:

1. That, except as provided for in paragraph 2. hereunder, the exemptions contained in the following provisions of the Act do not apply to him for a period of two years;
 - (a) Sections 38, 39, 81, 82 and 102 of the Act;
 - (b) The Regulations providing for exemptions from Sections 27, 58 and 71 of the Act;
 - (c) Any decision providing for exemptions from Sections 27, 58, 71 or 104 to 109 of the Act;
2. That upon written application to the Director of the Commission, (the "Director") the Director may exempt Kuzmicz from the application of paragraph 1 in whole or in part for the purpose of carrying out occasional individual trades;
3. To the issuance of the Order of the Commission in substantially the form set out in Schedule "A" to this Agreement, and to hereby 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 and the Order set out in Schedule A are the only sanctions to be imposed upon Kuzmicz pursuant to the Act with respect to the matters referred to in this agreement, provided however, that nothing herein shall prohibit the Director from considering and dealing with any new matter or complaint brought to the Director's attention in respect of Kuzmicz.

The Director hereby confirms that the Director and the other personnel of the Commission are not aware of any matter or complaint in respect of Kuzmicz other than those referred to in this agreement.

IN WITNESS WHEREOF Kuzmicz and the Director have executed this Agreement and Undertaking, on this "4th" day of "January", 1994. "1995"

SIGNED, SEALED)
 AND DELIVERED)
 in the presence of:)
)
"Witness")

"Benedict Joseph Kuzmicz"
 Benedict Joseph Kuzmicz

SIGNED, SEALED)
 AND DELIVERED)
 in the presence of:)
)
)
"Witness")

"Barbara L. Shourounis"
 Barbara L. Shourounis, Director