



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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

- and -

**IN THE MATTER OF
IRWIN BOOCK, STANTON DEFREITAS, JASON WONG,
SAUDIA ALLIE, ALENA DUBINSKY, ALEX KHODJAIANTS
SELECT AMERICAN TRANSFER CO.,
LEASESMART, INC., ADVANCED GROWING SYSTEMS, INC.,
INTERNATIONAL ENERGY LTD., NUTRIONE CORPORATION,
POCKETOP CORPORATION, ASIA TELECOM LTD.,
PHARM CONTROL LTD., CAMBRIDGE RESOURCES CORPORATION,
COMPUSHARE TRANSFER CORPORATION,
FEDERATED PURCHASER, INC., TCC INDUSTRIES, INC., FIRST NATIONAL
ENTERTAINMENT CORPORATION, WGI HOLDINGS, INC.
And ENERBRITE TECHNOLOGIES GROUP**

**ORDER
(Section 127 and 127.1)**

WHEREAS on October 16, 2008, the Ontario Securities Commission (the "Commission") commenced the within proceeding by issuing a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "Act");

AND WHEREAS on October 14, 2009, Staff of the Commission ("Staff") brought a disclosure motion (the "Motion") regarding the Respondent, Irwin Boock ("Boock") which was heard on October 21, 2009; November 2 and 20, 2009 and January 8, 2010;

AND WHEREAS on December 10, 2009 the Commission ordered that the hearing on the merits of this matter (the "Merits Hearing") shall commence on February 1, 2010;

AND WHEREAS on January 29, 2010, the Commission ordered that the Merits Hearing be adjourned *sine die* pending the release of the Commission's decision on the Motion;

AND WHEREAS on February 9, 2010, the Commission issued a decision on the Motion (the "Disclosure Decision");

AND WHEREAS Boock commenced an Application for Judicial Review before the Superior Court of Justice (Divisional Court) (the “Divisional Court”) of the Disclosure Decision (“JR Application”);

AND WHEREAS on February 24, 2010, the Commission made an order that the Disclosure Decision be stayed until the earlier of the date of a decision in the JR Application, a status hearing scheduled for September 13, 2010 and that the Merits Hearing shall commence on October 18, 2010;

AND WHEREAS on July 15, 2010, the Commission made an order that the dates for the Merits Hearing be vacated and the Disclosure Decision remain stayed until the earlier of the date of a decision in the JR Application or a status hearing scheduled for November 29, 2010;

AND WHEREAS on October 27, 2010, the JR Application was heard and dismissed by the Divisional Court (the “JR Decision”);

AND WHEREAS on November 29, 2010, the Commission ordered that the Stay shall lapse;

AND WHEREAS on January 27, 2011, the Commission held a Status Hearing attended by Staff, counsel for Stanton DeFreitas (“DeFreitas”), and counsel to Jason Wong (“Wong”);

AND WHEREAS pre-hearing conferences were held in this matter on April 19 and May 24, 2011;

AND WHEREAS on May 24, 2011, the Commission ordered that the hearing on the merits shall commence on February 1, 2012, and shall continue as scheduled thereafter;

AND WHEREAS status hearings in this matter were held on October 5 and December 5, 2011;

AND WHEREAS on February 1, 2012, Boock brought a motion to adjourn the hearing on the merits for 30 days on the grounds that Staff made late disclosure of evidence and a witness list;

AND WHEREAS on the same date the respondent, Alex Khodjaiants, advised the panel of the proper spelling of his name (hereinafter, “Khodjaiants”);

AND WHEREAS counsel for Khodjaiants brought a motion to adjourn the hearing on the merits until May 2012 to permit Khodjaiants to retain him for representation at the hearing on the merits;

AND WHEREAS the Commission ordered that the title of proceeding be amended to change “Alex Khodjiaints” to “Alex Khodjaiants”;

AND WHEREAS the Commission granted an adjournment in part and ordered that the hearing on the merits, previously set to commence February 1, 2012, be adjourned until February 8, 2012 and to continue thereafter as scheduled;

AND WHEREAS on February 7, 2012, Khodjaiants filed an Application for Judicial Review and Factum with the Divisional Court, seeking to set aside the Commission's order dated February 1, 2012 (the "Second JR Application");

AND WHEREAS Khodjaiants' Factum for the Second JR Application includes a request for, among other things, an order for a stay of the Commission proceedings;

AND WHEREAS Khodjaiants has spelled his name "Khodjiaints" in his Divisional Court materials, contrary to his advice to the Commission on February 1, 2012;

AND WHEREAS on February 8, 2012, Khodjaiants did not attend before the Commission as scheduled, and Staff advised that Khodjaiants has not served motion materials or set a date for a motion for a stay;

AND WHEREAS the Commission ordered that Khodjaiants clarify the proper legal spelling of his name, failing which the Commission notes that the names "Khodjiaints" or "Khodjaiants" are one and the same for the purpose of this proceeding;

AND WHEREAS the Commission further ordered that Staff contact Khodjaiants to advise him of what procedural steps he must take to bring his motion for a stay expeditiously, that the hearing date of February 9, 2012 be vacated, and that the hearing be adjourned until February 10, 2012 at which time the parties shall advise the Commission of the status of the motion before the Divisional Court;

AND WHEREAS Staff and Khodjaiants attended before the Commission on February 10, 2012 as ordered;

AND WHEREAS Khodjaiants confirmed that the proper legal spelling of his name is "Khodjaiants";

AND WHEREAS Khodjaiants advised that he has not retained legal counsel, has no intention of booking a date for a motion for a stay order, has not booked a hearing date for the Second JR Application, and requested that a status hearing be scheduled for April, 2012;

AND WHEREAS Staff requested a brief adjournment of the hearing on the merits in order to bring a motion to quash the Second JR Application as being improperly constituted;

AND WHEREAS the Commission ordered that the hearing on the merits be adjourned until February 15, 2012 for an update on Staff's motion to quash;

AND WHEREAS Staff and Khodjaiants attended on February 15, 2012, and Staff advised that a Notice of Motion to strike the Second JR Application had been served, returnable on March 6, 2012;

AND WHEREAS on February 15, 2012 the Commission ordered that the hearing dates of February 16, 17, 21, 22, 23, 27, 29 and March 2, 5, and 6, 2012 be vacated and status hearings be held on March 13 and 23, 2012, if necessary;

AND WHEREAS on March 5, 2012, Staff advised the Commission in writing that its motion to quash the Second JR Application has been moved to April 4, 2012 due to procedural issues;

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

IT IS HEREBY ORDERED that the status hearing dates of March 13 and 23, 2012 be vacated;

AND IT IS FURTHER ORDERED that the hearing on the merits be held on April 25, 27, 2012, May 3, 4, 7, 11, 17, 18, 2012, June 4 and 7, 2012.

Dated at Toronto, this 5th day of March, 2012.

“Vern Krishna”