



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 HEIR HOME EQUITY INVESTMENT REWARDS INC.; FFI  
FIRST FRUIT INVESTMENTS INC.; WEALTH BUILDING MORTGAGES INC.;  
ARCHIBALD ROBERTSON; ERIC DESCHAMPS; CANYON ACQUISITIONS, LLC;  
CANYON ACQUISITIONS INTERNATIONAL, LLC; BRENT BORLAND; WAYNE D.  
ROBBINS; MARCO CARUSO; PLACENCIA ESTATES DEVELOPMENT, LTD.;  
COPAL RESORT DEVELOPMENT GROUP, LLC; RENDEZVOUS ISLAND, LTD.;  
THE PLACENCIA MARINA, LTD.; AND THE PLACENCIA HOTEL AND  
RESIDENCES LTD.**

**- AND -**

**IN THE MATTER OF A SETTLEMENT AGREEMENT BETWEEN  
STAFF OF THE ONTARIO SECURITIES COMMISSION AND HEIR HOME EQUITY  
INVESTMENT REWARDS INC.; FFI FIRST FRUITS INVESTMENTS INC.; WEALTH  
BUILDING MORTGAGES INC.; AND ARCHIBALD ROBERTSON**

**ORDER**

**(Sections 127 and 127.1 of the *Securities Act*)**

**WHEREAS** on March 29, 2011, the Ontario Securities Commission (the "Commission") issued 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") to consider whether it is in the public interest to make orders, as specified therein, against and in respect of HEIR Home Equity Investment Rewards Inc. ("HEIR"), FFI First Fruits Investments Inc. ("FFI"), Wealth Building Mortgages Inc. ("Wealth Building"), and Archibald Robertson ("Robertson") (collectively the "HEIR Respondents") and others. The Notice of Hearing was issued in connection with the allegations as set out in the Statement of Allegations of Staff of the Commission ("Staff") dated March 29, 2011 and amended February 14, 2012;

**AND WHEREAS** the HEIR Respondents entered into a Settlement Agreement with Staff of the Commission dated March 22, 2013 (the "Settlement Agreement") in which the HEIR Respondents

agreed to a proposed settlement of the proceeding commenced by the Notice of Hearing dated March 29, 2011, subject to the approval of the Commission;

**AND WHEREAS** on March 25, 2013 , the Commission issued a Notice of Hearing pursuant to section 127 of the Act to announce that it proposed to hold a hearing to consider whether it is in the public interest to approve a settlement agreement entered into between Staff and the HEIR Respondents;

**AND UPON** reviewing the Settlement Agreement, the Notices of Hearing, and the Amended Statement of Allegations of Staff of the Commission, and upon hearing submissions from counsel for the HEIR Respondents and from Staff of the Commission;

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

**IT IS HEREBY ORDERED THAT:**

1. The settlement agreement is approved;
2. Robertson shall pay to the Commission:
  - (a) an administrative penalty in the amount of \$350,000, for his failure to comply with Ontario securities law, pursuant to paragraph 9 of subsection 127(1) of the Act, to be designated for allocation or for use by the Commission pursuant to subsection s. 3.4(2)(b) of the Act; and
  - (b) the amount of \$150,000, representing a portion of Staff's costs in this matter;
3. HEIR, FFI and Wealth Building shall pay to the Commission an administrative penalty in the aggregate amount of \$1,000,000 (jointly and severally), for their failure to comply with Ontario securities law, pursuant to paragraph 9 of subsection 127(1) of the Act, to be designated for allocation or for use by the Commission pursuant to subsection 3.4(2)(b) of the Act;
4. Pursuant to paragraph 6 of subsection 127(1) of the Act, the HEIR Respondents shall be reprimanded;
5. Pursuant to paragraph 2 of subsection 127(1) of the Act, trading in any securities by the HEIR Respondents shall cease permanently from the date of this Order;

6. Pursuant to paragraph 2.1 of subsection 127(1) of the Act, acquisition of any securities by the HEIR Respondents shall be prohibited permanently from the date of this Order;

7. Pursuant to paragraph 3 of subsection 127(1) of the Act, any exemptions contained in Ontario securities law do not apply to the HEIR Respondents permanently from the date of this Order;

8. Pursuant to paragraphs 7, 8.1 and 8.3 of subsection 127(1) of the Act, Robertson shall resign all positions that he holds as a director or officer of any issuer, registrant or investment fund manager (except as set out in paragraph 9 below);

9. Pursuant to paragraphs 8, 8.2 and 8.4 of subsection 127(1) of the Act, Robertson shall be permanently prohibited from becoming or acting as a director or officer of any issuer, registrant or investment fund manager with the exception that Robertson is permitted to act or continue to act as a director and officer of any corporation through which he carries on business, so long as he, his spouse, and/or his immediate family are the only holders of the securities of the corporation;

10. Pursuant to paragraph 8.5 of subsection 127(1) of the Act, Robertson shall be permanently prohibited from becoming or acting as a registrant, as an investment fund manager or as a promoter;

11. As an exception to the provisions of paragraphs 5, 6, and 7, Robertson is permitted to: (1) trade on his own behalf in his accounts, and (2) acquire securities on his own behalf in his accounts, provided the schedule for payment set out in paragraph 12 below is followed. In the event that Robertson does not pay in accordance with the timelines indicated in paragraph 12 below, this exception shall be suspended until such time as those payments are made in full.

12. In regard to the payments ordered above in paragraph 2, Robertson shall personally make payments as follows:

- (a) \$10,000.00 by certified cheque or bank draft when the Commission approves this Settlement Agreement;
- (b) a further \$100,000 payable by cheque within one (1) year of the date of this Order;
- (c) a further \$150,000 payable by cheque within 30 months of the date of this Order; and
- (d) the balance of \$240,000 payable by cheque within four (4) years of the date of this Order.

13. Notwithstanding the payment plan set out in paragraph 12, in the event that Robertson fails to comply with the terms of the Settlement Agreement and his undertaking attached as Schedule “B”, the amount set out in paragraph 2 is payable and enforceable immediately, along with postjudgment interest from the date of this Order in accordance with section 129 of the *Courts of Justice Act* R.S.O. 1990 c. C-43 as amended.

**DATED** at Toronto this 28<sup>th</sup> day of March, 2013.

“Christopher Portner”

Christopher Portner