



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

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Toronto ON M5H 3S8

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20, rue queen ouest  
Toronto ON M5H 3S8

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**IN THE MATTER OF THE *SECURITIES ACT*  
RSO 1990, c S.5**

**- and -**

**IN THE MATTER OF MM CAFÉ FRANCHISE INC., TECHOCAN INTERNATIONAL  
CO. LTD., 1727350 ONTARIO LTD., MARIANNE GODWIN, DAVE GARNET CRAIG  
and HAIYAN (HELEN) GAO JORDAN**

**ORDER**

**(Section 127 of the *Securities Act*)**

**WHEREAS**

1. on March 23, 2016, the Ontario Securities Commission (the “Commission”) issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act*, RSO 1990, c. S.5 (the “Act”) in relation to a Statement of Allegations filed by Staff of the Commission (“Staff”) on March 23, 2016, to consider whether it is in the public interest to make certain orders against MM Café Franchise Inc. (“MMCF”), DCL Healthcare Properties Inc. (“DCL”), Culturalite Media Inc. (“Culturalite”), Café Enterprise Toronto Inc. (“CET”), Techocan International Co. Ltd. (“Techocan”), 1727350 Ontario Ltd. (“1727350”), Marianne Godwin (“Godwin”), Dave Garnet Craig (“Craig”), Frank DeLuca (“DeLuca”), Elaine Concepcion (“Concepcion”) and Haiyan (Helen) Gao Jordan (“Jordan”);
2. the Notice of Hearing set April 21, 2016 as the hearing date in this matter;
3. on April 29, 2016, Staff filed with the Commission an Amended Statement of Allegations;
4. on July 26, 2016, Staff filed with the Commission:
  - (a) a Notice of Withdrawal withdrawing the allegations against DCL, Culturalite, CET, DeLuca and Concepcion; and
  - (b) an Amended Amended Statement of Allegations withdrawing certain allegations against Jordan;

5. on September 13, 2016, Staff and the remaining respondents submitted that there may be facts that are not in dispute, and the parties indicated they will make best efforts to prepare an Agreed Statement of Facts prior to the next appearance with a view to advancing the proceeding in an effective and efficient manner;
6. on November 14, 2016, the Commission ordered, among other things, that the hearing on the merits shall commence on April 19, 2017 at 10:00 a.m. and continue thereafter on April 20, 21, 27 and 28, May 1, 3, 4, 5, 8, 9, 10, 23, 24, 26, 30 and 31 and June 1 and 2, 2017;
7. on December 15, 2016, counsel for Staff, Jordan, Techocan, 1727350 and Godwin and Craig appearing for himself, all appeared before the Commission and made submissions and no one appeared on behalf of MMCF;
8. the Commission is of the opinion that it is in the public interest to make this order;

**IT IS HEREBY ORDERED** that:

1. Staff shall deliver to the respondents copies of documents which it intends to produce or enter as evidence at the hearing on the merits (the “Hearing Briefs”) by no later than March 3, 2017;
2. Each respondent shall deliver their Hearing Briefs to Staff and the other respondents by no later than March 17, 2017;
3. the final interlocutory appearance shall be held at the offices of the Commission located at 20 Queen Street West, 17<sup>th</sup> Floor, Toronto, Ontario, on March 27, 2017 at 9:30 a.m., or as soon thereafter as the hearing can be held; and
4. the hearing date scheduled for May 30, 2017 is vacated and the hearing days scheduled for April 27 and May 9, 2017 will be held in the afternoon only.

**DATED** at Toronto this 15<sup>th</sup> day of December, 2016

*“Janet Leiper”*

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Janet Leiper