



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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Toronto ON M5H 3S8

**IN THE MATTER OF THE *SECURITIES ACT*,
R.S.O. 1990, c. S.5, AS AMENDED**

– AND –

**IN THE MATTER OF MEGA-C POWER CORPORATION, RENE PARDO,
GARY USLING, LEWIS TAYLOR SR., LEWIS TAYLOR JR., JARED TAYLOR,
COLIN TAYLOR and 1248136 ONTARIO LIMITED**

ORDER

(Rules 1.4 and 5.4 of the *Rules of Practice* (1997), 20 O.S.C.B. 1947)

WHEREAS on November 16, 2005, the Ontario Securities Commission issued a Notice of Hearing in relation to a Statement of Allegations issued by Staff of the Commission pursuant to sections 127 and 127.1 of the *Securities Act*, R.S.O. 1990, c. S.5, as amended in respect of Mega-C Power Corporation, Rene Pardo, Gary Usling, Lewis Taylor Sr., Lewis Taylor Jr., Jared Taylor, Colin Taylor and 1248136 Ontario Ltd.;

AND WHEREAS on June 4, 2007, Staff of the Commission withdrew the allegations against the respondent, Mega-C Power Corporation;

AND WHEREAS on November 5, 2007, the Commission ordered *inter alia* that the “hearing on the merits is adjourned to November 3, 2008 at 10:00 a.m. and will continue until December 19, 2008, or as otherwise ordered, on dates set by the Office of the Secretary”;

AND WHEREAS Brian H. Greenspan of Greenspan Humphrey Lavine, counsel for Lewis Taylor Sr. and Lewis Taylor Jr., brought a Notice of Application for Removal as Counsel of Record, dated September 29, 2008 (the “Application”);

AND WHEREAS the grounds for the Application are “that pursuant to an agreement with Lewis Taylor Sr. and Lewis Taylor Jr. relating to the terms of the continuing retention of Greenspan Humphrey Lavine, Lewis Taylor Sr. and Lewis Taylor Jr. agreed to the withdrawal of Greenspan Humphrey Lavine in accordance with that agreement and undertook that they would proceed with or without new counsel and would not rely upon the withdrawal of Greenspan Humphrey Lavine in support of any postponement or adjournment of the proceedings”;

AND WHEREAS Staff do not oppose the Application “because Greenspan Humphrey Lavine was retained on terms and those terms included an undertaking that the Respondents would proceed with or without new counsel and would not rely upon the withdrawal of Greenspan Humphrey Lavine in support of any postponement or adjournment of the proceedings”;

AND WHEREAS the Commission is satisfied that the Application has been served on Staff of the Commission, Lewis Taylor Sr. and Lewis Taylor Jr., as evidenced by the Affidavit of Service of Letizia DiGiovanni, dated September 30, 2008;

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

IT IS ORDERED THAT Brian H. Greenspan of Greenspan Humphrey Lavine is removed as counsel of record for Lewis Taylor Sr. and Lewis Taylor Jr.

DATED at Toronto on this 8th day of October 2008.

“Lawrence E. Ritchie”

Lawrence E. Ritchie