



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
**URANIUM308 RESOURCES INC., URANIUM308 RESOURCES PLC., MICHAEL
FRIEDMAN, GEORGE SCHWARTZ, PETER ROBINSON, ALAN MARSH SHUMAN,
and INNOVATIVE GIFTING INC.**

ORDER
(Section 127)

WHEREAS on February 20, 2009, the Ontario Securities Commission (the "Commission") issued a temporary cease trade order pursuant to subsections 127(1) and 127(5) of the *Securities Act*, R.S.O. 1990, c. S.5, as amended (the "Act") ordering: that all trading in securities by Uranium308 Resources Inc. shall cease and that all trading in Uranium308 Resources Inc. securities shall cease; that all trading in securities by Uranium308 Resources Plc. shall cease and that all trading in Uranium308 Resources Plc. securities shall cease; that all trading in securities by Innovative Gifting Inc. shall cease; and, that Michael Friedman, Peter Robinson, George Schwartz, and Alan Marsh Shuman cease trading in all securities (the "Temporary Order");

AND WHEREAS, on February 20, 2009, the Commission ordered that the Temporary Order shall expire on the 15th day after its making unless extended by order of the Commission;

AND WHEREAS on February 23, 2009 the Commission issued a Notice of Hearing to consider, among other things, the extension of the Temporary Order, to be held on March 6, 2009 at 10:00 a.m.;

AND WHEREAS the Notice of Hearing set out that the Hearing was to consider, *inter alia*, whether, in the opinion of the Commission, it was in the public interest, pursuant to subsections 127 (7) and (8) of the Act, to extend the Temporary Order until the conclusion of the hearing, or until such further time as considered necessary by the Commission;

AND WHEREAS on March 6, 2009, a hearing was held before the Commission and Michael Friedman (“Friedman”) and Innovative Gifting Inc. (“IGI”) were represented by counsel and counsel advised the Commission that they were not opposed to the extension of the Temporary Order;

AND WHEREAS on March 6, 2009, Uranium308 Resources Inc., Uranium308 Resources Plc., Alan Marsh Shuman (“Shuman”), Peter Robinson (“Robinson”), and George Schwartz (“Schwartz”) did not appear before the Commission to oppose Staff of the Commission’s (“Staff”) request for the extension of the Temporary Order;

AND WHEREAS on March 6, 2009, the Commission was satisfied that Staff had taken reasonable efforts to serve all of the respondents with copies of the Temporary Order, the Notice of Hearing, and the Evidence Brief of Staff as evidenced by the Affidavit of Kathleen McMillan, sworn on March 5, 2009, and filed with the Commission;

AND WHEREAS on March 6, 2009, the Commission considered the evidence and submissions before it and the Commission was of the opinion that: in the absence of a continuing cease-trade order, the length of time required to conclude a hearing could be prejudicial to the public interest; and, it was in the public interest to extend the Temporary Order;

AND WHEREAS on March 6, 2009, the Commission ordered, pursuant to subsection 127(8) of the Act, that the Temporary Order was extended to July 13, 2009 and that the hearing in this matter was adjourned to July 10, 2009, at 10:00 a.m. (the “March Order”);

3.

AND WHEREAS on July 10, 2009, a hearing was held before the Commission and Friedman and IGI were represented by counsel;

AND WHEREAS on July 10, 2009, the Commission was satisfied that Staff had served the March Order on all of the respondents as evidenced by the Affidavit of Kathleen McMillan, sworn on July 8, 2009, and filed with the Commission;

AND WHEREAS on July 10, 2009, Staff advised the Commission that Staff were seeking the extension of the Temporary Order until the end of November, 2009;

AND WHEREAS on July 10, 2009, counsel for Friedman advised the Commission that Friedman was not opposed to the extension of the Temporary Order and counsel for IGI advised the Commission that IGI was opposed to the extension requested;

AND WHEREAS on July 10, 2009, Uranium308 Resources Inc., Uranium308 Resources Plc., Shuman, Robinson, and Schwartz did not appear before the Commission to oppose Staff's request for the extension of the Temporary Order;

AND WHEREAS on July 10, 2009, counsel for Staff advised the Commission that Schwartz and Jim Adams, the former President of Uranium308 Resources Plc., had advised Staff that they were not opposed to Staff's request for the extension of the Temporary Order;

AND WHEREAS the Commission considered the evidence and submissions before it;

AND WHEREAS on July 10, 2009, the Commission ordered, pursuant to subsection 127(8) of the Act, that the Temporary Order was extended to 11:59 p.m. on November 30, 2009; and, that the hearing in this matter was adjourned to November 30, 2009, at 2:00 p.m. or such other time as advised by the Office of the Secretary of the Commission;

4.

AND WHEREAS on November 30, 2009, a hearing was held before the Commission;

AND WHEREAS on November 30, 2009, the Commission was satisfied that Staff had served all of the respondents with Staff's materials for the November 30, 2009 hearing, as evidenced by the Affidavit of Natasha Quamina, sworn on November 30, 2009, and filed with the Commission;

AND WHEREAS on November 30, 2009, Staff advised the Commission that Staff were seeking the extension of the Temporary Order until the end of January or early February, 2010;

AND WHEREAS on November 30, 2009, counsel for Friedman attended before the Commission and advised the Commission that Friedman was not opposed to the extension of the Temporary Order;

AND WHEREAS on November 30, 2009, Counsel for Staff advised the Commission that Schwartz, IGI, and Uranium308 Resources PLC. were not opposed to the extension of the Temporary Order;

AND WHEREAS on November 30, 2009, Uranium308 Resources Inc., Shuman and Robinson did not appear before the Commission to oppose Staff's request for the extension of the Temporary Order;

AND WHEREAS on November 30, 2009, the Commission ordered that the Temporary Order was extended to February 4, 2010 and the hearing was adjourned to February 3, 2010 at 10 a.m.;

AND WHEREAS on February 3, 2010, a hearing was held before the Commission and Staff of the Commission, counsel for Robinson and counsel for Friedman appeared and made submissions;

5.

AND WHEREAS on February 3, 2010, Staff filed the Affidavit of Kathleen McMillan, sworn on January 28, 2010, which evidenced the consent of Schwartz, Friedman, IGI, and Uranium308 Resources Plc. to an adjournment of the hearing and an extension of the Temporary Order;

AND WHEREAS on February 3, 2010, counsel for Robinson did not oppose Staff's request for an adjournment and an extension of the Temporary Order;

AND WHEREAS on February 3, 2010, no one appeared on behalf of Uranium308 Resources Inc. and Shuman did not appear, despite being notified of the hearing date;

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

IT IS ORDERED that, pursuant to subsection 127(8) of the Act, the Temporary Order is extended until March 8, 2010; and

IT IS FURTHER ORDERED that the hearing with respect to this matter is adjourned to March 5, 2010, at 10:30 a.m.

DATED at Toronto this 3rd day of February, 2010.

“David L. Knight”

David L. Knight, FCA