

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

AND

**FULCRUM FINANCIAL GROUP INC.,
SECURED LIFE VENTURES INC.,
ZEPHYR ALTERNATIVE POWER INC.,
TROY VAN DYK, WILLIAM L. ROGERS
LESZEK DZIADDECKI, WERNER REINDORF
and REINDORF INVESTMENTS INC.**

**ORDER
(Sections 127 and 127.1)**

WHEREAS on March 1, 2006, the Ontario Securities Commission issued a Notice of Hearing pursuant to sections 127 and 127.1 of the *Securities Act* (the "Act") in respect of Leszek Dziadecki ("Dziadecki");

AND WHEREAS Dziadecki entered into a Settlement Agreement with Staff of the Commission dated March 1, 2006 (the "Settlement Agreement") in which it agreed to a proposed settlement of the proceeding commenced by the Notice of Hearing, subject to the approval of the Commission;

AND WHEREAS Dziadecki has made undertakings to Staff of the Commission as described in the Settlement Agreement;

AND UPON reviewing the Settlement Agreement and the Notice of Hearing and Amended Statement of Allegations of Staff of the Commission, and upon hearing submissions from counsel for Dziadecki and from Staff of the Commission;

AND WHEREAS the Commission is of the opinion that it is in the public interest to approve the Settlement Agreement, attached hereto as Schedule “A”;

IT IS HEREBY ORDERED THAT

- (a) pursuant to clause 1 of s. 127(1), that terms and conditions be imposed on Dziadecki’s registration requiring close supervision of Dziadecki’s trading by his sponsoring dealer for a period of two years and that, within this time period, Dziadecki complete the Conduct and Practices Course;
- (b) pursuant to clause 6, of s. 127(1), Dziadecki be reprimanded; and
- (c) pursuant to s. 127.1, Dziadecki pay to the Commission \$5,000 in costs.

IT IS FURTHER ORDERED pursuant to s.3.4(2)(b) of the Act, that any money received by the Commission pursuant to this Order, other than as payment of costs, is hereby allocated to or for the benefit of such third parties as may be determined in accordance with the Settlement Agreement, Staff’s settlement agreement with Zephyr Alternative Power Inc. and the rescission protocol accompanying it, or otherwise as may be determined by the Commission.

DATED at Toronto this 6th day of March, 2006

“Paul M. Moore”

Paul M. Moore

“Robert W. Davis

Robert W. Davis

“David L. Knight”

David L. Knight