

**IN THE MATTER OF
THE FAIR TRADING ACT**

THIS UNDERTAKING is made pursuant to Section 152 of the Fair Trading Act.

BY:

Top Shelf Distribution Inc.
10722 – 103 Avenue, Unit 101
In the City of Edmonton, in the Province of Alberta,

Christopher S. Humphries (Sole Director & Shareholder)
10722 – 103 Avenue, Unit 101
in the City of Edmonton, in the Province of Alberta,

(hereinafter called the "**Supplier**")

TO:

The **DIRECTOR OF FAIR TRADING,**

(hereinafter called the "**Director**")

WHEREAS:

- (A) Top Shelf Distribution Inc. is a Supplier as defined by the Interpretation Section of the Fair Trading Act.
- (B) The Supplier's operates a "Direct Selling Business" as defined by the Designated Trades and Businesses Regulation.
- (C) The Supplier admits that between April 9, 2003 and July 14, 2004 representatives of Top Shelf Distribution Inc. solicited, negotiated or concluded in person at a place other than the seller's place of business, direct sales contracts for the sale of miscellaneous goods to consumers and at the time the supplier was not licensed to conduct a direct selling business in Alberta.
- (D) The supplier acknowledges that in the ordinary course of their business through its agents, employees, or representatives they committed unfair practices contrary to the provisions of the Fair Trading Act by:
 - i. Doing or saying things that may have deceived or misled consumers; an unfair practice pursuant to Section 6(4)(a).
 - ii. Exerting undue pressure or influence on the consumer to enter into the consumer transaction; an unfair practice pursuant to Section 6(2)(a).
- (E) The Supplier acknowledges that its agents, employees, or representatives failed to produce to a potential customer an identification card showing the individual's name, the supplier's name, address, licence number, and the signature of the signing authority for the supplier.

- (F) The Director asserts that he has reason to believe that the acts or practices of the Supplier described in recital (C),(D) and (E) hereof constitute breaches of the Fair Trading Act and Direct Selling Business Licensing Regulation.

NOW THEREFORE THIS UNDERTAKING WITNESSES THAT:

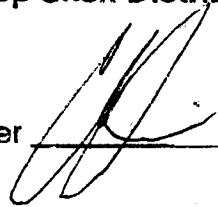
1. The Supplier acknowledges and admits that he has failed to comply with the licensing provisions of the Fair Trading Act and undertakes to the Director that this Supplier will not, at any time hereafter, engage in or allow acts or practices similar to those described in recitals (C),(D) and (E)
2. The Supplier acknowledges and admits that he has failed to comply with the Act and undertakes to the Director that they will not knowingly nor intentionally, at any time hereafter the date of execution of the present Undertaking, engage in acts or practices that would be in breach of the Fair Trading Act.
3. The Supplier will, to the best of their ability, ensure that they and all of their officers, partners, employees, representatives and agents are forthwith acquainted with the requirements of the Fair Trading Act especially as it pertains to Section 6.
4. It is understood that the Supplier ceased operating in Alberta and will not operate as a direct selling business unless properly licensed under the Fair Trading Act.
5. The Supplier understands that this Undertaking becomes part of the Public Record, maintained pursuant to the Fair Trading Act, such record being on display and located at all offices of Alberta Government Services, the Consumer Services Division.
6. This Undertaking will be binding upon the Supplier and its successors and assigns unless:
 - (a) terminated by the Director or varied with the consent of the Supplier;
 - (b) varied by an Order of the Judge of the Court of Queen's Bench where the Judge is satisfied that the circumstances warrant varying the provisions of the Undertaking; or
 - (c) terminated by an Order of a Judge of the Court of Queen's Bench where the Judge is satisfied that the act or practices that the Supplier has undertaken to refrain from engaging in was not unfair; however, in any such case, the termination or variance does not invalidate anything done under this Undertaking prior to termination or variance.
7. The Supplier will pay to the Director, for deposit with the Provincial Treasurer of Alberta, the sum of Five Hundred (\$500.00) Dollars, which represents a portion of the costs of this investigation in this matter to the date of this Undertaking. Such payment shall be made forthwith at the time of the signing of this Undertaking.

- 8. The Supplier acknowledges that they were advised by Alberta Government Services, and are aware that they are entitled to seek independent legal advice regarding the signing of this Undertaking, and the Supplier acknowledges that they are entering into this Undertaking voluntarily.
- 9. The Supplier acknowledges that the Director may, upon breach by the Supplier of any term of the Undertaking, institute such proceedings and take such action under the Fair Trading Act, as he may consider necessary.

IN WITNESS WHEREOF the Supplier, has on the *4th* day of *AUGUST*, 2004, caused its common seal to be hereunto affixed and attested by the signatures of its proper officers duly authorized in that behalf.

Top Shelf Distribution Inc.

Per _____



Christopher S. Humphries

ACCEPTED by the Director of Fair Trading this *6th* day of *August*, 2004.

DIRECTOR OF FAIR TRADING
George Yates

