

THE SECURITIES ACT ) Order No. 5443  
)  
Section 1(1.2)(b) ) August 10, 2007

**KCP INCOME FUND AND KIK ACQUISITION COMPANY**

**WHEREAS:**

(A) Each of KCP Income Fund and KIK Acquisition Company (the “Applicants”) have applied to The Manitoba Securities Commission (“Commission”) for an order under s. 1(1.2)(b) of *The Securities Act*, R.S.M. 1988, c. S50, that the Applicants each cease to be reporting issuers.

(B) The Applicants have represented to the Commission that:

1. The outstanding securities of the Applicants, including debt securities, are beneficially owned, directly or indirectly, by less than 15 security holders in each of the jurisdictions in Canada and less than 51 security holders in total in Canada.
2. No securities of the Applicants are traded on a marketplace as defined in National Instrument 21-101 *Marketplace Operation*.
3. The Applicants are applying for relief to cease to be a reporting issuer in all of the jurisdictions in Canada in which it is currently a reporting issuer.
4. The Applicants are not in default of any of its obligations under the Legislation as a reporting issuer.

(C) The Commission is of the opinion that it would not be prejudicial to the public interest to grant the order requested.

**IT IS ORDERED:**

**1. THAT**, pursuant to section 1(1.2)(b) of the Act the Applicants are deemed to have ceased to be reporting issuers.

**2. THAT** the fee for this Order is \$25.00.

**BY ORDER OF THE COMMISSION**

**Director - Legal**