

**IN THE MATTER OF THE FINANCIAL INSTITUTIONS ACT
R.S.B.C. 1966, C. 141, AS AMENDED**

- AND -

**MONEY MART CANADA INC.
NEXTWAVE CARD CORP.**

- AND -

PACE SAVINGS AND CREDIT UNION LIMITED

UNDERTAKING AGREEMENT

WHEREAS Money Mart Canada Inc. ("Money Mart") warrants and represents that it discontinued the soliciting, distributing and loading of "Money Mart Titanium Cards", being Interac debit cards in the Province of British Columbia effective December 19, 2005;

The following undertakings are provided under Section 208 of the Financial Institutions Act:

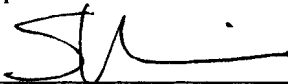
Money Mart, Nextwave Card Corp. ("Nextwave") and Pace Savings and Credit Union Limited ("Pace") undertake not to solicit, issue, distribute or otherwise provide in British Columbia to Money Mart customers Interac debit cards under the program known as "Money Mart Titanium Card" or other debit cards wherein Money Mart customers can access funds through the card.

Money Mart, Nextwave and Pace undertake to not add or permit or solicit or facilitate the adding of funds or value to the Money Mart Titanium Card or debit cards through Money Mart outlets in British Columbia.

For the purposes of this Undertaking debit cards shall mean the Money Mart Titanium Card or any other Interac debit card distributed by Money Mart through which the cardholder can access funds at an automatic teller machine or through a merchant point of sale transaction. This Undertaking does not restrict Money Mart from distributing cards to its customers purely for identification purposes.

Each of Money Mart, Nextwave and Pace individually undertake that they will not rescind their respective undertakings without first providing the Superintendent of Financial Institutions with not less than sixty (60) days prior written notice of their intention to rescind.

Approved as to form and content:



Sandra A. Wilkinson
Ministry of Attorney General – Legal Services Branch
Counsel for Staff of the Superintendent of Financial Institutions

Agreed to by:



Money Mart Canada Inc.:

By its authorized signatory

Name:

Title:



Nextwave Card Corp.:

By its authorized signatory

Name: Bill Turner

Title: President


Pace Savings and Credit Union Limited:

By its authorized signatory

Name:

Title:

Undertakings accepted this 23 day of
~~December, 2005.~~ ~~Set~~ January, 2006.



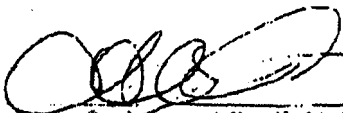
~~W. Alan Clark~~ Michael Crist

Acting Superintendent of Financial Institutions

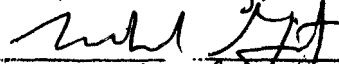
Agreed to by:

Money Mart Canada Inc.:
By its authorized signatory
Name:
Title:

Nextwave Card Corp.:
By its authorized signatory
Name:
Title:


Pace Savings and Credit Union Limited:
By its authorized signatory
Name: T. A. CHAMMAH
Title: ULTIMA PASTORATI SORCINA PROSSER

Undertakings accepted this 23 day of
~~December, 2005.~~ January, 2006.


W. Adam Clark Michael Geist
Acting Superintendent of Financial Institutions