

IN THE MATTER OF THE SECURITIES ACT,
R.S.P.E.I. 1988, CAP. S-3.1

AND IN THE MATTER OF

**PAUL EDWARD MAINES,
CAPITAL MARKETS TECHNOLOGIES INC.,
7645686 CANADA INC. carrying on business as
“FINANCIAL MARKET TECHNOLOGIES” and
“TRINITY BAY TECHNOLOGIES”**
(Respondents)

REC'D BY	<i>Joan MacKay</i>
ATTNY FOR THE	<i>Secretary to the Superintendent</i>
DATED	<i>March 1, 2013</i>
BY	<i>Joan MacKay</i>

AFFIDAVIT OF JEFF TRAINOR

I, JEFF TRAINOR, of the City of Stratford in the Province of Prince Edward Island, MAKE OATH AND SAY THAT:

1. I have read the affidavit of Steven Dowling sworn February 14, 2013 and wish to correct information which I perceive to be materially inaccurate as it relates to my wife, Kelli Trainor, and my investment in Capital Market Technologies Inc. (“CMT”). I also wish to provide the context in which the information came into the possession of Mr. Dowling.

Paragraph 5

2. With respect to paragraph 5(b) of the affidavit of Steven Dowling, I am advised by my wife, Kelli Trainor, and do verily believe that she became a client of Atlantic Investment Management of Scotia MacLeod. Her registered representatives were Tony Sauer, Andrew Bartlett and Blaine Edward (“Eddie) Curran. I am advised by my wife and do

verily believe that my investment in Capital Market Technologies Inc. arose in the context of my wife's discussions with her advisors in connection with the Know Your Client documentation required on the opening of a brokerage account and not otherwise.

3. With respect to paragraph 5(c) of the affidavit of Steven Dowling, I am advised by my wife and do verily believe that she has never been employed by RBC Dominion Securities.
4. With respect to paragraph 5(d) of the affidavit of Steven Dowling, I am advised by my wife and do verily believe that she has never been "solicited" by Mr. Paul Maines to make any investments. In fact, I am advised by my wife and do verily believe that she did not make an investment in either FMT or Capital Market Technologies Inc.
5. I did. However, in connection with my investment in Capital Market Technologies Inc., I confirm that I was not "solicited" by Mr. Paul Maines.
6. With respect to paragraph 5(e) of the affidavit of Steven Dowling, the e mail which is attached as **Exhibit 2** to the affidavit of Steven Dowling was not forwarded to me by Paul Maines. It was cut and pasted from an e mail sent to me by a friend and financial advisor. I had forwarded the e mail to Mr. Curran because I regarded him as a friend and because he had asked me about my investment in Capital Market Technologies Inc. At no time did I authorize him to forward my personal correspondence with him to Mr. Dowling and he did not advise me that he had done so.

Paragraphs 43 and 44

7. I am advised by my wife and do verily believe that she did not initiate any contact with Mr. Dowling as his affidavit implies.

8. I am advised by my wife and do verily believe that, on Tuesday, September 25, 2012, she spoke with Mr. Dowling after he had telephoned our residence that evening from his home telephone. After a brief telephone conversation, Mr. Dowling asked my wife if she would discuss with him her investment in Capital Markets Technologies Inc. My wife advised him that she did not have an investment in Capital Market Technologies Inc. and that I generally handled our family's investments. Accordingly, she advised Mr. Dowling that she would discuss his request with me.

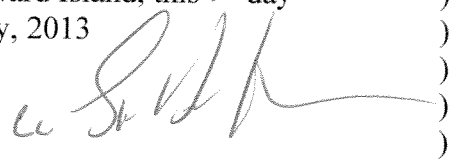
9. On Wednesday, September 26, 2012, Mr. Dowling again phoned our home in the evening, using his home telephone. Neither of us answered the phone. I had decided that I did not wish to discuss our personal business with Mr. Dowling.

10. At my request, I asked my wife to return Mr. Dowling's voicemail message on Thursday, September 27, 2012 at his office. At that time, I am advised by my wife and do verily believe that she advised Mr. Dowling that neither of us knew Mr. Maines. It was perhaps in that context that she advised Mr. Dowling that I had communicated with Blakes. However, I am advised by my wife and do verily believe that she did not advise Mr. Dowling of the amount of my investment in Capital Market Technologies Inc. I can confirm that I did not invest \$30,000, as Mr. Dowling states in his affidavit.

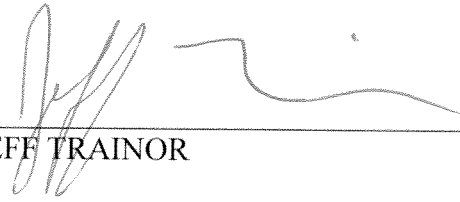
11. I agreed to make this affidavit in large part because of what I perceive to be the unprofessional conduct of Mr. Dowling as a lawyer and as a representative of the Superintendant of Securities. We do not understand how we have been unwittingly dragged into an investigation which we did not initiate and which has caused us such distress.
12. My wife has advised me and I do verily believe that she was intimidated by Mr. Dowling's approach and demeanour. I do not understand why Mr. Dowling would speak with her about an investment she did not make or why he sought to rely on any comments she may have made with respect to an investment she did not make.
13. I am further distressed that Scotia McLeod would have forwarded information to Mr. Dowling which I had assumed to be confidential without either my knowledge or consent.
14. I have no knowledge whether Scotia McLeod provided Mr. Dowling with an inaccurate account of our personal information and the nature of the correspondence which I had forwarded to Mr. Curran (**Exhibit 2**) or whether Mr. Dowling recorded the information which he received from Scotia McLeod inaccurately in his affidavit.

15. I make this affidavit in good faith and for no other or improper purpose whatsoever.

SWORN BEFORE ME at the City of)
Charlottetown in the Province of)
Prince Edward Island, this 1 day)
of February, 2013)



A Commissioner of Oaths and Affidavits
in and for the Province of Prince Edward
Island



JEFF TRAINOR