THE SECURITIES ACT	**)**	**Order No. 6147**
	)	
Section 147.1(1)	**)**	**June 17, 2010**

AAER INC

WHEREAS:

(A) AAER Inc (the "Issuer") is a reporting issuer under The Securities Act (Manitoba) (the "Act").

(B) The Issuer has not filed with The Manitoba Securities Commission (the "Commission") Annual Financial Statements and Annual MD&A for the Year ended December 31, 2009 as required under National Instrument 51-102 Continuous Disclosure Obligations.

I HEREBY ORDER under section 147.1(1) of the Act that trading in the securities of the Issuer cease until:

1. The Issuer becomes current in its filings with the Commission under National Instrument 51-102 Continuous Disclosure Obligations and pays all outstanding filing fees, if any, to the Commission, and

2. The Director makes an order under the Act revoking this order.

"R.B. Bouchard"
DIRECTOR