

BYLAW 2007 - 07
OF THE MUNICIPAL DISTRICT OF OPPORTUNITY NO. 17
In the Province of Alberta

A Bylaw of the Municipal District of Opportunity to arrange lending for phase one of the Golden Opportunity Complex as outlined in the Golden opportunity Complex Presentation and in accordance with section 251 & 256 of the Municipal Government Act.

WHEREAS, the council of the Municipal District of Opportunity #17 (hereinafter called the "Corporation") in the province of Alberta, considers it necessary to borrow certain sums of money for the purpose of:

Capital Project – Short (long) Term Borrowing

NOW THEREFORE, pursuant to the provisions of the Municipal Government Act, it is hereby enacted by the council of the Corporation as a By-Law that:

1. The Corporation borrows from a major financial institute (such as ATB, Royal Bank, Credit Union, HSBC) up to the principal sum of \$12,800,000 repayable upon demand at a rate of interest per annum not to exceed (2%) above the Prime Lending Rate established from time to time by the financial institutes. The Corporation will look for the most competitive rate available for this lending instrument.
2. The Chief Elected Officer and the Chief Administrative Officer are authorized for and on behalf of the Corporation :
 - a. To apply to various financial institutes for the aforesaid loan to the Corporation and to arrange with this financial institute, the amount, terms, and conditions of the loan and security or securities to be held by the financial institute;
 - b. As security for any money borrowed from the financial institution
 - i. to execute promissory notes and other negotiable instruments or evidences of debt for such loans and renewals of all such promissory notes and other negotiable instruments or evidences of debts;
 - ii. to give or furnish to the financial institute all such securities and promises as the financial institute may require to secure repayment of such loans and interest thereon; and
 - iii. to execute all security agreements, hypothecations, debentures, charges, pledges, conveyances, assignments and transfers to and in favor of the financial institute of all or any property, real or personal, moveable or immovable, now or hereafter owned by the Corporation or in which the Corporation may have any interest, and any other documents or contracts necessary to give or to furnish to the financial institute the security or securities required by it.
3. The source or sources of money to be used to repay the principal and interest owing under the borrowing from the financial institute primarily include but are not limited to:
 - a. taxes
 - b. reserves
 - c. grants

The amount to be borrowed and the term of the loan will not exceed any restrictions set forth in the Municipal Government Act.

4. In the event that the Municipal Government Act permits extension of the term of the loan and in the event the Council of the Corporation decides to extend the loan

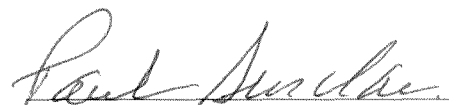
and the financial institute is prepared to extend the loan, any renewal or extension, bill, debenture, promissory note, or other obligation executed by the officers designated in paragraph 3 hereof and delivered to the financial institute will be valid and conclusive proof as against the Corporation of the decision of the Council to extend the loan in accordance with the terms of such renewal or extension, bill, debenture, promissory note, or other obligation, and the financial institute will not be bound to inquire into the authority of such officers to execute and deliver any such renewal, extension document or security.

5. This Bylaw comes into force on the final passing thereof.

Read a first time in Council this 24th day of May 2007.

Read a second time in Council this 24th day of May 2007.

With unanimous consent, read a third time in Council and passed this 24th day of May 2007.


Reeve, Paul Sinclair


Manager, Dwayne Calliou