

IN THE MATTER OF
THE SECURITIES ACT, 1988, S.S. 1988, c. S-42.2

AND

IN THE MATTER OF
MANITOU SPRINGS HOTEL INC.
AND
MANITOU SPRINGS COMMUNITY BOND CORPORATION

ORDER
(Section 158)

WHEREAS an application has been received by the Saskatchewan Securities Commission (the "Commission") from Manitou Springs Hotel Inc. ("Manitou Springs") and Manitou Springs Community Bond Corporation (the "Manitou Bond Corp") for an order pursuant to subsection 158(3) of *The Securities Act, 1988* S.S. 1988, c. S-42.2 (the "Act") varying the cease trade order of the Director of the Commission dated October 20, 2000 (the "Cease Trade Order") to allow:

1. Manitou Springs and the Manitou Bond Corp to circulate the Expression of Interest (defined below) to holders (the "Manitou Bond Corp Holders") of community bonds of the Manitou Bond Corp (the "Community Bonds"); and
2. Trades of class C preferred shares of Manitou Springs (the "Preferred Shares") by the Manitou Bond Corp to Manitou Springs;

AND WHEREAS it has been represented to the Commission that:

1. The Cease Trade Order provides that all trading in the securities of Manitou Springs cease;
2. The Cease Trade Order remains in effect;
3. Pursuant to the provisions in *The Community Bond Act* (SK) a disclosure document, the content requirements of which are outlined in Saskatchewan General Ruling/Order 45-903 - Community Bond Program (the "Expression of Interest"), must be provided to all holders of community bonds;
4. The Expression of Interest includes details of investment options at full maturity date, including redemption of the Community Bonds for full principal or exchange for class A common shares of Manitou Springs, available to the Community Bond Holders;
5. This variation will allow Manitou Springs and the Manitou Bond Corp to distribute the Expression of Interest to the Community Bond Holders;

6. Manitou Bond Corp holds, as its primary asset, the Preferred Shares;
7. This variation will allow trades of the Preferred Shares that will provide Manitou Bond Corp with some or all of the funding necessary to meet redemption requests from the Manitou Bond Corp Holders; and
8. If the trades occur Manitou Springs and the Manitou Bond Corp may be in contravention of the Cease Trade Order;

AND WHEREAS the Commission is of the opinion that it would not be prejudicial to the public interest to make the Order;

IT IS HEREBY ORDERED pursuant to subsection 158(3) of the Act that the Cease Trade Order be varied so as to allow:

1. Manitou Springs and the Manitou Bond Corp to circulate the Expression of Interest to the Community Bond Holders; and
2. Trades of Preferred Shares by the Manitou Bond Corp to Manitou Springs.

DATED May 31st, 2001.



Marcel de la Gorgendière, Q.C.
Chairperson