

BYLAW 614/02
OF THE TOWN OF ELK POINT, ALBERTA (the "Municipality")

A Bylaw of the Municipality to authorize the Mayor and Chief Administrative Officer to enter into an agreement granting ATCO Electric Ltd., (the "Company"), the right to provide distribution access services within the Municipality.

WHEREAS pursuant to the provisions of the Municipal Government Act S.A. 1994 c.M-26.1 as amended (the "Act"), the Municipality desires to grant and the Company desires to obtain, an exclusive franchise to provide distribution access services within the Municipality for a period of eleven (11) years subject to the right of renewal as set forth in the said agreement and in the said Act;

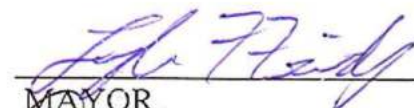
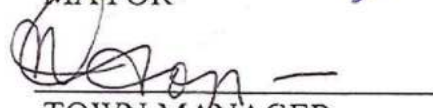
WHEREAS the Council of the Municipality and the Company have agreed to enter into an Electric Distribution System Franchise Agreement (the "Agreement"), in the form annexed hereto;

WHEREAS it is deemed that the Agreement would be to the general benefit of the consumers within the Municipality.

NOW THEREFORE the Council of the Municipality enacts as follows:


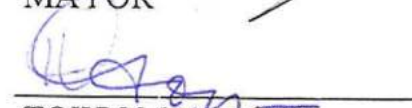
1. THAT the Electric Distribution System Franchise Agreement, a copy of which is annexed hereto as Schedule "A", be and the same is hereby ratified, confirmed and approved, and the Mayor and Chief Administrative Officer are hereby authorized to enter into the Electric Distribution System Franchise Agreement for and on behalf of the Municipality, and the Chief Administrative Officer is hereby authorized to affix thereto the corporate seal of the Municipality.
2. THAT the Electric Distribution System Franchise Agreement annexed hereto as Schedule "A" is hereby incorporated in, and made part of, this Bylaw.
3. THAT the Council consents to the exercise by the Company within the Municipality of any of the powers given to the Company by the Water, Gas and Electric Companies Act, R.S.A. 1980 c. W-4, as amended.
4. THAT this Bylaw shall come into force upon the Electric Distribution System Franchise Agreement being approved by the Alberta Energy and Utilities Board and upon being given third reading and finally passed.

READ A FIRST time in Council this 11th day of March A.D. 2002.


MAYOR

TOWN MANAGER

READ A SECOND time in Council this 15th day of October A.D. 2002.

READ A THIRD time in Council and finally passed this 15th day of October A.D. 2002.


MAYOR

TOWN MANAGER