

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

**AND
IN THE MATTER OF**

**FOUNDATION FINANCIAL CORPORATION
DONALD WAYNE BRITTON**

**TEMPORARY ORDER
(Section 134)**

WHEREAS it has been represented to the Saskatchewan Securities Commission (the "Commission") by the staff of the Commission that:

1. Foundation Financial Corporation ("Foundation") is a Saskatchewan company registered with the Saskatchewan Corporations Branch;
2. Foundation has filed an offering memorandum and form 19's with the Commission and is making a distribution of securities pursuant to the offering memorandum;
3. Donald Wayne Britton ("Britton") is the president of Foundation;
4. Britton is not a registrant within the meaning of *The Securities Act, 1988, S.S. 1988, c. S-42.2* (the "Act");
5. Britton and Foundation have acted in a manner that may be unfair, oppressive, injurious, inequitable or improper to or discriminatory against a holder, prospective holder, purchaser or prospective purchaser of securities of Britton or Foundation;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

AND WHEREAS the Commission is of the opinion that the length of time required for a hearing would be prejudicial to the public interest;

THE COMMISSION HEREBY ORDERS

1. Pursuant to clause 134(1)(d) of the Act, that trading in all securities by Britton and Foundation cease forthwith up to and including December 21, 1999;

2. Pursuant to clause 134(1)(a) of the Act, that the exemptions contained in sections 38, 39, 39.1, 81, 82 and 102 of the Act and the exemptions contained in *The Securities Regulations*, R.R.S., c. S-42.2 Reg 1, which provide for exemptions from the requirements of sections 27, 58, 71 or 104 to 109 of the Act, shall not apply forthwith up to and including December 21, 1999, with respect to any trade in securities by Britton and Foundation;

AND TAKE NOTICE THAT:

1. This Order may be extended for such period as the Commission considers necessary where sufficient information is not provided to the Commission on or before December 21, 1999;
2. The Commission will, at the request of any person or company named in this Order, grant a hearing before the Commission with respect to the within matter, such hearing to be held at such time and place as the Commission shall determine;
3. The purpose of such hearing will be to consider whether it is in the public interest that a permanent cease trade order pursuant to clause 134(1)(d) of the Act and a permanent prohibition of statutory exemptions pursuant to clause 134(1)(a) of the Act be made with respect to Britton and Foundation by reason of the conduct herein before described and by reason of failing to provide the Commission with satisfactory information on or before the date of the hearing or any extension thereof by the Commission;
4. Any party to these proceedings may be represented by counsel of their choice at any such hearing before the Commission; and
5. Upon failure of any party to attend any such hearing at the time and place set therefore, the hearing may proceed in the absence of such party and such party is not entitled to any further notice of the proceedings therein.

DATED at Regina, Saskatchewan, December 7, 1999.

“*Marcel de la Gorgendière*”
Marcel de la Gorgendière, Q.C.
Chairman
Saskatchewan Securities Commission

To: Donald Wayne Britton
2365 - 13th Avenue
Regina, Saskatchewan S4P 0V8

Foundation Financial Corporation
2365 - 13th Avenue
Regina, Saskatchewan S4P 0V8