

November 4, 2016

Town of Fort Frances
320 Portage Avenue
Fort Frances, ON P9A 3P9

Attention: Doug Brown, CAO- Town of Fort Frances



Dear Doug Brown:

Re: Strategic Economic Infrastructure Program – Project #8100054
Conditional contribution agreement made effective as of November 21, 2014 (the
“**Agreement**”) between Northern Ontario Heritage Fund Corporation (“**NOHFC**”)
and the Town of Fort Frances (the “**Recipient**”)

Capitalized terms used but not otherwise defined in this letter have the meanings
ascribed to them in the Agreement.

1. This letter, when signed by the Recipient and returned to NOHFC as indicated
below, amends the Agreement as follows:
 - 1.1. Schedule “A” is deleted and replaced by the Schedule “A” appended to this
letter.
 - 1.2. Schedule “B” is deleted and replaced by the Schedule “B” appended to this
letter.
2. The Recipient represents and warrants to Lender that Recipient’s representations
and warranties contained in the Agreement are true and correct as of the date of this
Amendment.
3. This Amendment shall become effective as of the date (the “**Effective Date**”) upon
which the Recipient shall have executed and delivered this Amendment to NOHFC.
4. This Amendment may be executed by the parties hereto in separate counterparts,
each of which so executed shall be deemed to be an original. Delivery of an
executed copy of a signature page to this Amendment by facsimile transmission shall
be effective as delivery of a manually executed copy of this Amendment.
5. This Amendment shall be governed by and interpreted in accordance with the laws
of the Province of Ontario and the federal laws of Canada applicable therein.
6. All other terms and conditions of the Agreement remain in full force and effect.

To show the Recipient's agreement with the terms of this Amendment, please sign where indicated below.

Yours truly,

Bruce Strapp
Executive Director

The Recipient agrees with the terms of this Amendment, as evidenced by my signature below:

Name: Doug Brown
CAO- Town of Fort Frances

Date: _____

SCHEDULE "A"

PROJECT DESCRIPTION

1. Project summary

The Recipient shall demolish existing infrastructure, formerly known as the Rainy lake Hotel and constructing a 5,000 square foot, market square building. The site will offer a community space that could be used for concerts, events and downtown celebrations. The space will include an elevated stage that can be covered during inclement weather, picnic/public areas, parking and outdoor vendor spaces with ample room for pedestrian traffic flow. The space will be versatile and flexible with the ability to transform to house a variety of events from the weekly farmer's market to annual festivals, providing a greater draw for the local community and visitors alike.

2. Project purpose

The Fort Frances Downtown Market Square will occupy the former site of the Rainy Lake Hotel. The market square will consist of a covered, elevated stage, two café areas with table and seating, sunken event space and five parking spaces located near the back lane. The location will feature landscaping, hardscaping and public art to create an attractive and inviting space.

3. Project location

Fort Frances, Ontario.

SCHEDULE "B"
PROJECT BUDGET

1. Project Costs Chart

<i>Project cost category</i>	<i>Eligible Project Costs</i>	<i>Ineligible Project Costs</i>	<i>Total cost</i>
Site: Preparation, demolition/landfill	\$600,000		\$600,000
Building, electrical, sewer and water. Planning and design, permits, parking, plaza features	\$1,295,000		\$1,295,000
Contingency	\$100,000		\$100,000
TOTAL	\$1,995,000		\$1,995,000

2. Project Funding Chart

<i>Funding sources</i>	<i>Financing type</i>	<i>Project cost category</i>	<i>Eligible Project Costs</i>	<i>Ineligible Project Costs</i>	<i>Total funding</i>
NOHFC	Conditional contribution	Eligible Project Costs	\$997,500		\$997,500
FEDNOR	Grant		\$655,000		\$655,000
BIA	Cash		\$160,000		\$160,000
Town of Fort Frances	Cash		\$152,500		\$152,500
Town of Fort Frances	In kind		\$30,000		\$30,000
TOTAL:			\$1,995,000		\$1,995,000
NOHFC % of total Eligible Project Costs			50%		