May 2, 2007

Re: Proposed National Instrument 31-103

Registration Requirements

Dear Sirs/Mesdames:

I am a unitholder of the Resolute Performance Fund, a private mutual fund sold by offering memorandum in Ontario, Alberta and British Columbia. I am pleased to make this submission in response to the request for comments on the Proposed Instrument.

I would like to express my concern regarding additional costs the proposed instrument will impose on mutual funds and small independent investment firms. I believe that increasing regulation is harmful to investors because it increases the cost of doing business and reduces competition by raising barriers to entry for new advisors. As mutual fund fees are already far more than what are charged in the US, adding to the cost of purchasing mutual funds is a disservice to the Canadian Investor whom I thought you were suppose to protect.

Section 4.18

What is to be gained by section 4.18? As long as the custodian is an independent company from the fund company, why would the OSC feel the need for another layer of insurance for these assets? The Resolute Performance Fund has an independent custodian, RBC Dexia Investor Services, a subsidiary of the Royal Bank of Canada and therefore, Resolute Funds Limited does not hold the Resolute Performance Fund's assets. The Fund is also offered exclusively through registered dealers, so funds go directly from clients' accounts at registered dealers through FundServ to RBC Dexia, the Fund's custodian. I, as a unitholder do not want to have the burden of having to pay for insurance I do not want and do not need.

I find the current regulations in this respect are adequate and appropriate. It is my belief "*if it ain't broke, don't fix it*". Increasing costs and consequently reducing investors' returns will make Canadian capital markets less attractive.

I would also like to comment that I find this document horribly complicated and hard for me, as a member of the general public, to fully understand.

Sincerely,

David A. Mayer