November 26, 2003

Borden Ladner Gervais LLP

Attention: C. Graham W. King

Re: Legg Mason Liquidity Plus Pool (formerly, Perigee Axis Cash Fund) (the Applicant) - application to cease to be a reporting issuer under the securities legislation of the provinces of Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia and Newfoundland and Labrador (collectively, the Jurisdictions)

The Applicant has applied to the local securities regulatory authority or regulator (the Decision Maker) in each of the Jurisdictions for a decision under the securities legislation (the Legislation) of the Jurisdictions to be deemed to have ceased to be a reporting issuer in the Jurisdictions.

As the Applicant has represented to the Decision Makers that,

- the outstanding securities of the Applicant, including debt securities, are beneficially owned, directly or indirectly, by less than 15 security holders in each of the jurisdictions in Canada and less than 51 security holders in total in Canada;

- no securities of the Applicant are traded on a marketplace as defined in National Instrument 21-101 *Marketplace Operation*;

- the Applicant is applying for relief to cease to be a reporting issuer in all of the jurisdictions in Canada in which it is currently a reporting issuer;

- the Applicant is not in default of any of its obligations under the Legislation as a reporting issuer,

- all of the existing security holders of the Applicant are institutional investors who are eligible to purchase the securities of the Applicant pursuant to exemptions from the registration and prospectus delivery requirements of the Jurisdictions, and

- all of the existing security holders of the Applicant have been given notice of the Applicant's request to cease to be a reporting issuer,

each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the decision has been met and orders that the Applicant is deemed to have ceased to be a reporting issuer.

"Leslie Byberg"