



City of Jasper
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Mayor
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Mayor Pro Tem
Jim Looney

Council
Allison Ballew
John Foust
Tony Fountain
Anne Morrow

**EXTRACT OF MINUTES
RESOLUTION OF GOVERNING BODY**

Recipient: City of Jasper

Loan Number: 2010-L20WS

At a duly called meeting of the governing body of the Borrower identified above (the "Borrower") held on 7th day of November, 2011, the following resolution was introduced and adopted.

WHEREAS, the Borrower has borrowed \$700,000 from the Georgia Environmental Finance Authority (the "lender") pursuant to the terms of a Contract for Financing Environmental Facilities and for Other Services (the "Loan Agreement"), dated April 18, 2011, between the Borrower and the Lender; and

WHEREAS, the Borrower's obligation to repay the loan made pursuant to the Loan Agreement is evidenced by a Promissory Note (the "Note") of the Borrower, dated March 7, 2011; and

WHEREAS, the Borrower and the Lender have determined to amend and modify the Note and the Loan Agreement, pursuant to the terms of a Modification of Promissory Note and Loan Agreement (the "Modification") between the Borrower and the lender, the form of which has been presented to this meeting;

NOW, THEREFORE, BE IT RESOLVED by the governing body of the Borrower that the forms, terms, and conditions and the execution, delivery, and performance of the Loan Agreement and the Note are hereby approved and authorized.

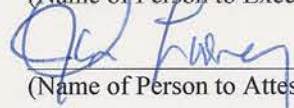
BE IT FURTHER RESOLVED by the governing body of the Borrower that the terms of the Modification are in the best interests of the Borrower, and the governing body of the Borrower designates and authorizes the following persons to execute and deliver, and to attest, respectively, the Modification, and any related documents necessary to the consummation of the transactions contemplated by the Modification.



(Name of Person to Execute Documents)



(Title)




(Name of Person to Attest Documents)



(Title)

The undersigned further certifies that the above resolution has not been repealed or amended and remains in full force and effect.

Date: 11/7/2011



Secretary/Clerk

(SEAL)