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RESOLUTION NO. 3

A RESOLUTION OF THE TOWN COUNCIL APPROVING CERTAIN  
AGREEMENTS WITH INDIANA AMERICAN WATER AND  
AUTHORIZING EXECUTION OF DOCUMENTS

WHEREAS, the Town of Georgetown (the "Town") and Indiana American Water Company (the "Company") entered into an Asset Purchase Agreement dated February 16, 2017 (the "Agreement") to sell the assets of the Town's waterworks to the Company; and

WHEREAS, such Agreement and sale of the waterworks assets (the "Sale") has been approved by the Indiana Utility Regulatory Commission; and

WHEREAS, the Town desires to approve certain agreements and licenses necessary to complete the Sale and operation of the waterworks; and

WHEREAS, the Town desires to authorize the Town council President, upon advice of counsel (the "Town Attorney") and the Clerk-Treasurer to execute and finalize all documents and other actions necessary to effect the completion of the Sale.

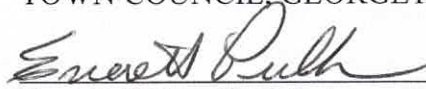
NOW, THEREFORE, BE IT RESOLVED that the Town Council of the Town of Georgetown does hereby resolve:

1. The Water Usage Data Agreement between the Town and Company, to be dated the date of closing, is hereby approved in substantially the form set forth in Exhibit A.
2. The Water Service Termination Agreement between the Town and Company, to be dated the date of closing, is hereby approved in substantially the form set forth in Exhibit B.
3. The Water Meter Replacement License, between the Town and Company, to be dated October 30, 2017, is hereby approved in substantially the form set forth in Exhibit C.
4. The above referenced agreements are to be finalized, all blanks completed and approved by the President of the Town Council and Town Attorney prior to execution.
5. The assignments of permits, contracts, personal property, intellectual property and warranties required to effect closing of the Sale are hereby approved.
6. All other agreements, licenses or other documents required for the completion of closing are hereby approved subject to the review and approval of the President of the Town Council and the Town's attorney.

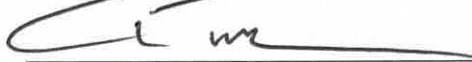
7. The President of the Town Council, any other member of the Town Council, the Clerk-Treasurer and the Town Attorney are authorized to review, approve and execute any and all other documents necessary to complete the Sale.
8. This Resolution is effective upon passage.

ADOPTED AND PASSED this 30 day of October, 2017.

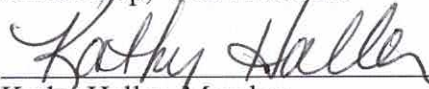
TOWN COUNCIL, GEORGETOWN, INDIANA



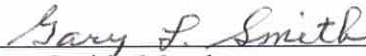
Everett Pullen, President



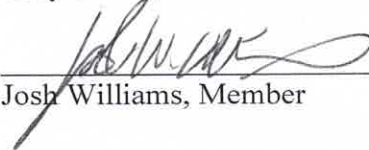
Chris Loop, Vice President



Kathy Haller, Member



Gary Smith, Member



Josh Williams, Member

Attest:



Brent Fender, Clerk-Treasurer