

RESOLUTION NO. R-04-12

RESOLUTION APPROVING MASTER LEASE/PURCHASE AGREEMENT

LESSEE: Town of Georgetown, Indiana

Master Equipment Lease/Purchase Agreement dated August 15, 2004

At a duly called meeting of the Georgetown Town Council held in accordance with all applicable legal requirements, including open meeting laws, on the 9<sup>th</sup> day of December, 2004, the following resolution was introduced and adopted.

**RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A MASTER EQUIPMENT LEASE/PURCHASE AGREEMENT, AND RELATED INSTRUMENTS, AND DETERMINING OTHER MATTERS IN CONNECTION THEREWITH.**

WHEREAS, the governing body of the Town of Georgetown, Indiana ("Lessee") has determined that a true and very real need exists for the equipment (the "Equipment") described in the Master Lease/Purchase Agreement (the "Agreement") presented to this meeting; and

WHEREAS, Lessee has taken all necessary steps, including those relating to any applicable legal bidding requirements, to arrange for the acquisition of the Equipment; and

WHEREAS, Lessee proposes to enter into the Agreement substantially in the form presented in this meeting:

NOW, THEREFORE, BE IT RESOLVED BY THE GEORGETOWN TOWN COUNCIL AS FOLLOWS:

Section 1. BEST INTERESTS OF LESSEE. It is hereby found and determined that the terms of the Agreement in the form presented to this meeting and incorporated in this resolution are in the best interests of Lessee for the acquisition of the Equipment.

Section 2. AUTHORIZATION. The Agreement is hereby approved. The Town Council President of Lessee who shall have the power to execute contracts on behalf of Lessee be, and each of them hereby is, authorized to execute, acknowledge and deliver the Agreement, such approval to be conclusively evidenced by such execution and delivery of the Agreement. The Town Council President of Lessee and any other officers of Lessee who shall have the power to do so be, and each of them hereby is, authorized to affix the official seal of Lessee to the Agreement and attest the same.

Section 3. EXECUTION OF DOCUMENTS. The proper officer(s) of Lessee be, and each of them hereby is, authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits, and other documents and to do or cause to be done any and all other acts and things necessary or proper for carrying out this resolution and the Agreement.

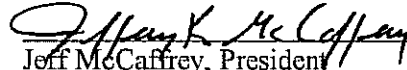
Section 4. DESIGNATION AS QUALIFIED TAX-EXEMPT OBLIGATION. Lessee hereby designates the Agreement as a "qualified tax-exempt obligation" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986 as amended.

Section 5. EFFECTIVE DATE. This Resolution shall take effect immediately. The undersigned certifies that the above resolution has not been repealed or amended and remains in full force and effect,


and further certifies that the aboveand foregoing Agreement is the same as presented at said meeting of the Georgetown Town Council.

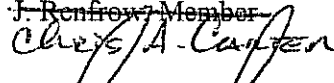
SO RESOLVED THIS 9<sup>TH</sup> DAY OF DECEMBER, 2004.

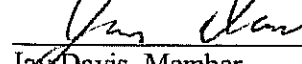
TOWN COUNCIL OF THE TOWN OF  
GEORGETOWN, INDIANA

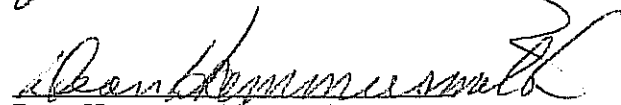
  
Jeff McCaffrey, President

  
Gary Smith, Vice-President

  
~~J. Renfrow, Member~~

  
~~Chris A. Carpenter~~

  
Jay Davis, Member

  
Dean Hammersmith, Member

ATTEST:

  
Doug Cook, Clerk-Treasurer