

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS  
COUNTY OF RUSK  
CITY OF TATUM

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We the undersigned officers of the City of Tatum, Texas (the "City") , hereby certify as follows:

1. The City Council of the City of Tatum, Texas convened in a regular meeting on August 8, 2002, ( the "Meeting" ) at the designated meeting place, and the roll was called of the duly constituted officers and members of the said City Council, to wit:

<u>Bob Harris</u>	Mayor
<u>E.W. Nelson</u>	Mayor Pro-tem
<u>Jeff Kellen</u>	Councilmember
<u>Roger Gonzalez Jr</u>	Councilmember
<u>Kim R. Smith</u>	Councilmember

and all of said persons were present, except the following: Robin Liles, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

RESOLUTION RELATING TO THE APPOINTMENT AND/OR REMOVAL OF  
CURRENT DIRECTOR OR DIRECTORS OF CITY OF TATUM, TEXAS HIGHER  
EDUCATION FACILITIES CORPORATION,

(the "Resolution") was duly introduced for the consideration of said City Council . It was then duly moved and seconded that said Resolution be adopted and, after due discussion, said motion, carrying with it the adoption of said Resolution, prevailed and carried by the following vote:

AYES:           All members of the City Council shown present above voted "Aye"  
                  Except as provided below:

NAYS:

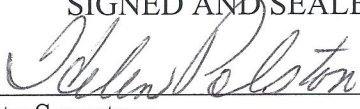
ABSTENTIONS:

2. That a true , full and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in said City Council's minutes of said Meeting; that the above and foregoing paragraph is a true, full and correct excerpt from the City Council's minutes of said Meeting pertaining to the adoption of said Resolution; that the persons named in the

above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said City Council as indicated therein; that each of the officers and members of said City Council was duly and sufficiently notified officially and personally, in advance , of the time, place and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting , and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the Mayor of said City has approved and hereby approves the aforesaid Resolution; that the Mayor and the City Secretary of said City have duly signed said Resolution ; and that the Mayor and the City Secretary of said City do hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Resolution for all purposes.

SIGNED AND SEALED AUGUST 8, 2002.

  
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City Secretary

  
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Mayor

(Seal)

