

**EXTRACT OF MINUTES
RESOLUTION OF GOVERNING BODY**

At a duly called meeting of the governing body of _____ (the “Volume Cap Allocation Recipient”) held on the ____ day of _____, the following resolution was introduced and adopted.

WHEREAS, the State of Georgia (the “State”), as required by Section 54D(e)(2)(A) of the Internal Revenue Code of 1986, as amended (the “Code”), has reallocated to the Volume Cap Allocation Recipient \$_____ of the national qualified energy conservation bond limitation that was allocated to the State pursuant to Section 54D(e)(1) of the Code; and

WHEREAS, as permitted by Section 54D(e)(2)(B) of the Code, the Volume Cap Allocation Recipient desires to reallocate to the State \$_____ of the national qualified energy conservation bond limitation that was reallocated to the Volume Cap Allocation Recipient by the State as described above;

NOW, THEREFORE, BE IT RESOLVED by the governing body of the Volume Cap Allocation Recipient that, as permitted by Section 54D(e)(2)(B) of the Code, the Volume Cap Allocation Recipient hereby reallocates to the State \$_____ of the national qualified energy conservation bond limitation that was reallocated to the Volume Cap Allocation Recipient by the State pursuant to Section 54D(e)(2)(A) of the Code.

BE IT FURTHER RESOLVED by the governing body of the Volume Cap Allocation Recipient that the Volume Cap Allocation Recipient has not and shall not assign to another person the national qualified energy conservation bond limitation reallocated to the State pursuant to this resolution.

The undersigned certifies that the above resolution has not been repealed or amended and remains in full force and effect.

Dated: _____

(SEAL)

Attesting Officer