

COUNTY OF CLAYTON

STATE OF GEORGIA

RESOLUTION NO. 2007 – 143

A RESOLUTION AUTHORIZING CLAYTON COUNTY TO ENTER INTO A MASTER EQUIPMENT LEASE WITH CLAYTON COUNTY GOVERNMENTAL FINANCE CORPORATION, TO BE ASSIGNED TO RBC CENTURA BANK, A NORTH CAROLINA BANKING CORPORATION, PROVIDING FOR THE TERMS AND CONDITIONS UNDER WHICH EQUIPMENT WILL BE LEASED TO THE COUNTY; TO PROVIDE AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

WHEREAS, Clayton County (the “Lessee”) has determined that a true and very real need exists for the acquisition of the Equipment described in the Equipment Lease/Purchase Agreement (the “Lease”) presented to this meeting; and

WHEREAS, the governing body of Lessee has taken the necessary steps, including any legal bidding requirements, under applicable law to arrange for the acquisition of such Equipment.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CLAYTON COUNTY, GEORGIA AND IT IS HEREBY RESOLVED

Section 1. The Board of Commissioners hereby authorizes Clayton County to enter into a Master Equipment lease with Clayton County Governmental Finance Corporation, to be assigned to RBC Centura Bank, a North Carolina Banking Corporation. Be it further resolved by the governing body of Lessee that the forms, terms and conditions and the execution, delivery, and performance of the Lease and the Escrow Agreement (collectively the “Agreements”) presented to this meeting are hereby approved and authorized.

Section 2. Be it further resolved by the Clayton County Board of Commissioners (the "Lessee") that the terms of the Agreements are in the best interests of Lessee for the acquisition of such Equipment, and the Lessee designates and authorizes the Chairman and Clerk of the Board of Commissioners of Clayton County to execute and deliver, and to attest, respectively, the Agreements and any related documents necessary to the consummation of the transactions contemplated by the Agreements and such execution shall constitute conclusive evidence that the executed documents have been authorized and approved.

Section 3. The Clayton County Board of Commissioners hereby authorizes the Director of Finance to amend the budget where necessary to reflect an appropriate revenue source and expense, all as may be required under the terms of Agreements. The Agreements shall be in substantially the form presented to the Board of Commissioners, subject to such minor changes, insertions or deletions as the Chairman of the Board of Commissioners may approve.

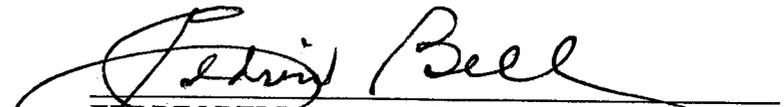
Section 4. The undersigned further certifies that the above resolution has not been repealed or amended and remains in full force and effect and further certifies that the above and foregoing Equipment Lease/Purchase Agreement is the same as presented at such meeting of the governing body of Lessee.

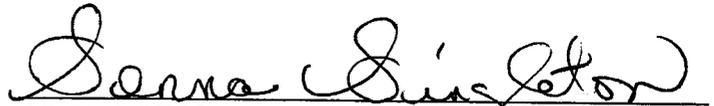
Section 5. This Resolution shall be effective on the date of its approval by the Board of Commissioners.

{SIGNATURES NEXT PAGE}

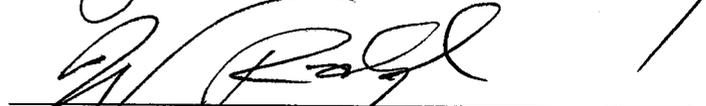
SO RESOLVED, this the 14th day of September, 2007.

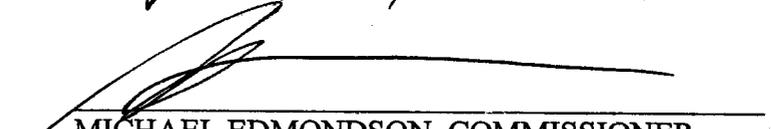
CLAYTON COUNTY BOARD OF COMMISSIONERS


ELDRIN BELL, CHAIRMAN


SONNA SINGLETON, VICE-CHAIRWOMAN


VIRGINIA BURTON GRAY, COMMISSIONER


WOLE RALPH, COMMISSIONER


MICHAEL EDMONDSON, COMMISSIONER

ATTEST:


SHELBY D. HAYWOOD, CLERK