

**RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN POWER SALES CONTRACT(S) RESPECTING THE PLANT VOGTLE ADDITIONAL UNITS; AND FOR OTHER PURPOSES.**

WHEREAS, City of Elberton (the "Participant") has need for an additional economical, reliable source of electric power and energy to meet the growing demands of its customers and has determined to purchase such electric power and energy from the Municipal Electric Authority of Georgia (the "Authority") from its interest in two 1102 megawatts nominally rated additional nuclear units to be located at Plant Vogtle, in Burke County, Georgia (the "Additional Units"); and

WHEREAS, the Authority will sell certain output and services of its portion of such Additional Units to the Participant pursuant to (i) a certain Plan Vogtle Additional Units Non-PPA Power Sales Contract, dated as of June 15, 2008, between the Authority and the Participant (the "Non-PPA Contract"), or (ii) a certain Plant Vogtle Additional Units PPA Power Sales Contract, dated June 15, 2008, between the Authority and the Participant (the "PPA Contract"), and a certain Plant Vogtle Additional Units PPA-2 Power Sales Contract, dated as of June 15, 2008, between the Authority and the Participant (the "PPA-2 Contract," and together with the Non-PPA Contract and the PPA Contract, the "Contracts"), or (iii) each of the Contracts, as specified below, and to contracts of similar subject matter with certain other political subdivisions;

NOW, THEREFORE, BE IT RESOLVED that the Mayor is hereby authorized and directed to execute and the Clerk, or any Assistant Clerk, is hereby authorized to attest and deliver the following documents, as indicated by the option selected below, in substantially the form(s) thereof that have been presented at this meeting and filed in the Minute File of the Participant:

(Indicate selection by marking the appropriate box)

- Non-PPA Contract;
- PPA Contract and PPA-2 Contract;
- All of the Contracts; and

FURTHER RESOLVED that the Participant hereby authorizes the Mayor and the Clerk, or any Assistant Clerk, to take any further actions and execute and deliver any other documents necessary to carry out the purpose of this Resolution, as amended from time to time, including, but not limited to, completing, confirming and clarifying the Participant's subscription forms for the purpose of establishing the level of the Participant's participation in any or all of the designations Contracts and executing all documents necessary for validation and issuance of the Authority's revenue bonds respecting the Additional Units.

This the 19<sup>th</sup> day of May, 2008.

*(See Attachment C, Subscription Form of this Resolution)*