

RESOLUTION OF THE CITY OF ELBERTON

WHEREAS, the City of Elberton is a Beneficiary of the Municipal Competitive Trust, as amended (the "Trust"); and

WHEREAS, MEAG Power has requested that the City of Elberton reconfirm the authority and position of the individuals authorized by the City of Elberton to communicate to MEAG Power the decisions of the City of Elberton concerning both deposits into and withdrawals from any of the City of Elberton's Subaccounts created by the Municipal Competitive Trust, as amended; and

WHEREAS, the City of Elberton, after due consideration, has determined that the requested confirmation as to the authority and identity of the authorized individuals in the best interest of the City of Elberton.

NOW, THEREFORE, BE IT RESOLVED that henceforth Lanier Dunn, City Manager; Lynn F. Saxon, Finance Director; and Kevin Eavenson, Controller (together, the "Authorized Officials") are authorized to communicate the decisions of the City of Elberton to MEAG Power with respect to any deposits or withdrawals from any of the City of Elberton Subaccounts established by the Municipal Competitive Trust, as amended, consistent with the term of the Municipal Competitive Trust, as amended; and

FURTHER RESOLVED that the City of Elberton hereby authorizes the Authorized Officials to execute, and the City Clerk to attest and deliver, certificates specifying the names, titles, term of office and specimen signatures of the Authorized Officials and other certificates and documents that MEAG Power may require from time to time to effect the purposes of the Trust and this Resolution.

This the 6th day of October, 2008.