

**RESOLUTION
OF
THE BOARD OF OURAY COUNTY COMMISSIONERS**

Re: Lease Purchase Agreement

I, Michelle Olin, hereby certify as follows:

1. I am the duly elected and acting Clerk and Recorder and official custodian of certain records for the County of Ouray ("Lessee"), a political subdivision or agency duly organized and existing under the laws of the State of Colorado.
2. That the following is a true and accurate transcript of resolutions duly adopted at a meeting of the governing body of Lessee held on March 1, 2004 at which meeting there was present and acting throughout a quorum authorized to transact the business hereinafter described and that said resolution has not been amended or revoked and is in full force and effect:

Whereas, the governing body of the Lessee has determined that a true and very real need exists for the acquisition of the equipment described in the Lease Agreement presented at this meeting; and

Whereas, the governing body of the Lessee has taken necessary steps to arrange for the acquisition of such equipment.

Now, Therefore, Be It Resolved by the Board of County Commissioners of Ouray County, Colorado that the Lessee enter into a Lease Agreement to be assigned to DaimlerChrysler Services North America, LLC, in substantially the form presented at this meeting, and that the representatives of the Lessee whose names and signatures are set forth below, and each of them, hereby are authorized to: (a) execute and deliver said Lease Agreement in the name and on behalf of the Lessee, either in the form presented at this meeting or with such changes therein as the representative of Lessee executing the same may approve, his or her approval and authority to be conclusively evidence by his or her execution thereof, such execution to be valid and binding on the lessee with or without the seal of the Lessee; (b) to carry out the obligations and enforce the rights of the Lessee under said Lease Agreement; (c) to execute and deliver in the name and on behalf of the Lessee such other documents as may be requested or required by DaimlerChrysler Services North America, LLC in connection with said Lease Agreement; (d) to exercise any renewal, purchase, or other option of the Lessee under said Lease Agreement; and (e) to take all other action deemed by them necessary or advisable in connection with the foregoing.

Adopted this 1st day of March, 2004.

BOARD OF COUNTY COMMISSIONERS
OF OURAY COUNTY, COLORADO

ATTEST:

Tom Hollenbeck, Chairman

Michelle Olin,
Clerk and Recorder

By: _____
Linda Munson-Haley
Deputy Clerk of the Board

Don Batchelder, Vice-Chairman

William Ferguson, Commissioner Member

