

**AMENDED RESOLUTION EXPRESSING INTENT TO REIMBURSE
EXPENDITURES TO BE INCURRED BY POLK COUNTY, TEXAS**

WHEREAS, Polk County, Texas (the "Issuer") is a Texas County and a political subdivision of the State of Texas authorized to issue obligations to finance its activities pursuant to various Texas statutes, including anticipation notes pursuant to Chapter 1431, Texas Government Code, the interest on which is excludable from gross income for federal income tax purposes ("tax-exempt obligations") pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code");

WHEREAS, the Issuer has previously made a resolution to authorize the reimbursement of certain expenditures on September 23, 2008, which authorized the reimbursement of \$1,000,000 from its General Fund and \$1,000,000 from its Road and Bridge Fund;

WHEREAS, the Issuer finds that an additional project should be included in the Description of Projects, such additional project being the acquisition of road construction and maintenance materials;

WHEREAS, the Issuer finds that it should increase the amount projected for reimbursement from the Road and Bridge Fund by an additional \$1,000,000 to cover future expenditures before it issues obligations to reimburse itself from such fund; and

WHEREAS, the Issuer finds that it will make, or has made not more than 60 days prior to the date of the original resolution for the original list of projects in the Description of Projects or as of the date hereof for the acquisition of road construction and maintenance materials, such items set forth on Exhibit "A" attached hereto;

WHEREAS, the Issuer has concluded that it does not currently desire to issue tax-exempt obligations to finance the costs associated with the projects listed on Exhibit "A" attached hereto;

WHEREAS, the Issuer desires to reimburse itself for the costs associated with the projects listed on Exhibit "A" attached hereto, which it funded from interfund transfers, from the proceeds of tax-exempt obligations to be issued subsequent to the date hereof; and,

WHEREAS, the Issuer reasonably expects to issue tax-exempt obligations to reimburse itself for the costs associated with the projects listed on Exhibit "A" attached hereto.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Issuer reasonably expects to reimburse itself for all costs that have been or will be paid subsequent to the date that is 60 days prior to the date hereof and that are to be paid in connection with the acquisition, construction, repair and equipping of the projects listed on Exhibit "A" attached hereto from the proceeds of tax-exempt obligations to be issued subsequent to the date hereof.

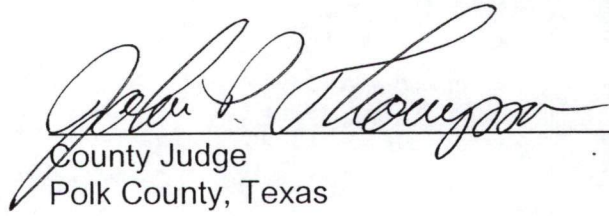
Section 2. This Resolution is also made to evidence the intent of the Issuer to make such reimbursements under Treas. Reg. § 1.150-2 and Section 1201.042, Texas Government Code.

Section 3. The findings and preambles set forth in this Resolution are hereby incorporated into this Resolution and made a part hereof for all purposes.

Section 4. The Issuer reasonably expects that the maximum principal amount of tax-exempt obligations issued to reimburse the Issuer for the costs associated with the projects listed on Exhibit "A" attached hereto will not exceed \$3,000,000.

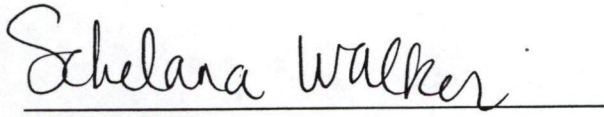
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ADOPTED this ____ day of May, 2009, by the Polk County Commissioners Court.



County Judge
Polk County, Texas

ATTEST:



County Clerk
Polk County, Texas

[COMMISSIONERS COURT SEAL]



EXHIBIT "A"

DESCRIPTION OF PROJECTS

The construction and improvements of roads and bridges in the County;

The acquisition of road right-of-way;

The acquisition of real property;

The construction of improvements to county buildings;

The acquisition of road maintenance equipment;

The acquisition of vehicles;

The acquisition of computer equipment and software;

The scanning, organization and computer digital imaging of County Records;

Such financing to be in an amount not to exceed \$1,000,000 from the General Fund and \$2,000,000 from the Road and Bridge Fund of Polk County, Texas.