

CERTIFICATE AS TO RESOLUTION AND ADOPTING VOTE

I, the undersigned, being the duly qualified and acting recording officer of the City of Great Falls, Montana (the "City"), hereby certify that the attached resolution is a true copy of a Resolution No. _____ entitled: "RESOLUTION APPROVING THE INDUSTRIAL DISTRICT RAIL SPUR AS A TAX INCREMENT INDUSTRIAL INFRASTRUCTURE PROJECT" (the "Resolution"), on file in the original records of the City in my legal custody; that the Resolution was duly adopted by the City Commission of the City at a regular meeting on December 20, 2005, and that the meeting was duly held by the City Commission and was attended throughout by a quorum, pursuant to call and notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.

I further certify that, upon vote being taken on the Resolution at said meeting, the following Commission members voted in favor thereof: _____
_____; voted against the same: _____
_____; abstained from voting thereon: _____
_____; or were absent: _____.

WITNESS my hand and seal officially this ___ day of December, 2005.

(SEAL)

City Clerk

RESOLUTION NO. _____

RESOLUTION APPROVING THE INDUSTRIAL DISTRICT
RAIL SPUR AS A TAX INCREMENT INDUSTRIAL
INFRASTRUCTURE PROJECT

BE IT RESOLVED by the City Commission (the “Commission”) of the City of Great Falls, Montana (the “City”), as follows:

Section 1. Recitals.

1.01. The Commission by Ordinance No. 2911, passed and approved on May 17, 2005, created the Central Montana Agricultural and Technology Park Tax Increment Industrial Infrastructure District (the “District”) and approved the City of Great Falls Central Montana Agricultural and Technology Park Industrial Infrastructure District Plan (the “Plan”) for the District pursuant to Montana Code Annotated, Title 7, Chapter 15, Parts 42 and 43, as amended (the “Act”), which Plan contained a provision for tax increment financing. Pursuant to the Act and the procedures contained in the Plan, and Resolution No. 9533, adopted December 6, 2005, the City set forth its intention to designate and approve the acquisition of a rail spur and appurtenant facilities (the “Rail Spur”) as a Tax Increment Industrial Infrastructure Project (the “Project”) necessary to serve the International Malting Company, LLC (the “Company”) and other properties included in the District and called for a public hearing thereon.

1.02. At the public hearing on December 20, 2005, notice of which was duly published, all persons wishing to comment on the Project and the issuance of Bonds therefor were given an opportunity to speak.

Section 2. Findings. Based on the testimony at the public hearing and such other information available to this City, the Commission hereby finds, with respect to the Project described in Section 1 hereof, as follows:

- a. no persons will be displaced from their housing by the Project;
- b. the Rail Spur and the Project conform to the comprehensive plan and growth plan of the City;
- c. the Project will afford maximum opportunity, consistent with the needs of the City as a whole, for the rehabilitation or redevelopment of the District by private enterprise;
- d. the issuance of \$2,744,090 of Tax Increment Industrial Revenue Bonds for the Project (the “Bonds”) will enable the City to fund the Project; and
- e. the Rail Spur and Project constitute a tax increment industrial infrastructure project within the meaning of the Act and the Plan.

Section 3. Conditions. The issuance of the Bonds by the City is conditioned upon all the terms and conditions set forth in Section 1.06 of Resolution No. 9533 being satisfied.

Section 4. Effect. This Resolution shall take effect from and after 30 days of its passage by the City Commission and approval by the Mayor.

PASSED, ADOPTED and APPROVED on second reading this 20th day of December, 2005.

Mayor

Attest: _____
City Clerk

Approved as to Legal Content:

City Attorney