



Corporate Resolution and Certificate of Incumbency
(Commercial Credit Card Account)

I, Rosa B. Hilbert hereby certify that I am the Deputy Town Clerk and custodian of the records of the Town of Black Mountain (legal name of corporation) a corporation duly organized and existing under the laws of North Carolina ; that the following is a true and correct copy of certain resolutions duly adopted by the Board of Directors of said corporation at a meeting duly held on the 12th day of October , 2009 at which a quorum was present; and that the following resolutions are in conformity with the charter and by-laws of said corporation and have not since been rescinded or modified.

RESOLVED, that this corporation enter into a commercial credit card account ("Card Account") relationship with SunTrust Bank ("Bank"); that any one of the officers of this corporation listed below be and is hereby authorized to enter into, execute and deliver in the name of and on behalf of the corporation the agreements, documents, or other instruments deemed reasonable or necessary to establish and administer the Card Account; and that this corporation shall be bound by the terms and conditions of said agreements, documents, or other instruments as the same may be amended from time to time.

RESOLVED FURTHER, that the corporation shall furnish to the Bank a certified copy of these resolutions, which resolutions shall continue in full force and effect until written notice of the rescission or modification of the same has been received by the Bank, and the Bank has had reasonable time to act on such notice, and shall furnish to the Bank the names and specimen signatures of the officer(s) named herein, and those persons from time to time holding such positions.

I hereby certify that the following are the names and specimen signatures of the officer(s) designated in the foregoing resolutions and that each presently holds the title indicated therein:

Table with 3 columns: Name, Title, Signature. Rows include Marcia D. Onieal (Town Manager), Rick Shreve (Finance & Info. Services Director), Meredith Glenn (Accounting Clerk), and Sherry Williams (Deputy Finance Officer).

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said corporation this 12th day of October , 2009 .

Signature
Marcia D. Onieal
Print Name
Town Manager
Title