

RESOLUTION OF GOVERNING BODY

At a duly called meeting of the governing body of The Commissioners of Fire District No. 3, in the Township of Dennis, County of Cape May held in accordance with all applicable legal requirements, including open meeting laws, on the 17th day of January, 2017, the following resolution was introduced and adopted:

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A TAX-EXEMPT LEASE PURCHASE AGREEMENT, AND RELATED INSTRUMENTS, AND DETERMINING OTHER MATTERS IN CONNECTION THEREWITH.

WHEREAS, the governing body of The Commissioners of Fire District No. 3, in the Township of Dennis, County of Cape May ("Lessee") desires to obtain one (1) new Pierce Pumper (the "Equipment") described in the Equipment Schedule to the Tax-Exempt Lease Purchase Agreement (collectively, the "Agreement") with Lessor for a term not to exceed seven (7) years with a maximum amount financed of \$425,617.58 at 2.791%, the form of which has been available for review by the governing body of Lessee prior to this meeting; and

WHEREAS, the Equipment is essential for the Lessee to perform its governmental functions; and

WHEREAS, Lessee has taken the necessary steps, including those relating to any applicable legal bidding requirements, to arrange for the acquisition of the Equipment; and

WHEREAS, Lessee proposes to enter into the Agreement with Lessor substantially in the forms presented to this meeting.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF LESSEE AS FOLLOWS:

Section 1. It is hereby found and determined that the terms of the Agreement in the forms presented to this meeting and incorporated in this resolution are in the best interests of Lessee for the acquisition of the Equipment.

Section 2. The Agreement and the acquisition and financing of the Equipment under the terms and conditions as described in the Agreement are hereby approved. The Board Chairman of Lessee and any other officer of Lessee who shall have power to execute contracts on behalf of Lessee be, and each of them hereby is, authorized to execute, acknowledge and deliver the Agreement with any changes, insertions and omissions therein as may be approved by the officers who execute the Agreement, such approval to be conclusively evidenced by such execution and delivery of the Agreement. The Board Secretary of the Lessee and any other officer of Lessee who shall have power to do so be, and each of them hereby is, authorized to affix the official seal of Lessee to the Agreement and attest the same.

Section 3. The proper officers of Lessee be, and each of them hereby is, authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do or cause to be done any and all other acts and things necessary or proper for carrying out this resolution and the Agreement.

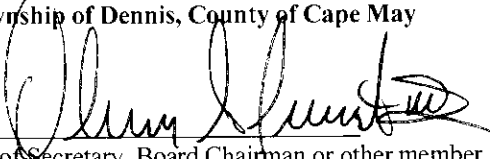
Section 4. Pursuant to Section 147(f)/Section 265(b) of the Internal Revenue Code of 1986, as amended (the "Code"), Lessee hereby specifically designates the Agreement as a "qualified tax-exempt obligation" for purposes of Section 147(f)/Section 265(b)(3) of the Code.

The undersigned further certifies that the above resolution has not been repealed or amended and remains in full force and effect and further certifies that the Agreement executed on behalf of Lessee are the same as presented at such meeting of the governing body of Lessee, excepting only such changes, insertions and omissions as shall have been approved by the officers who executed the same.

Date: January 17, 2017

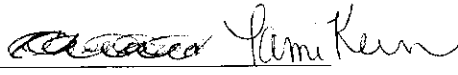
**The Commissioners of Fire District No. 3,
In the Township of Dennis, County of Cape May**

Lessee

By: 
(Signature of Secretary, Board Chairman or other member of the Governing Body)

Name: OLIVER TWIST

Title: Chairman

Attested By: 

(Signature of one additional person who can witness the passage of this Resolution)

Name: TARA KERN

Title: Secretary