

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF BUNCOMBE,  
NORTH CAROLINA, APPROVING AN AMENDMENT TO AN INSTALLMENT FINANCING  
CONTRACT**

**WHEREAS**, the County of Buncombe, North Carolina (the “*County*”) is a validly existing political subdivision of the State of North Carolina, existing as such under and by virtue of the Constitution, statutes and laws of the State of North Carolina (the “*State*”);

**WHEREAS**, the County has the power, pursuant to the General Statutes of North Carolina to (1) purchase real and personal property, (2) enter into installment financing contracts in order to finance the purchase of real and personal property used, or to be used, for public purposes, and (3) finance the construction of fixtures or improvements on real property by contracts that create in the fixtures or improvements and in the real property on which such fixtures or improvements are located a security interest to secure repayment of moneys advanced or made available for such construction;

**WHEREAS**, the Board of Commissioners of the County (the “*Board of Commissioners*”) has previously determined that it is in the best interest of the County to enter into an installment financing contract (the “*Contract*”) with Bank of America, N.A. (the “*Bank*”) to provide for (1) the construction and equipping a County animal shelter, (2) the acquisition of land to be used for a parking facility and (3) the acquisition of a building to be used for County and local government purposes (collectively, the “*Facilities*”) to be located in the County and create a security interest in the real property to be acquired for the parking facility and the real property on which the County building is located and all the improvements thereon pursuant to a deed of trust from the County to the Deed of Trust Trustee named therein (the “*Deed of Trust*”);

**WHEREAS**, the Board hereby determines that it is in the best interest of the County to enter into Amendment Number One to the Contract dated on or about January 15, 2009 (the “*Amendment*”) between the County and the Bank;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF BUNCOMBE, NORTH CAROLINA, AS FOLLOWS:**

**Section 1. Approval, Authorization and Execution of the Amendment.** The County hereby approves the execution and delivery of the Amendment. The form, terms and content of the Amendment are in all respects authorized, approved and confirmed, and the Chairman, the County Manager, the Finance Director of the County and the Clerk to the Board or their respective designees are authorized, empowered and directed to execute and deliver the Amendment for and on behalf of the County, including necessary counterparts, in substantially the form attached hereto, but with such changes, modifications, additions or deletions therein as shall to them seem necessary, desirable or appropriate, their execution thereof to constitute conclusive evidence of their approval of any and all such changes, modifications, additions or deletions, and that from and after the execution and delivery of the Amendment, the Chairman, the County Manager, the Finance Director of the County and the Clerk to the Board or their respective designees are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Amendment as executed.

**Section 2. Repealer.** All motions, orders, resolutions, ordinances and parts thereof in conflict herewith are hereby repealed.

*Section 3. Severability.* If any section, phrase or provision of this Resolution is for any reason declared to be invalid, such declaration does not affect the validity of the remainder of the sections, phrases or provisions of this Resolution.

*Section 4. Effective Date.* This Resolution is effective on the date of its adoption.

**YEAS**

---

---

---

---

---

**NAYS**

---

---

*PASSED, ADOPTED AND APPROVED* this 6<sup>th</sup> day of January, 2009.



**EXTRACT FROM MINUTES OF BOARD OF COMMISSIONERS**

A regular meeting of the Board of Commissioners of the County of Buncombe, North Carolina was duly held on January 6, 2009, at 4:30 p.m. in the Commissioners' Chambers, Buncombe County Courthouse, Asheville, North Carolina, Chairman David Gantt presiding.

Commissioners Present:

Commissioners Absent:

\* \* \* \* \*

Commissioner \_\_\_\_\_ moved that the following resolution be adopted, seconded by Commissioner \_\_\_\_\_:

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF BUNCOMBE, NORTH CAROLINA, APPROVING AN AMENDMENT TO AN INSTALLMENT FINANCING CONTRACT.**

The motion was adopted by the following vote:

Ayes:

Nays:

Commissioners Abstaining:

\* \* \* \* \*

