

Section 13. This Township appoints Sovereign Bank, having its principal office at 3 Terry Drive, Suite 102, Newtown, PA, 18940, as the sinking fund depository with respect to the Sinking Fund.

Section 14. This Township covenants to make payments out of the Sinking Fund or out of any other of its revenues or funds, at such times and in such annual amounts, as shall be sufficient for prompt and full payment of all obligations of the Note when due.

Section 15. The Chairman of the Board of Supervisors and the Secretary, respectively, of this Township, which shall include their duly qualified successors in office, if applicable, are authorized and directed: (a) to prepare and verify the debt statement required by Section 410 of the Act; and (b) to take other required, necessary, and/or appropriate action.

The auditors of this Township are authorized and directed, if applicable, to prepare an appropriate borrowing base certificate to be appended to the debt statement authorized herein.

Section 16. The Note has been sold, as set forth in this Resolution, at private sale, as permitted by the Act.

Section 17. The Chairman of the Board of Supervisors and the Secretary of this Township are authorized and directed to contract with Sovereign Bank, having its principal office at 3 Terry Drive, Suite 102, Newtown, PA, 18940, for its services as sinking fund depository in connection with the Sinking Fund and as paying agent in connection with the Note.

Section 18. It is declared that the debt to be incurred hereby, together with any other indebtedness of this Township, is not in excess of any applicable limitation imposed by the Act upon the incurring of debt by this Township, which is evidenced by the Note.

Section 19. The Treasurer or Assistant Treasurer of this Township is authorized and directed to deliver the Note, after execution and attestation thereof as provided for herein, to the Bank, as provided in the proposal for purchase of the Note, but only after compliance with the Act.

Section 20. This Township covenants to and with purchasers of the issue that constitutes the Note that it will make no use of the proceeds of such issue that will cause the Note to be or become an "arbitrage bond" (or note) within the meaning of Section 103(b)(2) and Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations implementing said Sections that duly have been published in the Federal Register or with any other regulations implementing said Sections, and this Township further covenants to comply with all other requirements of the Code if and to the extent applicable to maintain continuously the Federal income tax exemption of interest on the Note.

This Township determines that it has not issued, and does not reasonably expect to issue tax-exempt obligations, together with all tax-exempt obligations issued and reasonably expected to be issued by "all subordinate entities" (within the meaning of Section 265(b)(3)(E) of the Code), of this Township which, in the aggregate, exceed or will exceed Ten Million Dollars (\$10,000,000) during the 2000 calendar year and, accordingly, this Township hereby designates the Note as a "qualified tax-exempt obligation", as defined in Section 265(b)(3)(B) of the Code, for the purposes and effect contemplated by Section 265 of the Code.

Section 21. In the event any provision, section, sentence, clause, or part of this Resolution shall be held to be invalid, such invalidity shall not affect or impair any remaining provision, section, sentence, clause, or part of this Resolution, it being the intent of this Township that such remainder shall be and shall remain in full force and effect.

Section 22. All resolutions or parts of resolutions, insofar as the same shall be inconsistent herewith, shall be and the same expressly are repealed.

Section 23. This Resolution shall be effective in accordance with Section 103 of the Act.

DULY ADOPTED, by the Board of Supervisors of the Township of Rush, Schuylkill County, Pennsylvania, in lawful session duly assembled, this 19th day of January, 2000.

TOWNSHIP OF RUSH

By: John H. Schickman
Chairman

ATTEST:

Catherine M. Riotto
Catherine M. Riotto, Secretary

CERTIFICATE

I, the undersigned, Secretary of the Township of Rush, Schuylkill County, Pennsylvania (the "Township"), certify that: the foregoing is a true and correct copy of a Resolution which duly was adopted by the Board of Supervisors of the Township, in accordance with law, at a meeting duly held on January 19, 2000; said Resolution has been certified and recorded by me, as Secretary of the Township, in the book provided for the purpose of such recording; said Resolution, upon adoption, as aforesaid, was assigned Resolution No. 2000-5; the total number of members of the Board of Supervisors of the Township is three (3); the vote of members of the Board of Supervisors of the Township, upon enactment of said Resolution, the yeas and nays having been called, duly was recorded by me, as Secretary, as follows:

John Schickram, Chairman - ye
Frank Berleth, Supervisor - ye
George A. Pinkey, Supervisor - ye

and said Resolution has not been amended, altered, or repealed, as of the date of this Certificate.

I further certify that the Board of Supervisors of the Township of Rush met the advance notice requirements of the Sunshine Act, Act No. 1986-84 of the General Assembly of the Commonwealth of Pennsylvania, approved July 3, 1986, as amended, by advertising the time and place of said meeting and by posting prominently a notice of said meeting at the public building in which said meeting was held.

IN WITNESS WHEREOF, I set my hand and affix the official seal of the Township, this

19th day of January, 2000.

(SEAL)

Catherine M. Riotto
Catherine M. Riotto, Secretary