

RESOLUTION NO. 2001-26

**RESOLUTION AUTHORIZING THE APPOINTMENT OF
CHASE MANHATTAN TRUST COMPANY NATIONAL ASSOCIATION
AS SUCCESSOR SERVICE PROVIDER FOR THE WEAKLEY COUNTY
SCHOOL BONDS.**

WHEREAS, First Tennessee Bank National Association ("First Tennessee") has been serving in one or more of the following positions: registrar and/or paying agent, or in other agency or similar positions (which positions are collectively referred to herein as "service provided" or "successor service provider," as indicated), under the instrument or instruments, as amended, which govern the foregoing relationships (the "Governing Instrument"), relating to the Accounts listed on Schedule 1; and

WHEREAS, First Tennessee desire to resign as service provider according to the terms of an agreement between First Tennessee, this Board, and Chase Manhattan Trust Company, National Association, ("Chase") substantially in the form presented to us (the "Agreement"), which addresses First Tennessee's resignation, our acknowledgement and acceptance of First Tennessee's resignation and our appointment of Chase, and Chase's acceptance of such appointment, as successor service provider to First Tennessee, all to be effective as of the Effective Date (as defined in the Agreement); and

WHEREAS, First Tennessee as provided notice of its resignation; and

WHEREAS, we desire to appoint Chase as successor service provider to First Tennessee; and

WHEREAS, Chase has agreed to assume the responsibilities as successor service provider under the Governing Instrument as of the Effective Date; and

BE IT FURTHER RESOLVED, that we hereby authorize and direct our authorized agent, including any member hereof, to acknowledge and accept First Tennessee's notice of resignation from the service provider positions, as described above, and we hereby ratify, approve, and confirm such acknowledgement and acceptance.

BE IT FURTHER RESOLVED, we hereby ratify, approve, and adopt the Agreement in its entirety.

BE IT FURTHER RESOLVED, that, upon the execution of the Agreement, we hereby appoint Chase as successor service provider to First Tennessee under the Governing Instrument effective as of the Effective Date.

BE IT FURTHER RESOLVED, that we hereby ratify, approve, and conform all prior acts of any authorized agent, including a member hereof, heretofore taken which relate in any manner to the resignation of First Tennessee or the appointment of Chase as successor service provider to First Tennessee, and every authorized agent, including any member hereof, is hereby authorized to take any and all such further actions as may be deemed necessary or prudent in the furtherance of effecting the resignation of First Tennessee and/or the appointment of Chase as successor service provider under the Governing Instrument.

NOW, THEREFORE BE IT RESOLVED, by the county legislative body of Weakley County, Tennessee assembled in regular session on this the 16th day of January, 2001 in Dresden, Tennessee that Chase Manhattan Trust Company, National Association become the successor service provider of the Weakley County, Tennessee 1992, 1996, and 1998 School Bonds, as per Schedule 1 (see attachment).

BE IT FURTHER RESOLVED, that all resolutions of the Board of County Commissioners of Weakley County, Tennessee, which are in conflict with this resolution are hereby repealed.

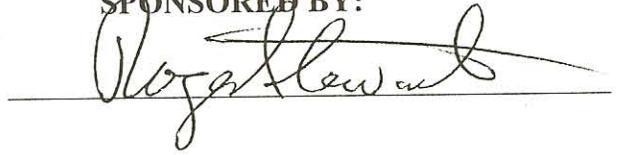
BE IT FURTHER RESOLVED, that this resolution take effect from and after its passage, the public welfare requiring it. This resolution shall be spread upon the minutes of the Board of County Commissioners.

Pursuant To The Rules Of The Commission, This Resolution Is Sponsored By The Following Members Of The Weakley County Board Of County Commissioners:

SPONSORED BY:



SPONSORED BY:



ACKNOWLEDGED AND APPROVED:

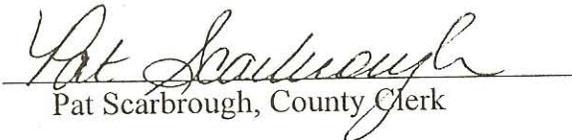

Chairman, Finance, Ways, & Means Committee

Motion made by Commissioner Stewart that the foregoing resolution be adopted:

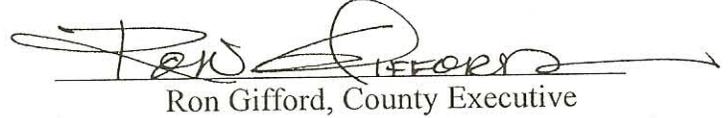
Motion seconded by Commissioner Page.

Upon being put to a roll call vote, Motion carried by a vote of 19 Yeas, 0 Nays,
0 Passed and 1 Absent.

Attested:


Pat Scarbrough, County Clerk

Approved:


Ron Gifford, County Executive

THIS THE 16th DAY OF JANUARY, 2001.