

CERTIFICATE AS TO RESOLUTION

I, the undersigned, being the duly qualified and acting recording officer of the City of Billings, Montana (the "City"), hereby certify that the attached resolution is a true copy of Resolution No. 97-173 entitled: "RESOLUTION RELATING TO WEST PARK RETIREMENT CENTER PROJECT; AUTHORIZING THE SALE AND ISSUANCE OF MULTIFAMILY HOUSING DEVELOPMENT REFUNDING REVENUE BONDS, SERIES 1997A (GNMA COLLATERALIZED MORTGAGE LOAN - WESTPARK VILLAGE PROJECT) AND MULTIFAMILY HOUSING DEVELOPMENT REVENUE BONDS, SERIES 1997B (TAXABLE) (GNMA COLLATERALIZED MORTGAGE LOAN - WESTPARK VILLAGE PROJECT); MAKING FINDINGS, CONFIRMING THE SALE AND ISSUANCE OF THE BONDS, ESTABLISHING THE SECURITY THEREFOR AND AUTHORIZING THE EXECUTION OF DOCUMENTS" (the "Resolution"), on file in the original records of the City in my legal custody; that the Resolution was duly adopted by the City Council of the City at a meeting on November 10, 1997, and that the meeting was duly held by the City Council and was attended throughout by a quorum, pursuant to call and notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.

I further certify that, upon vote being taken on the Resolution at said meeting, the following Council Members (i) voted in favor thereof: UNANIMOUS

(ii) voted against the same: NONE

(iii) voted against the same: NONE

or (iv) were absent: ELISON

WITNESS my hand officially as such recording officer this 10 day of November, 1997.

Marita Herold
City Clerk

