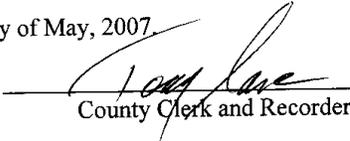
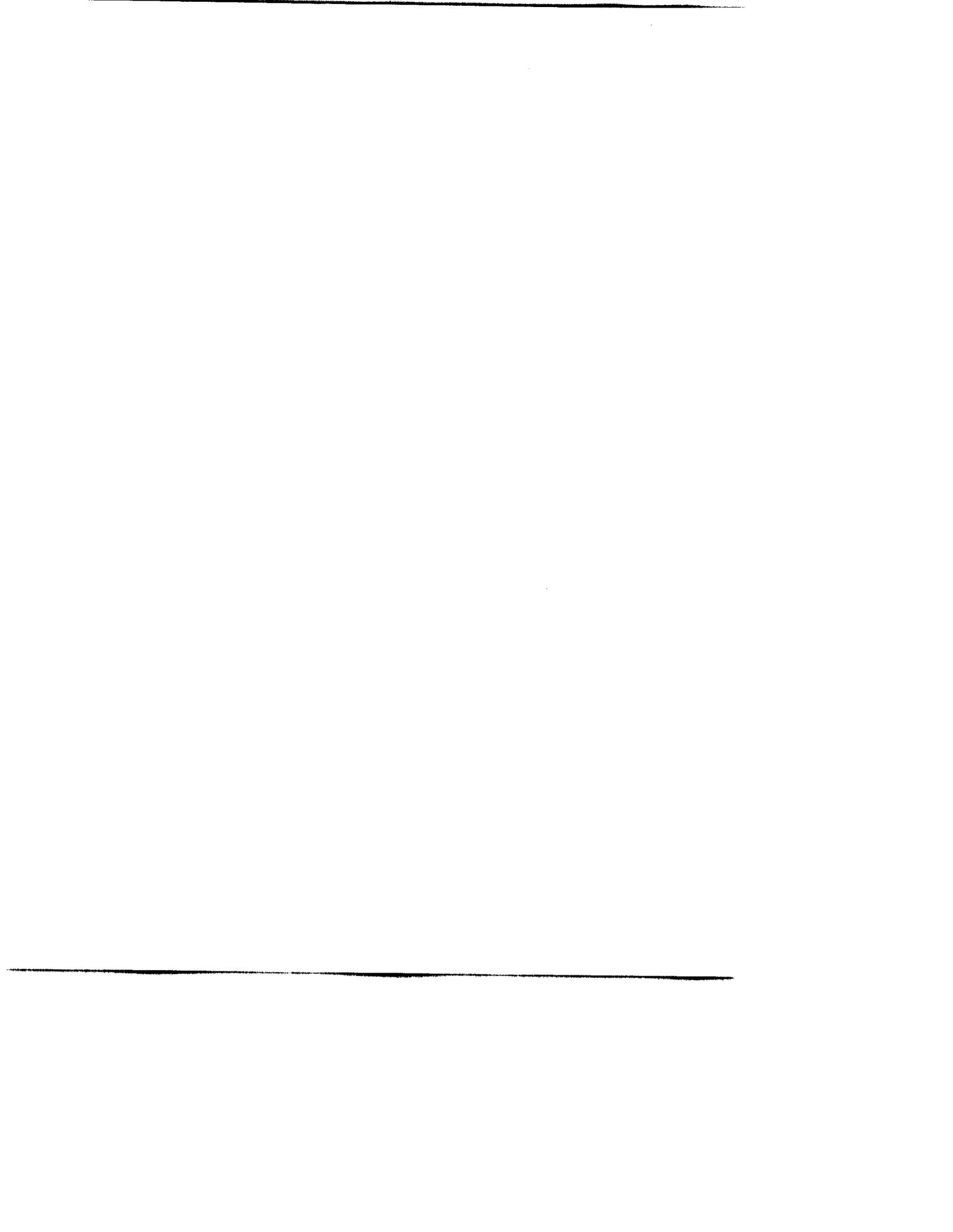


CERTIFICATE AS TO RESOLUTION

I, the undersigned, being the duly qualified and acting recording officer of the County of Yellowstone, Montana (the "County"), hereby certify that the attached resolution is a true copy of Resolution No. 07-39, entitled: "RESOLUTION RELATING TO RURAL SPECIAL IMPROVEMENT DISTRICT NO. 758; PRELIMINARY LEVY OF SPECIAL ASSESSMENTS ON PROPERTY WITHIN THE DISTRICT FOR THE PURPOSE OF FINANCING THE COST OF CERTAIN LOCAL IMPROVEMENTS" (the "Resolution"), on file in the original records of the County in my legal custody; that the Resolution was duly adopted by the Board of County Commissioners of the County at a meeting on May 15, 2007, and that the meeting was duly held by the Board of County Commissioners 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notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.

WITNESS my hand officially this 15th day of May, 2007.


County Clerk and Recorder



RESOLUTION NO. 07-37

RESOLUTION RELATING TO RURAL SPECIAL
IMPROVEMENT DISTRICT NO. 758; PRELIMINARY LEVY
OF SPECIAL ASSESSMENTS ON PROPERTY WITHIN THE
DISTRICT FOR THE PURPOSE OF FINANCING THE COST
OF CERTAIN LOCAL IMPROVEMENTS

BE IT RESOLVED by the Board of County Commissioners of the County of Issuer, Montana (the "County"), as follows:

Section 1. The District; the Improvements. The County has created a Rural Special Improvement district (the "District") pursuant to under Montana Code Annotated, Title 7, Chapter 12, Part 21, as amended (the "Act"), denominated Rural Special Improvement District No. 758 (the "District"), and undertaken certain local improvements (the "Improvements") to benefit property located therein. The Improvements have been substantially completed and the total costs of the Improvements are \$720,983, including all incidental costs.

Section 2. The Bonds. The County has pursuant to the Act issued its Rural Special Improvement district bonds drawn on the District, denominated "Rural Special Improvement District No. 758 Bonds," in the original aggregate principal amount of \$373,000.00 (the "Bonds"), to finance costs, including incidental costs, of the Improvements. The Bonds are payable primarily from special assessments to be levied against property in the District.

Section 3. Method of Assessment. (a) Pursuant to Resolution No. 06-109, adopted by this Board on October 10, 2006, and which constitutes the resolution of intention to create the District, this Board determined to levy special assessments to pay the costs of the Improvements on the basis or bases therein provided as authorized by the Act.

(b) This Board hereby ratifies and confirms that the assessment of costs of the specific Improvements against the properties benefitted thereby as prescribed by the resolution of intention are equitable and in proportion to and not exceeding the special benefits derived from the respective Improvements by the lots, tracts and parcels to be assessed therefor within the District, and the special assessments authorized by this resolution are in accordance with the methods and do not exceed the amounts prescribed by the resolution of intention.

Section 4. Proposed Levy of Assessments. The special assessments for the costs of the Improvements shall be levied and assessed against properties in the District in accordance with the method of assessments referred to in Section 3. Such assessments shall be payable over a term not exceeding 20 years, each in substantially semiannual installments of principal and interest. Property owners shall have the right to prepay the special assessments as provided by law.

The special assessments shall bear interest from May 1, 2007 until paid at an annual rate equal to the Interest Rate (as hereinafter defined) plus penalties and interest for delinquent installments as provided by law. As used herein, "Interest Rate" means, as of the date of determination, the sum of (i) the average interest rate payable on the Bonds then outstanding, (ii) one-half of one percent (0.50%) per annum. The Interest Rate shall be **4.25%** per annum.

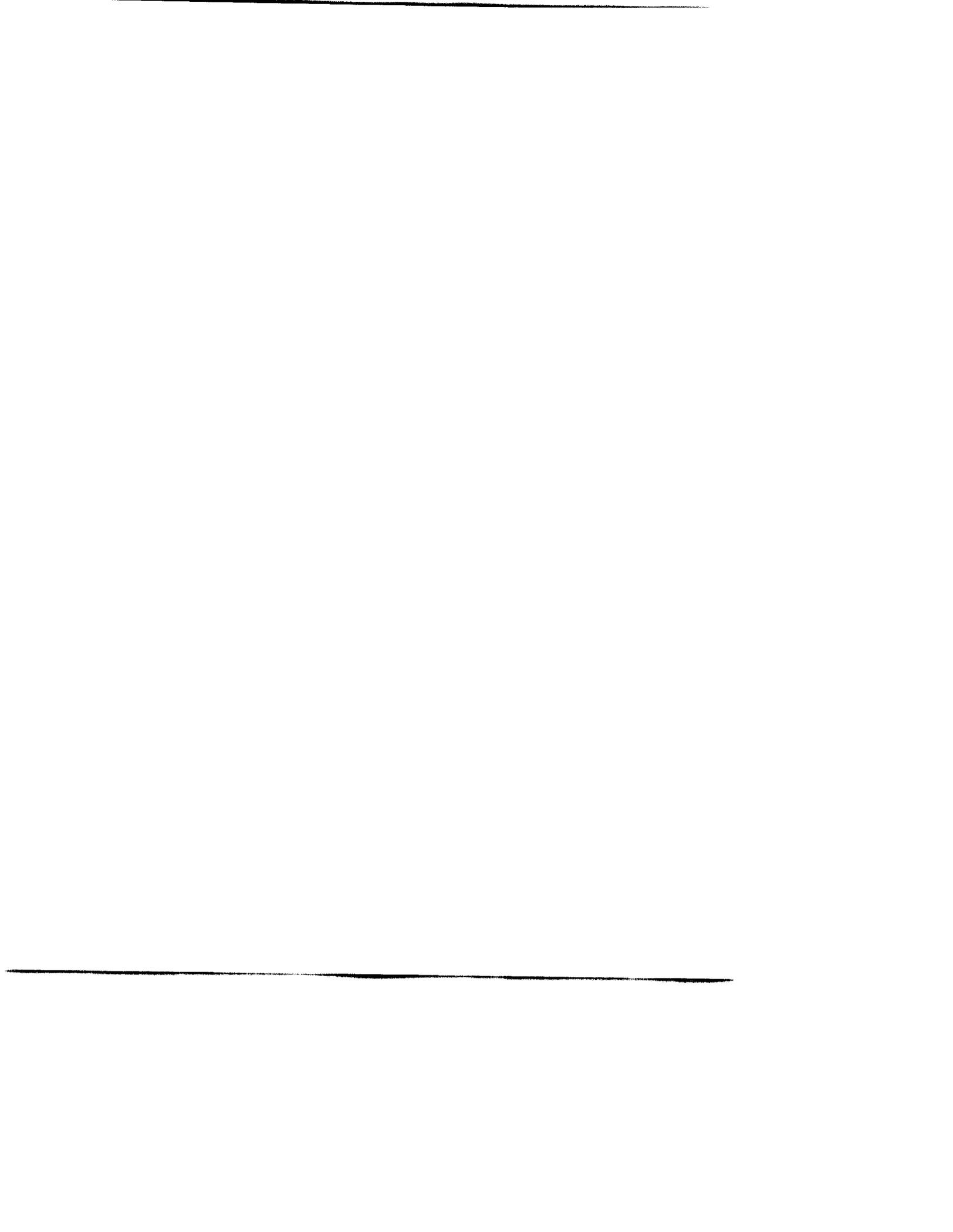


Exhibit A to this Resolution (which is hereby incorporated herein and made a part hereof) contains a description of each lot, tract or parcel of land to be assessed, the name of the owner, if known, the total amount of the special assessment levied against each lot, tract or parcel, the amount of each partial payment of the special assessment, and the day when each such partial payment shall become delinquent (the "Assessment Roll").

The Assessment Roll is preliminary and is subject to consideration by this Board of the objections, if any, from owners of property in the District following the public hearing provided for in Section 7.

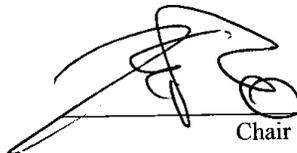
Section 5. Filing of Resolution. This resolution shall be kept on file in the office of the County Clerk and Recorder and shall be open to public inspection.

Section 6. Notice of Proposed Levy of Assessments. The County Clerk and Recorder is hereby authorized and directed to cause a copy of the notice of the passage of this resolution, substantially in the form of Exhibit B hereto (which is hereby incorporated herein and made a part hereof), (i) to be published twice in a newspaper meeting the requirements of Montana Code Annotated, Section 7-1-2121, with not less than six days between each, (ii) to be mailed to the owner of each lot, tract or parcel of land to be assessed (to be determined from the last completed assessment roll for state, county, and school district taxes), on or before the same day such notice is first published; and (iii) to be mailed to such other persons or entities known by the County Clerk and Recorder to have an ownership interest in such lots, tracts or parcels (including, without limitation, mortgagees and vendees under contracts of deed), on or before the same day such notice is first published.

Section 7. Public Hearing; Objections. This Board shall meet on Tuesday the 29th day of May, 2007, at 9:45 a.m., in Room 404, at the Yellowstone County Courthouse in Billings, Montana, for the purpose of conducting a public hearing on the levying and assessment of the special assessments in the District and considering the objections, if any, of the property owners to the levying and assessment of the special assessments.

ADOPTED by the Board of County Commissioners of the County of Yellowstone,
Montana, this

15th day of May, 2007.


Chair

Attest:


County Clerk and Recorder

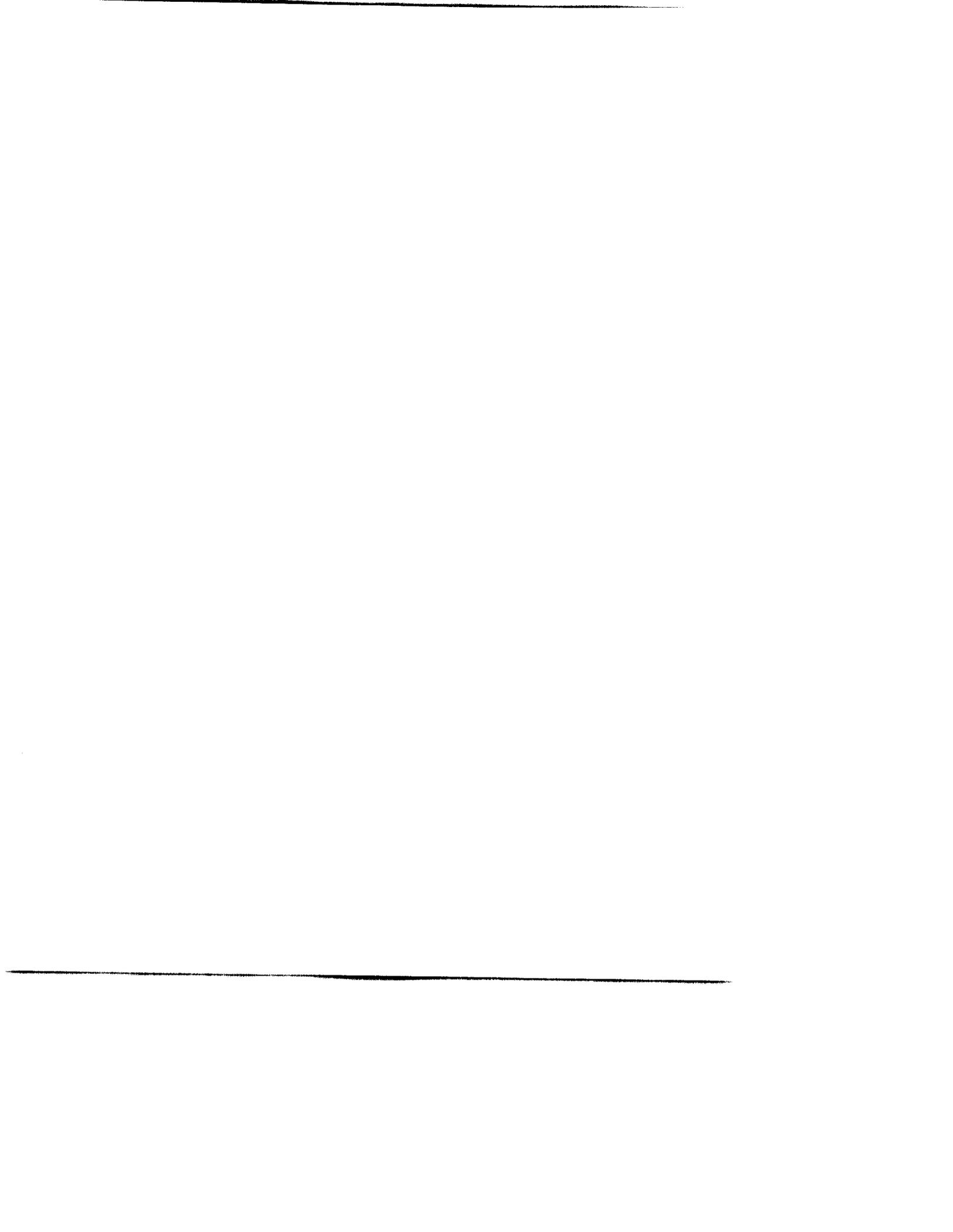


EXHIBIT B

NOTICE OF PROPOSED LEVY OF SPECIAL ASSESSMENTS IN
RURAL SPECIAL IMPROVEMENT DISTRICT NO. 758

COUNTY OF YELLOWSTONE, MONTANA

NOTICE IS HEREBY GIVEN that on May 29, 2007, the Board of County Commissioners of the County of Yellowstone, Montana (the "County"), adopted a resolution proposing to levy and assess special assessments against benefited property in Rural Special Improvement District No. 758 in the County (the "District") for the purpose of financing the costs of certain local improvements and paying costs incidental thereto.

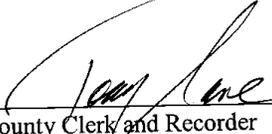
A complete copy of the resolution, which includes the proposed assessment roll and the amount of each special assessment, is on file with the County Clerk and Recorder and is available for public inspection.

On Tuesday the 29th day of May, 2007, at 9:45 a.m., in Room 403A, at the Yellowstone County Courthouse in Billings, Montana, the Board of County Commissioners will conduct a public hearing and pass upon all objections, whether made orally or in writing, to the proposed levy of the special assessments.

Further information regarding the special assessments or other matters in respect thereof may be obtained from Dexter Sherman at the Yellowstone County Courthouse Room 404E or by telephone at 256-2783.

Dated : May 15, 2007

BY ORDER OF THE BOARD OF
COUNTY COMMISSIONERS OF THE
COUNTY OF YELLOWSTONE,
MONTANA


County Clerk and Recorder

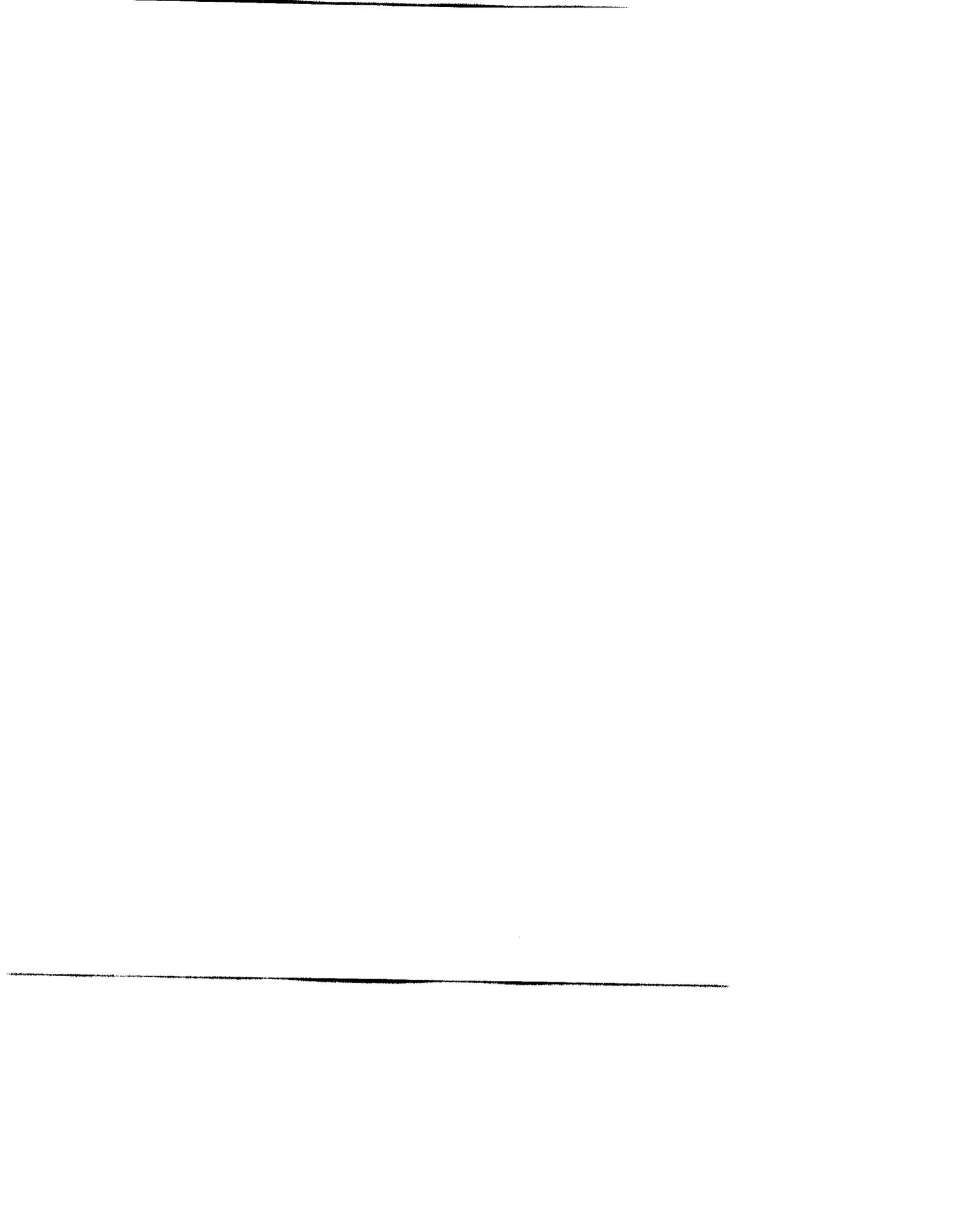


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NOTICE OF PROPOSED LEVY OF SPECIAL ASSESSMENTS IN
RURAL SPECIAL IMPROVEMENT DISTRICT NO. 758

COUNTY OF YELLOWSTONE, MONTANA

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Dated: May 15, 2007

BY ORDER OF THE BOARD OF COUNTY
COMMISSIONERS OF THE COUNTY OF
YELLOWSTONE, MONTANA

County Clerk and Recorder

(Publication Dates: May 18 and 25, 2007.)

23096

RESOLUTION
07-37 - GARDEN AVENUE - PROPOSING
ASSESSMENTS FOR RSID 758

05-15-07