

THE WESTERN UNION TELEGRAPH COMPANY

RESOLUTION OF BOARD OF DIRECTORS

RESOLVED,

(1) that contracts executed on behalf of this corporation with the State Road Department of Florida for relocation of telegraph facilities to accommodate highway construction and contemplating expenditure by and reimbursement of this corporation in amounts, in any one case, not exceeding \$5,000.00 may be executed by the Vice President or Operations Engineer of the corporation's Southern Division and when so executed shall be deemed to have been duly executed by and to constitute the act of this corporation without attestation by the Secretary or any Assistant Secretary of the corporation and without the affixing thereto of the corporate seal of this corporation;

(2) that, when a copy of this resolution has been delivered to the State Road Department of Florida, the State Road Department of Florida shall be entitled to presume conclusively that this resolution continues in full force and effect, unaltered, unmodified and unrescinded, without the necessity of ratification or recertification hereof, unless and until there shall have been delivered to the State Road Department of Florida a certified copy of a resolution of the board of directors of this corporation specifically rescinding, altering or modifying this resolution.

I, WM. G. H. ACHESON, Secretary of The Western Union Telegraph Company, a New York corporation, being familiar with the corporate records and having custody of the seal of said Company, do hereby certify that the foregoing is a true and correct copy of a resolution adopted by the Board of Directors of said Company at a meeting of said Board duly called and held on August 11, 1964, at which meeting a quorum of said Board was present and voting throughout; and that said resolution is now in full force and effect.

WITNESS my hand and the corporate seal of said Company this 11th day of August, 1964.

( S E A L )

Wm. G. H. Acheson  
Secretary

I, Secretary of The Western Union Telegraph Company, a corporation organized and existing under the laws of the State of New York, do hereby certify that at a duly called meeting of the Board of Directors of such Company held at the City of New York on the twelfth (12th) day of July, 1960, a resolution was approved, ratified, and confirmed of which the following are correct extracts:

RESOLVED: that the following authorities be and hereby are delegated to the President:

\*\*\*\*\*

To approve, execute, and arrange for the execution of contracts, licenses, bills of sale, bonds, leases and other documents, under the seal of the Company or otherwise as the circumstances may require, . . . . . (with certain limitations which are not applicable here).

\*\*\*\*\*

FURTHER RESOLVED, that the President be and he hereby is authorized to redelegate, in whole or in part, with power of further redelegations, the authority delegated to him as above.

I certify further that the President has delegated to the General Attorney and the General Attorney has delegated to the Director of Contracts, each with power of further redelegation, and that the Director of Contracts has delegated to the Vice President-Southern Division and the Vice President-Southern Division has delegated to the Division Operations Engineer certain authority comprehending among other things authority for the execution of contracts with the Florida State Road Department for the rearrangement or alteration of the Company's facilities in connection with highway improvement work, involving expenditures not in excess of \$3,000 in any one case.

I certify further that on the date of execution hereof the above resolutions and delegations were in force and that on such date W. E. Perry was Director of Contracts and G. E. Kulliniks was Vice President-Southern Division and H. C. DaCosta was Division Operations Engineer.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the said Company this *twelfth* (18th) day of *October*, 1963.

*W. J. D. [Signature]*  
Secretary