

**RESOLUTION NO. 2013-006**

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE ANAHEIM TRANSPORTATION NETWORK  
APPROVING CERTAIN LOANS AND LETTERS OF CREDIT**

WHEREAS, the Anaheim Transportation Network, a California nonprofit public benefit corporation ("Corporation") is considering purchasing real property located in the City of Anaheim and, in connection with that purchase, desires to obtain financing for acquisition of the property and a lending arrangement to facilitate the improvement of the property by construction of certain buildings; and

WHEREAS, the Corporation has reviewed a number of financing proposals; and

WHEREAS the Corporation now desires to approve entering certain loans and other financial instruments, including without limitation a deed of trust to secure repayment of the loans (which documents are further described below).

THEREFORE, THE BOARD OF DIRECTORS OF ATN DOES HEREBY RESOLVE, FIND, DETERMINE AND ORDER AS FOLLOWS:

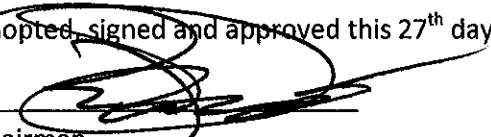
Section 1: The Corporation hereby approves entering into that certain Commitment to Provide a Credit Facility dated March 13, 2013 ("Loan Agreement") with Citizens Business Bank, ("Lender") for a temporary loan in the amount of \$1, 687,500 to finance to be secured by a deed of trust recorded on title to property acquired by the Corporation ("Deed of Trust" and, collectively, with the Loan Agreement and any other documents required to be entered by the Lender, the "Loan Documents") and a line of credit in the amount of \$500,000 secured by certain collateral of the Corporation ("Letter of Credit"), so long as the Loan Agreement has the phrase "The lesser of \$2,062,500" removed from the description of Loan 3 on page 1 of the Loan Agreement. Should Lender not remove the foregoing phrase, then The Corporation hereby approves entering into that certain Commitment Letter dated March 6, 2013 with Bank of America as the ("Lender") in the same amounts and with the same documents set forth above and below; and

Section 2: The form of Loan Documents and Letter of Credit shall be commercially standard and must contain the terms of the Loan Agreement as approved in Section 1, and approved as to form and content by counsel for the Corporation; that the negotiations with respect to same are hereby ratified; and that the Chairman (or if permitted by Lender the Executive Director) of the Corporation is hereby authorized and directed to execute the Loan Documents and the Letter of Credit, with such changes as said officer(s) may approve, such approval to be conclusively evidenced by his execution and delivery of same on behalf of the Corporation.

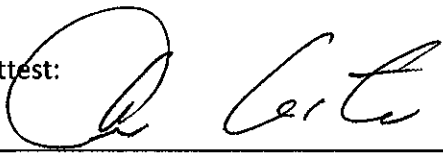
Section 3: The President (or if permitted by Lender the Executive Director) of the Corporation is authorized and directed to deliver to Lender such corporate papers, certificates and other papers and

documents as may be required by Lender and to take such action as may be necessary or proper in order to consummate the transaction authorized in this and the preceding resolution.

Adopted, signed and approved this 27<sup>th</sup> day of March, 2013.

  
Chairman

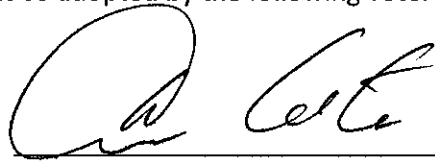
[Certification contained on next page.]

Attest: 

Diana Kotler, Executive Director

I Diana Kotler, Executive Director of the Anaheim Transportation Network, do hereby certify that the foregoing Resolution No. 2013-006 of the Board of Directors was duly adopted by the Board of Directors of the Anaheim Transportation Network, a California nonprofit public benefit corporation, at a regular meeting of the Board on March 27, 2013, and that it was so adopted by the following vote:

YEAS: 11  
NEAS: 0  
ABST: 0



Diana Kotler, Executive Director