

WHEREAS, the Barnett Bank of St. Johns County, Florida ("Bank") is hereby designated as a depository of this County subject to the rules and regulations set forth and in the signature cards of Bank, and any amendments thereto, and that the officers of this County or any of them are hereby authorized to open a bank account or accounts with Bank, for and in the name of this County and to deposit with Bank in the account from time to time any and all checks, notes, drafts, bills of exchange, monies, acceptance, orders and other items of any kind.

WHEREAS, two signatures are required for St. Johns County, Florida: Clerk of Circuit Court, and Chairman of the Board of County Commissioners are hereby authorized to sign (either by actual or facsimile signature) any and all checks, drafts, notes, acceptances, bills of exchange, orders or other instruments for the withdrawal of any and all monies, credits, items and property at any time held by the Bank for account of this County. Bank shall be entitled to honor as genuine, and shall be indemnified and held harmless by this County against any and all loss, cost, damage or expense suffered or incurred by the Bank resulting from or arising out of the payment of all instruments bearing the purported facsimile signatures of officers or agents of this County authorized in this resolution, even though the facsimile signatures are actually affixed without authority.

WHEREAS, the Bank is hereby authorized to pay or cash any instruments payable to or held by this County when endorsed as provided herein, and also to receive the same for credit to the account of or in payment from the payee or any other holder (including any officer of this County), without inquiry as to the circumstances of issue or endorsement thereof, or the disposition of the proceeds even if drawn, endorsed or payable to cash, bearer or to the individual order of any signing officer or tendered in payment of his individual obligation.

WHEREAS, Clerk of the Circuit Court, and Chairman of the Board of County Commissioners of this County are hereby authorized to borrow money and to obtain credit for this County from Bank on such terms as may seem to them advisable, and to make and deliver notes, drafts, acceptances, agreements and any other obligations of this County therefor, in form satisfactory to Bank, signed by Clerk of Circuit Court, and Chairman of the Board of County Commissioners of this County and as security therefor to pledge, withdraw, exchange and substitute any property of this County with full authority to endorse or guarantee the same in the name of the County, to execute and deliver all instruments and assignments, and to affix the County seal, and also to discount any bills receivable or paper of any kind (negotiable or otherwise) with full authority to endorse same in the name of this County.

WHEREAS, that endorsements on behalf of this County upon any and all commercial paper of any kind deposited by or on behalf of this County with Bank for credit or for collection or otherwise may be made by any one of the foregoing officers, or by rubber stamp.

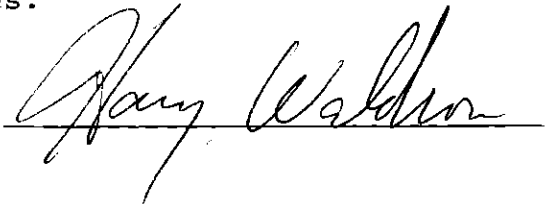
WHEREAS, that all prior authorizations in conflict herewith are hereby revoked except as to acts performed prior to the effective date hereof.

WHEREAS, that all authorizations contained herein shall continue in full force and effect until revoked or modified by written notice actually received by Bank, setting forth a resolution to that effect stated to have been adopted by the Board of County Commissioners of this County and signed by the Chairman or the Clerk of Circuit Court of this County; and Bank is hereby authorized and directed to at all times rely upon the last resolution of which Bank has actual written notice as to the authorization contained therein and as to the persons who from time to time are its officers, and their signatures, when such notice is signed by one purporting to be the Chairman or Clerk of Circuit Court of this County.

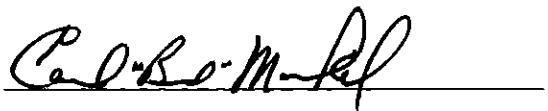
WHEREAS, that for a period of 48 hours after actual receipt of written notice by Bank of a revocation or modification of the authorizations contained in this resolution, Bank is authorized to honor as genuine, and shall be indemnified and held harmless by this County against any and all loss, cost, damage or expense suffered or incurred by the Bank resulting from or arising out of the payment of, any instruments bearing the signature or the purported facsimile signature of any officer or agent of this County authorized by this resolution to sign such instruments, even though such authorization has been revoked or modified by this County.

NOW THEREFORE BE IT RESOLVED that this resolution is fully in accord with the Florida Statutes, and that the following persons, whose genuine signatures appear below, are officers of this County in the capacity set opposite their respective signatures.

Harry Waldron  
Chairman, Board of County  
Commissioners  
St. Johns County, Florida

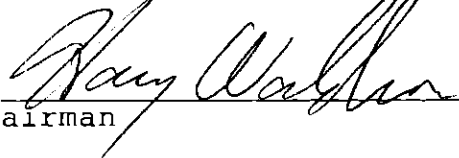


Carl "Bud" Markel  
Clerk of the Circuit Court  
St. Johns County, Florida



PASSED AND ADOPTED this 10 day of Sept., 1985.

BOARD OF COUNTY COMMISSIONERS  
ST. JOHNS COUNTY, FLORIDA

By:   
Chairman

ATTEST: Carl "Bud" Markel

By:   
Clerk of the Circuit Court