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Shelby Cnty Judge of Probate, AL  
12/01/1978 12:00:00 AM FILED/CERT

C E R T I F I C A T E

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I, John Paul Good, Assistant Secretary of Ford Motor Credit Company, a Delaware corporation (the "Company"), hereby certify that:

1. The following is a true, correct and complete copy of excerpts from resolutions adopted at a meeting of the Board of Directors of the Company duly called and held on February 27, 1967 at which a quorum was present and acting throughout, and the same are now in full force and effect:

RESOLVED, That the Chairman, the President, each Vice President, the Treasurer, the Controller, the Secretary and each Assistant Secretary, and each of them, hereby is authorized to execute and deliver, in the name and on behalf of the Company and under its corporate seal or otherwise, any agreement or other instrument or document in connection with any matter or transaction that shall have been duly approved.

\* \* \*

RESOLVED, That (i) the Chairman of the Board of Directors and, in his absence, the President, and (ii) the Finance Committee, may redelegate to officers, employees, committees or other persons all or any part of the authority respectively delegated to him or it under these resolutions and any such redelegation may provide for further successive redelegations.

2. Acting pursuant to the foregoing, the Chairman of the Company redelegated authority to execute, acknowledge, deliver and file for public record any financing agreement, mortgage, deed of trust or other instrument or document evidencing perfection of lien on real or personal property, including fixtures, and any release of mortgage, termination statement or other instrument or document evidencing the discharge, release or satisfaction of lien on real or personal property, including fixtures, and any other instrument or document, required in connection with any extension of credit that shall have been duly approved, to the following persons in Consumer Loan Financing Operations: the General Operations Manager, each Regional Manager, each Area Supervisor, each Loan Manager, and each Attorney-Consumer Loan Financing, and each of them.

3. As of the date of this Certificate, Walter L. Kelly is the Company's Loan Manager in Birmingham, Alabama.

IN WITNESS WHEREOF, I have hereunto signed my name and affixed the corporate seal of the Company this 2nd day of August, 1974.

STATE OF ALA. SHELBY CO.

IN WITNESS THIS

INSTRUMENT WAS FILED

FORD MOTOR CREDIT COMPANY

Consumer Loan Financing

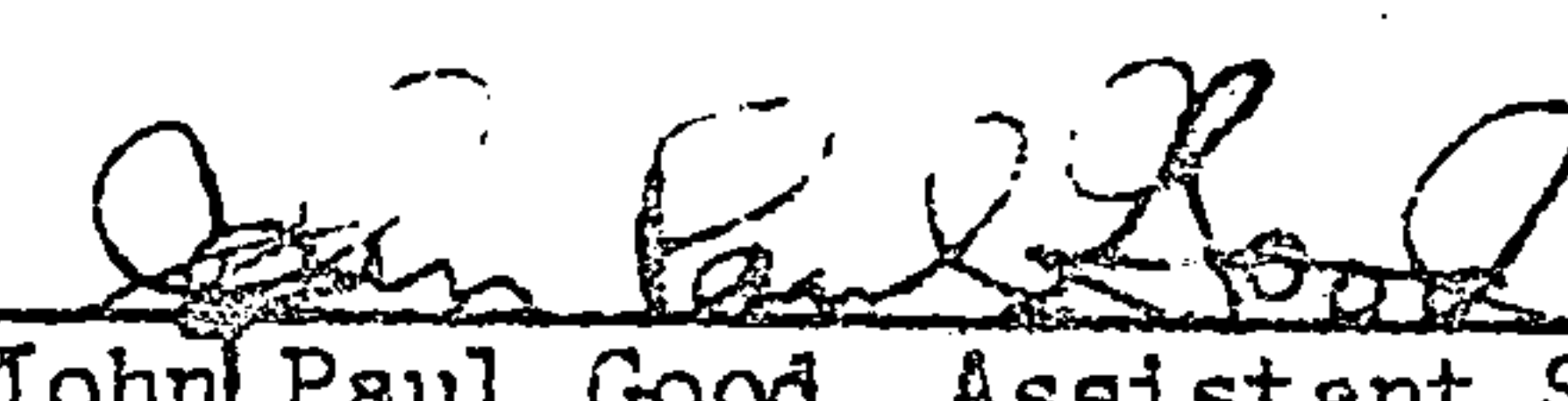
11 West Oxmoor Road

Homewood, Alabama 35209

JULIE G. PROBERT

Rec. 1.50  
Ind. 1.00

2.50

  
John Paul Good, Assistant Secretary