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CERTIFICATION OF RESOLUTION OF THE  
BOARD OF DIRECTORS OF DIAMOND SHAMROCK CORPORATION

I, D. E. Jordan, do hereby certify that I am the duly elected Assistant Secretary of Diamond Shamrock Corporation, a corporation organized and existing under the laws of the State of Delaware, and that the following is a true and correct copy of certain resolutions duly adopted by the Board of Directors by unanimous consent on June 30, 1980, and that such resolutions are now in full force and effect:

RESOLVED that any sale or other conveyance, from time to time, of any interest in residential real estate purchased by the Corporation from its employees pursuant to the Corporation's Personnel Policy No. 11 and having a value of not more than \$300,000.00 be, and the same is hereby authorized, without specific approval by the Chief Executive Officer of the Corporation; provided, however that the deed and other instruments of conveyance are executed by a Vice President, Treasurer, Assistant Treasurer, Secretary, Assistant Secretary or the Manager of Real Estate of the Corporation.

FURTHER RESOLVED that the foregoing officers and the Corporation's Manager of Real Estate be and they are hereby authorized to execute such documents, authorize and approve such actions and do all other manner of things necessary and desirable to consummate such sales or conveyances of residential real property.

IN WITNESS WHEREOF, I have affixed my name as Assistant Secretary and have caused the corporate seal of said corporation to be affixed hereto this 24th day of September, 1981.

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BOOK

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

1981 OCT -1 AM 8:19

*Thomas A. Snowden, Jr.*  
JUDGE OF PROBATE

Rec. 1.50  
Ind. 1.00  
2.50

*D. E. Jordan*  
D. E. Jordan  
Assistant Secretary



19811001000105320 1/1 \$.00  
Shelby Cnty Judge of Probate, AL  
10/01/1981 12:00:00 AM FILED/CERT

*Return to Courtney Mason*