

RESOLUTION NO. _____

**RESOLUTION AUTHORIZING AND APPROVING THE CREATION
OF A NONPROFIT INDUSTRIAL DEVELOPMENT CORPORATION
TO ACT ON BEHALF OF WILLIAMSON COUNTY, TEXAS**

WHEREAS, an application in writing requesting the authorization and approval of the creation of a nonprofit industrial development corporation to act on behalf of Williamson County, Texas (the "County") under the provisions of the "Development Corporation Act of 1979, Article 5190.6, Vernon's Texas Civil Statutes, as amended (the "Act")" has been filed with the governing body of the County (being its Commissioners Court) by at least three natural persons, each of whom is at least 18 years of age, and each of whom is a qualified elector of the County; and

WHEREAS, the County is a duly created County and political subdivision of the State of Texas created and established under the Constitution and laws of the State of Texas.

THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF WILLIAMSON COUNTY, TEXAS:

Section 1. That, the Commissioners Court of the County has found and determined, and hereby finds and determines, that said application is in proper form and that it has been signed by at least three natural persons, each of whom is at least 18 years of age, and each of whom is a qualified elector of the County.

Section 2. That, the Commissioners Court of the County has found and determined, and hereby finds and determines, that it is advisable that a nonprofit industrial development corporation be authorized and created, with such nonprofit industrial development corporation to be known as the "San Gabriel Industrial Development Corporation" (the "Corporation").

Section 3. That, the Commissioners Court of the County hereby approves the Articles of Incorporation and the Bylaws proposed to be used in organizing the nonprofit industrial development corporation (copies of which were attached to the above-described application and copies of which are attached to this Resolution and made a part hereof for all purposes) and hereby grants authority for the incorporation of the nonprofit industrial development corporation, and the initial directors named in said Articles of Incorporation shall be deemed to have been appointed, and are hereby appointed, as the initial directors by the Commissioners Court of the County.

Section 4. That, the public purposes of the County which the Corporation may further on behalf of the County are the promotion and development of commercial, industrial, and manufacturing enterprises to promote and encourage employment and the public welfare.

Section 5. That, the Corporation is hereby authorized to agree with any person, firm, corporation, or other entity to issue bonds, in accordance with and subject to the provisions of the Act, for the purpose of the promotion and development of any commercial, industrial, or manufacturing enterprise, and all such agreements are hereby approved.

Section 6. On November 18, 2008, the Commissioners Court of the County adopted a "Resolution Taking Affirmative Official Action Regarding Issuance of Bonds for the Airborn Inc. Project through Conduit Issuer Created by the County" (the "Inducement Resolution"). The Inducement Resolution and all rights and obligations of the County thereunder are authorized to be, and are hereby, assigned by the County to the Corporation as of the date of adoption of the Inducement Resolution. The County Judge and County Clerk are authorized to execute any and all documents necessary to effect the assignment of the Inducement Resolution and to carry out the intent and purposes of this Resolution.

Section 7. Bonds issued by the Corporation will not constitute a debt or liability of the County or a pledge of the faith and credit of the County.


County Judge