RESOLUTION CERTIFICATE

I, Brent Fernandes, Clerk of the Board of Education of Madera Unified School District, hereby certify as follows:

The foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Education of the Madera Unified School District duly and regularly held at the regular meeting place thereof on the 15th day of December, 2020, of which meeting all of the members of said Board of Education had due notice and at which a majority thereof were present; and at said meeting said resolution was adopted by the following vote:

| Ruben Mendoza: | Aye | No | Abstain | Absent |
|------------------|---------|--------|-------------|------------|
| Ray G. Seibert: | Aye | No | Abstain | Absent |
| Brent Fernandes: | Aye | No | Abstain | Absent |
| Ed McIntyre: | Aye | No | Abstain | Absent |
| Joetta Fleak: | Aye | No | Abstain | Absent |
| Lucy Salazar | Aye | No | Abstain | Absent |
| Israel Cortes | Aye | No | Abstain | Absent |

An agenda of said meeting was posted at least 72 hours before said meeting at 1902 Howard Road, Madera, California, a location freely accessible to members of the public, and a brief general description of said resolution appeared on said agenda.

I have carefully compared the same with the original minutes of said meeting on file and of record in my office; the foregoing resolution is a full, true and correct copy of the original resolution adopted at said meeting and entered in said minutes; and said resolution has not been amended, modified or rescinded since the date of its adoption, and the same is now in full force and effect. The Maximum Amount of Borrowing specified in the foregoing resolution is \$60,000,000.

Dated: December 15, 2020

Brent Fernandes Clerk of the Board of Education of Madera Unified School District **IN WITNESS WHEREOF,** the Board of Education of the District has caused this Note to be executed by the manual or facsimile signature of a duly authorized officer of the District and countersigned by the manual or facsimile signature of its duly authorized officer as of the date of authentication set forth below.

Madera Unified School District

| | By Ruben Mendoza Title: President |
|------------------------------------|---|
| Countersigned | |
| By Todd Lile Title: Superintendent | |

The following named persons are duly elected (or appointed), qualified and acting officers of the District presently holding the offices set forth opposite their respective names below and by execution hereof each certifies that the signatures of the other officers hereto are the genuine signatures of such officers (signatures of the officers executing the Note, the other Documents (as defined herein), Tax Certificate and the Clerk's Certificate attached to the Resolution must appear below):

| NAME | OFFICE | SIGNATURE |
|-----------------|--------------------------------------|-----------|
| Ruben Mendoza | Board of Education President | |
| Todd Lile | Superintendent | |
| Arelis Garcia | Chief Financial Officer | |
| Brent Fernandes | t Fernandes Board of Education Clerk | |
| | | |