

**RESOLUTION OF THE BOARD OF DIRECTORS
OF
COULEE MEDICAL FOUNDATION**

A RESOLUTION of the Board of Directors of Coulee Medical Foundation (the "Foundation") for the purpose of approving financing in an amount of \$25,000,000 to construct a new hospital and for the purchase of new equipment, utilizing FHA insured 63-20 Build America Bond eligible financing for the issuance of bonds.


BE IT RESOLVED BY THE BOARD OF DIRECTORS (the "Board") as follows:

1. Construction of a new facility in Grand Coulee, Washington; and the incurrence of debt in the approximate amount of \$25,000,000 (the "Debt") to finance the construction and the acquisition of related equipment and other expenditures related thereto is hereby authorized.

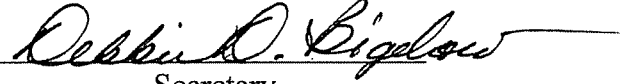
2. Capital expenditures necessary and advisable with respect to the Project are authorized to be made by Foundation prior to the incurrence of the Debt, and Foundation declares its expectation that any such capital expenditures will be reimbursed with the proceeds of the Debt.

PASSED, APPROVED AND ADOPTED this 16th day of September, 2009, at a special meeting of the Board of Directors of Coulee Medical Foundation.

COULEE MEDICAL FOUNDATION

By: 
Its _____ -Chairperson

ATTEST:

By: 
Its _____ -Secretary