OHIO TURNPIKE COMMISSION

Resolution Appointing Peat Marwick Main & Co. Auditors

WHEREAS, Section 5537.17 of the Revised Code of Ohio, requires the Ohio Turnpike Commission to cause an audit of its books and accounts to be made at least once each year by certified public accountants; and

WHEREAS, Section 12 (h) of the Trust Agreement between the Ohio Turnpike Commission and AmeriTrust Company National Association, as Trustee, dated September 1, 1984, requires that in the months of January and July of each year the Commission will cause an audit to be made of its books and accounts by an independent certified public accountant of recognized ability and standing; and

WHEREAS, the certified public accounting firm of Peat, Marwick Main & Co., formerly Peat Marwick Mitchell & Co., has satisfactorily performed accounting services for the Commission since 1952;

NOW, THEREFORE, BE IT

RESOLVED that the executive director is hereby authorized to enter into an agreement with the certified public accounting firm of Peat Marwick Main & Co. to conduct such audits and to perform such other accounting and auditing services as required by Section 5537.17 of the Revised Code and as is required by Section 12(h) of the Commission's Trust Agreement of September 1, 1984, for the audit for 1988 and the audit period ending June 30, 1989;

FURTHER RESOLVED that such agreement shall establish reasonable compensation for Peat Marwick Main & Co. for such services, as well as providing for reimbursement of all reasonable and necessary expenses incurred by said firm in the performance of the contract.

(Resolution No. 15-1988 adopted December 21, 1988)