OHIO TURNPIKE COMMISSION

Resolution Appointing Trustee

WHEREAS, The Huntington National Bank of Cleveland, Ohio, served as trustee in connection with the Ohio Turnpike Commission's offering of State of Ohio, Turnpike Revenue Bonds, 1994 Series A, dated as of February 15, 1994; and

WHEREAS, the Commission was pleased with the services provided by The Huntington National Bank in connection with such offering; and

WHEREAS, the Commission now proposes to issue State of Ohio, Turnpike Revenue Bonds, 1996 Series A, and desires to retain The Huntington National Bank to serve as trustee in connection with such proposed offering; and

WHEREAS, The Huntington National Bank has agreed to a single, constant annual fee of \$5,500.00 to serve as trustee, both for the proposed 1996 offering and for the 1994 Series A, Ohio Turnpike Revenue Bonds;

NOW, THEREFORE, BE IT

RESOLVED, that the Commission hereby retains **The Huntington National Bank** to provide trustee services to the Commission for the proposed offering of State of Ohio, Turnpike Revenue Bonds, 1996 Series A; and

FURTHER RESOLVED that the executive director and general counsel are hereby authorized and directed to notify **The Huntington National Bank** of such appointment and to enter into an agreement with such firm to provide trustee services for both the 1996 contemplated bond issue and the 1994 bond issue at the rate of \$5,500.00 per year and upon terms consistent with the Commission's Request for Proposals (RFP) to furnish Trustee Services which was issued on December 20, 1993.

(Resolution No. 38-1996 adopted May 23, 1996)