

RESOLUTION NO. 9-2006

A RESOLUTION AUTHORIZING THE EXECUTION OF THE FIRST AMENDMENT TO THE CONTINUING DISCLOSURE COMMITMENT

WHEREAS, in connection with the issuance of its Turnpike Revenue Bonds (the "Bonds"), the Commission entered into a Continuing Disclosure Commitment dated as of May 1, 1996 (the "Continuing Disclosure Commitment") providing for the filing of financial information with certain municipal securities information repositories by the 120th day following the end of the Commission's fiscal year; and

WHEREAS, Section 5537.17 of the Ohio Revised Code was amended in 2005 to permit financial information to be submitted to the Governor and the General Assembly by July 1 following the end of each fiscal year;

WHEREAS, the Commission desires to amend the Continuing Disclosure Commitment so that the filing requirements contained therein conform with the change in Ohio law and are consistent therewith;

WHEREAS, Section 5 of the Continuing Disclosure Commitment provides that the terms thereof may be amended to achieve compliance with a change in law.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE OHIO TURNPIKE COMMISSION:

Section 1. First Amendment to Continuing Disclosure Commitment. The Chairman and Executive Director are each alone, or together, hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Commission the First Amendment to Continuing Disclosure Commitment, the form of which has been presented at this meeting, with such changes or revisions therein not inconsistent with the Revised Code and not substantially adverse to the Commission as may be permitted by the Revised Code and approved, upon advice of counsel to the Commission and Bond Counsel, by the Executive Director and the officers executing the same. The approval of such changes and insertions by such officers, and that such changes are not substantially adverse to the Commission, shall be conclusively evidenced by the execution of the Continuing Disclosure Commitment.

Section 2. Execution of Additional Documents. The Chairman and Executive Director are each alone, or together, hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Commission, such additional documents and instruments as may be necessary to effectuate the delivery of the First Amendment to Continuing Disclosure Commitment.

Section 3. Repeal of Conflicting Resolutions. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

Section 4. Compliance With Sunshine Law. It is hereby determined that all formal actions of the Commission relating to the adoption of this Resolution were taken in an open meeting, and that all deliberations of the Commission and of its committees, if any, which resulted in formal action were in meetings open to the public, in full compliance with Section 121.22 of the Ohio Revised Code.

Adopted: February 23, 2006

I, Gary C. Suhadolnik, Executive Director of the Ohio Turnpike Commission, do hereby certify that the above is a true copy of the aforesaid resolution which was duly adopted at a meeting of the Commission, duly called for and convened and held on February 23, 2006, at which a quorum was at all times present and voting.

WITNESS my hand and the seal of the Ohio Turnpike Commission on this ____ day of February, 2006.

Gary C. Suhadolnik
Executive Director

