

**A RESOLUTION AUTHORIZING THE REFUND OF
CERTAIN BUSINESS PRIVILEGE LICENSES**

Reference is made to the schedule of "Taxpayers and Refunds Requested" attached to the Docket for consideration of the City Council. On the basis of that schedule, which is incorporated herein, the following facts are found:

1. The City-County Tax Collector has collected certain taxes from the taxpayers set out on the list attached to the Docket.
2. The City-County Tax Collector has certified that those taxpayers have made proper demand in writing for refund of the amounts set out on the schedule within the required time limits.
3. The amounts listed on the schedule were collected through either a clerical or assessor error.

NOW, THEREFORE, BE RESOLVED by the City Council of the City of Charlotte, North Carolina, in regular session assembled this 24th day of July, 2000 that those taxpayers listed on the schedule of "Taxpayers and Refunds Requested" be refunded in the amounts therein set up and that the schedule and this resolution be spread upon the minutes of this meeting.

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, DO HEREBY CERTIFY that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000 the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page(s) 324.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC
Brenda R. Freeze, CMC, City Clerk

**BUSINESS PRIVILEGE LICENSE
REFUNDS REQUESTED**

<u>Name</u>	<u>Amount of Refund</u>
SMI Enterprises, Inc.	\$ 62.50
Centerpede, Inc.	45.00
Total	<u>\$107.50</u>

Extract of Minutes of a regular meeting of the City Council of the City of Charlotte, North Carolina held in the Meeting Chamber at the Charlotte-Mecklenburg County Governmental Center, 600 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on July 24, 2000.

* * *

A regular meeting of the City Council of the City of Charlotte, North Carolina (the "City Council") was held in the Meeting Chamber at the Charlotte-Mecklenburg County Governmental Center, 600 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on July 24, 2000 (the "Meeting"), after proper notice, and was called to order by the Mayor, and upon the roll being called, the following members of the City Council answered present: Councilmembers Autrey, Burgess, Cannon,

Carter, Castano, Graham, Lochman, Mitchell, Spencer, Wheeler, and White

The following members of the City Council were absent: None

Also present: Pamela A. Syfert, City Manager, DeWitt F. McCarley, City Attorney,
and Brenda R. Freeze, City Clerk

Lynn Wheeler, Council Member of the City Council of the City of Charlotte, North Carolina (the "City"), introduced the following Bond Order, copies of which have been made available to the City Council:

**BOND ORDER AUTHORIZING THE ISSUANCE OF \$57,500,000
GENERAL OBLIGATION STREET BONDS
OF THE CITY OF CHARLOTTE, NORTH CAROLINA**

WHEREAS, the City Council of the City of Charlotte, North Carolina (the "City Council") has ascertained and hereby determines that it is necessary to construct, reconstruct, enlarge, extend and improve certain streets, including streets and roads constituting a part of the State highway system or otherwise the responsibility of the State and including the cost of related studies, plans and design; acquire, construct, reconstruct, widen, extend, pave, resurface, grade or improve streets, roads and intersections; acquire, construct, reconstruct or improve sidewalks, curbs, gutters, drains, bridges, overpasses, underpasses and grade crossings and provide related landscaping, lighting and traffic controls, signals and markers; and acquire land and rights-of-way in land required therefor; and

WHEREAS, an application has been filed with the Secretary of the Local Government Commission of North Carolina requesting Commission approval of the General Obligation Street Bonds hereinafter described as required by the Local Government Bond Act, and the City Clerk has notified the City Council that the application has been accepted for submission to the Local Government Commission.

NOW, THEREFORE, BE IT ORDERED by the City Council of the City of Charlotte, North Carolina, as follows:

Section 1. In order to raise the money required for the street purposes described above, in addition to any funds which may be made available for such purpose from any other source, General Obligation Street Bonds of the City are hereby authorized and shall be issued pursuant to the Local Government Finance Act of North Carolina. The maximum aggregate principal amount of such General Obligation Street Bonds authorized by this order shall be \$57,500,000.

Section 2. A tax sufficient to pay the principal of and interest on said General Obligation Street Bonds when due shall be annually levied and collected.

Section 3. A sworn statement of the City's debt has been filed with the City Clerk and is open to public inspection.

Section 4. This bond order shall take effect when approved by the voters of the City at a referendum scheduled for November 7, 2000.

Lynn Wheeler, Council Member of the City Council of the City of Charlotte, North Carolina (the "City"), then introduced the following Bond Order, copies of which have been made available to the City Council:

**BOND ORDER AUTHORIZING THE ISSUANCE OF \$40,000,000
GENERAL OBLIGATION NEIGHBORHOOD IMPROVEMENT BONDS
OF THE CITY OF CHARLOTTE, NORTH CAROLINA**

WHEREAS, the City Council of the City of Charlotte, North Carolina (the "City Council") has ascertained and hereby determines that it is necessary to pay the capital costs of infrastructure improvements in various neighborhoods of the City, including the cost of related studies, plans and design; acquiring, constructing, reconstructing, improving, installing or providing curbs, gutters, storm drainage and sidewalks; paving, resurfacing, grading or improving streets, roads and intersections; and providing related landscaping and lighting and acquiring any necessary equipment, land, interests in land and rights-of-way therefor; and

WHEREAS, an application has been filed with the Secretary of the Local Government Commission of North Carolina requesting Commission approval of the General Obligation Neighborhood Improvement Bonds hereinafter described as required by the Local Government Bond Act, and the City Clerk has notified the City Council that the application has been accepted for submission to the Local Government Commission.

NOW, THEREFORE, BE IT ORDERED by the City Council of the City of Charlotte, North Carolina, as follows:

Section 1. In order to raise the money required for the neighborhood improvement purposes described above, in addition to any funds which may be made available for such purpose from any other source, General Obligation Neighborhood Improvement Bonds of the City are hereby authorized and shall be issued pursuant to the Local Government Finance Act of North Carolina. The maximum aggregate principal amount of such General Obligation Neighborhood Improvement Bonds authorized by this order shall be \$57,500,000.

Section 2. A tax sufficient to pay the principal of and interest on said General Obligation Neighborhood Improvement Bonds when due shall be annually levied and collected.

Section 3. A sworn statement of the City's debt has been filed with the City Clerk and is open to public inspection.

Section 4. This bond order shall take effect when approved by the voters of the City at a referendum scheduled for November 7, 2000.

A regular meeting of the City Council of the City of Charlotte, North Carolina (the "City Council") was held in the meeting chamber at the Charlotte-Mecklenburg County Government Center, 400 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on July 24, 2000 (the "Meeting"). The following members of the City Council were present: Councilmembers Audrey, Burgess, Cannon, Carter, Cantano, Evans, Luceman, Mitchell, Spencer, Wheeler, and White. The following members of the City Council were absent: None. Also present: Pamela A. Sykes, City Manager; Keith E. McChesney, City Attorney; and Brenda R. Freeze, City Clerk. Councilmember _____ introduced the following resolution (the "Resolution"), a summary of which has been provided to each Council member, a copy of which was available with the City Clerk and which was read by the _____

RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA REGARDING BOND ORDERS AUTHORIZING THE ISSUANCE OF \$27,500,000 GENERAL OBLIGATION STREET BOND AND AUTHORIZING THE ISSUANCE OF \$40,000,000 GENERAL OBLIGATION NEIGHBORHOOD IMPROVEMENT BOND, SETTING A PUBLIC HEARING THEREON AND DIRECTED PUBLICATION OF A NOTICE OF SAID PUBLIC HEARING. WHEREAS, said order exists: _____

RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA REGARDING BOND ORDERS AUTHORIZING THE ISSUANCE OF \$27,500,000 GENERAL OBLIGATION STREET BOND OF THE CITY OF CHARLOTTE, NORTH CAROLINA, AND _____

Extract of Minutes of a regular meeting of the City Council of the City of Charlotte, North Carolina held in the Meeting Chamber at the Charlotte-Mecklenburg County Governmental Center, 600 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on July 24, 2000.

* * *

A regular meeting of the City Council of the City of Charlotte, North Carolina (the "City Council") was held in the Meeting Chamber at the Charlotte-Mecklenburg County Governmental Center, 600 East Fourth Street, Charlotte, North Carolina 28202, at 7:00 p.m. on July 24, 2000 (the "Meeting"), after proper notice, and was called to order by the Mayor, and upon the roll being called, the following members of the City Council answered present: Councilmembers Autrey, Burgess, Cannon, Carter, Castano, Graham, Lochman, Mitchell, Spencer, Wheeler, and White

The following members of the City Council were absent: None

Also present: Pamela A. Syfert, City Manager, DeWitt F. McCarley, City Attorney, and Brenda R. Freeze, City Clerk

Councilmember Wheeler introduced the following resolution (the "Resolution"), a summary of which had been provided to each Council member, a copy of which was available with the City Clerk and which was read by title:

RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA REGARDING BOND ORDERS AUTHORIZING THE ISSUANCE OF \$57,500,000 GENERAL OBLIGATION STREET BONDS AND AUTHORIZING THE ISSUANCE OF \$40,000,000 GENERAL OBLIGATION NEIGHBORHOOD IMPROVEMENT BONDS, SETTING A PUBLIC HEARING THEREON AND DIRECTING PUBLICATION OF A NOTICE OF SAID PUBLIC HEARING

WHEREAS, bond orders entitled:

"BOND ORDER AUTHORIZING THE ISSUANCE OF \$57,500,000 GENERAL OBLIGATION STREET BONDS OF THE CITY OF CHARLOTTE, NORTH CAROLINA" and

"BOND ORDER AUTHORIZING THE ISSUANCE OF \$40,000,000 GENERAL OBLIGATION NEIGHBORHOOD IMPROVEMENT BONDS OF THE CITY OF CHARLOTTE, NORTH CAROLINA;"

have been introduced at a meeting of the City Council (the "City Council") of the City of Charlotte, North Carolina this 24th day of July, 2000; and

WHEREAS, the City Council desires to provide for the holding of a public hearing thereon on August 28, 2000 and the submission of a statement of debt in connection therewith as required by The

Local Government Bond Act.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CHARLOTTE, NORTH CAROLINA that the public hearing on said bond orders shall be held on the 28th day of August, 2000 at 7:00 p.m. in the Meeting Chamber, Charlotte-Mecklenburg Government Center, 600 East Fourth Street, Charlotte, North Carolina, 28202.

BE IT FURTHER RESOLVED that the City Clerk is hereby directed to cause a copy of said bond orders to be published with a notice of such hearing in the form prescribed by law in the *Charlotte Observer* on or before the 14th day of August, 2000.

BE IT FURTHER RESOLVED that the Director of Finance is hereby directed to file prior to publication of the bond orders with the notice of such public hearing, a statement setting forth the debt incurred or to be incurred, the net debt of the City, the assessed value of property subject to taxation by the City and the percentage that net debt of the City bears to the assessed value of property subject to taxation.

BE IT FURTHER RESOLVED that this Resolution shall become effective on the date of its adoption.

READ, APPROVED AND ADOPTED this the 24th day of July, 2000.

On motion of Councilmember Wheeler, seconded by Councilmember Burgess, the foregoing resolution entitled "RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA REGARDING BOND ORDERS AUTHORIZING THE ISSUANCE OF \$57,500,000 GENERAL OBLIGATION STREET BONDS AND AUTHORIZING THE ISSUANCE OF \$40,000,000 GENERAL OBLIGATION NEIGHBORHOOD IMPROVEMENT BONDS, SETTING A PUBLIC HEARING THEREON AND DIRECTING PUBLICATION OF A NOTICE OF SAID PUBLIC HEARING" was duly adopted by the following vote:

AYES: Unanimous

NAYS: None

CITY OF CHARLOTTE, NORTH CAROLINA

[SEAL]

By: Brenda R. Freeze, CMC
City Clerk
Brenda R. Freeze, CMC

STATE OF NORTH CAROLINA)
)
CITY OF CHARLOTTE) SS:

I, *Brenda R. Freeze*, City Clerk of the City of Charlotte, North Carolina, **DO HEREBY CERTIFY** that the foregoing is a true and exact copy of a Resolution entitled, "**RESOLUTION OF THE CITY OF CHARLOTTE, NORTH CAROLINA REGARDING BOND ORDERS AUTHORIZING THE ISSUANCE OF \$57,500,000 GENERAL OBLIGATION STREET BONDS AND AUTHORIZING THE ISSUANCE OF \$40,000,000 GENERAL OBLIGATION NEIGHBORHOOD IMPROVEMENT BONDS, SETTING A PUBLIC HEARING THEREON AND DIRECTING PUBLICATION OF A NOTICE OF SAID PUBLIC HEARING**" adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000, the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page(s) 325-330

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC
Brenda R. Freeze, CMC, City Clerk

(SEAL)

AYES: _____
NAYS: _____

Brenda R. Freeze, CMC
City Clerk

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CITY OF CHARLOTTE, NORTH CAROLINA

SERIES RESOLUTION

Adopted July 24, 2000

Authorizing and Securing

Not to Exceed \$40,000,000
City of Charlotte, North Carolina,
Charlotte/Douglas International Airport
Special Facility Revenue Bonds, Series 2000
(US Airways, Inc. Project)

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A SERIES RESOLUTION AUTHORIZING THE ISSUANCE UNDER THE PROVISIONS OF THE STATE AND LOCAL GOVERNMENT REVENUE BOND ACT, AS AMENDED, OF NOT EXCEEDING \$40,000,000 SPECIAL FACILITY REVENUE BONDS, SERIES 2000 (US AIRWAYS, INC. PROJECT) OF THE CITY OF CHARLOTTE TO FINANCE ADDITIONAL AIRPORT SPECIAL FACILITIES.

WHEREAS, the City of Charlotte, North Carolina (the "City"), owns and operates within the City a public airport known as the Charlotte/Douglas International Airport (such airport, together with such additions thereto as may be made from time to time, the "Airport"); and

WHEREAS, the City is empowered, under the Constitution and laws of the State of North Carolina, particularly The State and Local Government Revenue Bond Act (Sections 159-80 to 159-97, inclusive, as amended, of the General Statutes of North Carolina) as the same may be amended from time to time (herein called the "Act"), to undertake the obligations and commitments on its part herein set forth; and

WHEREAS, the City has heretofore issued its Charlotte/Douglas International Airport Special Facility Revenue Bonds, Series 1987 (Piedmont Aviation, Inc. Project), in the original principal amount of \$67,000,000 (the "1987 Bonds"), pursuant to a Bond Order adopted by the City on May 11, 1987 (the "Bond Order") and a Series Resolution relating to the 1987 Bonds dated May 11, 1987, as amended by a supplemental Resolution of the City dated June 8, 1987 (as so amended the "1987 Series Resolution"), the proceeds of which were used to finance certain Special Facilities (as defined herein) which are currently leased to US Airways, Inc., as successor in interest to Piedmont Aviation, Inc. ("US Airways"); and

WHEREAS, the City has heretofore issued its Charlotte/Douglas International Airport Special Facility Revenue Bonds, Series 1988 (Piedmont Aviation, Inc. Project), in the original principal amount of \$19,762,424.40 (the "1988 Bonds") pursuant to the Bond Order and a Series Resolution relating to the 1988 Bonds dated December 12, 1988 (the "1988 Series Resolution"), the proceeds of which were used to finance certain Special Facilities (as defined herein) which are currently leased to US Airways, as successor in interest to Piedmont Aviation, Inc.; and

WHEREAS, the City has heretofore issued its Charlotte/Douglas International Airport Special Facility Revenue Bonds, Series 1998 (U.S. Airways, Inc. Project), in the original principal amount of \$86,000,000.00 (the "1998 Bonds") pursuant to the Bond Order and a Series Resolution relating to the 1998 Bonds dated February 9, 1998 (the "1998 Series Resolution"), the proceeds of which were used to refund the outstanding principal amount of the 1987 Bonds; to refund the outstanding principal amount of the Current Interest Bonds of the 1988 Bonds; and to finance the costs of certain additional airport maintenance facilities and improvements and lease such Special Facilities to US Airways;

WHEREAS, the City has determined that it is desirable to acquire, construct and/or equip certain Additional Special Facilities (as defined herein), and that it is in the best interests of the City to lease such Additional Special Facilities to US Airways; and

WHEREAS, under the authority granted by the Act, the City is authorized, among other things, to:

(a) acquire, construct, reconstruct, extend, improve, maintain, better and operate revenue bond projects, including, but not limited to, airports, terminals and hangars; and

(b) to borrow money for the purpose of acquiring, constructing, reconstructing, extending, bettering, improving or otherwise paying the cost of revenue bond projects and to issue its revenue bonds or bond anticipation notes therefor, including the issuance of

revenue bonds to refund prior revenue bonds or bond anticipation notes issued for such purposes; and

(c) to pledge to the payment of such bonds or notes and interest thereon revenues from one or more revenue bond projects, including revenues from improvements, betterments or extensions to such projects thereafter constructed or acquired as well as the revenues from existing systems, plants, works, instrumentalities and properties of the projects to be improved, bettered or extended; and

WHEREAS, the City has determined to provide for the issuance of revenue bonds payable solely from Debt Service Rentals (as hereinafter defined) derived by the City pursuant to a lease of the Additional Special Facilities to US Airways to finance the costs of certain additional airport maintenance facilities and improvements, and the City has further determined to enter into certain amendments to the Lease (as hereinafter defined) as requested by US Airways; and

WHEREAS, Section 208 of the Bond Order authorizes the City to issue additional Revenue Bonds under the Bond Order for the foregoing purposes; now, therefore,

BE IT RESOLVED by the City Council of the City of Charlotte, North Carolina:

ARTICLE I.

DEFINITIONS

Section 101. **Meaning of Words and Terms.** Unless otherwise required by the context, words and terms used herein which are defined in the Bond Order have the meanings assigned to them therein, except as hereinafter set forth:

"Additional Special Facilities" means the (1) replacement of existing preconditioned air units and upgrading the existing wiring related thereto, (2) renovation of the existing US Airways maintenance facility, (3) renovations to accommodate US Airways fleet aircraft at Charlotte/Douglas International Airport, (4) construction of a line maintenance facility to service US Airways, (5) construction and equipping of a crew training facility, and (6) construction of a transfer facility for sorting mail and freight to be carried by US Airways.

"Airline Letter of Representation" means the Letter of Representation from US Airways addressed to the City, the Local Government Commission and the Underwriter with regard to the 2000 Bonds.

"Authorized Denominations" means \$100,000 and integral multiples of \$5,000 in excess of \$100,000.

"Bond Registrar" means First Union National Bank, a national banking association having its principal corporate trust office in Charlotte, North Carolina, and its successors and assigns.

"Bond Purchase Agreement" means the Bond Purchase Agreement between the Local Government Commission of North Carolina, the City and the Underwriter, providing for the purchase of the 2000 Bonds.

"Determination of Taxability" means a determination that the interest on the 2000 Bonds is includable in the gross income of the holder or the beneficial owner thereof for purposes of federal income taxation, which will be deemed to have occurred upon the receipt by the Trustee of written notice from a current or

former holder of a 2000 Bond or from US Airways of (a) the issuance of a published or private ruling or a technical advice memorandum by the Internal Revenue Service in which US Airways has participated or has been given the opportunity to participate, and which ruling or memorandum US Airways, in its discretion, does not contest or from which no further right of judicial review or appeal exists, or (b) a final determination from which no further right of appeal exists of any court of competent jurisdiction in the United States in a proceeding in which US Airways has participated or has been a party, or has been given the opportunity to participate or be a party, in either case, to the effect that, as a result of a failure by US Airways to observe the provisions of its tax covenants in the Lease Agreement or in any tax certificate delivered by US Airways in connection with the issuance of any 2000 Bonds, the interest payable on such 2000 Bonds is included in the gross income of the holders thereof for federal income tax purposes, other than a person who is a "substantial user" of the Additional Special Facilities or a "related person" of such substantial user within the meaning of the Code; provided, however, that no such Determination of Taxability will be considered to exist unless (1) the registered owner or former registered owner of the 2000 Bond involved in such proceeding or action (a) gives US Airways and the Trustee prompt notice of the commencement thereof and (b) (if US Airways agrees to pay all expenses in connection therewith) offers US Airways the opportunity to control unconditionally the defense thereof and (2) either (a) US Airways does not agree within 30 days of receipt of such offer to pay such expenses and liabilities and to control such defense or (b) US Airways will exhaust or choose not to exhaust all available proceedings for the contest, review, appeal or rehearing of such decree, judgment or action which US Airways determines to be appropriate. No Determination of Taxability described above will result from the inclusion of interest on any 2000 Bond in the computation of minimum or indirect taxes or if the events which would otherwise give rise to a Determination of Taxability are the result of a change in the Code or regulations under the Code adopted and becoming effective after the date of issuance of the 2000 Bonds

"DTC" means the Depository Trust Company, New York, New York.

"Interest Payment Date" means August 1 or February 1, as the case may be; provided, that the first Interest Payment Date for the 2000 Bonds shall be February 1, 2001.

"Lease" means, collectively, the Special Facility Lease Agreement dated as of March 1, 1987, as amended, between the City and Piedmont Aviation, Inc., predecessor in interest to US Airways, Inc., as supplemented by the Supplemental Special Facility Lease Agreement dated as of December 12, 1988, as amended, between the City and Piedmont Aviation, Inc., predecessor in interest to US Airways, Inc., as further supplemented by a Second Supplemental Special Facility Lease Agreement, dated as of February 9, 1998, between the City and US Airways, Inc, and as further supplemented by that Third Supplemental Special Facility Lease Agreement between the City and US Airways, Inc., dated as of August 15, 2000, including any and all amendments, modifications, supplements, extensions or renewals of any or all of the foregoing.

"Regular Record Date" means the 15th day of the month preceding any Interest Payment Date, whether or not a Business Day.

"Securities Depository" means DTC or other recognized securities depository selected by the City, which securities depository maintains the book-entry system in respect of the 2000 Bonds authorized by Section 205 of this 2000 Series Resolution, and shall include any substitute for or successor to the securities depository initially acting as Securities Depository.

"Securities Depository Nominee" means, as to any Securities Depository, such Securities Depository or the nominee, if any, of such Securities Depository in whose name there shall be registered in the registration books maintained by the Trustee as Bond Registrar the 2000 Bond certificates to be delivered

to and immobilized at such Securities Depository during the continuation with such Securities Depository of the book-entry system authorized by Section 205 of this 2000 Series Resolution.

“*Series 2000 Subaccount of the Improvements Account*” means the subaccount created and so designated by Section 401 hereof in the Construction Fund established under the Bond Order.

“*Series 2000 Subaccount of the Revenue Bond Capitalized Interest Account*” means the subaccount created and so designated by Section 401 hereof.

“*Series 2000 Subaccount of the Revenue Bond Interest Account*” means the subaccount created and so designated by Section 401 hereof.

“*Series 2000 Subaccount of the Revenue Bond Principal Account*” means the subaccount created and so designated by Section 401 hereof.

“*Series 2000 Subaccount of the Revenue Bond Rebate Account*” means the subaccount created and so designated by Section 401 hereof.

“*Series 2000 Subaccount of the Revenue Bond Redemption Account*” means the subaccount created and so designated by Section 401 hereof.

“*Series 2000 Subaccount of the Special Facility Account*” means the subaccount created and so designated by Section 401 hereof in the Construction Fund established under the Bond Order.

“*2000 Bonds*” means the City of Charlotte, North Carolina, Charlotte/Douglas International Airport Special Facility Revenue Bonds (US Airways, Inc. Project), Series 2000, issued under the Bond Order and this 2000 Series Resolution.

“*2000 Series Resolution*” means this resolution of the City providing for the issuance of the 2000 Bonds.

“*Underwriter*” means, collectively, Morgan Stanley & Co. Incorporated and Banc of America Securities LLC.

“*US Airways*” means US Airways, Inc., or its successors or assigns.

Section 102. ***Rules of Construction.***

(a) Words of the masculine gender include correlative words of the feminine and neuter genders. Unless the context otherwise indicates, words used herein include the plural as well as the singular number. The word “*person*” includes corporations, firms, associations, partnerships, joint ventures, joint stock companies, trusts, unincorporated organizations, and public bodies, as well as natural persons.

(b) When used in connection with the amounts on deposit in or to be deposited in any fund or Account created under the Bond Order or this 2000 Series Resolution, the word “*money*” includes Investment Obligations.

(c) All references herein to particular articles or sections are references to articles or sections of this 2000 Series Resolution unless some other reference is indicated.

(d) All references to the City or any action of the City are references to the City as owner and operator of the Airport and do not refer to the City in any other proprietary or governmental capacity unless the context otherwise requires.

ARTICLE II.

**AUTHORIZATION, FORM, ISSUANCE, DELIVERY
AND REGISTRATION OF BONDS**

Section 201. *Authorization of Financing of Additional Special Facilities and Authorization of 2000 Bonds.* The financing of the Additional Special Facilities is hereby authorized. For the purpose of providing funds for the financing of the Additional Special Facilities and paying expenses incidental thereto, there shall be issued, under the Constitution and the laws of the State of North Carolina, including the Act, the Bond Order and this 2000 Series Resolution, 2000 Bonds of the City in the amounts and subject to the conditions herein provided.

Section 202. *Form of 2000 Bonds Generally.* The definitive 2000 Bonds are issuable in fully registered form in Authorized Denominations and shall be appropriately numbered. The definitive 2000 Bonds issued under the provisions of Section 204 of this Article shall be substantially in the form hereinafter set forth, with such appropriate variations, omissions and insertions as are permitted or required by this 2000 Series Resolution.

Section 203. *Details and Form of 2000 Bonds.* Interest on any 2000 Bond which is payable, and is punctually paid or duly provided for, on any Interest Payment Date shall be paid to the person in whose name that 2000 Bond is registered at the close of business on the Regular Record Date for such interest. First Union National Bank, Charlotte, North Carolina, is hereby appointed as Bond Registrar with respect to the 2000 Bonds.

The 2000 Bonds and the Certificate of the Local Government Commission and the Certificate of Authentication of the Bond Registrar to be endorsed on the 2000 Bonds shall be, respectively, substantially in the following forms, with such variations, omissions and insertions as are required or permitted by this 2000 Series Resolution:

[Form of 2000 Bonds]

UNITED STATES OF AMERICA
STATE OF NORTH CAROLINA

CITY OF CHARLOTTE, NORTH CAROLINA,
CHARLOTTE/DOUGLAS INTERNATIONAL AIRPORT
SPECIAL FACILITY REVENUE BOND, SERIES 2000
(US AIRWAYS, INC. PROJECT)

R-				\$
	<u>INTEREST RATE</u>	<u>DATED DATE</u>	<u>MATURITY DATE</u>	<u>CUSIP</u>
	%	AUGUST 15, 2000	FEBRUARY 1, 2028	

REGISTERED OWNER: CEDE & Co.

PRINCIPAL AMOUNT: DOLLARS

THE CITY OF CHARLOTTE, NORTH CAROLINA (the "City") for value received hereby promises to pay (but solely from the funds hereinafter mentioned) to the Registered Owner named above, or registered assigns (subject to the right of prior redemption hereinafter mentioned), the Principal Amount set forth above on the Maturity Date set forth above on the presentation and surrender hereof, at the principal office of First Union National Bank, Charlotte, North Carolina (the "Bond Registrar"). The City also promises to pay, solely from said sources, interest thereon from the interest payment date next preceding the date on which it is authenticated unless it is authenticated on an interest payment date, in which event it shall bear interest from such date, or if it is authenticated before February 1, 2001, in which event it shall bear interest from its date, payable commencing February 1, 2001, and semiannually thereafter on August 1 and February 1 of each year, at the rate per annum set forth above until the principal sum hereof is paid. The interest so payable and punctually paid or duly provided for, on any Interest Payment Date, will be paid to the person in whose name this 2000 Bond is registered at the close of business on the Regular Record Date for such interest, which is the 15th day (whether or not a business day) of the calendar month next preceding such Interest Payment Date. Any such interest not so punctually paid or duly provided for shall forthwith cease to be payable to the registered owner on such Regular Record Date, and may be paid to the person in whose name this 2000 Bond is registered at the close of business on a Special Record Date for the payment of such defaulted interest to be fixed by the Trustee hereinafter mentioned, notice whereof being given to the owners not less than 10 days prior to such Special Record Date, or may be paid at any time in any other lawful manner not inconsistent with the requirements of any securities exchange on which the bonds of this series may be listed and upon such notice as may be required by such exchange, or as more fully provided in the Bond Order hereinafter mentioned. Such payment of interest shall be made by check mailed by the Bond Registrar to the owner at his address as it appears on the bond registration books maintained by the Bond Registrar. All such payments shall be made in such coin or currency of the United States of America as is at the time of payment is legal tender for payment of public and private debts.

This 2000 Bond is not payable from the funds of the City, nor does it constitute a legal or equitable pledge, charge, lien or encumbrance upon any of the properties of the City or upon any of its income, receipts

or revenues except as hereinafter provided for, and neither the credit nor the taxing power of the City is pledged for the payment of this 2000 Bond.

This 2000 Bond is one of a duly authorized series of revenue bonds of the City, designated "*City of Charlotte, North Carolina, Special Facility Revenue Bonds, Series 2000*" (the "*2000 Bonds*"), issued under The State and Local Government Revenue Bond Act, as amended, and a bond order (the "*Bond Order*"), under which First Union National Bank, Charlotte, North Carolina, is serving as Trustee (the "*Trustee*"), and a series resolution (the "*2000 Series Resolution*"), duly adopted by the City Council of the City on July 24, 2000, for the purpose of providing funds, together with any other available funds, to (1) fund capitalized interest on the 2000 Bonds, (2) pay all or a portion of the cost of Improvements and Additional Special Facilities) to be leased to US Airways, (3) reimburse the City and/or US Airways, as applicable, for certain advances made for the cost of the Improvements or Additional Special Facilities and (4) pay certain expenses incurred in connection with the issuance of the 2000 Bonds.

The City has entered into a lease agreement, dated as of March 1, 1987, as amended, (herein the "*Original Lease*") with Piedmont Aviation, Inc., predecessor in interest to US Airways, under which the City has agreed to lease certain property, including certain Special Facilities, to US Airways and US Airways has agreed to pay directly to the Trustee a rental (the "*Debt Service Rentals*") therefor equal to the principal of, interest on and premium, if any, on all bonds issued and Outstanding under the Bond Order, including the 2000 Bonds. The City has entered into a Supplemental Special Facility Lease Agreement, dated as of December 12, 1988, as amended, (herein the "*Supplemental Lease*") under which the City has agreed to lease certain additional property, including certain Special Facilities (as defined in that Supplemental Lease), to US Airways and US Airways, has agreed to pay directly to the Trustee additional Debt Service Rentals therefore equal to the principal of, interest on and premium, if any, on all bonds issued and Outstanding under the Bond Order, including the 2000 Bonds. The City has further entered into a Special Facility Lease Agreement, Supplement II, dated as of February 9, 1998, (herein "*Supplemental Lease II*") under which the City has agreed to lease certain Special Facilities (as defined in that Supplemental Lease II) to US Airways and US Airways, has agreed to pay directly to the Trustee additional Debt Service Rentals therefor equal to the principal of, interest on and premium, if any, on all bonds issued and Outstanding under the Bond Order, including the 2000 Bonds. The City has further entered into a Special Facility Lease Agreement, Supplement III, dated as of August 15, 2000, (herein "*Supplemental Lease III*") under which the City has agreed to lease certain Additional Special Facilities to US Airways and US Airways, has agreed to pay directly to the Trustee additional Debt Service Rentals therefor equal to the principal of, interest on and premium, if any, on all bonds issued and Outstanding under the Bond Order, including the 2000 Bonds. (The Original Lease, the Supplemental Lease, the Supplemental Lease II and the Supplemental Lease III are referred to collectively herein as the "*Lease*"). The Lease also provides for the payment directly to the City of other rentals which are not pledged to the payment of bonds issued and Outstanding under the Bond Order.

The Bond Order provides for the issuance from time to time under the conditions, limitations and restrictions therein set forth of additional bonds secured *pari passu* as to the pledge of Debt Service Rentals with all bonds issued and Outstanding under the Bond Order. The 2000 Series Resolution provides that the 2000 Bonds authorized thereby are such additional bonds issued and Outstanding under the Bond Order. The Bond Order is available for inspection by any owner at all reasonable times at the corporate trust office of the Trustee.

The Bond Order provides for the creation of a special fund designated "*Charlotte/Douglas International Airport Special Facility Revenue Bond Fund*" (hereinafter called the "*Bond Fund*"). Under the 2000 Series Resolution, special accounts have been created within the Bond Fund with respect to the 2000 Bonds (the "*Series 2000 Accounts*"), which Series 2000 Accounts are pledged and charged with the payment of the principal of and the interest and premium, if any, on all 2000 Bonds issued under the provisions of the

2000 Series Resolution. The 2000 Series Resolution also provides for the deposit to the credit of the Series 2000 Accounts of certain amounts of the Debt Service Rentals, as defined in the Bond Order, to the extent and in the manner provided in the Bond Order.

The 2000 Bonds initially are being issued by means of a book-entry system with no physical distribution of bond certificates to be made except as provided in the Bond Order and the 2000 Series Resolution. One 2000 Bond certificate with respect to each date on which the 2000 Bonds are stated to mature in the aggregate principal amount of the 2000 Bonds to mature on such date and registered in the name of the Securities Depository Nominee (as defined in the 2000 Series Resolution) is initially being issued and required to be deposited with the Securities Depository (as defined in the 2000 Series Resolution) and immobilized in its custody. The book-entry system of the Securities Depository will evidence positions held in the 2000 Bonds by the Securities Depository's participants, with beneficial ownership of the 2000 Bonds in Authorized Denominations being evidenced in the records of such participants. Transfers of ownership shall be effected on the records of the Securities Depository and its participants pursuant to rules and procedures established by the Securities Depository and its participants. The City and the Trustee will recognize the Securities Depository Nominee or the Securities Depository, as the case may be, while the registered owner of this 2000 Bond, as the owner of this 2000 Bond for all purposes, including payments of principal of, redemption premium, if any, and interest on, this 2000 Bond, notices and voting. Transfer of principal, interest and any redemption premium payments to participants of the Securities Depository will be the responsibility of the Securities Depository, and transfer of principal, interest and any redemption premium payments to beneficial owners of the 2000 Bonds by participants of the Securities Depository will be the responsibility of such participants and other nominees of such beneficial owners. The City and the Trustee will not be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by the Securities Depository, its participants or persons acting through such participants. While the Securities Depository Nominee or the Securities Depository, as the case may be, is the owner of this 2000 Bond, notwithstanding the provisions hereinabove contained, payments of principal of, redemption premium, if any, and interest on this 2000 Bond shall be made to the Securities Depository Nominee or the Securities Depository, as the case may be, by wire transfer in immediately available funds to the account of said holder as may be specified in the bond registration books maintained by the Trustee as Bond Registrar or by such other method of payment as the City may determine to be necessary or advisable with the concurrence of the Securities Depository.

Optional Redemption

The 2000 Bonds are subject to redemption by the City at the direction of US Airways from prepayments of Debt Service Rentals, in whole or in part, at any time on or after August 1, 20 , during the periods and at the redemption prices (expressed as a percentage of principal amount of 2000 Bonds to be redeemed), respectively, set forth below, plus interest accrued thereon to the date of redemption.

PERIOD DURING WHICH REDEEMED (BOTH DATES INCLUSIVE)	REDEMPTION PRICE
August 1, 20 through July 31, 20	10 %
August 1, 20 through July 31, 20	10
August 1, 20 and thereafter	100

Mandatory Redemption

The 2000 Bonds are subject to mandatory redemption on expiration of the Lease before the scheduled maturity of the 2000 Bonds, at a redemption price equal to the principal amount of the 2000 Bonds, without premium, plus accrued interest to the redemption date.

Contingent Mandatory Redemption

The 2000 Bonds are subject to mandatory redemption, in whole or in part, in the event of a Determination of Taxability with respect to any 2000 Bonds, on any date selected by US Airways, but not later than 180 days after such Determination of Taxability, at a redemption price equal to the principal amount of the 2000 Bonds to be redeemed, without premium, plus accrued interest to the redemption date. All 2000 Bonds will be redeemed in the event of a Determination of Taxability unless, in the opinion of bond counsel to the City, redemption of a portion of the 2000 Bonds would have the result that interest payable on the remaining 2000 Bonds outstanding after the redemption would not be included in the gross income for federal income tax purposes of any holder or beneficial owner thereof, in which event only such portion of the 2000 Bonds shall be redeemed.

Extraordinary Optional Redemption

The 2000 Bonds are subject to redemption, in whole or in part, on any date on instructions from the City at the direction of US Airways from the Net Proceeds of insurance or Eminent Domain which are deposited in the Series 2000 Subaccount of the Revenue Bond Redemption Account, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date.

The 2000 Bonds are subject to redemption at any time, in whole or in part, at a redemption price equal to the principal amount of the 2000 Bonds to be redeemed, plus accrued interest to the redemption date, on instructions from the City, at the direction of US Airways, that the continued operation of the Leased Premises or a substantial portion of the Leased Premises is impractical, uneconomical or undesirable for any reason, including, without limitation, the imposition upon US Airways with respect to the Leased Premises of unreasonable burdens or excessive liabilities, which will be deemed to include, without limitation, the imposition or substantial increase of ad valorem property taxes or taxes on the leasing or use of the Leased Premises or a substantial portion thereof or on amounts payable with respect thereto.

Excess Bond Proceeds Redemption

The 2000 Bonds are subject to redemption in part on any date on instructions from the City at the direction of US Airways from amounts which are deposited in the Series 2000 Subaccount of the Revenue Bond Redemption Account from any amounts in the Series 2000 Subaccount of the Improvements Account or the Series 2000 Subaccount of the Special Facility Account in the Construction Fund under the Bond Order which are not used in the acquisition or construction of the Additional Special Facilities or Improvements which are being financed with the proceeds of the 2000 Bonds, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date.

If less than all of the 2000 Bonds are to be called for redemption, the Securities Depository, or, if a book-entry system is no longer used, the Trustee, shall select the 2000 Bonds to be redeemed by lot, each 2000 Bond in an Authorized Denomination to be counted as one 2000 Bond for this purpose. No portion of a 2000 Bond may be redeemed that would result in a 2000 Bond being outstanding in other than an Authorized Denomination.

Not more than 60 nor less than 45 days before the redemption date of any 2000 Bonds to be redeemed, whether such redemption be in whole or in part, the City shall cause a notice of such redemption to be filed with the Bond Registrar and given by (1) certified or registered mail to the Securities Depository at its address appearing upon the registration books of the City and (2) mail to the Local Government Commission. On the date fixed for redemption, notice having been given as aforesaid, the 2000 Bonds or portions thereof so called for redemption shall be due and payable at the redemption price provided for the redemption of such 2000 Bonds or portions thereof on such date and, if moneys for payment of such redemption price and the accrued interest are held by the Bond Registrar as provided in the Bond Order, interest on the 2000 Bonds or the portions thereof so called for redemption shall cease to accrue. If a portion of this 2000 Bond shall be called for redemption, a new 2000 Bond or 2000 Bonds in principal amount equal to the unredeemed portion hereof will be issued to the Securities Depository or its legal representative upon the surrender hereof.

In certain events, the City will be authorized to deliver replacement 2000 Bonds in the form of fully-registered certificates in Authorized Denominations in exchange for the Outstanding 2000 Bonds as provided in the Bond Order.

At the office of the Bond Registrar, in the manner and subject to the conditions provided in the 2000 Series Resolution, 2000 Bonds may be exchanged for an equal aggregate principal amount of 2000 Bonds of the same maturity, of authorized denominations and bearing interest at the same rate.

The Bond Registrar shall keep at its office the books of the City for the registration of transfer of the 2000 Bonds. The transfer of this 2000 Bond may be registered only on such books and as otherwise provided in the Bond Order on the surrender hereof to the Bond Registrar together with an assignment duly executed by the registered owner hereof or his attorney or legal representative in such form as shall be satisfactory to the Bond Registrar. On any such registration of transfer, the Bond Registrar shall deliver in exchange for this 2000 Bond a new 2000 Bond or 2000 Bonds, registered in the name of the transferee, of authorized denominations, in an aggregate principal amount equal to the unredeemed principal amount of this 2000 Bond, of the same maturity and bearing interest at the same rate.

The Bond Registrar is not required to exchange or register the transfer of any 2000 Bond during a period beginning at the opening of business 15 days before the day of the mailing of a notice of redemption of 2000 Bonds or any portion thereof and ending at the close of business on the date of such mailing or of any 2000 Bond called for redemption in whole or in part under the 2000 Series Resolution.

The registered owner of this 2000 Bond has no right to enforce the provisions of the Bond Order or to institute action to enforce the covenants therein, or to take any action with respect to any event of default under the Bond Order, or to institute, appear in or defend any suit or other proceeding with respect thereto, except as provided in the Bond Order.

Modifications or alterations of the Bond Order and the 2000 Series Resolution or any bond order or series resolution supplemental thereto may be made only to the extent and in the circumstances permitted by the Bond Order or the 2000 Series Resolution, as the case may be.

This 2000 Bond, notwithstanding the provisions for registration of transfer stated herein and contained in the Bond Order and the 2000 Series Resolution, at all times shall be, and shall be understood to be, an investment security within the meaning of and for all the purposes of Article 8 of the Uniform Commercial Code of North Carolina. This 2000 Bond is issued with the intent that the laws of the State of North Carolina shall govern its construction.

All acts, conditions and things required to happen, exist and be performed precedent to and in the issuance of this 2000 Bond and the execution of the Bond Order have happened, exist and have been performed as so required.

This 2000 Bond is not valid and does not become obligatory for any purpose or entitled to any benefit or security under the Bond Order or the 2000 Series Resolution until it has been authenticated by the execution by the Bond Registrar of the certificate of authentication endorsed hereon.

IN WITNESS WHEREOF, the City of Charlotte, North Carolina, has caused this 2000 Bond to be executed by the Mayor and the City Clerk of said City, and its official seal to be impressed hereon and this 2000 Bond to be dated the 15th day of August, 2000.

CITY OF CHARLOTTE, NORTH CAROLINA

By: _____
Mayor

[SEAL]

City Clerk

CERTIFICATE OF LOCAL GOVERNMENT COMMISSION

The issuance of the within bond has been approved under the provisions of The State and Local Government Revenue Bond Act of North Carolina.

Secretary, Local Government
Commission

The signatory hereby certifies that the provisions of the Local Government
to maintain action in accordance with the provisions of the Local Government
under the Local Government Commission, or to maintain action in accordance with the
except as provided in the Local Government Commission.

Resolution of the Board of the Local Government Commission and the 2000 Series Resolution of the Local Government
series resolution of the Local Government Commission may be made only in accordance with the provisions of the
the Local Government Commission or the 2000 Series Resolution of the Local Government Commission.

This 2000 Series Resolution, notwithstanding the provisions of the Local Government Commission, shall be
contained in the Local Government Commission and the 2000 Series Resolution, and shall be subject
to be an investment security within the meaning of and for all the purposes of Article 5 of the
Commercial Code of North Carolina. This 2000 Series Resolution is made with the intent that the laws of the State of
North Carolina shall govern its construction.

All acts, conditions and things required to be done in order to issue, sell and in accordance with the
provisions of this 2000 Series Resolution and the execution of the Local Government Commission have been
performed as so required.

The Local Government Commission is not liable and has no personal obligation for any purpose to be made in any
in accordance with the Local Government Commission or the 2000 Series Resolution until it has been authorized by the
action of the Local Government Commission of the Local Government Commission.

BY WITNESS MY HAND, the City of Charlotte, North Carolina, this 24th day of July, 2000.
executed by the Mayor and the City Clerk of said City, and its official seal to be impressed hereon and the
2000 Series Resolution to be dated the 24th day of July, 2000.

CITY OF CHARLOTTE, NORTH CAROLINA

By: _____
Mayor

City Clerk

CERTIFICATE OF LOCAL GOVERNMENT COMMISSION

The issuance of the within bond has been reported under the provisions of The State and Local
Government Revenue Bond Act of North Carolina.

CERTIFICATE OF AUTHENTICATION

Date of authentication: _____

This 2000 Bond is a bond of the Series designated therein and issued under the provisions of the within-mentioned Bond Order and 2000 Series Resolution.

FIRST UNION NATIONAL BANK, as Bond Registrar

By: _____
Authorized Officer

[FORM OF ASSIGNMENT]

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

(Please print or typewrite Name and Address,
including Zip Code, and Federal Taxpayer Identification or
Social Security Number of Assignee)

the within 2000 Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

Attorney to register the transfer of the within 2000 Bond on the books kept for registration thereof,
with full power of substitution in the premises.

Dated: _____

Signature guaranteed by: _____

NOTICE: SIGNATURE MUST BE GUARANTEED BY AN INSTITUTION WHO IS A PARTICIPANT IN THE SECURITIES TRANSFER AGENT MEDALLION PROGRAM ("STAMP") OR SIMILAR PROGRAM.

NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS IT APPEARS ON THE FACE OF THE WITHIN 2000 BOND IN EVERY PARTICULAR, WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.

Section 204. **Authorization of 2000 Bonds.** There shall be issued under and secured by this Series Resolution the 2000 Bonds of the City in an aggregate principal amount not to exceed \$40,000,000 for the purpose of providing funds, together with other available funds, to (1) fund capitalized interest on the 2000 Bonds, (2) pay all or a portion of the cost of Improvements and Additional Special Facilities to be leased to US Airways, (3) reimburse the City or US Airways, as applicable, for certain advances made for the cost of the Improvements or Additional Special Facilities and (4) pay certain expenses incurred in connection with the issuance of the 2000 Bonds. The bonds shall be designated "*City of Charlotte, North Carolina, Charlotte/Douglas International Airport Special Facility Revenue Bonds, Series 2000*", shall be dated as of August 15, 2000, shall be in such aggregate principal amount and shall bear interest payable semiannually on August 1 and February 1 of each year, commencing February 1, 2001, at the rates and shall mature (subject to the right of prior redemption as hereinafter set forth) on August 1 in the years and amounts set forth in the certificate of the Finance Director mentioned in Section 204(b) below.

The 2000 Bonds shall be executed by the Mayor or the City Manager substantially in the form and in the manner hereinabove set forth and shall be deposited with the Bond Registrar for authentication, but before the 2000 Bonds shall be authenticated and delivered by the Bond Registrar to the Treasurer of the State of North Carolina for redelivery to the purchasers thereof, there shall be filed with the Trustee the following:

- (a) All items required under Section 208 of the Bond Order;
- (b) a certificate or certificates of the Finance Director setting forth the following:
 - (1) the aggregate principal amount of 2000 Bonds to be issued, not in excess of the maximum amount previously established in this Section 204,
 - (2) the interest rate for the 2000 Bonds, such interest rate not to be in excess of 10% per annum,
 - (3) a schedule setting forth the dates and amounts of withdrawals from the Series 2000 Subaccount of the Revenue Bond Capitalized Interest Account for deposit to the Series 2000 Subaccount of the Revenue Bond Interest Account,
 - (4) the distribution of the proceeds of the 2000 Bonds, including accrued interest, and certain moneys on deposit in the funds, accounts and subaccounts relating to the 2000 Bonds, to the Series 2000 Subaccount of the Revenue Bond Capitalized Interest Account, the Series 2000 Subaccount of the Revenue Bond Interest Account, to the Series 2000 Subaccount of the Improvements Account of the Construction Fund, to the Series 2000 Subaccount of the Special Facility Account of the Construction Fund, and to pay certain expenses incurred in connection with the issuance of the 2000 Bonds, and
 - (5) the redemption provisions for the 2000 Bonds as required to be established in accordance with Section 301 hereof;

(c) an opinion of the Airport Attorney to the effect that the City has title to the Additional Special Facilities covered by the Lease;

(d) copies of insurance certificates and a statement, signed by US Airways' insurance agent, to the effect that the insurance required of US Airways by the Lease to be in effect on the date of delivery of the 2000 Bonds is in effect;

(e) copies of insurance certificates and a statement, signed by the City's insurance agent, to the effect that the insurance required of the City by the Lease to be in effect on the date of delivery of the 2000 Bonds is in effect;

(f) an opinion of the City Attorney to the effect that (1) this 2000 Series Resolution and the Bond Order have each been duly adopted, and the Lease has been duly authorized, executed and delivered by the City, (2) no provision of the Bond Order, the Lease or this 2000 Series Resolution violates any provision of the Act or results in or constitutes a default under any agreement, indenture or other instrument to which the City is a party or by which the City may be bound, and of which he has knowledge, (3) the City's adoption of the Bond Order and the 2000 Series Resolution, the authorization and execution of the Lease and execution and issuance of the 2000 Bonds are not subject to any authorization, consent, approval or review of any governmental body, public officer or regulatory authority not theretofore obtained or effected, and no taxes are payable in connection therewith, and (4) the form, terms, execution, issuance and delivery of the 2000 Bonds have been duly and validly authorized by the City, and such 2000 Bonds constitute valid and binding special obligations of the City in accordance with their terms, (5) the actions of the City Council in connection with the adoption of the Bond Order, the 2000 Series Resolution and the Lease were taken in accordance with the provisions of Article 33C of Chapter 143 of the North Carolina General Statutes and (6) there is no litigation pending, or to his knowledge, threatened, in any way affecting the existence of the City or seeking to restrain in any way the issuance, sale or delivery of the 2000 Bonds, or in any way contesting or affecting the validity or enforceability of the 2000 Series Resolution or contesting in any way the powers of the City or its authority with respect to the 2000 Bonds;

(g) a written statement signed by the Treasurer, the Chief Financial Officer or other designated officer of US Airways approving the terms, conditions, manner of issuance, purchase price, delivery and contemplated disposition of the proceeds of the sale of such 2000 Bonds;

(h) a certificate of US Airways dated as of the date of Supplemental Lease III containing those items required by Section [6.8] thereof;

(i) a certified resolution of the governing board of US Airways authorizing the execution and delivery of Supplemental Lease III and authorizing the execution of such other documents to be executed and the taking of such other actions as may be necessary in connection with the issuance and sale of the 2000 Bonds;

(j) an opinion of the Executive Vice President-Corporate Affairs and General Counsel for US Airways to the effect that (1) US Airways has been duly organized and is validly existing as a corporation in good standing under the laws of the State of Delaware and is qualified to business in the State of North Carolina, with power and authority to execute and deliver the Lease and to consummate the transactions contemplated by such instrument; (2) the Lease has been duly authorized, executed and delivered by US Airways, and constitutes a valid and binding agreement of US Airways, enforceable in accordance with its terms, except to the extent that the enforceability of the same may be limited by bankruptcy, insolvency, reorganization, moratorium or other laws affecting creditor's rights generally or by general principles of equity, whether considered at law or equity; and (3) the execution and delivery of the Lease by US Airways, and compliance with the terms thereof, under the circumstances contemplated thereby, do not and will not conflict with the Restated Certificate of Incorporation or bylaws of US Airways and do not and will not in any material respect conflict with, or constitute on the part of US Airways, a breach or default under, any material indenture, mortgage, deed of trust, agreement or other instrument to which US Airways is a party or conflict with, violate or result in a breach of any law, public administrative rule or regulation, judgment, court order or consent decree to which US Airways is subject;

(k) an approval by the Trustee of the form of Supplemental Lease III as required by Section 1201 of the Bond Order; and

(l) such other documents as may be required by the City in connection with the issuance of the 2000 Bonds.

When the documents mentioned in paragraphs (a) to (l), inclusive, of this Section have been filed with the Trustee and when the 2000 Bonds have been executed and authenticated as required by this 2000 Series Resolution, the Trustee shall deliver the 2000 Bonds at one time to the Treasurer of the State of North Carolina for redelivery to the Securities Depository or such other person as the purchasers named in the resolution required by Section 208(c) of the Bond Order, but only on payment to the Trustee of the purchase price of the 2000 Bonds and the accrued interest thereon. The Trustee is entitled to rely on the resolutions mentioned in paragraphs (a) and (d) of Section 208 of the Bond Order as to all matters stated therein.

Section 205. **Book-Entry System.** Under Section 211 of the Bond Order, the 2000 Bonds shall initially be issued by means of a book-entry system and registered in the name of Cede & Co., a nominee of DTC as Securities Depository. The initial appointment of the Securities Depository and Securities Depository Nominee are hereby confirmed.

The book-entry system of the Securities Depository will evidence positions held in the 2000 Bonds by the Securities Depository's participants, with beneficial ownership of the 2000 Bonds in Authorized Denominations being evidenced in the records of the participants.

ARTICLE III.

REDEMPTION OF BONDS

Section 301. *Redemption of 2000 Bonds.*

(a) The 2000 Bonds are not subject to optional redemption before their maturity except as provided in this Article III and in Article III of the Bond Order.

(b) The 2000 Bonds are subject to redemption by the City at the direction of US Airways from prepayments of Debt Service Rentals, in whole or in part, on any date on or after the date specified in the certificate of the Finance Director delivered under Section 204(b) (such initial date not to be later than August 1, 2012), but in no event shall such redemption be at a redemption price of greater than 103% of the principal amount thereof, plus accrued interest to the date of redemption.

(c) The 2000 Bonds are subject to mandatory redemption on expiration of the Lease before the scheduled maturity of the 2000 Bonds, at a redemption price equal to the principal amount of the 2000 Bonds without premium, plus accrued interest to the redemption date.

(d) The 2000 Bonds are subject to redemption, in whole or in part, on any date by lot at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the date of redemption, upon instructions from the City at the direction of US Airways from Net Proceeds which are deposited in the Series 2000 Subaccount of the Revenue Bond Redemption Account as provided in the Bond Order.

(e) The 2000 Bonds are subject to redemption at any time, in whole or in part, at a redemption price equal to the principal amount of the 2000 Bonds to be redeemed, plus accrued interest to the redemption date, on instructions from the City, at the direction of US Airways, that the continued operation of the Leased Premises or a substantial portion of the Leased Premises is impractical, uneconomical or undesirable for any reason, including, without limitation, the imposition on US Airways with respect to the Leased Premises of unreasonable burdens or excessive liabilities, which will be deemed to include, without limitation, the imposition or substantial increase of ad valorem property taxes or taxes on the leasing or use of the Leased Premises or a substantial portion thereof or on amounts payable with respect thereto.

(f) The 2000 Bonds are subject to redemption by the City in part by lot on any date at the direction of US Airways from amounts which are deposited in the Series 2000 Subaccount of the Revenue Bond Redemption Account from amounts in the Series 2000 Subaccount of the Improvements Account or the Series 2000 Subaccount of the Special Facility Account in the Construction Fund under the Bond Order which are not used in the acquisition or construction of the Additional Special Facilities or Improvements which are being financed with the proceeds of the 2000 Bonds, at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date.

(g) The 2000 Bonds are subject to mandatory redemption, in whole or in part, in the event of a Determination of Taxability with respect to any 2000 Bonds, on any date selected by US Airways, but not later than 180 days after such Determination of Taxability, at a redemption price equal to the principal amount of the 2000 Bonds to be redeemed, without premium, plus accrued interest to the redemption date. All 2000 Bonds will be redeemed in the event of a Determination of Taxability unless, in the opinion of bond counsel to the City, redemption of a portion of the 2000 Bonds would have the result that interest payable on the remaining 2000 Bonds outstanding after the redemption would not be included in the gross income for federal income tax purposes of any holder or beneficial owner thereof, in which event only such portion of the 2000 Bonds shall be redeemed.

Section 302. *Selection of 2000 Bonds to be Redeemed.* The Trustee shall select the 2000 Bonds to be redeemed in accordance with the terms and provisions of this 2000 Series Resolution. If less than all

of the 2000 Bonds are to be called for redemption, the Securities Depository or, if a book-entry system is no longer used, the Trustee, shall select the 2000 Bonds to be redeemed by lot, each 2000 Bond in an Authorized Denomination to be counted as one 2000 Bond for this purpose. No portion of a 2000 Bond may be redeemed that would result in a 2000 Bond being outstanding in other than an Authorized Denomination.

Section 303. **Redemption Notice.** Not more than 60 nor less than 45 days before the redemption date of any 2000 Bonds to be redeemed, whether such redemption be in whole or in part, the City shall cause a notice of such redemption to be filed with the Bond Registrar and to be (1) mailed, postage prepaid, to the Owner of each 2000 Bond to be redeemed in whole or in part at his address appearing on the registration books of the City, provided that such notice to Cede & Co. as Owner of the 2000 Bonds shall be given by certified or registered mail and (2) mailed to the North Carolina Local Government Commission. Failure to mail such notice or any defect therein shall not affect the validity of the redemption as regards Owners to whom such notice was given as required hereby. Each such notice shall set forth the date designated for redemption and the redemption price to be paid. If Certificated 2000 Bonds (as defined in the Bond Order) are outstanding, each such notice to the Owners thereof shall also set forth, if less than all of the 2000 Bonds then outstanding shall be called for redemption, the distinctive numbers and letters, if any, of such 2000 Bonds to be redeemed and, in the case of any 2000 Bond to be redeemed in part only, the portion of the principal amount thereof to be redeemed. If any 2000 Bond is to be redeemed in part only, the notice of redemption shall state also that on or after the redemption date, on surrender of such 2000 Bond, a new 2000 Bond or 2000 Bonds in principal amount equal to the unredeemed portion of such 2000 Bond will be issued.

ARTICLE IV.

REVENUES, ACCOUNTS AND FUNDS

Section 401. **Establishment of Accounts.** The following Subaccounts are hereby established:

- (a) Series 2000 Subaccount of the Revenue Bond Capitalized Interest Account;
- (b) Series 2000 Subaccount of the Revenue Bond Interest Account;
- (c) Series 2000 Subaccount of the Revenue Bond Principal Account;
- (d) Series 2000 Subaccount of the Improvements Account of the Construction Fund;
- (e) Series 2000 Subaccount of the Special Facility Account of the Construction Fund;
- (f) Series 2000 Subaccount of the Revenue Bond Redemption Account;
- and
- (g) Series 2000 Subaccount of the Revenue Bond Rebate Account.

All subaccounts shall be established with and held by the Trustee under the Bond Order.

Section 402. **Debt Service Rentals Received by the Trustee.**

The Trustee shall, subject to the provisions of the Bond Order, apply the following amounts on the following dates to the various accounts and subaccounts specified herein in the following order:

(a) into the Series 2000 Subaccount of the Revenue Bond Interest Account, on the dates set forth in the certificate of the Finance Director delivered under Section 204(b), the amounts set forth in such certificate until the date on which all moneys in the Series 2000 Subaccount of the Revenue Bond Capitalized Interest Account have been depleted, and, on receipt, but in no event later than the 25th day of each July and January, commencing January 25, 2001, from Debt Service Rentals or reletting proceeds the amount of interest payable on the 2000 Bonds on the next ensuing Interest Payment Date; and

(b) into the Series 2000 Subaccount of the Revenue Bond Principal Account, from Debt Service Rentals or reletting proceeds on January 25 of the year in which the 2000 Bond matures, the amount of the principal of the 2000 Bond due on the next ensuing February 1.

If on any date the Trustee has failed to make any deposit required by this Section 402, the Trustee shall deposit or pay, on the following business day, in addition to the amounts then due, but only from Debt Service Rentals or reletting proceeds, an amount sufficient to cure the deficiency in deposit or payment unless such deficiency is cured by a transfer, under the terms of the Bond Order, of money or Investment Obligations to such account from other funds and accounts created herein.

Section 403. ***Application of Money in the Series 2000 Revenue Bond Redemption Subaccount.***
The Trustee shall apply money in the Series 2000 Revenue Bond Redemption Subaccount to the purchase or redemption of 2000 Bonds as follows:

(a) Subject to the provisions of paragraph (c) of this Section, the Trustee shall endeavor to purchase and cancel 2000 Bonds or portions thereof, regardless of whether such 2000 Bonds or portions thereof are then subject to redemption, at the most advantageous price obtainable with reasonable diligence, provided that the purchase price of each 2000 Bond shall not exceed the Redemption Price that would be payable on the next redemption date to the Owner of such 2000 Bond under the provisions of the 2000 Series Resolution if such 2000 Bond or such portion thereof should be called for redemption on such date from the money in the Series 2000 Subaccount of the Revenue Bond Redemption Account. The Trustee shall pay the interest accrued on such 2000 Bonds or portions thereof to the date of settlement from the Series 2000 Subaccount of the Revenue Bond Interest Account and the purchase price from the Series 2000 Subaccount of the Revenue Bond Redemption Account, but no such purchase shall be made by the Trustee from money in the Series 2000 Subaccount of the Revenue Bond Redemption Account within the period of 45 days immediately preceding any Interest Payment Date on which such 2000 Bonds or portions thereof are to be redeemed, except from moneys other than the moneys set aside in the Series 2000 Subaccount of the Revenue Bond Redemption Account for the redemption of 2000 Bonds.

(b) Subject to the provisions of paragraph (c) of this Section, the Trustee shall call for redemption on each Interest Payment Date such amount of 2000 Bonds or portions thereof as, with the redemption premium, if any, will

exhaust the money then held in the Series 2000 Subaccount of the Revenue Bond Redemption Account as nearly as may be practicable. The Trustee shall pay the accrued interest on the 2000 Bonds or portions thereof to be redeemed to the date of redemption from the Series 2000 Subaccount of the Revenue Bond Interest Account or, if applicable, from the Series 2000 Subaccount of the Revenue Bond Capitalized Interest Account and the Redemption Price of such 2000 Bonds or portions thereof from the Series 2000 Subaccount of the Revenue Bond Redemption Account. The Trustee shall withdraw from the Series 2000 Subaccount of the Revenue Bond Redemption Account and set aside the respective amounts required to pay the Redemption Price of the 2000 Bonds or portions thereof so called for redemption.

(c) Money in the Series 2000 Subaccount of the Revenue Bond Redemption Account shall be applied by the Trustee in each Fiscal Year to the purchase or the redemption of 2000 Bonds then Outstanding in accordance with the latest certificate filed by the Finance Director on the direction of US Airways with the Trustee designating the 2000 Bonds to be redeemed. If no such certificate is filed, the Trustee shall apply such money to the purchase or redemption of 2000 Bonds as it shall determine.

On the retirement of any 2000 Bonds by purchase or redemption under the provisions of this Section, the Trustee shall file with the City and US Airways a statement identifying such 2000 Bonds and setting forth the date of purchase or redemption, the amount of the purchase price or the Redemption Price of such 2000 Bonds and the amount paid as interest thereon. The expenses incurred by the Trustee in connection with the purchase or redemption of any such 2000 Bonds shall be paid by the City from funds provided by US Airways.

Section 404. **Rebate Account.** Money in the Series 2000 Subaccount of the Revenue Bond Rebate Account shall be applied in accordance with Section 509 of the Bond Order.

Section 405. **Investment of Money.** Money held for the credit of all subaccounts established hereunder on deposit with the Trustee shall be continuously invested and reinvested by the Trustee in Investment Obligations to the extent practicable, all in accordance with Section 602 of the Bond Order.

Section 406. **Payment of Principal, Interest and Premium and Pledge of Debt Service Rentals.** The Trustee, by its acceptance of the trusts created under the Bond Order and acceptance of duties hereunder, covenants that it will promptly pay the principal of and the interest on every 2000 Bond issued under the provisions of this 2000 Series Resolution at the places, on the dates, in the manner and from the sources provided herein and in said 2000 Bonds, and any premium required for the retirement of said 2000 Bonds by purchase or redemption, according to the true intent and meaning thereof. The Trustee, by its acceptance of its duties hereunder, and the City each covenants that it will faithfully perform at all times all of its covenants, undertakings and agreements contained in this 2000 Series Resolution and the Bond Order, or in any 2000 Bond executed, authenticated and delivered hereunder or in any proceedings of the City pertaining thereto. The City represents and covenants that it is duly authorized under the Constitution and laws of the State, particularly the Act, to issue the 2000 Bonds authorized hereby and to pledge the Debt Service Rentals in the manner and to the extent herein and in the Bond Order set forth; that all action on its part for the issuance of the 2000 Bonds initially issued hereunder has been duly and effectively taken; and that such 2000 Bonds in the hands of the Owners thereof are and will be valid and binding special obligations of the City according to their terms.

Debt Service Rentals are pledged under Section 513 of the Bond Order as security for the payment of the 2000 Bonds and the interest thereon. As security for the payment of the 2000 Bonds, the City hereby pledges and grants to the Trustee a security interest in the money and Investment Obligations in the subaccounts created under Section 401(a) through (f) of this 2000 Series Resolution.

The 2000 Bonds shall not be payable from the funds of the City, nor shall they constitute a legal or equitable pledge, lien or encumbrance on any of the properties of the City or on any of its income, receipts or revenues, except as provided in this 2000 Series Resolution and the Bond Order, and neither the credit nor the taxing power of the City are pledged for the payment of the 2000 Bonds.

ARTICLE V.

SUPPLEMENTAL SERIES RESOLUTIONS

Section 501. **Supplemental Series Resolutions Without Consent of Owners.** The City may, from time to time and at any time, adopt such resolutions supplemental hereto as are consistent with the terms and provisions of this 2000 Series Resolution and, in the opinion of the Trustee, do not affect adversely the interest of the Owners:

(a) to cure any ambiguity or formal defect or omission, to correct or supplement any provision herein that may be inconsistent with any other provision herein, or to make any other provisions with respect to matters or questions arising under this 2000 Series Resolution that are consistent with the provisions of this 2000 Series Resolution, or

(b) to grant to or confer on the Trustee for the benefit of the Owners any additional rights, remedies, powers, authority or security that may lawfully be granted to or conferred on the Owners or the Trustee, or

(c) to add to the covenants and agreements of the City in this 2000 Series Resolution other covenants and agreements thereafter to be observed by the City or to surrender any right or power herein reserved to or conferred on the City, or

(d) to permit the qualification of this 2000 Series Resolution under any federal statute now or hereafter in effect or under any state Blue Sky law, or

(e) to provide for the issuance of the 2000 Bonds in bearer form.

Section 502. **Modification of 2000 Series Resolution with Consent of Owners.** Subject to the terms and provisions contained in this Section, and not otherwise, the Owners of not less than 51% in aggregate principal amount of the 2000 Bonds then Outstanding have the right, from time to time, anything contained in this 2000 Series Resolution to the contrary notwithstanding, to consent to and approve the adoption by the City and the acceptance by the Trustee of such series resolution supplemental hereto as is deemed necessary or desirable by the City for the purpose of modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained in this 2000 Series Resolution or in any supplemental series resolution; provided, however, that nothing herein contained shall permit, or be construed as permitting (a) an extension of the maturity of the principal of or the interest on any 2000 Bond issued hereunder, or (b) a reduction in the principal amount of any 2000 Bond or the redemption premium or the

rate of interest thereon, or (c) the creation of a pledge of Debt Service Rentals other than any pledge created or permitted by the Bond Order or this 2000 Series Resolution, or (d) a preference or priority of any 2000 Bond over any other 2000 Bond, or (e) a reduction in the aggregate principal amount of 2000 Bonds required for consent to such supplemental series resolution. Nothing herein contained, however, shall be construed as making necessary the approval by the Owners of the adoption and acceptance of any supplemental series resolution as authorized in Section 501.

The Trustee shall, at the expense of US Airways, cause notice of the proposed adoption of such supplemental series resolution to be mailed, postage prepaid, to the Local Government Commission and all Owners. Such notice shall briefly set forth the nature of the proposed supplemental series resolution and shall state that copies thereof are on file at the principal office of the Trustee for inspection by all Owners. The Trustee shall not, however, be subject to any liability to any Owner by reason of its failure to mail the notice required by this Section, and any such failure shall not affect the validity of such supplemental series resolution when approved and consented to as provided in this Section.

Whenever the City delivers to the Trustee an instrument or instruments in writing purporting to be executed by the Owners of not less than 51% in aggregate principal amount of 2000 Bonds then Outstanding that are affected by a proposed supplemental series resolution, which instrument or instruments shall refer to the proposed supplemental series resolution described in such notice and shall specifically consent to and approve the adoption thereof in substantially the form of the copy thereof referred to in such notice, then, but not otherwise, the City may adopt such supplemental series resolution in substantially such form, without liability or responsibility to any Owner, whether or not such Owner shall have consented thereto.

If the Owners of not less than 51% in aggregate principal amount of the 2000 Bonds Outstanding have consented to and approved the adoption thereof as herein provided, to the extent permitted by law, no Owner has any right to object to the adoption of such supplemental series resolution, or to object to any of the terms and provisions contained therein or the operation thereof, or in any manner to question the propriety of the adoption thereof, or to enjoin or restrain the City from adopting the same or from taking any action pursuant to the provisions thereof.

On adoption of any supplemental series resolution under the provisions of this Section or Section 501, this 2000 Series Resolution will be deemed to be modified and amended in accordance therewith, and the respective rights, duties and obligations under this 2000 Series Resolution of the Trustee and all Owners shall thereafter be determined, exercised and enforced in all respects pursuant to the provisions of this 2000 Series Resolution as so modified and amended.

Section 503. **2000 Bonds Affected.** For purposes of this 2000 Series Resolution, 2000 Bonds are "affected" by a supplemental series resolution if it adversely affects or diminishes the rights of Owners against the City or the rights of the Owners in the security for such 2000 Bonds. The Trustee may in its discretion determine whether any 2000 Bonds would be affected by any supplemental series resolution and any such determination is conclusive on the Owners of all 2000 Bonds, whether theretofore or thereafter authenticated and delivered hereunder. The Trustee is not liable for any such determination made in good faith.

Section 504. **Exclusion of 2000 Bonds.** 2000 Bonds owned or held by or for the account of the City are not Outstanding 2000 Bonds for the purpose of any consent or other action or any calculation of Outstanding 2000 Bonds provided for in this Article, and the City as Owner of such 2000 Bonds is not entitled to consent or take any other action provided for in this Article. At the time of any consent or other action taken under this Article, the City shall furnish the Trustee certificates of the Finance Director, on which the Trustee may rely, describing all 2000 Bonds so to be excluded.

Section 505. *Responsibilities of Trustee and City under this Article.* The Trustee and the City are entitled to exercise their discretion in determining whether or not any proposed supplemental series resolution or any term or provision therein contained is desirable, after considering the purposes of such instrument, the needs of the City, the rights and interests of the Owners, and the rights, obligations and interests of the Trustee. The Trustee is entitled to receive, and is fully protected in relying on, the opinion of counsel approved by it, who may be bond counsel for the City, as conclusive evidence that any such proposed supplemental series resolution does or does not comply with the provisions of this 2000 Series Resolution, and that it is or is not proper for it, under the provisions of this Article, to accept such supplemental series resolution.

ARTICLE VI.

MISCELLANEOUS PROVISIONS

Section 601. *State Law Governs.* This 2000 Series Resolution is adopted with the intent that the laws of the State shall govern its construction.

Section 602. *Headings.* Any heading preceding the text of the several articles hereof, and any table of contents or marginal notes appended to copies hereof, is solely for convenience of reference and does not constitute a part of this 2000 Series Resolution, nor affect its meaning, construction or effect.

Section 603. *Application to Local Government Commission.* The City Council hereby ratifies and confirms its request to the Local Government Commission to sell the 2000 Bonds at private sale and without advertisement in accordance with the provisions of Section 159-123 of the General Statutes of North Carolina.

Section 604. *Execution of Bond Purchase Agreement; Approval of Award; Letter of Representation.* The Finance Director is hereby authorized and directed to approve the interest rates for the 2000 Bonds not in excess of the maximum rate set forth in Section 204, the sale of such 2000 Bonds to the Underwriter at a price of not less than 94% of the face amount thereof, exclusive of any original issue discount, plus accrued interest from August 15, 2000, and the redemption provisions of the 2000 Bonds as contemplated by Section 301 of this 2000 Series Resolution. The forms, terms and provisions of the Bond Purchase Agreement, in substantially the form presented at this meeting, are hereby approved and authorized in all respects. Any of the Mayor, the City Manager or the Finance Director is hereby authorized and directed to execute the Bond Purchase Agreement in substantially the form presented to this meeting, together with such changes, modifications and deletions as any of the Mayor, the City Manager or the Finance Director, with the advice of counsel, may deem necessary and appropriate; and such execution and delivery are conclusive evidence of the approval and authorization thereof by the City.

Subject to the formal approval by the Finance Director, the award of the 2000 Bonds by the Local Government Commission under the Bond Purchase Agreement is hereby approved and the Trustee is directed to authenticate and deliver the 2000 Bonds on the order of the Underwriter named in the Bond Purchase Agreement on payment of the purchase price plus accrued interest thereon.

The Airline Letter of Representation is hereby approved and the Finance Director is hereby authorized to execute and deliver such letter on behalf of the City; such execution is conclusive evidence of the approval thereof by the City.

Section 605. **Approval of Preliminary Official Statement and Final Official Statement** The City hereby approves and consents to the use and distribution of copies of the Preliminary Official Statement, the final Official Statement, the Bond Order and this 2000 Series Resolution by the Underwriter of the 2000 Bonds in connection with the public offering of the 2000 Bonds. Any of the Mayor, the City Manager or the Finance Director is hereby authorized and directed to execute and deliver the final Official Statement relating to the 2000 Bonds, in substantially the form of the draft of the Preliminary Official Statement presented at this meeting together with such changes, modifications, and deletions as any of them, with the advice of counsel, may deem necessary and appropriate; and such execution and delivery are conclusive evidence of the approval and authorization in all respects of the form and content thereof.

Section 606. **Continuing Disclosure.** To meet certain obligations under Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission, US Airways has entered into a Continuing Disclosure Agreement with the Trustee dated as of August 15, 2000 (the "Continuing Disclosure Agreement"), to provide certain financial and operating data concerning its affairs on a continuing basis for the Owners.

Section 607. **Authorization for Other Acts.**

(a) The officers of the City and the agents and employees of the City and the officers and agents of the Trustee are hereby authorized and directed to do all acts and things required of them by the provisions of the 2000 Bonds, the Bond Order and the Bond Purchase Agreement for the full, punctual and complete performance of the terms, covenants, provisions and agreements of the same and also to do all acts and things required of them by the provisions of this 2000 Series Resolution.

(b) The Mayor, the City Manager, the Finance Director, the Aviation Director, the Airport Attorney, the City Attorney, the City Clerk and any Deputy City Clerk, or any of them or their deputies, are further authorized and directed (without limitation except as may be expressly set forth herein) to take such action and to execute and deliver any such documents, deeds, certificates, undertakings, agreements or other instruments as they, with the advice of counsel, may deem necessary and appropriate to effect the transactions contemplated by the Bond Order, this 2000 Series Resolution and the Bond Purchase Agreement.

Section 608. **2000 Series Resolution Effective.** This 2000 Series Resolution is effective immediately on the delivery and payment for the 2000 Bonds, except that the provisions of Sections 604 through 606, inclusive, are effective immediately.

Section 609. **Designation of Hearing Officer.** The Finance Director of the City and the City Treasurer are each designated as a hearing officer for the public hearing to be held by the City in accordance with, and for purposes of, Section 147(f) of the Code, with respect to the Bonds and the Additional Special Facilities to be financed with the proceeds thereof.

COPY OF A RESOLUTION PASSED BY THE CITY COUNCIL
OF THE CITY OF CHARLOTTE, NORTH CAROLINA

A motion was made by _____ and seconded by _____

_____ Council member, during the adoption of the following Resolution, and upon

being put to a vote was duly adopted:

WHEREAS, the North Carolina Department of Transportation has prepared and adopted plans for the construction of I-485 (Charlotte Outer Loop) from north of US 29-74 (Williamson Boulevard) to north of I-485; and

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, DO HEREBY CERTIFY that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000 the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page(s) 331-357.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC
Brenda R. Freeze, CMC, City Clerk

_____ City Clerk of the Municipality of Charlotte, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000, and the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page 331.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC
CITY CLERK, Brenda R. Freeze, CMC
CITY OF CHARLOTTE
NORTH CAROLINA

(SEAL)

**COPY OF A RESOLUTION PASSED BY THE CITY COUNCIL
OF THE CITY OF CHARLOTTE, NORTH CAROLINA**

A motion was made by Councilmember Wheeler and seconded by

Councilmember Burgess for the adoption of the following Resolution, and upon

being put to a vote was duly adopted:

WHEREAS, the North Carolina Department of Transportation has prepared and adopted plans for the construction of 1-485 (Charlotte Outer Loop) from north of US 29-74 (Wilkinson Boulevard) to north of I-85; and,

WHEREAS, said Department of Transportation and the City of Charlotte propose to enter into an agreement whereby said Department will include in its construction contract provisions for the relocation and construction of a sanitary sewer outfall which is in conflict with the project; and,

WHEREAS, the Municipality agrees to reimburse the Department of Transportation for ten percent (10%) of the actual of said utility work with the reimbursement to be made in one final payment upon completion of the work.

NOW, THEREFORE, BE IT RESOLVED that Project R-2248 BA, Mecklenburg County, is hereby formally approved by the City Council of the City of Charlotte and that the Director of Transportation and Clerk of this Municipality are hereby empowered to sign and execute the Agreement with the Department of Transportation.

I, Brenda R. Freeze^{City}, Clerk of the Municipality of Charlotte, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000, and the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page 358.

WITNESS, my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

(SEAL)

Brenda R. Freeze, CMC
City CLERK, Brenda R. Freeze, CMC
CITY OF CHARLOTTE
NORTH CAROLINA

COPY OF A RESOLUTION PASSED BY THE CITY COUNCIL
OF THE CITY OF CHARLOTTE, NORTH CAROLINA

A motion was made by Councilmember Wheeler and seconded by
Councilmember Burgess for the adoption of the following Resolution, and upon
being put to a vote was duly adopted:

WHEREAS, the North Carolina Department of Transportation has prepared and adopted plans for the construction of 1-485 (Charlotte Outer Loop) from south of SR 2808 (Camp Stewart Road) to South of SR 2802 (Rocky River Road); and,

WHEREAS, said Department of Transportation and the City of Charlotte propose to enter into an agreement whereby said Department will include in its construction contract provisions for the relocation and adjustment of certain municipally-owned water and sewer lines in conflict with the project; and,

WHEREAS, the Municipality agrees to reimburse the Department of Transportation for the entire cost of said work with reimbursement to be made in one final payment upon completion of the work.

NOW, THEREFORE, BE IT RESOLVED that Project R-2123 BB, Mecklenburg County, is hereby formally approved by the City Council of the City of Charlotte and that the Director of Transportation and Clerk of this Municipality are hereby empowered to sign and execute the Agreement with the Department of Transportation.

I, Brenda R. Freeze^{City}, Clerk of the Municipality of Charlotte, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000, and the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page 359.

WITNESS, my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

(SEAL)

Brenda R. Freeze, CMC
City CLERK, Brenda R. Freeze, CMC
CITY OF CHARLOTTE
NORTH CAROLINA

**COPY OF A RESOLUTION PASSED BY THE CITY COUNCIL
OF THE CITY OF CHARLOTTE, NORTH CAROLINA**

A motion was made by Councilmember Wheeler and seconded by
Councilmember Burgess for the adoption of the following Resolution, and upon
being put to a vote was duly adopted:

WHEREAS, the North Carolina Department of Transportation has prepared and adopted plans for the construction of 1-485 (Charlotte Outer Loop) from south of SR 2802 (Rocky River Road) to NC 49; and,

WHEREAS, said Department of Transportation and the City of Charlotte propose to enter into an agreement whereby said Department will include in its construction contract provisions for the relocation and adjustment of certain municipally-owned water and sewer lines, certain water line betterment work, and the installation of new encasement pipes; and,

WHEREAS, the Municipality agrees to reimburse the Department of Transportation for the entire cost of said work (estimated cost \$356,629.60) with reimbursement to be made in one final payment upon completion of the work.

NOW, THEREFORE, BE IT RESOLVED that Project R-2123 CC, Mecklenburg County, is hereby formally approved by the City Council of the City of Charlotte and that the Director of Transportation and Clerk of this Municipality are hereby empowered to sign and execute the Agreement with the Department of Transportation.

I, ^{City} Brenda R. Freeze, Clerk of the Municipality of Charlotte, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000, and the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page 360.

WITNESS, my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

(SEAL)

Brenda R. Freeze, CMC
City CLERK, Brenda R. Freeze, CMC
CITY OF CHARLOTTE
NORTH CAROLINA

**RESOLUTION
AUTHORIZING THE CITY OF CHARLOTTE
TO ENTER INTO AN AGREEMENT WITH
THE NORTH CAROLINA DEPARTMENT OF TRANSPORTATION**

A motion was made by Charlotte City Council Member Wheeler and
Seconded by Charlotte City Council Member Burgess for adoption of
the following resolution, and upon being put to the vote was duly adopted.

WHEREAS, the City of Charlotte has requested the North Carolina
Department of Transportation to assist in the funding of the FY2000
Commuter Register project; and

WHEREAS, the City of Charlotte will provide 50% of the cost of the above
described project;

NOW THEREFORE, BE IT RESOLVED that the Chief Executive Officer of
Charlotte Area Transit System is hereby authorized to enter into a contract with
the Department of Transportation and execute all agreements and contracts with
the North Carolina Department of Transportation, Public Transportation Division.

I Brenda R. Freeze City Clerk of the City of Charlotte, North Carolina, DO
HEREBY CERTIFY that the foregoing is a true and exact copy of a Resolution
adopted by the City Council of the City of Charlotte, North Carolina, in a regular
session convened on the 24th day of July, 2000 the reference having been made
in Minute Book 115, and recorded in full in Resolution Book 36,
Page(s) 361.

WITNESS my hand and the corporate seal of the City of Charlotte, North
Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC
Brenda R. Freeze, CMC, City Clerk

RESOLUTION

A motion was by Councilmember Wheeler
(Name and Title)

and seconded by Councilmember Burgess for the adoption of
(Name and Title)

the following Resolution, and upon being put to a vote was duly accepted:

WHEREAS, a grant in the amount of \$400,000 has been approved by the Department;

WHEREAS, an amount equal to or greater than 50% of the total project cost has been appropriated by the Sponsor for this Project.

NOW THEREFORE, BE AND IT IS RESOLVED THAT THE Aviation Director
(Title)

of the Sponsor be and he hereby is authorized and empowered to enter into a Grant Agreement with the Department, thereby binding the Sponsor to the fulfillment of its obligation incurred under this Grant Agreement or any mutually agreed upon modification thereof.

I, Brenda R. Freeze, City Clerk of
(Name and Title)
the City of Charlotte, North Carolina do hereby
(Sponsor)
certify that the above is a true and correct copy of an excerpt from the minutes of the City of Charlotte, City Council of a meeting
(Sponsor)
duly and regularly held on the 24th day of July, 2000.

This, the 26th day of July, 2000.

Signed: Brenda R. Freeze, CMC
SPONSOR SEAL Title: City Clerk
Of The: City of Charlotte, NC

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, DO HEREBY CERTIFY that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000 the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page(s) 362.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC
Brenda R. Freeze, CMC, City Clerk

A RESOLUTION AUTHORIZING CONDEMNATION PROCEEDINGS FOR THE ACQUISITION OF CERTAIN REAL PROPERTY

WHEREAS, the City Council of the City of Charlotte finds as a fact that it is necessary to acquire certain property as indicated below for Airport purposes pursuant to the Charlotte Douglas International Airport Master Plan; and

WHEREAS, the City is good faith and endeavors to negotiate for the purchase of this property but has been unable to reach an agreement with the owner regarding the compensation

36. Resolution Accepting NCDOT Grant for Aviation

Action: A. Adopt a resolution accepting a North Carolina Department of Transportation (NCDOT) grant in the amount of \$400,000; and

B. Adopt a budget ordinance appropriating the grant.

Explanation:

The North Carolina Legislature appropriated \$11.7 million to the NCDOT Division of Aviation to be disbursed by the Aeronautics Council to the state's airports. Charlotte's allotment from this fund is \$400,000. This grant will fund a portion of the construction of the commuter ramp expansion and airfield lighting system projects.

CERTIFICATION

I, Brenda E. Frantz, City Clerk of the City of Charlotte, North Carolina, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 28th day of July, 2000, and the reference having been made in Minute Book 36, and recorded in full in Resolution Book 36, Page 383.

WITNESS my hand and the seal of the City of Charlotte, North Carolina this 28th day of July, 2000.

[Signature]
City Clerk
Brenda E. Frantz, City Clerk

A RESOLUTION AUTHORIZING CONDEMNATION PROCEEDINGS
FOR THE ACQUISITION OF CERTAIN REAL PROPERTY

WHEREAS, the City Council of the City of Charlotte finds as a fact that it is necessary to acquire certain property as indicated below for Airport purposes pursuant to the Charlotte/Douglas International Airport Master Plan; and

WHEREAS, the City in good faith has undertaken to negotiate for the purchase of this property but has been unable to reach an agreement with the owners regarding just compensation, and, therefore, has been unable to negotiate a purchase price;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Charlotte, that condemnation proceedings are hereby authorized to be instituted against the property indicated below, utilizing the procedures of Article 9 of Chapter 136 of the North Carolina General Statutes as authorized by 7.81 of the Charter of the City of Charlotte, and otherwise under the authority and procedures of the laws of the State of North Carolina:

Parties in Interest

Randall C. Strider and Debra G. Strider
Roland W. Stout, Jr.
John Douglas Allison and Bridget C. Allison
TIM, Inc., Trustee for Administrator of the NationsBank of North Carolina
and any other parties in interest and any successors and parties in interest

Property Description

Approximately 1.136 acres, together with all improvements located thereon, in fee simple, and designated as Tax Parcel Number 141-131-17 as shown on plot from deeds survey by John D Campbell dated March 15, 2000.

Appraised Value

\$229,000.00, or such other amount as may be subsequently determined pursuant to applicable City, FAA or other Federal regulations.

IT IS FURTHER RESOLVED that the appraised value of the property is hereby authorized to be deposited in the office of the Clerk of Superior Court, Mecklenburg County, North Carolina, together with the filing of the Complaint and Declaration of Taking.

CERTIFICATION

I Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000, and the reference having been made in Minute Book 112, and recorded in full in Resolution Book 36, Page 363.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 20 00.

Brenda R. Freeze, CMC
City Clerk

Brenda R. Freeze, CMC

A RESOLUTION AUTHORIZING CONDEMNATION PROCEEDINGS
FOR THE ACQUISITION OF CERTAIN REAL PROPERTY

WHEREAS, the City Council of the City of Charlotte finds as a fact that it is necessary to acquire certain property as indicated below for Airport purposes pursuant to the Charlotte/Douglas International Airport Master Plan; and

WHEREAS, the City in good faith has undertaken to negotiate for the purchase of this property but has been unable to reach an agreement with the owners regarding just compensation, and, therefore, has been unable to negotiate a purchase price;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Charlotte, that condemnation proceedings are hereby authorized to be instituted against the property indicated below, utilizing the procedures of Article 9 of Chapter 136 of the North Carolina General Statutes as authorized by 7.81 of the Charter of the City of Charlotte, and otherwise under the authority and procedures of the laws of the State of North Carolina:

Parties in Interest

Randall C. Strider and Debra G. Strider
Roland W. Stout, Jr.
James W. Kiser, Trustee for Administrator of the NationsBank of North Carolina
and any other parties in interest and any successors and parties in interest

Property Description

Approximately 1.553 acres, together with all improvements located thereon, in fee simple, and designated as Tax Parcel Number 141-131-08 as shown on plot from deeds survey by John D Campbell dated March 15, 2000.

Appraised Value

\$700,000.00, or such other amount as may be subsequently determined pursuant to applicable City, FAA or other Federal regulations.

IT IS FURTHER RESOLVED that the appraised value of the property is hereby authorized to be deposited in the office of the Clerk of Superior Court, Mecklenburg County, North Carolina, together with the filing of the Complaint and Declaration of Taking.

CERTIFICATION

I Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, do hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 20 00, and the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page 364.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 20 00.

Brenda R. Freeze, CMC
City Clerk

Brenda R. Freeze, CMC

RESOLUTION OF THE CHARLOTTE CITY COUNCIL
DIRECTING AND AUTHORIZING THE CITY MANAGER TO NEGOTIATE
A PROPOSED MEMORANDUM OF UNDERSTANDING
FOR A NEW UPTOWN ARENA

WHEREAS, the City of Charlotte, the Auditorium-Coliseum-Convention Center Authority, and individuals and legal entities collectively referred to as the "Hornets" are parties to an April 13, 1998 "Amending Agreement"; and

WHEREAS, the Amending Agreement is a legal document that supplements and amends a November 6, 1995 "New Basketball Agreement" between the Auditorium-Coliseum-Convention Center Authority and the Hornets; and

WHEREAS, the New Basketball Agreement, as amended by the Amending Agreement, provides the business terms that currently govern the play of the Charlotte Hornets National Basketball Association franchise at the Charlotte Coliseum; and

WHEREAS, Section 7.1 of the Amending Agreement provides that:

All of the parties desire that the Hornets remain in Charlotte and recognize that the current trend with respect to NBA franchises is that a state-of-the-art basketball arena is needed to sustain a profitable, competitive NBA team. Accordingly, the major objectives of the parties are to realize their common goal of locating, designing, and agreeing upon a suitable model for the funding, financing, and ownership of a new state-of-the-art basketball/sports/entertainment facility in cooperation with other governments, the community, and the private sector, to enhance the Charlotte community and uptown by constructing the new arena, and to negotiate mutually satisfactory terms of an agreement which will result in the Hornets making a twenty-five year commitment to this new facility;

and

WHEREAS, Sections 6.3 and 7.4 of the Amending Agreement establish certain deadlines relative to the development, financing, construction, and use of a new arena. Specifically, the Amending Agreement establishes a December 31, 2000 deadline for approval of a development and financing model, and a December 31, 2001 deadline for the execution of a construction contract and the execution of an agreement for the long-term use of the new arena by the Hornets; and

WHEREAS, the City Council and the City Council's Economic Development & Planning Committee have recently received and considered the City Manager's "New Arena Proposal Framework, the June 26, 2000 "Mayor's Principles for Discussion of a New Arena", and the Hornets' June 27, 2000 "Written Response to the New Arena Proposal Framework" and a "New Charlotte Arena & Promenade Proposal"; and

WHEREAS, the City Council desires to direct and authorize the City Manager to negotiate, on behalf of the City, a proposed Memorandum of Understanding between the City and the Hornets that sets forth a development and financing model for a new arena within the parameters set forth in this Resolution.

NOW, THEREFORE, be it resolved that:

Section 1. The City Manager is directed and authorized to negotiate for the City Council's consideration a proposed Memorandum of Understanding between the City and the Hornets that sets forth a development and financing model for a new arena consistent with the following parameters:

- A. Adhere to the following Policy Documents
 - 1. 1996 Decision-Making Parameters
 - 2. 1998 Amending Agreement Statement of Intent
 - 3. 1999 Property Tax/Referendum Resolution
 - 4. Mayor's Principles for Discussion of a New Arena
- B. Arena Location, Land, and Infrastructure
 - 1. Arena to be sited uptown on approximately 5 ½ acres
 - 2. Council will consider securing land (estimated value - \$20-25 Million), including a possible long-term ground lease
 - 3. Council will consider providing necessary infrastructure including street and utility relocation as a City expense (estimated cost - \$20 Million)
- C. Arena Design
 - 1. The final arena design must be acceptable to the City
 - 2. The arena must be able to accommodate the ACC tournament and similar events
- D. Arena Construction
 - 1. \$180 million estimated construction cost, plus reasonable overrun contingency
 - 2. Any construction cost funding gap must be bridged through identified private sector and/or State of North Carolina contributions

3. Responsibility for securing and managing construction contracts must be determined
4. Responsibility for construction cost overruns must be addressed

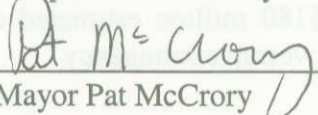
E. Arena Operation & Maintenance/Use Agreement

1. The Auditorium-Coliseum-Convention Center Authority's statutory responsibility to manage and operate facilities must be acknowledged. Variations of the current management and operating agreements between the Authority and the Hornets may be considered.
2. Lifecycle operation and maintenance costs should be allocated through a long-term (25 years) use agreement in light of construction cost contributions and revenue allocations
3. Facility revenues, or rental payments determined, should be allocated through a long-term (25 years) use agreement in light of construction cost contributions and lifecycle operation and maintenance allocations
4. Operation and Maintenance/Use Agreements must preserve the structural and economic integrity of Ovens Auditorium and Independence Arena, as long as operated by the City or the Auditorium-Coliseum-Convention Center Authority

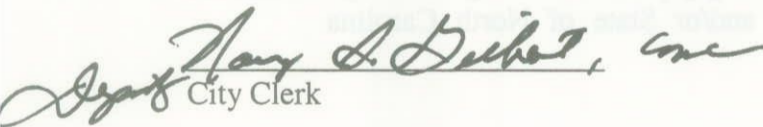
Section 2. The City Council's right to determine whether and when the City's participation in the development and financing of a new arena as set forth in a Memorandum of Understanding should be subject to a referendum is hereby retained.

Section 3. This Resolution does not commit the City Council to accept and approve a Memorandum of Understanding setting forth a development and financing model for a new arena negotiated by the City Manager and presented to the City Council for consideration pursuant to this Resolution.

Adopted this 24th day of July, 2000.


Mayor Pat McCrory

ATTEST:


City Clerk

RESOLUTION DECLARING AN INTENT TO ABANDON AND CLOSE THREE ALLEYS
bounded by West Morehead Street, Winfield Street, West Carson Boulevard and
South Church Street in the City of Charlotte, Mecklenburg County, North Carolina

Witness, Henry Properties, Inc. has filed a petition to close three alleys bounded
by West Morehead Street, Winfield Street, West Carson Boulevard and South Church
Street in the City of Charlotte and

Witness, the three alleys to be closed are bounded by West Morehead Street,
Winfield Street, West Carson Boulevard and South Church Street as shown in a map marked
"Exhibit A" and is more particularly described by meter and bounds in a document marked
"Exhibit B", both of which are available for inspection in the office of the City Clerk, City Hall,
Charlotte, North Carolina.

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, DO HEREBY CERTIFY that the foregoing is a true and exact copy of a Resolution adopted by the City Council of the City of Charlotte, North Carolina, in regular session convened on the 24th day of July, 2000 the reference having been made in Minute Book 115, and recorded in full in Resolution Book 36, Page(s) 365-368.

WITNESS my hand and the corporate seal of the City of Charlotte, North Carolina, this the 26th day of July, 2000.

Brenda R. Freeze, CMC, City Clerk

CERTIFICATION

I, Brenda R. Freeze, City Clerk of the City of Charlotte, North Carolina, DO
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day of August, 2000.

Brenda R. Freeze, CMC, City Clerk