




INCUMBENCY AND AUTHORIZATION CERTIFICATE

The undersigned, the duly elected or appointed and acting City Clerk of the City of High Point, North Carolina, a body corporate and politic and political subdivision organized under the laws of the State of North Carolina (the "*Lessee*"), certifies that I have custody of the records of the Lessee and that, as of the date hereof, the individuals named below are the duly elected or appointed officers of such entity holding the office set forth opposite his name, respectively. I further certify that (i) the signature set opposite his name and title is his true and authentic signature, and (ii) such officer has the authority on behalf of the Lessee to enter into that certain Master Equipment Lease-Purchase Agreement dated as of April 1, 2016 (the "*Master Lease*") and Equipment Schedule No. 2016-01 thereto dated April 19, 2016 (the "*Schedule*"), each between the Lessee and Whitney Bank, as lessor, and that certain Escrow Agreement dated April 19, 2016 (the "*Escrow Agreement*"), among the Lessee, Whitney Bank, as lessor, and the escrow agent therein identified.

NAME	TITLE	SIGNATURE
Greg Demko	City Manager	
Jeffrey A. Moore	Financial Services Director	

I hereby further certify that the individual named below holds the office set forth opposite his name and is duly authorized to execute Certificates of Acceptance and other documents relating to the Master Lease, the Schedule and the Escrow Agreement.

NAME	TITLE	SIGNATURE
Jeffrey A. Moore	Financial Services Director	

IN WITNESS WHEREOF, I have duly executed this Certificate and affixed the seal of the City of High Point, North Carolina hereto dated April 19, 2016.



By: 
Lisa B. Vierling
City Clerk

(other than the person signing the documents)