

A RESOLUTION RELATING TO THE STATE OF FLORIDA, FLORIDA EDUCATION SYSTEM, FLORIDA STATE UNIVERSITY DINING FACILITY TAXABLE REVENUE BOND, SERIES 2005A; SELECTING AN INTEREST RATE PERIOD; AND PROVIDING AN EFFECTIVE DATE.

The duly acting and appointed Board of Governors of the State of Florida at a meeting duly held pursuant to notice and a quorum being present do hereby make the following resolutions:

BE IT RESOLVED:

1. Findings. The Board of Governors hereby finds as follows:

(A) Pursuant to Article IX, Section 7 of the Florida Constitution, the Board of Governors is vested with the power to operate, regulate, control and manage the State University System of Florida. The Board of Governors is further vested with the authority to approve the issuance of revenue bonds by a state university pursuant to Section 1010.62(2), Florida Statutes.

(B) Pursuant to the provisions set forth in the resolution authorizing the negotiated sale of the State of Florida, Florida Education System, Florida State University Dining Facility Taxable Revenue Bond, Series 2005A (the "Bond"), the interest rate payable on the Bond during the initial rate period has been 5.083% from the issuance of the Bond through and including the interest payment to be made on July 1, 2012. At least thirty days prior to July 1, 2012, the Board of Governors is required to notify the holder of the Bond, Bank of America, N.A., which of several options the Board of Governors chooses for the next interest rate period.

2. Selection of Interest Rate Period. The Board of Governors hereby selects a ten year period as the next interest rate period, during which the interest rate will equal the U.S. Treasury yield, determined as set forth in the resolution authorizing the Bond, plus seventy basis points.

3. Repealing Clause. All resolutions of the Board of Governors or parts thereof, in conflict with the provisions herein contained, to the extent they conflict herewith, are, to the extent of such conflict, hereby superseded and repealed.

4. Authorization of Further Actions Consistent Herewith. The members of the Board of Governors, attorneys, or other agents or employees of the Board of

Governors are hereby authorized and directed to do all acts and things required of them by this resolution or desirable or consistent with the requirements hereof, in such form and content as the Chair, Vice Chair or authorized officers executing the same deem necessary, desirable or appropriate.

5. Effective Date. This resolution shall become effective immediately upon its adoption.

Adopted this 17th day of April, 2012

CERTIFICATE OF THE CORPORATE SECRETARY

The undersigned, Corporate Secretary of the Board of Governors, does hereby certify that the attached resolution relating to the Florida State University Dining Facility Taxable Revenue Bond, Series 2005A is a true and accurate copy as adopted by the Board of Governors on April 17, 2012, and said resolution has not been modified or rescinded and is in full force and effect on the date hereof.

**BOARD OF GOVERNORS OF THE
STATE UNIVERSITY SYSTEM OF
FLORIDA**

Dated: _____, 2012

By: _____
Corporate Secretary