RESOLUTION NO. R-81-21

A RESOLUTION OF THE CITY OF CONWAY, ARKANSAS CONSENTING TO THE AMENDMENT OF THE UMC INDUSTRIES, INC. SERIES A PROJECT AND PROVIDING FOR THE CONVEYANCE OF THE CITY'S INTEREST CONVEYED TO THE CITY AS PART OF THE SERIES A PROJECT

WHEREAS, the City of Conway, Arkansas (the "City") and UMC Industries, Inc. (the "Company") have heretofore entered into a lease agreement dated as of June 1, 1972 (the "Lease Agreement") with respect to certain equipment and industrial facilities, including certain personal and real property attendant thereto (the "Series A Project"); and

WHEREAS, the Company, in connection with a project proposed to be financed by the City through the issuance of its Industrial Revenue Bonds, UMC Industries, Inc. Project, Series 1981 (the "Series 1981 Project"), has requested that the City release its interest in certain real property (the "Property") comprising part of the Series A Project; and

WHEREAS, Section 8.5 of the Lease Agreement states that the parties thereto reserve the right at any time and from time to time to amend the Lease Agreement for the purpose of effecting the release of and removal from the Lease Agreement, and the leasehold estate created thereby, of any unimproved part of the Leased Land as defined in the Lease Agreement on which the City proposes to construct improvements or cause such improvements to be constructed for lease to the Company under another and different lease agreement; and

WHEREAS the Company has requested that the City release its interest in the Property to the Company in accordance with the provisions of the Lease Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CONWAY, ARKANSAS AS FOLLOWS:

1. The City hereby finds and determines that;

(a) The City is not in default under any provisions of the Indenture of Trust dated as of June 1, 1972 between the City, and Worthen Bank and Trust Company, N.A., Little Rock, Arkansas as trustee and the Company is not, to the knowledge of the City, in default under any of the provisions of the Lease Agreement;

(b) The Property is to be released for the purpose of constructing improvements for lease to the Company under a Lease and Agreement dated August 10, 1981 (the "1981 Lease").

(c) The improvements constructed under the 1981 Lease will promote the continuing industrial development of the City.

2. That the Company requests and that the City consents to the amendment of the Lease Agreement for the purpose of effecting the release of and removal of the Property therefrom.
3. That it is understood that the release shall not entitle the Company to any abatement or diminution of rents payable under the Lease Agreement.

4. That the City consents to the release of the Property as described in schedule A attached hereto, that said Property is hereby released in accordance with the provisions of the Lease Agreement for lease to the Company under the 1981 Lease.

5. That this resolution shall take effect immediately.

ADOPTED: July 14, 1981.

Approved ____________________________
MAYOR

ATTEST: ____________________________
Clerk-Treasurer
the 1980 new woodworking shop.

the 1980 new woodworking shop building to the south building side of the 1980 new woodworking shop.

the point of beginning for the south building side of the 1980 new woodworking shop.

the south building side of the 1980 new woodworking shop.

the northeast boundary of the 1980 new woodworking shop.

the northwest boundary of the 1980 new woodworking shop.

the southeast boundary of the 1980 new woodworking shop.

the southwest boundary of the 1980 new woodworking shop.

The following described real estate situated in Faulkner County, Arkansas, to wit:

Schedule A.