

June 26, 2009

STATE OF ALABAMA,
LIMESTONE COUNTY,
CITY OF ATHENS.

The City Council of the City of Athens, Alabama, met in regular session at the Athens Police Department Court Room at 951 Hobbs Street East in the said City on June 26, 2009, at 8:00 a.m. The meeting was called to order by Councilman William R. Marks, President of the Council. Upon roll call the following were found to be present: Councilmembers Mignon Bowers, Jimmy Gill, William R. Marks and Mildred Caudle. Councilmember Harold Wales was absent. John Hamilton, City Clerk, was present and recorded the minutes of the meeting. The Chairperson stated that a quorum was present and that the meeting was open for transaction of business.

Councilwoman Bowers moved the adoption of the following resolution:

RESOLUTION NUMBER 2009-1109

**A RESOLUTION CONCERNING AN ECONOMIC DEVELOPMENT PROJECT AND
AMERICAN LEAKLESS COMPANY, L.L.C.**

WHEREAS, this resolution concerns an economic development project in the City of Athens involving American Leakless Company, L.L.C. (the "Company"), which proposes to acquire from the City certain real property for the construction and operation of a manufacturing facility for automotive sealing products in return for valuable consideration;

WHEREAS, said real property is more specifically described as: Tract 1 of Martin Luther King Jr. Park, as shown on Plat Book H, Page 179 in the Office of the Judge of Probate of Limestone County, Alabama (the "Property");

WHEREAS, the Property contains approximately 11.87 acres;

WHEREAS, the City Council believes that the proposed development will create new jobs in the City, will generate additional tax revenues for the City, will increase commerce in the City and will generally promote the economic development of the City;

WHEREAS, the activities to be authorized by this resolution will assist in said economic development and will constitute an economic development project for the City;

WHEREAS, the activities to be authorized by this resolution are permitted under the laws of the State of Alabama, including but not limited to Amendment No. 772 of the *Constitution of Alabama*;

WHEREAS, the activities to be authorized by this resolution; the public benefits sought to be achieved thereby; and each individual, firm, corporation, and other business entity to whom or for whose benefit the City proposes to lend its credit or grant public funds or thing of value; have been described in

reasonable detail and/or identified in a notice published in the *Athens News Courier* at least seven days prior to this meeting, a copy of which is will be on file in the City Clerk's Office hereto as **Exhibit A**;

WHEREAS, the City Council finds that the Property is not otherwise needed for public or municipal purposes; and

WHEREAS, the City Council finds that the actions contemplated by this Resolution serve a valuable public purpose.

THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ATHENS, ALABAMA on June 26, 2009 at 8:00 a.m., as follows:

1. The Mayor is authorized in the name of and for account of the City of Athens, Alabama to execute the "Purchase and Sale Agreement" by and between the City of Athens, Alabama and American Leakless Company, L.L.C., which will be on file in the City Clerk's Office hereto as **Exhibit B**, and to contractually bind the City with respect to the same.

2. All exhibits herein are incorporated into this resolution by reference.

3. The Mayor is further authorized to execute such other and additional documents that may be necessary and/or required in order to facilitate the transactions described in the "Purchase and Sale Agreement" and its accompanying attachments, including but not limited to the conveyance of the real property to American Leakless Company, L.L.C., as specified therein.

4. It is hereby determined that the expenditures of public funds for the purposes specified in this resolution and in the exhibits hereto (which are incorporated herein by reference), will serve a valid and sufficient public purpose, notwithstanding any incidental benefit accruing to any private entity or entities.

ADOPTED and APPROVED this, the 26th day of June, 2009.

/s/ William R. Marks
PRESIDENT, CITY COUNCIL,
CITY OF ATHENS, ALABAMA

/s/ Dan Williams
MAYOR, CITY OF ATHENS, ALABAMA

ATTEST:

/s/ John S. Hamilton
CITY CLERK, CITY OF ATHENS, ALABAMA

CERTIFICATION OF CITY CLERK

STATE OF ALABAMA)
LIMESTONE COUNTY)

I, John Hamilton, City Clerk of the City of Athens, Alabama, do hereby certify that the above and foregoing is a true and correct copy of a Resolution duly adopted by the City Council of the City of Athens, Alabama, on the ____ day of _____, 2009.

Witness my hand and seal of office this ____ day of _____, 2009.

John Hamilton, City Clerk

Councilmember Gill moved that unanimous consent be given for immediate consideration of and action on said resolution, which motion was seconded by Councilmember Caudle, and upon the said motion being put to vote the following vote was recorded: YEAS: Councilmembers Bowers, Wales, Gill, Marks and Caudle; NAYS: None. The President thereupon declared that the motion for unanimous consent for immediate consideration of and action on the said resolution had been unanimously carried. Councilmember Bowers thereupon moved that the resolution be finally adopted, which motion was seconded by Councilmember Gill and upon the said motion being put to vote the following vote was recorded: YEAS: Councilmembers Bowers, Wales, Gill, Marks and Caudle; NAYS: None. The President thereupon announced that the motion for the adoption of the said resolution had been unanimously carried.

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There being no further business to come before the meeting, the same was, upon motion by Councilman Gill and second by Councilwoman Caudle, duly and properly adjourned.

/s/ William R. Marks
PRESIDENT, CITY COUNCIL

ATTEST:

/s/ John S. Hamilton
CITY CLERK

