

**CITY OF CARMEL REDEVELOPMENT COMMISSION
RESOLUTION NO. 1-2012**

WHEREAS, Carmel City Center Community Development Corporation ("4CDC") is a community development corporation formed for the purpose of constructing, rehabilitating, and/or repairing commercial property within the district;

WHEREAS, pursuant to IC § 36-7-14-12.2(26), CRC may provide financial assistance (including grants and loans) to community development corporations to permit such community development corporations to construct, rehabilitate, or repair commercial property within the district;

WHEREAS, attached hereto as Exhibit A is a true and correct copy of CRC Resolution No. 9-2011 (the "November Resolution"), which: (a) was adopted by CRC at a meeting: (i) held on November 1, 2011; and (ii) in compliance with IC 5-14-1.5; (b) has not been amended, repealed, rescinded, or revoked; and (c) is in full force and effect on the date hereof.

WHEREAS, pursuant to the November Resolution, CRC authorized four separate grants to 4CDC, one of which was defined as the M&I Grant;

WHEREAS, subsequent to the execution of the November Resolution, M&I Bank became Harris Bank N.A.;

WHEREAS, what was referred to in the November Resolution as the M&I Grant is in the process of being documented;

WHEREAS, the line of credit that will be secured by an assignment of the grant agreement pursuant to which CRC makes what was referred to in the November Resolution as the M&I Grant has been referred to by CRC as the M&I Loan;

WHEREAS, the M&I Loan is in the process of being documented; and

WHEREAS, CRC desires to: (a) acknowledge that M&I Bank has become Harris Bank N.A.; and (b) confirm that the M&I Grant and the M&I Loan now constitute the "Harris Grant" and the "Harris Loan", respectively;

NOW, THEREFORE, BE IT RESOLVED THAT:

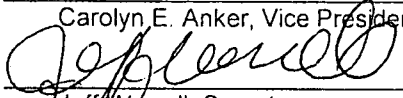
CRC hereby: (a) acknowledges that M&I Bank has become Harris Bank N.A.; and (b) confirms that the M&I Grant and the M&I Loan now constitute the Harris Grant and the Harris Loan. Accordingly, all references in the November Resolution and any subsequent documentation to the M&I Grant and the M&I Loan now shall be deemed to be references to the Harris Grant and the Harris Loan.

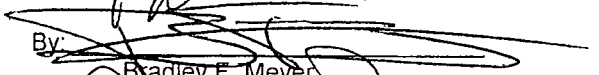
Passed by the City of Carmel Redevelopment Commission this 18th day of January, 2012,
by a vote of 4 ayes and 0 nays.

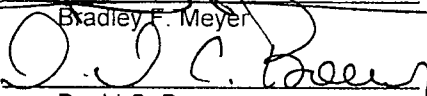
CITY OF CARMEL REDEVELOPMENT COMMISSION

By: 
William Hammer, President

By: _____
Carolyn E. Anker, Vice President

By: 
Jeff Worrell, Secretary

By: 
Bradley F. Meyer

By: 
David C. Bowers

