

CERTIFICATE OF THE EXECUTIVE DIRECTOR
Sacramento, California

I, Reneé Webster-Hawkins, Executive Director of the California Pollution Control Financing Authority, hereby certify that the foregoing is a full, true and correct copy of a **AMENDMENT OF RESOLUTION OF OFFICIAL INTENT TO ISSUE BONDS TO FINANCE SOLID WASTE DISPOSAL FACILITIES FOR ORGANIC ENERGY SOLUTIONS, LLC AND/OR ITS AFFILIATES** for the ORGANIC ENERGY SOLUTIONS, LLC AND/OR ITS AFFILIATES Project approved by me on February 20, 2020, and that I have the requisite right, power and authority to approve this resolution as delegated by the Authority in RESOLUTION OF THE CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY DELEGATING CERTAIN POWERS AND AUTHORIZING CERTAIN ACTIONS RELATED TO BOND FINANCING adopted on January 15, 2019.

This resolution of intent expires February 20, 2023.

IN WITNESS WHEREOF, I have executed this certificate and affixed the seal of the California Pollution Control Financing Authority hereto.



February 20, 2020


Renee Webster-Hawkins
Executive Director

**AMENDMENT OF
RESOLUTION OF OFFICIAL INTENT TO ISSUE BONDS TO
FINANCE SOLID WASTE DISPOSAL FACILITIES FOR
ORGANIC ENERGY SOLUTIONS, LLC AND/OR ITS AFFILIATES**

February 20, 2020

WHEREAS, the California Pollution Control Financing Authority (“Authority”), a public instrumentality, is authorized and empowered by the provisions of the California Pollution Control Financing Authority Act (“Act”) to issue bonds for the purpose of defraying the cost of facilities for the disposal of solid and liquid waste products, including resource recovery and energy conversion facilities; and

WHEREAS, at the request of Organic Energy Solutions, LLC, a California limited liability company, and/or its affiliates (collectively, the “Company”), the Authority adopted its Initial Resolution No. 17-01 on February 21, 2017 (the “Initial Resolution”) in the amount of not to exceed \$34,000,000 to assist in financing the acquisition, construction and/or equipping of facilities for the collection and processing of solid waste described as the “Project” in the Initial Resolution; and

WHEREAS, the Company has submitted an amendment to its application to the Authority and has requested the Authority to amend the Initial Resolution to extend its effective date;

NOW, THEREFORE, BE IT RESOLVED by the California Pollution Control Financing Authority as follows:

Section 1. The Authority finds and determines that the foregoing recitals are true and correct. For purposes of this Resolution, an “Affiliate” of the Company means any person or entity which controls, is controlled by, or is under common control with, the Company, as shown by the possession, directly or indirectly, of the power to direct or cause the direction of its management or policies, whether through majority equity ownership, contract or otherwise. An Affiliate shall also be a “participating party” as defined in the Act.

Section 2. Section 7 of the Initial Resolution is hereby modified to provide that, subject to Section 6, the Initial Resolution shall cease to be effective on February 21, 2023 unless the Authority specifically adopts a further resolution extending the effective date of the Initial Resolution.

Section 3. Except as set forth in Sections 2, all of the provisions of the Initial Resolution shall remain in full force and effect and are hereby ratified and confirmed. This Amendment shall take effect upon its adoption.