

WEST VIRGINIA DEPARTMENT OF TRANSPORTATION

State Rail Authority

Joe Manchin III Governor 120 Water Plant Drive, Moorefield, West Virginia 26836 (304) 538-2305 • TDD (800) 742-6991• Fax (304) 538-7474

Resolution of the West Virginia State Rail Authority

At a meeting of the Board of Directors of the West Virginia State Rail Authority duly called and held on the 26th day of January 2012, a quorum being present, the following was adopted:

Whereas, the Board of Directors made a motion to authorize the Executive Director to enter into an agreement with the non-profit group the Friends of Cheat, to allow them to be the trail sponsor for the new Cheat River Rail Trail.

Whereupon, on motion it was voted on and approved that:

The Executive Director, on behalf of the State Rail Authority, could enter into and execute a lease agreement with the Friends of Cheat to allow them to become the trail sponsor for the Cheat River Rail Trail.

I, Max Scott, Secretary of the Board of Directors of the West Virginia State Rail Authority, do hereby certify that the foregoing action of the Board of Directors was properly voted upon and adopted at a meeting duly called and held on January 26, 2012, that such action of the board has not been repealed, revoked, rescinded or amended, and is in full force and effect as of the date hereof, and that such resolution does not conflict with any charter or by-law provision of the corporation.

The State Rail Authority

Secretary

Board of Directors

Date: 3/23/12

Attest: angela Lynn Myers