

MPLT RESOLUTION NO. 10- 07

**A RESOLUTION TO AMEND MPLT's
INVESTMENT/PROMISSORY NOTE WITH CUC TO INVEST THE
ADDITIONAL SUM OF \$4 MILLION ON THE SAME TERMS AND
CONDITIONS**

WHEREAS, on August 4, 2008 MPLT executed a Promissory Note with the Commonwealth Utilities Corporation pursuant to MPLT's local investment under its Economically Targeted Investment program; and

WHEREAS, under the terms of MPLT's investment CUC would pay the monthly interest at 7% per annum and the principal was paid from the annual interest income distribution pursuant to Article XI Section 6 of the Constitution; and

WHEREAS, as a result of the Declaration of a State of Emergency on June 8, 2010 CUC continues to require an additional investment of funds; and

WHEREAS, the MPLT Trustees have received the consistent payments on interest from CUC and the remaining balance from the original \$3.5 million is now at \$1.8 million, the Trustees conclude that an additional investment of \$4 million will yield a reasonable rate of return with security assured from the interest income for debt service;

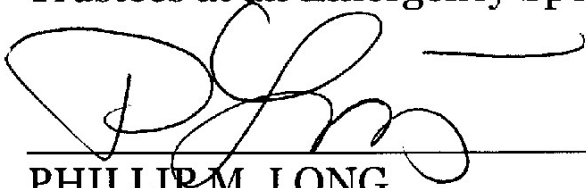
WHEREAS, BE IT RESOLVED, THEREFORE, that the MPLT Trustees hereby requires the adoption of the terms and conditions for an additional investment as follows:

- A. The Promissory Note shall be amended to allow for sum of \$4 Million to be invested into CUC with the same interest rate of 7% per annum. CUC shall

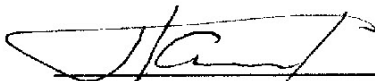
continue the monthly debt service, as adjusted for the additional investment of \$4 million plus the \$1.8 million balance for a total investment of \$5.8 million;

- B. The Note shall be extended from August 2011 for a period of 48 months up to August 30, 2015 at which time the full amount of the principal shall be due.
- C. The investment by MPLT of this additional sum requires legislation authorizing that the interest income earned for FY 2011 through 2015 shall be withheld by MPLT and applied toward the principal/debt service.
- D. MPLT, upon approval of the above requirements, will direct and instruct Morgan-Stanley/Smith-Barney to liquidate the sum of \$4 million from its core/fixed-income portfolio toward this investment pursuant to this resolution.

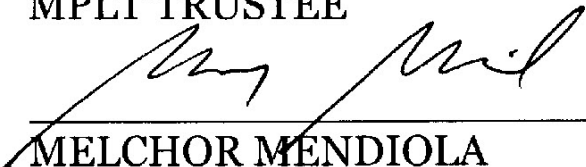
SO ADOPTED this 18th day of June, 2010 by the MPLT Board of Trustees at an Emergency Special Meeting on Saipan, CNMI.



PHILLIP M. LONG
CHAIRMAN, MPLT BOARD OF TRUSTEES

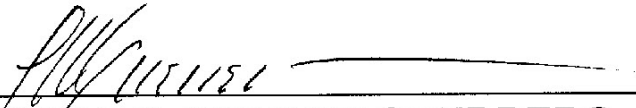


ALVARO SANTOS
MPLT TRUSTEE



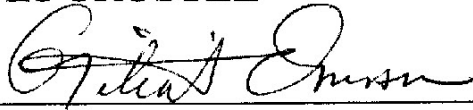
MELCHOR MENDIOLA

MPLT TRUSTEE



PEDRO R. DELEON GUERRERO

MPLT TRUSTEE



GREGORIA FITIAL-OMAR

MPLT TRUSTEE